

**STATUTE  
OF THE SOCIAL PROMOTION ASSOCIATION  
"EUGEN - EUROPEAN GENERATION"**

**NAME - REGISTERED OFFICE - DURATION**

Article 1

It is established in compliance with the rules of the Italian Constitution, the civil code, the current legislation and under the law 383/00, the politically independent no profit association called

**"EUGEN – EUROPEAN GENERATION"**

that pursues the goal of supporting local communities in the process of European integration in support of the social, human and civil rights of citizens.

It promotes the rights of universal citizenship through actions aimed at achieving the right to full employment, social inclusion and free movement of persons

Article 2

The association is based in Rome, via Guerrieri 3, 00153-Rome, and may establish or close secondary offices or sections also in other Italian cities or abroad by resolution of the Assembly of members.

The seat can be transferred by simple resolution of the meeting.

The association is governed by this statute and by any regulations that, approved according to the statutory norms, become necessary to better regulate specific associative relationships or activities.

Article 3

The duration of the Association is unlimited.

**OBJECT**

Article 4

The association is non-profit-making, not even indirect, and operates for purposes of social solidarity.

The association operates specifically with non-occasional services and has for its purpose the development, promotion and implementation of social solidarity projects, including the implementation of socio-educational and cultural initiatives.

The spirit and the practice of the association originate in the respect of the principles of the Italian Constitution that have inspired the association itself and are based on full respect of the human, cultural and spiritual dimension of the person.

To pursue the social aims the association in particular proposes:

- a) to train and support the community in accessing EU funding to stimulate local growth in an intelligent, sustainable and inclusive way and to overcome the economic and social imbalances between the Italian regions
- b) to promote the transnational mobility of young people and the transition between training and the world of work, enhancing human and professional attitudes and skills

c) to feed the feeling of European citizenship based on the principles of solidarity, non-discrimination, equal opportunities, respect for the human person and social inclusion

d) to affirm the right to culture, education and lifelong learning and to support sporting practice and health promotion with a view to transnational collaboration

e) to support cross-border social and cultural tourism with particular reference to the elderly and youth activity.

The association avails itself of every instrument useful for the achievement of the social aims and in particular of the collaboration with the local authorities, also through the stipulation of special agreements, of participation in other associations, companies or organizations with similar or related purposes.

The association will also be able to carry out any other cultural or recreational activity and will be able to carry out any economic or financial operation, movable or real estate, for the best achievement of its own purposes.

The association may, exclusively for the purpose of self-financing and non-profit, exercise the marginal activities provided for by current legislation.

## MEMBERS

### Article 5

The association is open to anyone who shares solidarity principles.

All those who recognize themselves in the Statute and intend to collaborate for the achievement of the social purpose can be part of the association in an unlimited number. They can ask to be admitted as members both natural persons and legal entities, both de facto associations, by submitting a written request, on which the Board of Directors decides without obligation of motivation”

*The temporary nature of participation in community life is not permitted.*

The activity of the associates is carried out free of charge, is inspired by the principles of democracy and has equal rights between them.

The reimbursement of expenses actually incurred and documented for the performance of activities within the limits set by the shareholders' meeting is allowed.

The association, in cases of particular need, will be able to hire employees or make use of self-employment services, even resorting to its own associates.

Members can be:

- Founding members

Founding members are the natural or legal persons who have signed the memorandum of association and those who subsequently and with unquestionable and irrevocable resolution of the Board of Directors will be admitted with this qualification in relation to their active work in the associative environment.

- Operative Members

Operational members are individuals who join the association by lending one free and voluntary activity according to the methods established by the Council Management and paying a specific fee established by the Board itself.

- Supporting Members or Promoters

Supporting members are all those who contribute to the aims of the association in such a way free or by contribution in cash or in kind.

### Article 6

The associates are required to observe the statutory and regulatory provisions as well as the directives and resolutions which are issued by the association's bodies under the same provisions.

## Article 7

Membership quality is lost by:

- death;
- Failure to pay the membership fee: the forfeiture occurs upon decision of the Executive Council six months after the failure to pay the annual membership fee;
- Resignation: each member can withdraw from the association at any time by giving written communication to the Board of Directors; such withdrawal will take effect immediately.

The obligation for the payment of the membership fee for the current year remains valid;

- Expulsion: the Executive Council deliberates the expulsion after disputing the objections and having heard the interested member, if possible and requested by the same, for acts carried out in contrast with the provisions of the present statute or if there have been serious reasons that make the prosecution of the associative relationship.

