

ՀԱՍՏԱՏՎԱԾ Է

ՀԱՅԱՍՏԱՆԻ ՀԱՆՐԱՊԵՏՈՒԹՅԱՆ
ԳԻՏՈՒԹՅՈՒՆՆԵՐԻ ԱԶԳԱՅԻՆ
ԱԿԱԴԵՄԻԱՅԻ

Նախագահության N 6 (1773)

որոշմամբ

Հայաստանի Հանրապետության

Գիտությունների Ազգային Ակադեմիայի

նախագահ, ակադեմիկոս

Ռ. Մարտիրոսյան

10. 2020թ.



Կազմված է «15» 10 2020թ.

Բաղկացած է 11 թերթից

Տպագրված է ընդամենը 5 օրինակ
Օրինակ 5

ԳՐԱՆՑՎԱԾ Է

ՀԱՅԱՍՏԱՆԻ ՀԱՆՐԱՊԵՏՈՒԹՅԱՆ
ԻՐԱՎԱԲԱՆԱԿԱՆ ԱՆՁԱՆՑ ՊԵՏԱԿԱՆ
ՌԵԳԻՍՏՐԻ ԱՐԱԲԿԻՐԻ ՏԱՐԱԾՔԱՅԻՆ
ԲԱԺՆԻ ԿՈՂՄԻՑ «20» 12. 2002 թ.

գրանցման թիվ 264.210.06063

վկայական N 03 Ա 057814

Հարկ վճարողի հաշվառման համար
10020860

«23» 12 2002 թ. գրանցված
կանոնադրության

թիվ _____ փոփոխությունը գրանցված
է իրավաբանական անձանց պետական
ռեգիստրի կենտրոնական մարմնի

կողմից

«17» 10 2020թ.

Տ/Բ պետ՝



Կ Ա Ն Ո Ն Ա Դ Ր ՈՒ Թ Յ ՈՒ Ն

ՀԱՅԱՍՏԱՆԻ ՀԱՆՐԱՊԵՏՈՒԹՅԱՆ ԳԻՏՈՒԹՅՈՒՆՆԵՐԻ ԱԶԳԱՅԻՆ ԱԿԱԴԵՄԻԱՅԻ
Լ.Ա. ՕՐԲԵԼՈՒ ԱՆՎԱՆ ՖԻԶԻՈԼՈԳԻԱՅԻ ԻՆՍՏԻՏՈՒՏ

ՊԵՏԱԿԱՆ ՈՉ ԱՌԵՎՏՐԱՅԻՆ ԿԱԶՄԱԿԵՐՊՈՒԹՅՈՒՆ
(Նոր խմբագրություն)

2020թ.

Նոտարական ակտի կոդ
Notarial act code

507-20211203-67-5562020



Նոտարական ակտի գաղտնագիր
Notarial act password

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Translated from Armenian

APPROVED BY

Chairmanship Decision N 6 (1773) of the
NATIONAL ACADEMY OF SCIENCES OF THE
REPUBLIC OF ARMENIA

Chairman of the National Academy of Sciences of
the Republic of Armenia, Academician
(signed) R. Martirosyan
20.10.2020
(Official Seal)

Executed on 15.10.2020

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ARABKIR TERRITORIAL DEPARTMENT OF
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certificate № 03 A 057814

Taxpayer identification number:

10020860

Change N ____ of the Charter,

registered on 23.12.2002

is registered by the central body of the State
Register of Legal Entities on 27.10.2020

Head of _____ TD

(signed and sealed)

CHARTER OF

INSTITUTE OF PHYSIOLOGY NAMED AFTER L. A. ORBELI OF NATIONAL
ACADEMY OF SCIENCES OF THE REPUBLIC OF ARMENIA

STATE NON-PROFIT ORGANIZATION

(Redrafted)

I. GENERAL PROVISIONS

1. Institute of Physiology named after L. A. Orbeli of the National Academy of Sciences of the Republic of Armenia State Non-Profit Organization (hereinafter referred to as the Institute) is a non-profit organization with the status of a legal entity.

2. The Institute of Physiology named after L. A. Orbeli of the National Academy of Sciences of the Republic of Armenia, which was registered in the state register in 1997, 01, 014 (registration certificate N 2640061 certificate N 002095), was reorganized into a state non-commercial organization, which is considered to be its legal successor since December 20, 2002 (registration N 264.210.06063 certificate N 03 A 057814).

