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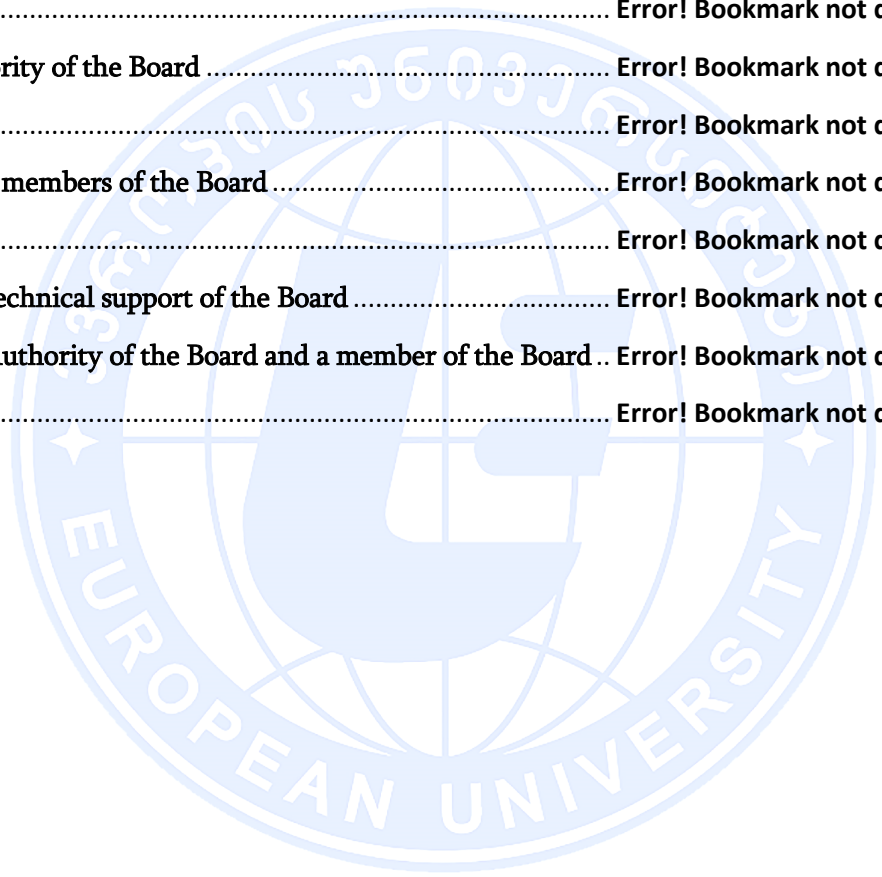
*Amendments made by the order #168,
dated July 11, 2020, #912, dated
February 16, 2021 and #3536, dated by
May 18, 2022 by the Rector of the
University.*

Governing board Statute of European University Ltd.

2020 year

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Article 1. General Provisions

1. The Governing board Statute of European University Ltd. (hereinafter referred to as the “Statute”) regulates the composition, functions, rules of operation and decision-making of the Governing Board (hereinafter referred to as the “Board”), of European University Ltd. (hereinafter referred to as the “University”), as well as the issues of termination of the authority of the members of the Board.
2. The Board shall be established by a legal act of the Rector of the University in accordance with the rules established by this Statute.
3. The Board shall, within the scope of its competence, in carrying out its activities, be guided by the current legislation of Georgia, this Statute and other legal acts of the University, in accordance with the goals and objectives of the University.

Article 2. Definition of terms

1. For the purposes of this Statute, the terms used in the document have the following meaning:
 - A) Member of the Self-Government Representative Board - Chairman of the Student Self-Government of European University;
 - B) Academic member of the Board - affiliated staff of European University;
 - C) Board Graduate Member - a graduate of European University;
 - D) Board member from an employer organization - a potential employer;

Article 3. Purpose of the Board

The Board is the governing body of the University, which aims to:

- A) Make decisions on issues related to the educational, scientific and administrative activities of strategic importance of the University and develop a recommendation (s);



B) Promoting the effective activity of the University by ensuring the involvement of the university community and other stakeholders in the decision-making process.