The associates who have however ceased to belong to the association cannot request the contributions paid and do not have any right on the assets of the association itself. The membership fee is personal, non-refundable and cannot be transferred to third parties or revalued.

## ECONOMIC RESOURCES

### Article 8

The economic resources for the achievement of the purposes to which the association is directed and to cover the operating expenses of the association will be constituted:

- a) from the membership fees and contributions of the members, to the extent established by the ordinary Assembly to be established annually on the proposal of the Governing Council;
- b) any extraordinary contributions approved by the assembly in relation to particular initiatives;
- c) inheritance, donations and legacies;
- d) contributions from the State, regions, local authorities, public bodies or institutions, also aimed at supporting specific and documented programs carried out in the context of statutory purposes;
- e) contributions from the European Union and international organizations;
- f) revenue from the provision of agreed services;
- g) proceeds from the sale of goods and services to associates and third parties, including through the performance of economic activities of a commercial, craft or agricultural nature, carried out in an auxiliary and subsidiary manner and in any case aimed at achieving institutional objectives;
- h) donations from members and third parties;
- i) income deriving from promotional initiatives aimed at its own financing, such as parties, events and subscriptions also with prizes;
- j) other income compatible with the social aims of social promotion associations.

The indivisible corporate assets consist of:

- movable and immovable property;
- donations, legacies or inheritances;

Even during the life of the association the individual associates cannot request the division of common resources.

The proceeds from the activities, profits and operating surpluses, as well as funds,

reserves or capital will not be distributed, even indirectly, during the life of the organization unless the destination or distribution is imposed by law, and therefore will be brought to new, capitalized and used for the performance of institutional activities and the achievement of the goals pursued by the association.

## ASSOCIATION BODIES

### Article 9

The organs of the association are:

- a) the shareholders' meeting;
- b) the Board of Directors;
- c) the president;
- d) the vice president;
- e) the treasurer;
- f) the secretary.

All elective offices are free, only the reimbursement of documented expenses is allowed.

The electoral nature of associative positions takes place respecting democracy and the principle of equal opportunities between women and men.

## SHAREHOLDERS' MEETING

### Article 10

The regularly constituted assembly represents the universality of the associates and its deliberations taken in compliance with the law and the present statute oblige all the associates.

The assembly can be ordinary and extraordinary.

The assembly is the highest decision-making body.

In particular, the assembly has the task:

- a) to ratify the amount of the annual membership fees established by the Board of Directors;
- b) to approve the final and budget balance;
- c) to deliberate on the modifications of the statute of the association and on the possible dissolution of the association itself.

### Article 11

The meeting is convened at the registered office or elsewhere as long as it is in the national territory at least once a year within the month of April.

It must also be convened whenever requested by the President of the association, by the Board of Directors or by at least one third of the members.

The convocation is made by the President of the association or by a person delegated by the same by means of a registered communication sent to the members or delivered by hand at least eight days before the date of the meeting or by posting the notice of convocation in the association register at the headquarters at least fifteen days before the date of the meeting, or by fax and e-mail. In the convocation the agenda, date, place and time of the meeting must be specified, both before and any second call. The meeting cannot be called in second call on the same day as the first call.

### Article 12

Members in good standing with the payment of the membership fee are entitled to attend the meeting. They can be represented by another member by written proxy. No more than one proxy is allowed for the same person.

The chairman of the meeting is responsible for ascertaining the validity of the proxies.

#### Article 13

Each member is entitled to one vote. The resolutions of the assembly in first call are taken by majority of votes and with the physical presence or by proxy of at least half of the members.

In the second call, the resolutions are valid by majority, whatever the number of participants. In the counting of the majority of votes, abstentions are not taken into account.

For the modification of the present statute or to deliberate the dissolution of the association and the devolution of its patrimony it is necessary the favorable vote of at least seventy five percent of the associates intervened both in first and second convocation and the favorable opinion of the Directive Council.

The assembly is chaired by the president of the association or in his absence by the vice-president or, in the absence of the latter, by a member of the Executive Council designated by the same assembly.

The functions of secretary are carried out by the secretary of the association or in case of his impediment by person, appointed by the assembly.

The minutes of the meeting will be drawn up by the secretary, and signed by the president and by the secretary himself.

The decisions taken by the shareholders' meeting, both ordinary and extraordinary, commit all members who are dissenting or absent.

