

*Stamp: /Department of Justice of Astana
city State Enterprise, State registration of
an entity, entered on June 15, 2011,
Certificate number 40361-1901-Д554,
Business Identification Number
090740002542 /*

Approved by decision of the
Supreme Board of Trustees
dated April 18, 2013, No. 2

*Stamp: /Department of Justice of Astana
city State Enterprise, As revised and
amended, entered on May 23, 2013,
Business Identification Number
090740002542, initial registration date
June 15, 2011, Certificate number 40361-
1901-Д554*

**CHARTER
of the autonomous organization of
education “Nazarbayev University”**

Astana, 2013

1. General provisions

1.1. Autonomous organization of education “Nazarbayev University” (hereinafter referred to as the University) was established in accordance with the Law of the Republic of Kazakhstan “On the Status of Nazarbayev University, Nazarbayev Intellectual Schools and Nazarbayev Fund” (hereinafter – the Law) by means of reorganization of “Nazarbayev University” non-profit joint stock company.

1.2. University is a legal entity having property separate from its founder, with a right to acquire property and personal non-property rights in its own name, incur obligations, sue and be sued in court.

1.3. Name of the University:

1) full name in Kazakh is “Назарбаев Университеті” дербес білім беру ұйымы”, shortly “Назарбаев Университеті”;

2) full name in Russian is “Автономная организация образования “Назарбаев Университет”, shortly “Назарбаев Университет”;

3) full name in English is “The autonomous organization of education “Nazarbayev University”, shortly “Nazarbayev University”.

1.5. University founder is the Government of the Republic of Kazakhstan.

1.6. University activities are conducted based on principles of academic freedom, integration of education, science and industry, autonomy and self-governance, collegial decision-making, social responsibility and transparency.

1.7. University independently develops its educational programs, determines organizational procedures of educational activities, admissions, monitoring of student progress, interim and final assessment of students’ performance.

1.8. The University may establish branches and representative offices both in the Republic of Kazakhstan and abroad. The University maintains a representative office in Almaty.

1.9. University independently creates its own internal structure. Functions of University administrative units are determined by its internal documents.

1.10. University is not liable for the Founder and Founder is not liable for the University.

1.11. Location of the University: Republic of Kazakhstan, 010000, Astana city, Yessil district, 53 Kabanbai Batyr Avenue.

2. University Property

2.1. University property obtained in accordance with the Law is beneficially owned by the University.

2.2. University shall use its property exclusively for the purpose of achieving its establishment goals.

2.3. Founder does not have any property rights on the University property.

2.4. Property disposition procedure is determined by the Supreme Board of Trustees.

3. University aims and scope of activity

3.1. University aims are as follows:

1) carrying out activities in the sphere of post-secondary, higher, postgraduate and further education, to engage in and support scientific and (or) scientific and technical activities, to promote development of research outcomes;

2) creating a model of integration of education, science and industry, contributing to sustained national economic development and diversification based on the advancement of knowledge;

3) forming modern educational system through internationalization of educational programs and partnerships with international educational institutions;

4) creating modern educational, scientific and technological infrastructure to ensure favorable conditions for learning and research;

5) forming and developing integrated healthcare system;

6) contributing commercial development of research outcomes;

7) other aims stipulated by long-term development strategy of the University.

3.2. University scope of activities includes as follows:

1) conducting educational, medical, research, scientific and (or) development and innovation activities;

2) performing functions of the experimental area carrying out development, monitoring, research, analysis, testing, and implementation of innovative programs in the field of education, research and science;

3) conducting medical activity in the framework of the integrated health care system to deliver medical services, medical education and training of medical staff, and opportunities for clinical research;

4) participation in fulfillment of a state order and assignment in educational, medical, research, development and innovation activities;

5) training, retraining and advanced training of faculty, officials, and specialists occupied in various branches of economy;

6) development and publication of educational, methodical, scientific and specific literature;

7) publication of research findings and professional literature and development of University intellectual property;

8) creation and development of University infrastructure as a world-class scientific and educational complex and ensuring its proper functioning;

9) organization of life at the University, including accommodation for students and staff of the University, catering for students, cultural, sports and other activities involving students and staff of the University;

10) rendering consulting services in the sphere of education, research, and governance of University operation;

11) creation of innovative environment by developing elements of intellectual and innovative cluster of the University that promote production of new findings and innovations, commercialization of results of scientific research and solutions of the University, producing innovative products, integration of education, science and business, transfer of the newest technology, development of science-based and high technology companies;

12) promoting professional development and scientific activities of students and staff;

13) other activities carried out by the University to achieve its aims.

