

Pursuant to Article 30 of the Institutes Act (Official Gazette of the RS, No. 12/91,45/1994 Const. Court Decision: U-I-104/92, 8/96, 36/2000-ZPDZC, 127/2006-ZJZP), the Council of the Centre at its meeting on 5/12/2022 adopted (the founders being the Republic of Slovenia, Gregorčičeva 20, Ljubljana, and SID – Slovenska izvozna in razvojna banka, d.d., Josipine Turnograjske 6, Ljubljana, in accordance with Article 46 of the Institutes Act, gave their consent to the amendments to the Statutes, namely by the Government of the Republic of Slovenia by Decision No. 01408-2/2023/5 at its 38<sup>th</sup> regular meeting on 02/03/2023, and by SID – Slovenska izvozna in razvojna banka, d.d., Ljubljana on 24/01/2023)

**STATUTE OF THE  
CENTRE FOR INTERNATIONAL COOPERATION AND  
DEVELOPMENT  
(CMSR)**

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## **I. GENERAL PROVISIONS**

### Article 1

The Centre for International Cooperation and Development (hereinafter referred to as the CM SR) is organised under the Institutions Act to carry out development research and consultancy activities and to implement the international development cooperation of the Republic of Slovenia in accordance with the International Development Cooperation Act.

### Article 2

The founders of CM SR are:

Republic of Slovenia, Gregorčičeva 20, Ljubljana and SID – Slovenska izvozna in razvojna banka, d.d., Ljubljana.

### Article 3

CM SR is a legal entity with rights, obligations and responsibilities as defined by the Institutes Act (hereafter: The Act), the Agreement on the Transformation of the Centre for International Cooperation and Development, the Statutes of the CM SR and other general acts of the CMSR.

## **II. NAME AND REGISTERED OFFICE**

### Article 4

The name of the institution is the Centre for International Cooperation and Development, Ljubljana. The abbreviated form of the name is CMSR, Ljubljana. The CMSR name also includes a symbol.

The CMSR is based in Ljubljana. The registered office address is Kardeljeva ploščad 1.

### III. ACTIVITY

#### Article 5

CMSR carries out basic and applied research, consultancy, information, documentation, promotion, education, publicity and brokering activities in fields relevant to international cooperation and development:

- the economic, legal, and socio-political systems and development of individual countries and their bilateral cooperation with Slovenia,
- Slovenia's economic, legal, and socio-political system and development,
- international trade,
- economic development and international economic relations
- commercial law of Slovenia, other countries and international commercial law,
- internationalisation of the world economy and foreign investment,
- the institutional framework for international economic relations and international organisation,
- international financial and monetary system, development finance,
- the impact of technological development and technology transfer on economic development,
- international information systems.

#### Article 6

The CMSR's activities are:

- DE/22.11 Publishing of books DE/22.13; Publishing of magazines and periodicals
- G/51.19 Agents involved in the sale of a variety of products
- J/65.2 Other financial intermediation
- K/70.20 Renting of own real estate
- K/72.30 Data processing
- K/72.40 Network data services
- K/73.201 Research and experimental development in the social sciences
- K/74.11 Legal advice
- K/74.12 Accounting, bookkeeping, auditing and tax consultancy activities
- K/74.13 Market research and public opinion polling
- K/74.14 Business and management consultancy
- K/74.40 Advertising
- K/74.871 Organisation of exhibitions, fairs and congresses
- K/74.873 Other business activities
- M/80.422 Other education, training
- O/92.511 Library activities

In addition to the activities referred to in the preceding paragraph, the CMSR also carries out activities relating to the implementation of the law governing international development cooperation of the Republic of Slovenia and other activities necessary for the performance of its registered activities, in accordance with the regulations governing public finances.

#### Article 7

Changes to activities are decided by the Centre's Council in agreement with the founders.

## IV. BODIES

#### Article 8

The bodies of the CMSR are:

1. Council of the Centre
2. Research Council
3. Director
4. College of Director

### 1. Council of the Centre

#### Article 9

The Centre's Council is the CMSR's governing body.

