

APPROVED

**Order of the Ministry of Foreign
Affairs of Ukraine**

_____ 2021 No. _____

**Minister of Foreign Affairs of
Ukraine**

_____ **Dmytro KULEBA**

**CHARTER
OF THE STATE INSTITUTION
"UKRAINIAN INSTITUTE"
USREOU code 41801670
(updated version)**

Kyiv 2021

1. GENERAL PROVISIONS

- 1.1. The State Institution “Ukrainian Institute” (hereinafter - the Institute) is a state institution whose activity is aimed at a comprehensive presentation of Ukraine in the world through cultural diplomacy.
- 1.2. The Institute belongs to the sphere of administration of the Ministry of Foreign Affairs of Ukraine (hereinafter - the MFA).
- 1.3. In its activities, the Institute abides by the Constitution of Ukraine, the laws of Ukraine, resolutions of the Verkhovna Rada of Ukraine, acts of the President of Ukraine and the Cabinet of Ministers of Ukraine, orders of the MFA, other normative legal acts and this Charter.
- 1.4. The Institute is a state-owned, publicly-funded and non-profit institution.
- 1.5. The name of the Institute:
 in Ukrainian - Державна установа «Український інститут»,
 abbreviated as «Український інститут» or «УІ»;
 in English - State Institution “Ukrainian Institute”, abbreviated as
 Ukrainian Institute or UI.
- 1.6. The address of the Institute: 01001 Kyiv, 2 Velyka Zhytomyrska St.

2. GOALS AND OBJECTIVES

- 2.1. The goal of the Institute’s activities is to strengthen Ukraine's international prestige through cultural diplomacy, improve understanding and perception of Ukraine and Ukrainians in the world, establish and develop international cultural relations between Ukraine and other countries, and build a positive international image of Ukraine.
- 2.2. The main objectives of the Institute are:
- 2.2.1. boosting the visibility of Ukraine abroad;
 - 2.2.2. building international dialogue by supporting and implementing events, programmes, and projects;
 - 2.2.3. ensuring Ukraine's participation in events and projects in the spheres of culture, education, science, creative industries (literature, visual arts, audial, audiovisual, and performance arts, architecture, new media etc.), and other spheres;
 - 2.2.4. sharing of the Ukrainian experience of civil society development, nation building, commitment to the values of freedom, democracy, and national unity;

2.2.5. promotion of the Ukrainian language and culture abroad.

2.3. To fulfil these objectives, the Ukrainian Institute performs the following functions:

2.3.1. initiation, support and implementation of cultural diplomacy events and projects (festivals, theater performances, literature events, film screenings, concerts, exhibitions, artistic and research residencies, competitions, awards, tributes, presentations, educational events, forums, discussions, fairs, other public events, annual cultural initiatives, etc.) both in Ukraine and abroad;

2.3.2. conducting and supporting events, projects, and programmes aimed at informing foreign audiences about Ukrainian culture, history, social and political life, civil society development, opportunities and prospects for cooperation with Ukraine;

2.3.3. organising and ensuring Ukraine's participation in cultural, artistic, educational, scientific, expert, presentational, and political events;

2.3.4. organisation and support of international exchanges, study trips, press tours, creative residencies, trips of Ukrainian and foreign experts, teachers, scientists, representatives of the media and civil society to Ukraine, within Ukraine and abroad;

2.3.5. development, production and distribution of printed materials, translated works, feature and documentary films, audio tour guides, cinematographic products, photographic materials, video and sound recordings, articles, blogs and other informative forms and media;

2.3.6. promotion of joint international events and projects with the participation of Ukrainian and foreign partners, establishment of inter-institutional cooperation;

2.3.7. teaching the Ukrainian language on the basis of the Institute's foreign branches, partner organisations, conducting events to promote learning of the Ukrainian language by foreigners, as well as promoting Ukrainian language and literature abroad, including literary translations into foreign languages;

2.3.8. development, provisioning and support of websites, web pages, electronic resources and databases;

2.3.9. creation of educational materials, manuals, courses, implementation of professional development programmes on cultural diplomacy and topics related to the objectives and functions of the Institute;

2.3.10. development and implementation of information, communication and image campaigns, cooperation projects with mass media;

