

Provisional Statutes of Central European University - Private University (CEU PU)

Version April 15, 2019

Pursuant to Section 4 of the Private University Act (PUG), Federal Law Gazette I No. 74/2011 in conjunction with Section 14 (5) (c) PU Accreditation Ordinance, in conjunction with Section 20 (1) GmbH-Gesetz (GmbHG), RGBI. No. 58/1906, as amended, the following statutes of CEU PU are issued:

I Principles and ownership

§ 1 Legal ownership

The CEU GmbH is the legal entity for the CEU PU within the meaning of § 2 Abs.1 Zi. 1 Private University Act (PUG).

The legal entity and its bodies (Supervisory Board of CEU GMBH, General Assembly, CEO) are guided by the principles of the CEU GmbH and adhere to the following principles when carrying out their duties:

- Principle of university autonomy
- Freedom of scientific research and teaching
- Principle of combining research and teaching and of the diversity of scientific theories, methods and doctrines.

§ 2 Guiding principles and tasks of the Higher Education Institution

The mission of CEU PU is to be a world-class international and multi-cultural institution committed to academic excellence and offering a transformative education with global impact. CEU PU is committed to promoting the values of open society, democracy and critical reflective thinking. The main goal of CEU PU is to offer educational programs which are accredited in Austria as well as in the United States of America, and to provide research opportunities, building on the educational and intellectual traditions of the Central European region.

CEU PU aims at excellence in its education programs, research activities, building on the tradition of socially and morally responsible constructive criticism. CEU PU's main goal is to ensure that students receive the highest level of education, to provide them with the opportunity to excel in the creation of new knowledge in the humanities and social sciences, and to help in developing the policy implications of both.

CEU PU offers regular studies (bachelor's, master's and doctoral) in the fields of social sciences, arts and humanities, public policy and administration, and economic studies.

II Governance bodies

§ 1 Maintainer

(1) Supervisory Board of the CEU GmbH:

The CEU GmbH, via its Supervisory Board, takes all decisions on the general guidelines, the long-term financing and the place of location(s) of the university. It decides on the size of the University Council, the annual budget and the annual balance sheets. It also decides, in consultation with the University Council and the Senate, on the strategic plan of the university, election and dismissal of the Rector of the University, and tuition fees. It decides, in consultation with the University Council and the Senate, on the amendments to the present Statutes. Besides, it takes all decisions within its legal binding duties according to the Austrian Act on Companies with Limited Liability (GmbHG).

(2) The Supervisory Board shall consist of no fewer than 7 and no more than 25 members. The term of service of the Supervisory Board members shall be four years, renewable twice. The Supervisory Board shall set its own internal rules of procedure, and may establish standing and

ad-hoc committees.

(3) Chief Executive Officer (CEO):

The CEO is appointed by the General Assembly on the basis of a proposal by the Supervisory Board. S/he is responsible for the draft of the annual budget and the balance sheets. S/he decides on all commercial questions, which are not within the duties of other bodies of the University.

§ 2 University Council

(1) The University Council represents the interests of CEU PU, supports the University leadership in the development of the University and contributes to the achievement of the objectives and tasks of the University. The University Council consists of nine members from responsible positions in science, culture or business, or from similar scientific institutions.

The University Council is composed of:

- a) four members who are appointed by the CEU PU maintainer, the CEU GmbH
- b) four members elected by the Senate
- c) one additional member elected by mutual agreement between the members named under a) and b)

The Supervisory Board decides on a change in the size of the University Council.

The University Council may co-opt the Rector, the Provost/Pro-Rector and the Chair of the Senate in an advisory capacity.

2) The term of office of members of the University Council is four years, renewable twice. In the event of premature departure of a member of the University Council, a new member shall be elected or appointed in the same manner as the former member for the remainder of the term of office. The members of the University Council may not be employees of CEU PU. The respective appointment body is obliged to immediately recall a member of the University Council in case of the loss of confidence, serious breach of duty, criminal conviction or lack of physical or mental fitness and to ensure the immediate appointment of a member of the University Council who replaces them.

