

Attachment no. 1 of the Framework Agreement on Partnership and Mutual Cooperation in Running of the Centre of the Region Haná for Biotechnological and Agricultural Research

CONSTITUTION OF THE CENTRE OF THE REGION HANÁ FOR BIOTECHNOLOGICAL AND AGRICULTURAL RESEARCH

Recitals

Palacký University Olomouc
registered seat: Křížkovského 8, 771 46 Olomouc
(hereinafter referred to as "UP")

and

Crop Research Institute, v. v. i. (Výzkumný ústav rostlinné výroby)
registered seat: Drnovská 507, 161 06 Praha 6 – Ruzyně
(hereinafter referred to as „CRI “)

and

Institute of Experimental Botany AS CR, v. v. i. (Ústav experimentální botaniky AV ČR)
registered seat: Rozvojová 263, 165 02 Praha 6 – Lysolaje
(hereinafter referred to as „IEB AS CR“)

Hereinafter together also referred to as “partners”

- providing that the primary mission of the Centre is to enhance people’s knowledge and to create an interconnection between corporate and scientific field,
- in order to establish the Centre’s activities as a significant research institute with a system of research worksites and laboratories which play an irreplaceable role in the research and development, and educational system in the Czech Republic,
- with the idea of supporting activities and research leading to solving economic development, development of entrepreneurship and competitiveness in Olomouc region, as well as the knowledge transfer from the Centre and research worksites into practice;

have agreed to accept this Constitution as a part of the Framework Agreement on Partnership and Mutual Cooperation in Running of the Centre of the Region Haná for Biotechnological and Agricultural Research.

Article 1
Introductory provisions

- 1.1 The Centre of the Region Haná for Biotechnological and Agricultural Research (hereafter referred to as the “Centre”) is constituted by the following sections created by each partner in order to be incorporated in the Centre. The Centre has been established in terms of a joint project under the same name within Operational Program for Research and Development for Innovation (hereafter “OP VaVpl”)

- 1.2 The Centre is constituted by the following partner sections:
- the worksite of the Faculty of Science of UP called the “Centre of the Region Haná for Biotechnological and Agricultural Research” founded by the Academic Senate of the Faculty of Science UP on 18.12.2008 effective since 1.1.2009
 - two autonomous organizational units of IEB AS CR called the “Centre of Structural and Functional Plant Genomics” and “Laboratory of Growth Regulators”
 - an autonomous organizational unit of CRI called the “Centre of Applied Research of Vegetables and Special Crops
- 1.3 The Centre is not a legal person, however it disposes of a unified organizational structure and is constituted by the following organizational and research units:
- Management Department of the Centre which belongs to the Faculty of Science UP
 - Biochemistry and Biophysics Section of UP, which belongs to the Faculty of Science UP
 - Biology and Chemistry Section of UP, which belongs to the Faculty of Science UP
 - Genomics and Metabolomics Section, formed by two autonomous units of IEB AS CR: Centre of Structural and Functional Plant Genomics and Laboratory of Growth Regulators
 - Applied Research of Vegetables and Special Crops Section which belongs to the autonomous organizational unit of CRI
- 1.4 The Centre acts in accordance with this Constitution, Framework Agreement on Partnership and Mutual Cooperation in Running of the Centre of the Region Haná for Biotechnological and Agricultural Research, internal regulations of each partner, and generally applicable legal regulations.
- 1.5 The Centre is seated in Olomouc, Holice, Šlechtitelů 241/27, building F2.
- 1.6 The foreign title of the Centre: in English – Centre of the Region Haná for Biotechnological and Agricultural Research
- 1.7 The Centre is a Regional branch office – a contact place of European Federation of Biotechnology
- 1.8 Until 2022 UP and IEB AS CR co-finance the operation of its respective research units, among others, from the financial support provided for the implementation of the project "Plants as a Tool for Global Sustainable Development" implemented by these partners under Operational Program Research, Development and Education.
- 1.9 The Centre is built and operated on the basis of the principle of cooperation of equal partners. Under the aegis of the Centre, partners mainly engage in activities involving all partners, or with which all partners agree. The partners will regularly inform each other of the possibilities of obtaining targeted support.

