

# CHARTER OF THE ASSOCIATION

## ASSOCIAZIONE EX ALUNNI DELL'ISTITUTO UNIVERSITARIO DI STUDI SUPERIORI DI PAVIA

### **ART. 1**      **NAME**

The *Associazione ex Alunni dell'Istituto Universitario di Studi Superiori di Pavia* is constituted as an association accordingly to the provisions of the Titolo II, Cap. III, art. 36 and following of the Codice Civile and accordingly to the dispositions of the present Charter

### **ART. 2**      **RESIDENCE AND DOMICILE**

The Association is temporarily held in Pavia, Collegio Cairoli, Piazza Cairoli 1.

The Board of Directors can, by resolution, constitute agencies in any city where at least ten voting associates live.

### **ART. 3**      **DURATION**

The Association will last up to the 31st of December 2070. The Special General Meeting of the associates can prolong, by resolution, the duration of the Association.

### **ART. 4**      **ENDS**

The Association aims to:

- a) promote cultural relations between the Teaching Panel of the Istituto Universitario di Studi Superiori di Pavia and the Ex Alumni.
- b) constitute, keep and develop bonds between Ex Alumni. Promote any professional, cultural, scientific, social and recreational initiative apt to consolidate such relations.
- c) promote and enforce awareness of the Istituto Universitario di Studi Superiori in Italy and abroad

- d) set and tighten networks with the business community. Promote means of formation and communication with firms, professional orders, research bodies, local and national authorities.
- e) take part into initiatives in favour of the Ex Alumni

The Association pursues cultural scopes. The Association does not have any political and religious connotation. The Association encourages the free circulation of thoughts and ideas.

The Association legal status is that of an unincorporated association. The Association is a non profit association which pursues non commercial purposes accordingly to art. 148 of D.P.R. 917/1986 as successively modified and integrated.

#### **ART. 5 RULES OF CONDUCT OF THE BODIES OF THE ASSOCIATION**

The bodies of the Association act cooperating in order to secure the effective reach of the Association's ends.

The Board of Directors regularly reports the associates about its activities. The Board of Directors solicits members' participation to the meetings and the proposition of suggestions in the interest of the Association.

The Association freely uses the most common means of electronic communication to facilitate the relations between its bodies .

#### **ART. 6 THE ASSOCIATION AND THE UNIVERSITY COLLEGES OF PAVIA**

The Association acknowledges as valuable the sense of affiliation of its own associates with the community of their own Colleges. The Association encourages its associates to take part to the activities held by the Ex Alumni Associations of their own College and cooperates with those associations.

#### **ART. 7 PATRIMONIAL ESTATE, PROPERTY AND ASSETS**

The Association uses of its original endowment and of the residual assets of every exercise.

The Association can receive any donation of movable or immovable goods by the promoters of the Association and by any subject that shares the scopes of the Association.

The Association can receive goods and contribution by public and private bodies.

The Association will dispose of its endowment and of its assets accordingly to standards of

diligence.

#### **ART: 8 MEMBERSHIP**

Whoever is graduated (ordinary degree, post lauream, master) at the Istituto Universitario di Studi Superiori is an Ex Alumnus.

The members of the Association act to enforce the scopes of the Association.

In order to be contacted by the Association and to better participate to the activities promoted by the Association, the members choose an address they can be contacted at by the Association. The members inform the Association in case they change such address.

The ex Alumni provide the Association with information concerning their scientific publications, their professional career and their research area.

The withdrawal is exerted by means of a written communication addressed to the Board of Directors. In order for the withdrawal to be effective the communication must be effected at least 6 months earlier than the ending of the solar year the association quota has been paid in.

#### **ART. 8 SOCIAL FEE**

The Boards of Directors yearly sets the amount of the social fee. The definition of the amount takes into consideration incentives and facilitations for young associates.

In case of lack of payment of the social fee, the member retains its membership but is suspended from the exertion of voting rights and can not take part to the Meetings.

Membership ceases with the declaration of withdrawal communicated at the Board of Directors.

#### **ART. 10 SOCIAL BODIES**

The Bodies of the Association are:

- The Assembly of the Associates
- The Honorary Chairman
- The Chairman
- The Board of Directors

#### **ART. 11 THE ASSEMBLY OF THE ASSOCIATES**

The Assembly of the Associates is the supreme deliberative body and is summoned in general and

special meetings.

The Assembly, when summoned and held accordingly to the disposition of the present Charter, represents all the Associates and its deliberations bind the Associates even the absent and dissenting ones.

The Honorary President presides the Assembly. In case the Honorary President is not in the condition to do so, the President of the Board of Directors, assisted by the Secretary, will substitute him. The Meeting are held at the residency of the Association or in any other adequate location indicated by the Board of Directors.

The deliberation of the Assembly are put on a specific record and subscribed by the President and by the Secretary.

Communication of the summoning of the Assembly is provided at least 8 days in advance by bill posting of a notice at the residency of the Association and by mail or electronic mail.

The notice of the Assembly indicates the date, the location, the hour the meeting is scheduled for and the matter which are to be discussed.

