



Vrije Universiteit Brussel

ORGANIC STATUTE

Disclaimer: This English translation is for information purposes only. The original Dutch version is the legally binding document.

Contents

SECTION I	General provisions
SECTION II	Principles, mission and constituent parts
SECTION III	The University Community
SECTION IV	The University Council
SECTION V	The Board of Directors
SECTION VI	The Academic Council
SECTION VII	The Management Committee
SECTION VIII	The Rector, Vice-Rectors and Portfolio holders
SECTION IX	The General Administrator
SECTION X	The faculties
SECTION XI	The UZ Brussel Executive Council
SECTION XII	The UZ Brussel Management Committee and the UZ Brussel Chief Executive Officer
SECTION XIII	The UMC Committee
SECTION XIV	Concluding provisions

Explanatory Memorandum * (under development - not yet available)

* *The Explanatory Memorandum is designed to provide the reader with clarification of certain passages or specific articles of the Organic Statute, and also allows for comments to be provided on one or more articles, e.g. in relation to the terminology used, further clarification of the raison d'être or functionality of the management structure present in the legal entity or, where appropriate, the ratio legis of certain principles and articles. Whereas the provisions of the Organic Statute are strictly binding and enforceable, the explanatory memorandum is in itself not, with the wording only constituting a part of the Organic Statute as an appendix.*



Vrije Universiteit Brussel

Organic Statute

Coordinated version as approved by the Board of Directors dated 16 September 2014 and dated 7 October 2014 (BOG (Belgian Official Gazette) 6/11/2014) and as amended by the University Council dated 30 June 2016 (BOG 13/07/2016) and by the University Council dated 18 September 2018.

SECTION I - GENERAL PROVISIONS

Article 1 The legal entity Vrije Universiteit Brussel

The Vrije Universiteit Brussel, hereinafter abbreviated to “VUB”, is a university established under public law that acquired its legal personality by way of the law dated 28 May 1970 (BOG 25/06/1970).

Article 2 Governing body

The University Council acts as the governing body pursuant to this Organic Statute.

Article 3 Autonomous and democratic management

The VUB is autonomous and is managed democratically. This means guaranteeing the exercise of fundamental freedoms within the VUB, as well as the right of the University Community to take part in the policy decision-making of the VUB and the monitoring thereof.

Article 4 Composition of the bodies

The bodies referred to under Section IV, Section V, Section VI, Section X and Section XI of this Organic Statute shall also be validly composed, be able to deliberate and make decisions where, due to specific circumstances, certain mandates to be awarded by way of elections among either the staff or the students, cannot be filled.

Article 5 Gender balance

The VUB strives to ensure gender balance in the performance of the management mandates and in the composition of the administrative bodies, as well as when awarding titles and honorary titles that can be granted pursuant to this Organic Statute.

Notwithstanding the applicable regulations set by decree in this regard, it should be ensured for the bodies referred to under Section IV, Section V, Section VI, Section X and Section XI of this Organic Statute that no less than one third of the voting members are of a different gender. If this is not the case, these bodies shall still be able to deliberate and take decisions in a legally valid manner.

Article 6 Student participation

The VUB opts for a co-management model for students in accordance with the applicable regulations. The way in which the representation of students is provided for in the various bodies under this Organic Statute is set out in detail in the participation regulations approved by absolute majority by the Student Council and the Academic Council.

SECTION II - PRINCIPLES, MISSION AND CONSTITUENT PARTS**Article 7 Principle**

The VUB bases its education, research and the provision of its scientific, academic and social services on the principle of Independent Research to benefit the progress of humanity. This means rejecting any mere argument of authority and guaranteeing the forming of independent judgement, necessary for the social integration of this basic principle.

Article 8 Mission

§ 1. The mission of the VUB comprises:

- 1° the development, transfer and application of high-quality academic education and scientific research, free of all prejudice;
- 2° the social integration of the same in a spirit of social concern;
- 3° the critical training of everyone in light of the responsibility to be borne in society;
- 4° the transfer of knowledge to strengthen the innovative power of the social and economic sectors.

§ 2. The VUB can establish the necessary internal and external contacts, relations and initiatives with people, institutions or organisations for the purpose of fulfilling its mission as set out in § 1.

The bodies in the VUB described in this Organic Statute can delegate certain administrative powers assigned to them under this Organic Statute to another legal entity with the prior consent of the University Council.

Article 9 Constituent parts

The VUB comprises two constituent parts: the University and the University Hospital of Brussels, hereinafter abbreviated to “UZ Brussel”.

The University has a general academic remit.

UZ Brussel forms parts of the VUB as a university hospital and, although having an essentially clinical remit, also performs a fully-fledged university function that is affiliated to the University and strategically aligned to the academic mission of the VUB.

SECTION III - THE UNIVERSITY COMMUNITY**Article 10 Composition**

The University Community comprises the staff and students of the VUB.

The University Council can allow other persons charged with an assignment at or for the VUB to be part of the University Community.

Article 11 Staff

§ 1. The staff must contribute in a continuous and appropriate way to the realisation of the VUB mission as defined in Article 8.

§ 2. The staff of the VUB comprises the academic staff, divided into the tenured academic staff and other academic staff, the administrative and technical staff and the hospital staff of UZ Brussel; for purposes of the application of this Statute, the latter category also includes those people with the status of self-employed persons affiliated to the VUB. Those people who do not automatically belong to any of these categories may, for the purpose of this Statute, be placed in one of these categories by the Academic Council, with the exception of that for hospital staff.

§ 3. Members of staff become members of the University Community from the date on which their appointment or assignment takes effect. The members of staff lose their title or position and the rights associated with the performance of the same on the date on which the assignment or employment ends. The honorary title of their positions can be granted to them by the University Council in accordance with Article 21, § 2.

Article 12 Students

A student is a member of the University Community for the period during which he/she is enrolled.

SECTION IV - THE UNIVERSITY COUNCIL**Chapter 1 - Composition****Article 13 Composition – voting members**

§ 1. The University Council is made up of the following voting members:

- a. the chair of the Board of Directors;
- b. the deans of the faculties;
- c. one member of the tenured academic staff per faculty;
- d. one member of the other academic staff per faculty;
- e. as many students as there are faculties;
- f. three members of the University's administrative and technical staff, with one member among them working at the Brussels Health Campus;
- g. one representative from UZ Brussel;
- h. one representative from the University's overarching alumni association;
- i. one representative per special university institute affiliated to the VUB;
- j. one representative from the Erasmushogeschool Brussel as long as the VUB and Erasmushogeschool Brussel belong to the same association;
- k. one representative from Vesalius College for as long as the special relationship between Vesalius College and the VUB exists;
- l. one representative from the Université Libre de Bruxelles for as long as the alliance between the Université Libre de Bruxelles and the VUB exists;
- m. one representative from the University of Ghent for as long as the alliance between the University of Ghent and the VUB exists;
- n. six external members, including at least one alumnus, who are people representative of social, political, economic or cultural life.

§ 2. The members referred to under c., d. and f. above are elected in accordance with the relevant electoral rules set out in article 27, § 2, 6°. The student members are appointed by the Student Council in accordance with the rules governing participation.

The members referred to under g. - m. above are delegated by the entity they represent.

The external members are co-opted by the members of the University Council referred to under a. to m. above.

§ 3. In order to be eligible to be appointed or co-opted to sit on the University Council, the person must identify with the principles and mission of the VUB, as set out in articles 7 and 8.

§ 4. The term of office of the members sitting on the University Council in a non-ex officio capacity is four years and can be renewed once.

In derogation of the first paragraph above, the duration of the term of office of the members referred to in § 1, d. is limited to two years and the mandate can be renewed three times.

In derogation of the first paragraph above, the duration of the term of office of the members referred to in § 1, e. is limited to one year and the mandate can be renewed seven times.

Article 14 Members with an advisory vote

The following members sit with an advisory vote:

- 1° the rector;
- 2° the vice-rectors;
- 3° the general administrator of the University;
- 4° the chief executive officer of the UZ Brussel.

Chapter 2 - Powers**Article 15 Amendments to the Organic Statute**

§ 1. For any amendment to the Organic Statute, the University Community shall be consulted in advance by the University Council in accordance with the relevant terms and conditions.

