

# STATUTE

## ARTICLE 1 – ESTABLISHMENT, NAME, HEADQUARTERS AND DURATION

The voluntary association AGEOP RICERCA – ODV (hereinafter "Association") is established with its headquarters in Bologna, in via Massarenti n. 11, at the Onco-haematology Department of the Paediatric Clinic of the University of Bologna.

The change of legal headquarters within the Municipality of Bologna does not imply a change to the statute and may be decided with a resolution of the Members' Assembly, adopted with the majorities referred to in article 8, paragraph 6 of this statute. The Association may also establish secondary headquarters, offices, decentralized points and local representations in places other than its registered office, if this is deemed appropriate to achieve its social purposes.

The Association, complying with the provisions of the Legislative Decree, 3 July 2017, n. 117 (hereinafter also "Third Sector Code" or "CTS") and having obtained the appropriate registration in the Single National Register of the Third Sector, "Volunteering Organizations" section, uses the term "Volunteering Organization", or the acronym "ODV" in its naming and uses it in deeds, correspondence and communications to the public.

The duration of the Association is unlimited.

## **ARTICLE 2 – SCOPE, SUBJECT AND METHOD OF CARRYING OUT ACTIVITIES**

The Association is non-profit, established exclusively for solidarity purposes and intends to operate in favour of the community in compliance with expectations for ODVs from the Legislative Decree no. 117/2017, pursuing civic, solidarity and socially useful purposes.

In accordance with the provisions of the Third Sector Code, the Association aims to primarily carry out the activities of general interest referred to in article 5, paragraph 1, letters: a) – social interventions and services according to article 1, paragraphs 1 and 2, of Law no. 8 November 2000. 328, and subsequent amendments, and interventions, services and benefits referred to in Law 5 February 1992, n. 104, and to Law 22 June 2016, n. 112, and subsequent amendments;

c) socio-health services referred to in the Prime Ministerial Decree of 14 February 2001, published in the Official Journal no. 129 of 6 June 2001, and subsequent amendments;

d) education, instruction and professional training, in adherence to Law no. 28 March 2003. 53, and subsequent amendments, as well as cultural activities of social interest with educational purposes;

h) – scientific research of particular social interest;

i) – organization and management of cultural, artistic or recreational activities of social interest, including activities, even editorial, for the promotion and dissemination of the culture and practice of volunteering and activities of general interest;

n) development cooperation, pursuant to Law no. 11 August 2014. 125 and subsequent amendments;

u) – charity, support from a distance, free transfer of food or products referred to in Law 19 August 2016, n. 166, and subsequent amendments, or provision of money, goods or services to support disadvantaged people or activities of general interest;

w) – promotion and protection of human, civil, social and political rights, as well as the rights of consumers and users of activities of general interest, promotion of equal opportunities and mutual aid initiatives.

The purpose of carrying out these activities of general interest is:

1) to promote any type of initiative aimed at improving assistance and treatment of paediatric patients suffering from onco-haematological diseases;

2) to promote initiatives to improve relationships between parents, family doctors and doctors at the paediatric oncohematology centre;

3) to promote information relating to paediatric onco-haematological pathology;

4) to stimulate, promote and finance scientific research in the field of paediatric oncohematology;

5) to promote collaborative relationships with national and foreign paediatric oncology institutions;

6) to promote awareness of the National Network of paediatric structures providing assistance to patients suffering from onco-haematological diseases;

7) to encourage institutions to establish outpatient and inpatient facilities for correct assistance to paediatric patients suffering from onco-haematological diseases;

8) involve public and private bodies as well as citizens in the solution of problems concerning paediatric patients suffering from onco-haematological diseases.

It is the Association's intention to collaborate with the competent institutions within the organization and improvement of services, structures and equipment, as well as medical and social care for patients.

- In the Welfare sector: both directly, from a moral and material point of view, and by urging social welfare operators to prepare aid projects for families in difficult situations.
- In the hospital sector: providing volunteer staff for childcare, soliciting, through interventions with the competent bodies, the improvement of existing structures and supporting initiatives to create new and updated ones, as well as providing freelance professional contracts and services to improve standards of care and life of children affected by onco-haematological pathologies.
- In the Scientific sector: contributing to scientific research, the dissemination of health culture and the development of prevention activities.
- In the Educational sector: promoting refresher courses for school staff, training activities for doctors, volunteers, parents and teachers.
- In the information sector: carrying out editorial activities, on its own or through third parties, for the printing of technical, scientific and cultural publications, and of updates, excluding the publication of newspapers.

