

Переклад з української мови на англійську мову
Translated from Ukrainian into English

APPROVED:
President of the National Academy of
Agrarian Sciences of Ukraine,
Academician of the NAAS
/signed/ **Yaroslav HADZALO**
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Seal:
*Kyiv city * Ukraine **
*National Academy of Agrarian Sciences of Ukraine **
Identification code 00024360

ARTICLES OF ASSOCIATION
of the Institute of Climate-Smart Agriculture
of the National Academy of Agrarian Sciences of Ukraine

(new edition)

Identification code – 44844104

Khlibodarske urban-type settlement - 2024

I. General provisions

1. The Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine (hereinafter referred to as the Institute) is a state, budgetary, non-profit, scientific institution.

2. Identification code - 44844104.

Full name:

in Ukrainian - Інститут кліматично орієнтованого сільського господарства Національної академії аграрних наук України,

in English - INSTITUTE of CLIMATE-SMART AGRICULTURE of the NATIONAL ACADEMY of AGRARIAN SCIENCES of UKRAINE.

Abbreviated name:

in Ukrainian - ІКОСГ НААН,

in English - ICSA NAAS.

3. Location - Maiatska Doroha St., bldg. 24, Khlibodarske urban-type settlement. Odesa district, Odesa region, 67667.

4. The Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine is the legal successor of all property and non-property rights and obligations, movable and immovable property and land of the Institute of Irrigation Farming of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497242), the Institute of Rice of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00858757) and the Southern State Agricultural Research Station of the Institute of Water Problems and Land Reclamation of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497816).

Time of establishment - The Institute was established in accordance with the Resolution of the Cabinet of Ministers of Ukraine No. 1793-p dated 29 December 2021 "On approval of the establishment of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine", Resolution of the Presidium of the National Academy of Agrarian Sciences of Ukraine No. 01/01 dated 26 January 2022 (Minutes No. 1) "On the establishment of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine", Order of the National Academy of Agrarian Sciences of Ukraine No. 9 dated 2 February 2022 "On the establishment of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" by reorganization (merger) of the Institute of Irrigation Farming of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497242, location: Naddniprianske settlement, Kherson city, 73483), the Institute of Rice of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00858757, location: Studentska Street, building 11, Antonivka village, Skadovsk district, Kherson region, 75705) and the Southern State Agricultural Research Station of the Institute of Water Problems and Land Reclamation of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497816, location: Chornomorska Street, building 71. Hola Prystan city, Kherson region, 75600).

5. The Institute falls under the jurisdiction of the National Academy of Agrarian Sciences of Ukraine (hereinafter referred to as the Academy) as a state property management body.

6. The Institute's activities are guided by the Constitution of Ukraine, the Laws of Ukraine "On Scientific and Scientific-Technical Activities", "On the Peculiarities of the Legal Regime of the Activities of the National Academy of Sciences of Ukraine, National Sectoral Academies of Sciences and the Status of Their Property Complex", the Civil, Economic, Budget and Tax Codes of Ukraine, other laws of Ukraine, acts of the President of Ukraine, the Cabinet of Ministers of Ukraine, the Articles of Association of the National Academy of Agrarian Sciences of Ukraine and these Articles of Association.

The Articles of Association of the Institute are approved by the President of the Academy.

7. The following entities are subordinate to the Institute as independent statutory entities with the rights of a legal entity:

7.1. Askania State Agricultural Research Station of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine (USREOU code 35435081, location: 40 Rokiv Peremohy Street, building 16, Tavrychanka village, Kakhovka district, Kherson region, 74862); abbreviated name: Askania SA RS ICSA NAAS.

7.2. State Institution "Mykolaiv State Agricultural Research Station" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 00724882, location: Tsentralna Street, building 17, Polihon village, Vitovka district, Mykolaiv region, 57217); abbreviated name: SI "Mykolaiv SA RS" ICSA NAAS".

7.3. State Enterprise "Research Farm "Askaniiske" of the Askania State Agricultural Research Station of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 00856787, location: 40 Rokiv Peremohy Street, building 16, Tavrychanka village, Kakhovka district, Kherson region, 74862); abbreviated name: SE "RF "Askaniiske" of the Askania SA RS ICSA NAAS".

7.4. State Enterprise "Research Farm "Pioner" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 00497319, location: Tsentralna Street, building 31, Liubymivka village, Novovorontsovska district, Kherson region, 74212); abbreviated name: SE "RF "Pioner" ICSA NAAS".

7.5. State Enterprise "Research Farm "Elita" of the State Institution "Mykolaiv State Agricultural Research Station" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 30766346, location: Tsentralna Street, building 25, Polihon village, Vitovka district, Mykolaiv region, 57217); abbreviated name: SE "RF "Elita" ICSA NAAS".

