

রেজিস্টার্ড নং ডি এ-১

বাংলাদেশ



গেজেট

অতিরিক্ত সংখ্যা
কর্তৃপক্ষ কর্তৃক প্রকাশিত

রবিবার, অক্টোবর ৮, ২০০৬

বাংলাদেশ জাতীয় সংসদ

ঢাকা, ২৩শে আশ্বিন, ১৪১৩/৮ই অক্টোবর, ২০০৬

সংসদ কর্তৃক গৃহীত নিম্নলিখিত আইনটি ২৩শে আশ্বিন, ১৪১৩ মোতাবেক ৮ই অক্টোবর, ২০০৬ তারিখে রাষ্ট্রপতির সম্মতি লাভ করিয়াছে এবং এতদ্বারা এই আইনটি সর্বসাধারণের অবগতির জন্য প্রকাশ করা যাইতেছে :—

২০০৬ সনের ৪০নং আইন

এশিয়ার পশ্চাদপদ নারী সমাজের, বিশেষতঃ এশীয় অঞ্চলের মেধাবী গ্রামীণ ছাত্রীদিগকে উন্নতমানের শিক্ষা প্রদান এবং উচ্চরূপ শিক্ষা প্রদানের মাধ্যমে রাষ্ট্রের সকল স্তরে পেশাগত নারী নেতৃত্ব গড়িয়া তুলিবার লক্ষ্যে এশিয়ান ইউনিভার্সিটি ফর উইমেন স্থাপনকল্পে প্রণীত আইন

যেহেতু এশিয়ার পশ্চাদপদ নারী সমাজকে উন্নতমানের শিক্ষা প্রদানের মাধ্যমে রাষ্ট্রের সকল স্তরে পেশাগত নারী নেতৃত্ব গড়িয়া তুলিবার লক্ষ্যে এশিয়ান ইউনিভার্সিটি ফর উইমেন স্থাপন সমীচীন ও প্রয়োজনীয়,

সেহেতু এতদ্বারা নিম্নরূপ আইন করা হইল, যথা :—

১। সংক্ষিপ্ত শিরোনাম ও প্রবর্তন।—(১) এই আইন এশিয়ান ইউনিভার্সিটি ফর উইমেন আইন, ২০০৬ নামে অভিহিত হইবে।

(২) সরকার, সরকারী গেজেটে প্রজ্ঞাপন দ্বারা যেই তারিখ নির্ধারণ করিবে, সেই তারিখে এই আইন কার্যকর হইবে।

২। সংজ্ঞা।—বিষয় বা প্রসঙ্গের পরিপন্থী কোন কিছু না থাকিলে এই আইনে—

- (ক) “বিশ্ববিদ্যালয়” অর্থ এই আইনের ধারা ৩-এর অধীন স্থাপিত এশিয়ান ইউনিভার্সিটি ফর উইমেন (Asian University for Women).
- (খ) “চার্টার” অর্থ এই আইনের তফসিলে উল্লিখিত Charter of the Asian University for Women.

(৮৯৮৭)

মূল্য : টাকা ১২.০০

৩। বিশ্ববিদ্যালয় স্থাপন।—(১) এই আইনের বিধানাবলী অনুসারে বাংলাদেশের চট্টগ্রাম জেলার পাহাড়তলী নামক স্থানে এশিয়ান ইউনিভার্সিটি ফর উইমেন (Asian University for Women) নামে একটি বিশ্ববিদ্যালয় স্থাপিত হইবে।

(২) বিশ্ববিদ্যালয় একটি সংবিধিবদ্ধ সংস্থা হইবে যাহার স্থায়ী ধারাবাহিকতা এবং একটি সাধারণ সীলমোহর থাকিবে, এবং এই আইনের বিধান সাপেক্ষে, ইহার স্থাবর ও অস্থাবর সকল প্রকার সম্পত্তি অর্জন করিবার, অধিকারে রাখিবার ও হস্তান্তর করিবার ক্ষমতা থাকিবে, এবং এশিয়ান ইউনিভার্সিটি ফর উইমেন (Asian University for Women) এই নামে বিশ্ববিদ্যালয়ের পক্ষে বা বিপক্ষে মামলা দায়ের করা যাইবে।

(৩) বিশ্ববিদ্যালয় একটি অলাভজনক ও জনসেবামূলক প্রতিষ্ঠান হইবে যাহা জ্ঞানচর্চা, গবেষণা ও প্রশিক্ষণের একটি আন্তর্জাতিক কেন্দ্র হইবে।