Each proposal to amend the Organic Statute shall be submitted to the members of the University Council at least fourteen days before it is discussed.

The University Council can only validly decide on amendments to the Organic Statute if at least two thirds of its voting members are present. If this condition is not met, a new meeting must be convened and the newly convened meeting shall then validly deliberate and decide, irrespective of the number of voting members present, at least fourteen days after the new convocation.

The proposed amendment shall only be adopted if it has gained at least two thirds of the votes cast, with abstentions, invalid and blank votes being deemed as not being cast.

§ 2. The preceding paragraph of this article shall not apply to the following amendments to the Organic Statute:

- 1° the University Council decides by a two-thirds majority, on a proposal of the Academic Council, on the establishment and naming, abolition or merger of faculties;
- 2° the University Council decides by a simple majority, on a proposal of the Academic Council, on changing the names of faculties.

The University Council is authorised to adapt § 1 of article 70 to the decisions taken by it on the basis of this paragraph.

Article 16 General strategic vision

The University Council determines the general strategic vision of the VUB.

Article 17 Budget

§ 1. The University approves the University's annual and multi-annual budget, without prejudice to the authority of the Board of Directors set out in the last sentence of article 27, § 2, 2°.

§ 2. The University Council approves the budget of the UZ Brussel.

§ 3. The University Council approves, where applicable, the budgets of the entities referred to in Article 29.

Article 18 Annual report, annual accounts and discharge

§ 1. The University Council hears the annual report and approves the annual accounts of the University, UZ Brussel and, where applicable, the entities referred to in Article 29.

Following approval of the annual accounts, the University Council decides, by way of a separate vote, on the discharge of the administrators.

§ 2. The University Council appoints one or more registered auditors to audit the annual accounts submitted to it. With regard to the annual accounts of the University, this appointment is carried out on the proposal of the Board of Directors, based on the advice of the Audit Committee. With regard to the annual accounts of UZ Brussel, this appointment is carried out on the proposal of UZ Brussel Executive Council, based on the advice of its Audit Committee.

Article 19 Policy of UZ Brussel and entities

The University Council discusses the policy of UZ Brussel on an annual basis. The University Council takes note of the four-year strategic plan of UZ Brussel.

The University Council discusses, where appropriate, the policy of the entities referred to in article 29 on an annual basis.

Article 20 Appointment, evaluation, dismissal

§ 1. The University Council determines the profile of the members sitting on the Board of Directors in a non-ex officio capacity. It appoints them, evaluates them and dismisses them from their administrative position where applicable. It determines their remuneration after obtaining the advice of the Board of Directors.

It appoints a chair, other than the external member of the University Council, from among the external members as referred to in article 25, § 1, g.

§ 2. The University Council determines the profile of the external members of the UZ Brussel Executive Council, whereby these members must at least have some complementary expertise. It appoints them and dismisses them from their administrative position.

It appoints a chair from among the external members, as referred to in article 75, § 1, f., on a proposal from the rector and after obtaining the advice of the UZ Brussel Executive Council.

It appoints, on a proposal of the rector, a vice-rector as a voting member.

It evaluates the voting members of the UZ Brussel Executive Council, except for ex officio members, and dismisses them from their administrative position where applicable.

§ 3. The University Council determines, by way of regulations, the frequency, modalities and criteria for the evaluation referred to in § 1 and § 2.

It also provides for a regular evaluation of the functioning and composition of the Board of Directors and the UZ Brussel Executive Council on the basis of an evaluation report drawn up by the bodies concerned.

§ 4. The University Council appoints the chair of the UMC Committee from among the external members of the UZ Brussel Executive Council in accordance with the provisions of article 81, § 1, a.

§ 5. The University Council can, pursuant to the provisions contained in article 62, § 8, decide by a three-fourths majority to dismiss the rector from his/her position.

Article 21 Honorary titles

§ 1. The University Council awards the title of Doctor Honoris Causa to people who have rendered services to science, to the VUB or to society:

- 1° on the recommendation of a faculty, the Student Council, the Board of Directors, or on the advice of the Academic Council;
- 2° on the proposal of the Academic Council.

The University Council stipulates, by way of regulations, the detailed rules for awarding the title of Doctor Honoris Causa.

§ 2. The University Council can award the honorary title, after completion of their respective duties or term of office, to:

- 1° members of the University Council, the Board of Directors and the Academic Council;
- 2° former members of staff in accordance with article 11, § 3;
- 3° VUB Fellows appointed in accordance with article 31, and as specified in the regulation referred to in article 31.

Chapter 3 - Operation and organisation**Article 22 Chair, vice-chair and secretary.**

The chair of the Board of Directors, as referred to in article 32, is also the chair of the University Council.

The vice-chair of the University Council is appointed by the University Council from among its members.

The secretary of the Board of Directors, as referred to in article 33, is also the secretary of the University Council.

Article 23 Frequency of meetings

The University Council meets at least twice per year.

Article 24 Deliberation and decision-making

§ 1. The University Council can only make valid decisions if at least half of its voting members are present. If this condition is not met, a new meeting must be convened and the newly convened meeting shall then validly deliberate and decide, irrespective of the number of voting members present, at least fourteen days after the new convocation.

§ 2. Decisions shall be taken after deliberation by way of a simple majority of the votes cast unless the Statute or the rules of procedure require a special majority. When calculating the votes cast, abstentions, invalid votes and blank votes shall be deemed as not being cast.

§ 3. The deliberations and decisions of the University Council are recorded in minutes approved by the University Council and signed by its chair and secretary. The minutes are entered in a special register. The copies or extracts that have to be used in legal matters or otherwise shall be signed by the secretary or, if he/she is not present, by the chair.

§ 4. No information relating to matters within the area of competence of the University Council may be withheld from the members of the University Council. For this purpose, they shall, from the date on which the convocation notices are sent, have access to the documents that the secretariat of the University Council keeps available for them.

§ 5. The University Council approves its rules of procedure. These must at least cover the following matters:

- 1° the manner in which meetings are prepared and convened and the way in which documents are provided;
- 2° the decision-making and voting procedures;
- 3° further rules for the appointment of any successors.

SECTION V - THE BOARD OF DIRECTORS**Chapter 1 - Composition****Article 25 Composition – voting members**

§ 1. The Board of Directors is made up of the following voting members:

- a. the rector;
- b. the chair of the UZ Brussel Executive Council;
- c. one member of the tenured academic staff;
- d. one member of the other academic staff;
- e. one student;
- f. one member of the administrative and technical staff;
- g. four external administrators, including one external member of the University Council and at least one alumnus, with complementary expertise in at least the following fields: ICT, finance, infrastructure, law and internationalisation.

§ 2. The members referred to under c. to f. above are appointed by the University Council on a proposal from their respective representatives on the University Council.

The external members are appointed by the University Council on the proposal of the incumbent Board of Directors.

§ 3. The external administrators must be able to identify with the principles and mission of the VUB, as set out in articles 7 and 8.

§ 4. The term of office of the members sitting on the Board of Directors in a non-ex officio capacity shall be for a period of four years and can be renewed once.

In derogation of the first paragraph above, the terms of office of the members referred to in § 1, d. can be limited to two years and renewed three times.

In derogation of the first paragraph above, the terms of office of the members referred to in § 1, e. can be limited to one year and can be renewed seven times.

Article 26 Members with an advisory vote

The following members sit with an advisory vote:

- 1° the general administrator of the University;
- 2° the chief executive officer of UZ Brussel, at the invitation of the chair of the Board of Directors, when the Board of Directors has to deliberate on agenda items that concern UZ Brussel.

Chapter 2 - Powers**Article 27 General provisions**

§ 1. In addition to the powers assigned to it under this Statute, the Board of Directors is authorised to carry out all actions necessary or expedient to realise the mission of the institution, except for those for which another body has exclusive authority by law, by decree or under this Statute.

