

HEADQUARTERS AGREEMENT BETWEEN THE KINGDOM OF SPAIN AND THE SECRETARIAT OF THE UNION FOR THE MEDITERRANEAN

Preamble:

The Kingdom of Spain and the Secretariat of the Union for the Mediterranean (*hereinafter referred to as "the Secretariat"*), and (*hereinafter referred to collectively as "the Parties" and individually as "the Party"*).

Recalling the Heads of State and Government of the 43 Member States of the Union for the Mediterranean agreed, at the Paris Mediterranean Summit held on 13 July 2008, to constitute a Secretariat for the Union for the Mediterranean, with a central role in its institutional architecture;

Whereas in accordance with Article 12 of the Marseilles Declaration resulting from the meeting of Foreign Ministers of the Union for the Mediterranean held on 3 and 4 November 2008, the commitment to create a Secretariat, with a central role in the Union for the Mediterranean, having an autonomous status and with its own legal personality, was reaffirmed;

Whereas in accordance with paragraph (c) of Article 16 of the Marseilles Declaration, it was agreed that the Secretariat will have its headquarters in Barcelona, and that a Headquarters Agreement will be signed between the host country and the Secretariat, which will ensure the autonomous status of the Secretariat, its legal personality to carry out its activities, and the status, privileges, and immunities of the Secretariat and its personnel;

Whereas in accordance with paragraph I.4 of the Secretariat's Statutes, approved on 3rd, March 2010 by the Meeting of Senior Officials of the Member States of the Union for the Mediterranean, a Headquarters Agreement will be signed between the Kingdom of Spain and the Secretariat, which will ensure the autonomous status of the Secretariat and its legal personality and grant it the privileges and immunities for carrying out its activities, including such status, privileges, and immunities granted to its personnel;

Have agreed to formalize and sign the following Headquarters Agreement (*hereinafter referred to as "the Agreement"*) in accordance with the following provisions.

Article 1. Legal personality

Spain recognizes the full legal capacity of the Secretariat of the Union for the Mediterranean to contract, purchase or transfer movable and immovable property, to receive and disburse public and private funds, and to institute legal proceedings and/or to do whatever is necessary to fulfil its functions and objectives.

Article 2. Cooperation between the Parties and freedom of action

1. The Parties shall fully and sincerely cooperate in fulfilling the provisions of the Agreement, as well as in achieving the Secretariat's objectives.

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2. Spain shall accord the Secretariat whatever facilities are necessary to implement its activities and perform its functions.

Specifically, Spain guarantees the Secretariat the independence and freedom of action akin to those enjoyed by International Organisations and Diplomatic Missions. Moreover, Spain guarantees the free movement of the personnel of the Secretariat throughout Spanish territory, and full respect of the privileges, immunities, facilities and exemptions stated in the following articles.

3. Spain shall provide a Liaison Office in order to ensure effective provision of support and services set forth in the Agreement, and the effective cooperation between the Parties.

Article 3. Headquarters of the Union for the Mediterranean

1. In accordance with paragraph (c) of Article 16 of the Marseilles Declaration, and paragraph I.4 of the Secretariat's Statutes, the Secretariat shall have its headquarters in Barcelona, and Spain commits to make available, free of cost, the necessary premises for the Secretariat to use them as central headquarters (*hereinafter referred to as "Central Headquarters"*), so that it may perform its functions during the period that this Agreement remains in force. Spain also commits to take the necessary steps to enable the Secretariat to freely use the buildings and all such facilities that make up its Central Headquarters, and the Secretariat shall have the exclusive right to use and utilise the same.
2. The location, extension and characteristics of the premises of the Central Headquarters shall be established by mutual agreement between Spain and the Secretariat.

The Secretariat may purchase or rent additional premises on Spanish territory, to be used by the Secretariat for its official functioning (the totality of which, if there is any, plus the Central Headquarters, will be referred to hereinafter as "*the Headquarters*"). The Secretariat shall have the exclusive right to use and utilise the Headquarters.

