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FOR DEVELOPMENT



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Report of the Secretary-General

Part III: Administrative and statutory matters

(g) Report of the Working Group on the review of the amendment procedure of the Statutes and amendment to Article 33 of the Statutes

I. Background

1. The General Assembly, through resolution 662(XXI), requested the Secretary-General to constitute a Working Group composed of Member States, under the responsibility of the Executive Council, in charge of reviewing the current procedure for amending the Statutes and eventually preparing the text of an amendment to Article 33 of the Statutes in order to submit it to the General Assembly at its next session for approval.

2. Following this request, the Working Group composed of Argentina, Costa Rica, Democratic Republic of the Congo, Egypt, India, Morocco, Peru, Philippines, Slovakia and Spain proposed an amendment to Article 33 of the Statutes and submitted a draft text to the Executive Council at its 103rd session, held in Málaga, Spain. The Executive Council, through decision 13(CIII), endorsed the proposed text of the amendment to Article 33 of the Statutes and encouraged the Working Group to continue working on its recommendations on pending amendments that could be effective upon the entry into force of the new amendment procedure.

3. In this regard, the Working Group submitted to the Executive Council a proposal on pending amendments that could enter into force once the amendment to Article 33 of the Statutes is effective. At its 105th session, through decision 12(CV), the Executive Council approved the proposal made by the Working Group and requested the Secretary-General to submit the list for approval by the UNWTO General Assembly at its 22nd session.

4. In accordance with Article 33 of the Statutes, the text of the proposed amendment to the Statutes, as endorsed by the 103rd session of the Executive Council, was circulated to all Full Members by note verbale on 1 March 2017.

5. The Executive Council, at its 105th session, following the proposal of Germany, decided to



provide a one-year period (instead of three months as initially proposed) for the entry into force of amendments adopted by the General Assembly not requiring a two-thirds majority of Full Members approval, in accordance with the new procedure established in the proposed amendment to Article 33.

6. The final wording of the new Article 33 approved by the Executive Council at its 105th session (decision 12(CV)) and circulated to all Full Members through note verbale on 5 June 2017, pending its approval by the 22nd General Assembly, reads as follows:

Current Article 33

1. Any suggested amendment to the present Statutes and its Annex shall be transmitted to the Secretary-General who shall circulate it to the Full Members at least six months before being submitted to the consideration of the Assembly.

2. An amendment shall be adopted by the Assembly by a two-thirds majority of Full Members present and voting.

3. An amendment shall come into force for all Members when two-thirds of the member States have notified the Depositary Government of their approval of such amendment.

New Article 33:

1. Any suggested amendment to the present Statutes and its Annex shall be transmitted to the Secretary-General who shall circulate it to the Full Members at least six months before being submitted to the consideration of the Assembly.

2. An amendment shall be voted by the Assembly and adopted by a two-thirds majority of Full Members present and voting.

3. An amendment shall come into force for all Members within one year after it has been adopted by the Assembly, unless the resolution by which it is adopted provides that the procedure established in paragraph 4 shall be applicable.

4. Notwithstanding the provisions of paragraph 3, any amendment to Articles 4, 5, 6, 7, 9, 14, 23, 25, 28, 33 or 35 of the Statutes, or to the Financing Rules, or any amendment involving fundamental alterations in the aims or the structure of the Organization or to the rights and obligations for the member States -so determined by the General Assembly- shall come into force for all Members forthwith when two-thirds of the member States have notified the Depositary Government of their approval of such amendment. The General Assembly may also establish a deadline for member States to notify the approval of such amendment.

II. Recommendations of the Working Group on the pending amendments to the Statutes and the Financing Rules

7. As indicated in document CE/105/7(d), the Working Group agreed that the following amendments would be automatically effective upon entry into force of the new procedure¹:

(a) Amendment to Article 14 of the Statutes [A/RES/134 (V)], conferring one additional seat in the Executive Council for the host State of the Headquarters of the Organization. This amendment has been applied provisionally since 1997, thus its entry into force would have no practical implication for the Organization and its Members.

(b) Amendment to Article 15 of the Statutes [A/RES/208 (VII)], establishing that the terms of office of the Members of the Council shall not be immediately renewable upon expiration unless an immediate renewed membership is essential to safeguard a fair and equitable geographical distribution, in which case, the renewal will require from a majority of the Full Members present and voting. In practice, there is neither obligation nor limitation for the renewal of the Members of the Council. In line with this amendment, Council Members are not being renewed immediately; any renewal is considered by the Regional Commissions and proposed to the General Assembly subject to equitable and fair representativeness criteria. If the General Assembly was not able to reach a consensus on the matter, the composition of the Executive Council would be decided by a simple majority of Full Members present and voting, as described in the amendment. Thus, the entry into force of this amendment would not have any implication in the current practice being followed by the Organization, as the wording of the amendment provides the General Assembly with sufficient flexibility to agree on the renewal of membership to the Executive Council.