4. University bodies

4.1. University bodies are as follows:

1) Supreme Management Body – Supreme Board of Trustees;

2) Management bodies – Board of Trustees;

3) Executive body (collegial) – Managing Council;

4) Body for academic affairs (educational)– Academic Council;

5) Body for research affaire – Research Council;

6) Bodies under committees of the Board of Trustees;

7) Other bodies created by decision of the Managing Council upon preliminary approval with the Board of Trustees.

4.2. Advisory and consultative bodies are created in the University in accordance with this Charter and University's internal documents without approval of the Board of Trustees.

5. Supreme Board of Trustees

5.1. Supreme Board of Trustees is a supreme governing body of the University. The First Chairman of the Supreme Board of Trustees is the Leader of the Nation - Nursultan Nazarbayev.

5.2. Structure, competence, establishment procedure, terms of powers of the Supreme Board of Trustees members, and relevant decision-making procedure shall be determined by the Law and Bylaws of the Supreme Board of Trustees approved by the First Chairman of the Supreme Board of Trustees.

6. Board of Trustees

6.1. The Board of Trustees is a governing body of the University conducting

general governance of the University's activities. The Board of Trustees is formed by the Supreme Board of Trustees.

6.2. The operating procedure of the Board of Trustees is governed by present Charter and Bylaws of the Board of Trustees. The Bylaws of the Board of Trustees shall determine voting and decision-making procedure at meetings, election of the Chairman, establishment of Board of Trustees' committees, activities of the working body - Secretariat of the Board of Trustees, as well as other issues concerning operations of the Board of Trustees.

6.3. The term of powers of the Board of Trustees members is 3 (three) years, with the exception of the President of the University.

6.4. The number of Board of Trustees members shall be at least 7 (seven) and at most 21 (twenty one) participants.

6.5. University President is a member of the Board of Trustees by virtue of and for the term of his/her powers.

6.6. In accordance with the Law, the Board of Trustees can include representatives of the Founder, state officials, research and teaching staff, representatives of public associations and other persons.

6.7. Members of the Board of Trustees may be re-elected to the Board of Trustees no more than 2 (two) times in a row except for the University President.

6.8. In case of death, resignation, or decision to terminate the office of a member of the Board of Trustees, a replacement selected to fill the vacancy may be appointed for a term equal to the remaining term of office of the said member of the Board of Trustees. Any subsequent appointment for a full term is considered to be the first full term of office of a member of the Board of Trustees in order to determine eligibility for future re-appointment.

6.9. A quorum of the Board of Trustees meeting shall consist of not less than half of the amount of its members.

6.10. Decisions by the Board of Trustees are taken by simple majority of votes cast by present members, unless otherwise provided in the Charter, bylaws of the Board of Trustees.

6.11. Bylaws of the Board of Trustees, any amendments thereto shall be adopted by at least three fourths of voices of all members of the Board of Trustees.

6.12. Each member of the Board of Trustees has one vote. A member of the Board of Trustees cannot designate another member or a third party to cast his/her vote.

6.13. In case that a member of the Board of Trustees cannot take part in a meeting of the Board of Trustees, he/she shall have right to vote by way of sending a written opinion on the agenda of the meeting.

6.14. Decisions by the Board of Trustees are registered in the minutes of each meeting or in resolutions of the Board of Trustees meeting in absentia, signed by the Chair and the secretary of Board of Trustees.

6.15. Decisions of the Board of Trustees may be taken by means of absentee vote in accordance with this Charter, Bylaws of the Board of Trustees.

6.16. Absentee vote is carried out on the initiative of the Chair of the Board of Trustees, members of the Board of Trustees or University President. A proposal on carrying out an absentee vote is submitted to the Chair of the Board of Trustees in written form and must contain clearly and explicitly stated matters put on vote.