Article 2

The Centre's Scope of activities

- 2.1 The Centre has been established primarily in order to lead scientific research in the field of biotechnology and agriculture, create and enhance cooperation with purchasers of research and development results (especially from the commercial sector), nourish international professional connections, and last but not least to enhance and modernize university education in the relevant fields of study. The Centre strives for the development of knowledge internationally, educates students and scientific workers, and spreads as well as

implements its results towards the increase in the level of education, culture, and competitiveness of Olomouc region.

- 2.2 In terms of its research and development activities the Centre focuses primarily on the following:
- a) centralization and improvement of research and development infrastructure in biotechnological and agricultural field,
 - b) integration of new research groups,
 - c) development of innovative biotechnological and breeding processes for agricultural productivity enhancement,
 - d) preparation of cell cultures for recombinant protein production,
 - e) plant and fungi breeding for alkaloid production,
 - f) planning, development and creating of new knowledge, products, methods, and systems,
 - g) cooperation between research groups and commercial sphere towards the use of innovative products on the market and their implementation into practice,
 - h) organizing conferences and professional trainings,
 - i) consulting activities, processing research studies and their reviews in biotechnology, breeding, genetic resources, and microorganisms.
- 2.3 In terms of education, activities will focus on the support of Master's and Doctoral study programs executed at the Faculty of Science UP in Olomouc, especially Biochemistry, Biophysics, Molecular Biophysics, Cell and Molecular Biology, Botany, Experimental Biology, and Plant Physiology; on the preparation of general educational courses and programs of lifelong education; eventually also courses of other universities through student and employee mobility associated with the Centre.
- 2.4 During the preparation of its activities the Centre abides by the needs of the development of science, technology and culture, and the politics of research and development in the Czech Republic, as well as in the European Union, and internationally accepted standards of scientific work. It also takes into account the incentives of the state authorities, other public institutions, and business sphere.

Article 3

Purpose of the Centre's activities

- 3.1 The purpose of the Centre is for UP, CRI, and IEB AS CR to take part in knowledge transfer (i.e. new processes, knowledge, understanding, learning, and improvement) into practical use, and therefore its transformation into socioeconomic profit. An essential part of the Centre's activities is the management and enhancement of expert know-how of the partners.
- 3.2 The Centre's activities have been developed in accordance with the guidelines included in the "Framework for State Aid for Research and Development, and Innovation" (2014/C 198/01) (hereinafter the "Framework") and in accordance with the "Recommendation for Treatment of Intellectual Property during Knowledge Transfer and Guidelines for Universities and other Public Research Organizations Practice" (hereinafter the "Recommendation").
- 3.3 According to the Framework and the Recommendation, research activities of UP, CRI, and IEB AS CR are directed towards the private sector (i.e. industrial sector) which is expected to identify its technological requirements and to increase its investment into research.

- 3.4 Expert orientation of the Centre as well as its research activities take into account and respect the mission and interests of the partners. Moreover, maximizing of commercial and socioeconomic impact of research is an essential part of the partners' activities. The partners shall present the support of research by the private sector as something highly attractive and desirable.
- 3.5 Last but not least, the aim of the Centre is for the partners to cooperate.

Article 4 **Executive bodies of the Centre**

- 4.1 The following authorities have been established in order to achieve a unified and continuous management of the Centre, financial management, and controlling of the project:
- a) Executive Board,
 - b) Board of Directors,
 - c) Scientific Board, Scientific Director,
 - d) International Advisory Board,
 - e) Executive Director of the Centre.
- 4.2 The Executive Board is the supreme executive body of the Centre and exercises the supervisory function, it is constituted by the Chairman of the Board and six members
- the Dean of the Faculty of Science UP, the membership is implied by his function,
 - the Director of the Institute of Experimental Botany AS CR, v. v. i., appointed by the Chairman of Academy of Science CR, whose membership is implied by his function,
 - the Director of the Crop Research Institute, v. v. i., appointed by the Minister of Agriculture, whose membership is implied by his function,
 - the Rector of UP, whose membership is implied by his function and who is concurrently the Chairman of the Board; he can authorize a deputy in writing usually from the Vice-Rectors of UP or from other employees of the university in order to attend Executive Board meetings and to take part in the Board's powers,
 - a deputy of the Chartered city of Olomouc, appointed by the Mayor of the Chartered city of Olomouc,
 - a deputy of Olomouc region, appointed by the President of Olomouc region,
 - a deputy of the Ministry of Agriculture of the Czech Republic, appointed by the Minister of Agriculture
- 4.3 The Board of Directors serves as the Executive Body of the Centre. It is constituted by the Rector of UP, the Director of IEB AV CR, and the Director of CRI.
- 4.4 The Scientific Board is an advisory body of the Director of the Centre and suggests the main research topics. Members of the Scientific Board are the leading researchers of the Centre, renowned experts from the respective fields and representatives of the commercial sector, as follows:
- 4 representatives of UP, 2 UP research group leaders and 2 key employees working as leaders of research programs or deputies of the research group leaders,