3. The Secretariat may also rent or purchase additional premises to be used as the official residence of the Secretary General (*hereinafter referred to as "the Official Residence of the Secretary General"*). The treatment, privileges, immunities, and rights accorded by this Agreement to the Headquarters are equally applicable to the Official Residence of the Secretary General. All of the Secretariat's premises (Headquarters and Official Residence of the Secretary General) shall be referred to hereinafter as "*the Secretariat's Premises*".
4. Notwithstanding paragraph (3) here-above, the location and characteristics of the Official Residence of the Secretary General, as well as private rights of third parties, shall be established between the Secretariat and those third parties, except for such rights, privileges and immunities as set by this Agreement in relation to the Secretariat's Premises, which shall continue to be applicable.

5. The Secretariat shall be responsible for routine maintenance expenses of the Secretariat's Premises.

Article 4. Inviolability

1. The Secretariat's Premises, including the entirety of the buildings occupied and the land on which they are located, shall be inviolable. No agent of the Spanish authorities may enter them without the express consent of the Secretary General, or of a representative authorised by the aforesaid.
2. The Secretariat's archives, official correspondence, and, in general, all documents belonging to it or in its possession for its official use shall be inviolable, regardless of their location.
3. Unless there is express authorisation by the Secretary General, the Secretariat's Premises and any other Secretariat assets or property in Spain, shall be exempt from any coercive or enforcement measures, such as search, requisition, seizure, confiscation or expropriation, regardless, to this effect, of whether such a measure is of an executive, administrative, judicial or legislative nature.
4. The Secretariat shall be responsible for the surveillance of and order within its Premises.
5. The Spanish Government shall take all appropriate measures to guarantee the protection of all the Secretariat's Premises. At the request of the Secretary General, it will provide the necessary assistance to keep order inside the same, if needed.

Article 5. Immunity from legal process

1. The Secretariat shall enjoy full immunity from criminal, civil and administrative legal process, except insofar as the Secretary General or a representative authorised by the aforesaid has expressly waived immunity.

Notwithstanding the previous paragraph, this immunity shall not apply to civil proceedings brought by third parties against the Secretariat for damages, deriving from an authorised vehicle belonging to the Secretariat or driven by a member of its staff.

2. The conclusion by the Secretariat of a contract with submission to the Jurisdiction of a Spanish court shall be considered as an express waiver of immunity.
3. The initiation of judicial proceedings by the Secretariat before Spanish courts shall mean it has waived immunity from legal process in the event of a counter-claim.
4. The waiver of immunity from legal process in this Article shall not extend to execution of a judgment, unless it is expressly stated in each case.

Article 6. Communications

1. As regards its official communications, the Secretariat shall enjoy treatment no less favourable than that accorded to International Organisations or Diplomatic Missions in Spain, especially in the matter of priorities, rates and taxes applicable to mail, telephone, telegram and other communications.
2. The Secretariat shall have the right to use codes in its official communications, and to dispatch and receive correspondence by courier or in properly identified pouches, which shall have the same privileges and immunities as diplomatic couriers and pouches, including the guarantee of their inviolability.
3. In the event of an act of God or *force majeure* involving the total or partial interruption of these services, the Secretariat shall be accorded, for its needs, the same priority as the Spanish Administration.
4. None of the provisions in this article may be interpreted as prohibiting the adoption of special security measures that may be appropriate under certain circumstances; nevertheless, such measures shall need to be decided by mutual agreement between the Parties.

Article 7. Public services

The Spanish Government shall accord the Secretariat, for the use of any public service, favourable treatment similar to that accorded to International Organisations with headquarters in Spain and to Diplomatic Missions accredited in Spain in the matter of priorities, rates, taxes and other aspects thereof.

