

STATUTE OF THE ASSOCIATION

Article 1

Constitution

The association “Centro Laici Italiani per le Missioni” Ce.L.I.M., is a Non-Government Organization of International Cooperation, officially recognized by law n. 49 of 1987, and therefore a Non Lucrative Organization with a Social Utility.

The association “Centro Laici Italiani per le Missioni” Ce.L.I.M. has its legal office in Milan, Piazza Fontana n. 2, but it can establish operative offices wherever deemed to be necessary.

Article 2

Scope of the Association

The Association intends to pursue a concrete and effective action aimed to give humanity solidarity and unity, a concrete action against poverty in the world as well as its major causes. Ce.L.I.M. Association, inspired by the evangelic teachings tradition, intends to research and promote social, cultural, political, environmental and economical conditions for a complete self realization of every human being, belonging to any religion, condition or race.

The Association pursues aims of international solidarity only, it has no political aims and does not pursue any goal for the sake of gain.

Article 3

Aims of the Association

Association's tasks are:

- the promotion of international voluntary service as an instrument for the instauration of a real cultural exchange with people and communities of Developing Countries;
- the realization, in these countries, of several activities of development and cooperation, aimed to reach objectives of social justice, economic improvement and human rights protection;
- according to these activities, sending professional and qualified people with strong motivations in international cooperation, joining with voluntary spirit the efforts for improving the civil, cultural, economical, social and political development of Developing Countries;
- an active presence in Developing Countries, when necessary, to face emergency situations (famines, refugees, natural calamities) among the weaker parts of the population;
- education on development, interethnic and peace keeping issues, realized by raising awareness of Developing Countries cultures and information about the international affairs and relations between the North and the South of the world;
- education among children and teenagers for a multicultural society;
- attention to the migration phenomenon and realization of activities that may involve foreign communities settled in our Country.

Article 4

Instruments of the Association

For a complete achievement of associative aims, the Association can use the most useful instruments, according to the spirit of this Statute and to the law in force.

Particularly, the Association can:

- Make a professional training to international volunteers and cooperants, who will be sent to the required place to give their assistance, according to the project needs and in collaboration with local partners.

- Identify and realize development programs in Developing Countries, in collaboration with local partners, local population and the whole society.
- Activate and manage data centres, exhibitions, animation centres and multimedia activities.
- Create and manage sales activities of handicraft products and fair trade products.
- Make education activities aimed to bring out the value of different cultures, to promote a cultural exchange, the knowledge of other people and development issues, especially among schools and youth aggregation centres.
- Realize information activities addressed to public opinion and particularly to those sectors (teachers, educators, animators) which have a pedagogic role in the society.
- Perform any kind of press and editorial activities.
- Organize fair tourism travels to promote the knowledge of populations, according to a complete respect of their culture and environment.
- Organize fund raising activities, using suitable methods that ethically conform to this Statute.
- Create associations and networks with other Non-Government Organizations.
- Collaborate with other Associations, NGOs, as well as with voluntary groups, International Organizations, Public and Local Institutions, Universities, schools, enterprises, Dioceses, Clerical Organizations, Mission Institutes and privates.
- Perform all financial and economic activities, according to the spirit of this Statute.

The Association avails itself of the personal and voluntary service of its members.

Moreover, it can engage employees or avail itself of self-employment services, as required for its regular operation, in order to qualify and specialize its activities.

The association offices are given free of charge.

Article 5

Members and Supporters

Any natural and legal persons sharing the spirit and aims of the Association may join it, independently from their sex, age (as long as of age), profession, citizenship, ethnic origin, political ideas.

Associative relationship is based on the following figures:

Members

Natural and legal persons (public or private) applying for, and clearly declaring to accept the provisions in this Statute.

It is their right/duty to:

- participate to the institutional activities of the Association;
- attend the Association Ordinary and Extraordinary Meetings with a right to vote;
- be engaged in institutional roles and tasks in order to support the achievement of social aims;
- pay the share on a regular basis.

Member acceptance is decided by the Management Board by the majority of its members and is ratified during the Ordinary Meeting by a majority vote.

Member termination occurs owing to:

- express resignation request from the member itself;
- failure to attend two consecutive Ordinary Meetings, with no reasonable justifications;
- failure to pay the share for two consecutive years;
- serious and proved reasons evaluated and decided by the Management Board by the majority of its members, then ratified during the Ordinary Meeting by a majority vote (the member has right to argument).

Supporters

Natural and legal persons (public or private) applying for, who intend to support the activities of the Association with personal or economical contributions.

Supporter acceptance is decided by the Management Board by the majority of its members.

Supporters:

- can participate to the institutional activities of the Association;
- can attend the Ordinary Meetings without a right to vote;

Supporter termination occurs owing to:

- express request from the supporter itself;
- serious and proved reasons evaluated and decided by the Management Board by the majority of its members.

Article 6

Organs of the Association

The organs of the Association are:

- the Assembly
- the Management Board
- the President
- the Auditors' Committee

Article 7

Assembly

Members and supporters can attend the Assembly, according to their powers as indicated in Article 5 of this Statute.

Should the member be a legal person, he shall be represented by the Legal Representative or by a delegate who should be previously indicated.

