



STATUTE

Ecologia, turismo e cultura a.p.s. (etc.)

Art.1 NAME AND LOCATION

It is constituted, in respect of the civil code and of the l. 383/2000 and of the l.r. 1/08, the social promotion association, called “Ecologia Turismo Cultura aps” (acronym: etc), its headquarter is in Milan, via Luigi Bertelli 44, and hereinafter is referred as association.

Art.2 PURPOSES

1. The association is non-party, non-profit-making, carries out social promotional and social utility activities and pursues exclusively purposes of social solidarity.
2. There is a prohibition to distribute profits and surpluses, even indirectly, as well as funds, reserves or capital, during the life of the organization;
3. The association pursues the following goals:

- promote mutual knowledge among individuals, also belonging to different communities and generations;
- promote the knowledge of musical, literary and artistic cultures in general, through contacts between people, groups, institutions, cooperatives and associations;
- promote the knowledge of ecological environmental and nutritional culture through projects, activities and exchanges between people, groups, institutions, cooperatives and associations;
- promote psycho-physical wellness through projects, courses, activities and exchanges between people, groups, institutions, cooperatives and associations;
- promote the enhancement of the territory, its communities and its natural features;
- propose itself as an opportunity for meeting and aggregation in the name of cultural interests

fulfilling the social function of human and civil maturation and growth, through education and knowledge;

- create constructive synergies between companies, non-profit organizations and institutions;
- promote youth employment and vocational training;
- promote the protection of civil rights;
- promote social innovation;
- promote social tourism.

To achieve its purposes the association will take action through different activities, among which:

-cultural activity: conventions, exhibitions, seminars, projections, concerts, events, to allow mutual knowledge through art and culture.

-activities related to enviromental sensibility: gardening, agriculture, ecology, cleaning, green areas preservation, local flora and fauna protection and knowledge.

- activities linked to training: courses, workshops, exchanges, in-depth studies, accompaniment and advice for start-ups, preparatory and specific;



- **activities linked to education;**
 - **activities aimed at safeguarding heritage and historical memory;**
 - **activities for social inclusion;**
 - **sports activities** aimed at social cohesion and psycho-physical well-being.
4. The association can not carry out other activities than those mentioned, with the exception of those directly connected to them.

Art. 3 - MEMBERS

1. All those who share the aims and accept the present statute and possible internal regulations are admitted to the Association.
2. The competent board to decide on the admission applications is the Directory Council. The refusal must be motivated and verbalized. The applicant, in the application for admission, will have to specify his/her complete generalities and pay the membership fee.
3. There are three categories of members:
 - Ordinary members: those who pay the annual membership fee, established by the assembly.
 - Supporting members: those who over the ordinary fee, provide voluntary extra contributions
4. Minors are admitted on condition that the application for admission is presented exclusively by those who have completed the fourteenth year of age, countersigned by a parent or by whoever takes his/her place.
5. The category of temporary members is not admitted.
 6. The membership fee is non-transferable.

Art. 4 – RIGHTS AND DUTIES OF MEMBERS

1. All adult members have, from the moment of admission, the right to participate in social assemblies as well as active and passive electorates. This right will be automatically acquired by the underage member at the first meeting useful after the age of majority.
2. They have the right to be informed about the activities of the association, according to the methods established by the statute.
3. Members must pay the fee in the terms approved by the Members Assembly and respect the present statute and possible internal regulations.
4. Members are required to respect the provisions of this statute, to pay the membership fee and contributions in the amount set by the Members Assembly and to lend the job previously agreed.

The members lend their activity within the association mainly free; it is possible, in case of particular need, to hire employees and make use of consultants, also by resorting to their members.
6. Kids (under the fourteen years) of the members have the right to enter the associative



spaces and to participate the activities organized by the association. The responsibility remains to the parents or whoever takes their place.

Art. 5 - WITHDRAWAL AND EXCLUSION OF THE MEMBER

1. The member can withdraw from the association by means of a written communication to the Directory Council . The membership fee is non-refundable.

2. The member who contravenes the duties established by the Association can be excluded.

In particular, the quality of a member is lost:

for death;

due to delays in paying the membership fee;

upon presentation of written resignation or voluntary withdrawal;

by exclusion.