6.17. In carrying out an absentee vote, voting ballots of unified form and materials on the matters put on voting are sent out (distributed) to all members of the Board of Trustees not later than ten days from the date of making decision on carrying out the absentee vote.

6.18. Ballots must specify: the deadline for submitting voting ballots; clearly and explicitly stated matters put on vote; versions of voting expressed by “agree”, “disagree”, “abstained”, as well as other information in accordance with the Bylaws of the Board of Trustees.

6.19. Resolutions made by absentee vote shall be deemed taken if there is a quorum in ballots received by due date. The ballot can be provided and shall be accepted in original, electronic and/or facsimile version.

6.20. The Chair of the Board of Trustees is elected from among its members by simple majority of votes of members of the Board of Trustees present at the meeting, except as provided in the second part of this clause. Chairman of the Board of Trustees may be appointed or relieved from position by decision of the First Chairman of the Supreme Board of Trustees without complying with the provisions stipulated by the first part of this clause.

6.21. Chairman of the Board of Trustees shall preside at meetings of the Board of Trustees and perform other functions provided by this Charter and Bylaws of the Board of Trustees. In case of an equal number of votes, the vote of the Chair shall be decisive. The Chair of the Board of Trustees has right to delegate his/her authorities of the Chair of the Board of Trustees to another member of the Board of Trustees.

6.22. Secretary of the Board of Trustees shall be appointed by the Board of Trustees. The Secretary of the Board of Trustees shall organize the work of the Secretariat of the Board of Trustees and performs other functions as decided by the Board of Trustees.

6.23. The Board of Trustees can create committees.

6.24. Competence of the Board of Trustees includes as follows:

- 1) approving plans for implementation of University’s overall strategy (strategic and development plans);
- 2) electing University President, early termination of his/her powers,

approving the official salary, terms of compensation and bonuses;

3) determining the quantitative composition of the Managing Council, electing members of the Managing Council and early termination of their powers upon preliminary proposal (consent) of University President;

4) specifying upper and lower limits of salaries of Provost, Executive Vice President, General Counsel, Vice Presidents, Vice Provosts, Deans of Schools;

5) nominating members to the Board of Trustees, except for University President;

6) approving annual and medium-term budgets of the University;

7) approving budgeting rules;

8) approving University`s accounting policy;

9) approving University`s annual financial statement, including consolidated;

10) approving limits and norms of University administrative expenses in accordance with the list approved by the Managing Council;

11) approving bylaws of the Managing Council, committees of the Board of Trustees and bodies under committees of the Board of Trustees;

12) approving Procurement rules for goods, works and services;

13) approving procedure of internal audit;

14) approving tuition fees for degree programs;

15) approve a uniform document certifying the degree and the rules for its completion;

16) approving major transactions criteria;

17) approving conclusion of major transactions and transactions in which conflicts of interests are expected by the University;

18) approving University policy on conflicts of interests as it pertains to members of the Managing Council and the Board of Trustees;

19) approving the list of especially valuable movable estate of the University;

20) making decisions about participation of the University in creation of other entities;

21) making decisions on liquidation or reorganization of nonprofit entities established by the University, or the entities, shares (participatory interests) of which are owned by the University, within the authorities of the supreme governing body of a nonprofit entity or general meeting of shareholders (participants) of a legal entity;

22) making decisions on acquisition of shares (participatory interests) of other legal entities except for acquisition of shares (participatory interests) of the legal entities, one hundred percent of shares (participatory interests) of which are owned by the University;

23) making decisions about disposition of the shares (participatory interests) of the legal entities shares (participatory interests) of which are owned by the University;

24) making decisions about establishment, disestablishment or reorganization of Schools and colleges of the University;

25) approving criteria for selecting strategic partnerships of the University;

26) approving the University`s staff size;

27) exercise other powers in accordance with the legislation of the Republic of Kazakhstan, this Charter, Bylaws of the Board of Trustees and decisions of the

Supreme Board of Trustees.

6.25. The Board of Trustees is not entitled to make decisions contrary to the decisions of the Supreme Board of Trustees.

6.26. The Board of Trustees may delegate powers to the Managing Council, University President, committees of the Board of Trustees, except those powers specified in paragraph 6.24 subparagraphs 1) -6) hereof.

7. Managing Council

7.1. Managing Council is a collective executive body of the University, which oversees and directs operations of the University.

