

**STATUTE**  
**of the NON-PROFIT ORGANISATION OF SOCIAL UTILITY - ONLUS**  
**“CENTRO STUDI PER LA PACE”**  
**(Centre for Peace Studies)**

**Article 1 – Constitution**

The Association named “Centro Studi per la Pace” (CSP) – non-profit organisation of social utility (in short, Onlus), hereafter referred to as Association, is hereby constituted.

The Association:

- shall pursue solely social purposes;
- shall perform only the activities indicated in article 4 and those directly related;
- shall not distribute, even indirectly, profits, operating surpluses, funds, reserves or capital during its existence, unless the destination or distribution is imposed by law or made in favour of other non-profit organisations of social utility which, by law, statute or regulation, are part of the same unitary structure;
- shall use profits or operating surpluses for the realisation of institutional activities and those directly related;
- in the event of termination for any reason, shall donate the assets of the organisation, after consulting the monitoring authority, to other non-profit organisations or those with social utility purposes, unless otherwise imposed by the law.

What is indicated in the previous paragraph shall follow the limits and conditions laid down in Legislative Decree Dec.4<sup>th</sup> 1997, No. 460.

**Article 2 - Registered head office**

The registered head office of the Association is at Via Colle dell’Ortica n°21, Demonte (CN) – Italy.

The Board of Directors has the faculty to set up and to remove any secondary offices, delegations and branch offices throughout the national territory, and may transfer the registered head office elsewhere within the city it is already in or to other cities.

The Association is based on organizational norms inspired by the constitutional principles and by criteria of administrative transparency.

**Article 3 – Duration**

The duration of this Association is established until December 31<sup>st</sup> 2050. The Assembly may extend the duration or even tacitly allow open-ended continuation.

Annual membership dues are to be paid within the approval period of the annual report.

## **Article 4 – Activities**

The Association has the sole purpose of ensuring social solidarity, performing its activities in the field of charity through the development of a scientific and humanistic culture that analyses the political, social, economic and cultural foundations of peace. It also seeks out the structural and root causes of conflicts, convinced that the responsibility towards future generations should, in this context, be reflected in conscious work towards acquiring greater knowledge and better prevention, this being a commitment of vital importance and urgency for Education on peace through the creation of value, and Education on nonviolence in favour of those communities of disadvantaged individuals in Italy and overseas pursuant to Legislative Decree 460/97.

Specifically, the Association aims to:

- a. respect the Earth and life in all its diversity;
- b. take care of the living community with understanding, compassion and love;
- c. build democratic societies that are just, participatory, sustainable and peaceful;
- d. secure Earth's bounty and beauty for present and future generations;
- e. protect and restore the integrity of the Earth's ecological systems, with special concern for biological diversity and the natural processes that sustain life;
- f. prevent harm as the best method for environmental protection, and, when knowledge is limited, apply a cautionary approach;
- g. adopt patterns of production, consumption and reproduction that safeguard the Earth's regenerative capacities, human rights and community well-being;
- h. develop the study of ecological sustainability and promote the open exchange and wide application of all the knowledge acquired;
- i. eradicate poverty as an ethical, social and environmental imperative;
- j. ensure that economic activities and institutions at all levels promote human development in an equitable and sustainable manner;
- k. affirm gender equality and equity as prerequisites to sustainable development, and ensure universal access to education, health care and economic opportunities;
- l. uphold the rights of everyone, without discrimination, to a natural and social environment capable of sustaining human dignity, bodily health and spiritual well-being, with particular concern for the rights of indigenous peoples and minorities;
- m. strengthen democratic institutions at all levels and provide transparency and accountability in governance, ample involvement in decision-making and access to justice;
- n. incorporate into formal education and life-long learning the knowledge, values and skills needed for a sustainable way of life;

- o. treat all living beings with respect and consideration;
- p. promote a culture of tolerance, non-violence and peace.

It is forbidden for the Association to perform activities other than the above institutional ones, with the exception of activities directly related and in compliance with the conditions and limits of art.10, paragraph 5 of Legislative Decree Dec.4<sup>th</sup> 1997, No. 460.

## **Article 5 – Members**

The Association is composed of:

- its founders;
- people who, driven by the spirit of solidarity, share the goals of the institution and who pay membership dues should these be established by the Assembly;
- people and public or private institutions that have acquired particular merits in the assistance of and towards the Association;

Therefore, members are those who subscribe to this statute and those who request to do so and whose application for membership is accepted by the Board of Directors.

The Board of Directors is the body that shall decide on the applications for admission of new entrants.

In the application for membership, the candidate member declares to unreservedly accept the statute of the organisation.