৪। বিশ্ববিদ্যালয় পরিচালনা।—বিশ্ববিদ্যালয় এই আইনের বিধানাবলী অনুসারে পরিচালিত হইবে।

৫। চার্টার আইনের অংশ।—চার্টার এই আইনের অংশ হইবে।

৬। ইংরেজীতে অনূদিত পাঠ।—এই আইন প্রবর্তনের পর সরকার, সরকারী গেজেটে প্রজ্ঞাপন দ্বারা, এই আইনের ইংরেজীতে অনূদিত একটি পাঠ প্রকাশ করিবে, যাহা এই আইনের অনুমোদিত ইংরেজী পাঠ (Authentic English Text) নামে অভিহিত হইবে, তবে এই আইন ও উক্ত ইংরেজী পাঠের মধ্যে বিরোধের ক্ষেত্রে এই আইন প্রাধান্য পাইবে।

CHARTER
of
THE ASIAN UNIVERSITY FOR WOMEN

Capitalised terms used in the Recitals to this Charter and in this Charter have the meanings assigned to them in Section I of this Charter.

RECITALS

1. There exists an urgent need to create and sustain centers of excellence in education for Asian women in general and in particular for women from the rural, poor and other disadvantaged populations.
2. The Government of Bangladesh places high priority on improving the condition of women and on strengthening the quality of education as a means of advancing national development and desires to host and support the University in Bangladesh.
3. The International Support Committee and the Foundation desire to establish and maintain the University as a high quality university accessible to talented Asian women in general and in particular women from the rural, poor or any other disadvantaged background.
4. The Government of Bangladesh, the International Support Committee, and the Foundation entered into a Binding Memorandum of Understanding, dated as of January 31, 2002, as amended. The Binding Memorandum of Understanding, as amended, contains provisions with respect to non-expropriation, choice of law, arbitration, and confidential information that will survive any termination of the Binding Memorandum of Understanding and the ratification and enactment into law of this Charter by the Parliament of Bangladesh.

CHARTER

Article 1. Definitions

“*Bangladesh*” means the People’s Republic of Bangladesh.

“*Bangladesh Constitution*” means the Constitution of the People’s Republic of Bangladesh.

“*Board of Trustees*” means the Board of Trustees of the University.

“*Campus Land*” means approximately 104 acres of land at North Pahartoli Mouza, P.S.: Double Mooring, District: Chittagong, Bangladesh bearing B.S Dag No. 194, 195, 201, 202, 203, 204, 205, 206, 207, 301, 302, 304, 305 & 312 to be provided to the University by the Government of Bangladesh in accordance with Article 4 of this Charter for use as the University's Campus.

“*Charter*” means this charter of the Asian University for Women.

“*Foundation*” means the Asian University for Women (AUW) Support Foundation, a New York not-for-profit corporation or any successor thereto.

“*Government*” means the Government of the People's Republic of Bangladesh.

“*International Support Committee*” means the International Support Committee for the Asian University for Women, consisting of persons as of August 28, 2006, the names, addresses and further particulars of whom are stated in Annexure to the Charter; and as may be reconstituted by the committee from time to time.

“*Trustee*” means a member of the Board of Trustees.

“*University*” means the university established under this Charter.

Article 2. Binding Effect of This Charter

This Charter, upon its ratification and enactment into law by the Parliament of Bangladesh, will have the force of law and, with respect to all matters contained in this Charter. Neither the Government of Bangladesh nor the Board of Trustees may unilaterally change the terms of this Charter so as to alter the conditions under which the establishment of the University was sanctioned in a way that adversely affects the University, as determined in good faith by the Board of Trustees; nor may the Government of Bangladesh accord the University a less favourable treatment than that which is accorded to other similar international or educational institutions in Bangladesh in the application of relevant rules and regulations.

