

NAME AND REGISTERED OFFICE

Art.1

The Association "Istituto Oikos – Ente del Terzo Settore", in abbreviated form "Oikos E.T.S.", is hereby constituted pursuant to and for the purposes of Legislative Decree 3 July 2017, n. 117 and the provisions of the Italian Civil Code as applicable.

The Association will be obliged to use, associated with its name and in any communication addressed to the public, the phrase "Ente del Terzo Settore".

The Association has its registered office in Varese, via Magatti 2. The transfer of the headquarters within the municipality of Varese will not entail a change in the Statute. This decision will be made by the Board of Directors, along with the establishment and closure of secondary offices.

The Association can operate throughout the national territory and outside these borders.

The Association has an unlimited duration, unless early dissolution is required by law or is approved by the Assembly of Members with a qualified majority.

OBJECT AND PURPOSE

Art.2

The Association is non-political, non-party, non-profit and exclusively pursues purposes of social utility aimed at the community and therefore is exclusively for the purpose of solidarity.

The Association may carry out the activities referred to in paragraph 1, letters e), f), i), n), o), r), v), w).

It aims to operate in Europe and in countries with developing, transition and emerging economies, in the integrated sectors of the protection and management of the environmental and historical-cultural heritage and international cooperation, as well as to promote, implement and disseminate, to all levels, a culture of sustainability by promoting behavior, production and consumption models in line with the objectives of the 2030 Agenda and following measures.

The Association also aims to manage humanitarian aid operations in the event of natural disasters, and to provide the necessary assistance and relief to people affected by longer-lasting crises, especially in the presence of governments that prove unable to help or in the presence of a power vacuum.

These purposes can be achieved through:

- a) The promotion and implementation of programs for the protection and sustainable management of the environmental and historical-cultural heritage, the implementation of interventions for the recovery, rehabilitation, and enhancement of the territory.
- b) The promotion of innovation in the field of protection and enhancement of environmental resources, also through the implementation of scientific research, studies, planning and didactic and training activities.
- c) The implementation of programs, initiatives and projects aimed at reconciling the objectives of human and socio-economic development with the protection of environmental and cultural resources, in the context of sustainable development and the fight against climate change.

- d) The promotion and implementation of awareness-raising and information initiatives on the issues of interdependence and relations between the environment and development on the principles of peace, international solidarity and cooperation between peoples.
- e) The management of operations, such as rehabilitation, reconstruction, distribution of aid, to help populations affected by natural disasters, until the populations concerned regain a minimum level of self-sufficiency, considering environmental sustainability and, where possible, the objectives of long-term development.
- f) Management of the consequences related to the movement of populations (refugees, the displaced and returnees) caused by natural or human-made disasters, including initiatives for the protection and management of natural resources.
- g) Ensuring preparedness for the risks of natural disasters or comparable exceptional circumstances using an appropriate early warning and response system.

To achieve its purpose, the Association may, by way of example and not limited to:

- a) Elaborate and implement cooperation projects for development, education, training and research.
- b) Organize and manage training courses, volunteer programs, conferences, seminars, series of conferences or other training and education initiatives.
- c) Carry out or contribute to the implementation of applied scientific research in the sectors in which it operates.
- d) Assign scholarships or other forms of contributions to Italian and foreign students, graduates and researchers who intend to improve their knowledge and / or operate in the field of international cooperation and sustainable development.
- e) Directly manage or entrust management of areas of naturalistic or historical and cultural interest, accommodation facilities, recreational and cultural clubs, ensuring that the integrity of the heritage is safeguarded.
- f) Create and circulate publications and filmed documents and carry out communication activities in general, within the limits and in compliance with Law no. 67.
- g) Carry out, pursuant to art. 7 Legislative Decree n.117 / 2017, fundraising activities, through request to third parties of bequests, donations, and contributions, in order to finance their activities of general interest, in compliance with the principles of truth, transparency and fairness in relations with supporters and the public.
- h) Share and collaborate with national and international bodies and organizations, public and private, research institutes, associations, groups, or clubs with similar aims to those of the institution.
- i) Participate in the efforts of Italian or foreign companies or entities that have similar purposes to those of the Association. In case of participation, the Association must attach to its financial statements those of the organizations in which it participates.
- j) Carry out all operations of routine and extraordinary administrative business deemed necessary and useful for the achievement of the aims of the Association both in Italy and abroad, safeguarding the integrity of assets, including the purchase and disposal of movable property or real estate, even when free of charge, as well as taking on loans and mortgages in the exclusive interest of the Association.