2.3.11. conducting and supporting sociological, marketing and other research, public opinion polls, monitoring, focus groups, expert analytics, research projects, etc.;

2.3.12. providing grants to individuals and legal entities, regardless of ownership, for the implementation of measures and projects aimed at fulfilling the statutory tasks and functions of the Institute;

2.3.13. acquisition of membership in national and international associations, professional networks, associations, councils, unions;

2.3.14. organisation and holding of art competitions and other competitions;

2.3.15. interaction and cooperation with the structural units of the MFA and foreign diplomatic missions of Ukraine, state bodies and other central executive bodies, institutions, non-governmental organisations, offices of international organisations, diplomatic missions of other countries accredited in Ukraine, foreign cultural diplomacy organisations within the competence of the Institute.

3. INSTITUTE'S PLANNING AND REPORTING

3.1. The Institute operates on the basis of an annual action plan and an annual work plan. The annual action plan shall be submitted to the Ministry of Foreign Affairs for approval and is to be affirmed by the Supervisory Board by December 15 of the year preceding the planning period. The annual action plan shall be affirmed by the Supervisory Board within 7 working days and approved by the MFA within 5 working days from the date of its submission by the Ukrainian Institute. The annual action plan and the annual work plan shall be sanctioned by order of the Director General of the Institute. Throughout the year, the annual action plan and the annual work plan may be amended, if necessary, whereby the amendments shall be approved and affirmed in a similar manner.

3.2. The Institute shall submit a performance report for the first half of the current year to the MFA annually by 20 July of the current year, as well as a performance report for the previous year by 20 February of the current year.

3.3. The Institute shall define strategic goals, main activity areas, and develop the Strategy of the Institute for a term of five years, which then shall be affirmed by the Supervisory Board and approved by the MFA.

3.4. Foreign branches of the Institute shall plan their activities and report thereon in the manner determined by the Institute.

4. LEGAL STATUS OF THE INSTITUTE

4.1. The Institute is a legal entity governed by public law. The Institute shall acquire the status of a legal entity from the moment of its official registration.

4.2. The structure, staffing and budget of the Institute shall be approved by the MFA upon submission by the Director General of the Institute.

4.3. The Institute shall do its bookkeeping independently, and have bank accounts in national currency in the bodies of the State Treasury Service of Ukraine, bank accounts in foreign currency in banks of Ukraine, a seal with its name and number in the Unified State Register of Legal Entities, Individual Entrepreneurs and Public Associations.

4.4. The Institute shall be liable for its obligations within the limits of its property in accordance with the legislation of Ukraine.

4.5. The Institute shall not be liable for the obligations of the state and the MFA.

4.6. The Institute shall participate in unions, associations and other public alliances on a voluntary basis, unless it is contrary to the laws of Ukraine.

4.7. The Institute may have a visual and (or) combined trademark registered in the manner prescribed by law and register marks for goods and services in the manner prescribed by applicable law.

5. PROPERTY OF THE INSTITUTE

5.1. The property of the Institute includes fixed assets and other tangible non-current assets, as well as valuables, the price cost of which is reflected in the independent balance sheet of the Institute.

5.2. The property of the Institute is state property and is assigned thereto under the right of operational management. The Institute owns, uses and manages the property assigned to it by the MFA for carrying out non-commercial economic activities, within the limits established by the laws of Ukraine.

5.3. The MFA shall control the use and storage of the property transferred to the operational management of the Institute and has the right to seize surplus property, as well as unused and misused property.

5.4. The property of the Institute and its foreign branches includes:

5.4.1. fixed assets procured by the Institute or transferred to the Institute's operational management by the MFA;

5.4.2. funds of the pool stock of the State Budget of Ukraine;

5.4.3. the Institute's own revenues, including proceeds from the sale of property in the prescribed manner (with the exception of real estate) or provision of paid services in the manner prescribed by the applicable laws of Ukraine;

5.4.4. other incomes of the Institute, including charitable contributions, grants, funds received from individuals and legal entities, proceeds from the management of intellectual property rights or co-operation with international organisations and institutions to perform statutory objectives;

5.4.5. other sources not prohibited by the laws of Ukraine.

5.5. The Institute shall not have the right to transfer its property to other natural or legal persons free of charge, except in cases provided by law.

