

32874

Pursuant to Article 10a of the Act Amending the Higher Education Act (OG RS No 64/08) and in accordance with the Foundation Charter of the Euro-Mediterranean University and the Joint Declaration of the Paris Summit for the Mediterranean (Paris, 13 July 2008), the Founders on 26 November 2008, adopted the

## THE EURO-MEDITERRANEAN UNIVERSITY MEMORANDUM OF ASSOCIATION

### I. GENERAL PROVISIONS

#### Article 1

This instrument shall establish a higher-education institution – the Euro-Mediterranean University.

The founding members of the higher education institution of the Euro-Mediterranean University are:

- **University of Haifa**, State of Israel, 31905 Haifa, Mount Carmel,
- **University of Maribor**, 2000 Maribor, Republic of Slovenia, 2000 Maribor, Slomškov trg 15,
- **University of Sousse**, Republic of Tunisia, 4000 Sousse, Avenue Khalifa El Karoui Sahloul,
- **University of Urbino**, Republic of Italy, 61029 Urbino, Via Saffi 2.

#### Article 2

The primary mission of the Euro-Mediterranean University is to contribute through its activities in the area of higher education and research to the strengthening of the intercultural dialogue in the Euro-Mediterranean region and thus to the consolidation of the Barcelona process which is, in a broader sense, also integrated in the Union for the Mediterranean.

#### Article 3

In addition to the Founders, the founders' rights ensuing from this Memorandum may also be exercised by the cosignatories of the Foundation Charter of the Euro-Mediterranean University (hereinafter referred to as the Letter of Agreement), as well as by other higher education, research and other institutions and/or organisations, who have applied for membership with the Secretariat and whose membership has been approved by the General Assembly.

The mutual relations referring to the exercise of the founders' rights which are not defined in this Memorandum may be regulated in further detail in the Statute of the Euro-Mediterranean University.

The records of the signatories of the Letter of Agreement and/or of all parties exercising the founders' rights according to the first paragraph of this article shall be kept by the Euro-Mediterranean University.

PARTE INTEGRANTE DEL TESTIMONIO  
asentado bajo el número 1119/08  
Sección 2ª de mi libro Indicador.



1/12

## II. NAME AND SEAT OF THE INSTITUTION

### Article 4

Name of the University: Evro-sredozemska univerza.

Abbreviated name of the University: EMUNI univerza.

English name of the University: Euro-Mediterranean University.

Abbreviated English name of the University: EMUNI University.

French name of the University: Université Euro-Méditerranéenne.

Abbreviated French name of the University: Université EMUNI.

The seat of the University is located in the Republic of Slovenia, in Portorož.

The business address of the University is Sončna pot 20, 6320 Portorož. The business address may only be modified by the President of the University.

The Euro-Mediterranean University (hereinafter referred to as the University) is a legal entity.

### Article 5

The University has two round-shaped seals with 35 mm diameter. The symbol of the University is situated in the centre of the seal, while the rim bears the inscription with the name of the University in:

- Slovenian and English language, and
- Slovenian and French language.

Both seals can be used equivalently.

### Article 6

The University has a Statute by means of which its organisation and operations are regulated in further detail.

## III. UNIVERSITY'S RANGE OF ACTIVITIES

### Article 7

The University conducts higher education, research and other related activities.

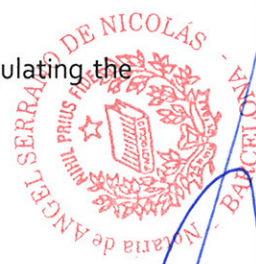
The main activity of the University, according to the regulation of the host country regulating the standard classification of activities (hereinafter referred to as the Regulation), is:  
P 85.422 Higher education (study programmes).

Other activities of the University, according to the Regulation, are:

M 72.110 Research and experimental development on biotechnology;

M 72.190 Other research and experimental development on natural sciences and

PARTE INTEGRANTE DEL TESTIMONIO  
asentado bajo el número 1110/28  
Sección 2ª de mi libro Indizador.



