

# STATUTE

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## *Chapter I - General Regulations*

ASSOCIATION FOR INTERNATIONALIZATION OF POLISH UNIVERSITIES, hereinafter referred to as the "Association", is a voluntary, self-governing and permanently non-profit association hereby defined in this Statute.

The Association operates on the basis of regulations of the Act dated 7 April 1989 - Association Law (Dz. U. z 2017, poz. 210, z późn. zm.), this Statute and other regulations of applicable laws.

The Association is established for an indefinite period of time.

### **§ 2**

The area of activity of the Association is the territory of the Republic of Poland. For proper fulfillment of its statutory objectives, the Association may also operate outside mentioned area.

### **§ 3**

The headquarters of the Association is in the city of Warsaw.

### **§ 4**

The association may use distinctive sign, badges, stamps, and company prints.

The English language equivalent of the name of the Association is "ASSOCIATION OF POLISH UNIVERSITIES FOR INTERNATIONALIZATION".

### **§ 5**

The association may belong to other national and international organizations with similar goals.

### **§ 6**

The Association's activities are based primarily on members' social work.

The Association may hire employees to conduct its affairs. Members of the board may receive remuneration for activities performed in connection with their function.

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## ***Chapter II - Goals and Methods of Action***

### **§ 7**

The goal of the Association is:

- - carrying out activities aimed at internationalization of higher education institutions,
  - inspire and support higher education institutions in the process of developing international exchange of students and researchers,
  - promotion of Polish higher education institutions abroad,
  - participation in building a European and global knowledge-based society,
  - integration of the academic community and cooperation in the development of academic mobility strategies by universities,
  - promoting the development of higher education,
  - conduct student learning activities as a citizen with broad international and intercultural experience.

The Association shall perform its objectives by:

- - undertaking activities to promote polish higher education institutions abroad,
    - cooperation with universities in the area of student and researcher exchange
    - providing information and advice to rectors of higher education institutions in the field of internationalization of higher education,
    - cooperation with domestic and foreign organizations of similar nature,
    - recognizing barriers and proposing ways to eliminate restrictions that inhibit the effective development of academic mobility,
    - promoting academic mobility across entire groups that constitute a college
    - cooperation with bodies and units active in science and higher education
    - conducting training and other activities aimed at supporting the process of internationalization of higher education institutions.
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## ***Chapter III - Members, their rights and duties***

### **§ 8**

Members of the Association may be adults and legal persons. A legal entity can only be a member supporting the Association and is represented by its representative.

### **§ 9**

Association members are categorized as:

- - ordinary,
  - supporters,
  - honorary.

### **§ 10**

An ordinary member of the Association may be a person who is a Polish citizen or a foreigner who wishes to contribute to the accomplishment of the objectives of the Association.

The basis for the acquisition of membership is a resolution of the Management Board made on the basis of the submitted membership application.

### **§ 11**

A supporting member of the Association may be a regular or legal person who agrees with purposes and activities of the association and who has intention for financial, material or substantive assistance.

Acceptance of a supportive member status is made on the basis of a resolution of the Management Board.

### **§ 12**

The honorary member of the Association may be a person who has made an outstanding contribution to the realization of the Association's objectives.

Acquisition of the honorary member status takes place on the basis of a resolution of a General Meeting convened at the request of the Management Board.

### **§ 13**

Regular members are entitled to:

- - active and passive electoral law,
  - the right to use the Association's achievements and activities,
  - the right to participate in meetings organized by the Association,
  - the right to submit applications for the Association's activities.

Ordinary members are obliged to:

- - take an active part in the activities of the Association and its objectives,
  - comply with the term and conditions, the regulations and resolutions of the authorities of the Association,
  - pay regular membership fees.

#### **§ 14**

Regulation of § 13 par. 1 shall apply respectively to supporting members, excluding active and passive electoral law, unless otherwise provided in the terms and conditions. Supporting members also have the right to submit proposals, opinions and grievances to the authorities of the Association.

Supporting members are obliged to follow the declared obligations and to adhere with terms and Conditions of the Association.

#### **§ 15**

Honorary members do not have passive or active electoral rights, but may participate in statutory meetings of the Association as advisers.

Honorary members are exempt from membership fees.

#### **§ 16**

The loss of membership results from:

- - a written resignation submitted to the Board,
  - a resolution adopted by the Management Board:A) due to non-adherence to the terms and conditions, regulations and resolutions of the Association,B) due to unjustified failure to comply with obligations of membership,C) because of a business activity that is contradictory, competitive or incompatible with the obligations resulting from membership

- or objectives of the Association,D) Non-payment of membership fees for a calendar year,E) conviction by a court for a crime committed by willful misconduct,
- loss of public rights under a final court judgment,
  - death of a member and loss of legal personality by legal persons.

### **§ 17**

From the resolutions referred to in § 10 sec. 2, § 11 sec. 2, § 12 2 and § 16 sec. 2 are entitled to appeal within 14 days of their announcement to the General Meeting of Members. Filing an appeal does not stop the legal consequences of the resolutions referred to in sentence 1.

The resolution of a General Meeting of Members referred to in sec. 1 is final. The resolution is taken at the next consecutive meeting of the General Meeting of Members.

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## ***Chapter IV - Association Authorities***

### **§ 18**

The authorities of the Association are:

- - - General Assembly of Members,
    - Management board,
    - Audit Committee.

Cadency of the Board and Audit Committee of the Association is four years.

In case of loss of membership of the Management Board and the Audit Committee, the vocation of a new member shall take place until the end of the current cadency.