- 2 representatives of IEB AS CR, 1 appointed by the Director of IEB AS CR to represent research group of Structural and Functional Genomics, and 1 appointed by the Director of IEB AS CR to represent the Laboratory of Growth Regulators,
- 1 representative of CRI who is concurrently a CRI research group leader,
- 2 renowned experts from the field of Genetics, Physiology, Biochemistry, Organic Chemistry, Genomics and Proteomics, Cell Biology etc.,
- 3 representatives of application sphere from fields relevant to the research goals of the Centre, i.e. plant breeding, biotechnology and pharmaceutical industry with at least one representative not being a citizen of the Czech Republic.

Scientific Board members are appointed by the Director following the proposal of the respective partner institution or in the case of external specialists or application sphere representatives the proposal of the Board of Directors. Membership of the leading researchers as well as the Director in the Scientific Board is implied by their function.

The Scientific Director is the Chairman of the Scientific Board and is accountable to the Executive Director with whom he closely cooperates on leading the Centre's research activities.

- 4.5 The International Advisory Board is an independent body formed by five renowned foreign researchers. Each of them has a different field of expertise, however, relevant to the scope of research of the Centre. The International Advisory Board members are appointed by the Executive Director for a five-year period of time.
- 4.6 The Executive Director of the Centre organizes and leads the Centre's activities and is accountable to the Board of Directors.

Article 5 Management Section of the Centre

- 5.1 The Management Section which is supervised by the Executive Director is composed by Technical and Economic Department, Department of Knowledge Transfer, and Education and Human Resources Department.

In particular, the Management Section ensures the coordination of the Centre's activities in the field of financial management, intellectual property policy, the transfer of research results to the application sphere and other areas in relation to the integrity of the Centre's activities. All activities of the Management Department are carried out in cooperation with the UP Rector's Office, the Dean of the Faculty of Science, IEB As CR and CRI.

- 5.2 The Technical and Economic Department ensures, in particular, the coordination of maintenance and renewal of investment property, coordination of the Centre's further activities within its professional competence and ensuring administration and archiving of the Centre's activities in its area of competence, including but not limited to the following:
- Complete administration of the Centre's operational activities,
 - central meeting point,
 - Providing data and coordination in preparing the Center's financial plans and their evaluation and submitting to the Center's bodies
 - Preparation of documents and reports for the Center's bodies in its area of competence, especially for the Executive Director of the Center and the Board of Directors
 - Administrative and organizational provision of meetings of the Center's bodies

- Co-ordination of maintenance and renewal of investment property, in particular in connection with the Center's overall financial plan
- Economic agenda within the Center's operation
- Coordination of domestic and international grant projects

5.3 The Department of Knowledge Transfer is in charge of realization and coordination of intellectual property policy, transfer of research results into application sphere in cooperation with Science and Technology park UP, IEB AS CR, and CRI as well as coordination of other activities of the Centre within its competence and securing the administration and archiving of such activities including but not limited to the following:

