



LEG-UNIGR: BLUEPRINT FOR A LEGAL ENTITY FOR CROSS-BORDER UNIVERSITY ALLIANCES

Draft of statutes of a legal entity



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1. Executive summary

The following output refers to the third specific objective of the Leg-UniGR project with the aim to explore and analyse the terms and conditions of a legal status which will catalyse European and national UniGR development and funding according to its core missions.

This document provides a brief overview of the actions taken so far and presents the draft statutes and convention of the EGTC UniGR. They represent the current state of play until the final version of the statutes and convention is finalised, which is expected for February 2024.

The statutes were elaborated in conjunction with all partners, at different management level, including legal advice from the general services of the partner universities. The Ministry of Spatial Planning in Luxembourg was also consulted for advice.

Finally, the draft statutes for an EGTC UniGR were submitted to the Board and the General Assembly of UniGR a.s.b.l. The Governing Board unanimously voted for the current draft content. A second sequence of substantiation is now being launched to update all parties involved.



2. Overview

The establishment of a European Grouping of Territorial Cooperation (EGTC) is governed by its founding documents, which are the statutes and the convention¹.

In view of the transformation of UniGR a.s.b.l. into an EGTC, the documents were written in cooperation with the Luxembourgish Ministry for Spatial Planning, the national authority for the creation of EGTCs in Luxembourg. A first draft version was already available at the very start of the pilot project, as the vision of changing the legal status of the grouping has been a longstanding objective and is part of UniGR's overall strategy (see [D2.2 UniGR foundations](#)). These documents formed the basis for the work during the project phase.

In addition, Luxembourg agreed prior to the project start to continue to home UniGR's registered office. This was particularly advantageous as the national authority already has extensive experience with the establishment of EGTCs, which represents a great added value for the transformation of the association.

During the project phase, the legal departments of each partner university were actively involved in the revision of the documents. The exchanges centred on the following main points:

- Lean governance to simplify the executive management of UniGR and make it more efficient → This led to the following revised managerial structure: Assembly and Director.
- Option to keep the seat in Luxembourg and operations in Saarbrücken (Germany) → It was confirmed by the Ministry of Spatial Planning that it was fully compliant to rules and regulations, reinforcing the cross-border aspect of UniGR.
- Internal liability regulations → The relevant section has been revised.

In accordance with the national law of the country of the registered office, the documents were drawn up in French (see FR [statutes](#) and [convention](#) on website). As four partner universities are based in Germany, a German version must be provided as well (note: the current German version is a provisional translation, see GER [statutes](#) and [convention](#) on website). To be consistent with all the deliverables, we have produced an English translation for this document. Only the French version must be considered as the reference text.

The draft statutes and draft convention were unanimously validated by the Governing Board and the General Assembly of UniGR a.s.b.l. on 20 November 2023.

¹ Article 8 and 9 of the Regulation (EC) No 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC), <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=celex%3A32006R1082>



3. Statutes

STATUTES
of the European Grouping of Territorial Cooperation
"University of the Greater Region - UniGR"
on the basis of
Regulation (EC) No 1082/2006 on a European grouping of territorial cooperation (EGTC), as amended by
Regulation (EU) No 1302/2013
of the European Parliament and of the Council of 17 December 2013

Preamble

Based on Regulation (EC) n°1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC), amended by Regulation (EU) n°1302/2013 of the European Parliament and of the Council of 17 December 2013;

Based on the Luxembourg Law of 19 May 2009 on various measures for implementing Regulation (EC) No 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC);

Considering the statutes of the non-profit association "UniGR a.s.b.l." signed on 24 November 2015 governed by the Luxembourg law on non-profit associations and foundations of 21 April 1928;

Considering, in particular, the desire to pursue the objectives and values of the cross-border university grouping described in the preamble to the statutes of the UniGR a.s.b.l. association, and mentioned in the preamble to the convention;

Considering the decision of the General Assembly of UniGR a.s.b.l. of 22 June 2021 to transform UniGR a.s.b.l. into a European Grouping of Territorial Cooperation (EGTC), considering that this legal instrument is appropriate with regard to the European cooperation objectives pursued by the cross-border university grouping.

I. General provisions

ARTICLE 1 - Creation, purpose, missions, and name

A European Grouping of Territorial Cooperation (EGTC) is formed between the founding universities of the UniGR university grouping.

The purpose of the EGTC thus formed is to ensure the continuity of the objectives of the cross-border university grouping initiated as part of an Interreg IVA Grande Région project between 2008 and 2013 and then perpetuated in the form of the UniGR a.s.b.l. association from 16 November 2015.





The grouping operates in the territory of the political area known as the "Greater Region", covering the German Länder of Saarland and Rhineland-Palatinate, Wallonia, the Grand Duchy of Luxembourg, and Lorraine in the Grand Est region.

The mission of the EGTC is to initiate, implement and support activities in the fields of higher education, research, technology transfer, innovation, and services to society.

The objectives and missions are defined in the preamble and in article X of the convention.

The UniGR EGTC acts on a non-profit basis.

The EGTC takes the name "EGTC University of the Greater Region", hereinafter referred to as the EGTC UniGR.

The working languages of the EGTC are French and German, and exceptionally English.

ARTICLE 2 - Registered office and operational seat

The registered office of the EGTC UniGR is located at the address of the University of Luxembourg, in the city of Esch-sur-Alzette, Luxembourg.

The operational seat of the EGTC UniGR is located at the Villa Europa in the city of Saarbrücken, Germany.

II. Members and associated partners

ARTICLE 3 - Founding members

The founding members of the EGTC UniGR are:

- University of Kaiserslautern-Landau
- University of Liège
- Université de Lorraine
- University of Luxembourg
- Saarland University
- Trier University

ARTICLE 4 - Accession of a new member

The EGTC UniGR may welcome other members if their profile complies with the statutory objects.

Only higher education and/or research establishments located in the political area known as the Greater Region may join the EGTC as members.

Any application for membership of the EGTC UniGR must be sent in writing to the Assembly via the Central Office.

The application for membership implies that the applicant submits to these statutes and the internal regulations in force.



ARTICLE 5 - Resignation and exclusion

Membership is conferred by written confirmation of admission by the Assembly. Membership is lost by resignation, exclusion or the commencement of insolvency or liquidation proceedings.

Any member who resigns must notify the Assembly of their decision via the Central Office by registered letter, giving nine (9) months' notice. Resignation may only take effect at the end of a quarter.

