

STATUTE OF THE ASSOCIATION “FRIENDS OF THE HISTORICAL ARCHIVES OF THE EUROPEAN UNION”
--

DRAFT

Art. 1. – Name, duration and official seat.

It is established the association "FRIENDS OF THE HISTORICAL ARCHIVES OF THE EUROPEAN UNION" as an independent, non political non profit-making association, with unlimited duration, pursuant and subject to the provisions of Title I Chap.III, artt.36 ffwd. Italian Civil Code and to the present Statute.

The official seat of the association is in Villa Salviati, Via Bolognese 152, Florence, Italy and in any case in the venue of the “*Historical Archives of the European Union*”.

Art. 2. – Mission and Aims.

The Association purports the achievement of the following aims:

a) support and expand the knowledge, availability and access to the institution "*Historical Archives of the European Union*" (Villa Salviati, Florence, Italy) to scholars, end-users and citizens: through this, the association shall contribute to the wider dissemination of historical knowledge about European institutions and also about national and international actors of the European integration and cooperation process.

The association shall thus participate in a decisive way to the development of European civil society at large, as well as to the strengthening of the European public sphere and to the conservation of European history and memory;

b) disseminate the information about the "*Historical Archives of the European Union*", its different types of records and propose them as the ideal place for preserving shared Collective Memory of European integration and construction and a precious historical heritage of the Member States;

c) foster cooperation and dialogue between different academic communities, civil society and political actors, associations, national and European institutions, with the aim of moving towards open and cooperative models of participation;

d) advocate and actively support the process of enrichment of the resident collections of the “*Historical Archives of the European Union*”, facilitating contacts and cooperation between public and private depositors and the Archives.

Art. 3. – Activities.

The association "FRIENDS OF THE HISTORICAL ARCHIVES OF THE EUROPEAN UNION" for the achievement of its purposes, without excluding activities not specifically named herein albeit included in article 2, shall engage in:

promotion activities: dissemination of information concerning the “*Historical Archives of the European Union*”, promotion of agreements and memoranda of understanding with former officials of European administrations, organizations, public or private institutions, private citizens, actors of the political scene or European civil society, with the view of identifying and acquiring collections, preserving, making available and enriching the documental heritage of the Archives related to the past and ongoing process of European integration and cooperation;

publishing activities: publication of selected documental collections, scientific journals, conferences and seminars proceedings, as well as studies and research papers investigating the European integration, institutions, policies and / or the collection of the “*Historical Archives of the European Union*”.

training activities: seminars, workshops and scientific awards relating to the process of European integration, its institutions, policies and any other related subject having significance in connection to the resident collections of the “*Historical Archives of the European Union*”; courses directed to schools, educational entities, researchers, academics, politicians, representatives of civil society and associations; master courses in political and social sciences; practical and economic support to groups of study and research, as well as to individual researchers.

Art. 4. – Membership: types and annual fee.

The association "FRIENDS OF THE HISTORICAL ARCHIVES OF THE EUROPEAN UNION" is open to all those interested in the achievement of institutional goals, share the spirit and ideals.

a. **Ordinary Members:** people or entities who agree to pay the annual fee for the entire stay of the associative link;

b. **Honorary Members:** people, organizations or institutions that have contributed in a decisive manner, through their work or their ideal or financial support to the establishment of the association, to the establishment, maintenance and / or promotion of the Historical Archives of the Union European or other European institutions; members of the international academic community of great renown. Honorary members do not have voting rights and are not obliged to pay the annual dues.

c. **Promoters:** persons or entities that wish to promote the growth of the ideal association providing active support and / or economic. The promoting members, who do not have voting rights, are required to comply with the obligations promised, but not to the payment of the annual fee.

Membership fee shall not be transferable except for transfers due to death and are not subject to revaluation.

Art. 5. – Admission

The admission of ordinary members is decided by the Board at the written and motivated request of the applicant. Refusal of admission will be motivated by the Executive Board. Refusal of admission is subject to appeal within 30 days, to be filed in written form to the Board of arbitrators. The decision of the board of arbitrators must be substantiated.

The admission of honorary members and promoting members is decided by the Executive Board, on a reasoned written proposal presented by at least five ordinary members. Refusal of admission will be substantiated. Refusal of admission is subject to appeal within 30 days to be filed in written form to the Board of Arbitrators. The decision of the board of arbitrators must be substantiated.