The Association operates in reference to the conservation strategies developed by the International Union for Conservation of Nature (IUCN) based in Gland, Switzerland.

Pursuant to Article 6 of Legislative Decree no. 117/2017, the Association may carry out activities other than those of general interest, if they are secondary and instrumental to those of general interest, according to the criteria and limits defined by specific ministerial decrees.

The Assembly may limit the exercise of the various activities referred to in art. 6 Legislative Decree n. 117/2017, exercise that is delegated to the Board of Directors which will report to the Assembly on the results achieved on the occasion of the preparation of the annual budget (or report).

MEMBERSHIP

Art. 3

The following are members of the Association:

- Founding members: the signatories of the deed of incorporation, those who promoted the formation of the Association and the activities it is destined to carry out;
- Ordinary members: those who are convinced of the value and significance of the aims of the Association will be admitted to participate in the manner indicated below and upon payment of the membership fee determined annually by the Board of Directors. Both individuals and legal entities can become members.

Individuals and legal entities who make an express written request and undertake to share the Association's purposes, this Statute, and the decisions of the governing bodies can become members.

The application for admission must be presented to the Board of Directors with full personal details and contact details, including by telecommunication, to receive the Association's communications.

The admission resolution must be communicated to the interested party and must be noted, by the same administrative body, in the register of members.

In case of refusal of admission, the competent body must justify the reason for rejecting the admission application within sixty days and communicate it to the interested party by registered letter with return receipt or Certified Electronic Mail (PEC). Within sixty days following this notification, the issue may be addressed by the General Assembly at their next meeting. Membership cannot be arranged for a temporary period.

Those who have been barred, disqualified, who are bankrupt or sentenced to penalties involving their removal, even temporarily, from public offices or from exercising managerial duties are not eligible as members; if they are already members they lose this status pursuant to Art. 2382 of the Italian Civil Code. Moreover, those who hold office or carry out activities in other associations and / or foundations from which a conflict of interest arises are also not eligible as members.

MEMBERS' RIGHTS AND RESPONSIBILITIES

Art.4

Membership in the Association is valid for the entire calendar year in which it is made.

Membership status is subject to the payment of the membership fee, the amount of which is determined annually by the Board of Directors.

Membership of the Association does not imply any further financing or disbursement obligations over and above the annual payments established by the Board of Directors. However, members of the Association have the right to make payments additional to the annual membership fees. The payment does not create any further right to participation and, in particular, does not create undivided shares of participation that can be transmitted to third parties, either by inheritance on a particular basis, or by universal succession.

Payments to the endowment fund can be of any amount, except for the annual membership fees which are in all cases non-refundable.

Under no circumstances, and therefore not even in the event of the Association being dissolved, or in the event of death, withdrawal or exclusion from membership of the Association, can the amount paid to the Association be refunded.

Upon requesting admission, the member:

- Undertakes to punctually pay the membership fee that the Board of Directors establishes annually, under penalty of expulsion from the Association; initial membership payment is made at the time of the approval of the request and by June 30 of each year for subsequent renewals.
- Undertakes to refrain from any conduct that could damage the reputation and achievements of the Association.
- Undertakes to update the Board of Directors on any changes in their contact details to receive communications from the Association.
- Undertakes to accept and respect this Statute, the regulations and resolutions of the Assembly and the Board of Directors as well as any other act regulating the life of the Association.
- Undertakes to participate actively in the life of the Association, contributing to the Association in the ways and on the terms established by the Association and supporting its initiatives and contributing to the achievement of its aims.

All members have equal rights to:

- Participate with the right to vote in the General Assemblies.
- Hold honorary positions.
- Be informed and to participate in the activities and initiatives of the Association.
- Be able to access and frequent the premises of the Association in accordance with the provisions of the internal regulations of Istituto Oikos.
- Withdraw from the Association in the manner provided for in Article 5, below.

The holders of the various honorary positions are not entitled to any compensation, apart from genuine reimbursement of any expenses incurred for services rendered on behalf of the Association, for reasons relating to their positions or functions, in activities carried out outside the Association's headquarters and in all cases previously authorized by the Board of Directors.

MEMBERSHIP
WITHDRAWAL AND TERMINATION
Art.5

The relationship between individual members and the Association is terminated through death, resignation, and expulsion.

