

Unione delle Università del Mediterraneo
Mediterranean Universities Union
Union des Universités de la Méditerranée
إتحاد الجامعات المتوسطية



UNIMED STATUTE

approved during the Assembly of the UNIMED Members in Amman, 23rd June, 2022



Article 1 - INSTITUTION AND AIMS

UNIMED - Mediterranean Universities Union is hereby established as a not-for-profit association, with its headquarters in Rome. The Board of Directors shall have the power to transfer the UNIMED headquarters to another municipality of the Italian Republic.

UNIMED has the following goals:

To promote:

- a) the collaboration between universities and research institutions to strengthen international cooperation for the advancement of culture, science, education and research in the Mediterranean region and the Middle East. To this end, the associated universities and research centers represent a network to promote projects and joint educational and scientific programs;
- b) the issue of post-graduate degrees in collaboration with university members;
- c) the cooperation in the training of university teachers and researchers;
- d) the promotion of cultural, scientific and academic initiatives for the strengthening of cooperation between Europe and the Mediterranean region;
- e) the implementation of studies and research, with the involvement of the associated universities, through the establishment of a Euro-Mediterranean think tank to facilitate dialogue between Europe and the Mediterranean area, and political and cultural initiatives in the region.

In order to achieve its identified goals, UNIMED may use any means of communication and publication on any media, including magazine and book editing, as well as any other means to develop and advertise its shared work and shall furthermore organize the dissemination of these products. Such objectives and activities may be pursued also through the creation of sub-networks and UNIMED branches.

By way of example, but not limited to: the participation in the life of the community of the associated universities or research centers shall ensure access to the following services:

- Promoting the international scope of the members.
- Promoting access to the activity of project design and fund raising: information on the calls for proposals and the opportunities provided by international organizations and institutions; finding partners; technical assistance and project design and management.
- Putting in place activities of communication and promotion of projects and scientific and cultural initiatives of the members.
- Promoting the mobility of students, researchers and teachers.
- Providing technical assistance to universities and international relations offices in the management of international projects.
- Organising a Sub-Thematic Network to encourage scientific cooperation in specific sectors.
- Organising conferences, debates, seminars and roundtables at national and international level.
- Promoting research and training projects among the members.



Article 2 - DURATION

UNIMED is established for an indefinite period of time.

Article 3 - LEGAL ASPECTS

UNIMED has the nature of a not-for-profit association and shall be governed by the rules of the Italian State and, in particular, Articles 14 et seq. of the Civil Code, the provisions of its memorandum of association and this Statute. It is in the interest of the association to be recognized legal personality.

Article 4 - MEMBERSHIP

UNIMED is formed by its associated universities and research institutes.

Art. 4.1 - Associated Universities and Institutions: Rights and Obligations

UNIMED is open to universities and research centers that wish to pursue the Association's aims and that come from Europe, whether members of the European Union or not, the Middle and Near East and African countries.

UNIMED membership is however also open to universities and research centers in other regions of the world whose aim is to develop and strengthen international cooperation for the advancement of culture, science, education and research in the Euro-Mediterranean region, the Middle East and Africa.

To join UNIMED, a university or institution must submit a request for membership to the UNIMED Secretary General who, after having assessed the nature and importance in cultural, scientific and technical fields of the institution, will submit the request to the Board of Directors for the final deliberation.

In case of acceptance, the university or research institution shall get the status of UNIMED member. This status shall not be transferable and shall involve the commitment/right to participate effectively in the activities of the association making available its cultural, scientific and technologic resources, to achieve the purposes referred to in Article 1, and also the right to exercise its vote in the Assembly, provided it complies with the payment of dues, and the right to be elected to the Board.

In case of acceptance, the university or research institution shall get the status of UNIMED member when the payment of the first annual fee is received.

Members undertake to pay the annual membership fee as per Article 14 a) not later than 31st of March of each year.



Art.4.2 - Loss of the status of member

The status of member shall be lost in the following cases:

- a) withdrawal;
- b) exclusion for conduct contrary to the values and mission of the UNIMED statute.
- c) non-payment of the annual membership fee. In this regard, the Board of Directors shall ask each member in this situation to pay the membership fee for the previous year by March 31 of the following year, as a last resort to be able to still be considered an official member of the Association. In some exceptional cases, the Board of Directors has the power to grant an extension of the payment deadline upon expiry, provided there are proven reasons.

The request for withdrawal from the association referred to in subparagraph a) of this Article shall be communicated in writing to the Board of Directors and shall become effective at the end of the year under way, provided that it is done by November 30th.

A request for withdrawal does not release the member from the obligation of paying the accrued membership fees.