Article 3. The University

- a. The University is an institution of higher education for women in liberal arts and sciences and other selected programmes approved by the Board of Trustees. The University strives to (1) identify exceptional talent among Asian women, particularly those from rural, poor or any other disadvantaged background, (2) assist these women in their preparation for university entrance, and then (3) recruit them for and provide them with an education of high quality and relevance at the University.
- b. The University is a body corporate having perpetual succession and common seal with power to engage in any lawful act or activity for which a body corporate may be organized under the laws of Bangladesh. Including without limitation, to acquire, hold, and dispose of both movable and immovable property and to sue and be sued in its name. The University is an autonomous and international center for research, education, training, and outreach. The University has authority to grant academic degrees, honours, and honorary degrees and to seek and obtain accreditation from any academic accrediting organization inside or outside Bangladesh.
- c. The University will establish and maintain the first campus of the University in Bangladesh and may, from time to time, establish and maintain outreach programmes, support organizations, affiliated entities, or other campuses in Bangladesh or elsewhere.
- d. The University will admit women students from all Asian countries. It will recruit a minimum of 25% of the women from amongst the students who are Bangladeshi Nationals.
- e. The University is a non-profit organization. All income or property of the University will be used in attaining and promoting the educational purposes, activities, and objectives for which the University is established as provided in this Charter. No part of the income or property of the University may directly or indirectly be paid or transferred otherwise than for valuable and sufficient consideration to any of its Trustees or employees by way of dividend, gift, division, or otherwise in any manner by way of profit. The University may compensate its Trustees, employees, and independent contractors for services rendered to the University.

Article 4. University Campus and Facilities

- a. The Government of Bangladesh will provide the Campus Land, consisting of approximately 104 acres of land at North Pahartoli Mouza, P .S.: Double Mooring, District: Chittagong, Bangladesh bearing B.S Dag No. 194, 195, 201, 202, 203, 204, 205, 206, 207, 301, 302, 304, 305 & 312 for use as the University's Campus. The Government of Bangladesh will

transfer the Campus Land free of any charge, lien, or encumbrance to the University at no cost to the University. If requested by the University upon a determination by the University that additional land is necessary or appropriate for expansion of the University's programmes or other requirements, the Government of Bangladesh will consider transferring to the University additional land that is contiguous with the Campus Land or otherwise suitable for the University's purposes.

- b. The Government will grant an initial lease for the Campus Land for a period of ninety-nine years. Such lease shall be automatically renewable for further ninety-nine year periods at no cost to the University so long as the University continues to operate under this Charter. The Campus Land will be owned by the University, free from all encumbrances, and without any obligation to pay rent, other than any required *de minimis* amounts that may be required to support the delivery of services locally. The land will be used by the University solely for the purpose of advancing the goals and needs of the University and its community of teachers, students, administrators. The land cannot be used for any other purpose unless a prior written consent is obtained from the Government.
- c. The Government of Bangladesh will ensure access to utility services, including electric, water, natural gas, telecommunications, sewers and drainage systems etc. However, all internal infrastructure and other connections of such services within the Campus Land will be provided by the University.
- d. The University may install and use computers, web servers, telecommunication facilities and other communication and transmission facilities, satellite, and other appropriate global communications systems to facilitate the research and educational purposes of the University including, online or correspondence learning programmes and other outreach programmes, support organizations, affiliated entities, or other Campuses as contemplated by Article 13 of this Charter.
- e. The Government of Bangladesh will cooperate with the University and grant, or cause any appropriate agency or administrative unit of local government to grant, to the University on an expedited basis all licenses, permits, or governmental authorizations of any kind necessary, proper, or advisable for the construction of the University's buildings and the installation of the University's equipment or facilities as and when required by the University.
- f. The University will construct, and is responsible for the cost of constructing, the University buildings, including, without limitation, classroom buildings, libraries, laboratories, dormitories, recreational and dining facilities, administrative buildings, and faculty housing, on the Campus Land.

- g. Upon any dissolution of the University by the Board of Trustees in accordance with Article 15 of this Charter, the Campus Land will revert to the Government. Disposal of all immoveable assets of the University on the Campus Land shall be made in consultation with the Government and the Government shall accord fair and just treatment in any such disposals.