The Assembly may decide to exclude a member if it violates the statutes of the EGTC UniGR, in particular in the following cases:

- If, despite written notice, it has not met its financial commitments to the EGTC UniGR within three (3) months of the amount due,
- If it is permanently insolvent, if it is the subject of liquidation proceedings or if it is not worthy of being maintained as a member,
- If it engages in an activity contrary to the purpose of the EGTC UniGR.

ARTICLE 6 - Associate partners

The status of associate partner of the EGTC UniGR is awarded to a higher education and/or research institution which participates in all or part of the activities of the cross-border university grouping without, however, acquiring the status of member of the EGTC.

The application for associate partner status must be sent in writing to the Assembly via the Central Office.

To obtain this status, the applicant institution must be committed to a cross-border development strategy. Cooperation with the EGTC UniGR must help to strengthen the specific profile and visibility of the grouping.

Obtaining the status of "associate partner" is formalised by a partnership agreement and a joint work programme which determines, where appropriate, the amount of the partner's contribution to UniGR's activities.

Associate partners may attend meetings of UniGR's decision-making bodies without voting rights.

III. Duration and applicable rights

Article 7 - Acquisition of legal personality

The EGTC UniGR acquires legal personality on the date of publication or registration of the Grand-Ducal Decree establishing the EGTC. The decree may specify a date on which the EGTC becomes operational. In accordance with articles 4 and 5 of Regulation (EC) No 1082/2006 as amended, a notification will be sent to the Member States and the Committee of the Regions by the members of the EGTC and the publication procedure relating to the creation of the EGTC in the Official Journal will be initiated.

ARTICLE 8 - Duration

The EGTC UniGR is established for an indefinite period.





ARTICLE 9 – Dissolution

The dissolution of the EGTC UniGR must be decided unanimously by the Assembly convened for this purpose. If the Assembly cannot validly deliberate because the quorum is not reached, a new Assembly will be convened. The new Assembly may not be convened before four (4) weeks have elapsed since the Assembly which was unable to deliberate validly. No quorum is required for the new Assembly.

The dissolution of the EGTC shall take effect three months after the decision has been taken by the Assembly.

In the event of dissolution, the President of the Assembly assumes the functions of liquidator of the EGTC. The Assembly may entrust this task to a third party, preferably a tax advisor or auditor.

The Assembly decides on the allocation of the grouping's assets.

The competent authority of the Member State where the registered office of the EGTC UniGR is located may establish that the grouping no longer complies with the requirements laid down or that it is acting outside its tasks or contrary to legal provisions.

In this case, it must give the EGTC UniGR time to rectify the situation. If the EGTC UniGR fails to do so within the deadline, the competent authority may order its dissolution.

Before the dissolution of the EGTC UniGR, all contributions and financial commitments to be recovered must be assumed. The Grand Duchy of Luxembourg, as the seat of the UniGR EGTC, is responsible for coordinating the dissolution process and notifies the competent authorities of the dissolution in accordance with Article 14 of Regulation (EC) No 1082/2006 as amended. The remaining budgets are redistributed in accordance with the sources of funding that make up the budget of the EGTC UniGR. The remaining budgetary resources linked to the internal operation of the EGTC UniGR are paid back to its members based on the distribution key for their contributions. All repayments are made on condition that all debts have been honoured. The Grand Duchy of Luxembourg, as the seat of the EGTC UniGR, appoints a liquidator in accordance with the conditions laid down by the Assembly.

ARTICLE 10 - Applicable law

Within the meaning of points g), h), and j) of article 8 (2) of Regulation (EC) n°1082/2006 as amended, the members shall comply with Regulation (EC) n°1082/2006 as amended of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation and with the other applicable provisions of European law, the statutes and the convention governing the EGTC UniGR and the national legal provisions of the Grand Duchy of Luxembourg.

The interpretation and implementation of the convention are subject to Luxembourg law. Luxembourg law applies to all administrative procedures and accounting and budgetary rules.

In accordance with Regulation (EC) No. 1082/2006 as amended, which provides for the possibility that the convention and the statutes determine the law applicable to certain issues, the rules of German private law apply in terms of employment law insofar as the operational headquarters of the EGTC UniGR are located in Germany.



ARTICLE 11 - Procedures for amending the statutes

The statutes shall be adopted in accordance with Articles 4 and 5 of Regulation (EC) n°1082/2006 as amended. A proposal to amend the statutes may be submitted by a member to the Assembly via the President of the Assembly. Amendments to the statutes requires the approval of all the members of the EGTC UniGR.

Each member shall inform the authority of its State provided for in article 4 paragraph 2 of Regulation (EC) No 1082/2006 as amended of the purpose of the amendment and shall send it a copy of the proposed amendment. The member shall inform the Grand Duchy of Luxembourg as the seat of the EGTC when the procedure for approval of amendment, in accordance with national legislation, has been completed.

Each amendment must be published in accordance with articles 4 and 5 of Regulation (EC) n°1082/2006 as amended. The Grand Duchy of Luxembourg shall notify the amendment to the Committee of the Regions of the European Union and shall send to the Office for Official Publications of the European Union a request for the publication of a notice in the Official Journal of the European Union announcing the details of the amendment of the statutes of the EGTC.

IV. Organs, bodies, and their responsibilities

ARTICLE 12 - Organs, bodies, and operational structures

The organs of the EGTC UniGR are the Assembly and the Director.

The advisory bodies of the EGTC UniGR are the Student and Doctoral Council and the Advisory Board.

The operational structures are the Central Office, the Coordination Board, and the UniGR Officers in the member institutions.

ARTICLE 13 - The Assembly

The Assembly is the decision-making body. It is made up of the current Presidents and Rectors of the founding members of the EGTC and of the associated partners. If a President or Rector is unavailable, he/she appoints a person to represent him/her at the meeting.

It also includes two members of each advisory body, in an advisory capacity.

The Assembly adopts the annual budget and sets the annual contributions of the EGTC members. It has also the power to determine and authorise the general strategy, the annual work programme and to approve the annual budget of the EGTC in accordance with Article 11 of Regulation 1082/2006.

It has the power to dissolve the EGTC and to amend the convention or the statutes.

The Assembly elects from among its members a President and at least one Vice-President.

I. The President





The President is elected from among the members of the Assembly for a term of two years. The President is the representative and decision-making body in accordance with Article 10 paragraph 1 lit. b) of Regulation n° 1082/2006.

The President is in charge of:

- Convening meetings of the Assembly,
- Drawing up the agenda for meetings,
- Chairing meetings of the Assembly,
- Drafting and sending the minutes of the meeting to the members for review and approval.

