

The decree laying down the administrative and financial management and operating procedure of the Academy

The Presidency of the Government

Decree No. 2012-1226, dated 24 July 2012, laying down the administrative and financial management and operating procedure of the Tunisian Academy of Sciences, Letters and Arts *Beit al-Hikma*.

The Head of the Government,

Having regard to constituent law No. 2011-6 dated 16 December 2011 setting up the provisional organization of public authorities,

Having regard to law No. 85-78 dated 5 August 1985, setting up the statutory laws relating to public officials, public corporate structure and commercial institutions and enterprises whose capital is directly and wholly owned by the State or local authorities, and all the relevant documents that have supplemented or amended it, and in particular law No. 2007-69 dated 27 December 2007 relating to business initiatives,

Having regard to law No. 89-9 dated 1 February 1989, relating to contributions, and public enterprises and institutions, and all the relevant documents that have amended or supplemented it, notably law No. 2006-36 dated 12 June 2006,

Having regard to law No. 92-116 dated 30 November 1992 regarding the creation of the Tunisian Academy of Sciences, Letters and Arts *Beit al-Hikma*

Having regard to law No. 96-112 dated 30 December 1996 defining the budgetary accounting methods of enterprises,

Having regard to decree No. 70-118 dated 11 April 1970 establishing the different departments of the Prime Ministry, and all the relevant documents that have amended or supplemented it,

Having regard to Decree No. 87-529 dated 1 April 1987 laying down the rules applicable to the auditing methods of the accounts of public corporate and commercial institutions and enterprises whose capital is wholly owned by the State,

Having regard to decree No. 93-2145 dated 25 October 1993 establishing the organization and operating procedures of the Tunisian Academy of Sciences,

Letters and Arts *Beit al-Hikma*, as amended by decree No. 97-1366 dated 14 July 1997,

Having regard to decree No. 97-552 dated 31 March 1997 laying down the prerogatives of the chief executives and the responsibilities of the boards of directors of non-administrative public institutions,

Having regard to decree No. 97-567 dated 31 March 1997 laying down the conditions and methods of direct recruitment in public enterprises and non-administrative public institutions,

Having regard to decree No. 2002-2198 dated 7 October 2002 laying down the detailed rules for controlling non-administrative public enterprises, the terms of approval of their management decisions, the methods and conditions for the appointment of members of the governing body and fixing the responsibilities within their remit,

Having regard to decree No. 2002-3158 dated 17 December 2002 regulating government procurement processes, and all the relevant documents that have amended or supplemented it, and in particular decree No. 2012-515 dated 2 June 2012,

Having regard to decree No. 2005-910 dated 24 March 2005 pertaining to the designation of the control authorities over public enterprises and non-administrative public institutions, and all the relevant documents that have amended and supplemented it, and notably decree No. 2010-3170 dated 13 December 2010,

Given the republican decree No. 2011-2 dated 24 December 2011 concerning the appointment of the Head of the Government,

Having regard to decree No. 2011-4796 dated 29 December 2011 relating to the appointment of the cabinet members,

Considering the judgment of the Minister of Finance,

Considering the judgment of the administrative tribunal,

Given the deliberations of the cabinet meeting and after informing the President of the Republic,

Have decreed the following :

CHAPTER I

Members and correspondents of the Academy

Art.1- The Tunisian Academy of Sciences, Letters and Arts is an institution whose mission is primarily scientific; it aims at the encouragement of scientific research

and creativity. It is named *Beit al-Hikma*. The Academy consists of five departments, which are the following :

- 1) The Department of Mathematical and Natural Sciences.
- 2) The Department of Humanities and Social Sciences.
- 3) The Department of Islamic Sciences.
- 4) The department of letters.
- 5) The department of arts.

Art. 2 - The Tunisian Academy of Sciences, Letters and Arts *Beit al-Hikma* is composed of active members, associate members and honorary members, who are chosen among both Tunisian and foreign nationals and whose influence, academic prowess and competences are well-established in the scientific, literary, cultural and artistic circles. They are named to the aforementioned departments according to discipline.

Art. 3 - The total number of members of the Academy shall not exceed eighty (80) members, and fall into the following groups:

- 1 - Fifty (50) active members who are Tunisian nationals and resident in the Republic of Tunisia.
- 2 - Ten (10) active members who are Tunisian expatriates.
- 3 - Fifteen (15) associate members who are foreign nationals.
- 4 - Five (5) honorary members who are Tunisian nationals.

