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**INSTITUTE OF INTERNATIONAL COMMERCIAL LAW
SCHOOL OF LAW
PACE UNIVERSITY
78 NORTH BROADWAY
WHITE PLAINS, NEW YORK 10603-3796**

**A QUIET REVOLUTION IN INTERNATIONAL TRADE:
COLLABORATIONS TO MAKE THE WORLD MORE SECURE**

THE CISG DATABASE

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About the Institute

The Institute of International Commercial Law (Institute) was established in 1991. The goals of the Institute are to facilitate the success of international business transactions by sharing knowledge of international commercial laws and practices through programs that interest and inform the legal profession. The Institute serves lawyers, judges, arbitrators, academics and law students in areas of law relating to international commercial transactions and dispute resolution.

The Institute is an exciting enterprise on the leading edge of advancements in international commercial law. Its officers, founding and present, are described in the annexed list.

Constituent activities of the Institute include:

- CISG Database
<<http://cisgw3.law.pace.edu>>

- Willem C. Vis International Commercial Arbitration Moot
<<http://cisgw3.law.pace.edu/vis.html>>¹
- CISG Advisory Council
<<http://cisgw3.law.pace.edu/cisg/CISG-AC.html>>
- Pace International Law Review (edits the *Review of the Convention on Contracts for the International Sales of Goods*)
<<http://www.law.pace.edu/pilr>>
- The Clive M. Schmitthoff Essay Competition on the CISG
<<http://cisgw3.law.pace.edu/cisg/text/essay.html>>
- The Moot Alumni Association
<<http://www.maa.net>>

Introducing the CISG Database

The Institute has established and maintains a comprehensive Database of information on the United Nations Convention on Contracts for the International Sale of Goods (CISG), also known as the “1980 Vienna Sales Convention.”

Countries responsible for two-thirds of world trade have adopted this uniform law for the international sale of goods. The Database is the most authoritative source available for extensive primary and secondary legal materials on the topic. The Database is providing the basis for commercial and legal confidence for trade essential for expanding global markets.

A Quiet Revolution in International Trade: Collaborations Are Making International Trade More Secure

The CISG, as law, is apolitical.² The majority of countries in the international commercial sales community, acting through the United Nations Commission on International Trade Law (UNCITRAL), in 1980 completed the drafting of the CISG to facilitate international trade on the basis of equality and mutual benefit. The CISG smoothes relations between countries with different economic, legal and social systems by providing uniform rules and practical procedures for international sales of goods. The United States was among the first countries to ratify the CISG. The ratification followed endorsement of the CISG by the American Bar Association and the General Counsel of the most prominent of the “*Fortune 500*” companies eager to improve efficiencies and reduce the costs of trade.

More than 1,200 judicial and arbitral rulings on disputes involving CISG transactions have since been rendered. With the added certainty this body of case law provides, use of the CISG, as the uniform law governing transactions for the international sale of goods, is continuing to expand throughout the world.

Commentators from the developed and developing worlds have referred to the CISG as “a ‘quantum leap’, a ‘new *lingua franca*’, a ‘milestone’, a ‘triumph of comparative legal work’, ‘arguably the greatest legislative achievement aimed at harmonizing private international law’. Even its critics regard the CISG as ‘monumental’.”³

Every country modernizing its sales law has looked to the CISG with the result that we today encounter many CISG-inspired provisions in domestic sales laws of developed and developing countries. An extremely active current exercise is consideration of an offshoot of the CISG as the basis for a common sales code for all nations of the European Community.

Decisions involving the CISG are not equally accessible in rich and poor countries. The Database maintained by the Institute with free public access is overcoming this deficiency. It provides the most current library of reference material available on the CISG. The Database is linked to national Web sites in eleven languages utilized in the trading world. The Database includes English translations of most decisions as well as links to presentations in their original languages. The Database is user-friendly, with a comprehensive search engine. It is easily utilized by enterprises engaged in international trade, practitioners of international commercial transactions, judges and arbitrators called upon to rule on disputes before them, and law faculty and students.

The Database was financially seeded by the National Center for Automated Information Research (NCAIR) and by tremendous *pro bono* collaborative work by practitioners, judges, arbitrators and scholars throughout the world. The Database is managed by the Institute and the Pace University Law School Library.

The Database received the International Association of Law Libraries 2002 Web site award.

