



Libera Mente, Associazione di Promozione Sociale
Loc. Ponte Buriano 6, Arezzo

Statuto dell'Associazione LIBERA MENTE
C.f. 92039130510 - P. Iva 01913990519

Art.1

Pursuant to Legislative Decree 117 of 2017, (hereinafter referred to as the "Third Sector Code"), and the provisions of the Civil Code regarding associations, the LIBERA MENTE Association for Social Promotion is established.

The Association is established to pursue civic, solidarity, and social utility purposes, as provided for in art. 4 paragraph 1 of Legislative Decree 117/2017.

The Association has its registered office in the Municipality of Arezzo, loc. Ponte Buriano, 6.

The transfer of the registered office shall entail, in any case, an amendment to this statute.

It operates within the province of Arezzo and intends to operate nationally and/or internationally.

The Association may establish sections or branch offices.

The Association has unlimited duration.

Following the establishment of the National Register of the Third Sector (RUNTS), and the registration of the Association in the appropriate section thereof, the acronym "APS" or the indication of "association for social promotion" must be included in the corporate name and systematically used in acts, correspondence, and communications to the public.

Art. 2

The Association is non-profit and aims to carry out activities of general interest towards its members, their families, or third parties, primarily using the services of volunteer members or individuals affiliated with associated entities.

In particular, the association aims to carry out the following activities of general interest as per art. 5 of Legislative Decree 117/2017:

- interventions and services aimed at safeguarding and improving environmental conditions and the prudent and rational use of natural resources, excluding the habitual activity of collecting and recycling urban, special, and hazardous waste, as well as animal protection and prevention of

stray animals, pursuant to Law 14 August 1991, no. 281;

- interventions for the protection and enhancement of cultural heritage and landscape, pursuant to Legislative Decree 22 January 2004, no. 42, and subsequent amendments;
- extracurricular training aimed at preventing school dropout and ensuring educational and training success, preventing bullying, and combating educational poverty;
- organization and management of cultural, artistic, or recreational activities of social interest, including activities, including editorial ones, promoting and disseminating culture and the practice of volunteering and activities of general interest as per this article;
- development cooperation, pursuant to Law 11 August 2014, no. 125, and subsequent amendments;
- services aimed at the integration or reintegration into the labor market of workers and individuals referred to in Article 2, paragraph 4, of the legislative decree revising the discipline on social enterprise, as per Article 1, paragraph 2, letter c), of Law 6 June 2016, no. 106;
- social housing, pursuant to the decree of the Ministry of Infrastructure of 22 April 2008, and subsequent amendments, as well as any other temporary residential activities aimed at meeting social, health, cultural, training, or work-related needs;
- humanitarian assistance and social integration of migrants;
- social agriculture, pursuant to Article 2 of Law 18 August 2015, no. 141, and subsequent amendments;
- organization and management of amateur sports activities.
- promotion of a culture of legality, peace among peoples, nonviolence, and unarmed defense;
- promotion and protection of human, civil, social, and political rights, as well as the rights of consumers and users of activities of general interest as per this article, promotion of equal opportunities and initiatives of mutual aid, including time banks as per Article 27 of Law 8 March 2000, no. 53, and solidarity purchasing groups as per Article 1, paragraph 266, of Law 24 December 2007, no. 244.

To this end, the association may:

- Set up communities and reception centers.
- Raise public awareness in the field of social distress prevention by creating logistical structures to allow participants to improve the quality of life, promote cultural growth, promote active citizenship through the organization of conferences, debates, film forums, and processes of rapid and balanced cultural maturation and learning.

- Act in the territory to prevent situations of distress and operate in health, safety, and addiction information, using street work methodologies.
- Promote a culture of peace and nonviolence, also through the promotion of national civic service.
- Establish periodic study and in-depth meetings, organize events including sports, recreational, gastronomic, contests, shows, exhibitions.
- Organize training and orientation courses, seminars, and conferences with educational and informative content, promote the publication of books, magazines, periodicals, research, and brochures on topics related to institutional activities. In particular, regarding training, the LIBERAMENTE association may participate in public and private tenders made available by national and international public administrations, the European Union, and private entities.
- Organize research activities and build databases and documentation centers.
- Carry out activities connected to institutional ones, including any commercial activities and activities complementary to the main ones, essentially aimed at raising the necessary funds for the financing of institutional activities.
- Actively collaborate and establish contacts with entities, institutions, public and private bodies, organizations, and associations to achieve common goals.
- Coordinate its activities with those of national, supranational, and international bodies and organizations.
- Promote the establishment of other organizations with similar aims, provide consultancy and collaboration services, and participate in institutional activities.
- Promote, develop, and enhance voluntary work.

