

According to Articles 45 and 46 of the Institutions Act (Official Gazette of the Republic of Slovenia, Nos. 12/91, 8/96, 36/00, 127/06), and in line with the Health Care Services Act, consolidated text - ZZDej-UPB2 (Official Gazette of the Republic of Slovenia, Nos. 23/05, 15/08, 23/08, 58/08, 77/08, 40/12, 14/13), as well as the Decree on the Transformation of the Public Institution Health Care Center Novo mesto (Official Gazette of the Republic of Slovenia, No. 120/06), hereafter called the Decree, the Council of the Institution Health Care Center Novo mesto, in its 9th session on 06.12.2013, adopted the following

STATUTE OF THE PUBLIC INSTITUTION HEALTH CARE CENTER NOVO MESTO

I. GENERAL PROVISIONS

Article 1

- (1) The Public Institution Health Care Center Novo mesto (hereinafter referred to as the Institution) was established under Article 3 of the Institutions Act and Article 25 of the Health Care Services Act, in accordance with the Decree on the Transformation of the Public Institution Health Care Center Novo mesto. It is registered in the Register at the District Court in Novo mesto under No. Srg 2006/00749.

Article 2

- (1) The founders of the Institution are: the Municipality of Novo mesto, the Municipality of Dolenjske Toplice, the Municipality of Mirna Peč, the Municipality of Šentjernej, the Municipality of Škocjan, and the Municipality of Žužemberk.

Article 3

- (1) Health Care Center Novo mesto is a public health institution performing health care activities at the primary level and other activities as determined by the Decree.

Article 4

- (2) The expressions used in this Statute that are written in the masculine grammatical form shall be considered gender-neutral and apply equally to women and men.

II. STATUS PROVISIONS

Article 5

- (1) The Institution is a legal entity of public law with rights, obligations, and responsibilities determined by law and by this Statute.

Article 6

- (1) The name of the Institution is HEALTH CARE CENTER NOVO MESTO.

Article 7

- (1) The registered office of the Institution is located in Novo mesto, at Kandijska cesta 4.

Article 8

- (1) Any change to the name and registered office of the Institution shall require the consent of the Founders.

Article 9

- (1) The Institution shall have a round seal with a diameter of 30 mm bearing the inscription: HEALTH CARE CENTER NOVO MESTO, Kandijska cesta 4, and a sequential number starting from 01 onwards.
- (2) The record of seals shall be maintained and kept by the Procurement Department of the Institution.

III. ACTIVITIES OF THE INSTITUTION

Article 10

- (1) The Institution performs health care activities in accordance with the law and the Decree, namely:
 - provision of general and family medicine (diagnostics, therapy, and rehabilitation) including determination of temporary incapacity for work,
 - monitoring of the health status of the population and proposing measures for the protection, strengthening, and improvement of health, as well as the prevention, detection, treatment, and rehabilitation of patients and the injured,
 - health education and counselling for maintaining and strengthening health,
 - preventive health care for risk groups and other residents in accordance with the preventive health care program and international conventions,
 - health rehabilitation of children and adolescents with physical and mental developmental disorders,
 - home visits, nursing care, treatment, and rehabilitation of patients at their residence as well as care for residents in retirement homes and other institutions,
 - emergency medical assistance and rescue service, including emergency and non-emergency ambulance transport,
 - preventive and curative dental care for children, youth, and adults,
 - specialist outpatient activities,
 - medical examinations required for occupational, traffic, and sports medicine,
 - diagnostic and therapeutic services, and
 - mortuary and coroner services.
- (2) The duties of health workers in primary health care activities within the Institution's operational area also include cooperation and coordination with other institutions, companies, organizations, and individuals to develop and implement programs for the promotion, preservation, and restoration of health.

Article 11

- (1) Along with health care activities, property management, and leasing, the Institution may also provide, on a smaller scale, financial, accounting, and other services for concessionaires and other users, which mainly include:

- education and organization of seminars,
- performance of financial, accounting, and administrative tasks,
- cleaning of medical premises, laundry services, maintenance of equipment and facilities, sterilization of sanitary materials,
- activities intended for the needs of the Institution that are aimed at performing the activities for which the Institution was established, and
- services defined by subordinate legislation as market activities.