7.2. Managing Council organizes implementation of decisions of the Supreme Board of Trustees and Board of Trustees and is responsible and accountable to the Board of Trustees for carrying out its duties.

7.3. Managing Council's activities arrangement and the procedure for convening and holding its meetings as well as other matters of operation of the Managing Council are regulated by this Charter, bylaws of the Managing Council, and University internal documents.

7.4. Bylaws of the Managing Council are approved by the Board of Trustees.

7.5. Members of the Managing Council are the University President, Provost, Executive Vice President, General Counsel, Vice President(s) of the University for Student Affairs and International Cooperation, and Vice President for Medicine and other officials of the University elected by the Board of Trustees as members of the Managing Council in accordance with this Charter, bylaws of the Managing Council and internal documents of the University.

7.6. Managing Council shall have authority to make decisions, adopt regulations on any issues concerning the activities of the University that are not otherwise assigned by the terms of the Law, this Charter and internal documents of the University to the authority of other bodies and University officials except for cases stipulated herein.

7.7. In the event a decision that would ordinarily fall under the authority of the Academic Council, Research Council or other bodies or officials of the University is required in a situation that does not permit timely referral of the matter to the appropriate University body or official for resolution, the Managing Council shall have the authority to make a decision on such matter or approve an interim policy or rule and apply said rule or policy in all applicable cases until a new decision is made or a new policy or rule is approved by University's appropriate body or official. At the earliest practicable date after making the decision or approving the policy or rule, such decision or interim policy or rule shall be forwarded for consideration by the appropriate University body or official.

7.8. A quorum of the Managing Council meeting shall consist of not less than half of the amount of its members.

7.9. Each member of the Managing Council has one vote. Resolutions of the Managing Council are made by a majority of votes of its members present at the meeting, except as otherwise provided by this Charter, bylaws of the Managing Council.

7.10. In case of an equal number of votes, the vote of the Chair of the

Managing Council shall be decisive.

7.11. Competence of University Managing Council includes as follows:

- 1) developing and submitting for approval to the Board of Trustees draft plans for implementation of University long-term development strategy (strategic plans and development plans), as well as corresponding amendments (additions), with prior consultation with the Academic Council and/or Research Council;
- 2) developing and submitting for approval to the Board of Trustees drafts of criteria for selecting University strategic partnerships with prior consultation with the Academic Council and/or Research Council;
- 3) approving University strategic partnerships in accordance with criteria approved by the Board of Trustees;
- 4) submitting for approval to the Board of Trustees draft annual and midterm budgets and other documents to be approved by the Board of Trustees;
- 5) developing and submitting for approval to the Board of Trustees the staff size of the University;
- 6) approving organizational structure and staff scheme of the University;
- 7) approving University social policy;
- 8) approving internal documents regulating labor relations of University staff, including application of incentives, disciplinary sanctions, except for the documents regulating labor relations of officials appointed by the Board of Trustees, as well as cases indicated herein and University internal documents;
- 9) approving terms of reference for all administrative sub-units of the University, except for the Office of the President of the University;
- 10) approving bylaws of Academic and Research Councils;
- 11) approving bylaws of committees of the University;
- 12) making decisions concerning establishment, disestablishment or reorganization of centers, institutes, laboratories, libraries, and museums in response to recommendations received from either the Academic Council and/or the Research Council;
- 13) making decisions on establishment and closure of branches and representative offices of the University, and to approve regulations applicable to them, coordinate and direct their operation;
- 14) making decisions on matters referring to the authorities of the Supreme governing body of nonprofit entities established by the University, or general meeting of shareholders (participants) of legal entities, shares (participatory interests) of which are owned by the University, except for the matters referring to the authority of the Board of Trustees;
- 15) making decisions within its authorities binding upon all employees of the University;
- 16) making decisions and/or approving documents adopted for the purposes of organizing University's activities, which are not referred by this Charter and University internal documents to the authority of the Supreme Board of Trustees, Board of Trustees, other bodies and/or officials of the University;
- 17) exercising any other powers provided by this Charter, resolutions of the Supreme Board of Trustees, Board of Trustees, bylaws of the Managing Council and internal documents of the University.

