

BYLAWS OF ALTINBAŞ UNIVERSITY

PART I

Objective, Scope, Basis and Definitions

Objective

ARTICLE 1 - (1) The objective of this Regulation is to set forth rules and principles governing the administration and functioning of Altınbaş University, its academic bodies and their roles and responsibilities.

Scope

ARTICLE 2 - (1) This set of Regulations covers the provisions governing the administration and functioning of Altınbaş University, its administrative and academic bodies, their roles and responsibilities as well as Altınbaş University faculty and financial matters.

Legal Basis

ARTICLE 3 - (1) This set of Regulations has been drawn up based on Turkish Higher Education Law No. 2547 of November 4th, 1981 and Additional Clause 104 of Law No. 2809 on Organization of Higher Education Institutions of March 28th, 1983.

Definitions

ARTICLE 4 - (1) As used in this Regulation, the following terms shall have the meanings specified below:

- a) Chair: Chair of Altınbaş University Board of Trustees,
- b) Board of Trustees: Altınbaş University Board of Trustees
- c) University President: President of Altınbaş University,
- d) Senate: Altınbaş University Senate,
- e) University: Altınbaş University,
- f) Foundation: Mehmet Altınbaş Education and Culture Foundation
- g) Administrative Board: Administrative Board of Altınbaş University.

PART II

Board of Trustees, Academic Bodies, Faculty and Their Roles and Responsibilities

ARTICLE 5 – (1) Board of Trustees is the highest decision-making body of the University and it represents the University as a legal entity.

(2) Members of the Board of Trustees and members of the Foundation's Administrative Board shall be elected pursuant to the provisions of Law No. 2547. Newly elected members shall be notified to the Turkish Council of Higher Education (YÖK) within a month.

(3) Board of Trustees shall elect a Chair and an Acting Chair from amongst its members for a four-year term. Chair and Acting Chair can be re-elected after they complete their terms of office.

(4) As a natural member of the Board of Trustees, the University President shall not attend meetings on matters pertaining to himself/herself and s/he shall not be elected the Chair of the Board of Trustees. Only two family members (immediate family and close relatives) of the

Chair of the Foundation's Administrative Board and Foundation's Administrative Board members can serve on the Board of Trustees. University members, except the University President, shall not serve on the Board of Trustees. Faculty members of Public Universities can serve on the Altınbaş University Board of Trustees provided that they obtain the necessary approval from their own Universities. Members of the Board of Trustees, except the University President, shall not assume any paid or unpaid positions nor teach classes at the University.

(5) Members of the Board of Trustees are honorary officers. However, they may be granted an attendance fee for participating in Board of Trustees meetings upon decision of the Foundation's Administrative Board. The attendance fee that the members of the Board of Trustees will receive shall not exceed the amount previously set forth in the Article 6 of Law No. 2547 for the members of the General Council of Higher Education for each meeting they will attend (no more than twelve meetings per year). No other payment shall be made to the Chair of the Board of Trustees and its members.

(6) Board of Trustees shall convene at least four (4) times a year.

Roles and Responsibilities of the Board of Trustees

ARTICLE 6 – (1) Roles and responsibilities of the Board of Trustees shall be as follows:

a) Evaluate the decisions taken by the Senate regarding the establishment, termination or reorganization of academic units comprising the University's undergraduate schools, graduate schools, vocational schools, techno parks, preparatory school, research and application centres; and submit a report to the Turkish Council of Higher Education accordingly,

b) Approve the decisions taken by the University Administrative Board, Senate and the University President regarding the administration of academic units comprising the University's Undergraduate Schools, Graduate Schools and Vocational Schools,

c) Draw up the employment contracts for faculty members, administrators and other university staff; carry out the necessary procedures for faculty appointment, administrative appointment and other university-related appointments; approve promotion and removal of faculty, administrative and other university staff;

d) Approve the University budget and monitor expenditures; determine tuition fees and scholarships.

Appointment of the University President / University President's Roles and Responsibilities

ARTICLE 7 – (1) After obtaining approval from Turkish Council of Higher Education, the Board of Trustees shall nominate and appoint a President, who shall be the Chief Executive Officer of the University for a four-year term.

(2) The President shall carry out the roles and responsibilities defined by the Law No. 2547 and other related regulations, as well as tasks and assignments given by the Board of Trustees.

(3) The President can make a total of three nominations for the role of Vice President. The nominees shall be chosen from among the full-time, tenured professors and submitted to the approval of the Board of Trustees. Term of office of Vice Presidents shall end when the President's term of office ends. In his/her absence, the President can appoint a Vice President to act on his/her behalf. In the event that a Vice President is not available or present, the President can appoint a tenured professor to act on his/her behalf.

Responsibilities of the Senate

ARTICLE 8 –

(1) Senate: Chaired by the President of the University, the Senate consists of Vice Presidents, Deans, a faculty member selected from each undergraduate school by the relevant undergraduate school administrative board for a three-year term, Directors of Graduate Studies and Vocational Studies, and the President of Student Council.

(2) Senate shall make and carry out decisions on the academic activities in the University, and deliver opinions about the matters submitted by the Board of Trustees. The Senate shall also award honorary academic titles who are not current employees of the University and carry out other tasks in relation to other regulatory provisions.

Responsibilities of the University Administrative Board

ARTICLE 9 — (1) Chaired by the University President, the University Administrative Board consists of Vice Presidents, Deans, and three faculty members chosen for a four-year term by the Senate, representing various units and areas associated with the University.