(3) The Chair of the University Council is elected from amongst its full members by simple majority. The University Council creates its own rules of procedure and approves the Rules of Procedure of the Rectorate. The members of the University Council are required to exercise due diligence and integrity in the performance of their duties.

(4) The University Council has the following tasks:

- a) Resolution on the amendment of these Statutes upon consultation with the Senate and subject to endorsement by the Supervisory Board.
- b) Adoption of the Strategic Plan and the annual implementation framework following a consultation with the Senate and subject to endorsement by the Supervisory Board.
- c) Exercise of justified veto rights with respect to academic decisions adopted by the Senate and by the Rectorate that jeopardize the economic or strategic interests of the University, including but not limited to decisions on establishment and termination of study programs.
- d) Announcement of the post of the Rector eight months before the anticipated opening of the position or within three months from the date of Rector's dismissal or resignation.
- e) Issue of the provisions governing the election of the Rector upon consultation with the Senate and the Supervisory Board. The Senate and the Supervisory Board must submit their opinion within four weeks upon receiving the proposed provisions.
- f) Recommendation to the Supervisory Board on the election and dismissal of the Rector, upon consultation with the Senate.
- g) Recommendation to the Supervisory Board on tuition fees.
- h) Resolutions on matters submitted to the University Council by the Rectorate.

(5) The University Council is convened by its Chair. Each member is entitled to request the convening of the University Council by the Chair. The convocation has to be made in writing to the other members at least one week before the date of the meeting of the University Council. The University Council decides by simple majority of the votes of its members present. Each member of the University Council has one vote. The University Council has a quorum if at least 50% of its members are present.

(6) The members of the Rectorate, the Chair of the Senate, the Chair of the Equal Opportunity Committee and the Chair of the Student Council have the right to be heard at meetings of the University Council on items relating to their remit.

§ 3 Rector

(1) The Rector is the chief executive officer of the University who directs the life and the activities of the University according to the guidelines of the Maintainer, the applicable laws and regulations, and the present Statutes. The Rector shall directly report to the University Council on the academic, administrative and operational activities of the University. Furthermore, s/he is responsible for the quality of academic teaching and research pursued at the University.

(2) The scope of duties and competences of the Rector, as the leader of the University, includes especially, but not exclusively, the following:

- a) directing the teaching, research, cultural, administrative and financial activities performed at the University;
- b) directing activities related to human resource work, exercising the employer's and issuer's rights and competences;
- c) in accordance with valid legal regulations, the Rector has disposal over the budgetary appropriations, property and other sources available for the University;
- d) exercising publisher and distributor rights;
- e) exercising the right to make decisions in all matters brought within his/her powers by other regulations or officers of the University.

(3) The Rector shall be responsible for the professional and legal operation of the University, ensuring healthy and safe working conditions, the conditions of teaching and research. Furthermore, s/he makes decisions on any issues related to the operation of the University, which have not been brought under the competence of any other person or body legally or by the Organizational and Operational Regulations.

(4) The Rector represents the University and is the only person authorized to make official statements on behalf of the University. The Rector shall be in office for 5 (five) years, the appointment can be renewed twice following the first appointment. By a two-thirds majority vote, the Senate may propose to the University Council and the Supervisory Board the dismissal of the Rector.

(5) In the absence of the Rector, the Provost/Pro-Rector shall assume full responsibility of the Rector.

(6) If the Rector's position is not filled for any reason, until a new Rector is appointed, § 5 sec. 4 shall apply.

§ 4 Rectorate

(1) The Rectorate consists of the Rector, the Provost/Pro-Rector and up to two additional Pro-Rectors with special portfolios. The Chairperson as well as the spokesperson of the Rectorate is the Rector – s/he represents the CEU PU externally. The Rectorate generally adopts its resolutions by a simple majority.

(2) The meetings of the Rectorate shall take place regularly, at least once a month. The Rectorate creates its own rules of procedure.

(3) In case the Rector is not available to attend a meeting of the Rectorate, the Rector shall be represented by the Provost/Pro-Rector.

(4) The Provost/Pro-Rector and the Pro-Rectors with special portfolios are nominated by the Rector, elected by the Senate, and endorsed by the University Council.