(c) Amendment to Article 22 of the Statutes [A/RES/512 (XVI)], establishing a limit of two mandates for the Secretary-General. This amendment, adopted in 2005 is already being implemented. Thus, its entry into force would have no practical implication for the Organization and its Members.

(d) Amendment to Article 37 of the Statutes [A/RES/93 (IV)], establishing the Government of Spain as Depositary of the Statutes instead of the Government of Switzerland. This amendment has been applied provisionally since 1981 and thus, its entry into force will not imply any change for the Organization and its Members.

(e) Amendment to Paragraph 4 of the Financing Rules [A/RES/422 (XIV)], establishing the currency of the Organization in euros. This amendment has been applied provisionally since 2001 and thus, its entry into force would have no practical implication for the Organization and its Members.

(f) Amendment to Paragraph 12 of the Financing Rules [A/RES/61 (III)], including a deadline of two months before a financial year for Members to be notified of the amount of their annual contributions. This amendment has been applied provisionally since 1979 and thus, its entry into force would have no practical implementation for the Organization and its Members

8. The Executive Council approved, at its 105th session (decision 12(CV)) that the amendments listed above would enter into force upon entry into force of the amendment to Article 33 (once adopted

¹ For the text of the amendments, please see Annex I.

by the General Assembly and approved by the required two-thirds majority of Full Members), subject to confirmation by the Depositary of the Statutes, the Ministry of Foreign Affairs of Spain.

9. On 16 June 2017, the Office of the Legal Counsel of UNWTO received a report on the matter from the legal services of the Ministry of Foreign Affairs of Spain. In general terms, the report supports the recommendations already made by the Working Group concerning pending amendments and further suggests that a means to facilitate the approval process for Member States would be including an additional paragraph in the text of the amendment to Article 33 of the Statutes, mentioning the pending amendments that would be effective upon entry into force of the new Article 33.

10. The Working Group held a 4th meeting on the 23 June 2017, during which the said proposal from the legal services of the Ministry of Foreign Affairs of Spain was discussed and endorsed.

III. Recommendations of the Working Group on the amendment to Article 33 of the Statutes

11. The Working Group, following the proposal of the Depositary of the Statutes, the Ministry of Foreign Affairs of Spain, recommends that a fifth paragraph be included to the amendment of Article 33 of the Statutes as approved by the 105th session of the Executive Council mentioning the pending amendments that would enter into force with the 2/3 ratification by Member States of the amendment to Article 33.

12. Paragraph 5 of the proposed text of the amendment to Article 33 of the Statutes reads as follows:

“5. Amendment to Article 14 of the Statutes (adopted by the General Assembly through resolution 134 (V)), amendment to Article 15 of the Statutes (adopted by the General Assembly through resolution 208 (VII)), amendment to Article 22 of the Statutes (adopted by the General Assembly through resolution 512 (XVI)), amendment to Article 37 of the Statutes (adopted by the General Assembly through resolution 93 (IV)), amendment to Paragraph 4 of the Financing Rules (adopted by the General Assembly through resolution 422 (XIV)) and amendment to Paragraph 12 of the Financing Rules (adopted by the General Assembly through resolution 61 (III)) shall enter into force upon entry into force of the present amendment to Article 33.”

13. The entry into force of the proposed amendment to Article 33 will require, in accordance with the Statutes and once adopted by the General Assembly, the notification of its approval to the Depositary by two-thirds of the Full Members of the Organization. Accordingly, the Working Group and the Secretariat wish to convey that it is essential that all Member States initiate immediately the internal procedures necessary for the approval of such amendment, recalling that this constitutional development will provide the Organization with the necessary flexibility to undertake any future reform to its Statutes as appropriate.

IV. Analysis of pending amendments

14. The Executive Council, at its 105th session, decided through decision 12(CV) to expand the task of the Working Group in order to analyse the pending amendments not listed in paragraph II.7 above and included in Annex II of this document, in order to review their actual relevance and to submit recommendations as appropriate to the 22nd session of the General Assembly.

15. After an initial study of the situation, and taking into account that some of the pending

amendments are of a complex or sensitive nature, the Working Group recommends that more time be provided for the Secretariat to prepare all relevant documentation and for the Working Group to reach a common position on the matter, which would be submitted first to the Executive Council for endorsement and subsequently to the 23rd session of the General Assembly for approval.