Article 12

(2) The activities of the Institution, pursuant to Article 7 of the Health Care Services Act and in accordance with the Decree on the Standard Classification of Activities (Official Gazette of the Republic of Slovenia, No. 17/2008), are classified in the following subclasses:

- Q 86.2 Outpatient health care and dental activities
- Q 86.22 Specialist outpatient health care activities
- Q 86.23 Dental activities
- Q 86.9 Other health activities
- Q 86.909 Other health-related activities
- L 68.2 Renting and operating of own or leased real estate
- L 68.20 Renting and operating of own or leased real estate
- L 68.200 Renting and operating of own or leased real estate
- L 68.32 Management of real estate for a fee or on a contract basis
- L 68.320 Management of real estate for a fee or on a contract basis
- O 35.140 Trading in electricity
- M 73.120 Placement of advertising space
- N 82.190 Photocopying, document preparation, and other office activities
- H 52.210 Supporting service activities in land transport

Article 13

(1) The Institution may change its activities only with the consent of the Founders.

IV. ORGANIZATION OF THE INSTITUTION

Article 14

- (1) The Institution performs its activities at its registered office and, to ensure service accessibility, within its organizational units, in the field, and at the patient's home.
- (2) The organizational units are, in a professional-organizational sense, the units of specific activities of the Institution and do not act independently in legal transactions.
- (3) The management and joint services are located at the Institution's headquarters.

Article 15

- (1) The following operate as dislocated organizational units:
 - General and Dental Practice in Dolenjske Toplice,
 - Health Station Šentjernej–Škocjan,
 - General and Dental Practice in Šmarjeta,
 - Health Station Žužemberk,

- General Practice in the Home for the Elderly Novo mesto, at the Occupational Activity Center and in private social welfare institutions with obtained concessions,
 - and General Practice in Mirna Peč.
- (2) The detailed organization is determined by the Act on Internal Organization and Systemization of Job Positions within the Institution.
 - (3) If the reason for establishing a dislocated unit at a specific location ceases to exist, the Institution's activities at that location shall terminate.

Article 16

- (1) Each unit is led by a professional manager responsible for organizing and supervising the professional work. The manager is appointed by the Director in accordance with the provisions of the Act on Organization and Systemization of Job Positions.

V. RIGHTS, OBLIGATIONS, AND RESPONSIBILITIES OF THE INSTITUTION IN LEGAL TRANSACTIONS

Article 17

- (1) The Institution is a legal entity that independently conducts legal transactions in its own name and for its own account, holding all rights and obligations. It may, in accordance with the Decree, enter into lease agreements related to real estate. It can incur debt only in compliance with applicable regulations.
- (2) The Institution is responsible for fulfilling its obligations using all available assets. It can enter into contracts and perform other legal actions within the scope of activities specified by the Decree and registered in court records, as well as, to a lesser extent, activities under Article 11 of this Statute.

VI. REPRESENTATION AND PRESENTATION

Article 18

- (1) The Institution shall be represented and managed by the Director, who is responsible for the legality of operations and activities.
- (2) In exercising the powers granted by law and this Statute, the Director may delegate specific tasks to other individuals through written authorization. The written authorization shall specify the scope, content, and duration of the delegation.

Article 19

- (1) In the event of the Director's absence or incapacity, he/she shall be replaced by the Deputy Director, the Professional Head, or another senior employee designated by the Director.

VII. BODIES OF THE INSTITUTION – COMPETENCES AND DECISION-MAKING PROCEDURES

Article 20

- (1) The bodies of the Institution are:
- the Council of the Institution,
 - the Director,
 - the Professional Head,
 - the Professional Council.