- Realization of industrial property protection and its coordination in relation to all partners, coordination of the research results use,
- document evidence related to the realization of industrial property protection within the Centre and its partners,
- marketing of the project and seeking for potential clients with aim on foreign companies especially through the use of expert communities, clusters, science and technology parks, agencies supporting business and investment (e.g. Czech Invest), Agrarian Chamber etc.,
- cooperation with VTP UP (Science and technology park) mainly the use of their database and expert consulting service,
- activities leading to business contract conclusions for long-term contract research or one-off tasks executed by the Centre's employees on the Centre's appliances; contacting clients; preparation of offers in cooperation with the potential investigator of the contract or research and the leader of the relevant research group granting its realization; negotiating contract conditions with clients; contract draft in cooperation with legal department of relevant institute; securing signing of the contract by relevant representatives of both parties,
- supervising the contracts realization and its compliance with the goals and terms,
- preparation of documents for final accounting statements and invoicing, securing the issuing of invoices by the relevant institution,
- communication with the Centre's clients,
- managing client database,
- coordination of research activities of the Centre towards the non-research projects,
- preparation of documents and reports for the Centre's executive bodies in its competence, especially for the Executive and Scientific Director and the Scientific Board Meeting,

5.4 Education and Human Resources Department is in charges of ensures coordination of educational activities, popularization of research results and the coordination of further activities of the Center in its field of competence and the administration and archiving of activities of the Center in its area of competence,, including but not limited to the following:

- Preparation and implementation of the workers mobility plan towards the application sphere,
- Preparation and implementation of a plan for the mobility of workers abroad,

- Coordination of the Centre's educational activities, in particular by linking to study programs of the Faculty of Science UP, both Master's and Doctoral and in relation to other educational projects,
- Implementation of promotional and educational activities for clients of the Center in cooperation with UP,
- It serves as a contact point and ensures contact with professional and non-professional public,
- Organization of professional and popularization events held within the Centre's activities,
- Ensuring popularization of research results of the Centre in relation to potential industrial clients and the public,
- Preparation of documents and reports for the Centre's bodies in its field of competence, in particular for the Executive Director of the Centre, the Board of Directors and the Scientific Board.

5.5 The Heads of all departments of the Management Section are appointed by the Executive Director.

Article 6

Executive Board, Board of Directors

6.1 The Executive Board is composed of a chairman and six members. The membership in the Executive Board is non-transferable.

Only an individual above 18 years of age, with a clear criminal record, of full legal capacity, and professional and expert competence to execute this function may be appointed a member of the Executive Board.

6.2 Membership in the Executive Board and the function of its chairman ceases to exist by:

- a) the lapse of the member's term, resigning, removal from function, or in any other way ceasing the function which implies the membership in the Executive Board (only if the membership in the Executive Board is implied by another function of the member – e.g. Dean of the Faculty of Science)
- b) Termination of an employment contract with the legal entity which appointed him/her a member of the Board
- c) Death
- d) Resignation (only if the membership is not implied by another function)
- e) Removal from function (only if the membership is not implied by another function)
- f) A decision of a relevant court about the incapacity of a Board member
- g) A judgment of a relevant court for an intentionally committed offence by a Board member

6.3 Reasons for the removal of Executive Board members and its Chairman are the following:

- a) repeated absence at Executive Board Meeting without stating serious reasons,
- b) provable acting to the detriment of the Centre.

The removal is based on a proposal of the Board of Directors and made through a decision of a legal or other person, who appointed the Executive Board Member.

- 6.4 The Executive Board is in quorum provided that the absolute majority of members are present, with the exception of decisions stated in this Constitution which require the presence of all Executive Board members. To adopt a decision an absolute majority of present members is required. Each Board member disposes of one vote.
- 6.5 The Executive Board meets at least once a year. The Executive Board is summoned by its Chairman on given dates, respectively by the Board of Directors or an Executive Board member who has interest in summoning the Board, providing he receives a written approval of at least three other Executive Board members. The meeting is summoned by the Chairman by sending a written invitation to each Board member. The meeting shall take place within one month of delivering the invitation. The name of the Center, date, place, and agenda of the meeting of the Executive Board must be stated on the invitation. The Chairman leads the meeting. In his absence the Board elects a chairman of the meeting.
- 6.6 Activities of the Executive Board also include, but are not limited to the following:
 - a) Making sure that the Centre fulfills its purpose, oversees the decisions of changes in the Centre's scope of activities
 - b) Discusses and expresses opinions on the basic activities of the Centre
 - c) Discusses and expresses opinions on the annual financial plan
 - d) Checks financial management of the Centre and discusses the financial plan evaluation
 - e) Proposes drafts and incentives to the Board of Directors concerning the Centre's activities
- 6.7 Executive Board of the Centre may accept rules of procedure in which the prerequisites and conditions of decision-making and voting.
- 6.8 Executive Board of the Centre may decide in written form as well.
- 6.9 The Board of Directors meets as needed, minimum 2 times a year. The Board of Directors is summoned by any member of the Board.
- 6.10 The Board of Directors members' substitutability may be secured by power of attorney, and they may invite expert consultants without the right to take part in the decision-making.
- 6.11 The Board of Directors mainly:
 - a) oversees the Executive Director's activities
 - b) suggests researchers specialized in research fields of the Centre and experts from application sphere to become independent members of the Scientific Board to the Executive Director
 - c) suggests a candidate for the position of the Scientific Director from the leaders of research groups to the Executive Director
 - d) take measures to achieve the objectives set out in joint projects, in particular the values of the monitoring indicators and the fulfillment of the terms of grant decision, including proposals for changes; through its members, negotiates and approves proposals for change in the bodies of the institutions that are partners of the project,