Article 4. Functions and Authority of the Board

1. The functions of the Board are:

A) Review and approve the University Mission, Vision and Strategy document;

B) Review and approve the University Strategic Planning Methodology, Strategy and Action Plans Monitoring Mechanisms;

C) Discuss and approve university's 3-year action plan;

D) Approval, change and cancellation of the educational program (s); Consent to begin the process of developing a new educational program;

E) Approve quality assurance, budgeting, internationalization and human resource management policies;

F) Discuss the issues of the structure, regulations, structural units of the University, reorganization and liquidation, establishment, reorganization and liquidation of the main educational unit (s) - faculty (s) and provide recommendations to the Rector;

G) Review of the University Code of Internal statutes and Ethics and provide a recommendation (s) to the Rector;

H) Discuss the budget and its adjustment issues and provide a recommendation (s) to the Rector;

I) Hearing the quarterly and annual report of the action plan. Also, review of the annual budget performance report;

I¹) review the annual quality development report and make recommendations if necessary;



J) Complaints and decision-making on the issue of funding for research activities (s) related to the decisions made;

J¹) To considerate and approve the awarding of an honorary doctorate to a person;

K) To exercise other authority (s) in accordance with the objectives and objectives of the institution within the scope of its competence.

2. The Board is authorized to issue a legal act - a statute.

3. The recommendation issued by the Board is not binding. However, in case of non-compliance, the Rector / President is obliged to substantiate the decision.

Article 5. Board Composition

1. The Board consists of:

A) Rector;

B) Vice-Rector for Administrative Process Administration;

C) Vice-Rector for International Relations;

D) Vice-Rector for Quality Development;

E) The faculty deans of the main educational structural unit;

F) Head of Human Resources Management Service;

G) Head of the Financial Service;

H) Head of Public Relations and Marketing Service;

I) Head of the Strategic Development Service;

J) The head of the library;

K) One affiliated academic staff from the relevant faculty;

L) One graduate of European University;

M) Chairman of the Student Self-Government of European University;

N) One European University student;

O) One potential employer.



2. The academic staff affiliated with the Board shall be elected upon the recommendation of the Board of the relevant faculty.
3. Students are elected to the Board from active students of the 2nd and / or higher level, with the best academic performance¹. The Faculty Board votes on the candidates nominated by the Dean and makes a decision by a majority of votes. The student nominee from each faculty is voted on separately at the Governing Board and the Governing Board decides on the inclusion of a student on the Student Council by a majority of votes. In case of division of votes, the vote of the chairman is decisive. If, in accordance with the procedures set forth in this Regulation, the student has not been selected by the Governing Board, a new candidate shall be nominated by the relevant faculties of the Governing Board.
4. The graduate of the University is elected from among the successful² graduates by the Board of the relevant faculty.
5. Potential employers are selected from the representatives of successful organizations³ in the labor market by the Board of the relevant faculty.
6. An employer, graduate or student may not be represented by the administrative / support / academic / invited staff of the University, and affiliated academic staff may not be represented by the administrative staff of the University (the restriction does not apply to the head of the program).

¹ Curriculum for students actively involved in outdoor activities, conferences and student life;

² A graduate of European University who is employed with his qualifications;

³ A legal entity under public or private law, which operates in the relevant labor market of the programs available at the university, actively cooperates with the university.



