

**4109 / 2013 Act on  
disbanding and merging of legal entities in the public sector**

**Article 6 - Establishment of**

**"National Quality Infrastructure System – NQIS",**

**legal entity governed by private law**

*(as amended by article 46 of Law 4155 / 2013-05-29 and article 15 of Law 4242/2014-02-28)*

**1.** A legal entity of the private law, of a non-profit nature, under the name «Εθνικό Σύστημα Υποδομών Ποιότητας» and acronym ΕΣΥΠ in the Greek language and "National Quality Infrastructure System" and acronym NQIS, in the English language, is established with the mission the advancement and development of the quality infrastructure. The legal entity is registered in the Municipality of Kallithea (Attica Prefecture). By decision of its Administrative Council, the registration may be transferred to another Municipality of the Attica Prefecture. The above legal entity belongs to the broader public sector, enjoys administrative and financial autonomy, operates for the public interest and is supervised by the Minister of Development and Competitiveness.

In the above legal entity, the "Hellenic Institute of Metrology (EIM)", the "Hellenic Accreditation System S.A (ESYD)." and the "Hellenic Organization for Standardization S.A. (ELOT)". are incorporated, as separate operational units enjoying operational, financial and accounting autonomy.

**2.** Upon entry into force of this Act:

a) The "Hellenic Institute of Metrology (EIM)" a body of the private law, registered in Thessaloniki, established by Article 1 of Law 2231/1994 (A' 139) and supervised by the Minister of Development, Competitiveness, Infrastructure, Transport and Networks is transformed and incorporated to NQIS, as a decentralized autonomous operational unit, based in Thessaloniki and with operational, financial and accounting autonomy. The mission and the responsibilities of E.I.M are pursued from now on by the above created unit under the framework of operation of the "National Quality Infrastructure System".

b) The "Hellenic Accreditation System S.A.(ESYD)", established by Article 11 of Law 3066/2002 (A' 252) and supervised by the Minister of Development, Competitiveness, Infrastructure, Transport and Networks is transformed and incorporated to NQIS, as a decentralized autonomous operational unit with operational, financial and accounting autonomy. The mission and responsibilities of ESYD S.A., as defined in article 12 of Law 3066/2002 are pursued from now on by the above created unit, under the framework of operation of the "National Quality Infrastructure System".

c) The "Hellenic Organization for Standardization (ELOT)", established by Article 1 of Law 372/1976 as a legal entity of the private law, converted into an S.A. company under the private law by Presidential Decree 155/1997 and supervised by the Minister of Development, Competitiveness, Infrastructure, Transport and Networks is transformed and is incorporated to NQIS, as a decentralized autonomous operational unit with operational, financial and accounting autonomy. The mission and responsibilities of ELOT SA as defined in Article 3 of the 372/1976 are pursued from now on by the above created unit, under the framework of operation of the "National Quality Infrastructure System".

The provision of article 19 of Law 4038/12 (A' 14) "Secession of certification and laboratories Division from ELOT and incorporation into MIRTEC SA" continues to apply. The rights of ELOT SA because of this secession in MIRTEC SA shares are transferred, free of charge and without further formalities to the Greek State, represented by the Minister of Finance, while financial obligations of ELOT SA towards the Greek State, existing or future ones, are reduced by the same amount until the book value of the transferred shares is recovered.

**3.** The "National Quality Infrastructure System" is full successor to all assets and intellectual rights, as well as obligations (including the obligation to pay the tax 'EETHDE' and the property tax) of the legal bodies which are incorporated and transformed into autonomous operational units which henceforth are represented by the newly established legal entity. Pending court trials are continued by NQIS, without them being violently interrupted and without any other formality for their continuation. The "National Quality Infrastructure System" substitutes, without any formality, the above mentioned legal entities in the International Agreements and Organization these entities participated, with the relevant responsibilities exercised by the corresponding operational unit.

**4.** Personnel under private law employment contracts of indefinite duration shall automatically become staff of the "National Quality Infrastructure System - NQIS" in which they are transferred and in which they will provide their services under the same employment contract.

The positions of the personnel transferred will be foreseen in the Rules of Operation of the newly created entity, which will be drafted in accordance with what is stated in the following. The transferred personnel will be placed in these positions following a declaratory act of the Administrative Council of NQIS, taking into account the autonomously operating nature of each unit.

Lawyers serving under a compensation order may provide services in all three separate operational units.

**5.** The governing bodies of the "National Quality Infrastructure System" are:

- a) The Administrative Council (AC)
- b) The Chief Executive Officer (CEO) and
- c) The Heads of each autonomous operational unit

**6.** The NQIS/AC, with a term of office for its members of three years renewable only once for an equal period, is composed of five members, as follows:

- a) The President, who is a person of widely recognized professional prestige and scientific achievements or professional experience in the subject areas of the legal entity,
- b) The CEO, who is a person of widely recognized professional prestige and academic training or professional experience in the subject areas of the legal entity. The position of CEO is a full-time, dedicated service one.
- c) A representative of the Industry Unit of the Ministry of Development, Competitiveness, Infrastructure, Transport and Networks,

d) A representative of the Federation of Industries (SEV) or the Federation of Industries of Northern Greece (SVEE), with experience in the legal entity's subject areas, delegated by SEV or SVEE.

e) A representative of the Greek Association of Accredited Certification and Inspection Bodies (Hellas Cert) or of the Greek Laboratory Association (Hellas Lab), delegated by one of them.

