

**It is registered in the state  
«State registered»**

**«Approved»  
by the Decree of General  
Assembly dated 10.02.2022**

**In the Ministry of Justice  
of Azerbaijan Republic**

**Founders:**

**Registration № \_\_\_\_\_**

**«\_\_\_\_\_» \_\_\_\_\_ 2022**

**Head of Registration  
and notarization department**

**xx xxxxxxxxx \_\_\_\_\_**

**“Azerbaijan Rectors' Conference ”  
Public Association's**

**CHARTER**

**Baku - 2022**

## **1. General provisions**

- 1.1. “Azerbaijan Rectors xxxx” Public Association (hereinafter - the Association) established on the basis of common interests, voluntariness, equality of members of the heads of higher education institutions (hereinafter - HEIs) operating in the territory of the Republic of Azerbaijan, regardless of ownership, subordination and organizational legal form, is a non-governmental organization which does not intend to earn income as the main purpose of its activity and does not distribute the income among its members and its activity covers the territory of the Republic of Azerbaijan.
- 1.2. The Association operates in accordance with the Constitution of the Republic of Azerbaijan, Laws of Relevant Legislation and Normative Legal Acts of the Republic of Azerbaijan, Laws of the Republic of Azerbaijan “On Non-Governmental Organizations (Public Associations and Foundations)”, other relevant Decrees and Orders of the President of the Republic of Azerbaijan. It is guided by its orders, other relevant legislative and normative legal acts and this Charter.
- 1.3. The Association interacts with state and local self-government bodies, international and non-governmental organizations (public associations and foundations), higher education institutions and other legal entities and individuals in the performance of its duties and exercising its rights in accordance with its activities.
- 1.4. The association has an independent balance sheet, property, stamp, letterhead and logo, treasury, bank accounts (in local and foreign currency) and other requisites.
- 1.5. The Association acquires the status of a legal entity from the date of its state registration by the Ministry of Justice of the Republic of Azerbaijan.
- 1.6. Address of the Association: Baku, ..... 1

## **2. Aim and objectives of the Association**

- 2.1 The general aim of the Association is to support the increase of healthy competitiveness of higher education institutions in the local

and international world by preserving common values in the field of higher education in the Republic of Azerbaijan.

2.2 To this effect, the Association will pursue in particular the following activities:

- 2.2.1 To protect the legitimate interests and rights of its members and provide support to increase the efficiency of its activities;
- 2.2.2 To participate directly in the preparation and improvement of normative legal documents and legislative base on the activities of higher education institutions and (or) give an opinion on such documents;
- 2.2.3 To support the establishment and development of relations between higher education institutions, government agencies and the labor market;
- 2.2.4 To prepare and publish continuous analytical data on the activities of higher education institutions;
- 2.2.5 To promote the internationalization of higher education;
- 2.2.6 To cooperate with foreign rectors' conferences, European University Association and other international organizations;
- 2.2.7 To prepare proposals on the establishment of a national rating system related to the activities of higher education institutions (teaching, scientific, creative, etc.);
- 2.2.8 To stimulate the creation of a student-oriented, inclusive and supportive learning environment in higher education institutions;
- 2.2.9 To organize various conferences, seminars, round tables, meetings, other scientific and cultural events;
- 2.2.9 To promote the improvement of academic mobility between higher education institutions;
- 2.2.10 To give opinions and proposals on areas of activity, conduct analyzes and generalizations, prepare analytical materials;
- 2.2.11 To issue special bulletins and other publications related to the areas of activity;
- 2.2.12 To support the development of activities related to strengthening social support for the development of higher education and science in Azerbaijan;
- 2.2.13 To recommend foreign and local specialists (experts) to the relevant authority to participate in the accreditation

assessment process in order to support the assessment for accreditation of higher education institutions;

2.2.14 To prepare proposals on allocating investments from the state budget to higher education institutions;

2.2.15 To ensure that the public is informed about the activities of the Association and that information is regularly updated;

2.2.16 To prepare financial, statistical and other reports in accordance with the legislation and submit them to the relevant state bodies.