(2) University Administrative Board shall make administrative decisions, submitted by the President, about the University, make administrative suggestions, make final decisions about objections to decisions issued by undergraduate, graduate and vocational school administrative boards and carry out other tasks in relation to other regulatory provisions.

Deans, Directors of Graduate Studies, Director of Vocational Studies

ARTICLE 10 — (1) Deans are recommended by the President and appointed by the Board of Trustees upon receiving approval from Turkish Council of Higher Education. Directors of Graduate and Vocational Studies are recommended by the President and appointed by the Board of Trustees.

(2) A Dean's, Director of Graduate Studies' and Director of Vocational Studies' terms of office, shall be three (3) years. Dean or Director, whose term of office has expired, or is to expire, can be reappointed under the same procedure.

Heads of Academic Departments

ARTICLE 11 — (1) Heads of Academic Departments shall be appointed by the University President upon recommendation of the Dean. Heads of Academic Departments shall serve for a three-year term. Heads of Academic Departments, whose term of office has expired, or is to expire, can be reappointed under the same procedure.

Faculty members

ARTICLE 12 — (1) Selection and evaluation of faculty members, conferral of academic titles to faculty members and faculty appointments shall be carried out by the authorized academic bodies of the foundation higher education institution in accordance with the relevant regulatory provisions. Criteria required for faculty appointment in public universities as well as other academic criteria required by Altınbaş University can be taken into consideration with respect to procedures for appointment of faculty members.

(2) Rules of procedures for academic and administrative employees of the University shall be subject to provisions set forth in Law No. 2547 on Public Universities. The provisions of Labour Law No. 4857 of May 22nd, 2003 shall apply to the abovementioned employees in terms of salary procedures and employee benefits.

(3) In relation to disciplinary procedures for faculty members, the provisions of the Disciplinary Regulation for Administrators, Teaching/Academic Staff and Civil Servants Working at Higher Education Institutions issued by Turkish Council of Higher Education and published in Official Gazette No. 17789 of August 21st, 1982 shall apply.

PART III

Academic Units, Projects and Consultancy, Students

Academic Units

ARTICLE 13 - (1) Undergraduate schools, graduate schools, vocational schools, conservatoires, preparatory schools, and research and application centres can be established or incorporated by or under the University.

(2) Establishment, termination or reorganization of academic departments, programs, art majors and research and application centres as well as the establishment of conservatoires, vocational schools and preparatory schools within the University shall be subject to the approval of the Board of Trustees, University Senate decision and Turkish Council of Higher Education's final decision following an application made by the University President to Turkish Council of Higher Education.

Projects and Consultancy

ARTICLE 14 - (1) Rules and procedures governing the creation, design and selection of educational and research projects, consultancy services offered by teaching/academic staff, the revenue from faculty-created projects as well as the related copyright and intellectual property policies shall be set and defined by the Board of Trustees upon recommendation from the University Administrative Board.

Students

ARTICLE 15 - (1) Student placement in the University shall be carried out in accordance with procedures and quota set forth by the Turkish Council of Higher Education.

(2) Procedures regarding student admission registration, passing classes, graduation etc. shall be carried out pursuant to the provisions of the relevant regulation.

(3) Concerning student disciplinary procedures, the provisions of Student Disciplinary Regulation for Higher Education Institutions issued by Turkish Council of Higher Education and published in Official Gazette No. 18634 of January 13th, 1985 shall apply.

PART IV

Financial Provisions

Non-profit seeking and transfer of revenue to the foundation

ARTICLE 16 — (1) All revenue obtained by the University shall be kept by the University and shall under no circumstances be transferred to the foundation or foundation accounts, neither temporarily nor indirectly.

Financial facilities

ARTICLE 17 — (1) The University shall benefit from financial facilities, exemptions and exceptions set forth in Article 56 of Law No. 2547. The University is exempt from property taxation.

University assets

ARTICLE 18 — (1) All immovable assets acquired by the University through donation or other means shall be registered through a land registry office on behalf of the legal entity of the University.

Use of assets

ARTICLE 19 The provisions of the relevant regulations shall apply concerning any type of construction works as well as purchase, sale, leasing/renting of services and materials on behalf of the University.

Sources of Revenue

ARTICLE 20 — (1) Sources of University revenue are as follows:

- a) Tuition payments.
- b) Revenue from University's investments and enterprises.
- c) Revenue from R&D and consultancy projects.
- d) Grants from government and other public institutions.
- e) Donations, bequests and other sources of revenue.

Spending authority

ARTICLE 21 — (1) All expenditures of University funds require the approval of the Chair of Board of Trustees. A part of the authority to sign expenditure documents can be delegated to the University President and/or the members of the Board of Trustees.

PART V

Miscellaneous and Final Provisions

Situations for which there are no provisions in these Bylaws

ARTICLE 22 — (1) Regarding situations for which there are no provisions in these Bylaws, Law No. 2547 and the provisions of Regulation on Foundation Higher Education Institutions published in Official Gazette No. 26040 of December 31st, 2005 and provisions of other related regulations shall apply.

Effective Date

ARTICLE 23 — (1) The provisions of these Bylaws shall become effective immediately upon adoption.

Execution

ARTICLE 24 — (1) The provisions of these Bylaws shall be executed by the Chair of Altınbaş University Board of Trustees.