The decision to terminate an individual's membership is adopted by the General Assembly, with the quorum referred to in article 7 below, for serious reasons as in the following cases:

- Behavior that harms the pursuit of the purpose or the assets of the Association.
- Accrued arrears in the payment of the membership fee, if not remedied within 90 days of the deadline for payment, after a formal reminder.
- Carrying out activities incompatible with the aims of the Association.
- Failure to comply with the Statute or the procedures and regulations of the Association, or the decisions of the governing bodies.

Resignation must be communicated by the member in writing to the Association administration and takes effect with the expiry of the year in course, provided it is done at least three months before said expiry. The rights deriving from the status of member are not transferable and the member who has ceased to belong

to the association has neither the right to a refund of the amount paid to the Association, nor any rights concerning the Association's assets.

The expulsion of a member is proposed by the Board of Directors with the clear favorable vote of the majority of Board members.

The member may appeal against the expulsion measure, to be communicated by registered letter with return receipt or by Certified Electronic Mail (PEC), within 90 days of notification of the same, as in the arbitration clause referred to in Art. 17 below, or appeal to the Judicial Authority within six days of the day on which the expulsion was communicated. If the member submits an appeal to the arbitrator indicated for this purpose, the expulsion is suspended until a decision by the same.

The member who faces a proposed expulsion does not have the right to vote in the Assembly which deliberates on this matter.

ORGANS OF THE ASSOCIATION

Art. 6

The Association has the following organs:

- the Assembly
- the Board of Directors
- the President
- the Statutory Control Body
- the Statutory Auditor (where the function of the statutory audit has not been delegated to the Statutory Control Body)
- the Supervisory Body.

THE GENERAL ASSEMBLY

Art. 7

The General Assembly is the sovereign body of the Association.

All members who are up to date with the payment of the annual membership fee, exempt from disciplinary sanctions / measures in progress, are admitted to the meeting.

Each member has the right to only one vote that can be exercised by those who have been registered for at least three months in the register of members.

Each member can represent up to a maximum of three associates, by means of a written proxy, also at the bottom of the notice of call. Paragraphs 4 and 5, art. 2372 of the Italian Civil Code apply, insofar as they are compatible. The proxy is conferred for the single General Assembly and is effective for both the first and the second call. The proxy must be registered in the Association's records and must be clearly associated with the name of the member they are representing. Members who are not up to date with the payment of their membership fees can neither delegate nor accept to act as a proxy for another member.

The Assembly is convened by the President of the Association, who is also President of the Board of Directors, on a mandate from the Board of Directors, at least twice a year, by 30 April for the approval of the joint budget and by 31 October for the approval of the budget. The Assembly must also be summoned when the need arises or when a motivated request is made by at least one tenth of the members. In the latter case, if the administrators do not do so, the convocation can be ordered by the president of the competent court.

The Assembly is convened at least 15 days before the date of the meeting with notice sent by any means deemed suitable (paper, computerized, telematic) that guarantees timely information and allows confirmation of receipt. The notice must be sent to the address / contact details of each member registered on the Association's books.

The Board of Directors may at its discretion use any other form of communication aimed at better disseminating the notice of the General Assembly among the members. The notice must contain an indication of the day, place and time established for the first and second call, which must take place within the following 24 hours, as well as the list of items on the agenda.

Participation in the Assembly is also possible remotely via video or audio conference, as long as it is possible to verify the identity of participants. Audio video conference meetings will be valid provided that at least the President and the Secretary are physically present in the place established for the meeting, to allow the drafting and signing of the relative minutes and on condition that the identification of those entitled to attend the meetings is guaranteed and with it the possibility for them to intervene verbally and actively in the debate, to be able to view or receive documentation, to be able to transmit it and to participate in the vote simultaneously on the items on the agenda. If it is not technically possible to connect with one of the linked audio / video locations at the time scheduled for the start of the meeting, the meeting will not be valid and must be reconvened for a later date. If during the meeting, for technical reasons, the connection or the web platform used is lost, the meeting will be declared suspended by the President and the resolutions adopted up to the time of suspension will be considered valid.

The Assembly is chaired by the President of the Board of Directors and, in their absence, by the Vice-President or by the most senior member. The President elects a member to perform the functions of Secretary.