The activities of the Association, with the exception of commercial ones, are carried out primarily in the territory of the Municipality of Arezzo and its province, without territorial exclusivity.

The Association may also pursue the aforementioned purposes through the participation in and the establishment of companies or associations of any kind and nature, with the possibility of contributing to the capital of these companies or associations in cash, assets, or services.

The Association, therefore, may carry out any instrumental activity or in any case, directly or indirectly connected to the achievement of the institutional purpose, provided that these activities comply with the principle of nonprofit and do not become prevalent.

In any case, the associative activity is carried out according to principles of solidarity, reciprocity, voluntariness, disinterest, efficiency, and transparency, as well as on the basis of criteria of

rational management of resources, effectiveness of interventions, and correct administrative and accounting conduct.

The Association carries out its activities through the collaboration of its members, without distinction of race, sex, language, political opinions, religion, or personal and social conditions, in full respect of the principles enshrined in the Constitution of the Italian Republic and the International Treaties ratified by Italy, as well as the laws and regulations in force.

Art. 3

The Association is composed of an unlimited number of members divided into:

- a) Founding members, constituting the initial members of the Association, who are also the undersigned subscribers of this act.
- b) Ordinary members, individuals or entities, who, after the establishment of the Association, will request to be admitted as members, subject to the approval of the Management Board.

Membership in the Association is acquired by submitting a written application to the Management Board, which decides on the admission or otherwise of the applicant by a resolution adopted by a simple majority of its members.

The quality of a founding member is lost by those who resign from the Association, by those who are removed from the Association for serious reasons by the Management Board, and by those who are found to have violated the statutory provisions or the resolutions adopted by the governing bodies of the Association itself.

In the event of resignation or exclusion from the Association, for whatever reason, members are not entitled to any refund of the membership fee, if any.

Art. 4

The members of the Association have the right to:

- a) Participate in the initiatives and activities of the Association.
- b) Participate in the life of the Association, contributing with proposals and initiatives to achieve the associative purposes.
- c) Elect and be elected to the governing bodies of the Association.
- d) Examine the documentation and information concerning the activities of the Association.
- e) Participate in the General Assembly meetings with voting rights.
- f) Be informed about the activities and economic and financial situation of the Association.
- g) Request the convocation of the General Assembly.

The members of the Association have the obligation to:

- a) Observe this statute and the resolutions adopted by the governing bodies of the Association.
- b) Pay the membership fee, if established.
- c) Contribute, each according to their own abilities and possibilities, to the achievement of the associative purposes.
- d) Carry out any other task or function entrusted to them by the governing bodies of the Association.

Membership in the Association is personal and cannot be transferred to third parties by any means.

Art. 5

The Association is governed by the following bodies:

- a) The General Assembly of Members.
- b) The Board of Directors.
- c) The President.

The Association can also establish a Board of Auditors, composed of three members appointed by the General Assembly, to which are entrusted the functions referred to in art. 20 of Legislative Decree no. 117 of 3 July 2017.

Art. 6

The General Assembly is composed of all the members of the Association, both founding and ordinary.

The General Assembly:

- a) Decides on the general policies of the Association.
- b) Elects the members of the Board of Directors and the Board of Auditors, where established.
- c) Approves the final balance sheet and the budget, on the proposal of the Board of Directors.
- d) Decides on any amendments to the statute.
- e) Decides on the dissolution and liquidation of the Association.
- f) Determines the amount of the annual membership fee, if any.
- g) Performs any other function conferred on it by law or this statute.

The General Assembly meets at least once a year, within 120 days of the end of the financial year, to approve the final balance sheet and budget and to elect the members of the governing bodies, if necessary.

The General Assembly is convened by the President or, in his absence or impediment, by the Vice-President, by registered letter, email, or publication on the Association's website, at least 15

days before the date set for the meeting, indicating the agenda.

The General Assembly is validly constituted on first call when half plus one of the members entitled to vote are present; on second call, it is validly constituted regardless of the number of members present.

Each member has one vote. Members may be represented at the General Assembly by another member by written proxy.

The resolutions of the General Assembly are taken by a simple majority of the votes validly cast, except for those cases where different quorums and majorities are required by law or by this statute.

Each member may vote in favor of or against a resolution or abstain.

In case of a tie, the President has the casting vote.

The resolutions of the General Assembly are recorded in a special register signed by the President and the Secretary and kept at the registered office of the Association.

Art. 7

The Board of Directors is composed of at least three and no more than seven members elected by the General Assembly from among its members.

The members of the Board of Directors are elected for a period of time determined by the General Assembly, which cannot exceed three years.

The members of the Board of Directors remain in office until the election of the new Board of Directors.