They lose the quality of member by excluding those who are guilty of acts of indiscipline and / or repeated incorrect behavior that constitutes a violation of statutory rules and / or internal regulations; or that without adequate reason is put in a condition of prolonged inactivity.

The loss of quality of the member in cases a), b) and c) is deliberated by the Directory Council,

while, in the event of exclusion, the resolution of the Directory Council must be ratified by the first useful Members Assembly. Against the provision of exclusion, the excluded member has 30 days to appeal to the Assembly.

3. Test day: once the admission application has been submitted, the applicant will have 24 hours of test available. During this period of time the applicant will have right to enter the associative spaces, to participate in ongoing activities and right of recession via written communication with, if explicitly requested, recovery of membership fee paid at the time of application. At the end of 24 hours will be taken into consideration the application for admission as a member, according to the methods provided for in the bylaws.

Art. 6 - ORGANS

1. They are organs of the association:

- the Members Assembly;

- the Directory Council;

- the President;

- the Secretary.

Art. 7 - MEMBERS ASSEMBLY

The Members Assembly is the sovereign organ of the association and is composed by all the members.

1. It is called at least once a year by the President of the association, or by those who make it,

by written notice that has to be sent at least 10 days before the one set for the meeting, and containing the agenda of the works;

2. The Assembly is also convened at the request of at least one fifth of the members or



when the the Directory Council deems it necessary.

3. The Assembly can be ordinary or extraordinary. Extraordinary to change the statute and for the dissolution of the association. Ordinary in all other cases.

Art. 8 – TASKS OF THE ASSEMBLY

The assembly must:

- approve the final balance sheet and the estimated budget;
- fix the amount of the annual membership fee;
- determine the general programmatic lines of the association's activity;
- approve any internal regulations;
- elect the President;
- elect the Directory Council;
- elect the Secretary as treasurer;
- deliberate on anything else required by law or by statute, or submitted to examination by the Directory Council.

Art. 9 – VALID ASSEMBLIES

1. The ordinary assembly is regularly constituted on first call if it is present half plus one of the eligible voters; in second call, to be held at least 24 hours later, whatever the number of those present, in person or by proxy.
2. No more than two proxies are admitted for each member.
3. The resolutions of the ordinary assembly are taken by a majority of those present and represented by proxy, are expressed by open vote except when the Assembly considers it appropriate.
4. The extraordinary assembly approves any changes to the bylaws with presence half plus one of the members and with a deliberate decision by a majority of those present; dissolves the association and donates its assets with a favorable vote of 3/4 of the members.

Art. 10 - VERBALISATION

1. The discussions and resolutions of the Assembly are summarized in a minute report by a member of the assembly specifically appointed and signed by the President.
2. Each member has the right to consult the report and obtain a copy of it.

Art. 11 – DIRECTORY COUNCIL

1. The Directory Council is elected by the assembly and consists of a minimum of 3 and a maximum of 12 members.
2. The Directory Council shall meet at least once every 12 months.
3. The meetings are convened by the president, with preparation of the order of day indicating the topics to be discussed, at least 10 days before the scheduled date, with written communication.
4. The convocation can also take place at the request of at least one third of the components; in this case the chairman must provide, in the manner referred to in the paragraph 3, at the convocation within 10 days of the request and the meeting must take place within twenty days from the convocation.



5. In the first convocation the Council is regularly constituted with the presence of the half plus one of the components. In the second convocation it is regularly constituted with the presence of at least one third of its components.

6. The Council has the following tasks:

- set the rules for the functioning of the association;
- submit the annual budgets and final balance sheets to the approval of the Members Assembly;
- determine the work program based on the guidelines contained in the general program approved by the Assembly, promoting and coordinating activities and authorizing the expense;
- accept or reject requests from aspiring members;
- ratify, at the first useful session, the measures for which they are responsible by the president for reasons of necessity and urgency;

7. The resolutions will be adopted by majority. In the event of a tie, the president's vote will prevail.

8. Only adult members, in good standing with the payments, can hold social charge.

9. The resolutions of the Council, for their validity, must result from a report signed by the person who presided over the meeting and by the Secretary. The same must be made available to all members with the formalities deemed most appropriate by the Directory Council aimed at ensuring its maximum dissemination.

Art. 12 - PRESIDENT

1. The President has the legal representation of the association, presides over the Directory Council and the Assembly; convene the Members Assembly and the Directory Council in case

of ordinary and extraordinary convocations. He is elected among the members of the Directory Council.