The positions of the President and the CEO may coincide in the same person. In this case, another person of high professional status, and academic training or professional experience relevant to the subject areas of NQIS, will be appointed as the fifth (5th) member of the Administrative Council.

**7.** Appointment of the members of the AC shall be made by a decision of the Minister of Development, Competitiveness, Infrastructure, Transport and Networks. If the bodies represented in the AC do not propose delegates within (15) days from the relevant invitation, the AC positions will be filled by persons chosen by the Minister. The remuneration of members of the AC shall be decided by a joint decision of the Minister of Finance and the Minister of Development, Competitiveness, Infrastructure, Transport and Networks.

**8.** Within fifteen (15) days from the entry into force of this Act, the Minister of Development, Competitiveness, Infrastructure, Transport and Networks will appoint, with a decision published in the Official Gazette, an interim Administrative Council, whose mandate expires automatically with the establishment of the AC in accordance with the provisions of this Article. Until the establishment of the interim AC, the goals and responsibilities of the incorporated bodies are pursued by their existing Administrative Councils, whose term of office ends with the establishment of the said interim AC.

**9.** A joint decision of the Minister of Administrative Reform and e-Governance and the Minister of Development, Competitiveness, Infrastructure, Transport and Networks, issued following a recommendation by the AC of the NQIS, within a exclusive deadline of two months from the promulgation of this Law, establishes the Rules of Operation of the new legal entity, which deals in particular:

- a) The operating rules of the NQIS/AC,
- b) The organization and management structure of the units of NQIS, depending on its needs and responsibilities so as to ensure independence of the above autonomous operational units
- c) The allocation of responsibilities to its units,
- d) The specific procedures of its operation
- e) The number of staff posts and their distribution to the units of NQIS,
- f) The qualifications and conditions for recruitment, working and evolution of staff, according to applicable rules
- g) The disciplinary law for the personnel.

All issues dealing with the transfer and appointment of the personnel of the incorporated legal entities into the new legal entity are regulated by the Rules of Operation of NQIS.

**10.** By a joint decision of the Minister of Finance and the Minister of Development, Competitiveness, Infrastructure, Transport and Networks, issued following a recommendation

by the AC of NQIS, within an exclusive deadline of two months from the publication of this Act, its Financial Management and Procurement Rules will be established, addressing in particular issues of financial management, preparation and publication of the budget and balance sheet reporting, accounting separation issues, issues related to cases and procedures of paying fees, collecting income, spending and procurement .

**11.** Projects, activities and programs co-financed or financed by the European Union or other international organizations or national funds, which have been undertaken and are executed by the incorporated legal entities, will be continued, after the entry into force of this act, by the respective autonomous operational unit of the newly created legal entity, who is a full successor to all rights and obligations arising from the above transactions, actions and programs, as well as the beneficiary bank accounts for their financing. The obligations and rights transferred include also contracted works until their expiration.

**12.** All certificates issued in exercise of the powers of the incorporated legal entities continue to be valid until their expiration. NQIS undertakes the supervision of the maintenance conditions for these. Logos and marks that during entry into force of this act have been established or are being used by the incorporated legal entities, are from now on been used by the respective autonomous operational units of the newly created legal entity.

**13.** Financial resources of the autonomous operational units of the newly created legal entity are:

i. Ordinary Resources

- a) Revenues arising from the property of NQIS.
- b) Any kind of revenues from services to third parties, as well as from distribution of standards, other normative documents and other publications.
- c) Income from the rights of granting and maintaining of certificates issued.
- d) Regular or special contributions of natural persons or legal entities domestic or foreign.
- e) The annual grant of the Ministry of Development, Competitiveness, Infrastructure, Transport and Networks, to the extent permitted by the respective State financial conditions.

ii. Non-ordinary resources

- a) Funding from the Public Investment Program and special budgets connected with it
- b) Special funding from European Union programs and/or other international organizations.
- c) Additional funding, periodic or lump-sums, paid to fulfill obligations mandated to the NQIS by special acts of the Greek State.
- d) Grants, donations, legacies, bequests of legal or natural persons, domestic or foreign.
- e) Any other legal resource.

**14.** By decisions of the Minister for Development, Competitiveness, Infrastructure, Transport and Networks all required details and procedures for the implementation of this Article and any other relevant matter can be regulated.

**15.** During the first accounting period of NQIS and for the purpose of completing the procedures for the commencement of the unified financial, accounting and for tax purposes operation of it and of the legal entities incorporated into it, it is permitted on a case-by-case basis that the legal entities continue to operate independently using their existing Tax Identification Numbers. The above mentioned financial operation will be reflected in accounts to be approved by the AC and to be incorporated in the balance sheet of the first accounting period of NQIS.