The Board of Directors:

- a) Manages the ordinary and extraordinary administration of the Association.
- b) Prepares the final balance sheet and the budget, to be submitted to the General Assembly for approval.
- c) Convenes the General Assembly.
- d) Executes the resolutions of the General Assembly.
- e) Makes decisions on the admission of ordinary members, subject to ratification by the next General Assembly.
- f) Makes decisions on the exclusion of members.
- g) Appoints the President and, if necessary, the Vice-President.
- h) Appoints the Secretary, Treasurer, and any other person in charge of specific functions.

The Board of Directors meets at least once every six months and whenever it is convened by the

President or, in his absence or impediment, by the Vice-President, by registered letter, email, or publication on the Association's website, at least eight days before the date set for the meeting, indicating the agenda.

The Board of Directors is validly constituted when the majority of its members are present. Resolutions are taken by a simple majority of the votes validly cast. In case of a tie, the President has the casting vote.

The Board of Directors may delegate specific functions to one or more of its members or third parties.

The resolutions of the Board of Directors are recorded in a special register signed by the President and the Secretary and kept at the registered office of the Association.

Art. 8

L'association for the pursuit of its institutional purposes mainly benefits from activities, provided in a free and voluntary form, by its members. In case of particular necessity, the association can employ employees or make use of self-employed or professional workers, also resorting to its own members. For activities carried out under agreements with public entities, workers will have the right to avail themselves of flexible working hours and shifts provided for by contracts or collective agreements, compatibly with the organization and the company's needs. In any case, the number of workers employed in the activity cannot exceed 50% (fifty percent) of the number of volunteers or 5% (five percent) of the number of members.

Art. 9

Membership in the association is valid annually, and a member wishing to withdraw must give written notice to the President, which will be ratified by the subsequent assembly of members. An associate intending to withdraw from the association must give written notice to the President within thirty days from the end of each year. Regarding members not up to date with the payment of membership fees for at least one year, those who have not attended three consecutive assemblies without

justifying their absence, and those who have shown, for any reason, not to share the association's purposes, a proposal for exclusion may be initiated by the Board of Directors. The exclusion is deliberated by the assembly by a majority after a detailed report from the Board of Directors. The motivated exclusion measure must be communicated in writing to the excluded member. Within thirty days following the receipt of the exclusion notice, the excluded member may request a review of the exclusion measure from the Board of Auditors. The Board of Auditors, after hearing the interested party and the President of the Board of Directors, definitively deliberates on the review application by revoking or confirming the assembly's measure.

Art. 10

The assembly is composed of all members up to date with the payment of membership fees. It is convened at the registered office, or at another location within the Municipality where the association is based, at least once a year and whenever necessary, by the President of the Board of Directors, or by the President of the Board of Auditors if the President fails to fulfill their duties, or if requested by a number of members representing at least one-tenth of the members. The convocation is made through email, newsletters, and by posting a notice at least 10 days before the meeting at the main office, indicating the place, date, and time of the meeting and the items on the agenda. The second call must take place within 10 days of the first. Each member may attend the assembly personally or through another member with a written proxy specifying the date of the assembly. Each member may represent no more than one member. Members holding the positions of President, Vice President, Treasurer, Adviser, or Auditor are not allowed to vote on matters concerning them personally or by virtue of the position held and cannot receive proxies. The assembly is chaired by the President who appoints a secretary

to draw up the minutes. The assembly deliberates with the majority of members present both in the first and second convocations.

Art. 11

The Assembly, in ordinary session:

- elects among the members the members of the Board of Directors, previously approving their number, and revokes them;
- appoints and revokes the subject responsible for the legal audit of the accounts, establishing any compensation if the auditors are external to the association (if required by law);
- appoints and revokes the supervisory body (if required by law);
- approves the general lines of the annual activity program;
- approves the annual financial-economic statement (final balance sheet), the budget, and the appropriations for the planned initiatives;
- approves the social balance sheet if mandatory under the provisions of Legislative Decree 117/2017;
- decides on any irregularities found by the auditor(s);
- deliberates on the responsibility of the members of the social bodies and promotes actions for liability against them;
- deliberates on the exclusion of members;
- approves any rules for assembly proceedings;

approves any internal regulations prepared by the Executive Board;

- In extraordinary session:
- makes changes to the articles of association and statute;

decides on the dissolution, transformation, merger, or split of the association.

- The extraordinary assembly can amend this statute provided that the majority of members participate and that the amendment resolution is adopted with the favorable vote of two-thirds of those present.