- e) approves annual financial plan of the Centre, which is divided into parts according to the involvement of the organizational units of the partners in the Centre's activities;
 - f) by means of its members guarantees the connection of the activities of the Centre with financial and organizational management in the institutions which have established the organizational units involved in the Centre's activities under this Constitution, in particular the discussion and approval of the relevant part of the draft annual financial plan and the proposed measures for maintaining the Centre's objectives in the bodies of its institutions
 - g) decides on applying for registration of an industrial property subject to the relevant administrative authority; in the event that more partners involved in the Centre participate in the creation of an intellectual property object, it will agree the conditions of the partners' participation in the co-ownership to the invention, the rights to its use, the way of concluding licensing agreements on the subject of industrial property, or, if necessary, agreeing to adjust the terms with regard to the actual share of the individual partners in the final solution.
- 6.12 The decision-making process in all issues by the Board of Directors of the Centre is done unanimously. UP disposes of one vote, in the case of disagreement between the Dean of the Faculty of Science and the Rector, the Rector has a decisive vote. The Board of Directors is in quorum provided that all members are present.

Article 7

Executive Director

- 7.1 The Executive Director is employed by the UP, he is appointed by the Rector of UP at the proposal of the Dean of the Faculty of Science with the consent of the Board of Directors for the implementation period of the Project. After the end of the implementation phase, the Director is appointed by the Dean of the Faculty of Science with the consent of the Board of Directors for a five-year term based on tender.
- 7.2 The Executive Director may be removed by the Dean of the Faculty of Science with the consent of the Board of Directors.
- 7.3 The Executive Director manages the Centre, is accountable to the Board of Directors"
- 7.4 During his absence, the Director is represented by a deputy appointed by him.
- 7.5 The Executive Director exercises the following activities:
- a) Attends meetings of the Board of Directors and the Executive Board, Scientific Board as a member
 - b) Appoints and removes members of the Scientific Board as well as the Scientific Director according to A. 4, sec. 4 herein
 - c) Suggests precautions to the executive bodies of partner institutions regarding coordination of the Centre's activities
 - d) Determines job descriptions of employees of the Management Section of the Centre in accordance with the framework stated herein
 - e) Appoints and removes the Head of the Management Section
 - f) together with the Scientific Director, and the Scientific Board is responsible for monitoring the quality of the management of the Centre and the quality of research work

- g) coordinates a joint trade policy of the Center, i.e conditions under which trades shall occur, e.g. contract research, service, or cooperation with another subject
 - h) similarly as in the previous point, the Director proceeds even in the case of creation of an object of intellectual property protection by employees of more research groups, and it is necessary to secure the rights to its protection and the use and filing of the patent application
- 7.6 The term of office of the Executive Director terminates by:
- a) the lapse of the time
 - b) removal
 - c) resignation
 - d) an effective judicial decision about the lack of legal capability of the Executive Director
 - e) death
- 7.7 In the case of termination of the Executive Director's term of office by resignation or upon the lapse of time, he shall continue to perform his function until the appointment of a new Executive Director. In the case of a long-term incapability of the Executive Director to perform his duties, the Dean of the Faculty of Science shall appoint an interim Director with the consent of the Board of Directors, until the appointment of a new Executive Director.

