



**STATUTES
OF THE INTERNATIONAL INSTITUTE OF MOLECULAR MECHANISMS AND MACHINES,
POLISH ACADEMY OF SCIENCES**

**Chapter I
General Provisions**

§1.

1. The International Institute of Molecular Mechanisms and Machines, Polish Academy of Sciences, hereinafter the "Institute", is an international research institute of the Polish Academy of Sciences.
2. The Institute may be also designated by the following names and abbreviations: Międzynarodowy Instytut Mechanizmów i Maszyn Molekularnych Polskiej Akademii Nauk (the original name in the Polish language), IMol.

§2.

1. The Institute operates on the basis of the agreement made on 9 October 2020 with the University Medical Center Göttingen and these Statutes.
2. Any and all matters not regulated herein are governed by the Act of 30 April 2010 on the Polish Academy of Sciences (OJ 2019, items 1182, 1655, 2227; OJ 2020, items 695, 1086), hereinafter the "PAN Act").

§3.

1. The Institute is domiciled in Warszawa.
2. The Institute has a legal personality.
3. The Institute may establish its organisational units in Poland and abroad.

§4.

1. The organisational structure of the Institute consists of the following organisational units: research groups, core facilities and administrative units.
2. Within its organisational structure, the Institute may further establish:
 - 1) Task teams;
 - 2) Opinion-advisory teams;
 - 3) Collegial bodies;
 - 4) Other organisational units necessary for the pursuit of statutory objectives, including research projects and agendas;
 - 5) Branches and local offices.

§5.

The Institute has its own logo and uses a round seal with the emblem of the Republic of Poland in the middle and the designation of its name in the rim: "Międzynarodowy Instytut Mechanizmów i Maszyn Molekularnych Polskiej Akademii Nauk" (The International Institute of Molecular Mechanisms and Machines, Polish Academy of Sciences).

Chapter II Tasks of the Institute

§6.

The Institute is established to conduct scientific research, research and development work and provide training in the field of biological, chemical, medical, biotechnological, bioinformatic, biophysical, pharmacological, and similar sciences and to disseminate the outcomes of such research.

§7.

In particular, the tasks of the Institute are to:

1. Conduct scientific research and development work in an international scientific environment ensuring the highest scientific level and compliance with high ethical standards, including the principles of good research practice;
2. Carry out practical implementation of the outcomes of conducted scientific research and development work in sciences, education, journalism, medicine and pharmacology to improve the wellbeing of the society construed as the dissemination of knowledge, raising awareness, improved quality of life and better health;
3. Support the development of and promote Polish sciences in the fields referred to in § 6.

§8.

To perform the tasks laid down in § 7, the Institute:

1. Conducts scientific research or development work in an ongoing way;
2. Submits applications to carry out research projects;
3. Publishes research;
4. Submits patent applications;
5. Effectively transfers knowledge into business practice;
6. Provides research services to the extent that supports the classification of such activity as auxiliary;
7. Participates in consortia and other organisations whose objectives and tasks are aligned with the objectives and tasks of the Institute referred to in § 6;
8. Initiates and supports national and international cooperation with scientific and research institutions, health care organisations, universities, non-profits, patient associations, businesses and other organisations whose objectives are aligned with the objectives and tasks of the Institute referred to in § 6 or are conducive to the attainment of such objectives or the performance of such tasks;
9. Supports the development of young scientific staff;
10. Runs doctoral and post-graduate programmes, including programmes of international nature and a doctoral school, and carries out other educational activity;
11. Runs training sessions, courses, workshops, and scientific meetings;
12. Organises and runs post-doctoral training;
13. Cooperates with medical and industrial institutions to support the application of scientific research results, i.e. the transfer of technology for practical applications;
14. Promotes the work culture that supports the quality of the organisation and scientific research, including compliance with the highest ethical standards in research work;
15. Disseminates scientific achievements;
16. Works to optimize national legislation aimed at the improvement of operating conditions and the development of Polish science.

Chapter III Organisation of the Institute

§9.

1. The Institute has the following authorities:
 - a. Director;
 - b. Scientific Board.
2. The President of the Polish Academy of Sciences appoints the Director of the newly established Institute for a term of 4 years.
3. The subsequent director will be selected in an international competition announced pursuant to the PAN Act.

§10.

1. The Director of the Institute manages its ongoing activity, is liable for managing its assets in compliance with the rules referred to in Article 72(1) of the PAN Act, is responsible for the financial result on the Institute's operations and manages fixed assets of the Institute.
2. The Director must be an active research worker with extensive experience, leading his or her own research group in the capacity of a Head of a research group.
3. The Director appoints and dismisses, save for § 10(4), his or her own deputies and defines the scope of their competence. The maximum number of deputies is 3.
4. The Director of the Institute may dismiss his or her deputy before the lapse of the period referred to in §10(6) if such person infringes the law or fails to perform their duties.
5. The Director designates one of the deputies as the person responsible for the scientific activity of the Institute.
6. The term of deputy directors expires with the expiry of the director's term.

§11.