The term of the Provost/Pro-Rector shall be two years as of his/her appointment, renewable. A faculty member who is appointed as a Professor according to the regulations of the Academic Staff Handbook

or, if no suitable internal candidate is available, a person of equivalent academic rank from outside the University who is widely renowned for her/his academic activities, can be elected to this position. The Pro-Rector shall report to the Rector.

(5) The Rectorate directs the University. It performs all tasks connected with the management of the University, unless such tasks are assigned to another body in accordance with the present Statutes or other policies of the University. The Rectorate may revoke decisions of other bodies, with the exception of the decisions of the Senate, the University Council, and the Supervisory Board, if, in the opinion of the Rectorate, these decisions are contrary to the University regulations, including this Statutes. The University Council has to be informed in serious cases.

(6) The tasks of the Rectorate include in particular:

- a) Preparation of the draft strategic plan and the mission statement of the University for consultation with the Senate and the University Council and approval by the Supervisory Board.
- b) Preparation of draft amendments to the Statutes for consultation with the Senate and the University Council and approval by the Supervisory Board.
- c) Expression of opinion on Senate proposals and the annual report of the Equal Opportunity Committee to the University Council.
- d) Appointment and removal of heads of organizational units.
- e) Preparation of the University Academic Calendar and submitting it to the Senate for approval.
- f) Deciding on faculty and (inter)disciplinary matters.
- g) Preparation of proposals for the establishment and restructuring of organizational units and the establishment, modification and closure of study programs for decision by the Senate.
- h) Proposals to the University Council and the Supervisory Board for the determination and collection of tuition fees.
- i) Proposals for quality assurance measures on the recommendation of the Curriculum and Academic Quality Assurance Committee.
- j) Application for renewal of accreditation / program accreditation.
- k) Awarding of academic degrees and honors.
- l) Preparation of proposals for the composition of the Re-appointment and Promotion Committee for decision by the Senate.
- m) Appointment of the visiting faculty in coordination with the heads of the academic units. Re-appointment and promotion decisions based on recommendation of the University Re-appointment and Promotion Committee. Appointment of other employees of the University is made by the CEO in consultation with the Rectorate.
- n) Admission criteria for the study programs as proposed by the study program directors.
- o) Admission of students as suggested by the study program directors.
- p) All other regulations and administrative processes not falling within the duties of another university body.

§ 5 Election of the Rector

(1) The position of the Rector has to be publicly announced by the University Council after approval by the Senate, at least eight months before the expected opening of the position or within three months from the date of dismissal or resignation. Only a person with a university degree, preferably in a subject that corresponds to the profile of the CEU PU and / or its economic orientation - as well as proof of international experience and the ability to manage the content, organization and budget of a University can be chosen as Rector.

(2) The Rector shall be elected by the Supervisory Board in consultation with the University Council out of a proposal of three candidates made by the Senate. Election is made for a term of five years. Re-election for two more terms is possible.

(3) The employment contract with the Rector is concluded by CEU GmbH.

(4) Upon written proposal of the Senate, and in consultation with the University Council, the Supervisory Board is entitled to recall the Rector and/or the Provost/Pro-Rector and the Pro-Rectors with special portfolios with immediate effect, based on justified loss of confidence, serious breach of duty, criminal conviction or lack of physical or mental aptitude. When the Rector

leaves his/her position, the Provost/Pro-Rector takes over the duties of the Rector until the next Rector is elected.

(5) Search Committee

For the election of the Rector, a Search Committee has to be set up no later than four weeks after the announcement. The Search Committee is appointed by the Chair of the Supervisory Board and shall include representatives of the Supervisory Board, the University Council and the Senate in equal proportions.