V. Actions to be taken by the General Assembly

16. The General Assembly is invited:

(a) To take note of the report of the Working Group and thank the Members for their work and support to the constitutional development of the Organization;

(b) To adopt the amendment to Article 33 of the Statutes whose text reads as follows:

“1. Any suggested amendment to the present Statutes and its Annex shall be transmitted to the Secretary-General who shall circulate it to the Full Members at least six months before being submitted to the consideration of the Assembly.

2. An amendment shall be voted by the Assembly and adopted by a two-thirds majority of Full Members present and voting.

3. An amendment shall come into force for all Members within one year after it has been adopted by the Assembly, unless the resolution by which it is adopted provides that the procedure established in paragraph 4 shall be applicable.

4. Notwithstanding the provisions of paragraph 3, any amendment to Articles 4, 5, 6, 7, 9, 14, 23, 25, 28, 33 or 35 of the Statutes, or to the Financing Rules, or any amendment involving fundamental alterations in the aims or the structure of the Organization or to the rights and obligations for the member States -so determined by the General Assembly- shall come into force for all Members forthwith when two-thirds of the member States have notified the Depositary Government of their approval of such amendment. The General Assembly may also establish a deadline for member States to notify the approval of such amendment.

5. Amendment to Article 14 of the Statutes (adopted by the General Assembly through resolution 134 (V)), amendment to Article 15 of the Statutes (adopted by the General Assembly through resolution 208 (VII)), amendment to Article 22 of the Statutes (adopted by the General Assembly through resolution 512 (XVI)), amendment to Article 37 of the Statutes (adopted by the General Assembly through resolution 93 (IV)), amendment to Paragraph 4 of the Financing Rules (adopted by the General Assembly through resolution 422 (XIV)) and amendment to Paragraph 12 of the Financing Rules (adopted by the General Assembly through resolution 61 (III)) shall enter into force upon entry into force of the present amendment to Article 33”;

(c) To remind Member States of the importance of this amendment to the Statutes that will provide the Organization with the necessary flexibility to undertake significant reforms as appropriate and adapt in a timely manner to the will of its Members;

- (d) To call upon Member States to initiate immediately the internal procedures necessary to notify the Depositary of the Statutes of the approval of the amendment to Article 33 of the Statutes for its entry into force in a timely manner;
- (e) To recall that the entry into force of this amendment will occur when two-thirds of the Full Members have notified their approval of the amendment to the Depositary;
- (f) To further recall that the entry into force of the amendments contained in paragraph 5 of the amendment to Article 33 and whose text will be annexed to the resolution have no implications for the Organization and its Members, as explained in the present document; and
- (g) To encourage the Working Group to further continue its analysis of the actual relevance of other pending amendments to the Statutes and its Financing Rules and to submit its recommendations to the Executive Council for endorsement and subsequently to the 23rd session of the General Assembly for approval.

Annex I: Amendments listed in Paragraph 5 of the amendment to Article 33 of the Statutes

As approved by the 105th session of the Executive Council, the following amendments will enter into force once the amendment to Article 33 of the Statutes has received the required two-thirds majority ratification by Full Members of the Organization:

- A. Amendment to Article 14 of the Statutes adopted by the General Assembly at its fifth session, New Delhi, October 1983 [resolution 134(V)] modified at the twelfth session, Istanbul, October 1997 [resolution 365(XII)], conferring an additional seat in the Executive Council to the host State of the Headquarters of the Organization. This amendment has been applied provisionally since 1997, thus its entry into force would have no practical implication for the Organization and its Members.**

"1bis. The host State of the Headquarters of the Organization shall have a permanent additional seat on the Executive Council, which shall be unaffected by the procedure laid down in paragraph 1 above concerning the geographical distribution of Council seats."

- B. Amendment to Article 15 of the Statutes adopted by the General Assembly at its seventh session, Madrid, September-October 1987 [resolution 208(VII)], establishing that the terms of office of the Members of the Council shall not be immediately renewable upon expiration unless an immediate renewed membership is essential to safeguard a fair and equitable geographical distribution, in which case, the renewal will require from a majority of the Full Members present and voting. In practice, there is neither obligation nor limitation for the renewal of the Members of the Council. In line with the amendment, Council Members are not being renewed immediately; any renewal is considered by the Regional Commissions and proposed to the General Assembly subject to equitable and fair representativeness criteria. If the General Assembly was not able to reach a consensus on the matter, the composition of the Executive Council would be decided by a simple majority of Full Members present and voting, as described in the amendment. Thus, the entry into force of this amendment would not have any implication in the current practice being followed by the Organization, as the wording of the amendment provides the General Assembly with sufficient flexibility to agree on the renewal of membership to the Executive Council.**

"1. The term of elected Members shall be four years. Election for one-half of the membership of the Council shall be held every two years.