2/12



Engineering;  
M 72.200 Research and experimental development on social sciences and humanities;  
R 91.011 Library activities.  
and other activities related thereto which shall be defined by the University in its Statute.

#### Article 8

The University may conduct study activities in any study area classified according to the Isced Classification (Unesco, 1997).

The University may directly organise the implementation of scientific, research and study programmes accredited in compliance with the regulations applying to the area of higher education in the host country.

The University shall directly organise and/or implement study programmes at all academic levels or parts thereof through its partner universities or other accredited higher education, research or other institutions and/or organisations located in the Euro-Mediterranean partner countries.

The University shall conduct research activities in all scientific research areas classified according to the Frascati classification (Unesco, 2002).

The University may also exercise public authority in accordance with the laws.

#### Article 9

The University shall perform its academic and other activities at its seat or/and at other locations at co-founders institutions (EMUNI academic sites). The EMUNI academic sites shall be determined by the Management Board upon the proposal of the President of the University.

The study programmes may also be implemented at the seats of partner universities and/or of other accredited higher education, research or other institutions and/or organisations from member countries of the Union for the Mediterranean, by whom the study programmes have been accredited.

### IV. BODIES OF THE UNIVERSITY

#### Article 10

The bodies of the University are as follows: the General Assembly, the Management Board, the Senate, the President of the University and the Student Council.

The tasks, responsibilities, number of members, manner of election, duration of the terms of office and the manner of decision-making of the University bodies shall be regulated in further detail in the Statute.

The members of the bodies, of their permanent or ad hoc commissions or other working bodies may be entitled to receive a reimbursement of any indispensable costs (e.g. travel costs) incurred in relation to their work.

The amount of the attendance fee and/or the expenses shall be decided on by the Management Board upon proposal of the President.

PARTE INTEGRANTE DEL TESTIMONIO  
esentado bajo el número 1119/07  
Sección 2ª de miembro titular.

3/12

## The General Assembly

### Article 11

Each party exercising its founder's rights pursuant to this Memorandum shall appoint one member into the General Assembly.

The University Statute, as well as any amendments thereto shall have to be approved by the General Assembly.

The General Assembly shall also endorse the University's long-term development programme, as well as discuss the annual academic reports adopted by the Management Board of the University.

At each General Assembly session its members shall appoint two representatives who will co-chair and preside over the next Assembly meeting. Of these two representatives only one may be from a EU country.

### Article 12

The General Assembly shall be convened by the Secretariat.

The meeting shall be deemed to have a quorum if attended by one third of the General Assembly members.

## Management Board

### Article 13

The Management Board is a University management body.

The Management Board shall be constituted of eleven (11) members, i.e. by:

- five (5) representatives of the founding members,
- two (2) representatives of the university employees,
- three (3) representatives of the interested public, and
- one (1) representative of the students.

The term of office of the Management Board members shall be four years, except for the representative of the students, whose term of office shall be two years.

The representatives of the founding members shall be appointed by the General Assembly from among all parties exercising their founders' rights, whereby as a rule three members thereof shall be appointed from among the members of the Senate.

The two representatives of the employees shall be appointed by the University employees; whereby one shall represent the non-pedagogical and the other one the academic staff. The President of the University shall have to determine the corresponding appointing procedure by means of special rules.

The representatives of the interested public shall be appointed by the Euro-Mediterranean University Foundation (hereinafter referred to as the EMUNI Foundation), whereby the EMUNI

PARTE INTEGRANTE DEL TESTIMONIO  
realizado bajo el número 110/07  
Versión 2ª de su libro Índice



4/12



Foundation and the University Centre for Euro-Mediterranean Studies (hereinafter referred to as the EMUNI Centre) shall each have one representative .

The representative of the students shall be nominated by the Student Council. The nomination procedure shall be determined by means of special rules. These rules shall be submitted to the Management Board for approval.

The Management Board shall be deemed as constituted, if more than half of its members have been appointed, i.e. elected.

The members of the Management Board shall appoint a Chair and his Co-chair from among themselves.