2.3 The Association has the following rights to perform the duties provided for in the Charter:

2.3.1 conclude transactions on its own behalf, acquire property and personal non-property rights, hold positions, and act as a plaintiff or defendant in court;

2.3.2 establish branches and representative offices in the territory of the Republic of Azerbaijan and abroad;

2.3.3 be a member of relevant state, municipal bodies, various organizations of the Republic of Azerbaijan, cooperate with international organizations;

2.3.4 engage in entrepreneurial activities not prohibited by law and complying with the purposes of the Charter;

2.3.5 exercise other rights established by the legislation of the Azerbaijan Republic;

2.3.6 create and manage funds that will serve the development of higher education;

2.3.7 participate in the discussion of issues related to higher education in state and municipal bodies, make proposals;

2.3.8 cooperate with collegial bodies, associations and other unions representing academic, scientific and other communities of Azerbaijan;

2.3.9 participate in international programs, symposiums, conferences and to represent the Association on higher education issues;

2.3.10 organize various conferences, seminars, round tables, meetings, other scientific and cultural events;

2.3.11 involve experts and specialists in its activity on the basis of the Service Agreement;

- 2.3.12 establish permanent and temporary commissions on certain issues related to the areas of activity and to ensure their activity;
- 2.3.13 establish joint specialized research centers in order to contribute to the growth of research opportunities in the country;
- 2.3.14 make inquiries to higher education institutions or other state bodies for the effective implementation of the mentioned issues in the direction of their activity and to receive relevant information from them.

### **3. The founders of the Association**

- 3.1. The founders of the association are XXX higher education institutions;
- 3.2. The founders have equal rights. Mutual relations, rights and obligations of the founders are determined by the legislation, or by the agreement concluded between them or by this Charter.

### **4. Organizational structure and governing bodies of the Association:**

- 4.1. The supreme governing body of the Association is the General Assembly convened at least twice a year. The General Assembly consists of rectors of higher education institutions that are members of the Association.
- 4.2. Meetings of the General Assembly are held 2 (two) times a year, 3 (three) weeks before the start of each academic year.
- 4.3. Extraordinary meetings of the General Assembly shall be called on the initiative of the executive body of the Association, one of the founders or at the request of one third of the members.
- 4.4. The convening notice shall be sent out to the founders and members of the Association at least 2 (two) weeks before the meeting;
- 4.5. The powers of the General Assembly are as follows:
  - 4.5.1. Adoption of the Charter of the Association and making amendments to it;
  - 4.5.2. Determination of the principles of formation and use of the property of the Association;

- 4.5.3. Establishment of executive bodies of the Association and early termination of their powers;
- 4.5.4. Discussion of various issues in the field of higher education and submission of relevant decisions to the Ministry of Education of the Republic of Azerbaijan as a recommendation;
- 4.5.5. Approval of the annual (including financial) report;
- 4.5.6. Evaluation of reports of the Board of Directors, the Secretariat, the chairperson of the Committees and the Auditing Committee.
- 4.6. The General Assembly is valid only if two thirds of the members of the Association are present.
- 4.7. Decisions on issues discussed at the General Assembly **are** taken by a simple majority of votes. Decisions on amendments and additions to the Charter, reorganization and liquidation of the Association **are** taken by a two-thirds majority. Each member has one vote during the voting.
- 4.8. The current management of the Association's activities is carried out by the executive body.
- 4.9. The Executive Body of the Association is the Board of Directors, which is a collegial executive body consisting of 7 rectors. At least 1 (one) region and 1 (one) private higher education institution shall be elected to the Board of Directors. The executive body consists of the Chairperson of the Association, his 2 deputies and other persons.
- 4.10. The Board of Directors has the following powers:
  - 4.10.1. Admission to the membership of the **Association** and release from membership;
  - 4.10.2. Direct control over the preparation and implementation of the strategic plan of the Association;
  - 4.10.3. Carrying out the establishment of permanent and temporary commissions, committees and election of members of the Association;
  - 4.10.4. Putting forward proposals and projects;
  - 4.10.5. Establishing the Secretariat of the Association operating on a permanent basis, to approve its charter, annual plan and cost estimates;
  - 4.10.6. Establishing branches and representative offices of the Association;
  - 4.10.7. Resolving all other issues that are not within the competence of the General Assembly of the Association and are not prohibited by law;