The Council of the Centre has 6 members, namely:

- 4 representatives of the founding members (2 each),
- 1 CMSR worker representative,
- 1 representative of users or interested public.

The term of office of the members of the Centre's Council is four years, with the possibility of reappointment. The term of office commences on the date fixed by the authority responsible for appointing the member of the Council of the Centre. If the competent authority does not fix a date for the beginning of the term of office, the term of office is considered to begin on the date of appointment.

#### Article 10

The Founding Parties appoint their representatives to the Council of the Centre in accordance with and in the manner laid down in their respective internal rules.

Representatives of users or interested public (recognised experts in the field of the activities carried out by the CMSR) are appointed to the Council of the Centre by their organisations.

The CMSR Research Council appoints the CMSR staff representative to the Centre's Council. A director cannot be appointed.

The Council of the Centre is constituted if more than half of its members are appointed or elected. A meeting of the Centre Council is convened by the Director of the CMSR if the Centre Council has neither an elected Chairperson nor a Deputy Chairperson.

The meeting of the Council of the Centre is chaired by a deputy, or in his/her absence by the most senior member of the Council appointed by the founding members, until a chairperson is elected.

#### Article 11

The Council of the Centre shall have a chairperson and a deputy chairperson. The President shall be elected from among the representatives of the Founding Members.

#### Article 12

The Centre's Council has the following powers:

1. adopts the Statutes of the CMSR in agreement with the Founding Parties,
2. appoints and dismisses the Director
3. adopts the CMSR's annual work programme with a financial plan, on a proposal from the Director, and monitors its implementation,
4. proposes changes to the content and scope of the CMSR's annual work programme and financial plan,
5. adopts the annual report,
6. monitors the fulfilment of the financial obligations of the founding partners under the annual programmes,
7. decides, in agreement with the two founders, on changes to the CMSR's activities,
8. proposes changes to the CMSR's status to the founding members,
9. performs other tasks assigned to it by law, by the Agreement on the Transformation of the Centre for International Cooperation and Development and by the Statutes of the CMSR.

### Article 13

The Centre's Council shall meet at least twice a year.

The Centre's Council shall act validly if a majority of its members are present at the meeting.

The Centre's Council shall validly adopt its decisions by a majority of the votes of all its members, except in the case of an equality of votes. In the event of a tie, the vote of the Chairperson of the Council of the Centre shall be decisive. Each member of the Centre's Council shall have one vote.

### Article 14

The detailed work of the Centre's Council shall be governed by the Rules of Procedure of the Centre's Council, which shall be adopted by the Centre's Council.

## **2. Director of the CMSR**

### Article 15

The Directors are the governing body of the CMSR. He/she shall be appointed and dismissed by the Council of the Centre.

The Director's term of office is four years, starting on the date of entry into office. He or she may be reappointed after the expiry of the term of office.

The Acting Director shall represent and act for the CMSR until the appointment or entry into office of the Director. The maximum duration of the Acting Director's term of office is set by law.

### Article 16

The Director has the following powers, rights, duties and responsibilities:

1. organise and manage the work and business of the CMSR,
2. represent the CMSR without restriction,
3. organise and coordinate cooperation with other organisations at home and abroad,
4. independently conclude agreements on involvement in international research, professional and other projects with international research and other domestic and foreign organisations and inform the Council of the Centre thereof,
5. is responsible for the legality, performance and professionalism of the CMSR,
6. adopts the CMSR's internal general acts, including the internal organisation and establishment plan,
7. decides on the rights and obligations of employees

8. informing workers of all rights and obligations arising from the employment relationship,
9. prepare a draft strategy, annual work programme, financial plan and annual report,
10. proposes decisions on the CMSR's investment policy,
11. convene meetings of the College of Directors of the CMSR,
12. implement the decisions of the Centre's Council,
13. gives its opinion on substantive changes to the CMSR's activities,
14. ensuring the reputation of the CMSR and publicising its work,
15. decides on the sale, purchase and lease of the CMSR's fixed assets in accordance with the rules.