The President of the University shall attend the sessions of the Management Board but shall hold no voting rights therein.

The first session of the Management Board shall be convened by the President of the University.

#### Article 14

The Management Board shall be responsible for:

1. adopting the annual work programme and the University development programme and monitoring their implementation,
2. adopting the financial plan and the annual report,
3. adopting the Statute of the University and its amendments jointly with the Senate,
4. appointing and dismissing the President of the University,
5. submitting proposals and opinions on different individual issues to the General Assembly,
6. giving opinions on different issues upon request,
7. adopting decisions on tuition fees and study subscriptions,
8. adopting the Rules of Procedure for its work,
9. adopting other decisions related to the management of the University,
10. appointing representatives of the University into the Management Board of the EMUNI Foundation,
11. performing other tasks in compliance with the regulations.

#### Senate

#### Article 15

The Senate is the expert academic body of the University, which is mainly responsible for study programme activities.

The Senate shall be constituted of twenty-five (25) members, including the President of the University, whereof five (5) shall be representatives of the students. Non students' members shall be appointed by the Management Board, whereby every member of the General Assembly shall have the right to propose one candidate and the Management Board shall endorse sixteen (16) members from among the proposed candidates. The composition of the senate may take into consideration the study areas and scientific disciplines, as well as guarantee the representation of all members of the Union for the Mediterranean, thus realizing the mission of the University. The Management Board will elect three of its members to represent it on the Senate from the representatives of the founding members.

PARTE INTEGRANTE DEL TESTIMONIO  
cancelado bajo el nº 110/02  
Gracia 2ª de nº 110/02

5/12

The term of office of the Senate members shall be four years, except for the representatives of the students, whose term of office shall be two years.

The University Senate shall be chaired by the President of the University.

#### Article 16

The Senate shall:

1. adopt study programmes,
2. decide which study programmes will be organised and/or implemented by the University,
3. adopt scientific research programmes,
4. adopt criteria and procedures for the appointing, i.e. awarding of academic titles, to higher education teachers, scientific experts and higher education associates,
5. adopt the Statute of the University and the amendments thereto jointly with the Management Board,
6. discuss the work programme and the University development programme and monitor their implementation,
7. propose the candidates for the President of the University to the Management Board,
8. perform other tasks in accordance with the regulations and other University Acts.

#### Article 17

The Senate can appoint experts and commissions or other working groups in order to prepare statements, opinions and proposals, or to carry out tasks or assignments of a demanding, comprehensive or periodic nature.

Higher education teachers, scientific experts and higher education associates shall be appointed, i.e. awarded the corresponding academic titles by a special commission of the Senate.

### President of the University

#### Article 18

The President is the management and expert body of the University, as well as its legal representative.

The President of the University shall be appointed and dismissed by the Management Board.

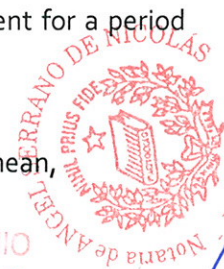
The term of office of the President of the University shall be five (5) years and it shall be renewable once.

If the new President of the University is not appointed prior to the expiry of the term of office of the current President of University or in case of early termination of the term of office of the current President of the University, the Management Board shall appoint an acting President for a period not exceeding one year.

The President of the University shall have to meet the following requirements:

1. hold the citizenship of one of the Member States of the Union for the Mediterranean,
2. hold a research doctorate,

PARTE INTEGRANTE DEL TESTIMONIO  
concedido bajo el número 111902  
Sección 2ª de mi libro Notarial



6/12



3. have a distinguished record of experience gathered in educational and research activities in higher education,
4. have a distinguished record of experience in the area of inter-institutional academic co-operation in the Union for the Mediterranean,
5. have organisational and managerial skills,
6. be able to speak English or French , as well as one additional language of a Member State of the Union for the Mediterranean.