7.12. The Managing Council shall have the authority to delegate its powers to

University President, Provost and/or Executive Vice President and other members of the Managing Council of the University.

8. University President

8.1. University President is a chief executive officer of the University (Chairman of the Managing Council) and exercises other authorities as determined herein, in bylaws of the Managing Council and University internal documents.

8.2. Rights and duties of University President are envisaged in this Charter, bylaws of the Managing Council, as well as labor contract between the University President of the University. Labor contract with the University President shall be executed on behalf of the University by the Chairman of the Board of Trustees or any other person designated by the Board of Trustees.

8.3. University President shall:

- 1) chair the Managing Council, convene its meetings and organize its operation;
- 2) oversee development and implementation of long term development strategy of the University (strategic plans and development plans);
- 3) represent University`s interests in all its activities in all public bodies, governmental and other organizations, including foreign ones;
- 4) act on behalf of the University without the need for power of attorney in its relations with third parties, including authority to sign agreements;
- 5) issue powers of attorney for representation of the University in relations with third parties;
- 6) set up banking and other accounts of the University;
- 7) in the event of his/her absence, entrust his/her obligations to one of Managing Council members;
- 8) allocate obligations as well as scope of authority and responsibility among members of the Managing Council;
- 9) issue orders, resolutions, approve other internal documents within his/her authority;
- 10) approve initiation or settlement of any litigation, dispute or arbitration proceedings;
- 11) make decisions on dismissal of students;
- 12) determine the official salary, terms of compensation and execute employment contracts with Provost, Executive Vice President, General Counsel, Vice President(s) for Student Affairs and International Cooperation, Vice President for Medicine;
- 13) hire, transfer, terminate employment, determine salary amount, terms of compensation and bonuses, execute employment contracts with other Vice Presidents, Deans of Schools, Vice Provosts, directors of research centers and managing directors;
- 14) approve standards and order of imposition of disciplinary sanctions on students, faculty and other academic personnel;
- 15) exercise other powers stipulated by this Charter, decisions of the Supreme Board of Trustees, Board of Trustees, Managing Council and University internal documents.

8.4. University President shall have the authority to delegate his/her powers to the Provost, Executive Vice President of the University, other bodies and/or officials of the University.

8.5. University President may establish consultative and advisory bodies under the University President. The purpose of establishing, order of forming, members and terms of powers of members of such bodies shall be determined by bylaws of such bodies approved by University President.

9. Provost

9.1. Provost is a chief academic officer of the University entitled to supervise operations in academic and research matters as defined herein and in other internal documents of the University.

9.2. The Provost at all times is accountable to and acts under the supervision of the University President. Provost shall:

- 1) supervise implementation of academic policies adopted by the Academic Council;
- 2) supervise implementation of research policies adopted by the Research Council, including but not limited to the awarding of research grants;
- 3) approve the award of academic degrees (titles) other than honorary degrees (titles);
- 4) give final approval to standards concerning admission, progression, and completion of programs adopted by the Academic Council, and submit them to the Managing Council for endorsement;
- 5) endorse decisions on matters of admission, progression of students and completion of programs in accordance with internal documents and regulations approved by the Academic Council;
- 6) supervise admission and dismissal of students;
- 7) recommend to the President of the University with respect to dismissal students from the University;
- 8) oversee design and implementation of academic quality assurance programs in accordance with policies adopted by the Academic Council;
- 9) hire, transfer, dismiss and conclude employment contracts with faculty and other academic staff;
- 10) develop and submit proposals on staff size issues with respect to faculty members;
- 11) exercise other powers stipulated by this Charter, the decisions of the Supreme Board of Trustees, the Board of Trustees and/or President of the University, as well as internal documents of the University.

9.3. Provost shall be a Chairman and a voting member of the Academic Council and Research Council.

9.4. Vice Provost for Academic Affairs and/or Vice Provost for Research and other members of Provost's Office shall assist Provost in carrying out his/her functions.

9.5. Provost shall have the authority to delegate his/her powers to the Vice Provost for Academic Affairs and/or the Vice Provost for Research.

9.6. University Provost may establish consultative and advisory bodies under

the Provost of the University. The purpose of establishing, order of forming, members and terms of powers of members of such bodies is determined by bylaws of such bodies approved by University Provost.

