2017

#### Statute of the LIBERA MENTE Association

#### Art.1

According to the law of 7 December 2000, n. 383 and the norms of the civil code on the subject of associations is constituted the association LIBERA MENTE Association of Social Promotion, based in Arezzo, Località Muciafora 4.

To achieve its goals the Association may establish peripheral offices, open centers and other operational offices.

They are expressly excluded from the associative purpose for profit.

#### Art. 2

The association is a non-profit organization and proposes to carry out activities of social utility for the members and third parties in the cultural, social, sporting and recreational, environmental, education, reception and support sectors. integration of disadvantaged citizens and foreign citizens requesting international protection, training and development cooperation and spreading the culture of solidarity and commitment to people in social hardship, in full respect of the freedom and dignity of the associates .

To this end, the association will be able to:

- Organize communities and reception centers To
- raise public awareness in the field of prevention of social hardship, also creating logistic structures to allow those who adhere to improve the quality of life, promote cultural growth, promote active citizenship, through the organization of conferences, conferences, debates, cineforums and rapid and balanced cultural maturation and learning processes. To
- act in the territory to prevent situations of hardship and to operate in information to protect health, safety and dependencies, using street work methodologies.
- Promote the culture of peace and non-violence also through the promotion of the national civil service.
- Establish periodic study meetings and study, organize sporting, recreational, gastronomic events, competitions, shows, exhibitions.
- Organize courses training and orientation ento, organize and promote seminars and conferences
  with educational and informative content, promote the publication of books, magazines,
  periodicals, researches and brochures in the context of the themes inherent to the institutional
  activity. In particular, as regards training, the LIBERA MENTE association may take part in public and
  private tenders made available by national and international public administrations, the European
  Union and private bodies.
- Organize research and construction of databases and documentation centers
- Perform activities related to institutional activities, including any commercial activities and supplementary activities to the main ones, basically intended to find the necessary funds to finance institutional activities.
- Actively cooperate and establish contacts with bodies, associations, cooperatives, non-governmental organizations to promote reception and development cooperation policies
- Organize activities related to the protection of the environmental and forest heritage including the

maintenance of public and private green areas.

• Organize activities, courses, seminars, which promote a healthy and balanced lifestyle.

For the best achievement of the institutional goals LIBERA MENTE Association of social promotion will be able to collaborate with other associations or institutions that have the same purposes.

## Art. 3

For the pursuit of its aims the association may collaborate with other public and private bodies having similar purposes to their own, in any case maintaining their autonomy. As part of this collaboration, the association may carry out public utility programs that also cover the nature of commercial economic activities.

## Art. 4

Organs of the association are: the assembly of the associates;

- the President
- the board of directors
- the vice president
- the treasurer
- the board of auditors

The legal representation of the association before all third parties and in court belongs to the President.

## Art. 5

The physical and juridical persons who share the aims can be part of the association. Associates are required to pay an annual membership fee to the extent indicated annually by the Board of Directors and are required to participate in the association's life.

## Art. 6

For the purposes of joining the association, anyone who has an interest can apply for a motivated admission to the Chairman of the Board of Directors, stating that he or she has read this statute, share the aims, intend to participate in the association's life and to commit to the payment of annual membership fees as long as it remains registered with the association. The President, having formed the list of the admission questions received in each month, submits the request to the Board of Directors which provides for admission on the basis of the reasons set out by the applicant. The application for admission can only be rejected if the reasons stated by the applicant conflict with the aims of the association.

## Art. 7

The internal organization of the association is inspired by criteria of democracy and equality of the rights of all the associates, the associative positions are elective and all the associates can be nominated.

## Art. 8

The association for the pursuit of its institutional purposes relies mainly on the activities, provided free of

charge, by the associates. In case of particular need, the association can hire employees or make use of self-employed or professional workers, even making use of its own associates. For activities carried out under the agreement with public bodies, workers will have the right to take advantage of the flexibility of working hours and shifts provided by contracts or collective agreements, compatibly with the organization and company needs.

## Art. 9

Membership of the association is valid for one year, the member who intends to withdraw must give written notice to the President and is ratified by the subsequent shareholders' meeting.

The member who intends to withdraw from the association must give written notice to the President within thirty days of the end of each year. With regards to the members who are not up to date with the payment of the dues for at least one year, of those who have not participated in three consecutive assemblies without having justified their absence and those who for any reason have shown that they do not share the aims of the association can be promoted by the Board of Directors proposal for exclusion. The exclusion is deliberated by the assembly with a majority subject to a detailed report of the Board of Directors. The motivated exclusion provision must be communicated in writing to the excluded member. These, within the thirty days following receipt of the exclusion notice, may request a review of the exclusion order from the Board of Auditors. The Board of Auditors, having heard the interested party and the chairman of the Board of Directors, deliberates definitively on the request for review by revoking or confirming the provision of the assembly.