The Ordinary Assembly:

- deliberates according to this Statute;
- meets every year within April 30th to approve balances, and whenever convoked by the Management Board, the President, the Auditors' Committee or by 1/5 of members;
- approves the activity report and the relevant final balance, the yearly program of the Association and the relevant budget, both submitted by the Management Board;
- elects the Management Board and nominates the Auditors' Committee, if any;
- ratifies the admission or dismissal of members;
- ratifies the cooptation of the Management Board members.

The Extraordinary Assembly is convoked by the Management Board, the President, the Auditors' Committee or by 1/3 of members.

The Extraordinary Assembly deliberates:

- modifications to the Statute;
- the union or the merger of the Association;
- the dissolution and the liquidation of the Association;
- on any extraordinary matter submitted for approval by the President, the Management Board, the Auditors' Committee or at least 1/3 of members.

The Ordinary and Extraordinary Assembly is presided by the President or by the Vice-President, when necessary.

Each member has a right to vote.

Each member may receive up to three delegations.

On ordinary meeting and first convocation, deliberations are valid with the presence of at least 2/3 of members with a right to vote and with the vote in favour of at least 50% plus one of members with a right to vote. On second convocation, deliberations are valid with the vote in favour of 50% plus one of members with a right to vote, whatever their number is.

On extraordinary meeting, deliberations are valid with the presence of at least 2/3 of members on first convocation, and with the presence of at least 50% plus one of members and in any case with the vote in favour of 2/3 of members with a right to vote on second convocation.

The convocation of the Ordinary and Extraordinary Assembly as well as the relevant agenda are notified to members with a right to vote at least eight days before the date of meeting. Minutes of each meeting will be drawn up, and shall be signed by the President (or the Vice-President) and by the Secretary, then recorded in the special social book.

Article 8

Management Board

The Management Board is composed of 5 members, including the President. Four members are elected by the Ordinary Assembly, one member is designated by the Archbishop of Milan as his representative.

The members of the Management Board are in office for three years and can be re-elected.

The Management Board has functions of ordinary and extraordinary administration, except those pertaining to the Assembly, in particular:

- nomination of the President;
- nomination of the Vice-President and Treasurer;
- nomination of the Secretary, who may be chosen outside the Management Board;
- definition of budgets and final balances, of the activity report as well as the yearly program of activities, to be submitted to the Assembly;
- responsibility to execute the Assembly deliberations;
- taking the required measures for the good operation of the Association;
- admission of new members and supporters;
- removal of members and supporters for severe reasons;
- definition of the Association shares;
- constitution and dissolution of other Association's offices;
- any proposal of modification to the Statute.

It is responsibility of the Management Board to keep the member book, the Assembly minutes book and the Management Board minutes book according to law.

The Management Board reserves to keep the accounts according to article 25 of Legislative Decree n. 460 dated December 4th, 1997.

The Management Board meets at least every two months at the President convocation, or at the request of the majority of its members.

The Board is presided by the President or by the Vice-President, when necessary.

The Board is valid with the presence of the simple majority of members.

Deliberations shall be taken by plurality, at a parity of votes, the President vote prevails.

In case of termination of a member, for any reason, the Management Board will provide for the replacement by cooptation. The coopted member, who can not be more than one and shall be ratified by the next Assembly, is in office till the end of the three-year period during which the Management Board is in charge.

Minutes of each meeting will be drawn up by the Secretary, and shall be signed by the President and by the Secretary, then recorded in the special social book.

Article 9

President

The President of the Association is the Legal Representative of the same and has the social signature. He sees that the rules of the Association are observed and provides for the execution of the Management Board deliberations.

He convokes and presides the member Meetings and the Management Board of the Association.

He can delegate the Vice-President as Legal Representative of the Association for specific cases or issues.

He can appoint other persons for the realization of the Statute aims and Association activities.

Article 10

Auditors' Committee

Should conditions provided in article 25, paragraph 5 of Legislative Decree n. 460 dated December 4th, 1997 occur, as well as other law requirements, the Association will create an Auditors' Committee.

It will be composed of three effective members and two substitutes nominated by the Assembly among persons not belonging to the Association. It will supervise the economical and financial management of the Association.

It will be in office for three years.

A President inside the Committee will be nominated, who will submit the final balance report to the Assembly every year.

Article 11

Treasurer

The Treasurer is nominated by the Management Board among its members.

He supervises the administrative and financial management. In particular, he prepares balances and verifies payments and collections. The Treasurer is in charge of the contract management with employees and collaborators of the Association, as per instructions of the Management Board. He signs, together with the President, the documents required for the realization of movable and immovable operations of a value higher than 50.000 Euro (fifty thousands).

Article 12

Secretary

The Secretary is nominated by the Management Board also outside its members.

He attends the Assembly and Management Board meetings, draws up minutes and keeps the documents of the Association.

Article 13

Social patrimony

The patrimony of the Association consists of the associative shares, movables and immovables, ordinary and extraordinary contributions, or any other donation, allocation and public or private benefit received.

During the Association life, no distribution of profits or surplus, nor funds, reserves or capital, even in an indirect way, is allowed.

All proceeds must be employed for the realization of institutional activities and directly related activities.

Article 14

Financial year

The financial year starts on January 1st and terminates on December 31st of the same year.

Article 15

Liquidation and dissolution

In case of liquidation and dissolution, the Association patrimony will be allocated to other associations having similar aims and activities, if there is no provision to the contrary.

Article 16

Reference provisions

As to what not provided in this Statute, the provisions in force will apply.