Article 5. Institutional Independence and Academic Freedom; Board of Trustees; Chancellor and Vice Chancellor

- a. The University will be an autonomous institution. The Board of Trustees governs the University under this Charter, determines the University's teaching and research content, programme, its goals and priorities, determines the means the University will devote to achieve its goals and priorities, determines the University's academic organization and policies with respect to hiring, retention, promotion, and termination of faculty and other employees, admission, retention, graduation, and expulsion of students, fees and rates of tuition, academic discipline, certification, examination, award of monetary scholarships or grants, award of academic degrees, honorary degrees and any other recognitions, prizes or awards, and accreditation.
- b. The University is established on the basis of the fundamental principle of academic freedom. In accordance with this principle, all members of the academic community of the University, including, without limitation, administrators, officers, faculty members, and other teaching, research or library staff members, technicians, experts, and students, have the right to freedom of opinion, belief, and expression in teaching, studying, speaking, conducting research, and publishing the results of research or opinion or analysis or any other scholarly, academic, or other publications.
- c. The University may provide courses or studies on comparative religion or religious history as part of its curriculum. However, curriculum, teaching and research contents, programme, goals and priorities will not be offensive to any religious, cultural and social beliefs & values.
- d. Nominations or appointments of the Chancellor, Vice Chancellor, Trustees, administrators, faculty members, other teaching, research or library staff members, technicians, experts, or other employees or in the admission of students and award of scholarships the university will act on the principles of equal opportunity for all.
- e. The University owns its property, assets, and funds and any proceeds of its property, assets, and funds, has an independent budget, has the right to raise money inside and outside Bangladesh, and may maintain such bank account or accounts, investments and other assets inside or outside Bangladesh as lawfully permitted. In any event, the University shall

provide the Ministry of Education of the Government a copy of the annual audited report of its accounts.

- f. The Prime Minister of the People's Republic of Bangladesh will be the chief patron of the University. The International Support Committee will appoint the 9 (nine) initial members of the Board of Trustees, including the *ex-officio* members. The *ex-officio* members shall be the Secretary, Ministry of Education and Secretary, Ministry of Foreign Affairs in the Government of Bangladesh and Vice Chancellor of the University. Following the appointment of the initial Board of Trustees by the International Support Committee, all further elections to the Board of Trustees, whether to fill a vacancy occurring on account of death, resignation, removal or any other inability of a member or otherwise, shall be by a vote of the majority of the Board of Trustees then in office in accordance with the Charter and by-laws of the University. The total number of *non ex-officio* members of the Board of Trustees shall not be less than six and more than nineteen. The *non ex-officio* members of the Board of Trustees serve for a term of four years, renewable by another term of four years by the Board of Trustees. The *non ex-officio* members shall be nominated and elected on the basis of academic, professional, managerial, or technical merit and without regard to any sectarian, political, partisan, national, regional, ethnic, racial, colour, religious, disability or caste criterion.
- g. The direction, management, and administration of the affairs of the University vest in the Board of Trustees, which has full authority to determine and execute the policies and undertakings of the University. Without limiting the generality of the preceding sentence, the Board of Trustees has power (1) to do and perform all acts that the Board of Trustees considers appropriate for the attainment of any or all of the purposes, activities and objectives for which the University is established as provided in this Charter; (2) to exercise all powers of the University under this Charter; (3) to supervise the affairs of the University; (4) to produce, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, and otherwise deal in real or personal property or any interest in real or personal property; (5) to sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of the University's assets, except the Campus Land; (6) to purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations and obligations of the Government of Bangladesh or any other government, state, territory, governmental district or municipality, or any instrumentality of any government; (7) to enter into contracts and incur liabilities; (8) to determine the teaching and research content and programmes of the University and its goals and priorities; (9) to determine the terms of any

participation of students in the governance of the University; (10) to establish the University's departments, schools, and any other units of academic or administrative organization; (11) to determine the University's policies with respect to admission, retention, graduation, and expulsion of students; (12) to determine the University's policies with respect to fees, rates of tuition, academic discipline, certification, examination, award of monetary scholarships or grants, award of academic degrees, honorary degrees and any other recognitions, prizes, or awards and accreditation; due care shall be given to the poor students in granting scholarship or to the exemption of tuition fees; (13) to approve courses of studies and research work and other related activities to be conducted in the University; (14) to authorize the University to request and receive funds from aid-giving agencies, governments, foundations and other governmental and non-governmental institutions, and individuals; (15) to authorize the University to borrow money or raise loans in accordance with the applicable laws and regulations of the countries in which the funds are borrowed; (16) to appoint the Chancellor and the Vice Chancellor and terminate the services of either of them; (17) to establish all positions in the University that the Board of Trustees considers appropriate to be established by the Board of Trustees; (18) to appoint or promote persons to, or terminate persons from, all positions in the University that the Board of Trustees deems appropriate to be appointed, promoted or terminated by the Board of Trustees; (19) to delegate to the Vice Chancellor or any other officer of the University authority to establish all positions in the University that the Board of Trustees considers appropriate to be established by the Vice Chancellor or other officer of the University; (20) to delegate to the Vice Chancellor or any other officer of the University authority to appoint or promote persons to, or terminate persons from, all positions in the University that the Board of Trustees deems appropriate to be appointed, promoted, or terminated by the Vice Chancellor or other officer of the University; (21) to determine employment policies and practices of the University, including, without limitation, policies with respect to hiring, retention, compensation, promotion, privileges, and termination of employees and any policies under which the Board of Trustees may grant and revoke, or delegate to the Vice Chancellor the authority to grant and revoke, academic tenure of faculty members, other teaching, research or library staff members, technicians, and experts; and (22) to examine and approve the budget for the University on an annual basis or on any longer or shorter periodic basis that the Board of Trustees deems appropriate. The University will inform the Ministry of Education from time to time of the academic and financial activities as and when necessary.