Article 8. Customs and taxes

1. The Secretariat shall enjoy exemption from all taxes and duties, whether national, regional or local that may be levied on its assets and property or on any income derived from its official activities, except for those that constitute a return for services rendered and those indirect taxes that are usually included in the price of merchandise and services.
2. Regarding exemption from Value Added Tax, the provisions applicable to the Secretariat shall be those contained in Article 22, Sections 8 and 9 of Act 37/1992, of 28 December, on Value Added Tax, which are expanded in Royal Decree 3485/2000, of 29 December, on exemptions for the diplomatic and consular regime and for International Organizations, amending the General Regulations on Vehicles, approved by Royal Decree 2822/1998, of 23 December. The Secretariat shall also be exempt from paying Value Added Tax with regard to important services rendered for official purposes.
3. The Secretariat shall be exempt from paying any customs duties or related taxes whatsoever, except for those corresponding to expenses regarding storage, transport and services rendered, as well as prohibitions or restrictions on import or export, with respect to articles intended for official use.

Spain shall apply to the Secretariat the specific regulations for the import of a sufficient number of vehicles for the official needs thereof.

4. Articles imported with the aforementioned exemption shall not be sold or ceded in Spain without the authorization of the Customs and Special Taxes Department of the National Tax Administration Agency, processed by the Ministry of Foreign Affairs and Cooperation, through clearance for use of the mentioned articles, after complying with the established formalities regarding foreign trade and payment of the corresponding taxes. Concerning vehicles, these shall not be sold or ceded on Spanish territory until a year has passed since the date of its duty-free import, except in the event that the vehicle is unfit for use or severely damaged. In the case of transfer or sale, the aforementioned requirements must be fulfilled.
5. The processing of requests regarding all imports or exports envisaged in this Article, and the practice of their customs clearance shall be pursuant to the regulations issued by the Customs and Special Taxes Department of the National Tax Administration Agency. All requests must be signed by the Secretary General or, in the absence thereof, by an authorized representative, and they shall be processed by the Ministry of Foreign Affairs and Cooperation.
6. Spain shall accord the Secretariat the usual facilities regarding supplies for its official vehicles that it accords Diplomatic Missions accredited in Spain.

Article 9. Unrestricted use of funds

1. In performing its functions, the Secretariat may possess funds or currency of any kind and operate accounts in any currency. Moreover, it shall be free to receive and transfer its funds or currencies and to convert any currency held by it into any other currency.
2. The Secretariat's accounts shall not be subject to measures such as currency exchange, restriction on movements or embargo by the Spanish authorities.

Article 10. Freedom of access and stay

1. Spain shall adopt the appropriate measures to facilitate the entry, exit and stay on Spanish territory of the following categories of persons, whatever their nationality. It is also understood that the following are not exempted from the application of public health regulations:
 - a) Representatives of the Member States of the Union for the Mediterranean, representatives of the States at Sectoral Ministerial Meetings, meetings of experts and authorities of the Union for the Mediterranean;
 - b) Secretary General;
 - c) Deputy Secretaries General;
 - d) Duly accredited Secretariat staff;
 - e) Spouses and single children aged under twenty-three years living with the accredited staff and economically dependent thereon (hereinafter referred to in

this Agreement as "Members of the Household of the Secretariat's Staff Members).

f) Any other persons who, by reason of their position, need to gain access to the Secretariat's Premises on official business, for example experts hired to develop programmes that are to be implemented on Spanish territory, or any other persons that have been officially invited by the Secretariat, provided that the Ministry of Foreign Affairs and Cooperation has been duly informed. If the aforementioned persons need to remain in Spain for a period of time equal to or longer than one year in order to perform the functions required of them by the Secretariat, the regulations concerning their entry, exit and stay shall be applied in the same way to their spouses and dependent single children aged under twenty-three years living with them, as set out in paragraph (e) of this same Article.

2. The visas needed by the persons mentioned in this Article shall be issued free of charge and with the least possible delay.
3. Spain and the Secretariat shall strive to integrate and coordinate the exchange of relevant data and information in order to streamline the formalities necessary for the implementation of the obligations set out in this Article.