#### Article 19

The President of the University shall:

- organise and direct the work and the business operations , as well as represent and act on behalf of the University for the legitimacy of operation, business results and competent performance of work,
- be responsible for the legality and competent performance of work, and for the business results,
- direct the expert work of the University,
- adopt general acts of the University, the adoption of which does not fall into the sphere of competence of other University bodies,
- be in charge of implementing the decisions of other University's bodies,
- draw up the proposal of the University Development Programme, annual work programme and University's annual report,
- adopt the classification of employment positions,
- perform other tasks in compliance with the regulations and the provisions of the University acts.

#### Article 20

For dealing with significant issues regarding the University, as well as for giving opinions, submitting initiatives and proposals relating thereto, the President shall appoint a collegiate body. The collegiate body is a consultative body of the President of the University. It shall be constituted of six (6) members, in order to equally include the representatives of the EMUNI Centre, the EMUNI Foundation and the University.

#### The Student Council

#### Article 21

The student body, made up of all students enrolled in study programmes organized and/or implemented by the University, shall elect five (5) members which shall constitute the Student Council. The Student Council shall nominate a president from among its members.

The duration of the term of office of the Student Council members shall be two (2) years.

The constitution and mission of the Student Council; the procedure for the election of its members; and its internal working procedures shall be defined by the Student Council. The Student Council shall be independent in its policy and decision making.

From among its members and/or from among other students enrolled in study programmes organized and/or implemented by the University, the Student Council shall nominate representatives of the students to the Management Board and the Senate as long as they are enrolled as students in study programmes organized and/or implemented by the University.

PARTE INTEGRANTE DEL TESTIMONIO  
 emitido a la 14/05/2012  
 en la 2ª de mayo de 2012

7/12

## Internal organisation

### Article 22

The internal organisational units shall be defined in the Statute of the University by taking into due consideration that the University's organisational, technical and administrative tasks are performed by the Secretariat.

The tasks of the Secretariat shall be performed by the EMUNI Centre in conformity with the corresponding contract, which is concluded with the University.

## V. FUNDS, ENSURED FOR FOUNDING AND STARTING THE UNIVERSITY

### Article 23

The funds for founding and starting the operations shall be ensured by the EMUNI Centre, or they may also be provided by the EMUNI Foundation, in conformity with the purpose of their foundation and their annual work programme.

## VI. RESOURCES, MEANS AND TERMS FOR ACQUIRING FUNDING FOR THE UNIVERSITY'S ACTIVITIES

### Article 24

As a rule the University shall obtain the funding for conducting its activities from all or any of the following:

- the EMUNI Foundation,
- international organisations,
- a separate budget heading under the budget of the Republic of Slovenia,
- the European Union budget and the budgets of its institutions and bodies,
- tuition fees and other study contributions,
- payments for the services performed,
- grants, inheritance, donations,
- and other sources.

### Article 25

The University shall manage and have the power of disposal over the assets used for the performance of its activities, in accordance with the purpose for which said assets were obtained.

Following a proposal of the President of the University and upon having obtained the consent of the Management Board the University may dispose of or encumber real property acquired with the funds of the EMUNI Foundation. To this purpose the University shall have to obtain the consent of the EMUNI Foundation.

The funds obtained through the sales of the real estate property referred to in the previous paragraph of this Article may be used for investments, investment maintenance and equipment.

PARTI INTEGRANTE DEL TESTAMENTO  
esentado bajo el número 110/01  
Escritura de mi libro Indica



The University shall manage and have the power of disposal over real estate property obtained from other sources in accordance with the purpose for which it was obtained.

## **VII. METHODS OF DISPOSING OF THE SURPLUS OF INCOME OVER EXPENDITURE AND WAYS OF ENSURING THE COVERING OF FUNDING SHORTAGE FOR THE OPERATIONS OF THE UNIVERSITY**

### **Article 26**

The surplus of income over the University's expenditure shall be used for performing and developing activities in the following years.

### **Article 27**

The manner of settling any deficit of income over expenditures of the University, accumulated in the performing of the University's activities, shall be decided on by the Management Board upon motion of the President of the University.