1. Council of the Institution

Article 21

- (1) The Council of the Institution is the management body consisting of 12 members:
- eight representatives of the Founders (three representatives of the Municipality of Novo mesto and one representative each from the Municipalities of Dolenjske Toplice, Mirna Peč, Šentjernej, Škocjan, and Žužemberk),
 - three representatives of the Institution's employees, and
 - one representative of the insured persons or other users.

Article 22

- (1) The Founders shall appoint their representatives in accordance with their statutes.
- (2) The representatives of the Institution's employees shall be directly elected by employees in accordance with the rules of procedure adopted by the Director of the Institution.
- (3) The representative of the insured persons or other users shall be appointed by the Health Insurance Institute of Slovenia.

Article 23

- (1) The term of office of the members of the Council of the Institution shall be four years. Upon expiration of the term, members may be reappointed.
- (2) A health worker or health associate who performs a public health service based on a concession may not be appointed to the Council of the Institution.

Article 24

- (1) The members of the Council of the Institution shall elect from among themselves the President and the Deputy President.
- (2) The President and Deputy President of the Council shall be appointed for a term of four years.
- (3) The Council shall adopt rules of procedure on its work, specifying in detail its tasks and procedures.

Article 25

- (1) The President and members of the Council of the Institution are entitled to attendance fees and reimbursement of expenses in accordance with applicable legislation.

Article 26

- (1) The Council of the Institution has the following competences:

- adopts the Statute,
 - appoints and dismisses the Director of the Institution,
 - concludes an employment contract with the Director,
 - adopts work and development programs and monitors their implementation,
 - adopts the financial plan,
 - adopts the annual report,
 - evaluates the work of the Director,
 - decides on the performance-related pay of the Director and proposes the issuance of consent in accordance with the applicable legislation,
 - proposes to the Founders an increase in employee performance-related pay in accordance with applicable legislation,
 - proposes to the Founders changes or extensions of activities,
 - provides opinions and proposals to the Founders and the Director on individual matters,
 - upon the proposal of the Director, after obtaining the opinion of the Professional Council, appoints and dismisses the Professional Head, or upon the Director's proposal appoints the Deputy Director for economic and legal affairs,
 - performs other tasks authorized by statutory and subordinate legislation, the Decree, and this Statute.
- (2) Before adopting decisions referred to in points four, five, and six of the previous paragraphs, the Council must obtain the consent of the Founder for decisions relating to its territory.

Article 27

- (1) The method of convening, chairing meetings, maintaining order at meetings, decision-making procedures, the content of minutes, and other matters shall be specified in detail by the Council's rules of procedure.
- (2) The President of the Council shall convene meetings at least twice a year. A meeting may also be convened at the request of the Director or individual Council members in accordance with the provisions of the rules of procedure.

2. Director

Article 28

- (1) The executive body of the Institution is the Director.
- (2) The Director organizes and manages the work and operations of the Institution, represents and acts on behalf of the Institution, and is responsible for the legality of its operations.

Article 29

- (1) The Director of the Institution shall be appointed and dismissed by the Council of the Institution with the consent of the Founders. The appointment is carried out based on a public tender procedure.

Article 30

- (1) A person may be appointed Director if they meet the following conditions:
- is a citizen of the Republic of Slovenia,
 - holds a university degree in medicine, law, or economics,
 - possesses knowledge of one world language,
 - has at least five years of work experience, of which at least three years in managerial positions, and
 - submits a vision of the Institution's development for the term of office.

Article 31

- (1) The tender procedure and the proposal for the appointment of the Director shall be prepared by a Selection Committee appointed by the Council of the Institution. The Committee shall consist of three members.
- (2) The public tender for the appointment of the Director must be published no later than three months before the expiry of the current term of office.
- (3) The tender procedure, rights and obligations of candidates related to the tender, and conditions for early dismissal of the Director shall be determined by law.
- (4) After the application deadline, the Selection Committee shall submit to the Council of the Institution documentation of all candidates who meet the tender conditions.