Finally, the Association will be able to carry out fundraising activities, according to the methods and limits established by current legislation.

The Association may also carry out secondary and instrumental activities other than those of general interest indicated in this article, in compliance with the criteria and within the limits established by the decree indicated in article 6 of Legislative Decree no. 117/2017 and taking into account the set of resources used in these activities compared to those used in activities of general interest, including, in both cases, also voluntary and free resources. The different activities will be decided by the Board of Directors in accordance with the guidelines of the Members' Assembly.

In strict compliance with the provisions of the CTS and where this allows it to operate in compliance with the objectives pursued, the Association may participate or join other public and private bodies and organisations, whose aims and methods it shares, or even collaborate with them, even under an agreement.

For the general interest activity carried out, the Association can only receive reimbursement of expenses effectively incurred and documented, unless this activity is carried out as a secondary and instrumental activity within the limits set by law for Third Sector Bodies.

The Association's activities are mainly carried out in favour of third parties, making use mainly of the voluntary work of its members or of people belonging to any associated bodies. The hiring of employees and the use of self-employed or other types of work are permitted exclusively within the limits necessary for the regular functioning of the Association, or within the limits necessary to qualify or specialize the activity carried out and, in any case, within those established by law. The quality of volunteer is incompatible with any form of subordinate or self-employed employment relationship and with any other paid employment relationship with the Association to which the volunteer is associated or through which he/she carries out his/her voluntary activity. The volunteers' activity cannot be remunerated in any way, not even by any direct beneficiaries. For the activity provided, reimbursement is only possible for expenses actually incurred and documented, within maximum limits and under the conditions established by the Board of Directors. In any case, flat-rate expense reimbursements are prohibited. Volunteers are also insured against accidents and illnesses related to carrying out their activities, as well as for civil liability towards third parties; in the case of agreements with public administrations, the costs deriving from insurance coverage are borne by the public administration with which the agreement is stipulated.

# **ARTICLE 3 – SOCIAL ASSETS AND ECONOMIC RESOURCES**

The assets of the Association are initially made up of the contributions made at the time of establishment and may be increased by:

- income and interest produced by capital;
- contributions and proceeds from public bodies and private entities, as well as donations, bequests and legacies, received from anyone, intended for increasing the assets;
- surpluses and operating profits set aside.

The assets of the Association are used to carry out the statutory activities for the exclusive pursuit of civic, solidarity and socially useful purposes.

The Association draws the economic resources necessary for the functioning and carrying out of its activity from various sources, such as membership fees, public and private contributions, donations and bequests, property income and fundraising activities, as well as from various secondary and instrumental activities with respect to those of general interest referred to in Article 6 of the CTS. For revenue deriving from the activity of general interest provided by the Association, article 2, paragraph 8 of this statute applies.

The distribution, even indirectly, of profits and operating surpluses as well as funds, reserves or capital during the life of the organization is prohibited, unless the destination or distribution is required by law. Any profits, operating surpluses, funds or capital reserves must be used and reinvested for the implementation of the institutional activities envisaged by the statute and cannot be distributed, even indirectly, to members.

## **ARTICLE 4 – MEMBERS**

According to the clauses of this present statute, all natural persons can be members of the Association without distinction of sex, nationality, race, language, religion, political opinions, personal and social conditions, as well as, to the extent established by law, the ODV and the other Third Sector or non-profit organisations, which are recognized in the values of volunteering, they share the objectives of general interest of the Association and undertake to respect its statute and Code of Ethics.

The application for admission is presented, after payment of the membership fee, on a specific form prepared by the Board of Directors, in which the applicant declares to share the aims of

the Association, to know and accept its statute, the Code of Ethics and the regulations adopted, to participate in the associative life and activities of general interest of the Association, as well as to respect the resolutions and implementations measures adopted by the corporate bodies. The number of members is unlimited.