## **VIII. RIGHTS, OBLIGATIONS AND RESPONSIBILITIES OF THE UNIVERSITY IN LEGAL DEALINGS**

### **Article 28**

In legal dealings the University shall appear independently, in its own name and for its own account, with all rights and obligations ensuing therefrom and shall enter into legal transactions relating to the activities defined in this Memorandum and in the Statute without limitations.

The University shall be liable for the obligations referred to in the first paragraph of this Article with all its assets.

## **IX. RESPONSIBILITY OF THE FOUNDERS FOR THE LIABILITIES OF THE UNIVERSITY**

### **Article 29**

The Founders shall not be liable for the liabilities of the University.

## **X. MUTUAL RIGHTS AND OBLIGATIONS OF THE FOUNDERS AND THE UNIVERSITY**

### **Article 30**

The Founders and the University shall have no mutual rights and/or obligations.

PARTE INTEGRANTE DEL TESTIMONIO  
escrito bajo el número 1110/08  
Sección 2ª de notificación.



*[Handwritten signature]*

*[Handwritten signature]*  
9/12

## XI. MUTUAL RIGHTS AND OBLIGATIONS OF THE FOUNDERS

### Article 31

The Founders shall exercise their rights and obligations proportionally unless otherwise provided for in this Memorandum.

### Article 32

The Founders may stipulate other mutual rights and obligations by a corresponding contract.

## XII. DISSOLUTION OF THE UNIVERSITY

### Article 33

The University shall be dissolved in the following cases:

- if the University's entry in the Court Register is declared null and void by means of a final decision;
- if the measure of a ban on performing its activities is imposed on the University due to its not fulfilling the conditions for performing such activities and the University does not comply with the conditions for performing such activities within the term defined by said measure;
- if it no longer fulfils the statutory conditions for establishment;
- if the Founders adopt a Memorandum on Dissolving the University, because the need and/or the conditions for the performing of activities due to which it was established have ceased to exist;
- if it is annexed to or merged with another institute or split up into two or more institutes;
- if it is transformed into a commercial company;
- in case of bankruptcy, and
- in other cases, defined by the law of the host country or this Memorandum.

In the cases specified in the first, second and third indent of the previous paragraph the proceedings for the liquidation of the University shall be carried out according to the law of the host country.

### Article 34

If the University is dissolved, its assets are transferred to the Republic of Slovenia.

## XIV. TRANSITORY AND FINAL PROVISIONS

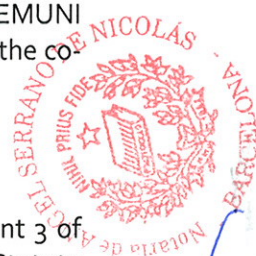
### Article 35

By applying mutatis mutandi the provisions of the last paragraph of Article 11 hereof the EMUNI Centre shall appoint the person who will chair the first meeting of the General Assembly until the chairs of the General Assembly are elected.

### Article 36

Notwithstanding the provisions of the second paragraph of Article 11 hereof, as well as point 3 of Article 14 hereof and point 5 of the Article 16 hereof the General Assembly shall adopt this Statute on occasion of its constitutional session.

PARTE INTERANTE DEL TESTIMONIO  
montado a 14 de mayo de 2012  
en el Notario de A. SERRANO E NICOLÁS - BARCELONA



10/12



The Management Board and the Senate shall have to be constituted no later than within six months as of the enforcement of this Memorandum; whereas the Student Council shall have to be constituted no later than within three months as of the commencement of the study programmes implementation.

Until the constitution of the Senate according to the second paragraph of Article 15 hereof its tasks shall be performed by the Provisional Senate appointed by the EMUNI Centre on 8 July 2008 pursuant to the Letter of Agreement .

Notwithstanding paragraph three of Article 15 hereof, the term of office of half of the members of the first Senate shall be prolonged by two years. This provision shall not apply to representatives of the students in the Senate.

## Article 40

Notwithstanding point 4 of Article 14 and point 7 of Article 16 hereof the General Assembly shall appoint the first President of the University upon motion of the Provisional Senate.

The President of the University shall have to immediately perform all actions necessary for the entering of the University into the Court Register, as well as for the commencement of the University's operations and the constitution of its bodies.