18. The terms of office of the Members of the Council shall not be immediately renewable upon expiration unless an immediate renewed membership is essential to safeguard a fair and equitable geographical distribution. In such a case, the admissibility of the request for renewal shall be obtained from a majority of Full Members present and voting."

- C. Amendment to Article 22 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 512(XVI)], establishing a limit of two mandates for the Secretary-General. This amendment, adopted in 2005 is already being implemented. Thus, its entry into force would have no practical implication for the Organization and its Members.**

"The Secretary-General shall be appointed by a two-thirds majority of Full Members present and voting

in the Assembly, on the recommendation of the Council, for a term of four years. His appointment shall be renewable only once."

- D. Amendment to Article 37 of the Statutes adopted by the General Assembly at its fourth session, Rome, September 1981 [resolution 93(IV)], establishing the Government of Spain as Depositary of the Statutes instead of the Government of Switzerland. This amendment has been applied provisionally since 1981 and thus, its entry into force will not imply any change for the Organization and its Members.**

"1. These Statutes and any declarations accepting the obligations of membership shall be deposited with the Government of Spain.

"2. The Government of Spain shall inform all States so entitled of the receipt of the declarations referred to in paragraph 1 and of the notification in accordance with the provisions of Articles 33 and 35, and of the date of entry into force of amendments to these Statutes."

- E. Amendment to Paragraph 4 of the Financing Rules adopted by the General Assembly at its fourteenth session, Seoul / Osaka, 24-29 September 2001 [resolution 422(XIV)], establishing the currency of the Organization in euros. This amendment has been applied provisionally since 2001 and thus, its entry into force would have no practical implication for the Organization and its Members.**

"The budget shall be formulated in euros. The currency used for payment of contributions shall be the euro or any other currency or combination of currencies stipulated by the Assembly. This shall not preclude acceptance by the Secretary-General, the extent authorized by the Assembly, of other currencies in payment of Members' contributions."

- F. Amendment to Paragraph 12 of the Financing Rules adopted by the General Assembly at its third session, Torremolinos, September 1979 [resolution 61(III)], including a deadline of two months before a financial year for Members to be notified of the amount of their annual contributions. This amendment has been applied provisionally since 1979 and thus, its entry into force would have no practical implementation for the Organization and its Members.**

"The Members of the Organization shall pay their contribution in the first month of the financial year for which it is due. Members shall be notified of the amount of their contribution, as determined by the Assembly, six months before the beginning of financial years in which the General Assembly is held and two months before the beginning of the other financial years. However, the Council may approve justified cases of arrears due to different financial years existing in different countries."

Annex II: Pending amendments to the Statutes to be analysed by the Working Group

A. Amendment to Article 1 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“The World Tourism Organization, hereinafter referred to as “the Organization”, is hereby established as an international organization of intergovernmental character. It is a specialized agency of the United Nations.”

Amendment to Article 4 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“Membership of the Organization shall be open to:

- (a) Full Members
- (b) Associate Members”

Amendment to Article 5 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“1. Full membership of the Organization shall be open to all sovereign States that are members of the United Nations.

2. Such States may become Full Members of the Organization if their candidatures are approved by the General Assembly by a majority of two-thirds of the Full Members present and voting provided that said majority is a majority of the Full Members of the Organization.

3. States that have withdrawn from the Organization in accordance with the provisions of Article 35 shall have the right to become Full Members of the Organization again, without requirement of vote, on formally declaring that they adopt the Statutes of the Organization and accept the obligations of membership.”

Amendment to Article 6 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“1. Territories already holding associate membership on 24 October 2003 shall maintain the status, rights and obligations belonging to them as at such date. The list of such territories is annexed to these Statutes.

2. Members enjoying the status of Affiliates, up to at the date of entry into force of the Amendments to the present Statutes adopted on 29 November 2005 shall become as of right Associate Members at that date.

3. Associate membership of the Organization shall be open to intergovernmental and non-governmental organizations, tourism bodies without political competence subordinate to territorial entities, professional and labour organizations, academic, educational, vocation training and research institutions and to commercial enterprises and associations whose activities are related to the aims of

the Organization or fall within its competence. The participation of Associate Members in the work of the Organization shall be of a technical nature, with decisions and votes being the exclusive prerogative of the Full Member.