7.6. State Enterprise "Research Farm of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 32368222,

location: Studentska Street, building 11, Antonivka village, Skadovsk district, Kherson region, 75705); abbreviated name: SE "RF ICSA NAAS".

7.7. The Institute includes the Scientific Center for Genetics, Breeding, Seed Production, and Rice Cultivation Technologies, as a structural unit without the status of a legal entity.

7.8. State Enterprise "Research Farm "Yuzhnyi" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 05528906, location: Maiatska Street, building 26, Velykyi Dalnyk village, Odesa district, Odesa region, 67668); abbreviated name: SE "RF "Yuzhnyi" ICSA NAAS".

7.9. Odesa State Agricultural Research Station of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine (USREOU code - 00729511, location: Maiatska Doroha Street, building 24, Khlibodarske urban-type settlement, Odesa district, Odesa region, 67667); abbreviated name: Odesa SA RS ICSA NAAS.

7.10. State Enterprise "Research Farm "Odeske" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 00724896, location: Maiatska Doroha Street, building 24, Khlibodarske urban-type settlement, Odesa district, Odesa region, 67667); abbreviated name: SE "RF "Odeske" ICSA NAAS".

7.11. State Enterprise "Research Farm "Andriivske" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 00855308, location: Tsentralna Street, building 58, Andriivka village, Bilhorod-Dnistrovskyi district, Odesa region, 67742); abbreviated name: SE "RF "Andriivske" ICSA NAAS".

7.12. State Enterprise "Research Farm "Zori nad Buhom" of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" (USREOU code 34792373, location: Yastrubynove village, Voznesensk district, Mykolaiv region, 56564); abbreviated name: SE "RF "Zori nad Buhom" ICSA NAAS".

II. Main areas of activity of the Institute

8. The Institute was created to solve fundamental and applied problems of farming on irrigated and non-irrigated lands of southern Ukraine, ensure sustainable development of Ukrainian agriculture, concentration of scientific personnel, material and financial resources in priority areas of research in Ukraine, highly effective coordination of scientific research, integration of science, education and production, which will create the most favorable conditions for the most effective use of scientific potential and implementation of the European approach to agricultural management.

9. In the context of innovative development of Ukrainian agriculture, the main areas of activity of the Institute, determined by the Resolution of the Presidium of the National Academy of Agrarian Sciences of Ukraine No. 01/01 dated 26 January 2022 (Minutes No. 1) "On the establishment of the Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine" are:

- development of methods for managing agricultural landscapes in the context of creating climate-optimized environmental management systems, land and water resources management;
- research to develop modern climate-smart intensive, resource-saving, organic and innovative technologies for growing agricultural crops (including niche, energy and medicinal crops) on irrigated and non-irrigated lands;
- scientific justification for the introduction of new types of agricultural crops and the reintroduction of plants peculiar to the natural range in order to adapt to modern conditions in Ukraine;
- breeding research to create varieties and hybrids of agricultural crops adapted to climate change, primary and elite seed production to obtain high-quality seed material;
- scientific substantiation of climate-smart technologies for the production and processing of crop and livestock products;
- implementation of scientific developments in the field of climate-smart agriculture in various soil and climatic zones of Ukraine;
- regulatory and legal support for the implementation of state policy in the agricultural sector of Ukraine in the areas of climate-smart agriculture and counteraction to the negative manifestations of climate change and desertification.

9.1. The types of economic activity of the Institute according to KVED DK (Classifier of Economic Activities) 009:2010 are:

- 72.19 Other research and experimental development on natural sciences and engineering (main);
 - 01.11 Growing of cereals (except rice), leguminous crops and oil seeds;
 - 01.12 Growing of rice;
 - 01.13 Growing of vegetables, melons, roots and tuber plants;
 - 01.19 Growing of other non-perennial crops;
 - 01.24 Growing of pome fruit and stone fruit;
 - 01.25 Growing of other fruit, tree and bush fruit;
 - 01.28 Growing of spices, aromatic, drug and pharmaceutical crops;
 - 01.30 Plant propagation;
 - 01.61 Support activities in crop production;
- 46.21 Wholesale of grain, unmanufactured tobacco, seeds and animal feeds;
- 71.20 Technical testing and research;
- 72.11 Research and experimental development on biotechnology;
- 74.90 Other professional, scientific and technical activities n.e.c.;
- 85.42 Higher education.

10. The Institute of Climate-Smart Agriculture of the National Academy of Agrarian Sciences of Ukraine carries out methodological coordination of scientific research on:

- determining priority areas in the field of climate-smart agriculture;
- establishing mechanisms for regulating and reducing greenhouse gas emissions and carbon sequestration in crop production under various farming systems on irrigated and non-irrigated lands with the introduction of low-carbon crop growing technologies;
- development of farming systems using climate-smart agricultural technologies, determination of crop productivity for the formation of sustainable agroecosystems;
- ensuring the rational use of natural and material resources, restoring and improving soil fertility, reducing anthropogenic pressure on the environment, and minimizing the negative impact of climate change on the development of agriculture.

