

## **Charter of the Association**

### **"MEDITERRANEO SENZA HANDICAP-ONLUS"**

#### **Article 1**

The Association "MEDITERRANEO SENZA HANDICAP-ONLUS" has come into existence in compliance with article 36 and the following articles of the Civil Code. The Association is located in Vicolo Clementi 41, Rome.

#### **Article 2**

The Association is a non-profit, non-party and nonsectarian organization; it does not accept any form of ethnic, gender, language, religious and political discrimination.

#### **Article 3**

The duration of the Association is not determined in time until its dissolution is decided by the Assembly.

#### **Article 4 - Charter of the Association**

The Association is ruled by this Charter, which binds the Associate Members to its observance and represents the main rule of conduct of the Association. This Statute can be amended through deliberation of the Assembly.

#### **Article 5 - Purpose**

The Association exclusively pursues solidarity and social aims in the field of social and socio-health care assistance, of scientific research financed by free donations, of education of disabled people, and also the professional training of the operators. The purpose is :

1) to support the promotion of social and community services as regarding social and socio-sanitary assistance, health care, rehabilitation and educational assistance for disabled and underprivileged people. It aims at supporting and spreading a new culture of disability throughout the Mediterranean and continental European countries, and thus providing an adequate answer to the

global needs of a disabled person, with the involvement of these countries' governments:

- 2) to promote an interdisciplinary approach with the disabled person, at cultural, scientific and operational level, by respecting his needs and problems;
- 3) to identify, for every different culture, the best methods of rehabilitation of the individual in order to offer the most suitable conditions for the development of its cognitive, emotional, relational and social, spiritual and religious capabilities. This would offer him/her a life-quality full of dignity;
- 4) to stimulate scientific research, which would recognize the cause of disabling diseases and possible therapies (especially to improve the knowledge of genetic factors causing diseases) in order to provide an adequate system of information and prevention, in respect with the dignity of the individual, his ethic and family choices;
- 5) to be committed to the construction of a society built for every member, be either strong or weak; a society where everyone can feel important and play an effective role;
- 6) to study the fundamental role of the environment in each culture and to make it a propitious factor for prevention, rehabilitation and social integration.

In order to achieve the aforementioned goals, the Association plans and realizes cultural, scientific, popular and awareness activities.

In particular it is strongly committed in:

- a) building a database of Mediterranean and European experiences by collecting information on research, experiments, projects, etc..;
- b) creating meeting's opportunities and exchange of experiences (internships, seminars, congresses, conferences etc);

- c) studying and applying, even in an experimental way, new methods of training for disabled people and their families and for professional workers;
- d) collecting human and economic resources in order to allow all European and Mediterranean countries to pursue the aforementioned goals and to develop a solidarity net in this sector;
- e) being involved in projects financed by single countries or international bodies, such as the European Union and the United Nations;
- f) implementing research projects in accordance with the goals of the Statute.

The Association will participate and collaborate to international initiatives promoted by other Organizations sharing the same objectives. The Association cannot be involved in activities differing from the aforementioned ones, with the exception of those activities connected to its purpose, useful and necessary for its achievement, as well as institutional activities, which are supplementary, in compliance with the law.

#### **Article 6- Asset**

In order to achieve its goals, the Association gets its financial resources:

- a) from fees and annual associative contributions;
- b) from donations, liberality and legacy of third parties or associate members, voluntary contributions and extraordinary donations;
- c) from the goods and the contributions that the Association receives from natural person and /or body corporate, from private and public organizations, associations and groups;
- d) from the revenues of its own asset

Fees have to be paid for the entire civil year. It does not matter when the new partners joined the Association.

An associate member, who resigns or ceases to be involved with the Association, has to pay the annual fee for the current civil year.

#### **Article 7**

The Association is forbidden to distribute funds or capital when the Association is still in existence, unless the destination or the distribution are imposed by the Law or favor other ONLUS organization, which belong to the same unitary structure in accordance with the Law, the Charter or regulation.

Profits and budget surplus will have to be used for the realization of institutional activities and of those strictly related to them.

Moreover, the Association is obliged to use the appellation "Non-Profit Organization of Social Utility" or its acronym "ONLUS".

#### **Article 8 - Associate Members**

Any kind of organizations, Associations, Foundations and Institutions, either Italian or foreign, can be associate members of the Association. They have to share the same goals and be committed in the achievement of the objectives spelled out in the Charter.

The support to the Association is not time-determined and cannot be temporary.