### **§ 19**

Resolutions of all the authorities of the Association shall be adopted by a simple majority of votes in the presence of at least half of the members entitled to vote.

### **§ 20**

The General Assembly of Members is the supreme authority of the Association.

## **§ 21**

The General Meeting of Members shall convene for ordinary or extraordinary meetings.

Ordinary meetings of the General Assembly of Members shall be convened at least once a year by the President of the Association Board. the Management Board shall inform of all members of the Association of the date, place and agenda of the ordinary meeting of the General Meeting at least 14 days before its due date.

An extraordinary meeting of the General Meeting of Members is convened by the Management Board on the basis of:

- - resolution of the Management Board,
  - the resolution of the Audit Committee,
  - a written application together with a justification signed by at least 1/3 of the total number of ordinary members of the Association, within 2 months from the date of adoption of the resolution or the service of the application to the Management Board.

## **§ 22**

Voting of the General Assembly of Members is open.

If the General Assembly of Members is unable to pass a resolution because of the lack of the required quorum, the Board shall immediately set a date for the General Meeting of Members. At that time the resolutions of the General Assembly of Members are adopted by an absolute majority of votes, irrespective of the number of members present.

## **§ 23**

The powers of the General Meeting of Members include:

- - defining the main directions of action and development of the Association.
  - adopting modifications to the Terms and Conditions.
  - the election and dismissal of all members of the Board and the Audit Committee.

- granting discharge to the Board on the request of the Audit Committee.
- consideration of reports on the activities of the Board and the Audit Committee.
- adopting a budget for the Association.
- deciding on membership fees and all other income for the Association.
- adopting resolutions on the admission of an honorary member.
- Examining and approving the reports of the authorities of the Association.
- Processing applications and proposals and grievances submitted by members of the Association or its authorities.
- processing the appeals referred to in § 17.
- adopting resolutions on termination of the Association, the allocation of its assets and the liquidator.

## **§ 24**

The Association's Managing board consists of 3 to 5 persons, including the President, Vice-President and Treasurer.

The President shall direct the activities of the Management Board and preside over the proceedings of the General Assembly of Members, subject to the provisions of par. 3.

The General Assembly of Members may appoint a chairman of another Association member than the President of the Board.

## **§ 25**

The Managing Board directs the activities of the Association and represents it outside.

The tasks of the Management Board include in particular:

- - - realization of the aims of the Association,
    - the implementation of resolutions of the General Meeting of Members,
    - preparation of the work plans and budget of the Association,
    - the management of the Association's property,
    - convening the General Assembly of Members,
    - assigning proxies,
    - adopting resolutions on the loss of membership in accordance with § 11ust. 2, and § 16 item 3,

- adopting resolutions and decisions on all matters not covered by the jurisdiction of other authorities of the Association.

Meetings of the Management Board are convened by the President, at least once every three months.

To handle the work of the Association, the Board may establish an Association Office financed by the Association. The office organizes the Association's support, information and logistic activities.

## **§ 26**

The President of the Management Board is appointed by secret ballot by the General Assembly of Members with the absolute majority of votes in the presence of at least half of the members of the Association entitled to vote.

The selection of the remaining members of the Board shall be done through a secret ballot voting at a General Meeting of Members by an absolute majority of votes in the presence of at least half of the members of the Association entitled to vote from the candidates presented by the President.

## **§ 27**

Membership in the Board expires on:

- - death,
  - submission of a written resignation to the Board,
  - loss of membership,
  - cancellation by the General Assembly of Members by an absolute majority of votes in the presence of at least half of the members entitled to vote.

## **§ 28**

The Audit Committee is the audit authority of the Association.

The Audit Committee consists of 3 to 5 persons, including the Chairman, the Deputy and the Secretary.

A members of the Audit Committee cannot be simultaneously member of the Management Board or be related to their family, circle of influence or subordination.

## **§ 29**



The powers of the Audit Commission include:

- - - controlling the activity of the Management Board,
    - submitting proposals for inspection at the General Meeting of Members,
    - the right to request convening of an extraordinary meeting of the General Meeting of Members and the meeting of the Board,
    - submission to the Association Board applications for discharge,
    - reporting on their activities at a meeting of the General Assembly of Members.

The Audit Committee, in order to carry out its inspection tasks, is entitled to:

- - demand from the Management Board to present any documents concerning the Association's activities,
  - request members of the Association to submit written or oral explanations.

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## ***Chapter V - Assets and Funds of the Association***

### **§30**

The Association's income comes from:

- - membership fees,
  - contributions of supporting members,
  - donations, inheritances, records,
  - immovable and movable property,
  - grants, subsidies.

### **§31**

The property of the Association serves exclusively for the performance of statutory activities.

Donations, inheritances, records may be assigned to statutory purposes according to the Board's decision, unless donors or other contributors have indicated a specific statutory purpose.

**§ 32**

Representatives of the will in the area of property rights and obligations are: The President of the Management Board, or a member of the Management Board and a Treasurer acting jointly.

**§ 33**

The association does not conduct business.

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***Chapter VI -Final Provisions***

**§ 34**

The amendment of the Terms and conditions may be effected by a resolution adopted by the General Meeting of Members by a 2/3 majority of valid votes cast in the presence of at least half of all members of the Association entitled to vote.

**§ 35**

The Association may be dissolved by a resolution adopted by the General Meeting of Members by a 2/3 majority of valid votes cast in the presence of at least 3/4 of all members of the voting right. The resolution to dissolve the Association is determined by the liquidator of its property.

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