



ACT OF MODIFICATION

In Asunción, Paraguay, on November 13th 2013, the undersigned members of the American Association of Private International Law (ASADIP), participating in the Association's ordinary assembly,

CONFIRMING the necessity to modify the Association's structure and operational organization, in order to increase the its dynamism and efficiency,

DECIDE TO APPROVE an updated version of the ASADIP's articles of association, denominated "2013 Articles of Association of the American Association of Private International Law" henceforth, stating the following:

ACT OF CONSTITUTION

In Asunción, Paraguay, on October 6th 2007, those who subscribe this Act, being Private International Law professors and specialists, participating in the Foundation Assembly of the American Association of Private International Law,

WITH THE PURPOSE of embracing the spirit of the Inter-American Association of Private International Law Professors, created in Panama in the year 1975, of which the Association declares being a continuator, and

AS A HOMAGE to the great American masters who have contributed to the universal development of the subject,

DECIDE TO APPROVE these Statutes of the American Association of Private International Law, to rule its objectives and structure, as well as its attributions and the functioning of its organs.

ARTICLES OF ASSOCIATION OF THE AMERICAN ASSOCIATION OF PRIVATE INTERNATIONAL LAW

Article 1.- The American Association of Private International Law has the following objectives:



- a) To reaffirm the need of including Private International Law as a core subject in regular courses at Law Schools and to increase the teaching of the aforesaid subject in postgraduate courses;
- b) To promote studies and research aimed towards the development of the discipline;
- c) To promote joint studies with other branches of law, particularly with Public International Law, Integration Law and Communitarian Law;
- d) To exchange experiences regarding Private International Law, particularly those related to teaching the subject;
- e) To encourage the exchange of information regarding Private International Law in every Latin America country; including current applicable laws, drafts and amendments, case law and doctrine;
- f) To create a Private International Law Documentation and Information Center.
- g) To cooperate with the Organization of American States in the drafting process of Inter American rules on Private International Law, as well as with other universal, regional, sub-regional and national organizations, both public and private, drafting and developing Private International Law.
- h) To diffuse the work of international organizations in the area of Private International Law.

Article 2.- The Association will have the following member categories:

a) Honorary Members. Honorary Members are:

1. Founder Members of the American Association of Private International Law who manifest desire to engage with the Association hereby constituted.

2. Those individuals, from within or outside the region, who have made exceptional contributions to the development of Private International Law and to the diffusion of Private International Law of the Americas. Its nomination requires a reasoned proposal –accompanied by the candidate's *curriculum vitae*- filed by five Members of the Association. Such nomination shall be approved by the Assembly through the vote of 2/3 of all the Members present or represented.

3. The Presidents of the Association, once their mandates have expired.

b) Full Members. Full Members are the professors or specialists in Private International Law willing to participate in the Association, proposed by two of its Members –accompanied with the corresponding *curriculum vitae* – and who were accepted by the Assembly by simple majority of present or represented Members.



Article 3.- All the Members shall contribute to the development and progress of the Association by their scientific works and academic activities. They shall also attend the Association's ordinary sessions, unless there are circumstances that duly justify their absence.

Article 4.- The Honorary Members shall conform the Association's Advisory Committee, which shall be presided by one of them. The number of Honorary Members shall not exceed the equivalent of 15% of the total Members of the Association.

Article 5.- Full Members shall contribute with an annual membership fee to be established by the Council and approved by the Assembly. Such payments shall be given to the Treasurer within the first two (2) months of the respective year. Full Members may choose to pay during the annual meeting of the Assembly, in which case the payable amount may be higher than the ordinary fee. Lack of payment may result in the expulsion of the delinquent member from the Association. Honorary members are not obliged to pay the annual membership.

Article 6.- The Association's executive bodies are: the Assembly, the Council, the Secretary General and the Advisory Committee.

Article 7.- The Assembly is the Association's superior executive body and its functions will be the following:

- a) To determine the Association's general lines of activity;
- b) To elect, by simple majority, the Council's members;
- c) To elect, by simple majority, among the Honorary Members, by the Council's proposal and for the same length of time as the latter, the Association's Honorary President and the President of the Advisory Committee;
- d) To consider the issues concerning the works filed by the members;
- e) To receive and approve the Secretary General's report;
- f) To elect the Honorary Members under article 2.a)
- g) To approve the designation of the new Full Members, under article 2.b).
- h) To approve amendments to the present by laws.