5.6. The Institute shall exercise its property rights in the manner established by the laws of Ukraine.

5.7. The MFA and the relevant state body shall inspect, audit, and review the procedure for using the property, core economic and financial activities of the Institute in accordance with the procedure established by the laws of Ukraine.

6. RIGHTS OF THE INSTITUTE

6.1. The Institute has the right to:

6.1.1. establish foreign branches in the manner prescribed by the MFA;

6.1.2. alienate, pledge and lease property items included in the fixed assets only with prior consent of the MFA;

6.1.3. carry out non-commercial economic activities without the right to distribute the profits received in the prescribed manner among the employees of the Institute (except for salary payments, and assessment of the unified social tax), members of the Supervisory Board of the Institute and other individuals or legal entities associated with the Institute. The profits of the Institute received in the prescribed manner shall be used solely for the purpose of financing expenditures for its maintenance, and fulfilment of the objectives defined by this Charter;

6.1.4. acquire ownership of and lease movable and immovable property;

6.1.5. acquire property and non-property intellectual property rights in the manner prescribed by applicable law;

6.1.6. engage employees of the Institute to the implementation of projects and activities of the Institute in Ukraine and abroad, conducting competitive and expert selections in accordance with the objectives in this Charter;

6.1.7. provide paid services in accordance with the laws of Ukraine, laws of foreign countries, and the international law;

6.1.8. in accordance with the laws of Ukraine, conclude contracts, agreements, acquire property and personal (non-property) rights, bear duties, be a plaintiff and defendant in Ukrainian or international courts.

7. FUNDING OF THE INSTITUTE

7.1. The activities of the Institute and its foreign branches shall be funded from the State Budget of Ukraine, as well as other sources not prohibited by the applicable laws of Ukraine.

7.2. The scope of budgetary allocations to the Institute and its foreign branches shall be established in accordance with the cost estimates affirmed by the MFA.

7.3. Funding of branches is provided by the Institute in accordance with the estimates and allocation plans approved by the Director General of the Institute.

7.4. The Institute shall independently perform current accounting and bookkeeping, maintain statistical and accounting reports and submit them to the state bodies authorised to control the relevant areas of the Institute's activities in accordance with the procedure established by law.

8. INSTITUTE MANAGEMENT

8.1. The Institute is managed by the Director General, who is appointed to the position through a public and open competitive selection. The person who has passed the competitive selection shall be appointed to the position by the order of the MFA in the manner established in this Charter.

8.2. The Executive Director and the Deputy Directors General of the Institute shall be appointed and dismissed by the order of the Institute's Director General upon agreement with the Minister of Foreign Affairs of Ukraine (or the State Secretary of the MFA).

8.3. A 3-year-contract shall be concluded with the Director General of the Institute. The terms of termination and extension of the contract shall be determined by the provisions of the contract.

8.4. The Director General of the Institute shall:

8.4.1. organise the Institute's activities in accordance with the goal and the objectives;

8.4.2. be personally responsible for the condition and performance of the Institute;

8.4.3. plan the Institute's work and report on its activities;

8.4.4. dispose of the Institute's funds and property in accordance with this Charter and the laws;

8.4.5. conclude economic contracts on behalf of the Institute, issue powers of attorney, and make other transactions;

8.4.6. act independently on behalf of the Institute, represent its interests in state bodies and local self-government bodies, other enterprises, institutions, organisations, and in relations with individuals, conclude contracts (agreements) on behalf of the Institute, and give instructions;

8.4.7. issue orders on the activities of the Institute;

8.4.8. appoint the Executive Director and Deputy Directors General, determine the division of powers between the Executive Director and Deputy Directors General, and have the right to delegate part of his/her powers to them by issuing relevant orders;

- 8.4.9. appoint the heads of foreign branches of the Institute in the prescribed manner and taking into account the results of public and open competitive selection;
- 8.4.10. recruits and dismiss employees of the Institute in accordance with the procedure established by the labour legislation, and make decisions on their encouragement or taking disciplinary action against them;
- 8.4.11. appoint an authorized person (persons) responsible for the procurement of goods, works and services in accordance with applicable law;
- 8.4.12. have the amount of allowances and bonuses to the Director General of the Institute approved by the MFA on a monthly basis;
- 8.4.13. approve job descriptions of the Institute employees;
- 8.4.14. have the right to establish advisory bodies, expert boards, and councils at the Institute.