The Association consists of these categories of associate members

- 1) Charter-Members;
- 2) Ordinary Members
- 3) Honorary Members.

Charter Members are those who have signed the memorandum of association. Ordinary Members have joined the Association after the draft of its charter and are committed in achieving the Association's goals.

The admission of an ordinary member is decided by the Executive committee, after the candidate has turned in his application.

The title of honorary member is conferred on both body corporate and natural persons, who have distinguished themselves in their support to the Association. The Executive Committee pays such homage, appoints the member and establishes his duties through a deliberation.

As they join the Association, Charter- and Ordinary Members are morally and legally obliged to pay in fees and annual contributions, determined each year by the Executive Committee. Moreover they have to collaborate with the Association in respect of the Law and the rules of the Charter. Charter and Ordinary Members have the right to be involved in the community life in all its expressions by exercising their right to vote in all the Assembly's deliberations, thus even those concerning the approvals and modifications of the Charter and the regulations, as well as the executive bodies of the Association

#### **Article 9**

A Member loses his title by withdrawal, decline, expulsion, dissolution and extinction of the participating organizations.

The Member can withdraw at any time. Nevertheless he has to pay the contribution for the year during which the withdrawal occurred.

The request of withdrawal has to be submitted in a written form to the President of the Executive committee and will come into effect at the end of the ongoing year if it is submitted three months before the expiry.

The Member, who is in arrears of three annual contributions, is no longer considered as such.

The Member can be excluded by the Executive Committee with a two third majority vote for the following reasons:

a) non-fulfillment of the obligations coming from the Law, the Charter or the regulations of the Association and Assembly's deliberations.

b) For a justifiable incompatibility of his behavior with the aims of the association.

The members who have been withdrawn or have been excluded or have ceased to belong to the Associations, cannot continue with the payments of the contributions and cannot enjoy any right on the Assembly's asset

#### **Article 10**

The bodies of the Association are:

- 1) the Assembly;
- 2) the Executive Committee;
- 3) the President of the Executive Committee;
- 4) the Board of Auditors

#### **Article 11-The Assembly**

The Assembly is the ruling body of the Association, gathers in ordinary and extraordinary sessions and consists of all Charter and Ordinary Members as well as Honorary Members.

Only Charter and Ordinary Members, who have paid fees and contributions, enjoy the right to vote in the Assembly.

The task of the Assembly in ordinary session is to:

- 1) approve the budget and the final balance;
- 2) appoint the Executive Committee;
- 3) appoint the Board of Auditors;
- 4) deliberate on issues presented by the Executive Committee and regarding the management of the Association;
- 5) draft the Association's internal regulation, upon the Executive Committee's proposal.

The task of the Assembly in extraordinary session is to:

- 1) deliberate over the Charter's changes

2) deliberate over the dissolution of the Association and deal with the devolution of the asset in compliance with Article 10/f of the Legislative Decree 4 December 1997 n. 460.

In ordinary session, the Assembly's decisions are made through a majority vote and the participation of at least half of the associate members. In the second summoning, deliberation is valid despite the number of participants.

In order to modify the memorandum of association and the charter, both in first and second summoning, it is necessary the presence of at least three-fourths of associate members and a majority vote.

In order to dissolve the Association and deal with the devolution of the patrimony it is necessary the favorable vote of the least three fourths of the members in both assemblies.

Delegations are admitted in the voting procedure, but every associate member cannot represent more than two members per session.

#### **Article 12**

Both ordinary and extraordinary Assembly is convened by the President of the Executive Committee.

The Assembly gathers at least once a year for the approval of the annual final balance by four months before the closing-up of the social activity. It is also convened whenever the Executive Committee finds it necessary or there is an important motivation, presented in writing to the President of the Executive Board by at least one-tenth of the charter and ordinary members. In this case, if the Executive Committee does not deal with this, the President of the Tribunal can decide the gathering of the Assembly.

All the members are called to convene in the Assembly upon notice at least 30 days in advance. Invitations are sent by recorded delivery. The invitation contains all the issues to be treated, the date, the

hour and the place where the Assembly will gather. In case of emergency, notice can be reduced to ten days.

The convocation can also be sent through fax or email.

Every member has the right to one vote.

### **Article 13**

The Assembly is presided by the President of the Executive Committee or, in case of President's absence, by the Vice-President or by the oldest member of the Executive Committee and, if all these persons cannot preside, by a person appointed by the Assembly.

The Assembly appoints a Secretary, who drafts the minutes of the meeting.

Decisions made by the majority of the Assembly are binding even for the minority.