Article 8

Scientific Board, Scientific Director

- 8.1 The Scientific Board is an advisory body to the Executive Director in all issues regarding preparation and implementation of the scientific policy and suggests the main research topics and goals including knowledge transfer into application sphere.
- 8.2 Scientific Board consists of 13 members according to A.4, s.4 herein.
- 8.3 A Scientific Board member may be a person older than 18 years of age and of legal capacity.
- 8.4 Membership in the Scientific Board is incompatible with the function of the Executive Board Chairman or member.
- 8.5 Membership in the Scientific Board of the Centre is non-transferable.
- 8.6 The term of office is 4 years.
- 8.7 Membership in the Scientific Board terminates by:
- a) the lapse of the time
 - b) by termination of employment in the case of leading scientific workers of the Centre
 - c) by termination of employment in the case of membership implied by employment by one of the partners
 - d) removal
 - e) resignation

- f) an effective judicial decision about the lack of legal capability of the Scientific Board member
- g) death

8.8 Reasons for removing a Scientific Board member:

- failing to attend the Scientific Board meeting repeatedly without stating serious reasons
- provable acting to the detriment of the Centre

Executive Director decides about his/her removal with the consent of the legal entity which he/she represents. In the case of external Scientific Board members with the consent of the Board of Directors based on the before mentioned reasons.

8.9 Scientific Board does including, but not limited to the following:

- a) proposes the main research topics and goals including knowledge transfer into the application sphere and suggests incentives in this matter
- b) evaluates the results of each research group of the Centre in accordance with the Centre's methodology, provides a statement to the Executive Director about the results of each research program which is used as ground for monitoring reports.

8.10 The Scientific Director is a candidate from the Heads of the research groups suggested by the Board of Directors and appointed by the Executive Director.

8.11 The Scientific Director may be removed by the Executive Director based on the Board of Directors' proposal.

8.12 The Scientific Director is accountable for his actions to the Executive Director.

8.13 Scientific Director does including, but not limited to the following:

- a) Presides and leads Scientific Board Meetings and meetings of the Collegium
- b) Closely cooperates with the Executive Director when running the Centre including but not limited to drawing up the annual scientific plan proposal and the preparation of documents for its evaluation, at the evaluation of the research programs results and other activities, according to A.7, s.5, pg. h), i), o), p), q) and r),
- c) Attends Board of Directors and the Executive Board meeting based on the proposal of the executive bodies or from his own initiative.

8.14 Scientific Board meets as needed, minimum twice a year. The meeting is summoned and led by the Scientific Director who is obliged to summon the meeting within 20 days after at least 4 members request it in writing.

8.15 Scientific Board is in quorum, providing the majority of the members are present. To adopt a decision an absolute majority of present members' votes is required. Each Scientific Board member disposes of one vote. In the event that the number of votes for and against should be equal the Executive Director shall have the casting vote.

8.16 Scientific Board of the Centre is competent to adopt rules of procedure which may alter decision-making process in greater detail.

Article 9
International Advisory Board

- 9.1 International Advisory Board is an advisory body to the Executive and Scientific Director in the issues concerning research and development goals and the long-term development strategy of the Centre.
- 9.2 International Advisory Board cooperates with the Executive and Scientific Directors as well as the Scientific Board, and expresses itself in the basic questions about research and development goals and the long-term development strategy of the Centre.
- 9.3 International Advisory Board has 5 members; each of them specialized in a different field related to the Centre's scope of activities.
- 9.4 Membership in the International Advisory Board is incompatible with a membership in any other body of the Center and is gratuitous.
- 9.5 Membership in the International Advisory Board is non-transferable.
- 9.6 Membership in the International Advisory Board is for five year period.
- 9.7 Membership in the International Advisory Board terminates by:
- a) the lapse of time
 - b) removal
 - c) resignation delivered to the Executive Director
 - d) death
- Members of IAB are removed by the Executive Director upon a proposal of the Scientific Director of the Centre.
- 9.8 Reasons for removal of members of the International Advisory Board are as follows:
- a) failing to attend the Scientific Board meeting repeatedly without stating serious reasons
 - b) provable acting to the disadvantage of the Centre
- 9.9 International Advisory Board does including, but not limited to the following:
- a) assessment of the direction of the scientific research and development realized at the Centre,
 - b) assessment of the long-term development of the Centre,
 - c) evaluation of achieved results on the international level,
 - d) cooperation in pursuing interests of the Center on the international level, creating international partnerships, and gaining international project grants.
- 9.10 International Advisory Board meets at least once a year, the meeting is summoned and led by the Scientific Director of the Center.