III. Legal status of the Institute

11. The Institute is a legal entity registered in accordance with the procedure established by the legislation of Ukraine regulating the activities of non-profit institutions.

The Institute has separate property, an independent balance sheet, registration accounts in the branches of the State Treasury Service of Ukraine, may acquire rights and obligations in its own name, and be a plaintiff and defendant in courts.

The Institute has a seal indicating its name and affiliation to the Academy, other seals and a corner stamp necessary for record keeping. The Institute may have trademarks for goods and services that are registered in accordance with the rules of the current legislation of Ukraine.

The Institute shall acquire the rights and obligations of a legal entity from the date of its state registration.

12. The Institute is based on state property. The Institute's balance sheet includes property assigned to it by the Academy on the right of operational management, acquired at the expense of costs, general or special funds of the State Budget. The Institute has land plots assigned to it, which are used to ensure the scientific activities of the Institute and are provided to it on the right of permanent use, which is certified in accordance with the procedure established by law.

The withdrawal of land plots and the termination of the right to permanent use thereof may be carried out only with the consent of the Presidium of the Academy in accordance with the Land Code of Ukraine.

13. Upon agreement with the Presidium of the Academy, the Institute may join associations of legal entities in order to fulfill its statutory tasks while maintaining the status of a legal entity and financial independence. The Institute's activities in associations shall be controlled by the Presidium of the Academy.

14. Upon agreement with the Academy, the Institute shall have the right to be a founder and co-founder of business companies and to participate in the formation of the authorized capital of such business companies exclusively by contributing intellectual property rights to it, exclusive property rights that are retained by the Institute.

15. Within the limits determined by these Articles of Association, the Institute shall independently resolve issues related to its scientific and economic activities, enter into contractual relations with other institutions, organizations, and enterprises on its own behalf, taking into account the restrictions determined by the current legislation.

The Academy does not interfere in the operational and economic activities of the Institute, if they are carried out in accordance with these Articles of Association and the rules of the current legislation.

16. The Institute may open accounts in banking institutions to conduct transactions in foreign currency on the relevant balance sheet accounts in accordance with the requirements of the regulatory acts of the National Bank of Ukraine.

17. The Institute uses land and other natural resources in accordance with the statutory objectives of its activities.

18. The Institute shall be liable for its obligations in accordance with the requirements of the legislation. When concluding transactions, the Institute may assume only such financial obligations, the fulfillment of which is ensured by the income from its activities.

The real estate of the Institute cannot be subject to seizure by creditors.

19. Each business entity of the Institute's network shall report to the Institute for its scientific and economic activities. The Institute shall report to the Academy in accordance with the established procedure.

IV. The Institute's property complex

20. The Institute's property complex consists of all tangible and intangible assets recorded on the Institute's balance sheet and transferred to it by the Academy as a result of reorganization through the merger of the Institute of Irrigation Farming of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497242, location: Naddniprianske village, Kherson city, 73483), the Institute of Rice of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00858757, location: Studentska Street, building 11, Antonivka village, Skadovsk district, Kherson region, 75705) and the Southern State Agricultural Research Station of the Institute of Water Problems and Land Reclamation of the National Academy of Agrarian Sciences of Ukraine (USREOU code 00497816, location: Chornomorska Street, building 71, Hola Prystan city, Kherson region, 75600) on the right of operational management, as well as purchased by the Institute at the expense of budget funds and funds from financial and economic activities and/or acquired in another way not prohibited by law.

21. The sources of formation of the Institute's property complex are:

- state property transferred to it by the Academy on the right of operational management;
- state budget funds allocated by the Academy to finance research and development work;
- income received from the sale of scientific and technical products and various types of economic activities;
- passive income (interest, dividends, insurance payments, royalties);
- capital investments and subsidies from budgets;
- property acquired on grounds not prohibited by law;
- funds or property received free of charge or in the form of non-refundable financial assistance or voluntary donations from enterprises, organizations and citizens;
- other sources not prohibited by the legislation of Ukraine.

Income shall be used exclusively to cover expenses for the maintenance of the Institute, the implementation of its goals (objectives, tasks) and areas of activity determined by these Articles of Association.

It is prohibited to distribute the received income or part thereof among the founders of the Institute, employees (except for payment for their labor, accrual of a single social contribution), members of the management body and other persons related to them.