Membership begins on the date of resolution of the Board of Directors that shall examine the applications of new members during the first meeting following the date of presentation for ratification by the General Assembly.

All members have equal rights and shall be treated equally within the Association.

This statute excludes any form of temporary involvement in the social life of the Association.

The number of members is unlimited.

Membership dues may not be transferred and cannot be revalued.

The rules regarding relationships and modalities within the Association apply to all its members alike.

## **Article 6 - Rights and obligations of members**

All members have the right to:

- attend assemblies (if in compliance with the payment of the annual membership dues);
- vote directly or by proxy at assemblies for approval of or amendments to the statute/regulations and for the appointment of the institution's governing bodies;
- participate in the activities promoted by the organisation;
- make use of all the services of the organisation;
- be informed of the plans with which the organisation intends to carry out its social purposes;
- withdraw from organisation membership;
- resign at any time;

Members are obliged to:

- comply with the provisions of this statute;
- pay their dues in the amount set by the Board of Directors;
- maintain a conduct consistent with the purposes of the organisation;
- carry out the activities agreed upon in advance;
- contribute to achieving the goals of the organisation and carry out their work, in the agreed manner and within the agreed time in compliance with the purposes of the organisation;

## **Article 7 - Membership withdrawal**

Membership shall be withdrawn as a result of:

- voluntary resignation;
- failure to pay membership dues for 2 years;
- voluntary renunciation to be communicated to the President in writing;
- death or loss of ability to act for individuals and extinction for institutions;
- incompatibility decided by the Board of Directors following consultation with the Board of Arbitrators;
- supervening impossibility to perform the scheduled activities, in which case the Arbitration panel shall decide definitively.

## **Article 8 - Economic resources**

The Association draws its economic and financial resources from:

- contributions and donations from members (e.g. annual dues, etc.);
- private contributions;
- contributions from public and private institutions, aimed solely at supporting specific and documented activities or projects;
- contributions from international organisms;
- bequests and bequeathed donations;
- refunds arising from agreements;
- revenue deriving from marginal commercial and production activities;

- proceeds deriving from its own initiatives;
- rents from movable or immovable properties received by the Association in any capacity.

Funds shall be deposited with the bank established by the Board of Directors.

Every financial transaction shall have the joint signatures of the President and the Secretary.

Membership dues are defined annually by the Executive Committee.

The Association may also receive legacies and bequests prior acceptance by the Board of Directors, with the benefit of inventory, establishing procedures and times of utilisation of the assets received and their annuities exclusively in accordance with the purposes provided for in the constitution or the statute.

## **Article 9 – Bodies**

The bodies of the Association are:

- the Assembly;
- the Board of Directors;
- the President;
- the Board of Auditors (if constituted);
- the Arbitration Board (if constituted).

## **Article 10 – Assembly**

The Assembly consists of all the members. It shall meet:

- ordinarily, once a year;
- in extraordinary session, whenever the President deems it necessary.

The President shall convene the Assembly at least 15 (fifteen) days before the date established for the meeting upon written notice (by express or registered mail, telegram, fax, e-mail) with provision of the agenda indicating the issues to be discussed. The meeting may also be called at the request of at least one third of the members.

The Assembly is to be held within 30 (thirty) days from the convocation.

The first call of the Assembly is duly constituted with the presence of half plus one of the attendant members or by proxy to be assigned to another member. The second call of the Assembly is duly constituted regardless of the number of attendant members or by proxy.

Each member is entitled to one vote. Each is entitled to attend the Assembly and to vote all the members that have regularly paid the membership dues for the current year.

No member may hold more than two proxies.

The decisions of the Assembly shall be adopted by simple majority of the attendance, except as provided in article 19.

The Assembly has the following tasks:

- elect the members of the Board of Directors;
- elect the members of the Board of Auditors, if constituted;
- approve the work programme proposed by the Board of Directors;
- approve the provisional budget;
- approve the final budget;
- approve and draft requests for modifications to the statute set forth in article 19;
- establish the amount of dues and contributions to be paid by the members.

## **Article 11 –Board of Directors**

The Board of directors is elected by the Assembly and is composed of a minimum of 3 (three) to a maximum of 5 (five) members.

The Board of Directors is to meet once every 6 (six) months.

The meetings shall be convened by the President at least 15 (fifteen) days before the date established, upon written notice (express letter or registered mail, telegram, e-mail) with the agenda indicating the issues to be discussed.

Convocation may occur also at the request of at least one third of the members, in which case the President must ensure, in the manner described above, the convocation within 15 (fifteen) days of the receipt of the request and the assembly must be held within 25 (twenty-five) days from the convocation.