It is the responsibility of the person chairing the General Assembly to ascertain the regular constitution of the same, ascertain the identity and legitimacy of those present and any proxies, direct and regulate the progress of the work, ascertain the results of the votes.

Decisions made by the Assembly are taken by majority vote and with at least half of the members present. For the second convocation, the resolution is valid whatever the number of attendees. In the resolutions approving the financial statements and in those concerning their responsibility, Directors do not have the right to vote.

To elect the Board of Directors and the President, the presence of at least 50% of the members and the favorable vote of the majority are required.

To modify the articles of association and the Statute, the presence of at least three quarters of the members and the favorable vote of the majority of those present must be present; to decide on the dissolution of the Association, the devolution of the assets and the expulsion of a member, the favorable vote of at least three quarters of the members is required.

In the event of a tie, the vote of the President prevails.

The Assembly has the following competences:

- a) Appoints and revokes the membership of the Association, elects the President and the Vice-President, and if foreseen the body responsible for the legal audit of accounts, determining for the latter any remuneration.
- b) Approves the financial report and budget for the following year and, if applicable, the final balance sheet, prepared by the Board of Directors.
- c) Approves the regulations prepared by the Board of Directors that govern the performance of the Association's activities.
- d) Approves the membership fee established annually by the Board of Directors.

- e) Elects the Board of Directors, determining the number which must be between five and seven members, as defined in Art. 8 below, and ensuring there is an adequate number of the less represented gender, in any case guaranteeing that two members of the Board of Directors (where the Board is made up of five members) and three members (where the Board is made up of seven members) are of the less represented gender.
- f) Approves the general guidelines of the Association's activities prepared by the Board of Directors.
- g) Votes on the expulsion of members, as proposed by the of Board of Directors, with the quorum referred to in Art. 7.
- h) Decides on the possible destination of profits or management surplus however denominated, as well as funds, reserves or capital, during the life of the Association itself, on the proposal of the Board of Directors, if this is permitted by law or by this Statute in the following order of priority:
 - reorganization of any management losses
 - eventual reconstitution of the assets
 - strengthening, increasing, and improving the activities carried out by the Association.
- i) Decides on amendments to this Statute.
- j) Decides on the dissolution, transformation or splitting of the Association and on the devolution of the residual assets.
- k) Decides on the other objects attributed by the Law, the Constitution, or the Statute to its competence.

The resolutions passed by the Assembly are immediately enforceable and must be reported in the minutes by the Secretary of the Assembly and signed by the Secretary of the Assembly and the President, obliging all members, including dissenting ones, who abstained from voting or who did not attend. All resolutions must be brought to the attention of the members, even if they were not present.

Collaborators of the Association, professionals or external experts can also participate in the Assembly, without the right to vote, if their presence is useful or necessary for the discussion and resolution of specific problems.

BOARD OF DIRECTORS

Art. 8

The Association is administered by a Board of Directors composed of a minimum of five to a maximum of seven members, including the President and the Vice President, whose number will be determined by the Assembly. Members of the Board are elected by the Assembly from among the associates, remain in office for three years and can be re-elected. The President of the Board of Directors is also the President of the Association.

If a member of the Board of Directors is no longer available for any reason (resignation, death, exclusion, forfeiture, etc.), the Board will fill the position with the next non-elected candidate in order of ranking or, if the list of candidates has been exhausted, by co-opting another member. The co-opted members will remain in office until the General Assembly which will provide for the confirmation or election of new Board members.

If, for any reason, the number of exiting Board members exceeds more than half of the total number of Board members, the Board of Directors is dissolved, and new elections will have to be held; the convening of the Assembly for the election of the new Board must take place within 45 days. The outgoing Board of Directors remains in office for ordinary activities only until the new Board is installed.

The Board elects the President and the Vice President from among its members. The Vice President replaces the President in case of absence or impediment of the latter.

ROLE OF THE BOARD OF DIRECTORS

Art. 9

As executive body of the Association, the Board of Directors is vested with the power to carry out routine and extraordinary administrative business and perform all the necessary tasks for the implementation of the Statute, the resolutions and the programmatic directions approved by the General Assembly, in addition to any other activity necessary to achieving the objectives of the Association. Only adult members in good standing with payment of their membership fee can be elected members of the Board.

The Board of Directors is convened by the President as often as it is deemed appropriate. Meetings can also be called following a written request sent to the President by at least 1/3 of the Board members, or at the request of the Statutory Auditor (monocratic or collegial). In these two cases the Board must meet within 30 days of said request.