The admission of a new member is decided within sixty days by the Board of Directors following verification of payment of the membership fee. It is communicated to the interested party via e-mail and noted in the members register. If the application for admission is presented by a minor, it must be countersigned by the person holding parental responsibility. If the application comes from a person other than a natural person, it must be presented by the legal representative of the subject requesting admission.

In the event of rejection of the application, which must be motivated and communicated to the interested party, the aspiring member has thirty days from the date of receipt of the communication of the denial provision to lodge an appeal with the Members' Assembly, so that it can decide on the rejection at the first possible gathering.

The temporary nature of the associative relationship is expressly excluded. The status of member is never transferable, neither by act between living persons nor because of death causa; similarly, the membership fees paid by members are non-transferable, and cannot be re-evaluated.

Members are divided into: ordinary members, supporting members, honorary members, constituent members and voluntary members. The division of members into categories does not imply any difference between the members themselves regarding their rights towards the Association. For all members there is equal treatment, the single vote principle and effective participation in association life is guaranteed.

Ordinary members are natural persons and organizations who apply for admission to the Association, committing themselves to pursuing the purposes referred to in article 2 in accordance with the provisions of this statute. The ordinary member must pay the annual membership fee within the terms and in the manner established by the Board of Directors.

Supporting members are those who pay the specific fee established annually by the Board of Directors for this category.

Honorary members are people who have contributed, at the sole discretion of the Board of Directors, in a significant manner to the pursuit of the Association's aims. Honorary members are not required to pay any fees.

Constituent members are: parents of children affected by haematological and oncological pathologies who request it, patients and former patients who have been affected by oncological pathologies in childhood. The constituent members are not required to pay any fees.

Voluntary members are those who serve in the Association regularly registered in the volunteer register, who pay the specific fee established annually by the Board of Directors.

#### **ARTICLE 5 – LOSS OF MEMBERSHIP QUALIFICATION**

In addition to death, membership status is lost due to:

a) withdrawal;

b) forfeit due to failure to pay the annual membership fee by 31 December of the reference year;

c) exclusion:

- in the event of behavior contrary to the aims of the Association;
- in the event of persistent violations of the statutory obligations, of the Code of Ethics and of any regulations and resolutions adopted by the bodies of the Association.

Withdrawal by the member must be communicated in writing and takes effect from the moment the Association receives the relevant communication. The Board of Directors acknowledges this at the first available meeting and records it in the members' register.

A member who does not pay the annual membership fee by December 31st of the reference year will automatically be removed.

In the case referred to in paragraph 1, letter c) of this article 5, it is the Board of Directors that decides on the exclusion measure, after contesting the charges and having heard the member concerned, if requested by the member themselves. The exclusion measure must be motivated and communicated by registered letter to the interested party, who can appeal within thirty days to the Assembly, which will decide at the first possible meeting. The exclusion resolution takes effect, i.e. it determines the resolution of the bond between the member and the Association, when it is notified to the interested party. For the excluded member, the right to appeal to the judicial authorities pursuant to the third paragraph of Article 24 of the Civil Code remains unaffected.

The withdrawn or excluded member is not entitled to a refund of the membership fees paid.

#### **ARTICLE 6 – RIGHTS AND DUTIES OF MEMBERS**

Members have the right to:

- participate effectively in the life of the association and in the assemblies in the ways envisioned by this statute and any implementing regulations;
- participate, with the right to vote and, provided that they are up to date with the payment of the membership fee where due, in the Members' Assembly to elect the parts of the association bodies and participate in the election as members of the latter. In the case of legal persons or entities, the right to participate and access associative positions is recognized by their legal representatives or agents;
- request the convening of the Assembly within the terms established by this statute;
- formulate proposals to the governing bodies within the Association's programs and in reference to the purposes set out in this statute;
- be informed about the association's activity;
- examine the social records upon request to the Board of Directors and in compliance with the regulations regarding data processing. The request must be made in writing to the Board of Directors, which is granted twenty days to

make the books available and, where requested, to extract a copy at the requester's expense.

Members are required to:

- respect the statute and the Code of Ethics, the regulations and resolutions of the associative bodies;
- be up to date with the payment of the membership fee, where due;
- not carry out acts that might damage the interests and image of the Association;
- refrain from any behavior that conflicts with the mission, purposes and rules of the Association;
- participate in the life of the association and contribute, within the limits of their possibilities, to the achievement of the statutory objectives.