8.5. In the case of the Director General's temporary absence, his/her duties shall be performed by a Deputy Director General, the Executive Director, or another Institute employee determined by the Director General's relevant order.

8.6. The Executive Director shall:

- 8.6.1. be personally responsible for the condition and results of the administrative-economic and financial-economic component of the activities of the Institute and its foreign branches;
- 8.6.2. ensure the organisation and routine monitoring of accounting, paperwork management, and control of compliance of all of the Institute's business operations with its statutory objectives and requirements of the applicable legislation of Ukraine;
- 8.6.3. submit proposals for the appointment of an authorized person (persons) responsible for the procurement of goods, works and services to the Director General of the Institute for approval in accordance with applicable law;
- 8.6.4. ensure a routine assessment of corruption risks in the Institute's activities and take appropriate anti-corruption measures;
- 8.6.5. perform other duties in accordance with job descriptions, the Charter, and applicable legislation.

9. COMPETITIVE SELECTION OF THE DIRECTOR GENERAL

9.1. In order to appoint members to the selection board, an expert commission of 7 (seven) persons from among those with high reputation in Ukraine and abroad in the spheres of culture, communications, image and presentation of Ukraine in the world shall be created by the order of the MFA. The secretary of the expert commission shall be appointed from among the MFA personnel.

9.2. The expert commission shall:

- 9.2.1. decide on the admission of candidates from legal entities to the selection;
- 9.2.2. selects six members of the selection board, proposed by legal entities.

9.3. On its homepage, the MFA shall publish the information about the deadline for accepting candidate proposals for the inclusion in the selection board, the deadline for consideration of proposals, the requirements for the candidates, information on the person responsible including his/her telephone number and email address. The deadline for submitting candidate proposals for the selection board may not be later than 15 (fifteen) calendar days from the date of the announcement publication.

9.4. The selection board shall consist of three persons designated by the MFA and six persons recommended by legal entities of any form of ownership, whose statutory documents provide for international activities in the fields of culture, communications, Ukraine's image and its presentation abroad, actively operating, namely by organising international events in the relevant fields at least five times a year in the past three years etc.

9.5. In order to participate in the selection of the members of the selection board, a letter signed by the head of the relevant legal entity is to be submitted to the MFA, indicating a single candidate proposed for inclusion in the selection board and justifying the importance of including that particular person.

9.6. The personnel of the selection board shall be approved by the order of the MFA. If necessary, changes may be made to the personnel of the selection board.

9.7. The members of the selection board shall exercise their powers on a pro-bono basis.

9.8. A member of the selection board may not combine this position with civil service except for members designated by the MFA.

9.9. The chairperson of the selection board shall be elected at the first meeting of the board by a majority vote of the board members.

9.10. The secretary of the selection board shall be appointed from among the employees of the MFA and has:

- 9.10.1. to ensure the convening of the selection board meetings upon request of its chairperson;
- 9.10.2. to formulate the draft agenda of the selection board meetings;
- 9.10.3. to prepare the meetings of the selection board;
- 9.10.4. to follow the instructions of the chairperson connected with the organisation of meetings of the selection board;

9.10.5. to take and preserve records of meetings of the selection board as well as other working documentation;

9.10.6. to participate in the meetings of the selection board with no right to vote.

9.11. The MFA shall provide organisational, information and logistic support for the competition.

9.12. The competitive selection shall be carried out in stages:

9.12.1. taking the decision on holding the competition at a meeting of the selection board;

9.12.2. publishing of the announcement about the competition for the position of the Director General by the MFA;

9.12.3. acceptance of applications by the selection board from persons who wish to participate in the competition;

9.12.4. presentation of projects for development of the Institute and its foreign branches during the competitive selection and determination of the winner.

9.13. The decision to hold the competition shall be published on the MFA's official website not later than one month before the deadline for submission of applications from persons who wish to participate in the competition.

9.14. The competition announcement must contain the following information:

the position for which the competition is announced;

professional qualification requirements for candidates;

list of documents that must be submitted for the competition and the deadline for their submission;

date and place of the competition;

contact information of the person responsible (telephone number and email address) for more information about the competition.