Art. 4 – For the purposes of its needs in terms of scientific activities, the Academy shall appoint Tunisian and foreign correspondents; their number should not exceed thirty (30).

Art. 5 - Applications for the positions of active member or associate member of the Academy shall be submitted within three (3) months counting from the date the vacancy at the Academy has been advertised.

Art. 6 - The application for the position of active or associate member of the Academy shall include a list of scientific publications by the applicant, a cover letter and curriculum vitae.

Art. 7 - The president of the Academy shall process the applications for the position of active or associate member and then forward those applications that meet the required qualifications to the Scientific Council.

Candidates for the position of active member or associate member shall be elected by the Scientific Council in accordance with the provisions of article 19 in the present decree; the procedures for the election are determined by the rules and regulations of the Academy.

Appointment of the active and associate members elected by the scientific Council shall be decreed by the Head of the Government.

Art. 8 – Appointment of honorary members of the Academy shall be decreed by the Head of the Government, following recommendations made by the Scientific Council of the Academy among leading Tunisian personalities for distinguished services they rendered to culture and thought.

Art. 9 - The President of the Academy shall recommend a preliminary list of correspondents of the Academy, as defined by article 4 of the present decree, to the Scientific Council that shall review and approve the final list of correspondents in accordance with the rules and regulations of the Academy. The correspondents approved by the Scientific Council are appointed by order of the President of the Academy for a period of five (5) years renewable twice at most.

Art. 10 – The members of the Academy, as defined by article 3 of the present decree, are appointed for life. The position of member of the Academy shall only be terminated when the member has passed away, or has resigned or has been dismissed.

The Scientific Council shall take decisions on the acceptance of the resignation or dismissal of a member by an absolute majority vote of its members and after the member in question has made his/her observations.

Art. 11 – The procedures for the resignation or dismissal of a member and the procedures for advertising a vacancy are stipulated by the rules and regulations of the Academy.

Art. 12 - Subject to the provisions of article 19 of this decree, the rules and regulations of the Academy shall be approved by an absolute majority of the members of the Academy.

CHAPTER II

Operating Procedure and Administrative Structure

Art. 13 - The Tunisian Academy of Sciences, Letters and Arts *Beit al-Hikma* is composed of :

- The President of the Academy,
- The Scientific Council,
- The Board of Directors.

Section 1

The Presidency of the Academy

Art. 14 - The Presidency of the Academy shall be composed of the President of the Academy, and the heads of departments.

The President of the Academy shall be elected among the active members of the Academy residing in the Republic of Tunisia as provided for under the first paragraph of Article 3 of this decree for a period of five (5) years that shall be renewable once only in accordance with the provisions of Article 19 of this decree. He/She has the rank of Secretary of State.

The procedures in this election are determined by the rules and regulations of the Academy.

The President of the Academy shall be appointed by decree following his election in accordance with the provisions of the first and second paragraphs of this Article.

Art. 15 - The President of the Academy shall be responsible for the administration of the Academy. For this purpose, the President of the Academy is empowered to make the necessary decisions within his/her remit as stipulated in this article, with the exception of those relating to the prerogatives of the controlling authority and in consultation with the heads of departments.

The President of the Academy is particularly in charge of :

- Chairing the Scientific Council and the Board of Directors.
- Representing the Academy with third parties with regard to all civil acts, administrative matters and legal action.
- Elaborating on the work of the Scientific Council and the Board of Directors.
- Setting up, implementing and following through with the work plans in the different areas of action relating to the missions of the Academy.
- Making deals, concluding contracts and agreements under the terms and conditions prescribed by the laws and regulations in force.

- Preparing, implementing and monitoring the contracts objectives.
- Deciding on the provisional, operating and capital budget of the Academy and the financing scheme for its investment projects.
- Establishing the financial statements.
- Proposing the structure of the services of the Academy, the statute of its personnel and pay scale in accordance with the laws and regulations in force.
- Taking the necessary measures with regard to the recovery of the debts of the Academy.
- Overseeing the effective technical, scientific, administrative and financial management of the Academy.
- Issuing income and expenses statements.
- Concluding purchases, exchanges and all realty transactions within the activities of the Academy, and in accordance with the laws and regulations in force.
- Exercising full authority over all the staff of the Academy, being entitled to appoint them, supervise their work or dismiss them in conformity with the laws and regulations in force.
- Recruiting the qualified agents, researchers, consultants and experts in the different fields that fall within the activities of the Academy in accordance with the laws and regulations in force.
- Performing any other tasks within the activities of the Academy and entrusted to him/her by the competent authorities.