Art. 6. – Disciplinary sanctions and expulsion.

Ordinary, honorary members and promoters are required to comply with the rules laid down in the founding act, in this Statute and the regulations, as well as in Memoranda of Understanding with third parties that the Association shall agree upon and in full herein recalled.

In case of unlawful conduct that is seriously detrimental to the image of the Association or which is prejudicial to the purposes and the assets of the Association the Executive Board should intervene and impose the following sanctions: warning, expulsion of the Association.

In the matter of disciplinary sanctions and expulsion the Executive Board shall decide by majority vote. The resolution must state explicitly the facts alleged, as well as the profiles of conduct reputed in contrast or unlawful or harmful to the goals, ideals or interests of the association.

The members expelled, without prejudice to the right to refer the matter to the courts, may appeal against the decision, in a written form within 30 days to the Board of Arbitrators. The Board's decision must be substantiated.

Art. 7. – Right to vote.

All ordinary members are entitled to vote for the approval and amendment of the statutes and regulations and for the appointment of officers of the association.

The right to vote cannot be suspended.

Art. 8. – Economic resources.

The economic resources of the association shall consist of:

- a. goods, real properties, intellectual property rights;
- b. contributions and fees;
- c. donations and bequests;
- d. founds and reimbursements;
- e. marginal commercial and productive activities;
- f. other types of revenue.

The annual membership fees shall be established by the Executive Board; any extraordinary contributions shall be established by the Assembly, which also determines the amount and destination.

The cash donations, donations and bequests are approved by the Executive Board, which decides on their destination and use, pursuant to statutory purposes of the Association, and they are accepted by the legal representative of the association.

The Board shall inform the Assembly of all donations, gifts and bequests received.

It is forbidden to distribute, even indirectly, profits or surplus funds, reserves or capital during the life of the Association, unless the use or distribution is required by law.

Art. 9. – Financial year.

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

The Executive Board shall draw up the provisional budget and the final account.

The provisional budget and final accounts must be approved by the ordinary assembly every year, by the month of May.

A copy of the balance sheets and budget must be deposited at the registered office of the Association and otherwise made available to association members, including via e-mail or through communication networks, in electronic format within 15 days prior to the session to be consulted by any member.

Art. 10. – Organs of the Association.

The necessary organs of the Association are:

- a. the Assembly;
- b. The Executive Board;
- c. The President;
- d. The Vice President;
- e. The Board of Arbitrators.

Art.. 11. – Assembly

The members' meeting is the key moment of dialogue, which would ensure the proper management of the Association: the assembly is composed by ordinary members, each of whom has one vote. It is summoned at least once a year in ordinary session, and in extraordinary session when necessary or would be necessary or requested by the Board or by at least one-tenth of present members.

On first call the ordinary assembly shall be validly set with the presence of majority of the members and shall decide by majority vote. In the second call, the validity is independent of the number of members present.

Members who are unable to be present are entitled to participate in video conferencing, provided a written request, including by email or fax, to the Board at least 15 days before the date set for the meeting.

The extraordinary assembly, on first call, shall be validly set with the presence of a qualified majority of three-quarters (3/4) of the members and shall decide by the same majority. In the second call, the validity is independent of the number of members present.

The summoning must be made via email and / or fax call with at least two months before (60 days) of the date of the meeting.

All decisions are to be made available to the members through dissemination of a report in an electronic format via email, fax or through communication networks.

Art. 12. – Assembly: tasks.

The ordinary members' meeting has the following tasks:

- a. elect the President and the Vice President of the Association;
- b. elect the Executive Board and the Board of Arbitrators;
- c. approve provisional budget and final accounts;
- d. approve internal regulation.

The extraordinary Assembly decides on amendments to the Statute and the eventual dissolution of the Association.

At the opening of each session, the Assembly shall elect a chairman and a secretary who shall sign the session report.

Art. 13. – Executive Board: composition and revocation.

The Executive Board is composed of 5 up to 9 members, elected by the Assembly from among its members. The Executive Board shall have all the powers of ordinary and extraordinary administration. Among its elected members the Executive Board shall elect a Secretary and a Treasurer shall also ensure the division of the duties among its members.

The Executive Board shall be validly constituted when the majority of members is present and decide by a majority of those present.

The members of the Executive board carry out their activities free of charge and shall hold office for 3 years, open to one renewal.