§ 2. The Board of Directors in any case has exclusive authority for:

- 1° determining, by way of approving a general strategic plan (ASP), the general strategic policy within the general strategic vision adopted by the University Council;
- 2° drawing up the annual and multi-annual budget and annual accounts of the University, as well as preparing the University's annual report. The Board of Directors can amend the draft budget submitted to it. The Board of Directors approves amendments to the budget in progress under the conditions stipulated by the University Council
- 3° defining and possibly adjusting the investment and finance plan;
- 4° supervising and monitoring the University's financial and organisational performance, with the Board of Directors providing for an internal audit system;
- 5° staff matters, including the drawing up of the staff formation, the organisational chart, the approval of the staff regulations after obtaining the advice of the Academic Council, but with the exception of the competences relating to staff matters assigned to the Academic Council and the Management Committee in this Statute;
- 6° approving the central electoral regulations, with the exception of the rules for the election of the Student Council and the Stuvoraad student body;
- 7° approving the rules of procedure of the Academic Council and the councils supporting the Academic Council, as set out in article 44, § 2, and the approval of the rules of procedure of the Management Committee and the UMC Committee;
- 8° approving the central regulations concerning the administrative organisation and operation of the faculties as set out in article 72, § 1;
- 9° appointing the vice-rectors on the proposal of the rector, including the setting of their remuneration;
- 10° determining the functions of the executive staff of the rectorial and central administrative departments on a proposal from the rector;
- 11° nominating and appointing, promoting and dismissing the executive staff of the rectorial and central administrative departments from their positions on a proposal from the Academic Council, including the setting of their remuneration;
- 12° appointing, evaluating and dismissing the general administrator from his/her position on a proposal from the rector, in accordance with the provisions of article 68;
- 13° appointing the portfolio holders on a proposal from the rector, including the setting of their remuneration;
- 14° appointing the additional members of the UMC Committee, in accordance with the provisions of article 81, § 3;
- 15° where applicable, formulating a proposal to the University Council concerning the dismissal of the rector from his/her position, in accordance with the provisions of article 62, § 8;
- 16° where applicable, dismissing a dean from his/her position, in accordance with the provisions of article 72, § 7.

§ 3. In derogation of § 2, 5°, decisions concerning individual staff matters can be delegated to the Academic Council or the Management Committee in accordance with the rules set out in article 28, § 2 of this Organic Statute or, where applicable, via a management delegation to the entities referred to in article 29.

Article 28 Representation and delegation authority

§ 1. The Board of Directors represents the VUB both in legal matters and vis-à-vis third parties.

Notwithstanding the first paragraph above, the VUB is also represented in legal matters and vis-à-vis third parties by the rector acting alone, by a vice-rector and an administrator acting together or, in the absence of all the vice-rectors and the rector, by two administrators acting together, by virtue of delegation of the organic representation authority of the Board of Directors referred to in the first paragraph above. These persons do not have to furnish proof of a prior decision by the Board of Directors in legal matters or vis-à-vis third parties.

Notwithstanding the second paragraph above, the Board of Directors can, in accordance with § 2, delegate part of its representation authority via a special power of attorney issued for a limited period of time.

§ 2. The Board of Directors may, under its responsibility, delegate one or more of its powers as set out in article 27, § 1. A delegation also implies a delegation of the power of representation, unless the delegation decision limits or excludes that power.

Sub-delegation is only possible if expressly provided for in the delegation decision. The sub-delegation decision shall be brought to the attention of the Board of Directors.

Notwithstanding the possibility to delegate on an ad hoc basis, the delegations are established and recorded in a delegation plan. The said delegation plan shall also specify the delegations communicated to it, pursuant to this Statute, by the Academic Council, the councils supporting the Academic Council and by the Management Committee.

Article 29 Delegation of management to entities set up by the Board of Directors

The Board of Directors can set up entities within the University to which it entrusts sub-assignments within the scope of the mission defined in article 8. The Board of Directors can, in accordance with article 28, § 2, delegate management powers to these entities for the execution of the sub-assignment with which the entity concerned is entrusted.

The decision to set up such entities shall contain provisions concerning the management delegation referred to in the first paragraph, the composition of the entity's management personnel, as well as the way in which these are appointed, evaluated and dismissed from their management positions.

The entity that is given control over the budget, including the financing acquired directly by the entity, shall, unless stipulated otherwise in the management delegation or the relevant agreement, draw up a draft multi-annual budget and a policy plan at least every five years, as well as a draft budget on an annual basis to be approved by the University Council. The Academic Council shall give advice on the budget being prepared.

Any special university institutes already in existence or yet to be established at the University at the time of the entry into force of this Organic Statute shall be regarded as entities within the meaning of this article. The delegation of management to these special university institutes shall be set down in their organic regulations, in accordance with the applicable decree regulations for these institutes.

Article 30 Supervision

The Board of Directors supervises the due exercise of the powers delegated by it in accordance with article 28, § 2, as well as the due exercise of the powers granted to bodies other than the University Council by or pursuant to this Statute.

The Board of Directors can obtain information about the decisions (to be) taken by the bodies concerned via, among other things, the agenda and the reports by these bodies. It can also make a reasoned request to adjourn the discussion of agenda items or for items to be added to the agenda and dealt with accordingly.

The Board of Directors can make a reasoned request for decisions to be reviewed within a reasonable period of time. In such a case, the decision in question shall be suspended.

In the case of urgent need, which must be substantiated, the Board of Directors can, in the interests of the institution, invoke the authority to decide on a particular item of the agenda and take the relevant decision itself.

In derogation of the preceding paragraph, the Board of Directors's supervision of the due exercise of the powers by the UZ Brussel Executive Council can only give rise to revocation of the delegation pursuant to article 77, § 1, paragraph 2.

Article 31 VUB Fellows

The Board of Directors awards the title of VUB Fellow to the persons proposed to it, after obtaining the advice of the Academic Council.

The Board of Directors stipulates, by way of regulations, the detailed rules for awarding the title of VUB Fellow.

Chapter 3 - Operation and organisation**Article 32 Chair and vice-chair**

§ 1. The chair of the Board of Directors is appointed by the University Council from among the external administrators of the Board of Directors, other than the external member of the University Council.

The vice-chair of the Board of Directors is appointed by the Board of Directors from among its members.

The chair and vice-chair are appointed for a period of two years. Their term of office can be renewed three times.

§ 2. If a decision or measure needs to be taken urgently, the chair can, after consultation with the rector, take the decision or measure insofar as deferment to the next meeting of the Board of Directors would seriously impede the proper functioning of the VUB.

The decision or measure shall subsequently be confirmed at the next meeting of the Board of Directors. In the absence of such confirmation, the decision shall be deemed to no longer exist for the future from the time of such subsequent meeting.

The procedure described in this paragraph can only be applied insofar as unforeseeable circumstances necessitate the taking of the urgent decision or measure concerned.

It can also be applied in relation to staff matters, but in that case the decision or measure shall remain limited to what is required to temporarily resolve these unforeseeable circumstances.

§ 3. If the chair is indisposed, he/she shall be replaced by the vice-chair.

§ 4. In the event of the chair dying or being dismissed or if the Board of Directors determines by a majority of at least three quarters of the voting members present that the chair has been or will be unable to perform the duties of chair for a longer period of time, he/she shall be replaced in accordance with § 1.

Article 33 Secretary

The secretary of the Board of Directors is appointed, evaluated and, where applicable, dismissed from his/her position by the Board of Directors.

Article 34 Frequency of meetings

The Board of Directors shall meet at least eight times per year.

Article 35 Advisory committees

§ 1. In the exercise of its powers, the Board of Directors is assisted by advisory committees which it can set up on a permanent or ad hoc basis for this purpose.

It determines their composition and operation by way of rules of procedure, including the information flow to and from the Board of Directors. Their composition is not necessarily limited to members of the Board of Directors or to members of the University Community.

§ 2. The Board of Directors shall in any case set up an Audit Committee, a Governance Committee, an Ethics Committee and a Remuneration and Nomination Committee and determine their powers, other than those provided for in § 3.

§ 3. The Audit Committee assists the Board of Directors in its supervisory function as set out in article 27, § 2, 4°. The Audit Committee is also responsible for monitoring the financial reporting process, the internal audit, and auditing the annual accounts.

The Governance Committee provides the Board of Directors with advice on the administrative organisation of the VUB.

The Ethics Committee advises the Board of Directors on files and dossiers with an ethical dimension.