3. During its activity, the Institute is governed by the Civil Code of the Republic of Armenia, the Law "On the National Academy of Sciences of the Republic of Armenia", the Law "On State Non-Commercial Organizations" and the Law of the Republic of Armenia "On Scientific and Technical Activities", other laws and legal acts, as well as by the charter of the National Academy of Sciences of the Republic and by this charter.

4. The founder of the Institute is the Republic of Armenia, represented by the Government of the Republic of Armenia (hereinafter referred to as the founder).

5. The Institute is not responsible for the obligations of its founder. The founder of the institute is not responsible for the obligations of the institute.

6. The Institute is considered established from the moment of its state registration in the manner prescribed by law.

7. The Institute has separate property as an ownership and is responsible for its obligations with that property, it concludes contracts on its behalf, acquires and exercises property and personal non-property rights, bears responsibilities, acts as a plaintiff or defendant in court.

8. The Institute may have blanks, a logotype and other means of identification.

9. The Institute has an independent balance sheet, can open accounts in banks (including foreign ones) both in AMD and in foreign currency.

10. The name of the institute is:

1) in Armenian fully: Հայաստանի Հանրապետության Գիտությունների Ազգային Ակադեմիայի Լ.Ա. Օրբելու անվան ֆիզիոլոգիայի ինստիտուտ պետական ոչ առևտրային կազմակերպություն

2) in Armenian abbreviated: ՀՀ ԳԱԱ Լ.Ա. Օրբելու անվան ֆիզիոլոգիայի ինստիտուտ ՊՈԱԿ

3) in Russian fully: Государственная некоммерческая организация Институт физиологии имени Л.А. Орбели Национальной академии наук республики Армения

4) in Russian abbreviated: ГНКО Институт физиологии имени Л.А. Орбели НАН РА.

5) in English fully: Institute of Physiology named after L. A. Orbeli of the National Academy of Sciences of the Republic of Armenia State Non-Profit Organization.

6) in English abbreviated: Institute of Physiology named after L. A. Orbeli SNPO of the RA NAS

11. The location of the institute is: 0028, Yerevan, Orbeli Yeghbayrneri St., # 22

II. THE SUBJECT-MATTER OF THE ACTIVITY AND GOALS OF THE INSTITUTE

12. The subject-matter of the activity and goals of the Institute are:

1) Conducting scientific and scientific-technical researches in accordance with its specialization in the following directions:

- ☐ Physiology of central and autonomic nervous systems.
- ☐ Electrophysiology of neuronal and synaptic activity.
- ☐ Structural organization of the central and peripheral nervous system.
- ☐ Damaged nervous system regenerative abilities
- ☐ Plastic properties of nerve tissue.
- ☐ Modeling of neural networks
- ☐ Psychophysiology.

2) training of scientific personnel.

13. In order to solve the problems set before it, the Institute shall, in accordance with the procedure established by the legislation of the Republic of Armenia:

1) determine the main directions of scientific and scientific-technical activity and research programs;

2) announce competitions for vacancies of heads of scientific subdivisions and scientific staff;

3) plan and implement the training of scientific staff, regularly (at least once every five years), conduct attestation of scientific staff;

4) by the decision of the founder can be the founder or participant of another organization;

5) compile the editorial-publishing activity plans of the institute, support the publication of guaranteed works for printing.

14. The Institute can participate in the activities of domestic and international scientific companies and unions, convene international scientific conferences, organize seminars.

15. The Institute may carry out the following types of business activities:

1) Providing scientific-methodological, scientific-educational and scientific-technical advice;

2) professional training and retraining;

3) Implementation of scientific and technical research and development;

4) Leasing of movable and immovable property free from the performance of a state task;

5) Sale of own research and development technologies

16. The profit received from entrepreneurial activity is directed to the implementation of the statutory tasks of the institute.

17. The Institute may engage in the types of activities subject to licensing only if it has a license.

III. THE MANAGEMENT OF THE INSTITUTE

18. The management of the Institute is carried out by the founder, the authorized state body, the National Academy of Sciences of the Republic of Armenia (hereinafter referred to as the Academy) and the executive body (hereinafter referred to as the Director).

19. The powers of the founder are defined by the Law of the Republic of Armenia "On the National Academy of Sciences of the Republic of Armenia", "On State Non-Commercial Organizations" and other legal acts.