Art. 12

The Board of Directors consists of a minimum of 3 and a maximum of 7 administrators elected by the assembly from among the members. The Board of Directors elects the President from within, who assumes the legal and procedural representation of the association to third parties. The Board of Directors serves a three-year term, and its members may be re-elected. In case of the death or resignation of a director before the end of the term, the Board shall appoint their replacement by co-optation. If, for any reason, the majority of directors are lacking, the entire board is deemed to have expired and must be renewed. The position of director is honorary. The Board of Directors has all powers for the ordinary management of the association, except for what is reserved to the assembly's competence, by law, and by these statutes.

Art. 13

The Board of Directors prepares the draft annual budget to be submitted to the assembly for approval. The association's budget consists of the balance sheet, the economic statement, and the report on activities carried out and objectives achieved. Adequate publicity must be given to the budget. The distribution, even indirect, of profits, gains, or management surpluses is prohibited; any profits or surpluses must be reinvested and used for the institutional activities provided for by these statutes.

Art. 14

The association's income consists of:

- membership fees
- proceeds from the sale of goods and the provision of services, even within economic activities of a commercial, artisanal, or agricultural nature, in favor of members, their relatives, and third parties;
- contributions from public entities aimed at supporting specific and documented programs carried out within statutory purposes;
- income from promotional initiatives aimed at the association's operation, such as parties and subscriptions, including prizes;
- donations, bequests, legacies, and any other income, proceeds, or contributions intended for the exercise of statutory activities;

any income from the assets.

- The association's assets must be used for the performance of statutory activities for the exclusive pursuit of civic, solidarity, and social utility purposes, pursuant to Article 8, paragraph 1, of Legislative Decree 117/2017.

Art. 15

In cases provided by law, the ordinary assembly of members appoints three actual auditors, two substitutes as indicated by the President. They attend the 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 association's annual financial statements and present their control report to the assembly. The auditors hold office for a term of three years and may be re-elected upon expiry. In case of resignation or death of one of the auditors, the assembly, duly convened for this purpose, shall provide for the relative integration.

Art. 16

Causes of forfeiture and replacement of the President

The office of President is lost due to:

- resignation, submitted by written communication to the board of directors;
- revocation by the ordinary assembly;
- supervening causes of incompatibility, as provided for in Article 17, paragraph 2, of this Statute;

1. ● loss of the status of member following the occurrence of one or more of the causes provided for in Article 9 of this Statute.
2. If the President ceases to hold office for one of the reasons indicated in paragraph 1 of this article, the Vice President or, failing that, the oldest Councilor in age must convene the ordinary assembly within 30 (thirty) days from the date on which the cessation was formalized in order to proceed with the election of the new President.

Art. 17

1. Volunteers are individuals who share the purposes of the Association and who, by free choice, provide their activity through it personally, spontaneously, and free of charge, without profit, even indirect, and exclusively for solidarity purposes.
2. The Association must register volunteers, whether or not members, who carry out their activity non-occasionally, in a special register.
3. The Association must also insure its volunteers against accidents and illnesses connected with the performance of volunteer work, as well as for civil liability towards third parties.

4. The volunteer's activity cannot be remunerated in any way, not even by the beneficiary. Volunteers may be reimbursed for expenses actually incurred and analytically documented for the work performed, subject to authorization and within the limits established by the board of directors.

Art. 18

Social books and records

The Association must keep the following records:

- the register of members;
 - the record of meetings and deliberations of the Assembly;
1. • the record of meetings and deliberations of the board of directors.
 2. The Association must keep the record of meetings and deliberations of the supervisory body, if one has been appointed.
 3. The Association is also obliged to keep the record of meetings and deliberations of the audit body, if one has been appointed.
 4. The Association must also keep the register of volunteers.

Art. 19

Dissolution and devolution of assets

1. The dissolution of the Association is decided by the extraordinary assembly with the favorable vote of at least 3/4 (three quarters) of the members, both on first and second call.
2. The Assembly that resolves the dissolution also appoints one or more liquidators and decides on the destination of the residual assets, which must

be devolved, subject to the favorable opinion of the Office referred to in Article 45, paragraph 1, of the Third Sector Code and unless otherwise provided by law, to other third sector entities or, failing that, to the Fondazione Italia Sociale, as provided for in Article 9 of the Third Sector Code.

Art. 20

1. The dissolution of the Association is decided by the extraordinary assembly with the favorable vote of at least 3/4 (three quarters) of the members, both on first and second call.
2. The Assembly that resolves the dissolution also appoints one or more liquidators and decides on the destination of the residual assets, which must be devolved, subject to the favorable opinion of the Office referred to in Article 45, paragraph 1, of the Third Sector Code and unless otherwise provided by law, to other third sector entities or, failing that, to the Fondazione Italia Sociale, as provided for in Article 9 of the Third Sector Code.