### **Article 14 -Executive Committee**

The Executive Committee is appointed for the first time in the memorandum of association and consists of a minimum of five and a maximum of seven members, chosen among the Charter and ordinary members. They are appointed for three years and can be reelected.

Unless there is a different deliberation by the Assembly, the appointment to Counselor does not imply any form of remuneration except for reimbursement of expenses, which have to be proved by documents.

Members of the Executive Committee can give up their office, by handing in his resignation to the President of the Executive Committee.

In case of cessation, for any reason, of a member, the Executive can replace him through cooptation and the co-opted Counselor can be in office until the next Assembly, where the replacement issue of the

Counselor will be treated. The co-opted Counselor will hold office until the expiry of the Committee.

If for any reason the majority of Counselors fails in, the entire Executive Committee automatically declines and has to be totally replaced.

#### **Article 15**

The Executive Committee gathers whenever the President finds it necessary or it is required by the majority of his members and, however, at least once a year to approve the budget and the final balance, to decide the costs of the application fee and the annual contributions of the Members.

For deliberations to be approved, it is necessary the majority of the members of the Committee and the favorable vote of the majority of the participants. In case of parity of votes, the vote of the President is decisive.

The Committee is presided by the President, by the Vice president if the President is absent and, if both are absent, by the oldest member.

The sessions and deliberations of the Executive Committee become consistent through the minutes drafted by the Secretary and signed by the President and the Secretary

#### **Article 16**

The Executive Committee deals with the ordinary and extraordinary administration of the Association.

The task of the Executive Committee is to:

- appoint, among its own members, the President, the Vice-President and the Secretary, except for the first appointment established by the memorandum of the association;

- study and point out the directions and general rules of the Association, which have to be approved by the Assembly;
- organize projects appropriate for the achievements of the goals in accordance with the directions pointed out by the Assembly;
- determine the enrolment fees and annual contributions which the Members have to pay;
- admit new Members on the basis of their application
- draft the budget and the final balance to be approved by the Assembly.

#### **Article 17-The President**

The President of the Executive Committee legally represents the Association before a third party and before the law. He can name lawyers and prosecutors for legal action, for any kind of jurisdiction.

The task of the President is to.

- convene the Executive Committee, preside it and expose the issues to be dealt with;
- execute the deliberations adopted by the Executive Committee, by signing the necessary documents and doing whatever it is necessary with the power to replace himself with prosecutors, who are special or *ad negotia* for single acts or different categories of acts;
- supervise the administration of the Association
- take care of the observance of this Charter, by promoting the necessary changes if necessary;
- deal with the authorities;
- adopt, in case of emergency, any necessary measure and report to the Executive Committee in the shortest lapse of time;

- in case of resignation or obstruction, the Vice President has all the jobs of the President; the Committee itself will promptly appoint another President until the gathering of the next Assembly.

#### **Article 18 - The Secretary**

The Secretary drafts the minutes of the Assembly and the meetings of the Executive Committee; in accordance with the President takes care of the formulation of the order of business for the meetings of the Executive Committee; prepares all the necessary documentation to give to the Assembly.

He also helps the Executive Committee in the activities related to the Association's administration and carries out the decision taken by the Executive Committee as regarding the administrative part.

#### **Article 19 - The Board of Auditors**

The Board of Auditors, appointed by Law if mandatory or by the Assembly, consists of three permanent members and two substitutes, appointed every year by the Assembly that also appoints the President. The members of the Board of Auditors do necessarily have to be associate Members of the Association.

The functions and duties of the Board are decided by the deliberation of the appointment.

#### **Article 20 - Social Practice**

The social practice starts on January 1 and ends on December 31 of every year.

The first practice begins from the date the Association came into existence and ends on December 31 of the same year.

#### **Article 21 - Dissolution**

The dissolution of the Association is decided by the Assembly, which is going to appoint one or more liquidators and determine their powers.

The goods of the Association, which are left from the liquidation, have to be distributed among other Non-Profit Organizations of Social Utility working in the same sector or pursuing public utility, in compliance with Article 3 paragraph 9 of the 23 December 1996 Law n.662, except for a different destination imposed by the Law.

#### **Article 22**

Particular rules of functioning and executions of this Charter can be effective through an internal regulation approved by the Assembly and arranged by the Executive Committee.

As concerning all that is not spelled out in this Charter, the Civil Code and the special laws dealing with the subject, as well as the Legislative Decree of 4 December 1997 n.460, have to be regarded as a reference.