- 4.10.8. Approve the structure of the Association, the number of permanent employees and salaries (including salary supplements, bonuses and other payments);
- 4.10.9. To consider appeals of Board members and make decisions;
- 4.11. Meetings of the Board of Directors are considered valid if more than half of the members are present and decisions are made by a simple majority of votes.
- 4.12. The composition of the Board is elected by the majority of votes at the General Assembly from among the rectors of the higher education institutions.
- 4.13. The Chairperson and Deputy Chairperson of the Board of Directors are elected by the General Assembly of the Association for a term of x (x) years.
- 4.14. The Chairperson of the Board of Directors performs the following duties:
  - 4.14.1. Presides over the meetings of the Board and the General Assembly and directs the work of the Assembly;
  - 4.14.2. Carries out the general management of activity of the Association and carries out executive, decision-making functions;
  - 4.14.3. Represents the Association, concludes contracts on its behalf, issues powers of attorney, organizes the implementation of the decisions of the General Assembly;
  - 4.14.4. General management of the Secretariat of the Association, as well as the work of permanent and temporary committees;
  - 4.14.5. Performs other functions assigned to it by the General Assembly and by law.
- 4.15. In case of temporary resignation of the Chairperson and Deputy Chairperson of the Board of Directors, their powers shall be exercised by a person appointed by the Chairperson from among the members of the Board of Directors.
- 4.16. At the proposal of the Chairperson of the Board of Directors and by the decision of the Board of Directors, the Secretariat of the Association is directly headed by the Secretary General.
- 4.17. The Secretariat performs the following functions:
  - 4.17.1. The Secretariat, being the executive body, is a structural unit that coordinates the current and administrative activities of the Association. In carrying out its duties and exercising its rights, the Secretariat shall be directly subordinate to and accountable to the

Chairperson of the Board of the Association. The Secretariat may perform the following duties in accordance with the areas of activity defined by the Charter:

- 4.17.2. To exercise control over the implementation of decisions and instructions of the Association;
- 4.17.3. To take appropriate measures to ensure the implementation of the decisions and instructions of the Association, directly or with the involvement of relevant structural units;
- 4.17.4. To carry out analytical-informational and organizational-technical support of the Association;
- 4.17.5. To ensure the preparation of documents (agenda) on issues to be discussed at the meetings of the Association and their submission to the members;
- 4.17.6. To ensure the preparation, as well as the formalization of the minutes of the meetings of the Association;
- 4.17.7. To organize and regulate the protocol service of joint official and business receptions, meetings and other events;
- 4.17.8. To ensure the consideration of appeals sent to the Association within the period and in the manner prescribed by law;
- 4.17.9. To organize the correspondence of the Association;
- 4.17.10. To regulate the relations of the Association with local and foreign press;
- 4.17.11. To ensure that the decisions of the Association are written, signed and kept;
- 4.17.12. To ensure that the decisions of the Association are sent to the relevant HEIs and institutions;
- 4.17.13. To carry out other duties assigned to the Secretariat by the Association.
- 4.18. The Auditing Committee (AC) monitors the financial activities of the Association, ensuring that the activities of officials and members of the Association do not deviate from the Charter. The number and composition of the members of the AC shall be determined by the General Assembly. The term of office of AC members is x years.
- 4.19. AC must consider and respond to applications received from the governing bodies and members of the Association within 1 (one) month.



## **5. Basics of property and financial activity of the Association:**

- 5.1 The Association may own buildings, facilities, apartments, equipment, inventory, cash, shares, other securities and types of property not prohibited by law for the material support of the activities provided for in this Charter.
- 5.2 The Association is liable for its obligations with its property. This property may be alienated only in accordance with the laws of the Republic of Azerbaijan.
- 5.3 The sources of formation of the property of the Association are as follows:
  - 5.3.1 Regular or one-time membership fees of the founders or members of the association;
  - 5.3.2 Property fees and voluntary donations;
  - 5.3.3 Receipts from sale of goods, rendering of services, performance of works;
  - 5.3.4 Dividends and income from stocks, bonds, other securities and deposits;
  - 5.3.5 Income from the use and sale of own property;
  - 5.3.6 Grants;
  - 5.3.7 Other operating income and other revenues not prohibited by law.
- 5.4 The members of the Association do not have special rights over the separate objects included in its property.
- 5.5 The Association has the right to own, use and dispose of its property complying with the purposes of its activities and the purpose of the property in accordance with the legislation of the Republic of Azerbaijan.
- 5.6 Targeted funds received at the expense of the Association may not be spent in areas other than the development of education.
- 5.7 The Association may not provide financial or other material assistance to political parties.
- 5.8 The Association prepares financial, statistical and other reports in accordance with the legislation and submits them to the relevant state bodies.
- 5.9 The Association may use its property only in accordance with the purposes set forth in this Charter.