Each shareholder has the right to consult the minutes of the work drawn up by the secretary and signed by the president; has the right to information and control established by the Laws, has the right to access the documents, resolutions, budgets, accounts and records of the Association.

### BOARD OF DIRECTORS

#### Article 14

The Board of Directors is composed of a number of members not less than three, and not more than eleven, including the president who is directly elected by the assembly.

The assembly elects the Board of Directors, each time determining the number of members. The Board of Directors has the task of implementing the general directives established by the assembly, and of promoting any initiative aimed at achieving the social goals.

The Board of Directors is also responsible for taking all necessary measures for the ordinary and extraordinary administration, organization and operation of the association, and the hiring of employees; to prepare the association's budget, then submitting it to the assembly for approval; to establish the annual dues due by the members.

The Board of Directors may delegate specific tasks to one or more directors and delegate the study of specific problems to work groups.

#### Article I5

The Board of Directors appoints from among its members the vice president, the

treasurer and the secretary. The Board of Directors may prepare and draw up a specific regulation which, in compliance with the provisions of this statute, must regulate the practical and particular aspects of the life of the association.

This regulation must be submitted for approval to the shareholders' meeting that will resolve with the ordinary majorities.

#### Article 16

The members of the Executive Council remain in office for three years and can be re-elected.

If one or more board members are missing, the Board of Directors replaces them by appointing in their place the member or members who in the last assembly election follow in the ranking of the vote.

In any case, the new directors expire together with those who are in office at the time of their appointment.

If more than half the councilors are missing, the president must convene the assembly for new elections.

#### Article 17

The Board of Directors meets at the invitation of the President whenever the opportunity is demonstrated, or when at least two members of the Board itself request it in writing.

Each member of the Board of Directors must be invited to the meetings at least three days before; only in urgent cases can the Board of Directors be convened within twenty-four hours. The meeting may be called by registered letter or by hand, by fax, e-mail or telegram.

The convocation notice must indicate the items on the agenda.

#### Article 18

For the meeting of the Board of Directors to be valid, the presence of the majority of its members is required.

The meeting is chaired by the president of the association or, in the event of his absence by the vice-president or in the absence of the latter by another senior Council member for participation in the association.

The functions of secretary are carried out by the secretary of the association or in cases of his absence or impediment by a person appointed by the person chairing the meeting.

Resolutions are taken by majority vote; in the event of a tie the chairman's vote prevails.

The resolutions will be drafted in the minutes signed by the chairman and the secretary.

#### Article 19 - TREASURER

The treasurer is responsible for keeping and updating the accounting books and for preparing the economic and financial statements of the association; all other books are kept by the secretary.

#### Article 20 - PRESIDENT

The president is elected by the assembly and remains in office for three years. The first appointment is ratified in the memorandum of association.

The President is the legal representative of the association towards third parties and

chairs the meetings of the Board of Directors and the Assembly of members.

The President assumes all the provisions in the interest of the association, even if they fall within the competence of the Board of Directors in the event of urgent reasons and undertakes to report to the same on the occasion of the first useful meeting.

The president has the powers of the normal ordinary management of the association and may also be delegated any powers that the steering committee deems to delegate, even of extraordinary administration.

In particular it is the responsibility of the President:

- prepare the general guidelines of the association's annual and medium-term activities program;
- prepare the annual final report on the activity of the association;
- supervise the structures and services of the association;
- determine the organizational criteria that guarantee efficiency, effectiveness, functionality and punctual identification of the opportunities and needs for the association and the associates;
- issue the internal regulations of the bodies and structures of the association.

The president identifies, establishes and chairs operational, technical and scientific committees, determining their duration, operating methods, objectives and remuneration.

For the cases of unavailability or absence or any other impediment of the president, he is replaced by the vice president.

## SOCIAL EXERCISE

### Article 21

The financial years close on December 31 of each year and at the end of the financial year the economic-financial statement will be formed which must be presented to the assembly for approval within 120 days of the end of the financial year.

The proceeds of the activities cannot, under any circumstances, be divided among the associates, even in indirect forms.

There is an obligation to reinvest any management surplus in favor of statutory institutional activities.

## DISSOLUTION

### Article 22

In the event of dissolution, the assets of the association cannot be divided among the members but, upon proposal of the Executive Council approved by the assembly, will be entirely devolved to other voluntary associations operating in the same or similar sector for purposes of social utility.

## FINAL STANDARDS

### Article 23

For anything not included in this statute, the rules and principles of the civil code apply.