The exclusion of the associated body referred to in point b) above of this Article shall be decided by the Board of Directors only for serious reasons and after having informed the body of the charges against it by registered letter a/r. A member has 30 days to appeal to the Assembly against the decision of exclusion. The Assembly shall decide on the exclusion measure at the first meeting thereafter.

The members who have exercised their right of withdrawal and those who have been informed of the exclusion measure by the Board – or of the resolution of exclusion of the Assembly - automatically lose the right to vote in the Assembly, cannot repeat the paid fees and are not entitled to the assets of the association.

Article 5 - BODIES

The statutory bodies of UNIMED are:

- a) the Assembly;
- b) the Board of Directors;
- c) the President;
- d) the Vice-Presidents;
- e) the Secretary General;
- f) the Director;
- g) the Honorary President;
- h) the Steering committee
- i) the Board of Auditors, if constituted.

No compensation is envisaged for the President and the members of the Board of Directors except for the reimbursement of expenses for the activities carried out in execution of their office. The compensation for the Secretary General, the Director and the Board of Auditors shall be determined by the Board of Directors.

Article 6 - ASSEMBLY

6.1) The Assembly is constituted by the legal representatives of the members who have not received a request for withdrawal or an exclusion measure.

The legal representative of a member may give a proxy both to another person belonging to the institution itself and to another member.

Each member is entitled to one vote and, in case of delegation, each participating member shall not be the bearer of more than two proxies.

The Assembly shall be convened by the President, in ordinary session in the presence of the members at least once a year. As needed, the Assembly may be organized as a remote or hybrid meeting. In case of remote meetings, proxies will not be admitted.

The Assembly will be called whenever the President considers it necessary to decide on issues falling under its cognizance should primary interests of the institution be at stake and should it be impossible for the other bodies of the Association to operate.

The Assembly shall meet when it is jointly requested by at least one-tenth of the members or by the Chairman of the Board of Auditors or by a third of the members of the Board of Directors.

6.2) The Assembly, in particular, has the power to:

- a. elect the Secretary General, the Members of the Board of Directors determining their number and to elect from amongst them the President the Vice Presidents, preferably by adopting a criterion of alternation with respect to the geographical area to which the President belongs;
- b. define and approve the operational and general guidelines for the management, upgrading and expansion of the Association, proposed by the Board of Directors;
- c. deliberate on the work of the Board of Directors;
- d. ratify during the Assembly the admission of the new members voted by the Board of Directors;
- e. amend the statute;
- f. approve the final budget of the association;
- g. deliberate the extinction of the association and the transfer of the assets at the request of the Board of Directors or of at least one third of the members, as well as to appoint the liquidators;
- h. deliberate the exclusion of members as may be decided by the Board of Directors;
- i. express its opinion on any other matter submitted to its judgment by the members or by the Board of Directors;
- j. decide on any other accomplishment that has not been delegated by law or by statute, to the jurisdiction of another body;
- k. elect the Honorary President at the proposal of the Board of Director.

6.3) The Assembly is chaired by the President or, in the case of absence or impediment, by the most senior Vice President.

6.4) In the first call the Assembly shall deliberate by majority of votes and with at least half of the

members. In the second call, its resolution shall be valid whatever the number of participants. The Board of Directors shall not vote when decisions concern their liability.

Any decision to change the deed of association and the statute of the association, if not otherwise provided for, requires at least three fourths of the members present and the affirmative vote of the majority of those present.

To approve the dissolution of the association and the transfer of the assets, a favorable vote of at least three fourths of the members is required.

In view of the fact that university members are located in a very wide geographical area, for organizational purposes, it is considered appropriate for the Assembly to be convened via email at least 60 days prior to the date of the first call.

Article 7 - BOARD OF DIRECTORS

7.1) The Board of Directors is composed of 10 to 20 members reflecting the geographical representation of the members as well as their nature; The Board shall remain in office for three years. The members of the Board of Directors may be elected amongst the Presidents or Rectors of Associated Universities and Research Centers or their delegates.

The status of member of the Board of Directors is however related to the associated entity; in case of a change of office of a Chancellor and/or President or revocation of the delegation by the entity to which they belong, the new representative of the associated entity shall assume the role of member of the Board of Directors and shall have to formalize its membership to the Board of Directors.

The Board of Directors is chaired by the President or, in case of absence or impediment, by the most senior Vice President.

The meetings of the Board of Directors, convened by the President, shall be in-person, remote or hybrid.

The Secretary-General shall participate in the Board of Directors and has voting rights, whilst the Honorary President and the Director shall participate in the work of the Board of Directors, but with have a consultative vote.

7.2) The Directors are elected by the Assembly and are representatives of the composition of the members.

7.3) The Board of Directors shall be convened by the President or, in the case of absence or impediment, by the most senior Vice President.