The Remuneration and Nomination Committee provides the Board of Directors with advice on the remuneration policy for the administrators and management of the University and on their individual remuneration. The Remuneration and Nomination Committee also advises the Board of Directors on the profiles of the non-ex officio members of the Board of Directors and on their evaluation. The Remuneration and Nomination Committee assists the Board of Directors in the selection and proposal for the appointment of the external members of the Board of Directors by the University Council.

Article 36 Deliberation and decision-making

§ 1. The Board of Directors can only take valid decisions if at least half of its voting members are present or represented.

§ 2. The Board of Directors makes its decisions following deliberation by way of a simple majority of the votes cast, unless this Statute or the rules of procedure provide for a special majority. When calculating the votes cast, abstentions, invalid votes and blank votes shall be deemed as not being cast.

§ 3. The deliberations and decisions of the Board of Directors are recorded in minutes that are approved by the Board of Directors and signed by the chair and secretary. The minutes are entered in a special register. The copies or extracts that have to be used in legal matters or otherwise shall be signed by the secretary or, if he/she is not present, by the rector or chair.

§ 4. No information relating to matters within the area of competence of the Board of Directors may be withheld from the members of the Board of Directors. For this purpose, they shall, from the date on which the convocation notices are sent, have access to the documents that the secretariat of the Board of Directors keeps available for them.

§ 5. The Board of Directors draws up its rules of procedure, which are approved by the University Council. These must at least cover the following matters:

- 1° the manner in which meetings are prepared and convened and the way in which documents are provided;
- 2° the decision-making and voting procedures;
- 3° the detailed rules for appointing any successors and proxies or delegates.

SECTION VI - THE ACADEMIC COUNCIL**Chapter 1 - Composition****Article 37 Composition - voting members**

§ 1. The Academic Council is made up of the following voting members:

- a. the rector, who is also the chair;
- b. the vice-rectors;
- c. the deans;
- d. two members of the other academic staff;
- e. as many students as necessary to meet the applicable regulations in compliance with co-management;
- f. two members of the administrative and technical staff.

§ 2. The members referred to under d. are appointed by and from among the representatives of the other academic staff on the University Council. The student members are appointed by the Student Council in accordance with the participation regulations.

The members referred to under f. are elected in accordance with the electoral regulations set out in article 27, § 2, 6°.

§ 3. In order to be eligible or to be able to be appointed to sit on the Academic Council, the person concerned must identify with the principles and mission of the VUB, as set out in articles 7 and 8.

§ 4. The term of office of the members sitting on the Academic Council in a non-ex officio capacity lasts for four years and can be renewed once.

In derogation of the first paragraph, the duration of the term of office of the members referred to in § 1, d. is limited to two years and the mandate can be renewed three times.

In derogation of the first paragraph, the duration of the term of office of the members referred to in § 1, e. is limited to one year and the mandate can be renewed seven times.

Article 38 Members with an advisory vote

The following members sit with an advisory vote:

- 1° the general administrator of the University;
- 2° the HR director of the University;
- 3° where applicable, one delegate per special university institute affiliated to the VUB.

Chapter 2 - Powers**Article 39 Advisory, consultation and decision-making powers, and right of initiative**

§ 1. The Academic Council provides the Board of Directors with advice on:

- 1° the general strategic policy, including the general strategic plan;
- 2° the University budget in preparation;
- 3° the staff regulations;
- 4° the rules of procedure referred to in article 44, § 2;
- 5° the proposals on awarding the title of VUB Fellow.

Where applicable, the Academic Council provides advice to the competent administrative body on the budget in preparation for the entities referred to in article 29.

The Academic Council provides the University Council with advice relating to the proposals on awarding the title of Doctor Honoris Causa.

§ 2. The Academic Council has a right of initiative concerning academic policy. The Academic Council provides advice to the University Council, the Board of Directors, the rector or a vice-rector whenever requested to do so.

§ 3. The Academic Council acts as a consultative body for all matters concerning academic policy.

§ 4. The Academic Council has the authority to set the general guidelines and approve the central regulations for the organisation and coordination of academic education, scientific research, innovation and valorisation, internationalisation, as well as the provision of scientific and social services by the University, and approve the participation regulations.

§ 5. The Academic Council is responsible for the scientific value of the academic staff.

§ 6. The Academic Council also has the authority:

a. with regard to staff matters, for:

- 1° transversal monitoring of the uniform handling of personnel files relating to the academic staff and administrative and technical staff;
- 2° the announcement of vacancies for tenured academic staff and for administrative and technical staff in accordance with the applicable decree provisions;
- 3° the nomination or appointment, determining the scope and nature of the assignment, the evaluation, the promotion and the dismissal of academic staff;
- 4° the nomination, appointment and dismissal of level A administrative and technical staff, with the exception of the executives of the rectorial and central administrative departments, except for level A grades 7, 8 and 9;
- 5° proposals to the Board of Directors for the nomination, promotion and dismissal of executives of the rectorial and central administrative departments;
- 6° the promotion of administrative and technical staff on the proposal of the Management Committee, with the exception of the positions of executives in the rectorial and central administrative departments;
- 7° the evaluation of administrative and technical staff, for cases where the outcome of the evaluation has regulatory implications;
- 8° taking disciplinary measure in the first instance with regard to academic staff and executives of the rectorial and central administrative departments;
- 9° the assignment of people in a staff category, in accordance with the provisions of article 11, § 2.

b. deciding on the proposals, including the policy plans, submitted to it by the Education Council, the Research Council, the Innovation and Valorisation Council and the International Policy Council, in compliance with the powers of these councils as set out in Part 4 of this Section.

c. the approval of the policy plans of the central administrative departments.

d. with regard to the faculties, also for:

- 1° the approval of the faculty policy plans, on the proposal of the faculties and after obtaining the advice of the Management Committee;
- 2° formulating proposals to the University Council concerning the establishment and naming, changing the name, abolition and merger of faculties, in accordance with the provisions of article 15, § 2;
- 3° determining the composition of departments, giving them their names on a proposal from the faculty or faculties concerned, and determining what faculty or faculties a department belongs to;
- 4° giving advice to the Board of Directors on the central regulations concerning the administrative organisation and operation of the faculties as set out in article 72, § 1.

Article 40 Power of delegation

The Academic Council can, within the terms and limits determined by it, delegate the powers referred to in article 39. The Academic Council shall notify the Board of Directors of these delegations accordingly.

The Academic Council can delegate the disciplinary authority referred to in article 39, § 6, a., 8° to special disciplinary committees that it can set up for this purpose. Where applicable, the committees referred to shall report to the Academic Council annually on the number of files dealt with.

Article 41 Supervision and monitoring

The Academic Council is responsible for supervising and monitoring:

- 1° the functioning of the Education Council, the Research Council, the Innovation and Valorisation Council and the International Policy Council, including the manner in which these councils exercise and, where applicable, delegate their powers;
- 2° the quality of education, research, innovation and valorisation policies, internationalisation policies and student policies;
- 3° the quality of the policies practised by the faculties via, among other things, approval of the faculty policy plans.

Chapter 3 - Operation and organisation

Article 42 Advisory committees

The Academic Council is assisted in the exercise of its powers by advisory committees which it can set up on a permanent or ad hoc basis for this purpose.

The Academic Council determines, where applicable, their assignment, composition and operation, including the flow of information to and from the Academic Council.

Article 43 Minutes, right of access and rules of procedure

§ 1. The deliberations and decisions of the Academic Council are recorded in minutes that are approved by the Academic Council and signed by its chair and secretary.

The minutes are entered in a special register. The copies or extracts that have to be used in legal matters or otherwise shall be signed by the secretary of the Academic Council or, if he/she is not present, by the chair.

§ 2. No information relating to matters within the area of competence of the Academic Council may be withheld from the members of the Academic Council. For this purpose, they shall, from the date on which the convocation notices are sent, have access to the documents that the secretariat of the Academic Council keeps available for them.

§ 3. The Academic Council draws up its rules of procedure, which are approved by the Board of Directors. These must at least cover the following matters:

- 1° the manner in which meetings are prepared and convened and the way in which documents are provided;
- 2° the decision-making and voting procedures;
- 3° the detailed rules for appointing any successors and proxies or delegates.