20. The Academy:

1) Carries out the formation of management bodies and early termination of their powers in the manner prescribed by this charter;

2) exercises control over the activities of the institute;

3) suspends or repeals the orders, instructions, directives and assignments of the director of the institute which contradict the requirements of the Republic of Armenia legislation;

4) hears reports on the activities of the institute, examines the results of the audit of their activities;

5) exercises control over the use and protection of state property attached to the institute;

6) exercises control over the protection of the property of the institute, gives consent for the alienation or lease of its property;

7) approves the annual reports and the annual balance of the institute;

8) establishes a liquidation commission of a state organization and approves the liquidation balance sheet;

9) carries out other functions envisaged by the decisions of the founder and this Charter.

21. The current activities of the Institute are managed by the Director, who is responsible for the activities of the Institute.

22. The election of the director of the institute is carried out in accordance with the procedure of the competition for the position of the executive body (director) of the institute approved by the academy. Each candidate for director submits an institute development

program for participation in the competition, and after being elected, the head of the competent body signs a contract with the winner of the competition.

23. The director of the Institute may be dismissed early in the cases and in the manner prescribed by law.

24. The director of the institute:

1) acts on behalf of the institute without a power of attorney, represents its interests and concludes transactions;

2) manages the property of the institute, including the funding resources, in accordance with the legislation of the Republic of Armenia, the decisions of the founder and the academy and the procedure defined by this charter;

3) issues power of attorney to act on behalf of the institute, including power of attorney with the right of re-authorization;

4) appoints and dismisses the employees of the institute, applies incentives to them and imposes disciplinary sanctions.

5) opens settlement accounts in banks;

6) distributes work among his/her deputies;

7) Defines the structure of the institute and the competencies of the structural subdivisions

8) approves the charters of the institutes, branches and representative offices of the institute

9) appoints the heads of the institutes, representative offices and branches of the institute, gives them relevant credentials;

10) within the limits of his / her powers defined by the law and this charter, issues orders, instructions, mandatory instructions for the implementation of such and monitors their implementation;

11) exercise other powers that do not contradict the legislation of the Republic of Armenia and are not reserved for other governing bodies of the Institute.

25. The Scientific Council of the Institute (hereinafter referred to as the Scientific Council) is the body coordinating the scientific and scientific-technical activities of the Institute, the structure and number of members of which, upon the recommendation of the Director, shall be approved by the Academy.

26. Upon the presentation of the director, as well as the nomination of the scientific staff, the leading scientists of the institute are elected as members of the scientific council at the general meeting (conference) of the scientific staff. The members of the Scientific Council are elected by secret ballot by a simple majority of votes of the participants. Specialists recognized as non-working at the Institute are elected as members of the Scientific Council by the presentation of the director by open voting.

27. The number of ex officio and invited members should not exceed one third of the number of members of the Academic Council.

28. The final composition of the Academic Council is approved by the Bureau of the relevant department of the Academy within 2 months from the date of election of the Director.

29. The director of the institute is ex officio the chairman of the scientific council.

30. The Scientific Secretary of the Institute is ex officio the Secretary of the Scientific Council.

31. The Deputy Director for Science of the Institute and the Scientific Secretary are ex officio members of the Scientific Council.

32. The Scientific Council is authorized to make decisions if at least two thirds of its members are present at the meeting. The decision of the Scientific Council is considered adopted if more than half of those present voted for it. The decision is taken by open voting, if the Scientific Council has not made a decision on holding a secret ballot.

33. The Scientific Council

1) discusses and approves the main directions of the scientific researches of the institute, the topics and programs of scientific research works, the issues of training of scientific personnel, international scientific cooperation;

2) coordinates the work done on scientific topics;

3) discusses and guarantees for publication the planned and extra-planned monographs, collections, etc. of the employees of the institute and the authors working in other organizations by the given profession;

4) discusses and approves the reports and proposals of the director and the heads of scientific subdivisions on the scientific activity of the institute at least once a year;

5) discusses urgent issues of science development, listens to scientific programs;

6) nominates for significant scientific works, inventions and discoveries, presents the scientists of the institute for awarding scientific titles and nominates them to be elected in the academy;

7) approves the results of attestation of scientific employees.

34. The heads of the research subdivisions of the Institute are elected by the Scientific Council of the Institute for a term of five years. An announcement about the terms and conditions of the elections is made in the press and other mass media one month in advance.

35. The documents for the nomination of the candidates for the heads of the research subdivisions of the Institute are submitted to the Scientific Secretary of the Institute. Candidates who give their written consent to participate in the elections are registered.

36. The scientific staff of the relevant research unit discusses all the registered candidacies in its meeting and expresses its opinion on each candidacy by secret ballot, with the participation of at least two thirds of the scientific staff members. The minutes of the discussion and voting results are submitted to the Scientific Council□

37. The decision to be elected as the head of the research subdivision of the Institute is made by the Scientific Council by secret ballot, by a simple majority of votes of the participants.