(6) Tasks of the Search Committee are:

- a) Review of applications received for the position of the Rector.
- b) Active search for candidates for the position of the Rector.
- c) Preparation of a recommendation for the proposal of three candidates within a maximum of two months from the closing date for applications. The recommendation has to contain the three most suitable candidates for the position; the Selection Committee may include candidates in the recommendation, who have not filed an application, if such candidates gave their consent for being included.
- d) The recommendation made by the Search Committee is non-binding for the Senate.
- e) In preparing the recommendation, the opinion of the Equal Opportunity Committee has to be sought.
- f) The Search Committee needs to reach a unanimous decision. If the Search Committee has failed to reach a unanimous decision and/or prepare a recommendation within the given time limit, the Senate may decide on its proposal to the University Council and the Supervisory Board without such recommendation.
- g) If the Acting Rector applies for the advertised position, he or she is to be included in the recommendation of the Search Committee.
- h) If the Acting Rector announces his or her interest in re-election before the call for the position, re-election may take place without a call for applications if the Supervisory Board approves such procedure by a two-third majority.

§ 6 Senate

(1) The Senate consists of 6 or 12 elected members, and 2 ex-officio members. The Senate decides on a change in the size of the Senate within these two possibilities with a two-thirds majority. The Rector and the Provost/Pro-Rector are ex-officio members of the Senate with no voting rights. Other members of the Senate are:

- a) three (six) members elected by senior faculty (as defined by the Academic Staff Handbook);
- b) one (two) members elected by junior faculty (as defined by the Academic Staff Handbook);
- c) one (three) student/s, nominated by the Student Union of CEU PU.
- d) one member elected by the administrative staff.

Pro-Rectors with special portfolios are invited to attend the Senate meetings but are not members of the Senate and have no voting rights.

(2) The Chair of the Senate is the Rector. The Chair of the Senate has no voting rights.

(3) The term of the elected Senate members is three calendar years, with the exception of student members, whose terms expire at the time the Student Union elects new student representatives, or if their student status expires. The Senate fulfills its tasks concerning any ongoing business and especially concerning tasks related to the elections until the elected new Senate holds its first meeting.

(4) Prior to the upcoming Senate elections, the Senate appoints a Nominating, Election and Vote-counting Committee (NEVC) to manage the process of the Senate elections by interpreting and applying the rules of the elections. For the first Senate election, the CEU GmbH can set the election rules.

(5) Each elected member of the Senate has one vote. The Senate has a sufficient quorum if at least 60% of its members are present at the meeting. The Senate shall decide by a majority positive vote of the members present. In case of a tie, the motion shall not pass. Absentee voting either by proxy or

mail is not permitted.

(6) If the Senate has no sufficient quorum, the Rector shall convene a new meeting of the Senate within a maximum of 30 days, with the agenda set forth in the original invitation, by sending the invitation to the members of the Senate as well as to other invited persons at least one week prior to the date of the meeting, containing the agenda, the place and date of the meeting. The Rector or a person appointed by him shall be responsible for issuing the invitation. The members of the Senate may miss the reconvened meeting only in justified cases.

(7) The Senate shall be convened at least three (3) times a year (ordinary meetings) and it may also hold extraordinary meetings at the request of the Rector or the majority of its members.

(8) If an elected Senate member leaves the University or is not able to perform his/her duties for other reasons, the runner-up in this category as determined by the Nominating, Election, and Vote-Counting Committee shall assume the vacant seat. In case there is no runner-up, new elections are administered for the vacant slot.

(9) A two-third majority vote of the Senate is required for decisions on the acceptance of its Internal Rules of Procedure and on the proposal for a Rector to the University Council and the Supervisory Board.

(10) The responsibilities of the Senate include:

- a) Approval of its own Internal Rules of Procedure.
- b) Establishment, modification, suspension and termination of CEU PU degree and non-degree programs.
- c) Approval and modification of CEU PU academic policies.
- d) Establishment of standing and ad-hoc Senate committees.
- e) Approval of the University Academic Calendar.
- f) Preliminary approval of the strategic plan and the mission statement of the University subject to final approval by the University Council and the Supervisory Board.
- g) Preliminary approval of amendments to the Statutes subject to final approval by the University Council and the Supervisory Board.
- h) Submission of proposal for a Rector to the University Council and the Supervisory Board.
- i) The Senate may discuss any issue and may also formulate its opinion and proposals as to any issue. It may submit its positions and proposals to the party authorized to make a decision or take a measure, which party shall provide a reply within thirty days, or, if it is a corporate entity, at its first meeting following the 30th day.

