



***HEADQUARTERS AGREEMENT BETWEEN THE KINGDOM OF SPAIN
AND THE
INTERNATIONAL OLIVE COUNCIL***

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done on 20 November 2007*

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HEADQUARTERS AGREEMENT BETWEEN THE KINGDOM OF SPAIN
AND THE INTERNATIONAL OLIVE COUNCIL

The Kingdom of Spain and

The International Olive Council,

Ready to provide a new legal framework for the regulation of the rights, immunities and privileges of the International Olive Council and of its officials, in accordance with the provisions of Article 5 of the International Agreement on Olive Oil and Table Olives, done at Geneva on 29 April 2005 within the framework of the United Nations Conference held in Geneva from 25 to 29 April 2005 for the Negotiation of the International Agreement on Olive Oil and Table Olives,

Taking into account Article 3 of that Agreement, according to which the headquarters of the International Olive Council shall be in Madrid,

Taking into account the need to update the current Headquarters Agreement concluded by both Parties, done at Madrid on 13 July 1989,

Have decided to conclude a new Headquarters Agreement, for which purpose they have agreed as follows:

ARTICLE 1

Legal personality

The International Olive Council (hereinafter referred to as "the Council") shall have legal personality. It shall in particular have the capacity to contract, to acquire and dispose of movable and immovable property and to institute legal proceedings in Spanish courts.

ARTICLE 2

Council headquarters

The Kingdom of Spain undertakes to provide the Council with such premises as it needs to perform its functions. It also undertakes to take the necessary measures to allow the Council the enjoyment of the buildings comprising its headquarters.

The headquarters of the Council are currently located at calle Príncipe de Vergara, 154, 28002 Madrid. The Council shall keep the Kingdom of Spain informed on the situation and characteristics of the premises comprising its headquarters.

The execution of this Article shall be the subject of such Supplemental Agreements as both parties deem it appropriate to conclude.

ARTICLE 3

Inviolability

1. The premises of the Council headquarters shall be inviolable, irrespective of their owner. No agent of the Spanish Authorities shall enter the premises without the consent of the Executive Director of the Council or the person representing him or her.
2. The archives of the Council, its official correspondence and in general all the documents belonging to or held by it and intended for its official use, shall be inviolable wherever they may be.
3. The property and assets of the Council in Spain shall be immune from all forms of search, requisition, confiscation, expropriation, or any other form of executive, administrative, judicial or legislative constraint.
4. The Council shall control and police the premises of its headquarters. The Kingdom of Spain shall adopt all the appropriate measures for ensuring the protection of the headquarters.

ARTICLE 4

Communications

The Council may use codes. It may also dispatch and receive correspondence by couriers or bags which shall have the same privileges and immunities as diplomatic couriers and bags. In the event of serious, well-founded suspicion, the Spanish Authorities may, in the presence of a representative authorized by the Executive Director of the Council, check whether such bags actually contain official correspondence only.

ARTICLE 5

Immunity from legal process and execution

1. The Council shall enjoy immunity from any penal, civil and administrative proceedings, except insofar as that immunity has been expressly waived by the Executive Director of the Council or the person representing him or her and except for civil proceedings brought against the Council by third parties for damages deriving from accidents involving authorized vehicles belonging to the Council or driven by one of its officials.
2. The inclusion in a contract to which the Council is a party of a clause giving a Spanish ordinary court jurisdiction shall constitute a formal waiver of the immunity. However, barring an express clause to the contrary, no such waiver of immunity shall extend to any measure of execution.
3. The institution by the Council of legal proceedings shall imply its waiving of immunity from legal process in the event of a counterclaim.

ARTICLE 6

Tax exemptions accorded to the Council

1. The Council shall be exempt from any national, regional and municipal taxes and levies on the premises of the headquarters it occupies in any capacity, except for those constituting payment for services rendered. The aforesaid tax exemption shall not apply to taxes and levies which private individuals coming under a contract with the Council must pay in accordance with Spanish legislation.
2. The Council shall also be exempt, within the scope of the official activities constituting its object and specific purpose, from any taxes imposed directly on revenue and income received by the Council or on any other assets held by it.
3. With respect to the importation or exportation of goods imported into or exported from Spanish territory, the provisions in force applicable to diplomatic missions shall be applied.
4. With respect to exemption from Value-Added Tax, the Council shall be applied the provisions laid down in Article 22, paragraphs 8 and 9 of the Value-Added Tax Act No 37 of 28 December 1992, which are implemented in Royal Decree No 3485 of 29 December 2000 laying down allowances and exemptions under diplomatic, consular and international organisation regimes and amending the General Regulation on Vehicles adopted by Royal Decree No 2822 of 23 December 1998. Such internal provisions, and any amendments made thereto, shall be applied.