It may also be convened at the request of one third of its members or by decision of the chairman of the Board of Auditors.



7.4) The Board of Directors has all the powers of ordinary and extraordinary administration that are not reserved by law or statute to the President and is responsible, in particular, for:

- a. proposing in assembly the general guidelines of the activities necessary to implement and strengthen UNIMED activities and carry out already authorized activities;
- b. administering financial resources and assets of the institution;
- c. preparing the balance sheet of the Association by 30th April of each year;
- d. drawing up the estimated budget of the Association;
- e. deciding the remuneration of the Secretary-General;
- f. appointing the Director, fixing his remuneration;
- g. deliberating the creation of decentralized offices;
- h. deciding the membership of the association with other similar institutions;
- i. delegating some of its powers to the Chairman, to the individual members of the Board of Directors, the Secretary-General and the Director.
- j. deciding on the admission of new members for one year until the Assembly ratifies their membership.

7.5) The Board of Directors shall be convened by e-mail /by written notice, sent to each member at least fifteen days before the fixed date of the meeting.

Resolutions adopted by the Board require half plus one of the components present. Resolutions shall be adopted by the majority of the members present with the exception of those related to the exclusion of a partner or a proposed amendment to the bylaws that requires the favorable vote of at least half of the members. In case of equal votes, the Chairman of the Board has a casting vote.

7.6) The Board of Directors may decide to suspend the payment of a country's annual fee when the country is facing exceptional circumstances. The decision is valid for one year and may be confirmed year by year until the end of the exceptional circumstances.

Article 8 - PRESIDENT

The President is elected by the Assembly. The President is elected amongst the Rectors of the associated universities or among the Presidents of the associated Research Centers, a person who has distinguished him/herself in academic, scientific, cultural sectors in favor of the Euro-Mediterranean cooperation or a person who has fulfilled institutional roles in UNIMED.

The President shall stay in office for three years and may be re-elected once. In case of temporary impediment, he/she shall be replaced by the most senior Vice-President.

In case of resignation or permanent incapacity as verified by the Board of Directors, the most senior Vice- President shall take over the role of Chairman and ensure the management, as well as the extraordinary management, of the institution until the next General Assembly.



The President:

- a. has the legal representation of UNIMED;
- b. shall convene and preside over the UNIMED Assembly and the Board of Directors;
- c. shall monitor the implementation and enforcement of decisions of the Assembly and the Board of Directors.

Article 9 - VICE PRESIDENT

The Assembly shall elect two Vice-Presidents.

The Vice-Presidents shall be in office for a term of three years and may be reelected.

They shall assist the President to improve the performance of the institution and achieve its statutory objectives.

In the event of permanent incapacity of the President, the most senior Vice President shall perform any additional functions required to ensure the management of the institution until the next Assembly.

The President and the Board of Directors may delegate part of their powers to the Vice Presidents.

Article 10 - SECRETARY GENERAL

The Secretary General is elected by the Assembly, shall remain in office for three years and may be re-elected for more than one consecutive terms. A personality who has distinguished himself/herself in the academic, scientific and cultural fields in favor of Euro-Mediterranean cooperation or who has held institutional roles in UNIMED, may be elected.

The Secretary General shall:

- a) Supervise all the activity of UNIMED in relation with the Associated Universities and with national and International Institutions.
- b) Supervise the activities of project designing and fund raising managed by the Director, ensuring the UNIMED mission is accomplished.
- c) Supervise the activities of UNIMED's funded projects, coordinated and managed by the Director, ensuring that UNIMED's mission is accomplished.
- d) Promote and coordinate the activities of the Euro-Mediterranean think tank to facilitate the encounter and dialogue between Europe and the Mediterranean region with the involvement of the university members.
- e) Ensure the promotion of the cultural, editorials and scientific activities of UNIMED within the guidelines set by the Board of Directors.

Article 11 - DIRECTOR

The Director shall be appointed by the Board of Directors and remains in office for the duration of the Board of Directors mandate.

The Director may be re-elected for more than one consecutive term and may be a person of proven competence outside of the association.

The Director shall be responsible for administering the ordinary management of UNIMED and, in particular, shall:

1. Manage the economic resources and assets of the association, on behalf of the Board of Directors, and be responsible for the administrative and financial management of the institution by complying with the fiscal requirements.
2. also manage the post office and bank accounts in light of his powers of ordinary administration;
3. Draw up and submit to the Board of Directors the estimated and final budget to be approved;
4. Provide for the preparation of minutes of meetings of the Board and the Assembly to be transcribed in a special book and also keep the register of the members.

The President may delegate some of his power to the Director.