Members who have regularly paid the social fees and who have not communicated their withdrawal vote in the meetings of the Assembly.

Members may be represented in the meeting by other members they have provided with a written proxy. Any member can not be given more than three proxies.

The President of the Assembly checks the validity of the proxies and the right of members to take part to the meeting of the Assembly. The President of the Assembly checks the Assembly is regularly held.

The members of the Board of Directors of the IUSS, the Head of the Colleges and the President of the Colleges Ex Alumni Associations are to be considered members of the association with consulting functions.

#### **A) GENERAL MEETING**

The General Meeting of the Assembly is summoned by the Board of Directors at least once a year. The General Meeting is summoned at least 5 months before the end of the social year to approve the report. The Board of Directors is elected by the Assembly. The Assembly defines the strategic guidelines of the Association.

The Board of Directors might be asked by at least three tenths of the voting, non withdrawal members to summon a General Meeting

The First gathering of the Assembly is regularly held when the majority of the members are present, in person or by proxy. The second gathering is regularly held whatever the number of the present members. The deliberations of the Assembly are taken accordingly to the will of the majority of the present member.

#### **B) SPECIAL MEETING**

The Special Meeting of the Assembly is summoned, to its own appreciation, by the Board of Directors. When asked by at least three tenths of the voting members the Board of Directors summons the Special Meeting. Members are noticed at least 8 days before the meeting. The Special Meeting of the Assembly decides on the approval and modification of the Charter of the Association, on the melting of the Association and on the ways of devolution of the social funds according to the disposition of D.lgs. 460/97. The Special Meeting of the Assembly id regularly gathered with the presence of at least two thirds of the members. Deliberations are taken with a majority of two thirds of the present members.

#### **ART. 12 HONORARY CHAIRMAN**

The Director of the IUSS is Honorary President of the Association. The President presided the Assembly and can participate to the meetings of the Board of Directors with consulting functions

#### **ART. 13 THE PRESIDENT**

The President of the Board of Directors is the President of the Association. The President legally represents the Association and is entitled to act or be acted in court. The President can nominate and revoke lawyers and procurators.

The President is chosen by the Board of Directors. The President summons and directs the Board, takes care of the execution of the deliberations and relates with third parties. the President takes care of the good management of the Association. The President ensures the enforcement of the Charter , promoting its modification when so considering. In case of urgency the President adopts any decision the Board of Directors is competent for, in such a case the Board is asked to approve or refuse approval to the deliberations undertaken by the President within the first coming meeting. When the President is not able to exert its functions, those are executed by the Vice President.

#### **ART 14. THE BOARD OF DIRECTORS**

The Board of Directors is composed so to be representative of the prae and post lauream degrees and of the different disciplinary areas. The Board of Directors stays in charge for four years and its members can be re-elected.

The Board of Directors is composed by 7 Ex Alumni who graduated at one of the degrees of the IUSS.

The Board of Directors, if so intends, can ask members or other persons not related to the Association to take part to its meeting with mere consulting functions.

The Board of Directors yearly elects, within its members the President, the Vice President The Secretary, the Treasurer.

The Board of Directors executes the Association's scopes and is entitled to manage the ordinary and special administration.

As a mere exemplification the Board is to:

- a) summon the meetings
- b) propose the Statement of Account to be approved by the General Meeting
- c) deliberate on the admission, withdrawal, decadence and exclusion of the members of the Association
- d) develop and enact a Regulations Statement
- e) set ways in order to keep in contact with local agencies

The Board of Directors gathers no less than twice a year. The Board of Directors gathers any time it is requested to do so by the President or at least a third of the Directors.

The Board of Directors is regularly held when at least five of its components are present. Decision are taken accordingly to the majority of votes. In case of draw the decision is taken accordingly to the vote of the President or, if the President is missing, of the Vice President.

The deliberation of the Board are to be written in a report to be signed by the President and the Secretary.

Directors decay from charge in case they are consequently absent without justification for two meetings. In this case the other directors will nominate a new Director. The rules contained in the art. 2382 of the Civil Code apply.

#### **ART. 15 SOCIAL YEAR**

The Social Year starts on the 1st of January and ends on the 31st of December of every year. The Board of Director is to redact an annual balance-sheet to be yearly approved by the General Meeting within the last day of April.

The balance-sheet is to be deposited at the Association residency at least 15 days before the meeting and any member is entitled to take vision of it.

#### **ART. 16 SOCIAL BOOKS**

The Association keeps the books required by the present law set for no- profit unincorporated associations and by the D.P.R 600/1973 as subsequently modified and integrated.

#### **ART. 17 DISSOLUTION**

The Special Meeting decide the dissolution of the Association.

In case of dissolution the remaining endowment is to be devolved to the Istituto Universitario di Studi Superiori di Pavia accordingly to D. lgd. 460/1997 as subsequently modified and integrated.

#### **ART 18 SUPPLEMENTARY RULES**

Relevant matters not expressly ruled by the present Charter are disciplined accordingly to the relative disposition of state law.