Convocation by the President can take place by any means as long as there is proof of receipt by the recipients and the communication is sent at least 7 days before the meeting, and in case of urgency, using Certified Electronic Mail (PEC), to be sent at least 1 day before the meeting to the address / contact details of each Board member registered in the book of members. The date, place, and time of the meeting as well as the agenda with the list of subjects to be discussed must be indicated in the notice of call.

In the absence of the formalities of convocation indicated above, the Board of Directors is considered regularly constituted and the resolutions adopted are valid when all its members are present and they declare themselves informed of the meeting and the matters to be discussed, without having expressed any opposition.

The Board's meeting and decisions are valid when the majority of its members are in office and resolutions are passed with the clear favorable vote of the majority of those present. In the event of a tie, the vote of the president prevails. Proxies are not allowed within the board.

The meetings of the Board of Directors can also be held via video or audio conference, with the same modalities and prerogatives and under the same conditions provided for the Assembly referred to in article 7; in this case, the physical presence of the President and the Secretary is not necessary.

The Board is chaired by the President or by the Vice-President. The President appoints a member to perform the functions of Secretary.

Each resolution of the Board of Directors must be clearly written in the minutes of the meeting, signed by the President and by the designated Secretary. The resolution must be transcribed, in chronological order, in the Book of resolutions of the Board of Directors.

The Board of Directors meets at the Association's registered offices, or elsewhere as long as it is in Italy.

The Supervisory Body, the Statutory Auditor (if the statutory audit had not been entrusted to the supervisory body) and the Director of the Association participate in the meetings of the Board of Directors, without the right to vote. Other collaborators of the Association, a member of the Scientific Committee indicated by the same body, professionals or external experts can also participate, without the right to vote, if their presence is deemed useful or necessary for the discussion and resolution of specific problems.

A member of the Board of Directors who, without justified reason, does not participate in three consecutive meetings, is declared forfeited by the Board itself. This decision must be communicated by registered letter with return receipt or Certified Electronic Mail (PEC). The Board member who has been removed cannot be re-elected.

The office of Board member is honorary, except for any reimbursement of expenses incurred in the line of duty as previously authorized by the Board itself.

In particular, the Board of Directors is responsible for:

1. Implementing the resolutions of the Assembly.
2. Establishing directives for the implementation of the statutory tasks, establishing the methods and responsibilities of execution and supervising the execution itself.
3. Preparing the financial statements as well as any financial reports in the cases provided for by current legislation or on an optional basis.
4. Preparing the budget for the following year.
5. Appointing a General Manager to be responsible for the management of the operational activities functional to the implementation of the strategies and policies of the Association. In particular: managing the human and financial resources and the methods necessary for the pursuit of the objectives of the Association and for the realization of the Strategic Plan and the annual Work Programs. The General Manager participates in the meetings of the Board of Directors but does not have voting rights.
6. Appointing the Supervisory Body composed of three members, defining any remuneration.
7. Proposing to the Assembly the use of any budget surpluses giving priority to:
 - the settlement of any operating losses
 - the eventual reconstitution of the assets
 - the strengthening, increase and improvement of the activities carried out by the Association.
8. Establishing the annual membership fees, for the subsequent approval of the Assembly.
9. Proposing amendments to the Statute to be submitted to the General Assembly for approval.
10. Preparing general guidelines for the activity of the Association, to be submitted to the General Assembly for approval.
11. Managing in the most diligent way the assets of the Association and deciding on investments.
12. Giving a mandate to the President to convene the Assemblies, defining their agenda.
13. Deciding on requests for admission to the Association from new members, to be approved with a vote in favour from the absolute majority of members.
14. Proposing, with the favorable vote of the absolute majority of the members, any exclusions from membership for the subsequent resolution by the General Assembly.
15. Declaring the forfeiture of Board members.
16. Deciding on partnerships, affiliations, federations, grants.
17. Making donations to other entities and institutions.
18. Approving the Association's strategic guidelines and the annual and multi-year work plans, including in the various sectors, and constantly checking on progress.
19. Approving the procedures for managing the organization and periodic reports.
20. Approving the opening and closing of secondary offices, in Italy and abroad, defining guidelines and operating instructions for the management of these offices.
21. Conferring and revoking mandates, with or without representation, for the management of secondary offices.
22. Attributing representation of the Association, with a specific resolution, to the Coordinators of any offices established abroad.
23. Setting up advisory committees with specific functions when the need arises.
24. Deciding on the acceptance of relevant contributions, donations or bequests, or refusing them if they involve constraints that are not in line with the purpose of the Association.
25. Authorizing any reimbursement of expenses incurred, for reasons relating to the duties or functions carried out in activities outside the association headquarters, to the members of the various bodies (Board of Directors, General Assembly, Supervisory Body, Monocratic or Collegial Statutory Auditor, as previously authorized).
26. Carrying out any action necessary or useful for the pursuit of the aims of the Association.
27. Approving the transfer of the headquarters of the entity within the Municipality of Varese.
28. Proposing to the Assembly the revocation for just cause of the mandate of the Supervisory Body or the Statutory Auditor (where present).
29. Proposing to the Assembly the possible dissolution of the Association with the favorable vote of at least 2/3 of the members.
30. Preparing any regulations or modifying existing ones for subsequent approval by the Assembly.

