

THE DESCRIPTION OF THE TERMS FOR THE REORGANISATION OF ŠIAULIAI UNIVERSITY BY INTEGRATING IT INTO VILNIUS UNIVERSITY

CHAPTER I GENERAL PROVISIONS

1. The Description of the Terms for the Reorganisation of Šiauliai University by Integrating It Into Vilnius University (hereinafter the ‘Description’) establishes the procedure for the reorganisation of the public institution Šiauliai University (hereinafter ‘Šiauliai University’, the ‘reorganised institution’) by integrating it into Vilnius University, the public institution participating in the reorganisation (hereinafter ‘Vilnius University’, the ‘institution participating in the reorganisation’).

2. The Description was prepared in accordance with Articles 2(97)(3), 2(99)(1), 2(99)(2), and 2(101) of the Civil Code of the Republic of Lithuania, Article 15 of the Republic of Lithuania Law on Public Establishments, Article 38(1) of the Republic of Lithuania Law on Higher Education and Research, Article 51 of the Statute of Vilnius University approved by the Republic of Lithuania Law on the Approval of the Statute of Vilnius University, Item 160 of the Statute of Šiauliai University approved by Resolution of the Seimas of the Republic of Lithuania No. XI-1241 of 21 December 2010 “On the Approval of the Statute of Šiauliai University”, the State University Network Optimisation Plan approved by Resolution of the Seimas of the Republic of Lithuania No. XIII-533 of 29 June 2017 “On the Approval of the State University Network Optimisation Plan”, Item 2(1)(3) of the Measures for the Implementation of the State University Network Optimisation Plan approved by Resolution of the Government of the Republic of Lithuania No. 947 of 22 November 2017 “On the Approval of the Measures for the Implementation of the State University Network Optimisation Plan”, and Resolution of the Seimas of the Republic of Lithuania No. XIII-1230 of 5 May 2018 “On the Approval of the Reorganisation of Šiauliai University by Integrating It Into Vilnius University”.

CHAPTER II INFORMATION ON THE REORGANISED INSTITUTION AND THE INSTITUTION PARTICIPATING IN THE REORGANISATION

3. The reorganised institution that will cease its activities as a legal entity after the reorganisation – Šiauliai University:

- 3.1. legal form – public institution;
- 3.2. head office address – Vilniaus g. 88, Šiauliai, Šiauliai City Municipality;
- 3.3. legal entity code – 111951345, date of registration in the Register of Legal Entities – 19 March 1998, information on the legal entity is collected and stored in the Register of Legal Entities.

4. The institution participating in the reorganisation which will continue its activities as a legal entity after the reorganisation – Vilnius University:

- 4.1. legal form – public institution;
- 4.2. head office address – Universiteto g. 3, Vilnius, Vilnius City Municipality;
- 4.3. legal entity code – 211950810, date of registration in the Register of Legal Entities – 28 December 1998, information on the legal entity is collected and stored in the Register of Legal Entities.

CHAPTER III MODE, GOAL AND PRINCIPLES OF REORGANISATION

5. On the basis of this Description, pursuant to Article 2(97)(3) of the Civil Code of the Republic of Lithuania and Resolution of the Seimas of the Republic of Lithuania No. XIII-1230 of 5 June 2018 “On the Approval of the Reorganisation of Šiauliai University by Integrating It Into Vilnius University”, Vilnius University participates in the reorganisation, and Šiauliai University is being reorganised by integrating it into Vilnius University. After the reorganisation, Šiauliai University will cease its activities and will be de-registered from the Register of Legal Entities, Vilnius University will take over all rights and duties of Šiauliai University after the reorganisation and will continue its activities.

6. The goal of the reorganisation is to strengthen the potential of science and studies in Šiauliai city in order to meet the needs of the city and regional community and the labour market.

7. Reorganisation actions shall in all cases be carried out in accordance with the principles of fluency, transparency, efficiency, economy and speed, on the basis of which the terms of reorganisation procedures laid down in this Description and other legal acts shall be considered as maximum terms and, accordingly, every effort shall be made, where there is a realistic and reasonable opportunity, to perform such actions without delay.

CHAPTER IV THE MOMENT FROM WHICH THE RIGHTS AND DUTIES OF THE CEASING ŠIAULIAI UNIVERSITY ARE TRANSFERRED TO VILNIUS UNIVERSITY WHICH WILL OPERATE AFTER THE REORGANISATION

8. The rights and duties (documents and files necessary for their execution) of Šiauliai University that will cease its activities as a public institution after the reorganisation shall be transferred on 31 December 2020 to the public institution Vilnius University which will continue to operate after the reorganisation. Šiauliai University that will cease its activities as a public institution after the reorganisation must be de-registered from the Register of Legal Entities on 4 January 2021.