Art. 16 - The President of the Academy may delegate some of his/her powers as well as the right to sign on his/her behalf to other officers under his/her authority. However, contracts, research studies agreements, the conclusion of deals as well as acts of transfer, termination and acquisition concluded by the Academy as part of its mission, are automatically signed by the President of the Academy. The delegation of power shall not as well be extended to the exercise of disciplinary power over the staff of the Academy.

Section II

The Scientific Council

Art. 17 - The President of the Academy chairs the Scientific Council which is composed of all the members of the Academy who are subdivided into five specialist departments as aforementioned in Article 1 of the present decree. Each department is headed by an active member elected by the members of the Scientific Council of that particular department for a period of four (4) years

renewable once only and in accordance with the procedures as established by the rules of the Academy and subject to the provisions of Article 19 of this decree.

Art. 18 - The Scientific Council shall be responsible for establishing and assessing the feasibility of the scientific and cultural programmes of the Academy and maximizing their results. It is particularly responsible for :

- Reviewing and evaluating researches and studies carried out as part of the activities of the Academy.
- Publishing researches and studies and publicizing their results.
- Proposing the organization of scientific meetings and large scale cultural events.
- The election of the President and the members of the Academy.
- The approval of the list of correspondents of the Academy.
- Looking into partnership and cooperation programmes with other institutions whose activities are similar to those of the Academy.
- Establishing and approving the rules and regulations of the Academy and modifying them when necessary.
- Giving opinion on scientific or artistic matters within the remit of the Academy and which are presented to it by the controlling authorities or any other ministry or public institution concerned.
- Examining any question of scientific or cultural kind submitted to it by the President of the Academy.

The President of the Academy shall designate one of the staff members of the Academy for the secretariat of the Scientific Council.

Art. 19 – Only active members and honorary members shall have the right to vote during the sessions of the Scientific Council.

Art. 20 - The Scientific Council shall be convened by its chairman at least once every three (3) months and whenever it is deemed necessary.

Departments shall meet periodically and whenever it is deemed necessary. The frequency of the meetings is determined by the rules and regulations of the Academy. The deliberations of the Scientific Council during the regular meetings are valid only if a majority of its members have attended the meeting. In case not enough members have turned up to achieve a quorum, the Council shall justifiably meet for a second time within a week from the date fixed for the first meeting and decisions shall be taken by majority vote regardless of the number of members who have turned up.

During its regular meetings, the Scientific Council shall take decisions by a majority vote of those members attending the meeting and entitled to exercise

the right to vote in accordance with article 19 of this decree. In case of a tie vote, the Chairman shall have the casting vote.

Art. 21 - The Scientific Council shall hold a general meeting convened by its President every two years and whenever it is deemed necessary to review and assess the activities of the Academy over the previous two years and to discuss and approve the action plan for the next two years. During the meeting, the President of the Academy is elected by those members entitled to exercise voting rights in accordance with article 19 of this decree.

The General Meeting of the Academy shall only be valid if a majority of the members of the Academy have turned up. If a quorum has not been achieved, the general meeting shall be valid for a second time within a week from the date fixed for the first meeting, and decisions shall be taken by majority vote no matter what the number of members who have turned up is.

Decisions during the General Meeting are taken by majority vote of the members entitled to exercise voting rights in accordance with article 19 of this decree, and in case of a tie vote, the Chairman has the casting vote.

Art. 22 - The President of the Academy may establish committees consisting of members of the Academy or individuals outside the Academy in certain specific disciplines and within the different departments for the preparation and realization of occasional programmes and projects.

Section III

The Board of Directors

Art. 23 - The Board of Directors is chaired by the President of the Academy and consists of the following members :

- The heads of the five departments.
- A representative of the Presidency of the Government.
- A representative of the Ministry of Finance.
- A representative of the Ministry of Culture.
- A representative of the Ministry of Education.
- A representative of the Ministry of Higher Education and Scientific Research.
- Only one personality renowned for their administrative and financial management capabilities.