- h. The members of the Board of Trustees will elect one of them other than the Vice Chancellor as Chair for a term to be determined by the Board of Trustees. The Chair will preside over the meetings of the Board of

Trustees. In the absence of the Chair, the members of the Board of Trustees present may appoint one of them as the Chair for that meeting.

- i. Meetings of the Board of Trustees may be held at any place inside or outside Bangladesh and at any time determined by the Board of Trustees. However, at least 50% of the meetings each year will be held in Bangladesh. A majority of the entire Board of Trustees, not counting any seats that may be vacant at the time, constitutes a quorum. The vote of a majority of the Trustees present at a meeting at which a quorum is present is the act of the Board of Trustees unless this Charter or a by-law adopted by the Board of Trustees requires the vote of a greater number.
- j. Any action permitted or required to be taken at a meeting of the Board of Trustees or a committee of the Board of Trustees, as the case may be, may be taken without a meeting if all of the members of the Board of Trustees or committee, as applicable, sign one or more written consents stating the action so taken, and the written consent or consents are filed with the minutes of the proceedings of the Board of Trustees or committee. Action taken by written consent is effective when the last Trustee signs the consent, unless the consent specifies a different effective date or time.
- k. No act or proceeding of the Board of Trustees is invalid merely on the grounds of the existence of any vacancy in or defect in the constitution of the Board of Trustees. A vacancy in the Board of Trustees or a temporary absence of a member for any reason does not impair the right of the remaining members to act.
- l. The Board of Trustees may delegate any of its functions and powers that the Board of Trustees determines to any committee of the Board of Trustees that the Board of Trustees may establish.
- m. The Board of Trustees may make, amend and repeal any by-laws of the University that are consistent with this Charter.
- n. No Trustee of the University will be liable to the University or any other person for monetary damages for breach of fiduciary duty as a Trustee, except for any liability of a Trustee to the University for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law or for any transaction from which the Trustee derived an improper personal benefit. No amendment, modification, or repeal of this Article 5(0) will adversely affect any right or protection of a Trustee that exists at the time of the amendment, modification, or repeal.
- o. The Board of Trustees (1) appoints the Chancellor and the Vice Chancellor, other than the initial Chancellor and initial Vice Chancellor, (2) may remove the Chancellor or Vice Chancellor, and (3) determines the term in office of each of them. The Vice Chancellor who shall act as the

President & Chief Executive Officer of the University is the chief academic and administrative officer of the University, and subject to this Charter and the authority of the Board of Trustees under this Charter, she or he administers and manages the affairs and funds of the University. The Vice Chancellor is responsible for the implementation of the decisions of the Board of Trustees in directing, conducting, and carrying out teaching, research, and other activities of the University and for selecting academic deans and other chief academic officers. The Chancellor is the titular head of the University and may not serve as an officer of the University.