7. The Faculty Board selects the persons referred to in paragraphs 2, 4 and 5 of this Article in the following manner: The selection process for affiliated personnel shall be organized by the Human Resources Management Service on the basis of information provided by the Dean of the respective Faculty. The process of selecting an employer, a graduate is organized by the dean of the relevant faculty. The Human Resources Management Service and the Dean of the Faculty, to the relevant persons, send the functions of the Board of Directors by e-mail in the form of an offer to participate in the selection process. The candidate for the Board of Directors is required to submit an autobiography and a vision for the development of the University. The submitted documents are reviewed by the relevant faculty council and each candidate is voted on separately. The candidate who receives the majority of votes will be considered elected. In case of equal distribution of votes, the vote of the Chairman of the Board is decisive. 8. Candidates for graduates and employers nominated by each faculty shall be elected by the members of the Governing Board. The candidate who receives the most votes will be considered elected, and in case of division of votes, the vote of the Chairman of the Board is decisive. In case the candidate of the affiliated academic staff nominated by each faculty is elected by the Governing Board, the affiliated staff of the respective faculty shall be added to the composition of the Governing Board by order of the Rector. If the affiliated staff of the relevant faculty, graduate or employer has not been selected in accordance with the procedures provided for in this Statute, a new candidate shall be nominated by the relevant faculty of the Governing Board.

9. The heads of the structural units, invited experts and other persons may be invited to the Board session without the right to vote, by the decision of the Governing Board.

Article 6. Term of office of the members of the Board

1. The term of office of a member of the Board shall be determined by the term of his / her administrative position, which shall provide for his / her membership in the Board, and in the case of the President of the Self-Government - by his / her term of office.

2. The term of office of the academic staff of the Board, students, graduates and members of the potential employer shall be determined by one calendar year. In case of early termination of a member's term of office, the candidate nominated by the Faculty Board shall be appointed for the remaining term.



Article 7. Board Session

1. The Governing board shall discuss the issues within its competence at the Board session.
2. The Board sessions shall be convened at the initiative of the Chairman of the Board, if necessary, but not less than twice a semester.
3. The Board sessions are chaired by the Rector of the University.
4. The Board may make a decision if it is attended by at least 51% of the members.
5. The Board shall take its decision by a majority vote of the members present, and the Rector's vote shall be decisive in the event of an equal distribution of votes.
6. An issue supported by a majority vote of the board, which has no authority to be approved by the Board, shall be submitted to the Rector / President of the University for the purpose of issuing the relevant legal act (order).



Article 8. Organizational and technical support of the Board

1. Organizational and technical support of the activities of the Board shall be provided by the Secretary of the Board (hereinafter referred to as the “Secretary”), who shall be appointed by order of the Rector of the University, from the administrative staff of the University.
2. The Secretary shall organize the sessions of the Board, inform the members of the Board in a timely manner and invite them to the sessions of the Board, inform them of the agenda, draw up and keep the minutes of the session of the Board.
3. The Minutes of the Board session shall be signed by Chairman and Secretary of the Board.
4. In the absence of the Secretary of the Board, his / her duties shall be performed by the person nominated by the majority of the members present at the session.

Article 9. Termination of the Authority of the Board and a member of the Board

1. The grounds for termination of the authority of the Board are:
 - A) Liquidation of the university;
 - B) Loss of the status of a higher education institution;
 - C) Structural change of the University, which causes the abolition of the Governing Board;
 - D) Other grounds defined by the internal legal act of the University.
2. The grounds for termination of the authority of a member of the Board are:
 - A) Personal statement;
 - B) Death, recognition as dead or missing;
 - C) A certificate of support from the court;



D) Omission⁴ of the Board session for systematic unreasonable reasons, except for the administrative members of the Board;

E) In case of an administrative member of the Board, dismissal from the administrative position, which envisages membership in the Board;

F) In case of an academic member of the Board, termination of the status of an affiliate;

G) In case of a student member of the Board, termination of the student status;

H) In case of a member of the self-government representative board, termination of the authority of the self-government president.

3. Termination of the authority of a member of the Board shall be formalized by a legal act of the Rector.

Article 10. Final Provisions

1. This Statute shall be approved by a legal act of the Rector.

2. Amendments and additions to the Statute shall be made by a legal act of the Rector in accordance with the current legislation of Georgia.

Article 11. Transitional provisions

Before the entry into force of this Statute candidates for employment on the boards of faculties should be nominated to the governing board, which will make the decision by a majority vote.

⁴ Missing more than 50% of the sessions held in the semester.