§ 7 Academic Forum

(1) The Academic Forum makes recommendations on academic matters for consideration by the Senate. It shall be comprised of academic unit heads, directors of research and administrative units, and a student representative.

(2) Meetings of the Academic Forum shall be chaired by the Provost shall be open to the University community, and the dates shall be included in the Academic Calendar and published on the University website. The Academic Forum shall meet at least three times per academic year.

(3) All academic matters, as well as matters of academic impact, shall be submitted to the Academic Forum one week prior to the meeting. The Academic Forum shall not make decisions but can make recommendations to be considered by the Senate.

§ 8 Student representation

The student representatives are elected in accordance with the provisions of the Austrian Student Union ("ÖH") and the Student Union Act in their applicable versions.

(1) The Student Union at CEU PU consists of:

- a) representatives/spokespersons of each study program: In the first two months of each

academic year, regular students of a study program select from the totality of students in the respective study program a student spokesperson and two deputy student spokespersons. If one or more of these positions are vacant, the chairperson of the Student Council (see c) may appoint an interim representative to be confirmed by the student body. The study program speaker represents the students in the respective study program committee.

- b) University student representation: In the first two months of each academic year, all regular students select from the totality of the students a university spokesperson and two deputy university spokespersons. If one or more of these positions are vacant, the chairperson of the Student Council (see c) may appoint an interim representative to be confirmed by the student body. The speaker manages the student assemblies and represents the students of CEU PU.
- c) Student Council: The Student Council consists of the university students' spokesperson and the two deputy university spokespersons and of all study program spokespersons and their deputy study spokespersons. The Student Council is responsible for advising students on matters of interest and helping to shape the study program. Chairperson of the Student Council: The Student Council elects from among its members a chairperson and a vice-chairperson each year. The chair represents the students outward. S/he or the deputy is also responsible for calling the meeting of the Student Council.

(2) Tasks and competences of the Student Representatives:

- a) Representing the interests of all students at the CEU PU, especially in bodies and committees.
- b) Submission of proposals and opinions to the Rector / University Management.
- c) The study program spokespersons have the right to send a student to their office as an independent observer for examinations. The participation of the observer requires the prior consent of the examinee.
- d) The Student Council decides on the nomination of Student Representatives to the Senate, the Re-appointment and Promotion Committee, the Equal Opportunity Committee, the Curriculum and Academic Quality Assurance Committee and other Senate committees.
- e) The Student Council may make announcements at a designated place at CEU PU in order to inform the students of each study program about the activities of the Student Union.
- f) The Student Council draws up a draft of the Student Union Constitution, which has to be approved by the Senate.

The Student Council is entitled to timely information from the Rectorate and the Heads of the study programs on all matters affecting students.

The students' representatives are entitled to adequate support with rooms and equipment.

III Organizational units and organizational plan

§ 1 Educational/academic units, administrative units

The University consists of administrative and educational/academic units. The administrative units of the University are those providing assistance to the work of the educational units, themselves not performing educational activities directly.

§ 2 The educational/academic units and programs

- (1) Educational/academic units may be organized in any of the following forms: departments, schools, colleges, institutes, or programs, based on the decision of the CEU PU Senate. Each such unit shall have a head elected by the members of the unit in line with the internal rules of the unit, and approved by the Rector. Unit heads serve for two-year terms. Re-election is possible. In case of a newly established unit, the Rector appoints the unit head for the first two-year term.
- (2) Each study program shall have a director nominated from within the program faculty according to their internal procedures. The director has the main responsibility of running the programs' internal affairs. Each program should also have a program committee, composed of the

faculty members responsible for the delivery of the program, overseeing processes such as admissions, curriculum development or graduation.

(3) For undergraduate programs, a governing body in the form of the Joint Council shall oversee the strategic issues and coordinate the operations across programs. The Joint Council shall comprise directors of undergraduate programs as well as heads of all specializations /disciplines within those programs. The Joint Council shall have one student representative from each undergraduate program, elected by the students of the respective program. The Joint Council shall also have the Director of the CEU PU Library as its member. The Joint Council shall be led by a Chair elected by the members of the Council in line with its internal rules, and approved by the Rector. The Chair may, in consultation with other members of the Council, invite other members of the University community to serve on the Council.