In particular, the director of the Institute is competent to:

1. Represent the Institute and submit declarations of intent on its behalf.
2. Manage the Institute, taking account of the guidelines prepared by the Scientific Board;
3. Determine the financial plans of the Institute;
4. Distribute the funds at the disposal of the Institute, in compliance with law and financial management rules effective at the Institute;
5. Manage the assets of the Institute;
6. Perform labour law activities reserved to the employer with respect to the employees of the Institute;
7. Determine the organisational rules of the Institute;
8. Determine the employee handbook and the remuneration rules;
9. Employ, prolong employment and dismiss heads of research groups – at Scientific Board's request;
10. Employ and dismiss members of research groups – at request of the relevant research group head;
11. Prepare annual operating plans for the Institute;
12. Draft annual reports on the scientific activity of the Institute and submit them to the Scientific Board for approval;
13. Draft annual financial statements;
14. Establish, modify and wind up the Institute's organisational units – having obtained an opinion of the Scientific Board in matters concerning research groups;
15. Appoint consultation bodies and commissions and establish their rules of procedure and scope of competence;
16. Make decisions on the directions and forms of business activity, including the establishment of a commercial law partnership or company, a foundation or a cooperative or regarding joining such entities, taking up or acquiring shares or stock, convertible bonds or similar rights.
17. Convene general meeting of employees.

§12.

1. The Scientific Board operates on the basis of the rules adopted by itself and specifying its principles and rules of procedure.
2. The Scientific Board is composed of maximum 20 persons appointed for a term of 4 years by the President of the Polish Academy of Sciences, upon consultation with the Dean of the University Medical Center Göttingen, from among outstanding specialists in the field matching the area of Institute's operations. Any member may be appointed for a second term, with reservation that at least 30% of all members of the Scientific Board should be serving their first term.
3. The Scientific Board elects from among its members the chairman of the Board, his or her deputy or deputies and a secretary. None of these functions may be performed by the director of the Institute or his or her deputies.
4. Members of the Scientific Board may include members of International Scientific Committees in projects whose grant terms and conditions require the establishment of an advisory or supervisory body.
5. The Scientific Board works in the English language.

§13.

1. The Scientific Board supervises the activity of the Institute, ensuring high quality of its scientific activity and the development of young scientists within the meaning of Article 360(2) of the Higher Education and Science Act of 20 July 2018 (OJ 2018 item 1668).
2. The tasks of the Scientific Board are to:
 - 1) Elaborate general guidelines on the directions for the Institute's activity with the aim to ensure its internationally recognized reputation as a centre of scientific excellence;
 - 2) Approve competition requirements;
 - 3) Periodically evaluate the research activity of scientific employees of the Institute;
 - 4) Express opinions on the draft long-term programme for the Institute submitted by the director;
 - 5) Express opinions regarding the organisational structure of the Institute;
 - 6) Carry out a periodical evaluation of heads of research groups;
 - 7) Grant research awards of the Institute and submit candidates and express opinions on candidates for other research awards;
 - 8) Adopt the rules on the management of copyright and related rights and industrial property rights, along with the rules for the commercialisation of the outcomes of scientific research and development work;
 - 9) Adopt amendments to the Statutes of the Institute;
 - 10) Express opinions on the rules adopted at the Institute in matters concerning the activity of research groups;
 - 11) Approve annual operating plans for the Institute;
 - 12) Approve annual reports on the activity of the Institute submitted by the Director;
 - 13) Establish Scientific Board's advisory bodies;
 - 14) Appoint the Disciplinary Commissioner at the Institute;
 - 15) Adopt resolutions in other matters reserved to the competence of the Scientific Board in the PAN Act or at director's request

Chapter IV

Conflict of interest management policy

§14.

1. Every member of the Scientific Board must submit a representation confirming that his or her duties arising from the function performed at the Institute are not (potentially or actually) in conflict with other interests, duties or obligations.
2. Every member of the Scientific Board must disclose their current or prior cooperation, current or prior employment or other financial or private relationship with the director or members of the Scientific Board. The Scientific Board reviews the matter to ensure that its members remain impartial and adopts relevant resolutions and decisions.
3. If a conflict of interest exists regarding a Scientific Board member in a specific matter, that member cannot participate in any discussion, deliberations, decision-making or voting on that matter, unless the chairman of the Board decides otherwise.
4. Each person attending a Scientific Board meeting should disclose any potential conflict of interest or a conflict of obligations. Such declarations are not required when the connections or obligations arise directly from the function held at the Institute.

Chapter V

Procedure for the appointment of a Disciplinary Commissioner and members of the Disciplinary Commission issuing first-instance rulings on disciplinary matters regarding research and research-technical staff

§15.

1. A Disciplinary Commissioner and a Disciplinary Commission are appointed at the Institute.
2. The Disciplinary Commissioner at the Institute is appointed by the Scientific Board from among the Institute's research staff.
3. The Disciplinary Commission, composed of 3 persons, is elected by the meeting of research and research-technical staff.

4. The election of the Disciplinary Commission members is direct and takes place via secret ballot, by the absolute majority of votes cast, in the presence of at least a half of persons entitled to vote.
5. The disciplinary procedure is initiated by the Commission at Disciplinary Commissioner's request.
6. The Commission elects its chairman. The Chairman of the Commission should be a research worker employed at the position at least equal to the position of the accused.
7. Neither the Director or his or her Deputies may serve on the Commission.
8. The term of the Disciplinary Commissioner and the Disciplinary Commission lasts four years.

Chapter VI Final Provisions

§16.

The organisation and the order of the work process and related rights and duties of the employer and employees are laid down in the employee handbook.

§17.

These Statutes may be amended by a resolution of the Scientific Board of the Institute. Amendments to the statutes are approved by the President of the Polish Academy of Sciences having obtained an opinion of the Division of the Polish Academy of Sciences competent for the scientific specialty of the Institute. No amendment to these Statutes requires any amendment to the agreement referred to in §2(1).