Article 32

- (1) In the event of the Director's resignation, termination of function before the expiry of the term, or any other situation where the Director ceases to perform duties, and if the term expires before a new Director is selected or the new Director does not assume duties, the Council of the Institution shall appoint an Acting Director without a tender.
- (2) The Acting Director shall be appointed from among the employees of the Institution who meet the conditions for appointment as Director.
- (3) The Acting Director may be appointed for a maximum period of one year.

Article 33

- (1) The Council of the Institution shall enter into an employment contract with the appointed Director for a fixed term that corresponds to the duration of the mandate. The Director's term of office shall be four years. After it expires, they may be reappointed.
- (2) An employee who held a permanent position within the Institution prior to being appointed as Director shall, after the term ends, be offered a position that matches their professional qualifications and meets the required conditions, in accordance with the job classification and staffing plan.

Article 34

- (3) The Director of the Institution shall perform all legal acts and conclude contracts within the powers determined by law and this Statute. If the Director holds a university degree in medicine, he/she shall also act as the Professional Head.
- (4) The Director has the following competences:
 - organizes and manages the work and operations of the Institution,
 - represents and acts on behalf of the Institution,
 - manages public funds with the diligence of a responsible manager,
 - ensures legality and professional standards of operations,
 - implements measures for the execution of the annual program and financial plan,
 - reports on operational results and proposes the closing account and annual report,
 - reports to the Founders and Council on matters that may significantly impact the Institution's functioning,
 - adopts the Act on Organization and Systemization of Job Positions,
 - adopts acts on occupational safety and health, fire safety, and defense measures,
 - executes the Council's resolutions and decisions,
 - issues orders, decisions, and other individual acts and appoints commissions, working groups, and other bodies for the examination or execution of specific tasks, unless expressly within the Council's competence,

- acts as the Institution's authorizing officer and signs legal acts, documents, contracts, and other documents relating to operations,
- proposes to the Council the Professional Head, after obtaining the opinion of the Professional Council, or the Deputy Director for economic and legal affairs,
- prepares and ensures materials required for the Council's work,
- appoints members of the Professional Council based on unit proposals,
- appoints the Institution's senior employees based on the proposal of the Professional Head,
- adopts general acts,
- decides on employees' rights, obligations, and responsibilities arising from employment in accordance with law, collective agreements, and the Institution's general acts,
- decides on procedures required by disaster medicine and pandemics,
- allocates the Institution's and program funds during the year for specific purposes, in line with the adopted financial plan,
- performs other tasks in accordance with applicable legislation and this Statute.

3. PROFESSIONAL HEAD OR DEPUTY DIRECTOR

Article 35

- (1) The Professional Head of Medical Services within the Institution shall be appointed if the Director does not hold a university degree in medicine.
- (2) The Professional Head shall be appointed and dismissed by the Council of the Institution upon the proposal of the Director and after obtaining the opinion of the Professional Council, from among the Institution's employees or through a tender process using, by analogy, the Director's appointment procedure.
- (3) A tender shall be used if the Director determines that there is no suitable candidate among employed physicians.
- (4) A contract of employment shall be concluded with the selected candidate for the duration of the Director's term of office.
- (5) The term of office of the Professional Head is linked to the term of office of the Director.
- (6) An employee who held a permanent position within the Institution prior to appointment as Professional Head shall, after the expiration of the term, be offered a position corresponding to their professional qualification and meeting prescribed conditions, in accordance with the job classification and staffing plan.

Article 36

- (1) A person may be appointed Professional Head if they meet the following conditions:
 - hold a university degree in medicine and a specialization in one of the medical activities performed by the Institution,
 - have at least five years of work experience, including at least three years in managerial positions, and
 - submit a program for the Institution's professional development, if selected through a tender procedure.

Article 37

- (1) The Professional Head directs the professional medical work of the Institution within the scope determined by the Director and is responsible for the professional quality of operations. They are responsible for ensuring professional development, coordination with other health institutions, and alignment of professional development with the Institution's financial capabilities and objectives.