(4) The Head of a unit or of the study program shall report to the Provost/Pro-Rector, and the Provost/Pro-Rector to the Rector and the Senate concerning the activity of the respective unit.

§ 3 Administrative units

The administrative units of the University are directed by the Chief Operating Officer. The Chief Operating Officer shall report to the Rector.

§ 4 Organizational Plan

The detailed organizational structure is laid out in the Organizational Chart (Appendix 1 to these Statutes).

IV Academic Staff

The rules governing the recruitment, re-appointment, promotion, ranks, workload and other rights and duties of academic staff are detailed in the CEU PU Academic Staff Handbook (Appendix 2 to these Statutes).

V Rules on governing the degree programs

§ 1 Admission

The rules governing admission to the CEU PU study programs are laid out in the CEU PU Admissions Policy (Appendix 3 to these Statutes).

§ 2 Study Programs

The rules governing the establishment, operation, and modification of CEU PU study programs are laid out in the CEU PU Degree Programs Policy (Appendix 4 to these Statutes).

§ 3 Student Rights

The student rights and responsibilities, including expectations for passing performance and the rules pertaining to examinations, are laid out in the CEU PU Student Rights, Rules, and Academic Regulations. (Appendix 5 to these Statutes).

VI Gender equality and promotion of women

CEU PU Equal Opportunity Policy aims to ensure that CEU PU provides an inclusive, stimulating and supportive working, learning and social environment which promotes equality, values diversity and respects the rights and dignity of all staff, faculty, prospective, current and former students, associate members, bidders, contracting parties and visitors to the University (Appendix 6 to these Statutes).

VII Quality management

Quality management and quality assurance at the university, including period evaluation of academic and administrative units, is performed within the framework of its Institutional Assessment and Quality Assurance Policy (Appendix 7 to these Statutes).

VII Promulgation, inauguration and transition

§ 1 Promulgation

The most recent valid version of these Statutes shall be published in the online document repository on the CEU PU website at all times, and should be open to public. Additionally, in every instance when these Statutes are modified by the decision of the Supervisory Board, this shall be announced in the next issue of the University Gazette.

§ 2 Inauguration and transition

The initiation of governance and the transitional period (from founding to regular operation) will be enacted as follows:

(1) The Statutes

These Provisional Statutes of CEU PU will remain in effect until revised and adopted by the Supervisory Board in consultation with the CEU PU Senate and the University Council, as outlined in section II §1 (1) of these Statutes.

(2) The Supervisory Board

The first Supervisory Board shall be appointed by the CEU GmbH. Subsequently, perpetuation of the Board shall be assured through election of new members by the Board. In case of the first Board, the first term of Board members may vary in order to allow for staggered renewal, but shall not exceed four years per term of service. Subsequently, the term of service as outlined in section II §1 (2) of these Statutes shall apply.

(3) The University Council

The inaugural University Council shall be appointed by the CEU GmbH immediately after accreditation of the private university, for an initial term until August 1, 2021. Subsequently, section II, § 2 for the composition of the University Council shall be applicable.

(4) The Rector

The inaugural Rector of CEU PU shall be appointed by the CEU GmbH immediately after the accreditation of the private university, for an initial period until August 1, 2021, valid only in case of the first appointment. Subsequently, the Rector's (re)appointment will take place in line with section II, §3 (4) and §5 of these Statutes. In line with §5 (6) h), if the inaugural Rector announces his or her interest in re-election before the call for the position, re-election may take place without a call for applications if the Supervisory Board approves such procedure by a two-third majority.

(5) The Senate

Elections of the inaugural Senate of CEU PU will be organized in the first year of the University's operation, as the first cohort of students begins their first year of studies, expected in the beginning of the academic year 2020-21. In line with section II § 6 (4), CEU GmbH will set the elections rules (for the inaugural Senate only). CEU GmbH will also determine the size of the first Senate, choosing between the two options outlined in section II § 6 (1). The term of the first Senate shall be two years. Subsequently, the length of service as stipulated in section II § 6 (3) shall apply.

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