Article 11. Status of the representatives of the Member States and Partners of the Secretariat of the Union for the Mediterranean.

1. The representatives of the Member States and Partners of the Union for the Mediterranean with the level of Minister, Deputy Minister, Senior Official as referred to in the Secretariat's Statutes, diplomatic staff as defined by the Vienna Convention on Diplomatic Relations 1961 or the equivalent, attending Senior Officials meetings, Plenaries, Sectoral Ministerial Meetings and other Union for the Mediterranean events or meetings called by the Secretariat, shall enjoy the following privileges and immunities in Spain:
 - (a) Personal inviolability, and of the place of residence and of all the objects that are the person's property;
 - (b) Immunity from arrest and detention and immunity from legal process in respect of words spoken or written and all acts performed in their official capacity;
 - (c) Customs facilities for their personal effects and exemption from inspection of their personal baggage under the same conditions as are accorded to diplomatic representatives on temporary missions;
 - (d) Exemption from all types of immigration restrictions. Visas that, according to legislation currently in force, are needed by the persons mentioned in this Article shall be issued, if appropriate, free of charge and with the least possible delay;

- (e) Identical currency exchange facilities as are accorded to diplomatic representatives on temporary missions.
2. These privileges, immunities, exemptions and facilities are extended to spouses who accompany them during their stay.
 3. The facilities set out in the present Article are understood to be accorded for the exercise and performance of the official functions or missions of the representatives mentioned in Paragraph (1) and shall be limited to the time necessary for their performance, whatever the duration thereof. The Spanish Government may request the persons to whom this Article applies to abandon Spanish territory, withdrawing the facilities accorded them if such facilities are abused. Before making such a request, the Ministry of Foreign Affairs and Cooperation shall inform the Government of the Member State in question and the Secretary General of the Secretariat of the Union for the Mediterranean.
 4. Moreover, in the case of persons referred to under paragraph (1.a) in this Article, the request for them to abandon Spanish territory shall be made according to a procedure analogous to that adopted for diplomatic agents accredited in Spain.

Article 12. Status of the Secretary General and of the staff of the Secretariat of the Union for the Mediterranean (*hereinafter referred to as "Staff Members"*).

1. The Secretary General shall enjoy all privileges, immunities, exemptions and facilities that are accorded to the Heads of Diplomatic Missions who are accredited in Spain.
2. The Deputy Secretary General acting on behalf of the Secretary General because of the latter's absence or incapacity shall enjoy the same status as *ad interim* Chargés d'Affaires of Diplomatic Missions that are accredited in Spain.
3. In line with the provisions of the Statutes of the Secretariat, the Secretary General shall be:
 - (a) the appointing authority of Staff Members of the Secretariat who, by reason of the responsibilities derived from their corresponding functions, shall enjoy the privileges and immunities, exemptions and facilities that are accorded to diplomatic agents in Spain. The number and rank of such staff members shall be determined by the Secretary General, who shall notify the Spanish Government in order to obtain their accreditation.
 - (b) the appointing authority of Staff Members of the Secretariat who, by reason of their functions, shall enjoy the privileges and immunities, exemptions and facilities that are accorded to the administrative staff of Diplomatic Missions that are accredited in Spain. The number of such staff members shall be determined by the Secretary General, who shall notify the Spanish Government in order to obtain their accreditation.

4. In the event any of the individuals referred to in paragraph 3 a) is either a Spanish citizen, or is permanently resident in Spain prior to joining the Secretariat, the Spanish Government shall grant him the privileges and immunities established by the Vienna Convention dated 18th April 1961, on diplomatic relations, for these cases. Exemptions shall be granted, in the event, pursuant to the customs' regulations in force.

Under no circumstances shall the staff members, whether diplomatic or otherwise, who are either Spanish citizens, or permanently resident in Spain, be exempt from Value Added Tax.