The Board of Directors is duly constituted:

- in the first call, with the presence of half plus one of its members;
- in the second call, with the presence of at least one third of its components.

The Board of Directors has the following tasks:

- elect the President and Vice President;
- recruit staff;
- appoint the Secretary and Treasurer;
- lay down the rules for the functioning of the Association;

- submit the annual provisional and final budgets to the approval of the Assembly;
- establish the work programme in accordance with the guidelines contained in the general programme approved by the Assembly, promoting and coordinating its activities and authorising its expenditure;
- accept or reject the applications of prospective members;
- ratify, in the first useful session, the measures falling within its jurisdiction adopted by the President on grounds of necessity and urgency;
- appoint the component of the Arbitration Board attributable to the Association.

## **Article 12 - President and Vice President**

The President and Vice President are elected by the concurred majority of the members of the Board of Directors.

The President is legally binding on third parties and in legal proceedings.

The President convenes and chairs the meetings of the Assembly and of the Board of Directors.

In case of necessity and urgency, the President shall take the measures of competence of the Board of Directors, submitting them to ratification in the first useful meeting.

In case of absence, impediment or cessation, the functions of the President shall be performed by the Vice President.

## **Article 13 - Secretary and Treasurer**

The Secretary shall assist the President and has the following tasks:

- ensure the keeping and updating of the register of members;
- deal with correspondence;
- be responsible for drafting and keeping minutes of meetings of the governing bodies;
- prepares the outline of the cash flow statement (budget) to be submitted to the Board of Directors within the month of February of each year;
- deposit the cash flow statement prepared by the Board of Directors at the head office of the Association within 15 (fifteen) days prior to the session of the Assembly for all members to consult;
- retain all register and accounting documentation of the Association;
- ensure the collection of revenue and payment of costs in accordance with decisions of the Board of Directors;
- head personnel.

## **Article 14 - Board of Auditors (if constituted)**

The Board of Auditors consists of three standing auditors and two extra auditors; It is elected by the Assembly and it elects its President internally.

The Board shall exert the powers and functions set out in articles 2403 et seq. of the Civil Code.

It acts:

- on its own initiative;
- at the request of one of the Association bodies;
- or on the written and signed recommendation of even a single member.

The Board shall provide the Assembly with an annual report written, signed and distributed to all the members

### **Article 15 - Arbitration Board (if constituted)**

In case of disputes:

- between the Association bodies;
- between the Association bodies and members;
- between the members

It shall be necessary to consult an arbitration panel consisting of three friendly composer arbitrators who shall judge “ex bono ed aequo” without procedure formalities, unless contradictory, within 60 days of the appointment

Their resolve shall have the effect of an agreement directly reached between the parties.

One arbitrator is appointed by each of the parties and the third by the first two or, failing agreement, by the President of the Court of Appeal of Turin who shall also appoint the arbitrator for the party that has failed to do so.

### **Article 16 - Term of office**

The offices have a term of 3 (three) years and may be reconfirmed.

The substitutions and collaborations carried out over the three-year term expire at the end of the same three-year period.

### **Article 17 - Membership due**

The Assembly shall arrange to define the due to be paid by members.

The membership due is:



- annual;
- not divisible;
- not repeatable in the event of withdrawal or loss of membership.

Members who do not comply with the payment of dues can participate neither in Assembly Meetings nor in the activities of the Association.

They are not considered voters and cannot be elected to the Board.

### **Article 18 - Budget or statement of accounts**

The fiscal year begins on January 1<sup>st</sup> and ends on December 31<sup>st</sup> of each year.

The Board of Directors shall prepare an annual cash flow statement (budget) that is to be approved by the Assembly by April 30<sup>th</sup> of each year.

Any form of distribution, even indirect, of operating incomes and surpluses, as well as of funds, reserves and capital during the life of the organisation is forbidden, except where required or permitted by law and, however, in compliance with article 10, paragraph 6 of Legislative Decree Dec.4<sup>th</sup> 1997, No. 460.

The Statement must clearly represent the economic, accounting, equity and financial position of the Association.

### **Article 19 – Amendments to the Statute**

Proposals for amendments to the statute and constitutive act may be presented to the Assembly by one of the bodies or by at least five members.

The relative resolutions are to be approved by the Assembly with the favourable vote of the absolute majority of the members.

### **Article 20 - Rules of court**

For matters not covered in the current statute, the rules laid down by the Civil Code and by Legislative Decree Dec.4<sup>th</sup> 1997, No. 460, are to be observed.

Demonte (CN) 06.03.2013

Read, approved and signed.

THE SECRETARY

THE PRESIDENT