Article 6. Labour Laws; Salaries; Indemnity; Exculpation of International Support Committee and Foundation

- a. This Charter governs the University. Under this Charter, the staff and employees of the University enjoy the rights recognised in international labour conventions and human rights treaties adopted by the Government of Bangladesh from time to time. The Board of Trustees will adopt bylaws of the University guaranteeing these rights to its staff and employees.
- b. The University shall not be construed as a “shop”, “commercial establishment”, “industrial establishment”, “factory”, or “industry” within the meaning of the Shops and Establishment Act, 1965 (VII of 1965), the Factories Act, 1965 (IV of 1965), or the Industrial Relations Ordinance, 1969 (XXIII of 1969) of Bangladesh, each as amended from time to time, or any similar laws that may replace or succeed them.
- c. The Board of Trustees will determine all privileges and salaries of employees of the University from time to time or delegate this authority to the Vice Chancellor. The Board of Trustees may establish reasonable fees and expense reimbursement provisions for the benefit of the Trustees.
- d. The University will indemnify each of the Chancellor, Vice Chancellor, Trustees, faculty members, other teaching, research or library staff members, technicians, experts, administrators, officers and employees of the University, each member and officer of the International Support Committee, and each director and officer of the Foundation against, and hold each of them harmless from, all losses, liabilities, and expenses incurred by the indemnified person in or in relation to the discharge of the indemnified person’s duties in that capacity, except any losses, liabilities, or expenses that have been caused by the indemnified person’s acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law or by any transaction from which the indemnified person derived an improper personal benefit.
- e. No past, present, or future member or officer of the International Support Committee, Trustee or director, officer, or employee of the Foundation

(each Indemnified Party and collectively Indemnified Parties) will have any liability to the Government of Bangladesh, the University, or the International Support Committee, individually or in her or his capacity as a member or officer of the International Support Committee, Trustee or director, officer, or employee of the Foundation, except for any liability that any of these persons may have to the University for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law or for any transaction from which the person derived an improper personal benefit. No recourse may be had for any claim based on this Charter, or otherwise in respect of this Charter, against any Indemnified Party, whether by virtue of any constitution, statute, or rule of law or by the enforcement of any penalty or assessment or otherwise, and each of the Government of Bangladesh, the University, and the International Support Committee waives and releases all liability of any Indemnified Party for any claim of this kind, except for any liability that any of these persons may have to the University for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law or for any transaction from which the person derived an improper personal benefit. Only the University may enforce the University's rights under the exceptions in the two preceding sentences by bringing a suit or proceeding in an appropriate jurisdiction inside or outside Bangladesh, and neither the Government of Bangladesh nor any instrumentality of the Government of Bangladesh may bring any suit or proceeding to enforce those rights. No amendment, modification, or repeal of this Article 6(e) will adversely affect any right or protection of any Indemnified Party that exists at the time of the amendment, modification, or repeal.

Article 7. Exemption from Tax, Rate, and Duty

- a. The University shall not be liable to pay any tax, rate or duty other than those paid by any other person in respect of any movable or immovable property which the University purchases or otherwise acquires and other than those payable in respect of public utilities like water, gas, electricity, telephone and municipal rates. In no event will the University be liable for any tax, rate, or duty calculated at a rate that is greater than the rate that applies to any other national or international not-for-profit institution. The University is exempt from customs duty, sales tax, and any other applicable levies on purchase or importation of books, computers, instructional materials and equipment required for the academic and research purposes of the University. The Government of Bangladesh may not levy any tax on the Campus Land, on buildings or other facilities constructed on the Campus Land or otherwise owned by the University inside or outside Bangladesh or funds raised or held by the University inside or outside Bangladesh. The University has the right to transfer money and other movable property into and out of Bangladesh and to exchange currencies in accordance with the foreign exchange regulations and the rules of the Government of Bangladesh.

- b. All faculty members, other teaching, research or library staff members, administrators, officers, experts, and technicians employed by the University, including without limitation, visiting faculty and other visiting personnel, who are not nationals of Bangladesh and are working in Bangladesh for the furtherance of the objectives of the University may be exempted, from payment of income tax in respect of any salary or other remuneration received or deemed to be received by them or accruing or arising or deemed to accrue or arise in Bangladesh to them. However, to the extent the aggregate salaries paid by the University to such expatriate faculty and staff exceed the amount of funds contributed to or otherwise received by the University from sources outside of Bangladesh, the exemption from the payment of income tax shall not apply to the exceeded amount.
- c. The Government of Bangladesh will also accord all faculty members, other teaching, research or library staff members, administrators, officers, experts, and technicians employed by the University, including without limitation, visiting faculty and other visiting personnel, who are not nationals of Bangladesh and are working in Bangladesh for the furtherance of the objectives of the University privileges for importation of personal and household effects (with the exception of vehicles) free of customs duty and sales tax as are accorded, under laws and regulations in force from time to time to the expatriate experts, technicians and consultants working in Bangladesh under international agreements. Such privileges shall, however, be available only during the first six months of the qualifying persons' appointment with the University.
- d. All contributions to the University by individuals or corporations or such other entities subject to income tax under the laws of Bangladesh are deductible from their gross taxable income as charitable contributions. However, the maximum extent of tax deduction permitted to such taxpayers shall be determined in accordance with the ceilings set forth under the provisions of Income Tax Ordinance, 1984, as amended from time to time.
- e. In case of any construction or related procurement, the contractors and suppliers will have to pay taxes and other applicable levies as per the existing laws of Bangladesh. However, machinery, tools and equipment imported for project implementation on re-exportable basis may be allowed temporary importation facilities under the existing laws of Bangladesh.