4. Such entities may become Associate Members of the Organization provided that their requests for membership are presented in writing to the Secretary-General and that the candidature is approved by the General Assembly by a majority of two-thirds of the Full Members present and voting provided that said majority is a majority of the Full Members of the Organization. Except in the cases of international organizations, the candidatures of the entities mentioned in paragraph 3 above shall be introduced by the United Nations member State on whose territory their headquarters is located.

5. The General Assembly shall abstain from considering the candidature of such entities if their headquarters is located in a territory that is the subject of a dispute, of sovereignty or other, before the United Nations, or if their activity is related to such a territory, unless no Full Member objects to the introduction of the candidature of said entity or to its admission to the Organization.”

Amendment to Article 7 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“1. A Committee of Associate Members shall be constituted which shall establish its own rules and submit them to the Assembly for approval by a majority of two-thirds of the Full Members present and voting provided that said majority is a majority of the Full Members of the Organization. The Committee may be represented at meetings of the Organization’s organs.

2. The Committee of Associate Members shall be composed of three boards:

- (i) a board of destinations, composed of the tourism bodies, without political competence subordinate to territorial entities;
- (ii) an education board composed of academic, educational, vocational training and research institutions; and
- (iii) a professional board composed of all the other Associate Members.

Intergovernmental and non-governmental organizations may participate in whichever board or boards correspond to their competences.”

Amendment to Article 9 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

“1. The Assembly is the supreme organ of the Organization and shall be composed of delegates representing Full Members.

2. At each session of the Assembly each Full Member shall be represented by not more than five delegates, one of whom shall be designated by the Member as Chief Delegate.

3. Associate Members as of 24 October 2003, the list of which is annexed to the present Statutes, shall be represented by not more than five delegates, one of whom shall be designated as Chief Delegate. These delegates may participate, without the right to vote, in the work of the Assembly. They

shall have the right to speak but may not participate in decision-making.

4. The Committee of Associate Members may designate three spokespersons, one representing the board of destinations, one representing the professional board and the other representing the education board, who shall participate in the work of the Assembly, without the right to vote. Each Associate Member may designate one observer, who may attend the deliberations of the Assembly."

Amendment to Article 14 of the Statutes adopted by the General Assembly at its sixteenth session, Dakar, November-December 2005 [resolution 511(XVI)]:

"1. The Council shall consist of Full Members elected by the Assembly in the ratio of one Member for every five Full Members, in accordance with the Rules of Procedure laid down by the Assembly, with a view to achieving a fair and equitable geographical distribution.

2. Associate Members as of 24 October 2003 may have a spokesperson who may participate, without the right to vote, in the work of the Council. Such spokesperson may not participate in decision-making.

3. The three spokespersons of the Committee of Associate Members may participate, without the right to vote, in the work of the Council. Such spokespersons may not participate in decision-making."

Amendment to Paragraph 14 of the Financing Rules adopted by the General Assembly at its sixteenth session, Dakar, October-December 2005 [resolution 511(XVI)]:

"In calculating the assessments of Associate Members, account shall be taken of the different bases of their membership and the limited rights they enjoy within the Organization."

B. Amendment to Article 38 of the Statutes adopted by the General Assembly at its seventeenth session, Cartagena de Indias, November 2007 [resolution 521(XVII)]:

"The official languages of the Organization shall be Arabic, Chinese, English, French, Russian and Spanish."

C. Amendment to Paragraph 13 of the Financing Rules adopted by the General Assembly at its fourth session, Rome, September 1981 [resolution 92(IV)]:

"(a) A Member which is one or more years in arrears in the payment of its contributions to the Organization's expenditure may not be elected to the Executive Council or hold offices within the organs of the General Assembly.

(b) A Member which is one or more years in arrears in the payment of its contributions to the Organization's expenditure and which has failed to explain the nature of the circumstances surrounding its failure to pay and to indicate the measures to be taken to settle its arrears shall pay a compensatory amount equal to two per cent of its arrears, in addition to said arrears.

(c) A Member which is in arrears in the payment of its financial contributions to the Organization's expenditure shall be deprived of the privileges enjoyed by the Members in the form of services and the

right to vote in the Assembly and the Council if the amount of its arrears equals or exceeds the amount of the contributions due from it for the preceding two financial years. At the request of the Council, the Assembly may, however, permit such a Member to vote and to enjoy the services of the Organization if it is satisfied that the failure to pay is due to conditions beyond the control of the Member."