Chapter 4 - Supporting councils concerning academic policy**Article 44 Education Council, Research Council, Innovation and Valorisation Council, International Policy Council**

§ 1. The Academic Council is assisted in the exercise of its powers by the Education Council, the Research Council, the Innovation and Valorisation Council and the International Policy Council.

The composition of these councils is determined by the Academic Council.

§ 2. Each of these councils draws up its rules of procedure. These regulations are approved by the Board of Directors after obtaining the advice of the Academic Council.

§ 3. They can set up special advisory bodies within their own organisation, the powers, composition and operation of which are determined by the organising council and set down in a set of regulations.

§ 4. They shall draw up an annual draft sub-budget for their respective academic policy areas and submit these to the rector.

They shall submit an annual report on their policy and strategy.

Subsection 1 THE EDUCATION COUNCIL**Article 45 Chair**

The vice-rector for Education and Student Affairs is the chair of the Education Council.

Article 46 Decision-making authority

§ 1. The Education Council decides on the following matters:

- 1° distribution and allocation of educational resources;
- 2° establishment of allocation keys in the implementation of inter-university agreements, within the limits set by the Academic Council;
- 3° changes to the education programme range, except as provided for in article 47, § 1, 2°;
- 4° agreements relating to the organisation of education;
- 5° designation of an evaluation or accreditation body in accordance with the possibilities provided for by decree;
- 6° faculty additions to central regulations for the organisation and coordination of academic education.

§ 2. The Education Council can, within the terms and limits stipulated by it, delegate the powers referred to in § 1. The Education Council shall notify the Academic Council and the Board of Directors of this accordingly.

Article 47 Proposal and advisory powers

§ 1. The Education Council formulates proposals and provides advice to the Academic Council on strategic education policy and at least in relation to:

- 1° the education policy plan;
- 2° setting up new courses and discontinuing existing courses;
- 3° the central regulations concerning the organisation and coordination of academic education;
- 4° the quality assurance and monitoring of academic education.

In addition, the Education Council can itself make proposals on education to the Academic Council concerning matters that transcend the interests of a faculty.

§ 2. The Education Council provides advice to the Innovation and Valorisation Council on the installation of chairs with an educational purpose, and the designation of the chair holder.

§ 3. Whenever requested to do so, the Education Council shall provide advice to the University Council, the Board of Directors, the Academic Council, the rector or the vice-rector for Education and Student Affairs.

Subsection 2 THE RESEARCH COUNCIL**Article 48 Chair**

The vice-rector for Research is the chair of the Research Council.

Article 49 Decision-making authority

§ 1. The Research Council decides on the following matters:

- 1° the distribution and allocation of project resources for research;
- 2° the recognition of research groups;
- 3° the awarding of VUB prizes administered by the Research Council;
- 4° approval of the re-enrolment of Ph.D. students on the basis of progress reports.

§ 2. The Research Council can, within the terms and limits stipulated by it, delegate the powers referred to in § 1. The Research Council shall notify the Academic Council and the Board of Directors of this accordingly.

Article 50 Proposal and advisory powers

§ 1. The Research Council formulates proposals and provides advice to the Academic Council on the strategic research policy and at least in relation to:

- 1° the general policy and organisation of scientific research at the University, with the Research Council formulating, in particular, a proposal for a (four-year) research policy plan, including:
 - quality assurance and evaluation of the research;
 - science communication policy of the University;
 - policy regarding the training and career of researchers;
 - policy concerning scientific ethics;
 - policy concerning social valorisation as part of the social valorisation policy domain, i.e. innovation without economic, commercial or financial finality;
- 2° distribution and allocation of the University's research resources;
- 3° distribution and allocation of research mandates funded via resources administered by the Research Council;
- 4° central Ph.D. regulations.

§ 2. The Research Council provides advice to the Innovation and Valorisation Council on the installation of chairs with a research purpose and the designation of the chair holder.

§ 3. Whenever requested to do so, the Research Council shall provide advice to the University Council, the Board of Directors, the Academic Council, the rector or the vice-rector for Research.

Subsection 3 THE INNOVATION AND VALORISATION COUNCIL**Article 51 Chair**

The vice-rector for Innovation and Valorisation is the chair of the Innovation and Valorisation Council.

Article 52 Decision-making authority

§ 1. The Innovation and Valorisation Council decides on the following matters:

- 1° distribution and allocation of resources for the innovation and valorisation policy;
- 2° start-up and discontinuation of patent files;
- 3° involvement in associations and legal entities insofar as this relates to research and/or valorisation activities;
- 4° installation of chairs and designation of the chair holder, after obtaining the advice of the Education Council and/or the Research Council;
- 5° acceptance of donations, gifts and legacies;
- 6° acceptance of sponsorship.

§ 2. The Innovation and Valorisation Council can, within the terms and limits stipulated by it, delegate the powers referred to in § 1. The Innovation and Valorisation Council shall notify the Academic Council and the Board of Directors accordingly.

Article 53 Proposal and advisory powers

§ 1. The Innovation and Valorisation Council formulates proposals and provides advice to the Academic Council on the strategic innovation and valorisation policy, in particular economic, commercial and financial valorisation of scientific research.

§ 2. Whenever requested to do so, the Innovation and Valorisation Council shall provide advice to the University Council, the Board of Directors, the Academic Council, the rector or the vice-rector for Innovation and Valorisation.

Subsection 4 THE INTERNATIONAL POLICY COUNCIL**Article 54 Chair**

The vice-rector for Internationalisation is the chair of the International Policy Council.

Article 55 Decision-making authority

§ 1. The International Policy Council decides on the following matters:

- 1° distribution and allocation of resources for internationalisation;
- 2° international recruitment policy;
- 3° organisation of the reception and integration of international students;
- 4° grant programmes for incoming and outgoing mobility;
- 5° agreements on international mobility and cooperation, with the exception of the agreements under the authority of the Education Council;
- 6° binding internal procedures for implementing the internationalisation policy.

§ 2. The International Policy Council can, within the terms and limits stipulated by it, delegate the powers referred to in § 1. The International Policy Council shall notify the Academic Council and the Board of Directors accordingly.

Article 56 Proposal and advisory powers

§ 1. The International Policy Council monitors the alignment of the international policy between the various departments and faculties, the quality and progress of internationalisation at the University, and can formulate opinions and proposals in this regard to the Academic Council.

§ 2. The International Policy Council formulates proposals and provides advice to the Academic Council on the strategic internationalisation policy and at least in relation to:

- 1° the general policy and organisation of internationalisation, including the area of development cooperation;
- 2° the policy concerning internationalisation ethics;
- 3° the international inter-university regulations.

§ 3. Whenever requested to do so, the International Policy Council shall provide advice to the University Council, the Board of Directors, the Academic Council, the rector or the vice-rector for Internationalisation.

SECTION VII - THE MANAGEMENT COMMITTEE**Article 57 Composition – voting members**

The Management Committee is composed of the following voting members:

- a. the rector, who is also the chair;
- b. the general administrator of the University;
- c. the executives of the rectorial and central administrative departments, as set out in the organisational chart;
- d. one member of the faculty administrative and technical level A staff, appointed annually by and from among the faculty's administrative secretaries.

The rules of procedure specify the conditions under which the rector can temporarily assign the chair of the Management Committee to the general administrator of the University.

Article 58 Powers

§ 1. The Management Committee exercises the powers assigned to it under this Statute or delegated by the Board of Directors or the Academic Council.

§ 2. The Management Committee is responsible for the day-to-day operations of the University, at both the administrative, logistical and financial level. The Management Committee is responsible for preparing and implementing decisions taken by the University Council, the Board of Directors and the Academic Council. The Management Committee shall submit regular reports in this regard to the University Council, the Board of Directors and the Academic Council.