The President is particularly responsible for:

- The budget and its implementation,
- The legal representation of the EGTC,
- The annual accounts and the annual activity report to be submitted to the Assembly for approval,
- Submission of the annual accounts to the competent body for the EGTC's registered office,
- Supervision of the Central Office and its Director.

II. Frequency of meetings

The Assembly shall meet at least twice (2) a year.

The Assembly shall meet whenever the needs of the EGTC require it and whenever one of its members requests it by simple letter sent at least twenty-one (21) days before the date of the meeting. Its resolutions and decisions are countersigned in the form of minutes drawn up in German and French, countersigned by the President and the Director and recorded in a register kept at the Central Office of the EGTC UniGR.

The Assembly convened in due form and time may validly deliberate when all the members are present or represented. If the Assembly cannot validly deliberate because the quorum is not met, a new Assembly shall be convened. The new Assembly may not be held before the end of a period of four (4) weeks from the date on which the Assembly was unable to deliberate validly. No quorum is required for the new Assembly.

III. Delegation of voting rights

By virtue of a written agreement, voting rights may be delegated from one member to another. Each member may represent only one other member at the same Assembly.

IV. Resolutions

Unless otherwise provided for in the statutes, the Assembly adopts its resolutions by a qualified majority of three quarters (3/4) of the votes cast.

Depending on the resolutions on the agenda, the Assembly may decide to request an opinion from consultative bodies and operational structures.

V. Area of competence



The Assembly is the body responsible for all matters of the EGTC UniGR relating to the administration and management of the EGTC UniGR that do not fall within the remit of the Central Office.

The Assembly deliberates on:

- Amendments to the statutes,
- Applications for the accession of new members and the exclusion of members,
- Dissolution of the EGTC UniGR,
- The minutes of the previous Assembly.

The Assembly ensures:

- Appointment of the Director and definition of the guidelines to be followed by the Central Office,
- Supervision of the Central Office.

The Assembly approves:

- The strategy and work plan of the EGTC UniGR, in close cooperation with the Central Office,
- The draft budget submitted by the Coordination Board in cooperation with the Central Office,
- The annual accounts for the previous financial year,
- The regulations relating to contributions and remuneration.

Any commitment of the grouping with a value of more than twenty-five thousand euros (€25,000) requires a resolution of the Assembly.

VI. Representation

The Assembly represents the EGTC UniGR in all judicial and extrajudicial acts. Legal actions, as plaintiff or defendant, shall be brought in the name of the EGTC by the Assembly through the Central Office.

Each member of the Assembly may represent the EGTC UniGR individually.

ARTICLE 14 - The Director of the EGTC UniGR

In accordance with article 10, paragraph 1 b) of amended Regulation (EC) No 1082/2006, the EGTC UniGR has a secretary-general who is responsible for day-to-day administrative management. The secretary general is appointed by the Assembly with the title of Director of the EGTC UniGR.

The main responsibilities of the Director, which he/she carries out in close cooperation with the Assembly, include:

- Preparation and implementation of decisions taken by the Assembly,
- Day-to-day management of the EGTC,
- Presentation of the internal work plan and budget to the Assembly for approval,
- Implementation of the activities set out in the work plan,
- Sending strategic proposals and initiatives relating to the implementation of the programme to the Assembly for decision,
- Day-to-day management of the UniGR Central Office,



- Management of the EGTC's own budget.

The Director attends meetings of the organs of the EGTC UniGR. He/she may be represented by another member of the Central Office.

The Director may represent the EGTC UniGR individually in all internal and external matters where the value of the act is less than or equal to €15,000.

If the value of the act is greater than 15,000 €, the Director may represent the EGTC UniGR only jointly with the signature of the President or one of the Vice-Presidents of the Assembly.

ARTICLE 15 - Consultative bodies

The consultative bodies are the "Student & Doctoral Council" and the "Advisory Council".

The consultative bodies assist the EGTC in the fulfilment of its mission. With the agreement of the EGTC UniGR, they promote the latter in accordance with the resolutions adopted by it.

The Student & Doctoral Council is composed of a maximum of two (2) students or doctoral candidates per member of the EGTC. They may be official representatives of the students or doctoral candidates or students or doctoral candidates particularly active in cross-border cooperation. Each member independently appoints the student or doctoral student delegates to the Student & Doctoral Council.

The Advisory Board includes representatives from higher education and research, technology transfer, innovation, service to society, international relations, and sustainability. The members of the Advisory Board are appointed by the Assembly, on the recommendation of the Coordination Board and the Director. They act in complete independence and are organised to convey their opinions to the Assembly, with occasional assistance from the Central Office.

The two Councils shall inform the Central Office of the names of their two (2) respective representatives no later than two (2) weeks before the Assembly.

ARTICLE 16 - Responsibilities of the consultative bodies

The tasks of the consultation bodies are to:

- Issue opinions on operational measures intended to promote the achievement of the mission of the EGTC UniGR in the medium and long term,
- Support the EGTC UniGR in the implementation of projects,
- Actively assist the Assembly in positioning the EGTC UniGR,
- Carrying out information and promotion tasks in line with the objective of the EGTC UniGR.

The Assembly may decide on new tasks.

ARTICLE 17 - Operational structures



The operational structures are:

- The Central Office,
- The Coordination Committee,
- The UniGR Officer.

a) Central Office

The Central Office is made up of the Director and at least one other person responsible for coordination and administration. They are appointed by the Assembly.

The tasks of the Central Office are:

- Monitoring compliance with the provisions of the internal rules of the EGTC UniGR in the day-to-day business and activities of the EGTC UniGR,
- Autonomous management of the day-to-day business of the EGTC UniGR in accordance with the directives of the Assembly; the procedures and details are defined in the internal regulations,
- Implementation of the strategy and work plan of the EGTC UniGR in close cooperation with the Assembly, the current President of the Assembly, and the operational bodies (Coordination Board and UniGR Officer),
- Implementation of the strategy and communication plans of the EGTC UniGR in close cooperation with the EGTC UniGR members,
- Organising and monitoring the interface between the various member players,
- Coordinating the local activities of the EGTC UniGR and the UniGR Officer,
- Assisting the President of the Assembly in office,
- Preparing the deliberations and resolutions of the Assembly,
- Presentation of a written report on the past financial year,
- Responsibility for the fixed annual budget and the additional funds of the EGTC UniGR obtained by the Central Office from third parties,
- Management of the grouping's assets, in compliance with the objectives of the EGTC UniGR and in consultation with the Assembly, in the sense of cash management,
- Submission of the cash-flow situation to the Assembly,
- Raising public and private funds for the EGTC UniGR and its projects,
- Promotion of the EGTC UniGR,
- Representation of the EGTC in bodies of the Greater Region and outside the Greater Region.