### ARTICLE 7 – BODIES

The bodies of the Association consist of:

- a) the Shareholders' Assembly;
- b) the Board of Directors;
- c) the President and the Vice President;
- d) the Supervisory Body, where appointed;

e) the Body responsible for statutory auditing of accounts (statutory auditing body), where appointed.

No compensation may be attributed to the members of the associative bodies, with the exception of the members of the supervisory and statutory auditing body, except for the reimbursement of expenses effectively incurred and documented for the activity performed for the purpose of carrying out the function.

#### **ARTICLE 8 – MEMBERS' ASSEMBLY**

The Members' Assembly is the sovereign body of the Association and is made up of all members who are up to date with the payment of the membership fee and have been registered in the members register for at least three months. Each member has the right to one vote and may be represented in the Assembly by another member by written proxy. Each member cannot receive more than three proxies.

The Assembly must be convened at least once a year, within the month of May, or within the month of June if particular needs require it, for the approval of the final budget. The Assembly, in any case:

a) appoints, establishing its number, and revokes the members of the Board of Directors, choosing them from among the members of the Association;

b) appoints and revokes the Supervisory Body in cases where the relevant appointment is mandatory by law or by autonomous decision of the Assembly and establishes its compensation;

c) appoints and revokes the statutory audit body in cases where the relevant appointment is mandatory by law or by autonomous decision of the Assembly and establishes its compensation;

d) approves the annual final balance sheet and the social balance sheet, where prepared;

e) decides on the responsibility of the members of the corporate bodies and promotes accountability action towards them;

f) decides on disputes relating to the exclusion of members based on what is regulated in this statute;

g) decides on amendments to the deed of incorporation or statute;

h) approves any regulations for the meeting proceedings and any other regulations brought to his attention by the Board of Directors;

i) decides on the dissolution, transformation, merger or split of the Association;

j) decides on any other topic on the agenda and on the other objects attributed by law, by the deed of establishment or by the statute to its competence.

In addition to the approval of the final budget, the Assembly is convened by the President of the Board of Directors whenever the President him/herself, or at least two thirds of the members of the Board of Directors, or one tenth of the members with the right to vote, deem it an opportune time.

The Assembly is chaired by the President of the Board of Directors or, in their absence, by the Vice President and in the absence of both, by another member of the Board of Directors elected by those present. It is up to the President of the Assembly to establish the legitimacy of members to participate in the vote, as well as to direct the discussion of the topics on the agenda. The Assembly also appoints a secretary and, if necessary, one or more scrutineers.

The calls must be made via simple letter or e-mail or fax, to be sent at least fifteen days before the date of the meeting, containing the indication of place, date and time of the meeting on both the first and second call and the list of subjects to be covered. In the absence of a call, the meetings attended in person or by proxy by all the members and the entire Board of Directors, as well as the Supervisory Body, where appointed, will be equally valid. The notice of call, containing the same information as above, must also be posted at the Association's headquarters and published on its website in the fifteen days preceding the date of the Assembly. In resolutions approving the financial statements and in those regarding their responsibilities, the directors do not have the right to vote.

The Assembly is validly constituted upon first call when at least half of the members with the right to vote are present or represented. Upon second call, which must be held at least 24 hours after the first, the Assembly is validly constituted regardless of the number of members present or represented and decides by majority.

For resolutions regarding modifications to the deed of establishment or the statute, as well as for those regarding the transformation, merger and split of the Association, the Assembly is validly constituted upon first call with the presence of the majority of members entitled to vote and upon second call, to be held at least 24 hours after the first call, with the presence of at least one third of those entitled to vote. Resolutions are taken when they are approved by at least three-quarters of those present.

To decide on the dissolution of the Association and the devolution of the assets, the favourable vote of at least three-quarters of the members is required.

The technical voting methods are established by the Assembly. Resolutions validly adopted by the Assembly are binding to all members, even absent or dissenting ones.

The possibility of the Assembly taking place with participants located in multiple places, contiguous or distant, audio/video connected via telecommunications means is permitted. In this case, the meeting is considered to be held in the place where the President of the meeting is located and where the secretary must also be located, in order to allow the drafting of the minutes, signed by both. Furthermore, all participants must be able to be identified and must be allowed to follow the discussion, to intervene in real time in the discussion of the topics addressed and to receive, transmit or view documents. In the event of meetings held via telecommunications, the presidency is assumed by the Councilor elected by those present.