The Constituent Parts That Give the Database Value

Voltaire complained in the 18th century that when crossing Europe, he had to change laws as frequently as he changed horses. Today, the practical facts of globalization bump into the intransigence of national laws more often. Traders unfamiliar with the CISG are, like Voltaire, obliged to deal with often conflicting sales laws of each trading partner. More is needed to build security for growing international markets.

Uniform accessibility of the law (CISG), including the legal interpretations of the law in the texts of the decisions on disputes, is the "more" that is needed. The Database, <<http://cisgw3.law.pace.edu>>, is the tool that provides that accessibility. It eases the CISG's interpretation in practice. The Database design allows the user to apply the CISG to the facts of an issue using legislative history, case law rulings and scholarly writings explaining and interpreting the Convention. The Database electronic library includes:

- The annotated text of the CISG
- The text of the CISG in official languages and translations in unofficial languages
- A table of States that have adopted the Convention (Contracting States) <<http://cisgw3.law.pace.edu/cisg/countries/cntries.html>>
- The text of the legislative history at the Diplomatic Conference ("*travaux*

préparatoires”) presented in chronological sequence for each article of the CISG

- Over 1,200 judicial and arbitral case presentations construing the CISG from courts and tribunals worldwide (almost twice as many such cases as are available elsewhere), a significant percentage of them translated into English ⁴
- Introductory and practical secondary materials explaining the CISG for business managers, many of these materials written expressly for the CISG database
- Scholarly secondary materials exploring the construction and interpretation of the CISG for practicing attorneys, students and law faculty ⁵
- Texts of and commentaries on the antecedent sales conventions: ULIS (1964 Uniform Law of International Sales) and ULF (1964 Uniform Law on the Formation of Contracts for the International Sale of Goods)
- Materials on and links to “Restatements” of International Sales Law: the UNIDROIT (International Institute for the Unification of Private Law) Principles and PECL (Principles of European Contract Law)
- A bibliography of scholarly writings containing over 6,500 citations (the most comprehensive International Sales Law bibliography available anywhere), with a virtual law library of over 500 of these texts, monographs and law journal articles available on the Database in full text. These numbers continues to increase.

Additional attributes make the Database an invaluable tool.

- Over 5,000 CISG case annotations have been added to the Database.
- Most cases are available in both their original language *and* English translation.
- The Database is integrally linked to *Lex Mercatoria* (<<http://lexmercatoria.net>>), the umbrella site for the broad field of international commercial law. The *Lex Mercatoria* site was created in fellowship with the Institute.

A unique council of the world’s leading international commercial law scholars has been formed to render interpretations of the CISG. Although quite new – see description of the CISG-Advisory Council at <<http://cisgw3.law.pace.edu/cisg/CISG-AC.html>> -- the CISG-AC is already having a worldwide impact, with requests for Advisory Opinions received from the ICC, the Association of the Bar of the City of New York, and the Study Group on a European Civil Code / Utrecht Working Group on Sales Law.

The Database offers the most comprehensive materials available on its subject:

- In the category “International Commercial Law”, the Database and its companion, the *Lex Mercatoria* site, are both ranked in the top three – of 4,610,000 Internet sites surveyed by *google*; of 6,930,000 Internet sites surveyed by *yahoo*;

- As might be expected considering the extent to which the Database dominates its field, when “CISG” is the search entry, the Database is rated No. 1 – of 55,600 Internet sites surveyed by *google*; of 68,400 Internet sites surveyed by *yahoo*; over 1,000 Web sites call attention to the Database by links to it from their sites;
- Utilized by persons from over 144 countries, the Database receives thousands of Internet “hits” each day.⁶ They are from locations with extensive international commercial law libraries, and notably, more and more from locations in the developing world where such traditional resources are not available.

Related to but separate from Database work, the Executive Secretary administers the Institute’s global Essay Competition on the CISG and helps coordinated activities of the recently constituted CISG-Advisory Council.

Collaborations That Make It Possible

The process through which these informational services grow is as important as its content. As the Database continues to evolve, persons and entities drawing on it also contribute to it. This unspoken rule of sharing has enabled the Institute to set in place a global consortium that enriches the expansion of knowledge and provides a model of international cooperation <<http://cisgw3.law.pace.edu/network.html>>. The process has been presented at the American Association of Law Libraries as a Paradigm for Law School Website Construction and cited by the National Center for Automated Information Research as a model for how other Web sites can grow.