The Assembly may decide on new tasks.

b) The Coordination Board

The Coordination Board is composed of one representative per member of the EGTC UniGR, appointed by each member. Representatives may only come from the management of member universities.

If its representative leaves his/her post on the Coordination Board, the member concerned shall appoint a new representative no later than four (4) weeks after the departure of the representative and shall inform the Central Office accordingly.

The Coordination Board shall advise and assist the Assembly and the Director of the Central Office.



The Coordination Board shall meet at least twice (2) a year. It shall be convened in writing by the Director.

Meetings of the Coordination Board shall be organised and chaired by the Director. The results of Coordination Board meetings are countersigned in the form of minutes by the Director of the Central Office and a member of the Coordination Committee and recorded in a register kept at the Central Office.

The responsibilities of the Coordination Committee are to:

- Implement the activities of the EGTC UniGR within the universities and inform the Central Office of strategic developments within each university,
- Advise the Assembly and the Central Office on the preparation of Assembly meetings (agenda, deliberations, including the Central Office's work plan and budget),
- Advise the Assembly and the Central Office on all strategic and operational matters,
- Assist the Assembly in positioning the EGTC UniGR,
- Assist the Assembly in developing the international visibility of the cross-border university grouping,
- Inform the Assembly of the work and projects of the Coordination Board,
- Design operations to promote the achievement of the mission of the EGTC UniGR in the medium and long term,
- Carry out information and communication tasks in line with the objectives of the EGTC UniGR.

The Assembly may decide on new tasks.

c) UniGR Officer

The UniGR Officer are the operational contact persons in each of the member establishments.

To this end, each member shall provide human resources equivalent to one full-time position for the performance of the tasks of the UniGR Officer. The members may decide to divide the UniGR tasks between several posts, considering the qualifications required to carry out the activities.

The responsibilities of the UniGR Officer are to:

- Implement operationally the strategy and work plan of the EGTC UniGR (activities, events, projects, etc.) within their universities,
- Interact regularly with the management of their universities, the administration, experts, researchers, lecturers, doctoral students, and students,
- Working closely with the Central Office and the other UniGR Officer (including regular meetings) to support the group's objectives,
- Administratively and financially manage the actions of the UniGR EGTC within their universities,
- Ensure that UniGR is firmly established and taken into account within their universities,
- Take on any potential new responsibilities, in consultation with the Central Office.

ARTICLE 18 - Staff and recruitment

The EGTC may recruit staff directly and use seconded staff.



For directly hired staff, personnel management, recruitment procedures and employment contracts are the responsibility of the Director of the UniGR EGTC.

The conditions of employment, recruitment and dismissal are decided by the Assembly. The contracts concluded are contracts under German private law. The administrative management of the staff recruited will be carried out by an external service provider.

At operational level, the EGTC UniGR is headed by the Director. The staff of the Central Office supports the Director in the implementation of his/her tasks.

Staff made available to the EGTC UniGR remain employed by their home organisation. They act under the responsibility of the Director of the Central Office.

The EGTC UniGR may benefit from staff made available by the members. Seconded staff retain their original status, and the original employer retains responsibility for their remuneration and ancillary benefits. Such staff shall be made available to their home organization:

- At their request;
- In the event of serious misconduct or for disciplinary reasons;
- At the request of the parent company, subject to three months' notice;
- If this member withdraws from the grouping, subject to three months' notice;
- In the event of dissolution of the UniGR EGTC.

V. Financial provisions and responsibilities

ARTICLE 19 - Sources of funding

Members and, where applicable, associate partners, must pay fees and contributions. The amount of fees and contributions shall be determined by the Assembly. The annual fee set shall apply until a new resolution is passed.

The annual amount of fees and contributions may not exceed €100,000 per member.

The EGTC UniGR has no commercial objectives. It is financed in particular by the fees and contributions of its members and associated partners.

In order to fulfil its statutory mission, the EGTC UniGR may collect funds from other public sources, in particular European or private grant applications, donations and legacies, and income from the organisation of events, or from consultancy or similar services.

ARTICLE 20 - Accounting and budgetary rules

The budget is managed in accordance with applicable Luxembourg law and the principle of sound financial management.

The budget year corresponds to the calendar year. The annual accounts are closed on 31 December.



The annual accounts accompanied by the report on the financial situation of the EGTC UniGR are submitted to the Assembly.

ARTICLE 21 - Control

Administrative and budgetary control of the EGTC will be carried out in accordance with the provisions of Luxembourg law. The authorities of the partner regions will be informed on request.

The Court of Audit of the Grand Duchy of Luxembourg is competent to audit the management of public funds by the EGTC UniGR.

ARTICLE 22 - Public contracts - Concessions and award of public contracts

As a body governed by public law, the EGTC UniGR is subject to Luxembourg law with regard to the award of public contracts.

ARTICLE 23 - Liability of the members of the EGTC UniGR

The EGTC UniGR is liable for all commitments arising from its activities. If the property, assets, and resources of the EGTC UniGR are not sufficient to cover the commitments, its member institutions are liable for its debts in accordance with article 12 paragraph 2 of Regulation (EC) no. 1082/2006 as amended. This includes covering any financial obligations arising from the activities of the EGTC UniGR.

If the assets of the EGTC are not sufficient to cover its debts, its members shall be liable pro rata, regardless of the nature of the debts, in accordance with the distribution key for founding members and associated partners. In the event of misuse of third-party funds, internal responsibility lies with the EGTC member in whose area of responsibility the misuse occurred and releases the other members in this respect.

Members do not incur any personal obligations in relation to the commitments of the EGTC UniGR. Their liability is limited to the execution of the mandate they have received and to faults committed in their management.

The withdrawal of a member from the EGTC does not release it from the responsibilities it has contracted during its membership of the EGTC.

VI. Final provisions

ARTICLE 24 - Transitional obligations

The EGTC UniGR takes over the legal and financial obligations of UniGR a.s.b.l., including contracts with hired staff.

The EGTC UniGR bears all the costs incurred in its creation.



During the Constitutive Assembly, the founding members of the EGTC UniGR who participate in this Assembly adopt the present statutes.

ARTICLE 25 - Safeguard clause

If one or more provisions of these statutes are invalid in whole or in part, the validity of all the other provisions shall not be called into question. The invalid provision shall be retroactively replaced by a clause with similar content that comes closest to the intended purpose.