22. State property assigned to the Institute by the Academy belongs to it on the right of operational management. Exercising this right, the Institute may use this property to participate in civil relations, including for conducting non-commercial financial and economic activities in accordance with the statutory goals and within the limits of its civil legal capacity.

23. The alienation of the Institute's real estate shall be carried out only with the permission of the Presidium of the Academy in accordance with the procedure determined by the rules of the current legislation of Ukraine.

24. The sale of the Institute's fixed assets shall be carried out only on a competitive basis and in accordance with the requirements of the current legislation of Ukraine. The funds received from the use and sale of the Institute's property remain at its disposal in full and are directed to the fulfillment of its statutory tasks.

25. Write-off of state property from the Institute's balance sheet may be carried out with the permission of the Presidium of the Academy in accordance with the procedure established by the legislation of Ukraine.

26. The transfer of property held by the Institute to the balance of another scientific institution, enterprise, or organization under the jurisdiction of the Academy shall be carried out on the basis of a decision of the Presidium of the Academy and in accordance with the procedure established by law.

27. The Institute shall dispose of property and funds received by the Institute from its activities (including foreign economic activities), charitable contributions and donations from organizations (including international ones) and private individuals, as well as funds and property received on other grounds that do not contradict the legislation, independently, in accordance with the budget. The procedure for their use is established by relevant regulatory legal acts.

28. The Institute may lease state property assigned to it that belongs to fixed assets and is not used for scientific and production purposes on favorable terms for it, guided by the current legislation on property leasing, with the permission of the Presidium of the Academy, and in accordance with the procedure established by law.

The funds received from the lease of the property complex shall be fully directed to the fulfillment of the Institute's statutory tasks.

29. Damages caused to the Institute as a result of violation of its property rights by legal entities or individuals shall be compensated to it in accordance with the procedure established by law, in particular, by court decision.

V. Rights and obligations of the Institute

30. The Institute, within the limits of its statutory powers, has the right to:

- determine its development strategy in accordance with state programs, scientific and technical forecasts and priorities;
- purchase and sell securities at the expense of the special fund in accordance with the procedure established by the legislation of Ukraine;
- determine the management structure of the Institute, develop a staffing list, and approve it in accordance with the established procedure;
- create separate subdivisions without the rights of a legal entity and approve the Regulations on them, as well as to liquidate these subdivisions;
- ensure the training of scientific personnel through postgraduate and doctoral studies;
- sell its products, works and services, product residues from research land plots at prices formed in accordance with the conditions of economic activity, and in cases provided for by the legislation of Ukraine - at established state prices;
- publish and distribute scientific works, materials of congresses, conferences, seminars, methodological guidelines, recommendations and other materials in accordance with the established procedure.

31. The Institute is obliged to:

- ensure high quality research, systematically summarize their results, create conditions for the realization of the creative abilities of team members and provide their social protection;
- organize and conduct training and retraining of scientific personnel through postgraduate studies, doctoral studies and internships, including abroad, as well as through joint departments with higher education institutions and other forms;
- ensure the targeted use of the property assigned to it and allocated state funds;
- take into account state contracts, orders and other contractual obligations when determining the strategy of scientific research and economic activities;
- conduct production testing, improvement, development and adaptation to local conditions of progressive technologies in agriculture, crop production and animal husbandry, to conduct elite seed production and participate in the implementation of scientific programs;
- ensure timely payment of taxes and fees (mandatory payments) to the budget and other deductions in accordance with the legislation;
- carry out construction, reconstruction and major repairs of fixed assets, timely master new production facilities and put into operation the purchased equipment;
- provide themselves with the material and technical means necessary to carry out their activities;
- maintain primary research documentation in appropriate forms;
- comply with regulations and requirements relating to occupational safety, fire safety, environmental protection, rational use and reproduction of natural resources and ecological safety;
- implement measures to improve the organization of its activities;
- fulfill other obligations arising from its statutory activities.

32. The Institute shall keep accounting records of the results of its work and maintain financial, tax and statistical reporting in accordance with the legislation.

The Director of the Institute and the Chief Accountant shall be personally responsible for organizing and adhering to the procedure for maintaining and ensuring the accuracy of accounting and reporting.

33. Audits and thematic inspections of the Institute's work shall be conducted by the Academy, as well as financial and other supervisory bodies, which are entrusted with the functions of controlling the activities of enterprises, organizations, and institutions according to the legislation.

The Institute has the right to conduct audits and inspections of the activities of scientific institutions and research farms subordinate to it.

34. The Institute shall bear responsibility stipulated by law for violation of contractual obligations, settlement and tax discipline, product quality requirements, and other rules for conducting economic activities.

VI. Management of the Institute and self-government of the work team

35. The Institute is managed by a director.

The director is elected by secret ballot at a meeting of the Institute's research staff for a term of up to five years, with the right to be re-elected, and is appointed to the position by concluding a contract with him/her by the President of the Academy in accordance with the procedure prescribed by law.