5. These privileges, immunities, exemptions and facilities stated in this Article shall be extended to the Members of the Household of the Secretariat Staff Members, but will only apply to those who are neither Spanish citizens, nor aliens permanently residing in Spain prior to the staff member joining the Secretariat.

The Members of the Household of the Secretariat accredited Staff Members will be considered legal residents in Spain, and will have the possibility to take up gainful employment in Spain for the duration of their assignment in Spain. The request of authorization to take up a particular gainful employment in Spain shall be addressed by the Secretary General to the Spanish Ministry of Foreign Affairs and Cooperation. The authorization can be refused when the employment is reserved to Spanish nationals because of reasons of security, exercise of public power or safeguard of the interest of the State. The privileges and immunities set forth in this Agreement shall not apply with respect to such employment.

6. The Secretariat shall notify the Ministry of Foreign Affairs and Cooperation of:

- (a) The appointment of its Staff Members, their arrival and final departure from Spain and conclusion of their functions.
- (b) The arrival and final departure of any person belonging to the family of a Staff Member, who cohabits with such a member, and, in the event, the fact a person becomes or ceases to be a member of such a family.

Article 13. Privileges and facilities afforded to accredited Staff Members who are not Spanish citizens, or aliens who were permanently resident in Spain prior to joining the Secretariat

In any case and insofar as the facilities contained in (b) to (f) here-below are not granted pursuant to the provisions contained in Articles 11 and 12 hereof, all Secretariat accredited Staff Members who are not Spanish citizens, or aliens who were resident in Spain beforehand shall enjoy the following privileges:

- a. Exemption from any tax whatsoever on salaries, remuneration and benefits received from the Secretariat. The same privilege shall apply in the case of benefits paid to Staff Members by the Secretariat due to illness, accident, pension entitlement or unemployment.
- b. Exemption from any obligation pertaining to military service or alternative civil service in Spain.

c. Exemption from restrictions in immigration matters and from formalities pertaining to registration of aliens, for staff members, and members of the household of the Secretariat staff members.

d. Identical exchange facilities to those enjoyed by officers of similar rank of Diplomatic Missions.

e. Identical repatriation facilities to those enjoyed by officers of similar rank of Diplomatic Missions, for staff members, their spouses and dependent family members in case of an international crisis.

f. They shall have the right to import, free of duties, their furniture and personal belongings, when they relocate to Spain to take over their post. This right shall subsist for one year, as from when such taking over becomes definitive. The exemptions shall be granted, in the event, pursuant to the customs regulations in force.

Article 14. Social Security

1. The Secretariat shall be exempt from any compulsory contribution to the general Social Security Institutions, as well as funds or trusts covering unemployment or accidents. Additionally, Secretariat Staff Members who are aliens or not permanently resident in Spain beforehand shall be exempt from Spanish Social Security laws and regulations, with the exception of those staff members who are not covered by any other Social Security System.
2. Notwithstanding paragraph (1) of this Article, the Secretariat may voluntarily subscribe all or some of its Staff Members at its service to the Spanish Social Security System, subject to the conditions laid down in Spanish Law.
3. The Secretariat shall be obliged to take action to ensure that Staff Members who are Spanish citizens, or are locally hired take part in the Spanish Social Security System. To such end, the provisions of Royal Decree 317/1985, dated 6th February, shall apply to the Secretariat in so far it includes, in the Social Security System, Spanish Staff Members who, while residing within Spain, render services to International Organisations headquartered in Spain.

Article 15. Prevention of abuses

1. The Secretariat and the Spanish Government shall cooperate at all times to facilitate the correct administration of justice, to ensure compliance with police regulations and to prevent any abuse with respect to the privileges, exemptions, immunities and facilities set out in the present Agreement.
2. The Secretariat hereby recognises that the privileges and immunities recognised in the present Agreement are not intended to benefit its staff members but to ensure the proper functioning of the Secretariat and the absolute independence of the staff thereof under all circumstances whatsoever.