Article 8. Immunities and Privileges of Trustees, Faculty Members, Other Teaching, Research or Library Staff Members, Technicians, Experts, Administrators, Officers, and Other Employees

- a. Each of the Trustees, faculty members, other teaching, research or library staff members, technicians, experts, administrators, officers, and other employees of the University or of the Board of Trustees who are foreign nationals is immune from any civil legal process with respect to any acts performed by her or him in her or his official capacity except when the Board of Trustees of the University waives her or his immunity on the advice of the Government.
- b. Trustees, faculty members, other teaching, research or library staff members, technicians, experts, administrators, officers, and other employees of the University who are nationals of countries other than Bangladesh, and their spouses and dependents will be accorded visa as per visa agreement between Bangladesh and the respective country.
- c. In accordance with the law of the land, the Government of Bangladesh will grant work permits or visas or both, as applicable, to all persons described in Article 8(b) as per the existing rules of the Government of Bangladesh. Foreign nationals will be required to obtain work permits or visas or both, as applicable, from the Bangladesh Embassies in their respective countries or, if there is no Bangladesh Embassy present in the relevant country, then from any other Bangladesh Embassy or upon arrival at an international airport in Bangladesh. In each case, the visa or work permit, as the case may be, will be granted for the entire duration of the relevant employment contract. The foreign nationals will be engaged by the University solely in activities for which visas/work permits are issued.

Article 9. Privileges of Students of the University

- a. Students admitted for study at the University who are nationals of countries other than Bangladesh and their spouses and dependents will be subject to the Government immigration rules & regulations.
- b. Foreign nationals will be required to obtain visas from the Bangladesh Embassies in their respective countries or if there is no Bangladesh Embassy present in the relevant country, then from any other Bangladesh Embassy or upon arrival at an international airport in Bangladesh. In each case, the visa will be granted for the entire duration of the period of study for which the University has admitted the relevant student. However, terms and conditions of visa issuance may be regulated by any relevant visa agreement between Bangladesh and the country of the subject student's nationality.

Article 10. Immunities and Privileges of the University

All property, assets, and funds of the University are exempt from any restrictions, regulations, controls, and moratoria of any nature to the extent it is necessary to carry out the objectives and functions of the University effectively.

Article 11. Waiver of Immunity, Exemptions and Privileges

The Board of Trustees or the Vice Chancellor of the University may waive any of the privileges, immunities, and exemptions described in Articles 6, 7, 8, 9, and 10 of this Charter in any particular case or instance, in such a manner and upon such conditions as they or she or he may determine to be in the best interest of the University.

Article 12. Intellectual Property

- a. The University enjoys full and exclusive rights of trademarks, patents and copyrights, and any other intellectual property rights with respect to scientific and other scholarly research, discoveries, writings, and publications of the faculty, other teaching, research or library staff members, technicians, experts, administrators, officers, and other employees of the University under Bangladesh and foreign laws.
- b. The University, in the sole discretion of the Board of Trustees, may make appropriate arrangements concerning the public availability of patents, licences, copyrights, and the like arising from the University's scientific and other scholarly research, discoveries, writings, and publications.

Article 13. Online or Correspondence Learning Programme and Other Outreach Programmes, Support Organisations, Affiliated Entities, or Campuses

- a. The University may establish an online or correspondence learning programme as contemplated in this Section 13, all as determined in the sole discretion of the Board of Trustees.
- b. Any online or correspondence learning programme may employ any of the faculty of the University's on-campus programme and any additional faculty appointed by the Board of Trustees for the online or correspondence learning programme, who may be resident on campus or elsewhere in Bangladesh or outside Bangladesh. All references to "faculty members", "teaching, research or library staff members", "technicians", "experts", "officers", "administrators", or "employees" of the University in this Charter include faculty members, teaching, research or library staff members, technicians, experts, officers, administrators, or employees, as the case may be, whom the University employs on campus or off campus in the University's on-campus or off-campus programmes.