A candidate for the position of the director must be fluent in the state language, have a scientific degree of Doctor of Sciences or Doctor of Philosophy and have at least 10 years of experience as a researcher and (or) scientific and pedagogical worker. The Academy may establish additional qualification and other requirements for a candidate for the position of the director of the Institute.

The same person cannot be a director for more than two terms.

A person who:

- 1) has been declared incapacitated or whose legal capacity is limited by a court judgment;
 - 2) has a criminal record for committing a crime, if such a criminal record has not been expunged or removed in accordance with the procedure established by law;
 - 3) is deprived of the right to hold relevant positions according to a court judgment;
 - 4) was found guilty of committing a corruption offense by a court judgment - within one year from the date the relevant court judgment enters into legal force;
 - 5) was subject to administrative penalty for an offense related to corruption - within one year from the date the relevant court judgment enters into legal force
- may not be elected or appointed to the position of the director of the Institute.

36. The election of the director is considered to have taken place if at least two-thirds of the actual number of full-time researchers of the Institute were present at the meeting of the research staff.

If a candidate for the position of the director receives more than 50 percent, but less than two-thirds of the votes of the researchers present at the meeting of the Institute's research

staff, the President of the Academy may appoint him/her to the position or, in the presence of motivated objections, announce a new competition, appointing an acting head of the Institute for a term of no more than six months.

If none of the candidates for the position of director received more than 50 percent of the votes of the researchers present at the meeting of the Institute's research staff in the first round, the second round of voting shall be held.

The two candidates who received the highest number of votes in the first round shall be allowed to participate in the second round.

37. The President of the Academy shall appoint to the position of the director the person, who received more than two-thirds of the votes of the researchers present at the meeting of the Institute's research staff in the second round.

Elections are considered to have taken place if at least two-thirds of the actual number of full-time researchers of the Institute were present at the meeting of the research staff.

If a candidate for the position of director in the second round receives more than 50 percent, but less than two-thirds of the votes of the researchers present at the meeting of the Institute's research staff, the President of the Academy may appoint him/her to the position or, in the presence of motivated objections, announce a new competition, appointing an acting head of the Institute for a term of no more than six months.

38. The director bears personal responsibility for the activities of the Institute, including the organization of scientific research, training of research personnel, preparation and implementation of estimates, preservation of state property assigned to the Institute and ensuring fire safety of its facilities, creation of appropriate socio-economic conditions for members of the labor collective, and the activities of research farms subordinate to the Institute.

The director, acting within the framework of the legislation, in the interests of the Institute, in accordance with these Articles of Association, shall independently decide on the issues of the Institute's activities, with the exception of issues within the competence of the Academy. In particular, he/she:

- decides on the activities of the Institute in accordance with the statutory tasks;
- represents the Institute in state authorities and local self-government bodies, enterprises, institutions, and organizations of all forms of ownership;
- is responsible for the results of the Institute's activities before the Academy;
- concludes contracts necessary for the performance of the tasks assigned to the Institute, issues powers of attorney;
- within his/her competence, issues orders and instructions that are mandatory for all units and employees of the Institute;
- approves regulations on structural units and determines the functional responsibilities of employees;
- appoints a part of the Academic Council of the Institute;
- ensures that employees comply with internal labor regulations;
- independently determines the organizational structure of management and develops the staffing list of the Institute, taking into account the conditions and payroll, and submits it to the Academy management for approval;

- exercises other powers stipulated by the Institute's charter.

39. The director of the Institute shall report to the team of researchers on his activities annually by the 1st of March of the following year.

40. The director of the Institute may be dismissed from office by the President of the Academy on the grounds specified in the labor legislation, as well as for violation of the terms of the contract. The director may also be dismissed from office in connection with the adoption of a decision on his/her recall by the meeting of the Institute's research staff. In the event of early termination of the powers of the director of the Institute, the procedure of voting provided for the election of the director of the Institute shall apply in general.

A motion to dismiss the director may be submitted for consideration at a meeting of the Institute's research staff by no less than half of the statutory members of the Institute's Academic Council. A meeting of the Institute's research staff is considered authorized if at least two-thirds of the actual number of full-time research staff of the Institute are present. The decision to dismiss the Director shall be made by two-thirds of the votes of the research staff present at the meeting of the Institute's research staff.

41. Deputy directors for research work of the Institute shall be appointed to the position and dismissed from the position by the decision of the Presidium upon the submission of the relevant department. The deputy directors shall perform their functions and powers in accordance with the duties specified in the job descriptions approved by the order of the director of the Institute, and shall be liable for the state of affairs in the field of activity assigned to them before the director, and the deputy director for research work shall be additionally liable before the Presidium of the Academy.