ARTICLE 26 - Language versions

These statutes have been drawn up in German and French. In the event of any ambiguity or discrepancy between the two versions, the French version shall prevail.

ARTICLE 27 - Jurisdiction

The place of jurisdiction is the Grand Duchy of Luxembourg, within the jurisdiction of the District Court of Luxembourg.





4. Convention

CONVENTION of the European Grouping for Territorial Cooperation "University of the Greater Region - UniGR"

Preamble

1. Based on Regulation (EC) n°1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC), amended by Regulation (EU) n°1302/2013 of the European Parliament and of the Council of 17 December 2013;
2. Based on the Luxembourg Law of 19 May 2009 on various measures for implementing Regulation (EC) No 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC);
3. Considering the statutes of the non-profit association "UniGR a.s.b.l." signed on 24 November 2015 governed by the Luxembourg law on non-profit associations and foundations of 21 April 1928;
4. Considering, in particular, the desire to pursue the objectives and values of the cross-border university grouping as described in the preamble of the statutes of UniGR a.s.b.l., created on 16 November 2015, namely:

The creation of the European Union and the abolition of borders offer border regions exceptional opportunities for development through cooperation.

The six (6) [founding] partner universities have therefore decided to continue the cooperation started as part of the Interreg project "Université de la Grande Région - UniGR" by creating a legal structure aimed at creating a permanent grouping of Partner Universities.

Thanks to this initiative, a dynamic university grouping has come into being, anchored in the universities through research projects of excellence and an attractive range of courses, which represents added value for students, doctoral students, and researchers, contributes to the regional development of the political area "Greater Region" and enjoys an international reputation.

The aims pursued by UniGR a.s.b.l. are based on a number of values. Mutual trust and transparency in the pursuit of teaching and research objectives, as well as in administrative procedures, form the basis for the joint work of the partner universities within the grouping. Participation in the grouping's activities promotes equal opportunities and fosters a climate of recognition, tolerance, and acceptance with regard to the competences, objectives and realities of the partner universities.

The "UniGR a.s.b.l." association is a unique and innovative university grouping, which has set itself the goal of becoming a model in Europe and internationally by actively participating in the creation of a common higher education and research area.

In the political area "Greater Region", it promotes education and research "without borders" and offers the Partner Universities international visibility.

A "UniGR culture" has developed in the partner universities, thanks to the impetus of the bodies of UniGR a.s.b.l., but also thanks to the many networks active within UniGR. The UniGR a.s.b.l. association is one of the key players in the Greater Region, in the sense that its priorities in the fields of education and research



are geared towards international visibility and competitiveness, as well as the development strategy of the political area known as the Greater Region. It promotes multilingualism in the Greater Region and will prepare students and doctoral candidates for the job market in this area;

5. Considering the decision of the General Assembly of UniGR a.s.b.l. of 22 June 2022 to transform UniGR a.s.b.l. into a European Grouping of Territorial Cooperation, considering this legal instrument to be more appropriate with regard to the European cooperation objectives pursued by the cross-border university grouping.

Consequently, the signatories to this convention, listed below, agree as follows:

Article 1 - Creation, purpose, missions, and name

A European Grouping of Territorial Cooperation (EGTC) is formed between the founding universities of the UniGR university grouping.

The purpose of the EGTC thus formed is to ensure the continuity of the objectives of the cross-border university grouping initiated as part of an Interreg IVA Grande Région project between 2008 and 2013 and then perpetuated in the form of the UniGR a.s.b.l. association from 16 November 2015.

The grouping operates in the territory of the political area known as the "Greater Region", covering the German Länder of Saarland and Rhineland-Palatinate, Wallonia, the Grand Duchy of Luxembourg, and Lorraine in the Grand Est region.

The mission of the EGTC is to initiate, implement and support activities in the fields of higher education, research, technology transfer, innovation, and services to society.

The UniGR EGTC acts on a non-profit basis.

The EGTC takes the name "EGTC University of the Greater Region", hereinafter referred to as the EGTC UniGR.

The working languages of the EGTC are French and German, and exceptionally English.

Article 2 - Registered office and operational seat

The registered office of the EGTC UniGR is located at the address of the University of Luxembourg, in the city of Esch-sur-Alzette, Luxembourg.

The operational seat of the EGTC UniGR is located at the Villa Europa in the city of Saarbrücken, Germany.

Article 3 - Members and associated partners

The founding members of the EGTC UniGR are:

- The University of Kaiserslautern-Landau, an institution under German public law whose registered office is at Gottlieb-Daimler-Strasse, building 47, D-67663 Kaiserslautern, Germany, represented by its two presidents, Professor Arnd Potzsch-Heffter and Professor Gabriele Schaumann,



- The University of Liège, a public teaching and research establishment under Belgian law, with headquarters at 7, place du 20 août, B-4000 Liège, Belgium, represented by its Rector, Professor Anne-Sophie Nyssen,
- The Université de Lorraine, a public scientific, cultural and professional establishment under French law, whose registered office is at 34, Cours Léopold - BP 25233, F-54052 Nancy Cedex, France, represented by its President, Professor Hélène Boulanger,
- The University of Luxembourg, a public institution of higher education and research under Luxembourg law, whose registered office is at 2 Avenue de l'Université, L-4365 Esch-sur-Alzette, Luxembourg, represented by its Rector, Professor Jens Kreisel,
- The Saarland University, an institution under German public law whose registered office is at Campus, D-66123 Saarbrücken, Germany, represented by its President, Professor Manfred Schmitt,
- Trier University, an institution under German public law with its registered office at Universitätsring 15, D-54296 Trier, Germany, represented by its President, Professor Eva Martha Eckkrammer.

Article 4 - Accession of a new member

The EGTC UniGR may welcome other members if their profile complies with the statutory objects.

Only higher education and/or research establishments located in the political area known as the Greater Region may join the EGTC as members.

Any application for membership of the EGTC UniGR must be sent in writing to the Assembly via the Central Office.

The application for membership implies that the applicant submits to these statutes and the internal regulations in force.

Article 5 - Resignation and exclusion

Membership is conferred by written confirmation of admission by the Assembly. Membership is lost by resignation, exclusion or the commencement of insolvency or liquidation proceedings.

Any member who resigns must notify the Assembly of their decision via the Central Office by registered letter, giving nine (9) months' notice. Resignation may only take effect at the end of a quarter.

