

## **Bellevue Association, Public officials together for Europe**

### **ASSOCIATION STATUTE**

**Article 1 - Name - location - duration** - It is constituted, pursuant to the articles 14 and following of the Civil Code, the Association called "BAFE, Bellevue Association, Public servants together for Europe". The Association has its registered office in Gibellina (Trapani), via Ruggero Settimo 16 C / O Giuseppe De Simone. The Association has an unlimited duration.

**Article 2 - Scope** – The Association is non-profit and carries out its statutory purposes within the territory of the European Union. The Association can establish local secondary offices, at provincial or regional level

**Article 3 - Purposes of the Association** - The Association has the purpose of designing, developing and communicating projects, meetings, publications, knowledge transfer, training, coaching and tutoring activities in the field of international public administration, governance, international cooperation and political decision-making and strategy. The aims of the Association are to promote international development cooperation and international spirituality / aptitude and tolerance in all areas of culture and international cooperation. The Association aims to provide a balanced representation of the European national public administration with particular attention to international cooperation within administrative structures and governance. In particular, the Association aims to achieve its goals:

- Promotion of mentoring and tutoring activities within the public civil administration staff within an international cooperation framework.
- Organize annual meetings between civil servants from different areas of the public administration, specialists and managers by having open debates on relevant issues related to the values of social cohesion in Europe and which will be available to its members and associations, foundations and other interested parties.
- Provide its members and interested parties with information on relevant developments in the field of international public administration cooperation and any other European thematic area of interest through publications, blogs and platforms or any other means of dissemination established by the Association.
- Promote and develop the transfer of knowledge within its members and to interested parties with the public administration in order to ensure regular cooperation between the public administration of different EU Member States and other foreign countries.
- Collaboration with the members of the Association, other associations, public bodies and experts in the sectors concerned to organize seminars and training events to respond to the need for competence-oriented training in the field of the interests and aims of the Association.
- Representing its members to the public through proactive public relations, public and private events and marketing.
- The association, in the framework of the responsibilities defined by the statute, can request funds to develop its activities on behalf of its members. The Association cannot carry out activities other than those listed above, except for those instrumental or ancillary to those of the statute, as they are supplementary to the same

**Article 4 - Members** - All those who share the goals set by the Statute and want to give their personal and / or financial contribution to pursuing them can be part of the Association. Anyone who wants to join the Association must:

- submit a written application, on which the Governing Council decides with a majority;
- declare to accept the rules of the Statute and of the eventual implementation regulation;
- pay the annual fee set by the Board of Directors. Failure to admit must be motivated. The members are founders, ordinary, honorary;
- the founding members are those who participated in the establishment of the Association;
- ordinary members are all those who subsequently adhere to the establishment of the Association, upon presentation of a specific written request and relative admission;

- honorary members are declared as such by the Board of Directors for having carried out particularly significant activities for the life of the Association or for notoriety and particular merits. All members are entitled to:

- participate in all the activities promoted by the Association;
- apply to fill the association's offices;
- participate in Assemblies with voting rights. All members have the following obligations:
- observe the Articles of Association as well as any implementing regulations and resolutions passed by the corporate bodies in compliance with the provisions of the articles of association;
- collaborate with the corporate bodies for the realization of the association purposes;
- refrain from undertaking initiatives that conflict with the aims of the Association;
- pay the membership fee in the manner and terms set by the Board of Directors.

**Article 5 - Loss of membership status** - Members cease to belong to the Association for withdrawal, forfeiture, exclusion and for reasons of death. The member can withdraw from the Association at any time if he has not taken on the obligation of being part of it for a specific time; the withdrawal must be communicated in writing to the Board of Directors and takes effect at the end of the current year, provided it is done at least three months before. The member who automatically fails to comply with the payment of the annual membership fee in the terms indicated to him does not automatically give notice. The exclusion is deliberated by the Assembly for serious reasons and after disputing them, with the assignment of a term of thirty days for the formulation of any counter-arguments. In particular, the exclusion can be deliberated if the member: • has seriously and morally and materially damaged the Association; • has not seriously complied with the provisions of the bylaws, internal regulations or resolutions passed by the corporate bodies. The associate can appeal to the judicial authority within six months from the day on which the resolution was notified to him. Associates who have withdrawn or been excluded or who have ceased to belong to the Association cannot repeat the contributions paid and have no right to the assets of the Association.