Article 10

Research Groups of the Centre

Organizational structure of the Center for securing its research activities is composed by the following research groups:

- 10.1 **Biochemistry and Biophysics Section Faculty of Science UP**, consisting of the following departments:
- Department of Protein Biochemistry and Proteomics
 - Department of Biophysics
 - Department of Phytochemistry
- 10.2 **Biology and Chemistry Section Faculty of Science UP**, consisting of the following departments:
- Department of Chemical Biology and Genetics
 - Department of Molecular Biology
 - Department of Cell Biology
- 10.3 **Genomics and Metabolomics Section, consisting of the following laboratories and departments:**
- Center of Structural and Functional Genomics, Institute of Experimental Botany AS CR
- Laboratory of Growth Regulators
- 10.4 **Section of Applied Research of Vegetables and Special Crops of the Crop Research Institute**
- 10.5 The head of each research unit is in employment relationship with the UP, CRI or the IEB AS CR, according to the competence of the research unit to the parent institution, which determines the way of filling the position of the head of the research unit.
- 10.6 The head of the research unit is also a member of the Scientific Board of the Center. The Scientific Director of the Center is appointed from among the heads of research units at the proposal of the Board of Directors of the Center.
- 10.7 In the absence of the Head of Research Unit, he / she appoints a designated representative from key researchers.
- 10.8 Heads of departments, belonging to the Faculty of Science of the UP, are appointed by the Dean of the Faculty of Science at the proposal of the Head of the respective research unit. The head of autonomous organizational units of IEB AS CR is appointed by the Director of IEB AS CR.

Article 11

Property and financial situation of the Centre

- 11.1 Ownership title to the property purchased during the implementation period shall belong to the institute that purchases it. Ownership titles gained by the partners from the Centre's operation through cooperation of the partners shall be stipulated in a written agreement or by rules accepted by the partners according to this Constitution and their share on the purchase. Should the partners' cooperation result in a patent application or other industrial property right, and then the legal relations shall comply with law no. 527/1990 Col. On inventions, industrial models, and enhancement suggestions as amended.
- 11.2 Department of Knowledge transfer is responsible for the implementation of the industrial property rights.

- 11.3 Each institute of the Centre has a separate accounting system. This separation is realized through setting up separate analytical accounts at each institute which is for the use of that institute only as long as the Centre exists. Each partner has a separate bank account for all transactions connected to the Centre's operation.
- 11.4 All published results from the Centre's research groups shall bare the following affiliation: "Centre of the Region Haná for Biotechnological and Agricultural Research" along with the relevant affiliation of the authors to the institute within the Centre.

Article 12 **Human Resources Policy**

- 12.1 The staffing of the Center was created by selecting existing employees and hiring new employees of UP, IEB AS CR, CRI within implementation phase of the project. Staffing pf the Management Section is addressed by UP and IEB AS CR and CRI participate with the personnel assignment of the project managers for IEB AS CR and CRI in the Management Section of the Centre.
- 12.2 The wage costs of their employees are born by the partners separately.
- 12.3 The involvement of staff at the Centre shall be without prejudice to their labor and legal obligations towards their own parent institutions.
- 12.4 Personnel policy (in particular, job placement and staff selection) are an internal matter of each partner
- 12.5 The unique instrumental infrastructure acquired from the project is also used to organize courses and trainings designed for workers and students at the center to increase their professional competence.

Article 13 **Alternations to Constitution**

Any alternations to the Constitution are possible based on a unanimous written decision of all partners.

Article 14 **Closing provisions and effect of Constitution**

This Constitution shall enter into force on the date of entry into force of the Framework Agreement on Partnership and Mutual Cooperation in Running of the Centre of the Region Haná for Biotechnological and Agricultural Research.