- Volunteers share information that enriches the Database and enhances its content.
- Law firms prepare *pro bono* translations of interpretations of the uniform law by tribunals of sister signatories to the CISG. Jurists add endorsements.⁷
- Collegiality among the world’s top commercial law scholars adds depth to the materials never previously possible.⁸

Collaborators in the CISG are practitioners whose cases are reported, trade law experts whose commentaries accompany the cases, law leaders of tomorrow, and law professors tracking the development of international trade law or, on the national sites, the development of national trade law based on the CISG. These people provide the resources. The Institute’s Executive Secretary is the pulse of the consortium of participants.

Many law journals participate in contributing to the Database. For example, the *Nordic Journal of International Commercial Law* which has dedicated its inaugural issue to the Institute’s Executive Secretary <<http://www.njcl.utu.fi/about.htm>>. The Executive Secretary verifies information published on the database through rigorous outside review; enters material into the Database; and, where in languages other than English, works with Queen Mary College of the University of London, the Moot Alumni Association and participating counsel to arrange for translations.

The consortium of CISG Web sites began with the inclusion of faculties of law of Germany and France. The consortium has expanded to include Web sites in Australia, Austria, Belgium, Brazil, Canada, Denmark, Finland, Germany, Greece, Israel, Japan, Mexico, Spain and Switzerland, with regional sites also in place for Africa, for the Arab States of the Middle East and Latin America, and a companion site being established for the Russian Federation. See <<http://cisgw3.law.pace.edu/network.html>>.

Growth:

Running Information Services for a Growing Global Market; Critical Tasks

- As the CISG is utilized to secure more international trade, the volume of case law grows. Thousands of new cases will need to be added to the Database over the coming years. They present the newest interpretations of CISG, and thus provide all traders with the knowledge base from which to conduct world trade.
- The playing field for all traders needs to be kept level as more developing countries expand their participation in the world trade market. A critical activity of the Executive Secretary of the Institute is to facilitate use of the CISG by traders from more non-English speaking countries. The proven successful way to do this is to nurture the development of websites on uniform law for every country in every language. The Institute has hosted CISG scholars from many interested countries while the basics of the new sites are constructed. More commonly, the Executive Secretary helps the construction process from afar. Case law from jurisdictions with well-established procedures for reporting judicial rulings and case law from jurisdictions with reporting procedures that are less well established but verifiable.

A further glimpse at the future is described in a paper by Vikki M. Rogers-Faupel and Albert H. Kritzer entitled "A *Uniform International Sales Law Terminology*" <<http://cisgw3.law.pace.edu/cisg/biblio/rogers2.html>> published in the Spring 2003 issue of *Festschrift* to honor Professor Dr. Peter Schlechtriem. It describes a project that, when set in place, will influence the field of international commercial law for decades.

Tributes to the CISG Database

We are especially proud of the comments provided by the American Society of International Law in its *ASIL Guide to Electronic Resources for International Law*. In the section on "Private International Law", David A. Levy, Legal Librarian of the United Nations Commission on International Trade Law (UNCITRAL), writes, "A particularly valuable resource is the Pace Database on the CISG ... The Database contains the complete annotated text of the CISG, with hyperlinks from each individual article to its drafting history, along with interpretive case law and bibliographic references to scholarly writing. Significantly, the Database includes article-by-article cross-references to appropriate sections of the UNIDROIT Principles of International Commercial Contracts. The Pace Database also includes information on the annual Willem C. Vis International Commercial Arbitration Moot on the CISG ... The Pace Database is a masterful example of Internet-based schol-

arship and is a credit to its creators.” See <<http://www.asil.org/resource/pil1.htm>>.

International Association of Law Libraries (IALL) Award for an Innovative Partnership: Useful, Authoritative, Reliable; Corporate Counsel, Bar Association and Judicial Endorsements

The assessment of the American Society of International Law was corroborated when the International Association of Law Libraries (IALL) conferred its 2002 Web site Award (Non-Commercial Category) on the Pace CISG Database. In the announcement opening the competition, the Association stated that it “would like to encourage the development of useful, authoritative, reliable and user-friendly sites and will make its selection on this basis.” In the letter announcing that the CISG Database had won the award, the IALL stated that the Database had been selected because “it lives formidably up to the qualities we are looking for.” It is a “great project – containing nearly all information about CISG gathering in one site. You show us the way to get a successful partnership worldwide, through this innovative site.”