9. The Statute of Vilnius University, which will continue to operate after the reorganisation, approved by the Republic of Lithuania Law on the Approval of the Statute of Vilnius University, will not be changed.

10. By 30 November 2020, the inventory of the assets and settlements of the reorganised Šiauliai University shall be prepared, the liquidation balance of the reorganised institution shall be drawn up and the liquidation act shall be concluded. Accounting documents shall be transferred to the institution participating in the reorganisation after the conclusion and submission of the financial statements of 30 September 2020 and after obtaining permits issued by Šiauliai County State Tax Inspectorate and the Šiauliai Division of the State Social Insurance Fund Board to close the bank accounts of the reorganised institution. By 1 October 2020, Šiauliai University, in accordance with Resolution of the Government of the Republic of Lithuania No. 16 of 5 January 2001 “On the Approval of the Description of the Procedure for the Transfer of State Assets to Manage, Use and Dispose of Them by the Right of Trust” shall submit to the Ministry of Education and Science of the Republic of Lithuania draft legislation on transferring State assets managed by the right of trust to Vilnius University.

11. The seals of the reorganised institution shall be destroyed in accordance with the procedure laid down in the legal acts after signing the transfer-acceptance acts of the assets, rights, duties and documents of Šiauliai University (responsible person – the Rector of Šiauliai University).

12. The capital of the owner (shareholders) of the reorganised institution amounts to EUR 1,213,602.14, the capital of the owner (shareholders) of the institution participating in the reorganisation amounts to EUR 50,491,294.10. The capital of the owner (shareholders) of the institution which will continue to operate after the reorganisation will be EUR 51,704,896.24.

CHAPTER V
VALUATION OF ASSETS OF THE REORGANISED
INSTITUTION

13. On 31 December 2019, the value of the assets amounted to EUR 14,825,946.94:
- 13.1. fixed assets – EUR 11,933,333.17;
 - 13.2. biological assets (trees, shrubs in the botanical garden) – EUR 2,069.92;
 - 13.3. current assets – EUR 2,890,543.85;
 - 13.4. funding amounts on 31 December 2019 stood at EUR 11,679,214.17;
 - 13.5. obligations on 31 December 2019 stood at EUR 879,598.17;
 - 13.6. net assets on 31 December 2019 stood at EUR 2,267,134.60.

CHAPTER VI
PUBLISHPMENT OF THE TERMS OF REORGANISATION

14. The Description and the annual financial statements of the last three financial years of Šiauliai University shall be published on the website of the reorganised institution at www.su.lt.

15. The Description and the annual financial statements of the last three financial years of Vilnius University shall be published on the website of the institution participating in the reorganisation at www.vu.lt.

16. All creditors of the reorganised institution and the institution participating in the reorganisation shall be notified in writing about the drafting of this Description once.

CHAPTER VII
ADDITIONAL RIGHTS GRANTED TO THE GOVERNING AND OTHER BODIES
AND ADMINISTRATIVE STAFF OF ŠIAULIAI UNIVERSITY AND VILNIUS
UNIVERSITY

17. After the reorganisation has ended, all documents provided for in the legal acts shall be submitted to the Register of Legal Entities by the Rector of Vilnius University or their authorised person.

18. The implementation supervision of the terms of reorganisation shall be carried out by a supervisory committee for the reorganisation of Šiauliai University by integrating it into Vilnius University, established by a joint order of the Rector of Vilnius University and the Rector of Šiauliai University, the composition of which shall ensure equal participation of representatives of the reorganised institution and the institution participating in the reorganisation.

CHAPTER VIII
THE INSTITUTION IMPLEMENTING THE RIGHTS AND DUTIES OF THE OWNER
OF THE PUBLIC INSTITUTION WHICH WILL CONTINUE TO OPERATE AFTER
THE REORGANISATION

19. The rights and duties of the public institution Vilnius University, which will continue to operate after the reorganisation, shall be implemented by the Government of the Republic of Lithuania or its authorised institution, without infringing the requirements laid down in the Republic of Lithuania Law on Higher Education and Research.

20. The certificate of the shareholder (owner) of the public institution Vilnius University, which will continue to operate after the reorganisation, shall be stored in the Ministry of Education and Science of the Republic of Lithuania.

CHAPTER IX
FINAL PROVISIONS

21. The reorganisation of Šiauliai University shall ensure the continuity of its activities, the fulfilment of contractual, financial and other obligations and the continuity of employment relations.

22. Students who have started their studies at Šiauliai University shall be guaranteed the opportunity to continue their studies at Vilnius University in Šiauliai.