The appointment of the members of the Board of Directors shall be decreed by the Head of Government, for a period of three (3) years renewable twice at most,

and on the proposal of the ministries concerned for the representatives of the ministries.

The Chairman may invite members and executives of the Academy as well as any renowned personality among the arts, letters and scientific community to attend the meetings of the Board of Directors for the purpose of giving an opinion on one of the issues on the agenda.

Art. 24 - The Board of Directors shall be responsible for examining and giving their opinion on :

- Contracts objectives and monitoring their implementation.
- The provisional, operating and capital budgets and the financial plan for investment projects.
- The financial statements.
- The organization of the different services of the Academy, the statute of its staff and pay scale.
- The contracts and agreements concluded by the Academy.
- Acquisitions, dealings and all realty transactions within the activities of the Academy.

And in general, any question submitted to them by the President of the Academy relating to the activities of the Academy.

Art. 25 - The President of the Academy shall convene the Board of Directors to meet at least once every three (3) months and whenever it is deemed necessary in order to discuss the issues on the agenda set by the President of the Academy and circulated at least ten (10) days before the due date of the meeting to all members of the Board of Directors and the Presidency of the Government. The agenda shall be accompanied by all the documents relevant to the issues to be considered by the board.

These documents shall also be forwarded within the same deadline to the Comptroller General who attends the Board of Directors meetings in the quality of observer, gives his opinion and may, if necessary, make reservations on any issue pertaining to compliance with the laws and regulations governing the institution and on all those issues affecting the finances of the institution. The opinion and reservations of the Comptroller General shall necessarily be recorded in the minutes of the meeting.

The Board of Directors shall only justifiably meet in case a majority of its members have turned up. If a quorum has not been achieved, the meeting shall be valid for a second time within fifteen (15) days no matter what the turnout is.

The Board of Directors shall issue their opinion by majority vote of the members present. In case of a tie vote, the Chairman has the casting vote.

The Board of Directors shall deliberate only on those issues on the agenda.

Art. 26 – The minutes of any meeting of the Board of Directors shall be drawn up within ten (10) days following that meeting. The final form of the meeting minutes shall be recorded in a special register signed by the President of the Academy and one member of the Board of Directors and kept at the headquarters of the Academy.

Those issues requiring further procedures for approval in accordance with the legislation and regulations in force shall necessarily be included in the minutes and presented to the Presidency of the Government.

The President of the Academy shall designate one of the staff members of the Academy for the secretariat of the Board of Directors.

Art. 27 - The following issues shall automatically be included as permanent items on the agenda of the Board of Directors:

- Monitoring the effective execution of the recommendations made by the previous meeting of the Board of Directors.
- Monitoring the effective functioning of the Academy, the development of the situation and the progress made in the implementation of its budget on the basis of a scorecard set up by the President of the Academy.
- Monitoring the performance of contracts by referring to two reports made by the President of the Academy. The first relates to those contracts which indicate a lag of execution, are subject to a disagreement or whose documents for definitive settlement have not been approved. The second relates to contracts concluded in conformity with the decree governing public procurement.
- The measures taken to remedy the deficiencies cited in the auditor's report as well as the reports of the internal and external audits.
- A detailed memo shall be sent to the members of the Board of Directors and the Comptroller General including particularly the following items before coming into force :
 - Possible appointments to any position.
 - Pay rises, allowances, benefits, either pecuniary or as a perk and granted under the regulations in force.
 - The annual program of recruitment and a periodic report on its implementation.
 - Investment projects and related financing plans.

Members of the Board of Directors may request the submission of all required documents as part of fulfilling their duties.

Art. 28 - The contracts objectives shall be submitted to the Board of Directors no later than the end of October of the first year of the development plan.

The provisional, operating and investment budget and the financing plan for investment projects and financial statements shall be submitted to the Board of Directors within the deadlines set in Articles 31 and 32 of this Decree.

Art. 29 - Members of the Board of Directors shall delegate their responsibilities only to the members of the board. They shall not stay away from the meetings of the board or resort to delegation of responsibility to other members, this being allowed only twice a year maximum. The chairman of the Board of Directors shall inform the Presidency of the Government within ten (10) days following the meeting of the Board of Directors.