42. The chief accountant of the Institute shall be appointed to the position and dismissed from it by the Director of the Institute in agreement with the President of the Academy.

43. Vacant positions of scientific workers shall be filled on a competitive basis in accordance with the established procedure. The results of the competitions shall be approved by the director of the Institute.

Other employees of the Institute shall be hired and dismissed in accordance with the general procedure provided for by the legislation of Ukraine.

The organization of scientific, logistical, and other support for the Institute's activities shall be entrusted to its management staff.

44. The production, labor and socio-economic relations of the Institute with employees shall be regulated by the legislation of Ukraine.

45. Directors of the subordinate Askania State Agricultural Research Station, the State Institution "Mykolaiv State Agricultural Research Station" and the Odesa State Agricultural Research Station shall be elected and appointed to positions according to the rules established by Section VI of these Articles of Association and in accordance with the requirements of the current legislation.

Directors of state enterprises SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS", which are subordinate to the Institute and are under the authority of the Academy, shall be appointed to positions on a competitive basis and dismissed from their positions by the President of the Academy in the manner prescribed by the law of Ukraine.

Contracts with the directors of SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS", which are under the jurisdiction of the Academy, shall be concluded by the Academy represented by its President.

46. The Institute's labor collective consists of individuals who are in an employment relationship with it and participate in its activities through their work.

In order to regulate production, socio-economic relations and coordinate the interests of employees and management of the Institute, a collective agreement shall be concluded between them and signed by authorized representatives of the parties in accordance with the legislation.

The powers of the labor collective shall be exercised by the general meeting and its elected body.

The interests of the labor collective shall be represented by the elected body of the Institute's trade union organization, which is elected, registered and operates in accordance with the legislation of Ukraine.

VII. Scientific, economic and social activities of the Institute

47. The Institute shall perform the following main tasks in fundamental and applied research:

- determining priority areas in the field of climate-smart agriculture;
- establishing mechanisms for regulating and reducing greenhouse gas emissions and carbon sequestration in crop production under various farming systems on irrigated and non-irrigated lands with the introduction of low-carbon crop growing technologies;
- development of farming systems using climate-smart agricultural technologies, determination of crop productivity for the formation of sustainable agroecosystems;
- ensuring the rational use of natural and material resources, restoring and improving soil fertility, reducing anthropogenic pressure on the environment, and minimizing the negative impact of climate change on the development of agriculture.

The Institute shall act as a methodological and scientific and organizational center, coordinate research funded by the Academy, in particular those conducted by other scientific institutions and departments of higher education institutions of the country, and provide them with methodological assistance in conducting research and training scientific personnel.

48. The Institute shall carry out scientific work, as a rule, under state programs, contracts (agreements) with the Academy, agreements with central executive authorities, etc.

The Academy shall carry out scientific, organizational and methodological management of the Institute. The Institute shall carry out scientific and methodological management of the subordinate research institutions and farms.

49. The Institute shall provide scientific support services to institutions, organizations, and enterprises on a contractual basis in accordance with the rules of the current legislation.

50. Financing of the Institute's state scientific and technical programs and logistical support shall be carried out through budget appropriations.

The Institute may have financial income from research and development work performed under contracts with ministries, enterprises and organizations, as well as from the sale of products and raw materials obtained as a result of research and development work and activities related to the implementation of scientific and technical products.

51. The Institute shall carry out foreign economic activities in accordance with the rules of the current legislation.

52. The Institute shall independently determine its scientific and production ties with other institutions, organizations, enterprises and foreign partners, based on the provisions of these Articles of Association.

53. The Institute shall be provided with material and technical resources in accordance with the procedure established by law.

54. In the field of capital construction, the Institute is subject to the legislative acts of Ukraine, resolutions and orders of the Academy, as well as construction regulations and rules.

55. Issues of social development, including improving labor conditions, living conditions, and health of members of the labor collective, shall be regulated by the current legislation and the collective agreement.

VIII. Scientific institutions, research farms and other enterprises of the Institute

56. The Institute shall exercise general management over the Askania State Agricultural Research Station, the State Institution "Mykolaiv State Agricultural Research Station" and the Odesa State Agricultural Research Station subordinate to it, determine the topics of scientific research work, conclude contracts (agreements) with them for the conduct of and payment for these works, provide scientific support and supervision over their timely implementation, consider and approve reports on the work performed, approve estimates and staff lists of these institutions.

57. SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS", which are part of the Institute's network as legal

entities are state agricultural enterprises created with the aim of organizational and economic provision of the Institute with conditions for timely and high-quality conduct of scientific research and testing of scientific developments by the Institute, etc.