#### Article 17

In order to be appointed, a Director must have:

- a minimum university degree (at least VII/I. level),
- an active knowledge of English,  
at least 3 years' management experience.

### **3. Research Council**

#### Article 18

The Research Council is a professional body (expert council) composed of all CMSR researchers.

The members of the Research Council shall elect a Chairperson of the Research Council from among their number on the proposal of at least one third of the members of the Research Council.

The Chairperson of the Research Council shall convene the meetings of the Research Council and set the agenda at his/her own discretion or at the proposal of at least one third of the members of the Research Council.

The Research Council may also involve external experts in the field of the CMSR's activities, subject to the prior approval of the Director.

The term of office of the members of the Research Council is unlimited, and the term of office of the Chairperson of the Research Council is four years.



## Article 19

The Research Council has the following powers under Articles 43 and 44 of the Institutes Act:

1. provides the technical basis for the CMSR's work and development programmes,
2. considers substantive changes to the annual programmes,
3. give opinions and proposals to the Centre's Council and Director on the organisation of work and the conditions for the development of activities,
4. discusses the CMSR's staff policy,
5. discusses and proposes complementary training for CMSR staff,
6. assess the quality of CMSR researchers' work and monitor their professional and academic development,
7. gives its opinion on substantive changes to the CMSR's activities,
8. proposes to the Director the appointment of the leaders of the permanent research projects of the CMSR,
9. appoints CMSR representatives to the Centre's Council.

The Research Council shall take its decisions by a simple majority of the members present.

## **4. College of Director**

### Article 20

The Director of the CMSR may have a college, which is his consultative body and has the following powers:

1. give opinions and make proposals to the Director on the organisation of work and the conditions for the development of activities in the CMSR,
2. examines the technical basis for the CMSR's work and development programmes,
3. discusses and proposes substantive changes to the CMSR's activities,
4. propose to the Director the adoption of the CMSR's internal acts,
5. examines the draft annual report and the draft financial plan,
6. propose to the Director how the surplus of revenue over expenditure should be used,
7. deals with the sale, purchase and lease of CMSR fixed assets,
8. consideration of the annual leave plan and the annual working time schedule.

The members of the College are appointed by the Director. The Director shall, by the decision of appointment, determine the duration of the membership, the manner of work and such other matters as are necessary for the exercise of the College's powers.

## **V. RESPONSIBILITY FOR THE CMSR'S OPERATIONS**

### Article 21

The CMSR shall be legally liable for its obligations with all its assets in accordance with the law and the CMSR's acts.

The method of covering any shortfall in the CMSR's operating funds and any losses shall be decided by the founders, on a proposal from the Director of the CMSR, after prior opinion of the Council of the Centre and in accordance with the regulations in force.

The founders are not liable for the obligations of the CMSR.

The relationship between the two founding institutions and the CMSR is governed by the Agreement on the Transformation of the Centre for International Cooperation and Development.

## **VI. GENERAL ACTS**

### Article 22

The CMSR has a Contract on the Transformation of the Centre for International Cooperation and Development, a Statute and other general acts regulating matters relevant to the work and operations of the CMSR, in accordance with the Act.

## **VII. RESOURCES FOR WORK**

### Article 23

The CMSR receives funding for its work:

- from the funds of the founding parties in accordance with the Agreement on the Transformation of the Centre for International Cooperation and Development,
- payments for national and international research assignments,
- by selling services,
- through financial intermediation,
- by selling publications,
- from rents and
- other domestic and foreign sources

Article 24

The CMSR may use the surplus of revenue over expenditure for the pursuit and development of its activities in accordance with the Act.

## **VIII. TRANSITIONAL AND FINAL PROVISIONS**

Article 25

The CMSR Statutes of 30/11/2011 shall cease to apply on the date of entry into force of these Statutes.

Article 26

The Statutes shall be adopted by the Council of the Centre and shall enter into force on the day following their adoption and the consent of the two founders.

Dr. Robert Kokalj  
president of the Council of the Centre