In consequence, the Secretary General of the Union for the Mediterranean shall waive the immunity of Secretariat Staff Members whenever, in the Secretary

General's opinion, the aforesaid immunity might interfere with the administration of justice and when said immunity may be so waived without prejudice to the interests thereof.

3. The Secretariat shall adopt all measures that may be necessary to resolve, in a satisfactory way, the possible disputes under private law in which it may be involved, as well as the disputes in which its staff members may be involved when its immunity from legal process or that of said staff members has not been waived, as provided for under Article 5 and in Paragraph 2 of the present Article.

Article 16. Identity card

1. The Ministry of Foreign Affairs and Cooperation shall provide an identity card for all the Secretariat accredited Staff Members and also, with respect to staff members who are not Spanish citizens and are not resident in Spain, for the Members of the Household of the Secretariat accredited Staff Members who do not engage in any gainful employment.

2. The Secretariat shall regularly transmit to the Ministry of Foreign Affairs and Cooperation the list of Staff Members and Members of the Household of the Secretariat's Staff Members, stating date of birth, nationality, their status of resident in Spain or otherwise, and the category or functional status of each staff member and, if applicable, their family members.

Article 17. Spain's exemption from liability

Spain shall not incur any international liability whatsoever, with respect to the activities of the Secretariat in Spanish territory, arising from actions or omissions by the Secretariat or by any of its agents who act or cease to do so within the limits of their functions.

Article 18. Resolution of disputes

1. Any controversy between Spain and the Secretariat pertaining to the interpretation or implementation of this Agreement or any complementary agreement thereto, as well as any other matter whatsoever referring to the relations between the Secretariat and the Spanish authorities, which has not been resolved amicably by direct conversations between the Parties, may be submitted by either Party, for the final resolution thereof, to an arbitration board, composed of three arbitrators.

2. Spain and the Secretariat shall each appoint one arbitrator.

The third arbitrator, who shall preside, shall be elected by the other two arbitrators. If any of the Parties fails to appoint an arbitrator or if agreement is not reached on the election of the third arbitrator within three months, either Party may request the President of the International Court of Justice to appoint the arbitrator or arbitrators necessary, as appropriate.

3. The Board, which shall establish its own procedural rules, shall decide pursuant to the present Agreement and the pertinent rules of general International Law.

Article 19. Amendments to the Agreement

1. The present Agreement that may be amended by mutual accord between the Parties thereto. Any such amendments shall be treated as an inseparable part of this Agreement and accorded the same legal status of the original text.

2. Spain and the Secretariat may conclude such supplementary agreements as they deem necessary.

Article 20. Provisional application & entry into force

1. The present Agreement shall be applied provisionally as of its signing.

2. The present Agreement shall enter into force as of the date when the last of the notifications is served by which the Parties notify each other that they have complied with the procedures required for the conclusion of International Treaties under applicable provisions.

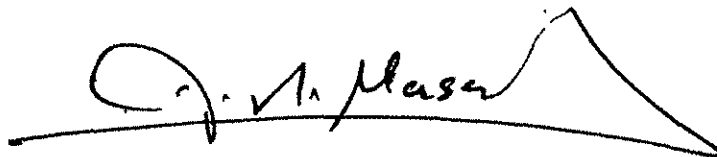
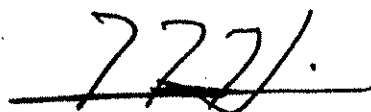
Article 21. Termination of the Agreement

The present Headquarters Agreement may be terminated by either of the Parties at any time, said termination coming into effect six months after communication to the other Party of the intention to terminate the Agreement.

Done in Madrid, on 4th May 2010, in two copies, in French, English and Spanish, the text in all three languages being equally authentic.

For the Kingdom of Spain,

For the Secretariat of the Union for the
Mediterranean,



Miguel Ángel Moratinos Cuyaubé
Minister of Foreign Affairs
and Cooperation

Ahmad Khalaf Masa'deh
Secretary General