Article 8.- The Council shall be integrated by the President of the Association, who will simultaneously be the Council's President, four Vice-Presidents (the Academic Vice-President, the International Relations Vice-President, the Communications and Publications Vice-President, and the Financial Vice-President), four adjunct Vice-presidents, a Secretary General, and ten special



acting members, elected by the Assembly by simple majority. Each adjunct Vice-president will work jointly with its principal, and shall take the Vice-president's place in case the latter could not perform his or her duties. The Academic Vice-President shall cover the President's definite vacancy. In all cases the adjunct's position will last for the remaining period of the substituted principal.

Article 9.- The Council's functions will be the following:

- a) To enforce the Assembly's decisions;
- b) To prepare, in collaboration with the Secretary General, the Assembly's Agenda ;
- c) To submit to the Assembly all the issues it considers must be addressed by the former;
- d) To propose the Honorary President and the Advisory Committee;
- e) To request from the Advisory Committee, through the Council's President, the opinions it may deem appropriate;
- f) To establish Study Commissions and to designate its Directors;
- g) To approve the designations of administrative staff made by the Secretary General;
- h) To mandatorily meet once a year and extraordinarily as many times as the President deems convenient. Extraordinary meetings can be attended virtually, through videoconference or any other means of communication suitable for such purpose.

Article 10.- The Council's Members shall remain in their positions for three years. The President shall not be reelected for two consecutive periods.

Article 11.- The Members of the Association and those of the Council may exceptionally authorize another member to vote on their behalf. The remaining present members will analyze the validity of these exceptional situations on a case-by-case basis. In order to validly session, the Council shall require a quorum of eleven members and shall decide by majority.

Article 12.- The President's duties are:

- a) To represent the Association in courts and privately, and to preside its activities;
- b) To preside the Assembly and the Council;
- c) To promote regional, sub regional or national Association's meetings;
- d) To determine the Vice-President's goals and to assist them in the development of such goals.
- e) To represent the Association judicially and extra-judicially.



Article 13.- The faculties of the Vice Presidents are:

- a) Academic Vice-President: to propose and develop activities promoting the study, investigation and transference of knowledge in Private International Law. These activities include the Association's conferences.
- b) International Relations Vice-President: to promote the Association in international academic outlets and in organizations devoted to the codification of law; as well as to promote and increase the cooperation with national authorities throughout the Americas.
- c) Communications and Publications Vice-President: to conceive, edit and update the Association's publications; to inform the members of the activities it promotes and supports, as well as to inform them about all relevant information in Private International Law. For these purposes the Vice-President shall use the Association's website and other means of communication.
- d) Finance Vice-President: to gather and manage the Association's funds and patrimony, as well as to seek and promote new financing mechanisms.

Article 14.- The duties of the Vice-Presidents are:

- a) To replace the President during his absences and to represent him whenever the latter considers it necessary.
- b) To collaborate in the Association's direction.
- c) To perform any other task that may be assigned to him or her by the President, the Assembly or the Council.

Article 15.- The faculties of the Secretary General are:

- a) To closely cooperate with the President in the ordinary management of the Association;
- b) To develop, in conjunction with the Finance Vice- President, the Association's administrative management;
- c) To guard the Association's documentation;
- d) To elaborate, together with the other Council's members, the lists of topics to be addressed during the Assembly;
- e) To designate, in conjunction with the President, the administrative staff.



Article 16.- The Head Office of the General Secretariat shall be Asuncion, Paraguay. However, if the Assembly considers it convenient for the fulfillment of the entity's purposes, it may decide by a 2/3 majority of present or represented Members and by request of at least ten Members of the Association, the transfer of the Secretariat to any other country with national Members in the Association.

Article 17.- The Association's assets are:

- a) Members contributions;
- b) Contributions and donations made to the Association;
- c) Profits originating from publications and merchandise;
- d) Profits originating from services rendered by the Association.

The Council will decide on a case-by-case basis the best way to gather and manage the funds.

Article 18.- The Members shall contribute with the Council's tasks and may replace directive Members that are unable to perform their functions.

Article 19.- The Advisory Committee shall produce the opinions requested by the Council notwithstanding of doing so in any circumstance in which it deems it timely or convenient. The President of the Advisory Committee shall decide in each case the appropriate mechanism to develop these tasks.

Article 20.- The Association shall be governed by the law of the State where the Secretary General has its head offices and shall be registered in that State under its law.