31. Electing the members of the Scientific Committee.

THE PRESIDENT

Art.10

The President, who is also the President of the Board of Directors, and in case of prolonged impediment of the same, the Vice-president, legally represents the Association in person with third parties and in court. The President is elected by the Assembly, remains in office for 3 years and can be re-elected.

In particular the President:

- Convenes and chairs the General Assembly, the Board of Directors and oversees the execution of the related resolutions.
 - Guarantees the coordination of the Board of Directors.
 - Oversees the good performance of the Association and the preparation of the budgets and financial reports.
 - Verifies compliance with the statute and regulations, promoting their reform where the need arises.
 - Oversees relations with institutions, companies, public and private bodies, mindful of the need to establish collaborative relationships and support for the Association's initiatives.
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STATUTORY CONTROL AND THE LEGAL AUDIT OF ACCOUNTS

Art.11

The auditing body is appointed, even with a single presiding member, when the requisites provided for by law are met.

In the case of a collegiate body, the requirements set out in Art. 2397, paragraph 2, of the Italian Civil Code must be met by at least one of the members. The provisions of Art. 2399 of the Italian Civil Code apply.

The auditing body monitors compliance with the law and the Statute, as well as the principles of proper administration and, where applicable, also with reference to the provisions of Legislative Decree 8 June 2001, no. 231, on the adequacy of the organizational, administrative and accounting structure and its concrete functioning. Statutory audit can be assigned to the auditing body in the event that the limits set by current legislation are superseded. The body carries out tasks of monitoring compliance with civic, solidarity and social utility purposes and certifies that the financial report has been drawn up in accordance with the guidelines prepared according to current legislation. If the auditing body is not assigned the tasks of statutory audit and if the requirements provided by law are met, the Association must appoint a statutory auditor or a statutory auditing company registered in the appropriate register.

THE SUPERVISORY BODY

Art.12

The Supervisory Body, made up of three members, or non-members of the Association, is appointed by the Board of Directors, which also determines the possible remuneration of its members.

In any case, the members of the Supervisory Body are entitled to reimbursement of the expenses incurred for the performance of their duties.

The Supervisory Body remains in office for three years and can be re-elected.

The Supervisory Body has autonomous powers of initiative and control and, among other functions:

- a) Supervises the application and functioning of the prevention legislation in relation to the provisions for the prevention of crimes.
- b) Ascertains compliance with the prevention and privacy regulations, the rules of conduct contained in the internal procedures of the Association, noting any issues of concern that may emerge from the analysis of the information flows and from the reports of the managers of the various functions.
- c) Develops and promotes the constant updating of prevention regulations.
- d) Promotes initiatives for the dissemination of knowledge and understanding of the prevention legislation including through training initiatives for the staff of the Association.
- e) Supervises and ascertains compliance with the regulations and policies of the Association and promotes periodic internal audit and checking activities, of an ongoing and spontaneous nature, making use, if necessary, of external consultants who are experts in the sector.

The duties and operating methods of the Supervisory Body are defined by specific Regulations.

RECORD KEEPING

Art. 13

The Association must keep the following records:

- a record of members
- a record of meetings and resolutions of the Assembly
- a record of meetings and resolutions of the Board of Directors
- a record of meetings and resolutions of the Supervisory Body.
- a record of meetings and resolutions of the Control Body.

Records are kept by the body to which they refer, and the minutes of the meetings are transcribed in them, including those drawn up by public deed.