38. If the election does not take place in the first round of voting, the second round of voting is held. If the election does not take place during the second round of voting as well, the director of the institute makes a decision on the appointment of the acting head of the research subdivision (for a period of 2 years), and a new election is held.

39. The members of the Academy are appointed by the director of the institute to the positions of the heads of research subdivisions for a term of 5 years, without competition and elections.

IV. PROPERTY AND FINANCIAL RESOURCES OF THE INSTITUTE

40. The property of the Institute is formed from the property transferred to it by the founder with the right of ownership at the time of the establishment of the institute and later, as well as from the property acquired during the activity of the institute.

The property attached to the organization with the right of gratuitous use is leased in accordance with the procedure established by the founder. The money received from the rent payments of the leased property is directed to the RA state budget.

At the end of the given budget year, 20% of the funds transferred from the lease of the premises attached to the organization with the right of gratuitous use shall be provided to the authorized state body managing the organization by the authorized body envisaged by the RA state budget.

41. The Institute has the right to own, manage and use the property owned by it at its own discretion in accordance with the law, the decisions of the founder and (or) this charter

42. The founder has no rights to the property owned by the institute, except for the property left after the liquidation of the institute.

43. The care of the protection of the property of the Institute is borne by the Institute.

44. The property of the Institute may be confiscated only in court.

45. The reliability of the Institute's financial statements is subject to audit by an independent audit firm selected by the Academy.

46. The financial resources of the Institute are formed:

- 1) From the state budget of the Republic of Armenia.
- 2) Income from the entrepreneurial activity of the institute;
- 3) contract work with legal and natural persons of the republic and abroad;
- 4) Donations, grants, as well as wills of legal entities and individuals (including abroad);
- 5) Income from the property and property right of the institute;
- 6) from other means that do not contradict the legislation of the Republic of Armenia.

V. REORGANIZATION AND LIQUIDATION OF THE INSTITUTE

47. The Institute may be reorganized or liquidated by the decision of the founder, in accordance with the procedure provided by the Civil Code of the Republic of Armenia.

48. The institute can be reorganized into a company or foundation with 100% state participation, as well as a community non-profit organization.

49. The Institute may be reorganized or liquidated by court only in cases and in the manner prescribed by law.

In case of liquidation of the institute, the property remaining after satisfying the claims of the creditors of the institute is directed to the state budget of the Republic of Armenia.

Translated by the Notary Translator Armine Abrahamyan, certifying it as a complete, accurate and true translation of the text
Թարգմանությունը կատարված է ճիշտ, լրիվ, նոտարական թարգմանիչ Արմինե Աբրահամյանի կողմից՝

Certification inscription on certification of authenticity of the translator's signature:

On December the seventh of two thousand and twenty-one, I, DIANNA BEGLARYAN, D/O YURI, the RA "YEREVAN" Notarial Territory Notary Public, certify the authenticity of the translator Armine Abrahamyan's signature on the translation of the given text from the Armenian language into the English language. The identity, legal capacity of the translator and her authorities are verified.

Registered in registry book under N 3473

State duty – five hundred AMD and service fee – five hundred AMD were collected
according to the Republic of Armenia laws "On Notary" and "On State Duty".

Վավերացման մակագրություն թարգմանիչի ստորագրության իսկությունը վավերացնելու մասին:

Երկու հազար քսանմեկ թվականի դեկտեմբերի յոթին, ես՝ ՀՀ «ԵՐԵՎԱՆ» նոտարական տարածքի նոտար ԴԻԱՆՆԱ ՅՈՒՐԻԻ ԲԵԳԼԱՐՅԱՆԱ, վավերացնում եմ տվյալ տեքստի հայերեն լեզվից անգլերեն լեզվով կատարված թարգմանության վրա թարգմանիչ Արմինե Աբրահամյանի ստորագրության իսկությունը: Թարգմանիչի ինքնությունը, գործունեությունը և նրա լիազորությունները ստուգված են:

Գրանցված է գրանցամատյանում 3473 ով:

Գանձված է պետական տուրք՝ հինգ հարյուր ՀՀ դրամ և ծառայության վճար՝ հինգ հարյուր ՀՀ դրամ
համաձայն «Պետական տուրքի մասին» և «Նոտարիատի մասին» ՀՀ օրենքների

Notary Public/Նոտար՝