§ 3. The Management Committee in any case has the authority:

- 1° to prepare and implement the general strategic plan (GSP);
- 2° to prepare files submitted to the Board of Directors or the Academic Council for a decision;
- 3° to monitor the consolidation of the University's draft budget;
- 4° to take note of the University's annual accounts;
- 5° to coordinate the operations of the central administrative departments;
- 6° to draw up the policy plans for the central administrative departments that are submitted to the Academic Council for approval;
- 7° to provide advice to the Academic Council on the strategic policy plans of the faculties and the strategic policy plans concerning the academic policy areas;
- 8° to formulate proposals to the Academic Council on the promotions of administrative and technical staff for levels A, B, C and D, with the exception of the positions of executives in the chancellery and central administrative departments;
- 9° to appoint and dismiss administrative and technical level A staff of grades 7-8-9;
- 10° to take disciplinary measures in the first instance with regard to members of the administrative and technical staff, with the exception of the executive staff of the rectorial and central administrative departments;
- 11° to take decisions, within the limits stipulated by the Board of Directors, on public contracts and in relation to the purchase, sale and exchange of immovable property, as well as establish and assign rights in rem;
- 12° for alumni policy.

Article 59 Delegation authority

The Management Committee can, within the terms and limits stipulated by it, delegate the powers referred to in article 58, § 3 to the executive of a rectorial or central administrative department. The Management Committee shall notify the Board of Directors and the Academic Council accordingly.

The Management Committee can delegate the disciplinary authority referred to in article 58, § 3, 10° to a special disciplinary committee that it can set up for this purpose. Where applicable, the said committee shall report to the Academic Council annually on the number of files handled.

Article 60 Advisory committees

§ 1. The Management Committee and the executives of the rectorial and central administrative departments can, in the exercise of their respective powers, enlist the assistance of advisory committees which the Management Committee sets up for this purpose. The Management Committee determines the composition and operation of these committees. The members of these committees are designated by the Management Committee.

§ 2. The advisory committees provide advice to the Management Committee and the executives of the rectorial and central administrative departments on topics and policy proposals or implementation decisions that fall within their respective domains. Opinions on policy proposals are always added to the proposal that is submitted by the Management Committee or the executives of the rectorial and central administrative departments to the Board of Directors and/or the Academic Council.

Article 61 Operation

§ 1. The Management Committee can only make valid decisions if at least half of its members are present or represented.

§ 2. The decisions are taken following deliberation by way of a simple majority of the votes cast, unless stipulated otherwise by the Statute, the rules of procedure or central regulations approved by the Board of Directors. When calculating the votes cast, abstentions, invalid votes and blank votes shall be deemed as not being cast.

§ 3. The Management Committee draws up rules of procedure, which are approved by the Board of Directors. These must at least cover the following matters:

- 1° the manner in which meetings are prepared and convened and the way in which documents are provided;
- 2° the decision-making and voting procedures;
- 3° the detailed rules for appointing any successors and proxies or delegates.

SECTION VIII - THE RECTOR, VICE-RECTORS AND PORTFOLIO HOLDERS**Chapter 1 - THE RECTOR****Article 62 Election and terms of office**

§ 1. The rector is elected from among the full professors and professors who are permanently affiliated to the VUB full-time at the time of the candidacy.

§ 2. The electoral college comprises five categories:

- a) the members of the tenured academic staff;
- b) the members of the other academic staff;
- c) the students enrolled with a diploma contract;
- d) the members of the administrative and technical staff;
- e) the members of the hospital staff at UZ Brussel.

§ 3. The members of the Board of Directors referred to in article 25, § 1, g. are classified under the category of members of the tenured academic staff, as referred to in § 2, a above only for the application of this article.

§ 4. Each member of a category shall take part individually in the voting.

The individual votes are added up per category. The votes added up per category are then weighted on the basis of a key determined in advance by the Board of Directors.

§ 5. The election, by secret ballot, takes place during the second semester of the academic year in which the incumbent rector's term of office ends. Participation in the election is a moral obligation.

§ 6. The Board of Directors approves the central regulations concerning the specific rules for the election of the rector on a proposal of the Academic Council.

§ 7. The term of office of the rector commences at the beginning of the academic year for a period of four years and can be renewed once. If necessary, the incumbent rector shall continue in office on expiry of his/her term until a newly elected rector takes up his/her duties.

§ 8. The rector can, on a proposal of the Board of Directors and with reasonable cause, be dismissed from his/her position by the University Council by way of a three-quarters majority.

The Board of Directors shall submit a written, substantiated proposal to the University Council to this end.

The Board of Directors's proposal shall be served on the rector. He/she shall be requested to submit his/her comments to the University Council in writing no later than three working days prior to the meeting of the University Council.

The University Council cannot decide on his/her removal until, at the earliest, fourteen days after the proposal has been served on the rector. If he/she so wishes, the rector shall first be heard by the University Council. The rector can enlist the assistance of counsel in this regard.

Article 63 Replacement

§ 1. In the event of the rector being temporarily indisposed, his/her powers shall be exercised by the oldest vice-rector present.

§ 2. In the event of the death or resignation of the rector or if the Board of Directors determines by a majority of at least three-quarters of the members present that the rector has been or will be unable to perform his/her duties for a longer period of time, a decision shall be taken immediately for him/her to be replaced.

The vice-rector appointed for this purpose by the Board of Directors shall exercise his/her powers temporarily.

An election shall be held without delay in accordance with the procedure provided for in article 62.

The newly elected rector shall commence a new term of office as referred to in article 62, § 7 as soon as the outcome of the election is final, with the provision that the first subsequent election shall be held during the second semester of the fourth year of his/her term of office.

Article 64 Authority of the rector

§ 1. The rector is the head of the University and is responsible for its general management.

He/she has the right to convene and chair all faculty meetings.

§ 2. Notwithstanding article 28, § 1, the rector represents and embodies the University vis-à-vis the University Community as well as third parties.

§ 3. The rector is responsible for the preparation and implementation of the University's policy and is assisted in this regard by the vice-rectors, the general administrator of the University, the Academic Council, the Management Committee and, where applicable, the portfolio holders.

§ 4. Once a year, the rector shall submit a report to the University Council on the matters referred to in article 8, § 2, paragraph 1.

Chapter 2 - THE VICE-RECTORS**Article 65 Appointment**

§ 1. There are four vice-rectors.

They are appointed, on a reasoned proposal by the elected rector, by way of a secret ballot from among the full professors and professors who are permanently affiliated to the VUB full-time at the time of the candidacy.

§ 2. Their term of office shall be four years and can be renewed once.

The term of office of a vice-rector can be terminated by the Board of Directors on a reasoned proposal of the rector.

Article 66 Powers

§ 1. The vice-rector for Education and Student Affairs is academically responsible for education and student policy.

He/she also represents the rector vis-à-vis the Student Council. Insofar as provided for in the rules of procedure of the Student Council or the Stuvoraad, he/she can attend the meetings of the same with an advisory vote.

§ 2. The vice-rector for Research is academically responsible for research policy.

§ 3. The vice-rector for Innovation and Valorisation is academically responsible for innovation and valorisation policy.

§ 4. The vice-rector for Internationalisation is academically responsible for internationalisation policy.

§ 5. The vice-rectors shall each submit a policy plan for their respective academic policy area to the Academic Council for approval after obtaining the advice of the respective councils chaired by them, as referred to in Section VI, chapter 4. These policy plans can be updated annually.

Chapter 3 - THE PORTFOLIO HOLDERS**Article 67 Appointment and remit**

§ 1. Portfolio holders are appointed by the Board of Directors on the proposal of the rector for a specific period of time for a well-defined assignment according to the policy priorities or needs.

§ 2. They may be assisted in their assignment by ad hoc committees with the approval of the rector.

§ 3. They report to the rector on a regular basis and to the Board of Directors once a year.

SECTION IX - THE GENERAL ADMINISTRATOR

Article 68 Appointment

The appointment, evaluation or dismissal of the general administrator of the University from his/her position shall be carried out by the Board of Directors on a proposal from the rector. The Board of Directors stipulates the evaluation criteria by way of a central regulation.

Article 69 Authority

The general administrator of the University is responsible for the general administrative, logistical and financial management of the University in support of education, research and the provision of services.

He/she reports to the rector on a regular basis and to the Board of Directors once a year.

SECTION X - THE FACULTIES**Article 70 General provisions**

§ 1. A faculty is a group of departments taking part in one or more degree programmes and associated research.

There are eight faculties:

- 1° the faculty of Arts and Philosophy;
- 2° the faculty of Law and Criminology;
- 3° the faculty of Social Sciences and Solvay Business School;
- 4° the faculty of Psychology and Educational Sciences;
- 5° the faculty of Sciences and Bio-Engineering Sciences;
- 6° the faculty of Engineering Sciences;
- 7° the faculty of Medicine and Pharmacy;
- 8° the faculty of Physical Education and Physiotherapy.