- c. Any online or correspondence learning programme may include courses in degree-granting programmes for matriculated off-campus students. The University may also permit nonmatriculated off-campus students (that is, students who have not enrolled in a degree-granting programme) to enroll in courses in any online or correspondence learning programme. All references to “students” of the University in this Charter include on-campus students, matriculated off-campus students, and non-matriculated off-campus students of the University.
- d. The University may establish off-campus centers with computer hardware, software, satellite and other telecommunications equipment, and any other necessary or appropriate equipment for the use of students in any online or correspondence learning programme in any locations in Bangladesh or outside Bangladesh.
- e. The University may establish other outreach programmes, support organisations, affiliated entities or campuses in Bangladesh or outside Bangladesh.
- f. The University has the right to install and use computers, web servers, and telecommunications, very small aperture terminal (VSAT), and other appropriate global communications systems to facilitate the research and education purposes of the University including, without limitation, online or correspondence learning programmes and other outreach programmes, support organisations, affiliated entities, or campuses in Bangladesh or outside Bangladesh as contemplated by this Article 13.
- g. The ICT facilities provided under Article 13 will be used solely for the purpose related to the academic activities of the University.

Article 14. No Expropriation Without Adequate Compensation; Indemnification

- a. Neither the Government of Bangladesh nor any instrumentality of the Government of Bangladesh may expropriate or nationalize, directly or indirectly (through the application of measures equivalent to expropriation or nationalization), any of, or any interest in the buildings, fixtures, movable property, funds, or other property or assets of the University or any part of them, except for purposes of public interest, in a fair manner based on legal due process and in full compliance with the applicable law or in any contract that the University has executed with the Government of Bangladesh or any instrumentality of the Government of Bangladesh.
- b. In the event of losses of property of the University owing to civil commotion, insurrection, or riot, the Government of Bangladesh will afford the University the same treatment with regard to indemnification, compensation, restitution, or other settlement as it accords to other international organizations operating in Bangladesh.

- c. Any controversy or claim arising out of or relating to Article 4, this Article 14 or Article 15 of this Charter, or the breach of Article 4, this Article 14 or Article 15 of this Charter, will be finally settled under the Rules of Arbitration. The arbitration will be conducted in **Bangladesh (Dhaka)** in the English language. Judgment on the award rendered by the arbitrators may be entered in any court having jurisdiction of the award.

Article 15. Term

At any time that the Board of Trustees determines by vote of not less than three-fourths of the entire Board of Trustees, not counting vacancies, whether or not present and voting, that the University is no longer able to function effectively or is no longer necessary, appropriate, or desirable, the Board of Trustees, in consultation with the Government of Bangladesh, may dissolve the University and terminate this Charter as of such date as the Board of Trustees and the Government may determine. Notwithstanding the dissolution of the University in accordance with this Article 15, anything done or action taken in good faith in accordance with this Charter before the effective date of the dissolution of the University will have full force and effect.

Article 16. Information about the University Fund

The University will advise the Ministry of Education of the Government thirty days prior to actual receipt of any funds from donors outside of Bangladesh of such forthcoming gifts in such details as may be required by the Ministry and the Bangladesh Bank. In case of unsolicited contributions or any other contributions received by the University of which it has no prior knowledge, the University shall forthwith inform the Ministry of Education of the Government upon receipt of such gifts in such details as may be required by the Ministry and Bangladesh Bank.

Article 17. Notices.

Any notice required to be given under this Charter must be in writing and must be hand delivered, mailed, or sent by facsimile transmission or recognised overnight courier as follows, except if the University or the Government of Bangladesh designates a different address by notice to the other, then to the last address so designated:

To the University:

Chairman
Asian University for Women Support Foundation
Two Arrow Street
Cambridge, Massachusetts 02138, USA
Telephone: + (617) 301-4050
Fax: + (617) 301-4070

To the Government
of Bangladesh:

Secretary
Ministry of Education
Government of Bangladesh
Secretariat
Dhaka, Bangladesh
Tel: + 880 2 716 8711
Fax: + 880 2 716 7577