The Director is responsible for fund raising, project designing and networking activities in compliance with UNIMED's mission and, in case of procurement given by the President, the Director shall be authorized to sign and submit to governmental national and international organizations project proposals for admission to financing and shall also be authorized to sign contracts and agreements, as well as release of sureties as security for advances for the funding of projects that may be approved/ of possibly approved projects.

The Director shall also be responsible for the following activities:

- a) Manage and coordinate the Association's research activities and training projects financed in one form or another;
- b) Supervise the economic and financial management of projects;
- c) Manage the employees and UNIMED collaborators for the implementation of the association's activities.

The Director shall attend the meetings of the Board of Directors in an advisory capacity and shall have a consultative vote.

The Director is entitled to a remuneration for the performance of his duties. The said remuneration shall be fixed by the Board of Directors, and divided between a fixed compensation on an annual basis and a variable compensation on the basis of the results achieved in terms of networking and financing of projects, which however be borne by the projects themselves.

The ceiling of the fixed and variable remunerations shall be determined by the Board of Directors.



Article 12 – HONORARY PRESIDENT and Steering committee

12.1) The Honorary President is elected by the Assembly, and will remain in office for three years. The Honorary President may be re-elected for more than one consecutive term.

A former UNIMED President or any person who has fulfilled institutional roles in UNIMED may be elected as Honorary President.

The Honorary President:

- may represent UNIMED in international meetings and conferences;
- Promote UNIMED values to involve the Euro-Mediterranean students' community;
- Participates at the Board of Directors meeting with a consultative vote;
- Participates at the Steering Committee.

12.2) The Steering Committee is composed of the President, the Vice-Presidents, the Secretary General, the Honorary President and the Director.

The role of the Steering Committee is to support the President in his/her mandate.

Article 13 - THE BOARD OF AUDITORS

The Board of Auditors is composed of three members, plus two alternates, elected by the Assembly outside the members of the Board of Directors, and there may be experts in accounting and/or financial issues not necessarily academics provided they have adequate experience and are enrolled in the appropriate register.

The Board shall elect its own Chairman who shall be entered in the register of auditors. The Auditors shall hold office for three years and may be reappointed.

The Board shall meet whenever the Chairman or at least two members of the Board consider it appropriate.

The Board shall exercise control over the administrative and accounting management of the Association; it shall verify the accuracy and veracity of the final accounts by signing them and by submitting a written report to the Assembly; it shall examine the financial budget, supervise and oversee the management and development of the association in all its manifestations and its compliance with the rules laid down by this statute.

The members of the Committee may attend meetings of the Board of Directors in an advisory capacity and have a consultative vote.

The members of the Board are entitled to compensation for the performance of its duties.



Article 14 - ASSETS

The UNIMED assets consist of:

- Movable and immovable property owned by the association;
- Any reserve funds constituted by the budget surplus;
- Any grants, donations and legacies.

Revenue consists of:

- a) fees of the UNIMED members (associated universities and research centers). The amount of the annual fee may be varied by the members of the Assembly and on the proposal of the Board of Directors.
- b) grants, contributions by individuals, public or private;
- c) all other revenues generated by the activities of the Association.

The assets of the association are intended for the realization of the aims of the association. It is forbidden to even indirectly distribute profits and surpluses as well as funds, reserves or capital unless the destination or the distribution is not required by law or is in favor of other institutions that serve similar purposes. UNIMED is under the obligation to employ the profits and surplus funds for the implementation of institutional activities and those directly connected to them.

Article 15 - FINANCIAL YEAR AND BALANCE SHEET

The financial year is annual and ends on December 31st. For each year, the Director shall prepare the final budget to be proposed by the Board of Directors to the Assembly. Budgets must be deposited at the registered office of the Association in the 30 (Thirty) days preceding the General Assembly for approval, at the disposal of the associates who may so require.

Article 16 - LOCATION OF THE ACTIVITIES

Scientific and didactic programs may be carried out at any headquarters.

Article 17 - DISSOLUTION AND EXTINCTION OF THE ASSOCIATION

The dissolution OF UNIMED requires the approval of the General Assembly and the affirmative vote of at least three-quarters of the members.

The Assembly shall, in addition, appoint one or more liquidators, chosen amongst persons outside the association, and shall determine their powers establishing the procedures for liquidation and transfer of the assets that will have to go to another association or foundation that pursues objectives similar to those pursuant to art. 1 of this statute, unless otherwise required by law.



Article 18 - OFFICIAL LANGUAGES

UNIMED official languages are:

Arabic
English
French
Italian

Article 19 - JURISDICTION

Any disputes that may arise between an individual member and the association shall be submitted to the jurisdiction of the courts of the Association's registered office.

Article 20 – REFERRALS

In respect of all matters not provided for herein, reference shall be made to the rules and general principles of Italian law in the matter of associations.