10. Executive Vice President of the University

10.1. Executive Vice President of the University shall manage ongoing, administrative, infrastructure matters and other non-academic matters as defined herein, in bylaws of the Managing Council and University internal documents.

10.2. Executive Vice President of the University is accountable to and acts under supervision of the University President. Executive Vice President of the University shall:

- 1) coordinate and control activities with regard to procurement, budgeting and taxation;
- 2) prepare and implement annual and midterm budgets of the University;
- 3) control over operations of administrative staff of the University;
- 4) appoint chief operational (financial) officers of Schools and Research Centers;
- 5) hire, transfer, terminate employment and execute employment contracts with administrative personnel, excluding managing directors;
- 6) exercise other powers provided by this Charter, resolutions of the Supreme Board of Trustees, Board of Trustees and/or University President, as well as University internal documents.

10.3. Executive Vice President of the University shall have the authority to delegate his/her powers to other Vice President, or other University official or body.

10.4. Executive Vice President of the University may establish consultative and advisory bodies under the Executive Vice President of the University. The purpose of establishing, order of forming, members and terms of powers of members of such bodies shall be determined by bylaws of such bodies approved by the Executive Vice President of the University.

11. Vice Presidents of the University

11.1. Vice President for Medicine shall oversee development and operation of an integrated health care system, medical research programs, medical education, and provision of medical care across the University. In addition, Vice President for Medicine shall exercise such additional authorities and responsibilities as are established in this Charter, decisions of the Supreme Board of Trustees or the Board of Trustees and/or University President, as well as internal documents of the University.

11.2. Vice President for Student Affairs shall oversee development and fulfillment of University operations relating to non-academic student affairs, including student aid and benefits, student services, athletics, student government, student-run organizations, career advising and employment placement assistance, alumni relations, and student life. In addition, Vice President for Student Affairs shall exercise other authorities and responsibilities as are established in this

Charter, decisions of the Supreme Board of Trustees, Board of Trustees, and/or University President, as well as internal documents of the University.

11.3. There shall be such other Vice Presidents in the University structure as are authorized by the University President.

12. Academic Council

12.1. Academic Council shall be the primary policy-making body for all academic matters relating to teaching and learning, academic quality assurance, academic management, and faculty management for the University in accordance with this Charter, bylaws of the Academic Council, internal documents and regulations of the University.

12.2. Provost shall maintain the operations of the Academic Council, lead its meetings and carry out other functions as determined by this Charter, bylaws of the Academic Council and internal documents of the University.

12.3. Structure, authorities, order of forming, decision-making procedure of the Academic Council, terms of powers, and status of its members shall be determined by this Charter, bylaws of the Academic Council and internal documents of the University.

12.4. The Academic Council shall:

1) give preliminary approval of standards for admission, progression, and completion of programs;

2) approve academic programs;

3) approve internal documents and regulations of the University on establishment and improvement of the academic quality assurance system on University level and oversee its operation;

4) approve internal documents and regulations of the University on organization of the academic process;

5) develop and adopt standards and definitions of academic misconduct;

6) approve terms of reference for academic constituent elements of the University;

7) develop standards and order of imposition of disciplinary sanctions on students, faculty and other academic personnel and submit them for the President's approval;

8) exercise other powers related to academic activities of the University in accordance with the bylaws of the Academic Council, internal documents of the University.

12.5. Academic Council shall have the authority to constitute such subcommittees as are necessary for the performance of its duties.

12.6. A quorum of the Academic Council meeting shall consist of not less than half of the amount of its members.

12.7. A proposal that receives a majority of votes of the members present at the meeting of the Academic Council shall be adopted by the Academic Council. Abstentions shall not be considered in counting the votes necessary for adopting the decision by the Academic Council.

13. Research Council

13.1. Research Council shall be the primary policy-making body for all matters relating to scientific and academic research for the University in accordance with this Charter, bylaws of Research Council and University internal documents.

13.2. Provost shall be a voting member and Chair of the Research Council. Provost shall maintain operations of the Research Council, lead its meetings and carry out other functions as determined by this Charter, bylaws of the Research Council and internal documents of the University.

13.3. Structure, authorities, order of forming, decision-making procedure of the Research Council, terms of powers, and status of its members shall be determined by this Charter, bylaws of the Research Council and internal documents of the University.