The resolutions of the Assembly must be noted in specific minutes drawn up by the Secretary designated by the Assembly and signed by them and by the President of the Assembly itself. The Association keeps the minutes book of the Members' Assembly, in which all the resolutions passed by the Members' Assembly are kept in chronological order and signed.

## **ARTICLE 9 – BOARD OF DIRECTORS**

The Association is administered by a Board of Directors made up of members of the Association or of people indicated, among its members, by the associated legal bodies and is composed of a minimum of five and a maximum of nine members, elected by the Assembly, who remain in office for three years and can be re-elected. The Board of Directors expires with the approval of the budget relating to the third financial year of the office. The provisions of article 2382 of the civil code apply.

The Board of Directors, during the first meeting, appoints the President and the Vice President from among its members.

In the event of termination of a member, he or she is replaced by the first person excluded from among those designated in the previous election. If there are no designated members, the Council remains in office until the next Assembly which will have to appoint the new director, unless the number of directors, following the termination, has been reduced below the minimum, in which case the Assembly must be convened within forty-five days for the appointment of the new member. In all cases, the new director remains in office for the remaining period during which the departing director would have remained in office. If the majority of members of the Council is lacking, it will be considered lapsed and it will be necessary to re-elect it. In this case, the members remaining in office must immediately convene the Members' Assembly for the election of a new Board of Directors.

The following functions are attributed to the Board of Directors:

a) management of the Association, in relation to the directions received from the Assembly and the purposes set out in the statute, both for ordinary and extraordinary administration;

b) identification of activities other than those of general interest referred to in article 2 of this statute;

c) drafting of the final budget to be presented to the Assembly for approval;

d) preparation of the social balance sheet, where required by law or if deemed appropriate;

e) determination of the annual membership fee;

f) setting the maximum limits and conditions to be observed for the purposes of reimbursement of expenses effectively incurred and documented for the activity carried out by volunteers for the Association;

g) admission of new members to the Association and adoption of exclusion measures;

h) appointment of the Parents' Advisory Committee;

i) setting the dates for convening the Shareholders' Meeting;

j) drafting of any internal regulations to be submitted for approval to the Shareholders' Meeting.

The Board of Directors can delegate part of its powers to the President, the Vice President and the Board members and appoint a secretary and/or a treasurer among its members, setting the limits of the delegations attributed in the appointment act. The Board of Directors also has the right to assign to one or more of its members the performance of certain acts in the name and on behalf of the Association. The power of representation attributed to directors is general. The limitations of the power of representation that do not appear in the Single National Register of the Third Sector cannot be enforced against third parties.

The Board of Directors is convened by the President whenever he/she deems it appropriate or whenever a request is made by at least one third of the Board members. The convocation is made by hand, simple letter or fax or e-mail, containing the indication of place, date and time of the meeting and the list of matters to be discussed, sent to all directors at least five days before the meeting. In case of urgency, the notice period for the purpose of convening the meeting may be reduced to forty-eight hours. Even in the absence of the aforementioned formalities, the Board is validly constituted and able to pass resolutions if all its members and at least one member of the Supervisory Body, where appointed, are present. Those who, without justified reason, are absent from three consecutive Board meetings will lose their position as members of the Board of Directors.

In addition to the Director General, individuals, even those outside the Association, with particular expertise on matters covered by the Board's resolution, may be invited to Board meetings, in order to allow Board members direct documentation before taking the decisions for which they are responsible.

The Board of Directors is chaired by the President or, in case of their absence or impediment, by the Vice President; in their absence, upon designation of those present, by another member of the Board of Directors.

The Board is validly constituted if at least half of its members are present and its resolutions are adopted with the favourable vote of the majority of those present, with the exception of extraordinary administration resolutions, for which the favourable vote of the majority of active Board members is required. Minutes must be drawn up for each meeting and signed by the chairperson and secretary of the meeting.