Relations between the Institute and SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS" shall be built, as a rule, on the basis of contracts concluded before the beginning of the next year and aimed at implementing research programs. The contracts determine the scope of work and services, the terms of their implementation, the procedure for using products of experiments and payments for works and services.

It is mandatory for SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS" to carry out works under agreements (contracts) with the Institute for the implementation of scientific and technical programs.

SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS" shall provide the Institute with the premises, land plots, animals, feed and other resources necessary for conducting scientific research.

58. When carrying out organizational and economic support of experimental and other works conducted by the Institute, SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS" shall be responsible for their timely and high-quality implementation. The implementation of scientific developments in the experimental farm shall be carried out by farm specialists under the supervision of scientific workers of the Institute on a contractual basis.

59. The indicators of production and financial activity of SE "RF "Askaniiske" of the Askania SA RS", SE "RF "Pioner", SE "RF "Elita", SE "RF ICSA NAAS", SE "RF "Yuzhnyi", SE "RF "Odeske", SE "RF "Andriivske", SE "RF "Zori nad Buhom" ICSA NAAS" for each subsequent year shall be approved by the Institute.

IX. Academic Council of the Institute

60. The Academic Council of the Institute is a collegial body for managing the scientific and scientific-technical activities of the Institute, which performs advisory and consultative functions. The composition of the Academic Council shall be approved upon the submission of the Institute by the order of the Academy for a term of no more than three years.

61. The director of the Institute, his/her deputies for research work, and the scientific secretary are members of the Academic Council of the Institute ex officio.

The Chairman, his/her deputy, and the academic secretary of the Academic Council shall be elected by secret ballot from among its members.

The Academic Council of the Institute shall include the chairman of the council of young scientists or other association of young scientists (representative of young scientists) of the scientific institution and the head of the primary trade union organization (trade union representative) of the Institute.

62. The Academic Council of the Institute shall be formed of 15 people. At least three-quarters of the Academic Council members shall be elected by secret ballot at the meeting of scientists, and the remaining members shall appointed by an order of the director.

Elected members of the Academic Council are considered to be persons who received at least 50% of the votes of the voting meeting participants.

Leading scientists from other institutions of a similar profile and specialists from the agro-industrial complex may also be elected or appointed to the Academic Council.

63. The exclusive competence of the Academic Council of the Institute includes issues regarding:

- 1) determining the Institute's development strategy and promising areas of scientific and scientific-technical activity;
- 2) scientific and scientific-technical evaluation of the topics and results of scientific and research works;
- 3) approval of current (annual) plans for scientific research and scientific-technical (experimental) developments;
- 4) improvement and development of the Institute's structure;
- 5) approval of dissertation topics for higher education graduates at the third (educational scientific) and scientific levels of higher education and appointment of scientific supervisors (consultants);
- 6) approval of the results of the certification of researchers, postgraduate students, doctoral students, applicants and the results of the competition for vacant positions of researchers;
- 7) nominating outstanding scientific works for awards, medals and other types of distinctions, including international ones;
- 8) awarding the academic titles of professor and senior researcher to employees of the Institute and submitting relevant decisions for approval to the certification board of the central executive body that ensures the formation and implementation of state policy in the field of scientific and scientific-technical activities, initiating petitions for the award of honorary titles;
- 9) approval of annual reports on the Institute's activities and the Institute's financial plans;
- 10) adoption of a decision on placing its own revenues in territorial bodies of the central executive body that implements state policy in the field of treasury services of budget funds, or in public sector banking institutions;
- 11) approval of the list of professions and positions of the Institute, for which flexible working hours and remote work may be applied.

64. The Academic Council of the Institute shall create methodological commissions and permanent or temporary commissions on problematic issues of agricultural science for preliminary consideration of issues submitted for discussion to the Academic Council.

One of the members of the Academic Council shall be appointed as the chairman of the commission.

65. The Academic Council is authorized to make decisions if at least 2/3 of its members participate in the meeting. The decision of the Academic Council shall be considered adopted if more than 50% of the members of the Academic Council, who participated in the meeting, voted for it. Decisions shall be made by open voting, unless the Academic Council has decided on a secret ballot. The decision of the Academic Council shall be recorded in minutes signed by the chairman and secretary of the Academic Council.

66. The Academic Council shall plan its work and carry out its records management. The documents of the Academic Council shall be stored for 10 years.

67. Specialized academic councils may be created at the Institute to defend dissertations in relevant specialties in accordance with the procedure provided for by law. Scientific and methodological commissions in individual areas of research may be also created for preliminary consideration of research results and control of their scientific and methodological level.

X. Liquidation and reorganization of the Institute

68. The liquidation and reorganization of the Institute shall be carried out by a decision of the Presidium of the Academy, taking into account the provisions of the Law of Ukraine "On the Peculiarities of the Legal Regime of the Activities of the National Academy of Sciences of Ukraine, National Sectoral Academies of Sciences and the Status of Their Property Complex" in the manner established by the legislation of Ukraine.