9.15. Any person wishing to participate in the competition must submit the documents specified in the respective announcement. The applicant may submit any other supporting documents proving his/her qualification and work experience.

9.16. The competition is held no later than 10 (ten) calendar days after the deadline for acceptance of candidate applications by the selection board.

9.17. The selection board shall check the documents submitted by the candidates for compliance with the requirements stated in the announcement of the competition. Candidates whose documents do not meet the requirements are not eligible for the competition.

9.18. The selection board operates on the basis of openness, publicity, transparency, impartiality, legality, equality of its members' rights, collegiality of decision-making, independence, objectivity and validity of its decisions, and non-discriminatory approach to candidates.

9.19. Meetings shall be the organisational form of the selection board's work. The meeting of the selection board shall be considered competent in case of personal participation of at least 2/3 of the approved composition of the selection board in the meeting.

9.20. The selection board shall approve the agenda on a show of hands by a simple majority of the selection board members present at the meeting.

9.21. The information about the time and place of the meeting of the selection board shall be made available on the official website of the MFA. Representatives of mass media have the right to be present at the meetings of the selection board, in particular, during the presentation of projects of the development programmes for the Institute.

9.22. The members of the selection board are obliged to avoid conflict of interests during the competitive selection. Before considering the documents submitted by the candidates for participation in the competitive selection, a member of the selection board is obliged to inform about the conflict of interests, if any, and to provide explanations about the circumstances that may interfere with the impartial performance of his/her duties, which is to be stated in protocols. The member of the selection board who reported a conflict of interest shall not participate in the voting.

9.23. The main objectives of the selection board are:

9.23.1. selection of candidates for the position of the Director General of the Institute;

9.23.2. consideration of the documents submitted by the applicants for the position of the Director General of the Institute in the established manner;

9.23.3. deciding on a candidate who may be appointed to the position of Director General of the Institute following the competitive selection.

9.24. The selection board shall select candidates for the position of the Director General of the Institute in accordance with the requirements stated in the announcement of the competition.

9.25. Persons who meet the requirements and submit the necessary documents shall be eligible for the competition.

9.26. The competitive selection shall be done by evaluating the presentations of the Institute development programmes and interviewing each candidate individually.

9.27. The decision of the selection board must be justified, indicating the reasons for which the specific candidates were selected and drawn up as a protocol signed by the chairperson and other members of the selection board present at the meeting. A member of the selection board, who disagrees with the decision, may express his / her differing opinion on the relevant issue in writing, which shall be attached to the minutes of the meeting.

9.28. Based on the selection results, the selection board shall submit a proposal to the Minister of Foreign Affairs of Ukraine to appoint the Director General of the Institute.

9.29. The minutes of the selection board meeting announcing the winner, the candidates ranked second and third, who, based on the selection results, are recommended for appointment to the position of Director General, shall be drawn up by the secretary of the selection board, signed by all selection board members present at the meeting in person, and published on the official website of the MFA not later than the next day after the meeting was held.

9.30. The results of the competition for the position of Director General of the Ukrainian Institute shall be published on the official website of the MFA.

10. COMPETITIVE SELECTION OF HEADS OF FOREIGN BRANCHES OF THE INSTITUTE

10.1. The competitive selection of heads of foreign branches of the Institute shall be carried out by the selection board in accordance with the Procedure for competitive selection of heads of foreign branches, approved by the order of the Institute.

10.2. The selection board shall include: the Director General of the Institute, two persons designated by the Director General of the Institute, one official designated by the MFA, and one person designated by the Supervisory Board who is also its member.

10.3. The composition of the selection board shall be approved by the order of the Institute. The chairperson and the secretary of the selection board shall be elected at the first meeting from among its members.

10.4. A meeting of the selection board shall be considered competent if more than a half of its members are present. The decision of the selection board is considered adopted if the majority of its members voted for it.

10.5. The decision to conduct a competitive selection of heads of foreign branches shall be made by the Director General of the Institute.

10.6. The announcement about the upcoming competitive selection published on the Institutes homepage should include:

- position title,
- main job responsibilities,
- requirements for the professional competence of candidates,
- information on the appointment being a limited-term or a permanent one,
- terms of remuneration,
- the comprehensive list of information that must be submitted for the competition and the deadline for its submission;
- date and place of the competition;
- contact information of the person responsible (telephone number and email address) for more information about the competition.