The possibility that meetings of the Board of Directors take place with participants located in several places, contiguous or distant, audio/video connected via telecommunications means is permitted. In this case, the meeting is considered to be held in the place where the President of the meeting is located and where the secretary must also be located, in order to allow the drafting of the minutes, signed by both. Furthermore, all participants must be able to be identified and must be allowed to follow the discussion, to intervene in real time in the discussion of the topics addressed and to receive, transmit or view documents. In the event of meetings held via telecommunications, the presidency is assumed by the member elected by those present.

#### **ARTICLE 10 – PRESIDENT AND VICE PRESIDENT**

It is the President's responsibility to convene and preside over the Assembly and the Board of Directors, supervise the functioning of the Association and ensure compliance with the statutory purposes, represent the Association in court and before third parties, and ensure the execution of the Board's resolutions.

The President can also take ordinary and extraordinary emergency measures within matters of expertise of the Board to guarantee the functioning of the Association, and communicates them for ratification to the Board itself in the first subsequent meeting.

The President can delegate individual faculties and grant power of attorney to another member of the Board of Directors, or to third parties, with the approval of the Board itself.

The Vice President replaces the President in the event of their absence or impediment, in this case exercising the legal representation of the Association.

#### **ARTICLE 11 – CONTROL BODY**

The Association is required to equip itself with a supervisory body, even monocratic, in the cases provided for by Legislative Decree no. 117/2017.

Article 2399 of the Civil Code applies to the members of the Supervisory Body. and they must be chosen from among the categories of subjects referred to in article 2397, second paragraph of the Civil Code. In the case of a collegial supervisory body, the aforementioned requirements must be possessed by at least one of the members.

The Supervisory Body remains in office for three financial years, supervises compliance with the law and the statute and compliance with the principles of correct administration, as well as the adequacy of the organisational, administrative and accounting structure and its concrete functioning. It may also exercise, upon exceeding the limits set out in article 31, paragraph 1 of Legislative Decree no. 117/2017, the legal audit of accounts. In this case the control body is made up of legal auditors registered in the appropriate register.

The Supervisory Body also carries out tasks of monitoring compliance with civic, solidarity and social utility purposes and certifies that the social budget has been drawn up in compliance with the guidelines. The social report acknowledges the results of the monitoring carried out by the Control Body.

The members of the Supervisory Body may at any time proceed, even individually, with inspection and control actions, and to this end may ask the administrators for information on the progress of social operations or on certain affairs.

The appointment of the Supervisory Body is in any case mandatory when two of the following limits are exceeded for two consecutive financial years:

- a) total balance sheet assets: 110,000 euros;
- b) revenues, income, proceeds, income however denominated: 220,000 euros;
- c) employees employed on average during the financial year: 5 units.

The appointment obligation ceases if, for two consecutive financial years, the aforementioned limits are not exceeded. In the event of a change by law in the aforementioned limits, the previously established provisions will apply.

The appointment of the Supervisory Body is also mandatory when designated assets have been established.

#### ARTICLE 12 – LEGAL AUDIT BODY

Except as provided for in paragraph 3, second sentence, of the previous article 11, the Association is required to appoint a statutory auditor or a statutory auditing company registered in the appropriate register when two of the following are exceeded for two consecutive financial years limits:

a) total balance sheet assets: 1,100,000 euros;

b) revenues, income, proceeds, income however denominated: 2,200,000 euros;

c) employees employed on average during the financial year: 12 units.

The appointment is also mandatory when assets earmarked pursuant to article 10 of Legislative Decree no. 117/2017 have been established. The audit body remains in office for three financial years.

The obligation referred to in the previous paragraph ceases if, for two consecutive financial years, the aforementioned limits are not exceeded. In the event of a change by law in the aforementioned limits, the previously established provisions will apply.

## **ARTICLE 13 – HONORARY PRESIDENT**

The Assembly, upon proposal of the Board of Directors, can appoint an Honorary President, without the powers of representation and administration, who will remain in office for three financial years and will be re-electable and must be chosen outside the members of the Administrative Body.

The Honorary President may be asked to participate in meetings of the Board of Directors with consultative functions and without the right to vote. They can also raise awareness and stimulate the Board of Directors towards initiatives that they deem appropriate for the purposes of the Association.

## **ARTICLE 14 – PARENTS' ADVISORY COMMITTEE**

The Board of Directors may appoint a Parents' Advisory Committee, determining its number and composition, made up of parents of children or adolescents who are or have been affected by an onco-haematological disease, with the task of formulating proposals and initiatives to be brought to the attention of the Board and to express non-binding opinions on topics and problems brought to its attention by the Board itself and/or by the President of the Association.