The Assembly may decide to exclude a member if it violates the statutes of the EGTC UniGR, in particular in the following cases:

- If, despite written notice, it has not met its financial commitments to the EGTC UniGR within three (3) months of the amount due,
- If it is permanently insolvent, if it is the subject of liquidation proceedings or if it is not worthy of being maintained as a member,
- If it engages in an activity contrary to the purpose of the EGTC UniGR.



Article 6 - Associate partners

The status of associate partner of the EGTC UniGR is awarded to a higher education and/or research institution which participates in all or part of the activities of the cross-border university grouping without, however, acquiring the status of member of the EGTC.

The application for associate partner status must be sent in writing to the Assembly via the Central Office.

To obtain this status, the applicant institution must be committed to a cross-border development strategy. Cooperation with the EGTC UniGR must help to strengthen the specific profile and visibility of the grouping.

Obtaining the status of "associate partner" is formalised by a partnership agreement and a joint work programme which determines, where appropriate, the amount of the partner's contribution to UniGR's activities.

Associate partners may attend meetings of UniGR's decision-making bodies without voting rights.

Article 7 - Acquisition of legal personality

The EGTC UniGR acquires legal personality on the date of publication or registration of the Grand-Ducal Decree establishing the EGTC. The decree may specify a date on which the EGTC becomes operational. In accordance with articles 4 and 5 of Regulation (EC) No 1082/2006 as amended, a notification will be sent to the Member States and the Committee of the Regions by the members of the EGTC and the publication procedure relating to the creation of the EGTC in the Official Journal will be initiated.

Article 8 - Duration

The EGTC UniGR is established for an indefinite period.

Article 9 - Dissolution

The dissolution of the EGTC UniGR must be decided unanimously by the Assembly convened for this purpose. If the Assembly cannot validly deliberate because the quorum is not reached, a new Assembly will be convened. The new Assembly may not be convened before four (4) weeks have elapsed since the Assembly which was unable to deliberate validly. No quorum is required for the new Assembly.

The dissolution of the EGTC shall take effect three months after the decision has been taken by the Assembly.

In the event of dissolution, the President of the Assembly assumes the functions of liquidator of the EGTC. The Assembly may entrust this task to a third party, preferably a tax advisor or auditor.

The Assembly decides on the allocation of the grouping's assets.

The competent authority of the Member State where the registered office of the EGTC UniGR is located may establish that the grouping no longer complies with the requirements laid down or that it is acting outside its tasks or contrary to legal provisions.



In this case, it must give the EGTC UniGR time to rectify the situation. If the EGTC UniGR fails to do so within the deadline, the competent authority may order its dissolution.

Before the dissolution of the EGTC UniGR, all contributions and financial commitments to be recovered must be assumed. The Grand Duchy of Luxembourg, as the seat of the UniGR EGTC, is responsible for coordinating the dissolution process and notifies the competent authorities of the dissolution in accordance with Article 14 of Regulation (EC) No 1082/2006 as amended. The remaining budgets are redistributed in accordance with the sources of funding that make up the budget of the EGTC UniGR. The remaining budgetary resources linked to the internal operation of the EGTC UniGR are paid back to its members based on the distribution key for their contributions. All repayments are made on condition that all debts have been honoured. The Grand Duchy of Luxembourg, as the seat of the EGTC UniGR, appoints a liquidator in accordance with the conditions laid down by the Assembly.

Article 10 - Applicable law

Within the meaning of points g), h), and j) of article 8 (2) of Regulation (EC) n°1082/2006 as amended, the members shall comply with Regulation (EC) n°1082/2006 as amended of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation and with the other applicable provisions of European law, the statutes and the convention governing the EGTC UniGR and the national legal provisions of the Grand Duchy of Luxembourg.

The interpretation and implementation of the convention are subject to Luxembourg law. Luxembourg law applies to all administrative procedures and accounting and budgetary rules.

In accordance with Regulation (EC) No. 1082/2006 as amended, which provides for the possibility that the convention and the statutes determine the law applicable to certain issues, the rules of German private law apply in terms of employment law insofar as the operational headquarters of the EGTC UniGR are located in Germany.

Article 11 - Procedures for amending the convention

The convention shall be adopted in accordance with Articles 4 and 5 of Regulation (EC) n°1082/2006 as amended. A proposal to amend the convention may be submitted by a member to the Assembly via the President of the Assembly. Amendments to the convention requires the approval of all the members of the EGTC UniGR.

Each member shall inform the authority of its State provided for in article 4 paragraph 2 of Regulation (EC) No 1082/2006 as amended of the purpose of the amendment and shall send it a copy of the proposed amendment. The member shall inform the Grand Duchy of Luxembourg as the seat of the EGTC when the procedure for approval of amendment, in accordance with national legislation, has been completed.

Each amendment must be published in accordance with articles 4 and 5 of Regulation (EC) n°1082/2006 as amended. The Grand Duchy of Luxembourg shall notify the amendment to the Committee of the Regions of the European Union and shall send to the Office for Official Publications of the European Union a request for the publication of a notice in the Official Journal of the European Union announcing the details of the amendment of the statutes of the EGTC.



Article 12 - Organs, bodies, and operational structures

The organs of the EGTC UniGR are the Assembly and the Director.

The advisory bodies of the EGTC UniGR are the Student and Doctoral Council and the Advisory Board.

The operational structures are the Central Office, the Coordination Board, and the UniGR Officers in the member institutions.

Article 13 - The Assembly

The Assembly is the decision-making body. It is made up of the current Presidents and Rectors of the founding members of the EGTC and of the associated partners. If a President or Rector is unavailable, he/she appoints a person to represent him/her at the meeting.

It also includes two members of each advisory body, in an advisory capacity.

The Assembly adopts the annual budget and sets the annual contributions of the EGTC members. It has also the power to determine and authorise the general strategy, the annual work programme and to approve the annual budget of the EGTC in accordance with Article 11 of Regulation 1082/2006.

It has the power to dissolve the EGTC and to amend the convention or the statutes.

The Assembly elects from among its members a President and at least one Vice-President.

VII. The President

The President is elected from among the members of the Assembly for a term of two years. The President is the representative and decision-making body in accordance with Article 10 paragraph 1 lit. b) of Regulation n° 1082/2006.

The President is in charge of:

- Convening meetings of the Assembly,
- Drawing up the agenda for meetings,
- Chairing meetings of the Assembly,
- Drafting and sending the minutes of the meeting to the members for review and approval.

The President is particularly responsible for:

- The budget and its implementation,
- The legal representation of the EGTC,
- The annual accounts and the annual activity report to be submitted to the Assembly for approval,
- Submission of the annual accounts to the competent body for the EGTC's registered office,
- Supervision of the Central Office and its Director.