**Article 6 - Corporate Bodies** - The Bodies of the Association are: • the Assembly; • the Board of Directors; the • President; • the Treasurer. The associative positions are covered free of charge except for the reimbursement of expenses incurred in the name and on behalf of the Association, previously authorized by the Board of Directors and adequately documented.

**Article 7 - Assembly** - The Assembly is the sovereign body of the Association. All members in good standing with the payment of the annual membership fee are entitled to attend ordinary and extraordinary Assemblies. The Ordinary Assembly addresses all the activities of the Association and in particular:

- approves the general lines of the program of activities for the social year;
- approves the budget by 31/12 of each year and by April of each year the final balance of the previous year;
- elects the members of the Board of Directors;
- elects the Treasurer;
- decides the regulations and their modifications;
- decides on all matters relating to the management of the Association that the Board of Directors will consider to submit to them;
- decides on the exclusion of members;
- resolves to participate in Entities, companies and other bodies with similar or instrumental statutory purposes for the achievement of the corporate purposes;
- decides on any other matter reserved to it by law or by the Articles of Association.

The Assembly must be convened by the President of the Association in such a way as to guarantee personal and direct knowledge by the members. The calls must be made by written notice sent by email, containing the topics on the agenda, to be sent to the individual members at least fifteen days before the date set for the meeting. In the absence of written convocation, the meetings in which all the members participate in person will be equally valid.

The ordinary Assembly is convened by the President of the Executive Council at least once a year for the approval of the budgets and whenever the President himself or at least 1/3 of the members of the Board of Directors or 1/10 of the associates deem it opportune. In the resolutions approving the financial statements and in those concerning their responsibility, the directors cannot vote. If specific problems need to be addressed, professionals and external experts can participate in the Assembly, without the right to vote. The Extraordinary Assembly, to be called in the manner prescribed for the ordinary one, resolves regarding the statutory modifications, the dissolution of the Association and the devolution of the patrimony that should remain after the liquidation phase.

The Assembly, both ordinary and extraordinary, is chaired by the President of the Board of Directors or, in his absence, by the Vice President or, in the absence of both, by the most senior member of the Board of Directors. The ordinary Assembly is validly constituted on first call when at least half of the members are present or represented. On second call, to be held after at least 24 hours have elapsed from the first, the Assembly is validly constituted regardless of the number of members present or represented. The resolutions of the ordinary Assembly are taken with the favorable vote of the majority of those present.

For statutory changes the Extraordinary Assembly is validly constituted with the presence of 3/4 of the members and the deliberations are taken with the favorable vote of the majority of those present. To decide the dissolution of the Association and the devolution of the patrimony the favorable vote of at least three quarters of the members. Each member can be represented in the Assembly by another member, by written proxy.

Each member cannot represent more than five members. Members cannot participate in the voting on matters concerning their interests and, in any case, in all cases where there is a conflict of interest. The minutes of the meeting, containing the resolutions adopted, must be signed by the Secretary and by the President, and brought to the attention of the shareholders with suitable methods, even if not present. The aforementioned minutes are reported by the secretary in the specific minutes book. The resolutions validly adopted by the Assembly oblige all members even if absent, dissenting or abstaining.

**Article 8 - Board of Directors** - The Board of Directors is composed of n. 3 members, elected by the Assembly of members. The Board of Directors remains in office for 3 years and its members can be re-elected for another term. Exclusively members of age who are up-to-date with the payment of the membership fee may participate. The Board of Directors appoints internally the President, the Vice President and the Secretary. In the event that, due to resignation or other cause, one or more members of the Board are missing, the Assembly may provide for their replacement by appointing the first of the non-elected and the new nominated remain in office until the entire Board expires. At the natural expiry date or in the event that more than half of the members of the Board are not present, the Assembly must appoint the new Board within a maximum period of 3 months. The Executive Council is an executive body and is endowed with all the powers of ordinary and extraordinary administration that are not up to the Assembly and within the limits of what is established annually by the same. The Board of Directors has the following tasks:

- take care of the execution of the resolutions of the Assembly;
- draw up the social activity programs required by the Statute on the basis of the lines approved by the Shareholders' Meeting;

- prepare the financial statements to be submitted to the Assembly for approval;
- appoint from among its members the President, the Vice-president, the Secretary;
- deciding on applications for new memberships;
- pronounce the forfeiture of the councilor who, without justified reason, does not attend three consecutive sessions;
- fix the annual membership fee for the Association;
- decides on disputes that may arise between members, between them and the Association or its organs. It is possible to appeal to the ordinary judge against the judgment of the Council.