§ 2. The University Council decides, in accordance with the provisions of article 15, § 2, on the establishment and naming, abolition and merger of faculties.

§ 3. The Academic Council determines the composition of the departments, bestows the name on a proposal of the faculty or faculties concerned, and stipulates what faculty or faculties a department belongs to.

Article 71 Responsibility, functions and right of initiative

§ 1. The faculty is responsible for the organisation and coordination of the education and research of the degree programmes it is involved in, taking account of the budget and within the policy determined by the central bodies.

§ 2. Each faculty has the right of initiative regarding the education it provides.

Each proposal concerning the education provided by it or, where applicable, the education provided jointly by several faculties, shall be addressed to the vice-rector for Education and Student Affairs by the faculty or faculties concerned.

§ 3. The members of the tenured academic staff have the right of initiative regarding their research.

§ 4. Courses already existing or yet to be established at the University shall be accommodated by the Academic Council in one or more faculties or in entities established by the University for that purpose as referred to in article 29.

Article 72 Organisation of the faculties

§ 1. The Board of Directors determines, after obtaining the advice of the Academic Council, the administrative structure and operation of the University's faculties in a central regulation. The faculty can stipulate additions in a supplementary faculty regulation to be submitted to the Academic Council by way of formal notification.

The aforementioned regulations are adopted in accordance with the rules set out under this Section.

§ 2. The faculty has a Faculty Council, a Faculty Board and a Faculty Bureau.

The Faculty Council determines the general policy of the faculty and exercises supervision over the Faculty Board and Faculty Office. The Faculty Council has residual authority with regard to the powers assigned to the faculty in this Organic Statute. Within the limits of the central regulation referred to in § 1 above, the Faculty Council can delegate its powers to the Faculty Board and the Faculty Office, as well as assign specific duties to the Faculty Board, the Faculty Office and its members. All sections within the faculty are represented on the Faculty Council with a voting right.

The Faculty Board administers the faculty within the general policy and under the supervision of the Faculty Council. The Faculty Board comprises at least the dean, the vice-dean, the academic secretary, the departmental chairmen, and the representatives of the other academic staff, the administrative and technical staff and the students.

The Faculty Office is responsible for the day-to-day management of the faculty. The Faculty Office comprises at least the dean, the vice-dean and the academic secretary.

The Faculty Council, the Faculty Board and the Faculty Office are advised by the departmental councils and training councils as well as, where appropriate, other advisory bodies set up by the faculty.

§ 3. The dean of the faculty is elected from among the full professors and professors who are permanently affiliated to the VUB full-time at the time of the candidacy and who primarily belong to the relevant faculty.

The vice-dean of the faculty is appointed by the Faculty Council on the proposal of the elected dean from among the members of the tenured academic staff permanently affiliated to the VUB on a full-time basis.

The academic secretary is appointed by the Faculty Council on the proposal of the elected dean from among the members of the tenured academic staff permanently affiliated to the VUB on a full-time basis.

§ 4. The term of office of the dean is four years. The term of office of the vice-dean and the academic secretary is two years.

Each of these terms of office can be renewed.

The maximum duration of the term of office for the dean and vice-dean, including renewals, is eight years.

§ 5. The maximum duration of the term of office for the dean and vice-dean can be derogated from insofar as the following three conditions are met cumulatively:

- 1° exceptional circumstances that require this derogation;
- 2° these exceptional circumstances are explained in a reasoned report by the dean, to be approved by the Faculty Council;
- 3° the Board of Directors confirms that the circumstances invoked are exceptional and that the interests of the faculty require the requested derogation.

If this derogation is applied to the election of a dean, the term of office for that dean, as well as the new term of office in the event of re-election, shall be for a period of two years only.

§ 6. The regulations referred to in § 1 above may stipulate that, for nominations, appointments and promotions, only members of the body authorised to do so under the faculty regulations can, above a specific level, take part in the voting.

§ 7. The dean can be dismissed from his/her position by the Board of Directors for a legitimate reason.

The Board of Directors can only proceed with the aforementioned dismissal after the Faculty Council, on its own initiative or at the reasoned request of the rector, has accepted a substantiated motion of no confidence by way of a simple majority, and the Faculty Council has then adopted a proposal to dismiss the dean by way of a three-quarters majority.

The motion of no confidence approved by the Faculty Council and the proposal for dismissal shall be served on the dean. He/she shall be requested to submit his/her comments to the Board of Directors in writing no later than three working days prior to the meeting of the Board of Directors.

The Board of Directors cannot decide on his/her removal until, at the earliest, fourteen days after the approved motion of no confidence and the proposal for dismissal have been served on the dean. If he/she so wishes, the dean shall be first heard by the Board of Directors. The dean can enlist the assistance of counsel in this regard.

Article 73 Elections

§ 1. The members of the academic staff only take part in the elections of the delegates to the faculty bodies in the faculty to which they primarily belong in accordance with the decision by the Academic Council. They can only be elected as a member of the aforementioned bodies in the faculty to which they primarily belong.

§ 2. The dean is elected by the sections of the faculty and in accordance with the procedure set out in the regulation referred to in article 72, § 1.

Article 74 Authority of the dean

§ 1. The dean is the head of the faculty and is responsible for its general management.

He/she has the right to convene and chair all faculty meetings, except for the meetings convened or chaired by the rector pursuant to article 64, § 1, paragraph 2.

§ 2. Notwithstanding article 28, § 1, the dean represents and embodies the faculty, vis-à-vis both the University Community and third parties.

§ 3. The dean is responsible for the preparation and implementation of the faculty policy and is assisted in this regard by the vice-dean and the academic secretary.

§ 4. In the event of the dean being temporarily indisposed, all of his/her powers shall be exercised by the vice-dean.

SECTION XI - THE UZ BRUSSEL EXECUTIVE COUNCIL**Article 75 Composition - voting members**

§ 1. The University Council shall establish a UZ Brussel Executive Council made up of the following voting members:

- a. the rector;
- b. a vice-rector;
- c. the dean of the faculty of Medicine and Pharmacy;
- d. the chair of the Board of Directors;
- e. the general administrator of the University;
- f. five external members;
- g. four doctors affiliated to UZ Brussel;
- h. one non-doctor, affiliated to UZ Brussel as a staff member.

§ 2. The members referred to in b. and f. of § 1 above are appointed by the University Council as set out in article 20, § 2.

The members referred to in g. of § 1 above are co-opted by the members of the UZ Brussel Executive Council listed under a. to f. on the proposal of the Medical Council of UZ Brussel.

The members referred to in h. of § 1 above is co-opted by the members of the UZ Brussel Executive Council listed under a. to f. on the proposal of the works council of UZ Brussel. The member referred to shall preferably be a nurse.

§ 3. The external members referred to in f. of § 1 above must be able to identify with the principles and mission of the VUB, as set out in articles 7 and 8.

§ 4. The members referred to in f., g., and h. of § 1 above are appointed for a period of four years, which can be renewed once.

§ 5. The University Council shall, on a proposal from the rector and after obtaining the advice of the UZ Brussel Executive Council, appoint the chair of the UZ Brussel Executive Council from among the members listed in f. of § 1 above for a period of two years, which can be renewed three times.

The UZ Brussel Executive Council appoints a vice-chair from among its members every two years.

§ 6. The secretary of the UZ Brussel Executive Council is appointed, evaluated and, where applicable, dismissed from his/her position by the UZ Brussel Executive Council.

§ 7. The members of the UZ Brussel Executive Council referred to in § 1 above are evaluated by the University Council in accordance with article 20, § 2.

Article 76 Members with an advisory vote

The chief executive officer of UZ Brussel and the chief physician of UZ Brussel have an advisory vote.

Article 77 Authority and representation

§ 1. Under the legislation relating to hospitals, the Board of Directors delegates the organisation, operation and administration of UZ Brussel to the UZ Brussel Executive Council and defines this in a delegation charter. The delegation is valid for a period of 6 years and can also be renewed.