ARTICLE 7

Free exchange and currency operations

1. The Council may receive and hold funds and currencies of any kind and hold accounts in any currency. It may also freely transfer to another country the funds and currencies it possesses in Spanish territory and vice versa.
2. The competent Spanish Authorities shall assist and support the Council in its exchange transactions and transfers.

ARTICLE 8

Public services

The Kingdom of Spain shall accord the Council, for its postal, telephonic, telegraphic and radiotelegraphic communications and for the use of any other public service, a favourable treatment similar to that accorded to accredited diplomatic missions in Spain in the matter of priorities, rates, charges and other respects.

ARTICLE 9

Freedom of entry and sojourn

1. The Kingdom of Spain shall take appropriate measures to facilitate the entry into, sojourn in and departure from Spanish territory of the following categories of persons, regardless of their nationality:
 - (a) representatives of Council Members;
 - (b) the Executive Director and officials of the Council;
 - (c) the spouses and unmarried children under the age of 23 living with or dependent on the persons referred to in (a) and (b), and who are not engaged in gainful employment, and, exceptionally, other members of the families of the persons referred to in (a) and (b) who live with them;
 - (d) any person who, by reason of his or her functions, must have access to the Council headquarters in an official capacity, provided that the Ministry of Foreign Affairs and Cooperation has been duly informed thereon.
2. Visas which may be required for persons referred to in this Article shall be issued without charge and as soon as possible.
3. The persons referred to in this Article shall be exempt from the formalities provided for by Spanish laws and regulations with respect to the registration of aliens, residence permits and work permits, provided they are not engaged in any other gainful employment or occupation in Spain.

ARTICLE 10

Status of representatives of the Council Members

Representatives of the Council Members to assemblies, conferences or sessions convened by the Council, shall enjoy in Spain the following immunities and privileges while in the performance of their functions:

- (a) inviolability of their person, place of residence and possessions;
- (b) immunity from legal process in respect of words spoken and written or other acts done by them in the performance of their official functions;
- (c) customs facilities in respect of their personal effects and exemption from inspection of their personal baggage in the same conditions as are accorded to diplomatic agents;
- (d) exemption from immigration and exchange restrictions in the same conditions as are accorded to diplomatic agents.

ARTICLE 11

Status of the Executive Director and officials of the Council

1. The Executive Director of the Council shall be accorded the privileges, immunities and prerogatives accorded to the heads of accredited diplomatic missions in Spain.
2. The senior official of the Council who acts on behalf of the Executive Director of the Council when the latter is absent or unable to attend to his or her duties, shall enjoy the same status as the Executive Director of the Council, and shall receive the same treatment as the interim Chargés d'Affaires of accredited diplomatic missions in Spain.
3. The Executive Director of the Council shall designate the officials who, by reason of the responsibility of their functions, shall enjoy the privileges, immunities and prerogatives accorded to accredited diplomatic agents in Spain. The number of such officials, which shall be set at six, shall be reviewed every two years by the Ministry of Foreign Affairs and Cooperation and the Council.
4. The Executive Director of the Council shall designate the officials who, by reason of their functions, shall enjoy the privileges and immunities accorded to the administrative and service staff of accredited diplomatic missions in Spain.
5. Family members of the persons referred to in this Article, - spouses and unmarried children under the age of 23 living with or dependent on those persons and not engaged in gainful employment - shall enjoy the same privileges and immunities as such persons.
6. Should any of the persons referred to in this Article be a Spanish national or a permanent resident in Spain, the Kingdom of Spain shall not be bound to accord him or her privileges and immunities exceeding those provided for in Article 38 of the Vienna Convention on Diplomatic Relations of 18 April 1961, for such cases.
7. The Council shall notify the Ministry of Foreign Affairs and Cooperation of:
 - (a) the appointment of its officials, their arrival in and final departure from Spain, and the termination of their employment at the Council;
 - (b) the arrival and final departure of any persons belonging to the official's family who live with him or her and the fact, where applicable, that a person becomes or ceases to be a member of that family.

ARTICLE 12

Exemption from taxation on the salaries of officials

The officials of the Council enjoy the same exemptions as those applicable, under identical conditions, to officials of the European Communities.

ARTICLE 13

Purpose of privileges and immunities

The privileges and immunities provided for in Articles 10 and 11 are accorded to the beneficiaries thereof in the interests of the Council, and not in order to secure them personal advantages.