This Memorandum shall come into force upon having been adopted by the competent bodies of the Founders and upon having been signed by the lawful, i.e. authorised representatives of the Founders.

**University of Haifa**  
Yossi Ben-Artzi  
Rector

**University of Maribor**  
Ivan Rozman  
Rector

PARTE INTEGRANTE DEL TESTIMONIO  
 escrito bajo el número  
 1110/08  
 de la 2ª de mi libro  
 Notaria de ANGEL SERRA  
 DE NICOLÁS  
 NOTARIUS FIDELIS  
 BARCELONA  
 20/12



University of Sousse  
Ahmed Nouredine Helal  
President

University of Urbino  
Giovanni Bogliolo  
Rector

ÁNGEL SERRANO DE NICOLÁS  
NOTARIO

NIF: 38 418 175-X  
Pº de Gracia, nº 52, 1º  
08007-BARCELONA  
Tfno.: 93 272 41 60 - Fax: 93 215 77 37  
e-mail: notaria@angelserrano.com

NUMERO 1.110 Sección Segunda de mi LIBRO INDICADOR, Yo, Dr. ÁNGEL SERRANO DE NICOLÁS, Notario del Ilustre Colegio Notarial de Cataluña, con residencia en Barcelona, DOY FE: Que LEGITIMO, por haber sido puestas en mi presencia y en mi despacho notarial en Barcelona, Passeig de Gràcia, número 52, 1º, las firmas de:

a) Por la UNIVERSITY HAIFA, el RECTOR DON YOSSI BEN-ARTZI (YOSSEF NISSIM BEN ARTZI), con pasaporte Israelí número 10562437.

b) Por la UNIVERSITY OF MARIBOR, el RECTOR DON IVAN ROZMAN, con número de su carta de identidad de la República de Slovenia 002284153.

c) Por la UNIVERSITY OF SOUSSE, Doña LATIFA KECHICHE con número de pasaporte de la "Republic of Tunisia" número V669954, por delegación del PRESIDENTE DON AHMED NOUREDDINE HELAL.

d) Por la UNIVERSITY OF URBINO, DON GIUSEPPE GILIBERTI con identificación número "atto n. 3898 P. 1 S. A", por delegación del RECTOR DON GIOVANNI BOGLIOLO.

El presente documento firmado únicamente en su final, consta de doce folios de papel común escritos únicamente en su anverso; además, se añaden dos folios más en papel común escritos, el de la delegación de la UNIVERSITY OF SOUSSE únicamente en su anverso y el de la delegación de la UNIVERSITÀ DEGLI STUDI DI URBINO "CARLO BO" por su anverso y reverso, de los que resulta la delegación a favor de las personas que han comparecido y firmado.

En Barcelona, a veintiseis de noviembre de dos mil ocho



SERVO DE  
LEGITIMACIONES Y  
LEGALIZACIONES



NIHIL PRIUS  
A170946



12/12



**A P O S T I L L E**

(Convention de La Haye du 5 octobre 1961)

1. País **ESPAÑA**-----  
El presente documento público-----  
2. ha sido firmado por D. ANGEL SERRANO DE NICOLAS-----  
3. quien actúa en calidad de Notario, en legitimación de firmas de  
don Yossi Ben Artzi, don Ivan Rozman, doña Latifa Kechiche y---  
don Giuseppe Giliberti, en documento extendido en lengua ex-----  
tranjera, anotado en el libro indicador con el número 1110,-----  
de fecha 26 de noviembre de 2008.-----  
4. y está revestido del sello/timbre de su Notaría de -----  
BARCELONA-----

**CERTIFICADO**

5. en BARCELONA----- 6. el día 27 de noviembre de 2008.-  
7. por DON FRANCISCO ARMAS OMEDES, Censor Primero de la Junta-----  
Directiva del Colegio Notarial de Cataluña-----  
8. bajo el número: -83128/2008-----  
9. Sello/timbre : 10. Firma:



Francisco Armas Omedes  
Censor Primero