VIII. Frequency of meetings



The Assembly shall meet at least twice (2) a year.

The Assembly shall meet whenever the needs of the EGTC require it and whenever one of its members requests it by simple letter sent at least twenty-one (21) days before the date of the meeting. Its resolutions and decisions are countersigned in the form of minutes drawn up in German and French, countersigned by the President and the Director and recorded in a register kept at the Central Office of the EGTC UniGR.

The Assembly convened in due form and time may validly deliberate when all the members are present or represented. If the Assembly cannot validly deliberate because the quorum is not met, a new Assembly shall be convened. The new Assembly may not be held before the end of a period of four (4) weeks from the date on which the Assembly was unable to deliberate validly. No quorum is required for the new Assembly.

IX. Delegation of voting rights

By virtue of a written agreement, voting rights may be delegated from one member to another. Each member may represent only one other member at the same Assembly.

X. Resolutions

Unless otherwise provided for in the statutes, the Assembly adopts its resolutions by a qualified majority of three quarters (3/4) of the votes cast.

Depending on the resolutions on the agenda, the Assembly may decide to request an opinion from consultative bodies and operational structures.

XI. Area of competence

The Assembly is the body responsible for all matters of the EGTC UniGR relating to the administration and management of the EGTC UniGR that do not fall within the remit of the Central Office.

The Assembly deliberates on:

- Amendments to the statutes,
- Applications for the accession of new members and the exclusion of members,
- Dissolution of the EGTC UniGR,
- The minutes of the previous Assembly.

The Assembly ensures:

- Appointment of the Director and definition of the guidelines to be followed by the Central Office,
- Supervision of the Central Office.

The Assembly approves:

- The strategy and work plan of the EGTC UniGR, in close cooperation with the Central Office,
- The draft budget submitted by the Coordination Board in cooperation with the Central Office,
- The annual accounts for the previous financial year,
- The regulations relating to contributions and remuneration.



Any commitment of the grouping with a value of more than twenty-five thousand euros (€25,000) requires a resolution of the Assembly.

XII. Representation

The Assembly represents the EGTC UniGR in all judicial and extrajudicial acts. Legal actions, as plaintiff or defendant, shall be brought in the name of the EGTC by the Assembly through the Central Office.

Each member of the Assembly may represent the EGTC UniGR individually.

Article 14 - The Director of the EGTC UniGR

In accordance with article 10, paragraph 1 b) of amended Regulation (EC) No 1082/2006, the EGTC UniGR has a secretary-general who is responsible for day-to-day administrative management. The secretary general is appointed by the Assembly with the title of Director of the EGTC UniGR.

The main responsibilities of the Director, which he/she carries out in close cooperation with the Assembly, include:

- Preparation and implementation of decisions taken by the Assembly,
- Day-to-day management of the EGTC,
- Presentation of the internal work plan and budget to the Assembly for approval,
- Implementation of the activities set out in the work plan,
- Sending strategic proposals and initiatives relating to the implementation of the programme to the Assembly for decision,
- Day-to-day management of the UniGR Central Office,
- Management of the EGTC's own budget.

The Director attends meetings of the organs of the EGTC UniGR. He/she may be represented by another member of the Central Office.

The Director may represent the EGTC UniGR individually in all internal and external matters where the value of the act is less than or equal to €15,000.

If the value of the act is greater than 15,000 €, the Director may represent the EGTC UniGR only jointly with the signature of the President or one of the Vice-Presidents of the Assembly.

Article 15 - Consultative bodies

The consultative bodies are the "Student & Doctoral Council" and the "Advisory Council".

The consultative bodies assist the EGTC in the fulfilment of its mission. With the agreement of the EGTC UniGR, they promote the latter in accordance with the resolutions adopted by it.

The Student & Doctoral Council is composed of a maximum of two (2) students or doctoral candidates per member of the EGTC. They may be official representatives of the students or doctoral candidates or students or doctoral



candidates particularly active in cross-border cooperation. Each member independently appoints the student or doctoral student delegates to the Student & Doctoral Council.

The Advisory Board includes representatives from higher education and research, technology transfer, innovation, service to society, international relations, and sustainability. The members of the Advisory Board are appointed by the Assembly, on the recommendation of the Coordination Board and the Director. They act in complete independence and are organised to convey their opinions to the Assembly, with occasional assistance from the Central Office.

The two Councils shall inform the Central Office of the names of their two (2) respective representatives no later than two (2) weeks before the Assembly.

Article 16 - Responsibilities of the consultative bodies

The tasks of the consultation bodies are to:

- Issue opinions on operational measures intended to promote the achievement of the mission of the EGTC UniGR in the medium and long term,
- Support the EGTC UniGR in the implementation of projects,
- Actively assist the Assembly in positioning the EGTC UniGR,
- Carrying out information and promotion tasks in line with the objective of the EGTC UniGR.

The Assembly may decide on new tasks.

Article 17 - Operational structures

The operational structures are:

- The Central Office,
- The Coordination Committee,
- The UniGR Officer.

a) Central Office

The Central Office is made up of the Director and at least one other person responsible for coordination and administration. They are appointed by the Assembly.

The tasks of the Central Office are:

- Monitoring compliance with the provisions of the internal rules of the EGTC UniGR in the day-to-day business and activities of the EGTC UniGR,
- Autonomous management of the day-to-day business of the EGTC UniGR in accordance with the directives of the Assembly; the procedures and details are defined in the internal regulations,
- Implementation of the strategy and work plan of the EGTC UniGR in close cooperation with the Assembly, the current President of the Assembly, and the operational bodies (Coordination Board and UniGR Officer),



- Implementation of the strategy and communication plans of the EGTC UniGR in close cooperation with the EGTC UniGR members,
- Organising and monitoring the interface between the various member players,
- Coordinating the local activities of the EGTC UniGR and the UniGR Officer,
- Assisting the President of the Assembly in office,
- Preparing the deliberations and resolutions of the Assembly,
- Presentation of a written report on the past financial year,
- Responsibility for the fixed annual budget and the additional funds of the EGTC UniGR obtained by the Central Office from third parties,
- Management of the grouping's assets, in compliance with the objectives of the EGTC UniGR and in consultation with the Assembly, in the sense of cash management,
- Submission of the cash-flow situation to the Assembly,
- Raising public and private funds for the EGTC UniGR and its projects,
- Promotion of the EGTC UniGR,
- Representation of the EGTC in bodies of the Greater Region and outside the Greater Region.