13.4. Research Council shall:

1) approve regulations and oversee the matters on: University-level system of research review and support, including standards and procedures for the award of internal research support at University level, solicitation of internal and external reviews, and review of research results; intellectual property rights, commercialization and technology development; maintaining relevant accountability (statements);

2) develop and adopt standards and definitions of research misconduct;

3) develop and adopt standards, protocols, and review procedures related to research ethics;

4) develop and adopt standards and qualifications for ranks of researchers employed in the University and its research centers;

5) exercise other powers related to research activities, scientific and academic research of the University in accordance with the bylaws of the Research Council, internal documents and regulations of the University.

13.5. Research Council shall have the authority to constitute such sub-committees as are necessary for the performance of its duties.

13.6. A quorum of the Research Council meeting shall consist of not less than half of the amount of its members.

13.7. A proposal that receives a majority of votes of the members present at the meeting of the Research Council shall be adopted by the Research Council. Abstentions shall not be considered in counting the votes necessary for adopting the decision by the Research Council.

14. Schools

14.1. Schools are academic constituent elements of the University, primary missions (functions) of which are teaching, training and research.

14.2. In accordance with internal documents of the University each School shall have responsibility and authority to:

1) implement a school governance system;

2) control over delivery of educational services within the School;

3) determine quality standards in teaching, research, and service within guidelines established at the University level, and establishing and operating a

system of academic quality assurance;

4) determine policies and procedures for maintaining an environment which supports academic freedom in the School, and which promotes the free sharing of ideas among faculty, students and staff members in accordance with internal documents of the University.

14.3. Each School is headed by a Dean, who has responsibility for provision of educational services, research activity, administration and governance of the School in accordance with this Charter, the internal documents of the University, and documents established by the Board of Trustees and the Supreme Board of Trustees.

14.4. Dean shall have authority and responsibility to manage the portion of the approved operating budget of the School and shall provide an accounting report for all expenditures at the end of each fiscal year in accordance with internal documents of the University.

15. Research Centers

15.1. Research Centers are structural elements of the University, primary missions (functions) of which are conducting scientific, scientific and technical and innovative activity, conducting research and development works.

15.2. Consistent with internal documents and regulations of the University, each Research Center shall have responsibility and authority to:

- 1) implement a governance system for the Research Center;
- 2) oversee fulfillment of research, scientific and development and/or innovative activity, conduct of research and experimental-design works;
- 3) determine quality standards for the conduct of scientific, scientific and technical and innovative activity, conducting research and experimental-design work within guidelines established at the University level and establishing and operating a system of quality assurance;
- 4) establish policies and procedures for maintaining an environment which supports intellectual freedom in the Research Center.

16. University Committees

16.1. University Committees shall be advisory and consultative bodies under the Managing Council. Standing Committees of the University are Budget and Infrastructure Committee, Environmental Protection Committee, and Human Resources Committee. Each standing Committee shall consist of approximately equal numbers of members from the academic and non-academic structural divisions of the University.

16.2. The membership and chair of each University Committee shall be determined by the Managing Council in consultation with the Academic Council, Research Council or other interested parties and in accordance with internal documents of the University, and bylaws of the University Committee.

16.3. Bylaws of a University Committee shall be approved by the Managing Council.

16.4. There shall be such other Committees of the University as decided by

University President.

17. University Council

17.1. University President is authorized to call from time to time, but at least once per year, a University Council to provide consultation and advice on matters relating to strategic and operational planning of the University. University Council shall be an advisory and consultative body to the President of the University.

17.2. University President shall serve as Chair of the University Council. University Council consists of members of the Managing Council, all members of the Academic Council and the Research Council, all Vice Presidents of the University and other persons as determined by University President.

17.3. Bylaws of the University Council shall be approved by the President of the University.

18. Faculty Senate

18.1. Faculty Senate (hereinafter – Senate) represents the interests of the faculty of the University in accordance with principles of collegial and shared academic governance.

18.2. Senate is an independent advisory and consultative body comprising faculty members elected from each undergraduate and graduate School, college, or other units of the University engaged in teaching.