- (2) The Professional Head:
- chairs and convenes sessions of the Professional Council,
 - decides on professional matters and ensures quality of medical work,
 - proposes priorities for professional and educational development in health care,
 - develops and monitors the fulfillment of professional quality standards and takes measures in cases of non-compliance,
 - proposes to the Director the appointment and dismissal of department heads and the Chief Nurse and participates in recruitment of medical staff,
 - with the Director's consent, allocates professional staff,
 - with the Director's consent, appoints mentors for health workers and health associates,
 - decides on user complaints regarding professional performance of health staff and proposes appropriate measures,
 - organizes and leads regular work reviews with counselling and, with the Director's consent, appoints members of commissions,
 - examines proposals for extraordinary reviews with counselling and makes proposals to the Director,
 - decides on other matters for which they are responsible under the law and this Statute.

Article 38

- (1) If the Director holds a medical degree, the Institution shall have a Deputy Director responsible for economic and legal affairs. Responsibilities and rights are defined in the Act on Organization and Systemization of Job Positions.
- (2) The Deputy Director shall be appointed and dismissed by the Council of the Institution upon the proposal of the Director, from among employees, or through a tender procedure by analogous application of the Director's appointment procedure.
- (3) A tender shall be used if the Director determines that there is no suitable candidate among employees.
- (4) A contract of employment shall be concluded with the selected candidate for the duration of the Director's term of office.
- (5) A person may be appointed Deputy Director if they:
- hold a university degree in economics or law,
 - have at least five years of work experience, including at least three years in managerial positions.
- (6) The term of the Deputy Director is linked to the Director's term of office.
- (7) An employee who held a permanent position within
- (8) An employee who was employed for an indefinite period before being appointed Deputy Director shall, after the expiry of the function, be offered a position consistent with his or her professional qualifications, in accordance with the job classification and personnel plan.

4. PROFESSIONAL COUNCIL

Article 39

- (1) The Professional Council shall be appointed by the Director upon the proposal of individual units.
- (2) The Professional Council is a collegial professional body of the Institution. It consists of physicians from general, dental, dispensary, and specialist units, representatives of any newly established units, and the Chief Nurse of the Institution.
- (3) The term of office of the Professional Council shall correspond to that of the Director and shall end on the day when a new Professional Council begins its work.

Article 40

- (1) The Institution's Professional Council is responsible for discussing and making decisions on professional matters related to the Institution's activities. It sets the professional standards for work and development programs, offers opinions and suggestions to both the Council and the Director on organizing work, improving development conditions, and enhancing work quality. The Council also provides prior approval regarding the appointment and dismissal of the Institution's Professional Head, proposes the Director's training program, and considers other issues related to the Institution's professional work.
- (2) The Professional Council of the Institution shall be chaired by the Professional Head of the Institution.
- (3) The Director of the Institution shall also be invited to meetings, if he or she is not also the Professional Head.

Article 41

- (1) The Professional Council shall adopt rules of procedure governing its work.

VIII. GENERAL ACTS OF THE INSTITUTION

Article 42

- (1) The Institution shall, in addition to this Statute, also have other general acts necessary for the smooth operation of its work.

Article 43

- (1) The Institution shall regulate, by its general acts, in particular the following areas:
 - internal organization and classification of job positions,
 - occupational safety and health at work,
 - accounting, inventory of assets and sources of funds, internal control, internal audit,
 - protection of personal data and trade secrets,
 - education and training,
 - salaries and work-related expenses,
 - management of hazardous waste, prevention of hospital infections, work reviews with counseling, and
 - other areas of work as necessary.
- (2) General acts shall be adopted by the Director. The Council of the Institution shall give its consent to the acts referred to in the first and second indents of the preceding paragraph.

Article 44

- (1) Before adopting general acts that contain provisions on the exercise of employees' rights and their material status, such acts shall be submitted for consideration to the trade unions operating within the Institution.

Article 45

- (1) General acts referred to in Article 43 of this Statute shall enter into force on the eighth day following their publication on the Institution's notice boards.
- (2) General acts shall be published on the Institution's website on the day of their entry into force.