## 6. Membership policies and principles

- 6.1. Institutions accredited by the Ministry of Education of the Republic of Azerbaijan or established by reorganization with the status of a public legal entity and newly established higher education institutions may become members of the Association;
- 6.2. Members are involved in all activities of the Association in connection with their official status, and they undertake to pay the agreed membership fee in the required amount in full and at the required time;
- 6.3. The main representatives of higher education institutions are rectors;
- 6.4. The head of a higher education institution wishing to join the Association submits a written application to the Chairperson of the Association together with the copy of the accreditation certificate;
- 6.5. The appeal is considered within 3 months, and if more than half of the members of the Board of Directors express their positive attitude to this issue as a result of voting, the applicant is elected a member of the Association;
- 6.6. The higher education institution may participate in the activities of the General Assembly as an observer during the period of consideration of the application for membership (three months) submitted in accordance with paragraph 3.1 of this document;
- 6.7. Members of the Association are issued a membership card in the form approved by the supreme body of the Association;
- 6.8. The members of the Association possess the following rights paired with having equal rights among themselves:
  - 6.8.1. To be involved in the management of the organization in the manner prescribed by this Charter and other documents;
  - 6.8.2. To select and be elected a member of any elected body of the Association, including the governing body;
  - 6.8.3. To participate in the activities and events organized by the Association;
  - 6.8.4. To obtain information on the activities of the governing bodies of the Association, to monitor their activities;
  - 6.8.5. To apply to the Association for assistance in defending their interests;
  - 6.8.6. To vote in election processes;

- 6.8.7. To personally participate in the discussion of any issue related to its rights and responsibilities, to protest and appeal to the relevant bodies of the Association.
- 6.9. A member of the Union may not be a member of more than one elected body.
- 6.10. A member of the Association may represent that body and make a statement on its behalf only if authorized by the Chairperson of the Board of the Association.
- 6.11. The members of the Union have the following responsibilities:
  - 6.11.1. To comply with the Charter of the Association, as well as follow moral and ethical norms;
  - 6.11.2. To implement the decisions of the election bodies of the Association;
  - 6.11.3. To comply with the requirements of the Charter;
  - 6.11.4. To participate in the events of the Association;
  - 6.11.5. To closely participate in all activities carried out by the Association for the development of higher education.
- 6.12. The amount of the membership fee is determined in advance for each member by the Board of Directors of the Association in accordance with the rules for calculating the membership fee.
- 6.13. Membership in the Association is terminated in the following cases:
  - 6.13.1. When he voluntarily resigns from the Association; so that each full member can refuse membership by informing the Association at least 1 month in advance.
  - 6.13.2. When expelled from the association.
- 6.14. A member of the Association is expelled from the membership in the following cases:
  - 6.14.1. If a higher education institution fails to pass institutional accreditation by the state (based on the decision of the Accreditation Council and the order of the relevant authority).
  - 6.14.2. In case of non-payment of the membership fee by the end of the calendar year, despite the written notice;
  - 6.14.3. Failure to attend the meeting of the General Assembly and other important activities three times in a row;
  - 6.14.4. When violating the requirements of the Charter;
  - 6.14.5. Withdrawal from membership, founding may be carried out by the decision of the Chairperson of the Association or the Board of Directors;

- 6.14.6. A member of the Association has the right to appeal administratively to the supreme governing body of the Association and (or) the court in connection with the decision to expel him from the membership or the founding;
- 6.14.7. In connection with clauses 5.15.1 and 5.15.2, membership fees are fully restored after the termination if the higher education institution fulfills the relevant requirements of the Charter regarding membership.

## **7. Membership fees**

- 7.1. Membership fees fund the association's annual expenditure system.
- 7.2. The minimum membership fee shall be determined by the General Assembly in accordance with the following criteria:
- 7.2.1. The total number of students studying at the bachelor's and master's levels; The number of students studying at the expense of the state at the bachelor's and master's levels;
- 7.2.2. It is determined according to the amount of tuition fee received for a student at the bachelor's and master's levels.

## **8. Termination of the activity of the Association:**

- 8.1. The activity of the association is terminated by its reorganization (merger, acquisition, division, separation, transformation) and liquidation. Termination of the activity of the Association is carried out in accordance with the current legislation.
- 8.2. Voluntary dissolution of the Association may be carried out only by the decision of two-thirds of the members of the General Assembly.
- 8.3. In case of voluntary liquidation, it decides on the assets of the Association, if any. He appoints the liquidator and decides where the remaining funds will be transferred after the expiration of the obligations. If possible and legally justified, these funds should be transferred to an organization that serves the same purpose as the Association; otherwise they should be used for social benefits.