69. The liquidation of the Institute shall be carried out by a liquidation commission formed by the Academy or by the director of the Institute upon the instruction of the Academy.

The procedure and terms of liquidation, as well as the term for filing creditors' claims, shall be determined by the liquidation commission, taking into account the requirements of the current legislation.

70. From the moment of appointment of the liquidation commission, it shall be vested with the powers to manage the Institute. The liquidation commission shall act in accordance with the legislation and the resolution of the Presidium of the Academy.

71. Respect for the rights and interests of employees, who are being dismissed, shall be ensured during the reorganization or liquidation of the Institute in accordance with the labor legislation of Ukraine.

72. In the event of the termination of the Institute (as a result of its liquidation, merger, division, accession or transformation), the property and assets remaining after satisfying creditors' claims shall be transferred to the Academy, which is a non-profit state institution, or credited to the budget revenue in accordance with the legislation.

73. The Institute shall be considered liquidated after all measures for its liquidation have been taken, the resolution of the liquidation commission on the completion of its work has been approved, and the liquidation balance sheet has been submitted to the Presidium of the Academy from the date of entry of a record on its termination in the Unified State Register of Legal Entities, Individual Entrepreneurs and Public Organizations.

XI. Amendments and additions to the Articles of Association of the Institute

74. The Articles of Association of the Institute shall be approved by the President of the Academy and agreed upon in accordance with the procedure prescribed by law.

75. Amendments and additions to these Articles of Association shall be made in the same manner as the approval of the Articles of Association.

76. From the moment these Articles of Association enter into force, the previous version of the Articles of Association ceases to be valid.

**Director of the Institute
of Climate-Smart Agriculture
of the National Academy
of Agrarian Sciences of Ukraine**

/signed/

Raisa VOZHEHOVA

/Official seal/

The facts stated in this document have not been verified by the notary.

Kyiv city, Ukraine, the twenty-third of August, two thousand twenty-four.

I, Samoplavskaya O. V., private notary of the Kyiv City Notary District, certify the authenticity of the signature of Hadzalo Yaroslav Mykhailovych, the President of the NATIONAL ACADEMY OF AGRARIAN SCIENCES OF UKRAINE, affixed in my presence. The identity of the representative has been established; his legal capacity and authority have been verified.

Due to the operational requirement, the notarial act was performed at the address: Kyiv city, Mykhaila Omelianovycha-Pavlenka Street, bldg. 9.

Registered in the Register under No. 331

Private Notary

/signed/

O. V. Samoplavskaya

Seal:

*Private Notary Samoplavskaya Olha Valeriivna **

*Kyiv City Notary District **

/State Emblem of Ukraine/

Private Notary of the Kyiv City Notary District

Samoplavskaya Olha Valeriivna

*The total of 20 (twenty) sheets are bound,
numbered and sealed*

*/signed/
signature*

Seal:

*Private Notary Samoplavskaya Olha Valeriivna **

*Kyiv City Notary District **

/State Emblem of Ukraine

*Переклад з української на англійську мову виконано мною, перекладачем Мак Євгенією
Володимирівною*

Translated from Ukrainian into English by me, translator Mak Yevheniia Volodymyrivna

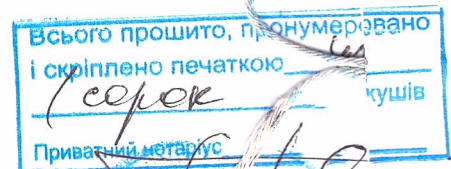
*Micmo
City*

Одеса, Україна

Дев'ятнадцятого вересня дві тисячі двадцять п'ятого року.

Я, **Топольян О.В.**, приватний нотаріус Одеського міського нотаріального округу, засвідчую справжність підпису перекладача **Мак Євгенії Володимирівни**, який зроблено у моїй присутності.

Особу перекладача встановлено, її дієздатність та кваліфікацію перевірено.



Odesa city, Ukraine

On the nineteenth of September, two thousand twenty-five

I, **Topolian O.V.**, Private Notary of Odessa City Notary District, hereby certify the authenticity of the signature of the translator **Max Yevheniia Volodymyrivna**, made in my presence.

The identity of the translator, as well as her legal capacity and qualification were verified.

Registered in the Register under No. 9967

Private Notary /signed/

Seal:

Private Notary * Topolian Oleksandra Volodymyrivna *
Odessa City Notary District of Odessa Region*

Stamp:

The total of 40 sheets bound (or tied),
numbered and sealed
Notary /signed/

Seal:

Private Notary * Topolian Oleksandra Volodymyrivna *
Odessa City Notary District of Odessa Region*