In conferring an award for work on the Web site, the New York State Bar Association has similarly stated that “[t]he value of this resource to attorneys, judges, arbitrators, traders and scholars around the world and its potential for contributing to the development of a truly uniform international law of contracts is self-evident.” Citing the Web site’s archive of full-text materials as a “real dream feature”, the *Corporate Counsel’s International Advisor* refers to it as “an extremely useful resource”, it is “the premier CISG Web site.”

Courts take advantage of the features of the site, referring to it for useful information not available elsewhere.

ENDNOTES

¹ An excerpt from his letter, dated November 25, 2002, to Eric E. Bergsten, the Director of the Moot, United Nations Secretary-General Kofi A. Annan illustrates the regard for this event. He writes: “The Moot has two important virtues: revealing the insufficiently-appreciated work of the United Nations in creating legal frameworks that favour constructive relationships across national boundaries, and involving young people ... you have my enthusiastic support.”

The students who participated in the Moot have banded together with participating arbitrators in the formation of the Moot Alumni Association (MAA) to continue the cross-cultural benefits they derive from the Moot. The MAA encourages its members to share national insights by participating in the CISG Database; they do so enthusiastically in numbers that increase each year. The support they provide is extensive making the Database a more valuable resource. See the MAA Web site <<http://www.maa.net>>.

² An illustration of the apolitical nature of the CISG is the entering into effect of the uniform international sales law in Israel on February 1, 2003 – thereby making that country to this extent a “common market” with Iraq and Syria, countries that had previously ratified the CISG.

³ Kevin Bell, *The Sphere of Application of the Vienna Convention on Contracts for the International Sale of Goods*, 8 Pace International Law Review 237 (1996). The assessments of the CISG are by Ronald A. Brand & Harry M. Flechtner, John O. Honnold, Joseph M. Lookofsky and Arthur Rosett, respectively.

⁴ Thanks to collaboration with the Queen Mary Case Translation Programme, University of London, the Database now has over 600 cases in English or translated into English, with many more translations in progress. A recent article in the International Journal of Legal Information refers to this feature of the Database as a “public service open to the academic and practicing legal communities ... provid[ing] high quality profession[al] translations into English of foreign case law (including arbitral awards).” Katherine Guerin, *International Contracts and Terminology: An Annotated Research Guide for the U.S. Practitioner*, 29 Int'l J. of Legal Info. 575, 613 (2001).

⁵ For a review of the rigorous quality control standards set in place for the Database, see Marie Stefanini Newman, *Evaluation Criteria and Quality Control for Legal Knowledge Systems on the Internet: A Case Study*, 91 Law Library Journal 9 (1999) <<http://cisgw3.law.pace.edu/cisg/biblio/newman.html>>.

⁶ A further illustration of the extent to which the Database is relied upon may be found in Larry A. DiMatteo, Lucien Dhooge, Stephanie Greene, Virginia Maurer & Marisa Pagnattaro, *International Sales Law*, the newest case-annotated text on International Sales Law (being reviewed for publication by Cambridge University Press). This text draws on the Database extensively, citing it 318 times.

⁷ For recognition of the utility of the Database by courts, see, for example, United States District Court for the Southern District of Florida, *Impuls v. Psion-Teklogix*, 2002 U.S. Dist. LEXIS 22977 n.1; United States Circuit Court of Appeals for the 11th Circuit. *MCC-Marble Ceramic Center, Inc. v. Ceramica Nuova D'Agostino S.p.A.*, 144 F.3d 1384 n.14 (1998); *St. Paul Insurance v. Neuromed Medical Systems*, 2002 U.S. Dist LEXIS 5096 (Southern Dist. NY), March 26, 2002, containing over half-a-dozen citations to the database.

⁸ Leif Sevón of the Court of Justice of the European Communities, one of Europe's most important contributors to the development of the uniform international sales law, has contributed his commentaries, and the President of the German Society of Comparative Law, Peter Schlechtriem of the University of Freiburg, Europe's leading authority on the CISG, has authorized the presentation of translated texts of all of his case commentaries on the uniform law on the Database.