Such privileges and immunities may be waived: by the Council, in respect of the representatives of its Members and their family members and in respect of the Executive Director of the Council and the members of his or her family; by the Executive Director of the Council, in respect of the officials of the Council and their family members.

ARTICLE 14

Immunities of experts

When experts other than those referred to in Articles 10 and 11 perform their duties in the Council or carry out official missions and travel on its behalf, they shall enjoy the following privileges and immunities insofar as they may be necessary for the performance of their functions:

- (a) immunity from the detention or seizure of their personal luggage, unless they are caught in the act of committing an offence. In this case, the Spanish Authorities shall immediately notify the Executive Director of the Council of the detention or seizure of the luggage;
- (b) immunity from legal process in respect of acts committed by them in the performance of their official mission, whether spoken or written. The persons concerned shall continue to enjoy such immunity even if they no longer discharge their functions.

The Executive Director of the Council may waive the immunity accorded to an expert in such cases where he or she considers that he or she should do so without damaging the interests of the Council.

ARTICLE 15

Cooperation in the application of the Agreement

The Council and the Spanish Authorities shall cooperate at all times to facilitate the proper administration of justice, to ensure observance of police regulations and to prevent occurrences of any abuses that might arise from the privileges and immunities provided for in this Agreement.

ARTICLE 16

Identity cards

The appropriate departments of the Ministry of Foreign Affairs and Cooperation shall, at the request of the Executive Director of the Council, issue the persons referred to in Article 11 of this Agreement with identity cards.

ARTICLE 17

Non-responsibility of Spain

Spain shall not incur any international responsibility for the activities of the Council within its territory, or for acts or omissions of the Council or of its agents acting or abstaining from acting within the scope of their functions.

ARTICLE 18

Settlement of differences

The Council shall, acting in agreement with the Ministry of Foreign Affairs and Cooperation, take measures providing for the suitable settlement of differences involving an official of the Council who, by reason of his or her official status, enjoys immunity, if such immunity has not been waived by the Executive Director of the Council in conformity with the provisions of Article 13.

The Council recognizes the jurisdiction of the Administrative Tribunal of the International Labour Organization (ILOAT). This Tribunal shall be the competent judicial body for hearing differences between the Organization and its officials.

ARTICLE 19

Settlement of disputes

Any dispute concerning the application or interpretation of this Agreement or of any Supplemental Agreement that may be concluded, which it has not been possible to settle by negotiation between the two parties shall, at the request of either Party, be referred to a tribunal of three arbitrators for final decision.

The arbitrators shall be designated as follows: one by the Executive Director of the Council; one by the Spanish Ministry of Foreign Affairs and Cooperation and the third by the other two arbitrators. Should one of the parties fail to appoint an arbitrator, or should no agreement be reached on the appointment of the third arbitrator (within three months of the application for arbitration), either party may request that the President of the International Court of Justice appoint the arbitrator or arbitrators necessary, according to the circumstances.

ARTICLE 20

Duration of the Agreement

This Agreement shall have the same duration as the International Agreement on Olive Oil and Table Olives done at Geneva on 29 April 2005. The renegotiation of the latter Agreement shall give rise to consultation between Spain and the Council with a view to renegotiating or amending this Agreement, if both parties deem it so necessary.

ARTICLE 21

Amendment of the Agreement

1. This Agreement may be amended in full or in part following consultations entered into at the request of Spain or the Council. Any such amendment shall be made by mutual consent and shall enter into force in the manner for which provision is made in Article 23.
2. The Council and the Kingdom of Spain may enter into such Supplemental Agreements as may be deemed necessary.

ARTICLE 22

Notice of termination

Notice of the termination of this Agreement may be given by one of the two Parties, and the Agreement shall consequently cease to be in force six months after the date of such notice.

ARTICLE 23

Entry into force

1. This Agreement shall become effective provisionally after its signature, pending its ratification by Spain and its approval by the Council.
2. This Agreement shall enter into force definitively on the date of exchange of the instruments authenticating the execution of the procedures referred to in the preceding paragraph.
3. Upon the entry into force of this Agreement, the Headquarters Agreement between the Kingdom of Spain and the International Olive Oil Council done at Madrid on 13 July 1989 shall no longer be in legal force.

Done and signed at Madrid on 20 November 2007, in duplicate, in the French and Spanish languages, both being equally authentic.

For the Kingdom of Spain,

For the International Olive Council

The Minister for Foreign Affairs and
Cooperation

The Executive Director

Miguel Angel Moratinos Cuyaubé

Habib Essid