10.7. The deadline for submission of information for participation in the competitive selection of heads of foreign branches may not be sooner than 20 and later than 45 calendar days from the date of publication of information on the competitive selection.

10.8. The competitive selection shall be carried out by evaluating the applications of candidates, and conducting job interviews with candidates.

10.9. Based on the results of evaluation of the candidate applications and interviews, the selection board shall compile a rating list of candidates, select the winner of the competitive selection from among the participants by voting and submit a proposal for his appointment to the Director General of the Institute.

10.10. The second candidate in the ranking list shall have the right to be appointed if the winner of the competition refused to take the position or was denied appointment.

11.SUPERVISORY BOARD

11.1. The Supervisory Board shall be established to supervise the activities of the Institute, determine the priorities of its activities, manage its assets, meet the activity goals in accordance with this Charter.

11.2. The Supervisory Board is a special supervisory body that acts on a permanent basis to ensure the balance of interests of the state, society, and actors in the field of culture, observance of the principles of legality, independence, objectivity, openness, transparency, and accessibility to the public at the Institute.

11.3. The Supervisory Board shall include prominent Ukrainian and/or foreign public and cultural figures with high professional and moral qualities, unquestionable reputation in Ukraine and abroad, as well as one representative from the MFA, central executive authority responsible for the formation and implementation of state policy in the fields of culture and arts (by consent), and Ministry of Education and Science (by consent) and the Ministry of Information Policy (by consent). The composition of the Supervisory Board shall be approved by the Minister of Foreign Affairs on the basis of proposals from the public and the ministries whose representatives are included in the Supervisory Board in accordance with this Charter.

11.4. The Supervisory Board consists of 11 to 13 members. A member of the Supervisory Board shall be appointed for a term of three years. The same person may not be appointed a member of the Supervisory Board for two consecutive terms. A member of the Supervisory Board shall not be included into the staff of the Institute and perform his/her duties free of charge.

The Supervisory Board may not include persons employed by the Institute.

The members of the Supervisory Board are not allowed to delegate their powers to other persons, except for the members of the Supervisory Board from the MFA who are members of the Supervisory Board by virtue of office.

The members of the Supervisory Board shall exercise their powers on a pro-bono basis.

11.5. The quorum for meetings of the Institute's Supervisory Board is 2/3 of its members. Videoconferencing can be used for participation and voting of the Institute's Supervisory Board members in meetings.

11.6. The powers of the Supervisory Board include:

- approval of the candidate for the position of the Director General;
- approval of the annual action plan of the Institute and the amendments thereto, the annual reporting of the Institute, the Five Year Strategy of the Institute, at the request of the Institute;
- supervising the financial and economic activities of the Institute;
- consideration of other matters related to the activities of the Institute.

11.7. Submissions for consideration by the Supervisory Board on matters within its competence shall be sent to all members five days prior to consideration of the relevant matters.

11.8. The Supervisory Board shall independently elect a chairperson from among its members. When voting in an even number of votes, the chairperson shall have the casting vote.

11.9. The Supervisory Board shall, as appropriate, involve representatives of public authorities on an advisory basis in its work.

11.10. The powers of a member of the Supervisory Board shall be terminated if:
in accordance with the procedure established by law, he/she submits a statement of resignation as a member of the Supervisory Board;
circumstances occur which, in accordance with the laws of Ukraine, impede the performance of the duties as a member of the Supervisory Board;
a member of the Supervisory Board submits a personal written application for termination of powers due to inability to perform his/her duties due to health reasons;
a member of the Supervisory Board dies, his/her incapacity/limited legal capacity is recognised, or he/she is missing or declared dead.

12. AMENDING OF THE CHARTER

12.1. If necessary, the Charter may be amended and supplemented in the prescribed manner.

12.2. Amendments and supplements to the Charter are subject to state registration in the manner prescribed by law.

13. CESSATION OF THE INSTITUTE'S ACTIVITIES

13.1. The Institute shall cease to operate in case of its liquidation or reorganisation (merger, acquisition, division, transformation) in the manner prescribed by law.

13.2. In case of liquidation and reorganisation of the Institute, all its property rights and duties shall be transferred to its successors in accordance with the procedure established by law.