The Parents' Advisory Committee remains in office for the same period in which the Board of Directors that elected it remains in office and appoints from among itself, by an absolute majority of its members, a coordinator, who can be invited to the meetings of the Board of Directors.

The Board of Directors may define by regulation the functioning of the Parents' Advisory Committee.

#### **ARTICLE 15 – DIRECTOR GENERAL**

The Director General is chosen by the Board of Directors, whose will he/she expresses and decisions he/she enforces. He/she has the task of coordinating the Association's activity.

The Director General may be called to participate in the meetings of the Board of Directors and is responsible for formulating programs and proposals, for ensuring the execution of the resolutions of the Board of Directors, for providing it with data for the preparation of the final budget and the social budget, as well as monitoring the financial situation of the Association. Under the directives of the Board of Directors, he/she provides the notice of resolutions to the interested parties, supervises the good performance of the services provided, supervises the work carried out by staff by taking care of the organization of human resources, coordinates and optimizes the operational and project activities of the Association, takes care of relationships with external stakeholders and institutions in kind and collaborates with the Association's bodies for the smooth running of the association.

The Director General may be granted special powers and spending capacity within the limits established by the Board of Directors.

## **ARTICLE 16 – FINANCIAL STATEMENTS AND SOCIAL STATEMENTS**

The financial year begins on January 1st and ends on December 31st of each year.

The financial statements are prepared by the Board of Directors and approved by the Assembly pursuant to article 8, paragraph 2 of this statute. A copy of the financial statements is made available to members.

The financial statements consist of the balance sheet, the management statement, with an indication of the income and expenses, and the mission report, which illustrates the budget items, the economic and management performance of the Association and the methods of pursuit of the statutory purposes. In the event that the Association achieves revenues, however denominated, of less than 220,000 euros, instead of what was foreseen in the previous period, the budget can be drawn up in the form of a cash statement. The Board of Directors documents the secondary and instrumental nature of the activities referred to in article 6 of Legislative Decree no. 117/2017, depending on the case, in the mission report or in a footnote of the cash flow statement or in the supplementary note to the financial statements. In any case, the use of reporting forms other than those indicated above is always permitted, where this is permitted by the laws in force at the time. The Financial Statement is drawn up in compliance with the rules of the Third Sector Code and related implementing provisions and is filed and published within the terms and in the manner established by law, in the Single National Register of the Third Sector.

Upon the occurrence of the conditions provided for by article 14 of Legislative Decree no. 117/2017, or if deemed appropriate, the Association draws up the social balance sheet and implements all the obligations required by the Third Sector Code.

## **ARTICLE 17 - MANDATORY ACCOUNTING RECORDS AND SOCIAL BOOKS**

In addition to the register of volunteers, where volunteers who carry out activities on a nonoccasional basis must be registered and to the accounting records referred to in articles. 86 and 87 of Legislative Decree no. 117/2017, the Association holds:

a) the members' register;

b) the book of meetings and resolutions of the Assemblies, in which the minutes drawn up by public deed must also be transcribed;

c) the book of meetings and resolutions of the Board of Directors and, where appointed, of the Supervisory Body and any other corporate bodies.

Members have the right to view the records in compliance with the regulations regarding data processing, in the manner established in article 6, paragraph 1 of this statute.

## **ARTICLE 18 – DISSOLUTION**

In the event of dissolution of the Association, the Assembly appoints one or more liquidators and establishes the methods of liquidation, as well as the destination of the residual assets. In the event of extinction or dissolution, the residual assets are donated, subject to the positive opinion of the competent regional office of the Single National Register of the Third Sector, where established, or of the body responsible for this purpose, to other third sector bodies, in compliance with what has been established by a specific resolution adopted for this purpose by the Assembly, and unless otherwise required by law.

## **ARTICLE 19 – REFERRAL AND APPLICABLE RULES**

For anything not expressly provided for in this statute, reference is made to the provisions contained in Legislative Decree no. 117/2017 and related implementation provisions and related rules, with particular reference to the rules dictated for Volunteer Organizations, articles 14 and pertaining to the Civil Code regarding associations and other laws determining on the matter.