The Board of Directors is chaired by the President; in the event of his absence by the Vice-president and, in the absence of both, by the oldest Director. The Board is convened whenever the Chairman deems it appropriate or when at least 1/3 of the members so request. It takes its own resolutions with the presence and favorable vote of the majority of its members, who have only one vote. In the event of a tie, the vote of the President prevails. Delegation is not permitted within the Board. Of every meeting of the Board of Directors must be drafted a special report by the Secretary who must sign it together with the President; the minutes are reported in the specific report book of the Board of Directors.

**Article 9 - President** - The President has the task of presiding over the Assembly of members and the Board of Directors, coordinating the work. The President is given the legal representation of the Association before third parties and in court, takes care of the implementation of the resolutions of the Assembly and the Council, coordinates the activities of the Association. In case of necessity and urgency the President can exercise the powers of the Board of Directors and adopt measures, reporting them promptly and in any case at the next meeting, for ratification. In the event of his absence or impediment, his duties fall to the Vice President.

**Article 10 – Treasurer** - The Treasurer is appointed by the Assembly of members from members or third parties who are in possession of adequate economic and accounting skills and cannot be simultaneously a member of the Board of Directors. He/her remains in office for 3 years and are not re-eligible and has the task of checking the administrative / accounting management quarterly, of examining the financial statements beforehand, of drawing up a report accompanying them. The -. (Treasurer) has the right to participate in meetings of the Board of Directors without the right to vote. Its activity must be shown in a specific report reported in the register of minutes in which the reports to the financial statements must also be reported.

**Article 12 - Assets of the Association** - The patrimony of the Association is indivisible and consists of:

- from the initial endowment fund indicated in the memorandum of association, which amounts to € 50, of which € 50 are unavailable;
- from any real estate, registered furniture and furniture that will become property of the Association or that can be purchased and / or acquired from bequests and donations;
- contributions, disbursements, legacies and donations from public and private bodies and entities;
- any reserve funds set up with budget surpluses.

**Article 13 - Economic resources** - The Association draws the economic resources for its operation from:

- annual membership fees;
- contributions from members and / or private individuals;
- contributions from the State, public bodies and institutions;
- contributions from international organizations;
- income deriving from the assets referred to in Article 11;

- reimbursements deriving from agreements;
- income deriving from commercial and marginal production activities for which a special separate register must be set up in the accounts)

All receipts and any operating surpluses are destined exclusively to achieve the aims of the association

**Article 14 - Financial statements** - The Association's financial year begins on January 1st and ends on December 31st of each year. The Board of Directors draws up the final balance sheet, from which the assets, contributions or bequests received and the expenses incurred must appear, and submits it to the approval of the Assembly of members within the month of April. The Board of Directors draws up the budget, which must contain the forecasts of income and expenditure, and submits it to the approval of the Assembly by 31/3. It is forbidden to distribute profits or surpluses to shareholders, as well as funds, reserves or capital, even indirectly.

**Article 15 - Liquidation and transfer of assets** -

The dissolution of the Association and the devolution of the assets are arranged by resolution of the Assembly approved with the favorable vote of at least 3/4 of the members.

Any residual assets, once the liquidation procedure carried out in accordance with the provisions of the Civil Code (art. 11 et seq.) Has been completed, will be devolved to other Bodies / Institutes having the same or similar purposes and operating in the territory.

**Article 16 - General provisions** -

For all matters not expressly provided for in this statute, the provisions of the Civil Code and other relevant laws apply.

Signed:

*Giuseppe De Simone*

*Mónica Redondo Álvarez*

*David Gonzalez Martinez*

*Maria Inmaculada Navarro Perez*