## Art. 10

The assembly consists of all the members in good standing with the payment of the membership fees. It is called at the registered office, or at another place in the Municipality where the association is located, at least once a year and as often as necessary, by the Chairman of the Board of Directors, or by the Chairman of the Board of Auditors if the President does not comply with his duties, or if so many members representing at least one third of the members request it. The call is made by certified e-mail and by posting a notice to be displayed at least 10 days before at the main office, with indication of the place, date and time of the meeting and the items on the agenda.

The convocation is made by a notice to be displayed at least 10 days before the indicated date, with indication of the place and time of the meeting and the topics that will be displayed on the agenda. The e-mail and the PEC may also be used for the convocation, in addition to the posting of the convocation notice to be displayed at the main office and the operational offices of the association.

The Shareholders' Meeting resolves on the approval of the financial statements and on the appointment of the bodies and on all the matters reserved to it by law and by this statute, as well as on the matters submitted to it by the Board of Directors. In the first call, the assembly is validly constituted with the presence of half plus one of the associates, the majority of the directors and the President or Vice President. In the second call, since the necessary attendance is not reached at the first call, the assembly is validly constituted regardless of the number of members present. The second call must take place within 10 days of the first. Each member may attend the meeting personally or through another member with a written proxy indicating the exact date of the meeting. Each member cannot represent more than one. The associates who hold the office of President, Vice President, Treasurer, Director or Auditor, are not allowed

to vote on the matters that concern them personally or because of the position held and cannot receive proxies. The assembly is chaired by the President who appoints a secretary who will draw up the minutes. The assembly deliberates with half plus one of the associates present both in first and second call.

## Art. 11

The extraordinary assembly of the associates can modify the present statute on condition that the majority of the members participate and that the modification resolution is assumed with the favorable vote of two thirds of those present.

## Art. 12

The Board of Directors is composed of a minimum of 2 and a maximum of 15 directors elected by the meeting from among the members. The board of directors holds office for three years and its members can be re-elected. In the event of the death or resignation of a director before the expiry of the mandate, the Board will arrange for their replacement by co-option. If, for any reason, the majority of the directors is absent, the entire council will be considered lapsed and must be renewed. The office of advisor is free. The Board of Directors has all the powers for the ordinary management of the association, except for what is reserved for the competence of the assembly, the law and the present statute.

The council meets at least four times a year and whenever it is necessary by calling the President or Vice President. The members of the Board of Auditors must be invited to the meetings of the Board of Directors. The Board can permanently delegate the ordinary management of the association or individual competences to the President and individual Directors. The Chairman or the managing directors must report to the Board of Directors on their work during the next Board of Directors. The resolutions of the Board of Directors are taken by absolute majority. In case of a tie, the vote of the President is worth double.

## Art. 13

The Board of Directors prepares the draft annual financial statements to be submitted to the shareholders' meeting for approval. The balance sheet of the association consists of the balance sheet, the economic report and the report of the activities carried out and the objectives achieved. Adequate advertisements must be given to the budget. The distribution, even indirect, of proceeds, profits or operating surpluses is prohibited, any profits or operating surpluses must be reinvested and used in favor of the institutional activities provided for in this statute.

## Art. 14

The association's revenues are established;

# - from the shares - from the

proceeds of the sale of goods and services rendered, also in the context of economic activities of a commercial, craft or agricultural nature, in favor of the associates, the relative family members and third parties;

- by contributions from public bodies aimed at supporting specific and documented programs carried out for statutory purposes;

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- from revenues deriving from promotional initiatives aimed at the functioning of the association, such as parties and subscriptions also with prizes;

- from donations, testamentary legacies, inheritances and legacies and from any other income, income or contribution destined to the exercise of statutory activities;

- from any income from the assets.

Art. 16

The ordinary shareholders' meeting appoints three effective auditors, two substitutes on the Chairman's recommendation. They attend meetings of the Board of Directors and oversee the administration of the association and compliance with this statute. The Auditors examine and approve, by signing it, the annual balance sheet of the association and present their control report to the assembly. The Auditors remain in office for three years and can be re-elected at the end of the term. In the event of the resignation or death of one of the auditors, the meeting, convened for this purpose, will see to its integration.

#### Art. 17

In the case of dissolution of the association the patrimony will be devolved to another organization having utility purposes, having consulted the Control Body, or for the purposes established by law.

#### Art. 18

Although not expressly provided for in this statute, reference is made to the law of 7 December 2000, n. 383 and other state laws as applicable.