2. In case of necessity and urgency, it assumes the provisions of competence of the Directory Council, subjecting them to ratification at the first useful meeting.

3. In the event of absence, impediment or termination, the related functions are performed from the vice president.

Art. 13 - SECRETARY

1. The Secretary assists the president and has the following tasks:

- provides for the keeping and updating of the register of members;
- provides for the processing of correspondence;
- is responsible for drafting and keeping the minutes of the meetings of the collegiate bodies;
- prepares the outline of the budget and final balance sheet, which is submitted to Directory Council;
- provides for the keeping of the registers and accounting of the association as well as the conservation of the relative documentation;
- provides for the collection of revenue and the payment of expenses in accordance with



decisions of the Directory Council.

- is elected among the members of the Directory Council.

Art. 14 – DURATION OF CHARGES

1. All the social charges have a duration of five years and can be reconfirmed.
2. All social charges are free.
3. The substitutions and co-optations made during the five-year period lapse to the expire the same five-year period.

Art. 15 – ECONOMIC RESOURCES

1. The association draws the economic resources from carrying out its activities by:
 - a) fees and contributions of members;
 - b) inheritances, donations and legacies;
 - c) contributions from the State, regions, local authorities, foundations, institutions or bodies public institutions, also aimed at supporting specific and documented programs implemented within the scope of the statutory purposes;
 - d) contributions from the European Union and international organizations;
 - e) revenues deriving from the provision of agreed services;
 - f) proceeds from the sale of goods and services to associates and third parties, also through conducting economic activities of a commercial, artisanal or agricultural nature, carried out in an auxiliary and subsidiary manner and in any case aimed at achieving them of the institutional objectives;
 - g) liberal donations of members and third parties;
 - h) income deriving from promotional initiatives aimed at its own financing, which parties and subscriptions also to prizes;
 - i) other income compatible with the social aims of promotion associations social.
2. The funds are deposited with the credit institution established by the Directory Council.

Art. 16 – MEMBERSHIP FEE

1. The membership fee charged to the members is fixed by the Assembly. It is annual; it is not divisible or repeatable in case of withdrawal or loss of membership.
2. Members who are not up-to-date with the payment of the membership fees can not participate to the meetings of the assembly or take part in the activities of the association. They are not voters and can not be elected to the social charges.

Art. 17 - BUDGET

1. The budget documents of the association are annual and start from the first January's day of each year. The balance sheet contains all the income and expenses incurred relating to the past year. The budget contains the forecasts of expenditure and entry for the following annual financial year.
- 2 The financial statements are prepared by the Directory Council and approved by the



ordinary Members Assembly with the majorities provided for by the present statute, deposited at the headquarter of the association at least 20 days before the Assembly and can be consulted by every associate.

3. The final balance sheet must be approved before the 30th of April of the following year at the close of the financial year.

4. Any profits or operating surpluses must be reinvested in assets statutorily foreseen; Indirect distribution among members is also prohibited.

Art. 18 - SECTIONS

1. The Directory Council, in the ordinary session, may decide to set up Sections in places that will be most appropriate in order to better achieve the social goals.

2. The activation of territorial sections in Italy or abroad must respect the rules of this statute, minuting the decisions with respect to:

- a) registered office
- b) territorial referent
- c) assembly of territorial members
- d) territorial council board
- e) annual report of the activities carried out at the territorial level

3. Local offices have no legal value, but only representative territorial level.

4. Each territorial referent refers to the President for each decision taken by the local section.

Art. 19 – CHANGES TO THE STATUTE

1. Proposals for amendments to the statute may be presented to the Assembly by one organ or at least 1/3 of the members. The related resolutions are approved by the Assembly.

Art. 20 – DISSOLUTION AND DEVOLUTION OF ASSETS

The possible dissolution of the Association will be decided only by the Assembly with the modalities pursuant to art. 9 and in this case, the assets, after liquidation, will be donated to other non-profit organizations of social utility or for public benefit purposes, after consultation with the control body referred to in article 3, paragraph 190, of law 23 December 1996, n. 662, unless different destination imposed by law.

Art. 21 – REFERENCE STANDARD

For all that is not expressly foreseen by the present statute, the provisions are provided for by the Civil Code and by the laws in force on the subject.