Each member has the right to examine the social books, sending a request to the President of the body concerned who must make them available, for consultation, at the headquarters of the Association no later than seven working days from the filing of the request. Consultation of the documents must take place according to principles of correctness and good faith.

CAPITAL AND REVENUE

Art.14

The assets of the Association, consisting of property and movable assets that reach the Association for any reason, including any revenues, income, proceeds and other income, however denominated, are used for the performance of statutory activities for the exclusive pursuit of civic, solidarity and social utility purposes.

In the event of dissolution of the association or extinction, the residual assets must be devolved, subject to the positive opinion of the Regional Office of the Single National Register of the Third Sector, to other bodies of the Third sector, according to the indications resolved by the Assembly, which will appoint one or more liquidators, unless otherwise required by law.

The association is forbidden to distribute, directly or indirectly, profits and operating surpluses, funds and reserves, however denominated, to its members, employees and collaborators, administrators and other

members of the associative bodies, even in the case of withdrawal or any other hypothesis of individual dissolution of the associative relationship.

The entity can set up one or more assets intended for a specific business pursuant to Art. 2447 / bis and following of the Italian Civil Code. The resolution is adopted by the administrative body with an absolute majority of the members. A separate report will be prepared for each business and related assets, consisting of a balance sheet and income statement to be attached to the balance sheet.

In all cases of termination of the assigned assets, the final report of the deal must be prepared which, together with the report of the supervisory body, will be filed with the Register of Companies.

BUDGET AND FINANCIAL REPORT

Art.15

The fiscal year coincides with the calendar year, starting on January 1 and closing on December 31 of each year

The Board of Directors within one hundred and twenty days from the end of the fiscal year must submit the financial statements to the Assembly for approval following the procedure established by Art. 13 of Legislative Decree n. 117/2017, as well as the report pursuant to Art. 14 of Legislative Decree n. 117/2017, if required by law or on an optional basis. The Board of Directors is responsible for filing the financial statements accompanied by the necessary documentation at the single national register of the Third Sector within the terms of the law.

The Board of Directors documents the secondary and instrumental nature of the activities referred to in Article 6 of Legislative Decree no. 117/2017, in the mission report or in an annotation at the bottom of the financial statement or in the notes to the financial statements.

Furthermore, by September 30 of each year the Board of Directors must submit the budget for the following year to the Assembly for their approval.

The financial statements must remain deposited at the headquarters of the Association in the fifteen days preceding the Assembly, called for their approval, and be made available to all members for consultation.

The budget must be structured in such a way as to meet the requirements of transparency, clarity, and completeness in relation to the economic and financial situation and equity of the Association.

DISSOLUTION AND LIQUIDATION

Art. 16

The dissolution of the Association is subject to deliberation by the Assembly, meeting in extraordinary form, according to the procedures and terms referred to in Art. 7 above, by appointing one or more liquidators.

In the event of dissolution of the Association or termination, the residual assets must be donated, subject to the positive opinion of the Regional Office of the Single National Register of the Third Sector, to other Third Sector entities, according to the indications approved by the Assembly.

ARBITRATION CLAUSE

Art.17

Any dispute that may arise in connection with the execution and interpretation of this Statute as well as between members or between members and the Association and its bodies, will be left to the judgment of

an arbitrator who will judge according to fairness and without procedural formalities, giving rise to non-formal arbitration. The arbitrator will be chosen by mutual agreement of the contending parties and, in case of disagreement, by the President of a Court of competent jurisdiction.

For disputes between members or between members and the Association or its bodies, it will always be possible to appeal to an ordinary court of law.

FINAL PROVISION

Art.18

For matters not covered by this Statute, please refer to the current legislation on third sector entities referred to in Legislative Decree 3 July 2017, no. 117 and the provisions of the Italian Civil Code, insofar as they are compatible.

TRANSITIONAL RULE

Art. 19

This Statute is drawn up in the period prior to the full entry into force of the reform brought by Legislative Decree 117/2017 and is configured in accordance with the directives imparted by the Ministry of Labor with circular no. 20 of 27 December 2018. In particular, the clauses of this statute will become effective only after the registration of the Entity at the RUNTS; subordinating its effectiveness to the expiry of the term referred to in art. 104 paragraph 2 of Legislative Decree 117/2017 being understood to be ineffective until that moment and subject to the condition precedent to the registration itself