The Assembly may decide on new tasks.

b) The Coordination Board

The Coordination Board is composed of one representative per member of the EGTC UniGR, appointed by each member. Representatives may only come from the management of member universities.

If its representative leaves his/her post on the Coordination Board, the member concerned shall appoint a new representative no later than four (4) weeks after the departure of the representative and shall inform the Central Office accordingly.

The Coordination Board shall advise and assist the Assembly and the Director of the Central Office.

The Coordination Board shall meet at least twice (2) a year. It shall be convened in writing by the Director.

Meetings of the Coordination Board shall be organised and chaired by the Director. The results of Coordination Board meetings are countersigned in the form of minutes by the Director of the Central Office and a member of the Coordination Committee and recorded in a register kept at the Central Office.

The responsibilities of the Coordination Committee are to:

- Implement the activities of the EGTC UniGR within the universities and inform the Central Office of strategic developments within each university,
- Advise the Assembly and the Central Office on the preparation of Assembly meetings (agenda, deliberations, including the Central Office's work plan and budget),
- Advise the Assembly and the Central Office on all strategic and operational matters,
- Assist the Assembly in positioning the EGTC UniGR,
- Assist the Assembly in developing the international visibility of the cross-border university grouping,
- Inform the Assembly of the work and projects of the Coordination Board,
- Design operations to promote the achievement of the mission of the EGTC UniGR in the medium and long term,



- Carry out information and communication tasks in line with the objectives of the EGTC UniGR.

The Assembly may decide on new tasks.

c) UniGR Officer

The UniGR Officer are the operational contact persons in each of the member establishments.

To this end, each member shall provide human resources equivalent to one full-time position for the performance of the tasks of the UniGR Officer. The members may decide to divide the UniGR tasks between several posts, considering the qualifications required to carry out the activities.

The responsibilities of the UniGR Officer are to:

- Implement operationally the strategy and work plan of the EGTC UniGR (activities, events, projects, etc.) within their universities,
- Interact regularly with the management of their universities, the administration, experts, researchers, lecturers, doctoral students, and students,
- Working closely with the Central Office and the other UniGR Officer (including regular meetings) to support the group's objectives,
- Administratively and financially manage the actions of the UniGR EGTC within their universities,
- Ensure that UniGR is firmly established and taken into account within their universities,
- Take on any potential new responsibilities, in consultation with the Central Office.

Article 18 - Staff and recruitment

The EGTC may recruit staff directly and use seconded staff.

For directly hired staff, personnel management, recruitment procedures and employment contracts are the responsibility of the Director of the UniGR EGTC.

The conditions of employment, recruitment and dismissal are decided by the Assembly. The contracts concluded are contracts under German private law. The administrative management of the staff recruited will be carried out by an external service provider.

At operational level, the EGTC UniGR is headed by the Director. The staff of the Central Office supports the Director in the implementation of his/her tasks.

Staff made available to the EGTC UniGR remain employed by their home organisation. They act under the responsibility of the Director of the Central Office.

The EGTC UniGR may benefit from staff made available by the members. Seconded staff retain their original status, and the original employer retains responsibility for their remuneration and ancillary benefits. Such staff shall be made available to their home organization:

- At their request;
- In the event of serious misconduct or for disciplinary reasons;
- At the request of the parent company, subject to three months' notice;



- If this member withdraws from the grouping, subject to three months' notice;
- In the event of dissolution of the UniGR EGTC.

Article 19 - Sources of funding

Members and, where applicable, associate partners, must pay fees and contributions. The amount of fees and contributions shall be determined by the Assembly. The annual fee set shall apply until a new resolution is passed.

The annual amount of fees and contributions may not exceed €100,000 per member.

The EGTC UniGR has no commercial objectives. It is financed in particular by the fees and contributions of its members and associated partners.

In order to fulfil its statutory mission, the EGTC UniGR may collect funds from other public sources, in particular European or private grant applications, donations and legacies, and income from the organisation of events, or from consultancy or similar services.

Article 20 - Accounting and budgetary rules

The budget is managed in accordance with applicable Luxembourg law and the principle of sound financial management.

The budget year corresponds to the calendar year. The annual accounts are closed on 31 December.

The annual accounts accompanied by the report on the financial situation of the EGTC UniGR are submitted to the Assembly.

Article 21 - Control

Administrative and budgetary control of the EGTC will be carried out in accordance with the provisions of Luxembourg law. The authorities of the partner regions will be informed on request.

The Court of Audit of the Grand Duchy of Luxembourg is competent to audit the management of public funds by the EGTC UniGR.

Article 22 - Public contracts - Concessions and award of public contracts

As a body governed by public law, the EGTC UniGR is subject to Luxembourg law with regard to the award of public contracts.

Article 23 - Liability of the members of the EGTC UniGR

The EGTC UniGR is liable for all commitments arising from its activities. If the property, assets, and resources of the EGTC UniGR are not sufficient to cover the commitments, its member institutions are liable for its debts in



accordance with article 12 paragraph 2 of Regulation (EC) no. 1082/2006 as amended. This includes covering any financial obligations arising from the activities of the EGTC UniGR.

If the assets of the EGTC are not sufficient to cover its debts, its members shall be liable pro rata, regardless of the nature of the debts, in accordance with the distribution key for founding members and associated partners. In the event of misuse of third-party funds, internal responsibility lies with the EGTC member in whose area of responsibility the misuse occurred and releases the other members in this respect.

Members do not incur any personal obligations in relation to the commitments of the EGTC UniGR. Their liability is limited to the execution of the mandate they have received and to faults committed in their management.

The withdrawal of a member from the EGTC does not release it from the responsibilities it has contracted during its membership of the EGTC.

Article 24 - Transitional obligations

The EGTC UniGR takes over the legal and financial obligations of UniGR a.s.b.l., including contracts with hired staff.

The EGTC UniGR bears all the costs incurred in its creation.

During the Constitutive Assembly, the founding members of the EGTC UniGR who participate in this Assembly adopt the present statutes.

Article 25 - Safeguard clause

If one or more provisions of these statutes are invalid in whole or in part, the validity of all the other provisions shall not be called into question. The invalid provision shall be retroactively replaced by a clause with similar content that comes closest to the intended purpose.

Article 26 - Language versions

These statutes have been drawn up in German and French. In the event of any ambiguity or discrepancy between the two versions, the French version shall prevail.

Article 27 - Jurisdiction

The place of jurisdiction is the Grand Duchy of Luxembourg, within the jurisdiction of the District Court of Luxembourg.

Date

Place

Signatures