IX. PLANNING AND RESOURCES FOR THE INSTITUTION'S WORK

Article 46

- (1) The Institution shall plan its work and development according to the adopted plan and the national health care strategy of the Republic of Slovenia, as well as the plans and strategies of the Founders. When preparing work and development plans, the Institution shall consider the opportunities for securing funds through contracts with the Health Insurance Institute of Slovenia and the potential to offer its services on the market.

Article 47

- (1) Development and financial plans and work programs shall be prepared by the Director in cooperation with professional services and submitted to the Council of the Institution for adoption.

Article 48

- (1) The Institution shall obtain funds for its work and development:
 - from payments for services performed in accordance with the contract with the Health Insurance Institute of Slovenia and sectoral legislation,
 - from the budgets of the Founders,
 - from contractual relations with other users of services and tenants of available premises in accordance with lease agreements,
 - from contracts with insurance companies for voluntary health insurance,
 - from business contracts,
 - from donations, gifts, and other sources.

Article 49

- (1) The Founders shall ensure funds for investments and other obligations for agreed programs, depending on the location of the real estate or the agreement.

Article 50

- (1) Real estate and other assets managed by the Institution are, in accordance with the provisions of the Decree, the property of the Founding Municipalities.

Article 51

- (1) The Institution manages the assets entrusted to it for possession and management and shall use them in a manner and for purposes as determined by law and the Decree.

Article 52

- (1) The surplus of revenues over expenditures shall be used and allocated in accordance with regulations and the Decree.
- (2) If a deficit of funds is shown in the Institution's annual operations, the Institution must prepare a proposal for covering the deficit, on which the Council of the Institution shall decide with the consent of the Founders.

X. DISCIPLINARY AND DAMAGE LIABILITY

Article 53

- (1) Employees of the Institution shall be disciplinarily and materially liable for violations of work obligations in accordance with the provisions of the law and collective agreements.

XI. PROTECTION OF RIGHTS

Article 54

- (1) The protection of employees' rights shall be ensured in accordance with the provisions of laws and collective agreements.

XII. ROLE OF THE TRADE UNION AND STRIKE

Article 55

- (1) Employees of the Institution may organize themselves into one or more trade unions as a form of their organization and activity.
- (2) Relations between the trade unions and the Institution shall be regulated by agreement in accordance with the applicable legislation.

XIII. PROTECTION OF PERSONAL DATA AND TRADE SECRECY

Article 56

- (1) The Institution shall ensure the protection and safeguarding of personal data contained in data collections, the protection of the rights of individuals, and the limitations and supervision over the implementation of procedures and measures related to personal data.

Article 57

- (1) Employees of the Institution shall be obliged to protect as a professional secret all data they come into contact with while performing their work and may use such data only for the purpose for which they were collected or prepared and may communicate them only to authorized persons.
- (2) Data referred to in the previous paragraph may not be disclosed to other persons or the public, nor published in any way that would reveal the individual to whom they relate, except in cases where the legal conditions for disclosure are met.
- (3) The obligation to protect data shall not cease with the termination of employment in the Institution.

XIV. TRANSITIONAL AND FINAL PROVISIONS

Article 58

- (1) The Institution shall harmonize general acts that are inconsistent with this Statute within six months from the date of entry into force of this Statute.
- (1) All general acts that are not inconsistent with this Statute, the law, or collective agreements shall remain in force until new ones are adopted.

Article 59

- (1) The Director of the Institution shall perform his/her function until the expiry of his/her term of office.
- (2) The Council of the Institution shall be elected in accordance with the provisions of the Decree and this Statute.
- (3) The Professional Council shall continue its work until the appointment of new members.

Article 60

- (1) On the day this Statute enters into force, the Statute of the Public Institution Health Care Center Novomesto of 12 June 2007 shall cease to be valid.

Article 61

- (1) This Statute shall enter into force when all Founding Municipalities have given their consent, or upon the expiry of the period for issuing such consent, and upon its publication on the Institution's notice board.

Number: 11/2013

Date: 06.12.2013

President of the Council of the Institution
Ivan Kuljaj