This delegation can be revoked by the Board of Directors by written cancellation with 6 months' notice for any of the following reasons:

- 1° violation of the mission, vision and values of UZ Brussel, as laid down by the Board of Directors of the VUB on 3 July 2007, as may subsequently be amended or replaced;
- 2° violation of the delegation charter referred to in the first clause of this paragraph;
- 3° violation of the university character;
- 4° persistently poor and/or deficient management.

§ 2. Notwithstanding the other provisions contained in this Statute, the UZ Brussel Executive Council has the authority to perform all acts concerning policy and administration, including acts of disposal and the delegation of decision-making powers to other bodies of offices of UZ Brussel. The UZ Brussel Executive Council shall inform the Board of Directors of such delegations accordingly.

§ 3. The UZ Brussel Executive Council draws up the budget for UZ Brussel and submits the same to the University Council for approval.

The UZ Brussel Executive Council adopts the annual accounts of UZ Brussel and submits the same to the University Council for approval.

§ 4. With regard to the powers of the UZ Brussel Executive Council set out in this article, the VUB shall be represented in both legal matters and vis-à-vis third parties by the UZ Brussel Executive Council or by the chair and one member of the UZ Brussel Executive Council acting together, as per delegation of the representative authority of the Board of Directors. These persons do not have to furnish proof of a prior decision by the UZ Brussel Executive Council in legal matters or vis-à-vis third parties.

Notwithstanding the first paragraph above, the UZ Brussel Executive Council can, under its own responsibility, re-delegate part of the representative powers delegated to it via a special authorisation granted for a limited period of time. The UZ Brussel Executive Council shall notify the Board of Directors of such delegation accordingly.

Article 78 Rules of procedure

The UZ Brussel Executive Council draws up rules of procedure, which are approved by the University Council. These must at least cover the following matters:

- 1° the manner in which meetings are prepared and convened and the way in which documents are provided;
- 2° the decision-making and voting procedures;
- 3° the detailed rules for appointing any successors and proxies or delegates.

SECTION XII - THE UZ BRUSSEL MANAGEMENT COMMITTEE AND THE CHIEF EXECUTIVE OFFICER**Article 79 The UZ Brussel Management Committee**

§ 1. The UZ Brussel Management Committee is constituted by the UZ Brussel Executive Council.

§ 2. The UZ Brussel Management Committee is chaired by the chief executive officer of UZ Brussel.

§ 3. The powers of the UZ Brussel Management Committee are defined by the UZ Brussel Executive Council.

For matters concerning both the Faculty of Medicine and Pharmacy and UZ Brussel, the Board of Directors and the UZ Brussel Executive Council can, each with regard to its respective sphere of competence, delegate particular operational decision-making powers to the UZ Brussel Management Committee.

Article 80 The chief executive officer of UZ Brussel

§ 1. The UZ Brussel Executive Council defines the job profile of the chief executive officer of UZ Brussel. He/she is appointed, evaluated and, where appropriate, dismissed by the UZ Brussel Executive Council.

§ 2. The chief executive officer of UZ Brussel is responsible for the day-to-day academic and general operations of UZ Brussel.

He/she is assisted in the performance of his/her duties by the chair of the UMC Research Council, or his/her deputy, and by the chair of the Education Council for the advanced master's programme in specialist medicine, or his/her deputy.

SECTION XIII - THE UMC COMMITTEE**Article 81 Composition – voting members**

§ 1. The UMC Committee is made up of at least the following voting members:

- a. the chair of the UMC Committee, who is appointed by the University Council from among the external members of the UZ Brussel Executive Council as referred to in article 75, § 1, f. on the proposal of the rector and after obtaining the advice of the UZ Brussel Executive Council as well as the competent body of the faculty of Medicine and Pharmacy;
- b. the chief executive officer of UZ Brussel and a member of the UZ Brussel Management Committee;
- c. the dean of the faculty of Medicine and Pharmacy and a member appointed by the Faculty Board of the faculty of Medicine and Pharmacy.

§ 2. The chair of the UMC Committee must have relevant and demonstrable expertise in the field of health care.

Within the limits of the powers assigned under this Statute, he/she is responsible for coordinating the policy of the faculty of Health and Pharmacy and other faculties, the UZ Brussel and the University's central departments.

He/she is appointed for a period of two years, which can be renewed three times.

§ 3. The Board of Directors can appoint additional members to the UMC Committee on the proposal of the UZ Brussel Executive Council, the Faculty Board of the faculty of Medicine and Pharmacy, or on its own initiative.

Among these additional members there shall be parity between the members proposed by the UZ Brussel Executive Council on the one hand and by the Faculty Board of the faculty of Medicine and Pharmacy or the Board of Directors on the other hand.

Article 82 Powers

§ 1. The UMC Committee provides non-binding advice on all matters concerning both the UZ Brussel and the faculty of Medicine and Pharmacy to the UZ Brussel Executive Council and the faculty of Medicine and Pharmacy with regard to the development of a coherent and coordinated policy of UZ Brussel and the University in the following areas:

- 1° positioning of the university in relation to medical sectors and services;
- 2° research policy, in particular the coordination of hospital and faculty research policy;
- 3° education policy, in particular the coordination of the faculty education policy with the hospital;
- 4° HR policy;
- 5° evaluation policy;
- 6° communication policy;
- 7° campus policy.

§ 2. The UMC Committee can, for the exercise of its powers, enlist the assistance of special advisory bodies in the aforementioned fields. The Board of Directors and the UZ Brussel Executive Council shall decide, where appropriate, on the establishment, assignment and composition of such advisory bodies on the proposal of the UMC Committee.

A UMC Research Council (abbreviated to: "UMCOR") shall be set up at least for the area of competence referred to in § 1, 2°

§ 3. The Board of Directors has the authority to further define the content of the areas referred to in § 1 above on a proposal from the UMC Committee and after obtaining the advice of the UZ Brussel Executive Council.

Article 83 Operation

The UMC Committee shall draw up rules of procedure, which are approved by the Board of Directors.

SECTION XIV - CONCLUDING PROVISIONS**Article 84 Relationship with the old Organic Statute**

The Organic Statute of the VUB, as approved by the Board of Directors of the VUB on 18 January 1994 and subsequently amended by the Board of Directors on 17 December 1996, 17 March 1998, 16 September 2003, 29 June 2004, 5 October 2004, 17 May 2005, 4 October 2005, 1 July 2008, 8 December 2009, 15 May 2012 and 1 October 2013, shall be abrogated when this Statute enters into force as provided for in article 86.

Article 85 Relationship with other decisions and texts

This Organic Statute must be read in conjunction with the texts and decisions adopted on the basis of this Statute and having an impact on the exercise of the powers assigned under this Statute. These include the following texts:

- 1° the delegation plan referred to in article 28, § 2, paragraph 3;
- 2° the University Good Governance Charter.

In the event of any conflict between the aforementioned texts and decisions on the one hand and this Organic Statute on the other hand, the Organic Statute shall take precedence.

Article 86 Date of entry into force

§ 1. This Statute shall enter into force at the beginning of the academic year 2015-2016.

§ 2. In derogation of § 1 above, the provisions of Section XI and Section XII shall enter into force on 1 January 2015, with the proviso that, from that date and until the commencement of the academic year 2015-2016, the powers of the University Council set out in Section XI shall be exercised by the incumbent Board of Directors of the VUB and the powers of the UZ Brussel Executive Council set out in article 75, § 2 by the incumbent Board of Directors of UZ Brussel.

Article 87 Ongoing mandates

With regard to the deans and vice-deans in office at the time of the entry into force of this Statute, the number of academic years during which they have already held office up to and including the academic year 2014-2015 shall be taken into account for the application of article 72, § 4. Where applicable, the entry into force of the Organic Statute shall be deemed to constitute an exceptional circumstance within the meaning of article 72, § 5.

With regard to the mandates at the University still ongoing on the date of entry into force referred to in article 86 and in relation to which no specific transitional measure is provided for in this Statute, the incumbent Board of Directors shall initiate the necessary transitional measures before 1 January 2015.

With regard to the mandates at UZ Brussel still ongoing on the date of entry into force referred to in article 86 and in relation to which no specific transitional measure is provided for in this Statute, the incumbent Board of Directors of UZ Brussel shall initiate the necessary transitional measures before 1 January 2015.