18.3. All leadership positions within the Senate shall be filled by election from among current Senators.

18.4. Initial order of forming, functions and competencies of the Senate shall be determined by internal documents and regulations adopted by the Academic Council.

18.5. The bylaws of the Senate, including membership requirements, terms of powers, decision-making, rules for subsequent election to the Senate and its leadership positions shall be approved by the Senate.

19. Student Government

19.1. There shall be an elected Student Government including undergraduate and graduate students of the University.

19.2. Bylaws of the Student Government regulating procedures for election and other matters of its operation shall be recommended by the Vice President of the University for Student Affairs and approved by the Managing Council.

20. Other University Bodies and Officials

20.1. Managing Council may establish such other University bodies and officials as it shall see fit to create in accordance with this Charter and internal documents of the University, except for Vice Presidents of the University.

20.2. Bodies under the committees of the Board of Trustees shall be established upon the decision of the Board of Trustees.

21. Organization of Academic Activity

21.1. University shall perform academic activity without a license.

21.2. University implements its own educational programs and educational programs of its foreign partners.

21.3. Admission to the University is carried out consistent with the rules of admission determined in accordance with internal documents of the University. The University's admission policy prevents discrimination on racial, national, religious, gender and other subjective features.

21.4. The following persons are eligible for studies at the University: the citizens of the Republic of Kazakhstan, foreign citizens and stateless persons who have secondary (general secondary, technical and vocational) and / or higher education, on the basis of governmental educational order (governmental task or other form of financing from the state budget) for preparation of specialists, as well as agreements with legal entities and individuals.

21.5. University shall implement social and humanistic, and natural scientific educational programs at the levels of postsecondary, undergraduate, graduate, postgraduate and professional training, and supplemental education.

21.6. University has the right to implement educational programs for students of the preparatory department of the University.

21.7. The primary language of instruction is English. The University provides teaching of the state language.

21.8. The relations of the University with its students and (or) their parents (legal representatives) shall be governed by the contract. The form of the contract shall be approved by the Managing Council.

21.9. University has the right to render paid educational services.

21.10. The students of the University are entitled to participate in scientific, educational and cultural life of the University, use the infrastructure of the University, including research laboratories and library, obtain accommodation in the dormitories in accordance with the internal documents and regulations of the University.

21.11. It is the obligation of the students of the University to acquire the necessary knowledge and skills in their chosen specialty, to comply with the academic integrity policy, the University's internal order of operation, and to perform other duties of the students, imposed by internal documents and regulations of the University.

21.12. Students of the University may be subject to disciplinary action for non-compliance with the rules of conduct established by internal documents and regulations of the University. Issues of disciplinary responsibility of students shall

be addressed in accordance with internal documents and regulations of the University.

22. Reporting and Audit

22.1. Managing Council shall annually submit for discussion and approval of the Board of Trustees annual financial statement for the past year, the audit of which was conducted in accordance with the legislation of the Republic of Kazakhstan on auditing. In addition to financial statements, the managing Council shall submit to the Board of Trustees the audit report.

22.2. University has an obligation to conduct the annual audit of the annual financial statements.

22.3. Unscheduled audits of the University may be conducted on the initiative of the First Chairman of the Supreme Board of Trustees, on the initiative of the Supreme Board of Trustees and the Board of Trustees at the expense of the University.

23. Final Provisions

23.1. Amendments and (or) additions to this Charter, including stating it in new edition, shall be made by the decision of the Supreme Board of Trustees.

23.2. Reorganization and liquidation of the University shall be made by the decision of the Supreme Board of Trustees in accordance with the legislation of the Republic of Kazakhstan.

23.3. Authority or responsibility assigned in accordance with clauses 6.26, 7.12, 8.4, 9.5 and 10.3 of this Charter may not be delegated to any other person or body.

23.4. In case of the liquidation of the University the property left after satisfaction of the creditors' requirements shall go for the furtherance of the aims of creation of the University in accordance with this Charter.

On behalf and as instructed by Supreme Board of Trustees

Yerbol Orynbayev */Signed/*

/Numbered, bound and sealed on 33 pages/

Stamp: */Department of Justice of Astana city State Enterprise, Numbered and registered 33 pages, May 23, 2013/*

Seal: */Astana, Republic of Kazakhstan, autonomous organization of education "Nazarbayev University"/*