The executive Board may be revoked by the Assembly by a majority of two thirds (2/3) of the members.

Art. 14. – Executive Board: summoning procedures and tasks.

The Executive Board is the executive body of the Association. It meets at least 2 times a year and is summoned by:

- a. the president of the Association;
- b. at least 3 of its members, upon motivated request;
- c. motivated and written request by at least 30% of the members.

The members of the Executive Board who are unable to be present are entitled to participate in a videoconference, by writing to the Governing Council at least 15 days before the date set for the meeting.

Prolonged inactivity and /or prolonged and unjustified absence from the meetings for at least 3 sessions shall be considered justified cause of revocation of the charge by the Assembly.

In the ordinary course of its tasks are:

- a. prepare the documents to be submitted to assembly for approval;
 - b. report on the activities carried out by the association, including information about the agreements signed with institutions political, academic, scientific and civil society for the realization of the purposes of the association;
 - c. present proposals for the management of the Association;
 - d. present the final accounts, which must contain the individual items of expenditure and revenue for the period of one year;
 - e. present the provisional budget, which must contain, divided into individual items, the estimates of expenditure and revenue relating to the exercise next year;
 - f. establish the amount of the annual fees for each type of members;
- Minutes of each meeting shall be drawn up and made available and / or sent by mail to the ordinary members.

Art. 15. – President e Vice-president of the Association.

The President and Vice President are elected by the Assembly and appointed for three years.

The legal representation of the association is attributed to the Chairman and the Vice-President who exert it jointly as well as separately. The Executive Board have the power to delegate the right of representation to one or more members of the Board for specific types of business.

The President shall summon and chair the Executive Board, sign all the administrative acts of the Association; Vice President assists the President in the exercise of functions conferred by statute.

The President or the Vice-President can open and close bank accounts and post office and accept founding, and these activities may also be assigned by the latter to Secretary or to the Treasurer.

The President or the Vice president may confer special power of attorney to selected association members for the management of various activities, with the previous approval of the Executive Board.

Art. 16. – Board of arbitrators

The Arbitration Board consists of three members elected by the Assembly. The Board remains in office for three years.

Unquestionably decide within thirty days from the filing of appeal on decisions on expulsion or denial of admission.

Art.17. – Prohibition of re-election

All office are allowed to be renewed only one time.

Art. 18. – Amendments to the Statute of Association

This statute can be amended on a proposal of the Executive Board or at least 10% of the members. The proposed amendments, together with the request to summon the Extraordinary General Assembly, must be brought to the attention of all the ordinary members at least 15 days before the date of the meeting.

The resolution on amendments will be adopted by the Assembly under article 11 of this Statute.

Any modification or addition shall not be inconsistent with the purposes of the company or with the Italian law.

Art. 19. – Dissolution of the Association

The dissolution of the Association is approved by the Extraordinary validly constituted and with the majorities indicated in art. 11 of this Statute.

The meeting that decides on the dissolution of the Association shall appoint one or more liquidators and shall also provide for the allocation of funds remaining from the settlement itself.

The remaining assets of the entity must be donated to "Historical Archives of the European Union" or, in case of failure and / or inability to "EUI Alumni Association" or to other entities with aims similar to those of the Association or for public purposes, heard the control body in art. 3, paragraph 190 of the Act 23.12.96, no. 662.

Art. 20. – Gratuity of the elective offices

All elected positions are free, except for reimbursement of expenditure properly documented.

Art. 21. – Applicable law

For matters not covered by this statute and in any case the Italian law is declared applicable.

Final and interim provisions:

Art.I. The first General Meeting elects the Executive Board among present member who express their own candidacy.

Art.II. The Executive Board will prepare, within six months after the first election, a draft memorandum of understanding between the Historical Archives of the European Union and the Association as well as Memorandum of Understanding between the EUI Alumni Association and the Association.

To this end, the Executive Board shall have full powers of negotiation with the entities involved.

Art III. The Executive Board will prepare within six months after the election of a draft rules of procedure of the Council. The Executive Board will also prepare a draft Regulation of the assembly. The draft regulations will be presented to the members' meeting for approval.

Art.IV In order to facilitate the approval of the resolutions referred to in the preceding articles, the Executive Board will summon a second members' meeting within six months from the day of his election.

Art. V. For the year 2013, the annual fee is set as follows: € 20 for students and researchers, € 30 for ordinary members and € 200 for honorary members.