

## S T A T U T E

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### NAME - HEADQUARTERS - DURATION - GOALS

#### **ARTICLE N. 1**

An association entitled the "**ARA PACIS INITIATIVE ASSOCIATION**" has been established, with headquarters in Rome, currently in Via dei Coronari 44; the Association is governed by the present Statute and the highest norms of Law in vigor.

#### **ARTICLE N. 2**

The Association is not-for-profit, and all types of habitual commercial activity is excluded from its goals. The Association has an unlimited duration and may be dissolved after the deliberation of an extraordinary Assembly of its Members.

#### **ARTICLE N. 3**

The aim of the Association is to promote dialogue as an instrument for overcoming conflict, and to launch all initiatives useful to this goal.

In particular, and not limited to, the Association may undertake initiatives at all levels and in all fields with the aim of:

- a) promoting the assessment of the causes of conflict in order to facilitate processes of reconciliation;
- b) launching all initiatives useful to the goal of re-stabilizing the dignity of individuals;
- c) promoting the culture of peace, forgiveness, and dignity;
- d) promoting recognition of the international "Council for Dignity, Forgiveness, Justice and Reconciliation" among national governments and international organizations;
- e) stipulating protocols of understanding and conventions in any case geared towards the promotion of processes of reconciliation;
- f) promoting the involvement of individuals and public opinion in the action of national and international politics in order to promote diplomacy and politics of the community and of the people.
- g) Favoring intercultural dialogue between

religious confessions, between public opinion and organizations of believers and non-believers;

h) promoting the proliferation of tools of restorative justice and the reconciliation of conflict parties as the final outcome of every peace process;

i) favoring the affirmation of social and juridical equality among peoples and individuals, the proliferation of culture and of the cultural and political pluralism;

In order to reach its objectives, the Association may, among other things:

1. plan and put into action projects and initiatives, also of an artistic, political, judicial, medical, and spiritual nature, geared towards facilitating dialogue and reconciliation;
2. bring together the protagonists of the processes of reconciliation so that they may exchange information and support one another;
3. organize meetings, including long-distance through data communications, in order to facilitate the processes of dialogue and reconciliation;
4. undertake and commission studies, research, sector analysis and the creation of databanks on conflicts, reconciliation, and peace;
5. institute national and international funds for financial activities geared towards promoting the process of peace and reconciliation;
6. make grants and create prizes and scholarships;
7. draw up and circulate a Universal Declaration on Dignity, Forgiveness, and Reconciliation;
8. establish centers for reconciliation;
9. organize exhibitions, conferences,

- demonstrations, conventions, congresses, debates, and make publications;
10. promote and organize the raising of necessary funds for the realization of Association goals;
  11. stipulate agreements and conventions of collaboration and exchange with Bodies, Institutions, and Committees;
  12. organize and manage training and refresher courses and study centers, as well as publishing and divulging the results and the initiatives of its own activity, both concerning members and third parties, both in book and periodical or monographic, or any other form, both free for charge, circulated by paper, electronic, magnetic, or any other form;
  13. undertake all other initiatives useful for reaching the goals defined in the Statute.

The Association may in any case carry out any operation and undertake any initiative, to the exclusion of none others, both general and extraordinary, that have reference directly or indirectly to its own activity or in any case directly to the achievement of the institutional goals of the Association.

#### **ARTICLE N. 4**

The Association supports the establishment of the universal "Council for Dignity, Forgiveness, Justice and Reconciliation" (henceforth referred to as "CDFJR") and it supports and promotes its activity. The components of the CDFJR, chosen among those individuals who, for their life experience or for their personal commitment on a cultural or political level, have fully dedicated themselves to encouraging reconciliation between individuals or groups in conflict, and have been recognized as honorary members of the organization. The CDFJR, in carrying out its operations adopts its own organizing regulation and selects from among its

components seven representatives, each of whom is responsible for one of the sectors in which the CDFJR operates, who, conjunctively or individually, refer, periodically, to the bodies of the Association about the activities of the CDFJR in order to allow and carry out the necessary co-ordination.

#### **ARTICLE N. 5**

Members of the Association may be strictly individuals or organizations, public or private, as better described in the subsequent Article 6, which shares the goals indicated in the preceding Article 3.

#### **ARTICLE N. 6**

The Members of the Organization are divided into:

- a. Founding Members
- b. Honorary Members
- c. General Members
- d. Supporting Members

**a. Founding Members** have the right to attend Assemblies with the right to vote.

**b. Honorary Members** are the members of the CDFJR and those who the Board shall deem appropriate to nominate by a majority of at least 75% in recognition of specific merits and benevolence acquired in the fields and sectors where the Association carries out its activities. Honorary Members have the right to attend Assemblies without the right to vote and they are exempt from paying the shareholders quota and from all additional quotas.

**c. Ordinary Members** are all those who, having requested membership, have been accepted according to what is established in article 7 and have regularly paid the shareholder quota; Ordinary Members have the right to attend the Assemblies with the right to vote.

**d. Supporting Members** are any other Members, who, having requested membership, have been accepted according to what is established in article 7 and who have paid the shareholders quota and/or a contribution equal to no less than 1.000 Euro; Supporting Members have the right to attend Assemblies with the right to vote.

#### **ARTICLE N. 7**

The admission of Ordinary and Supporting Members

shall result from a request from the interested parties. The acceptance of Ordinary and Supporting members is deliberated by the Board.

The capacity of the Member (Founder, Honorary, Ordinary, or Supporting) may be forfeited by voluntarily stepping down or rather by the loss of the required prerequisites for admission or for expulsion (due to incompatibility, for having contravened the norms and obligations of the present Statute or for other grave reason which result in unworthiness) ascertained by the Assembly of Members with the foreseen majority of the Extraordinary Assembly.

### **Association Bodies**

#### **ARTICLE N. 8**

The Bodies of the Organization are:

- The Assembly of Members
- The Board
- The President
- The Vice President
- The Secretary General

### **ASSEMBLY**

#### **ARTICLE N. 9**

The Assembly of Members deliberates in general assembly on the following subjects:

- a. directives of general character of the Association and on the activities to be carried out in the various sectors of its responsibilities;
- b. nomination the components of the Board;
- c. approval of the final budget (and possibly of the estimated budget) of the Association and of the Board;
- d. every other subject of general character subject to the examination of the Board.

The Assembly of Members deliberates in extraordinary assembly on the following subjects:

- a. modifications to the Statute;
- b. dissolution of the Association and dissolution of the patrimony.

#### **ARTICLE N. 10**

The Assembly of Members is convened in general assembly at least once a year, no later than April 30, for the approval of the final budget and the estimated budget, and may be convened any such time that the President recognizes the opportunity, or

when the meeting is justly requested by at least five Founding or Honorary Members.

The Assembly is convened by the President by means of a written announcement sent to all Members by way of non registered letter, or fax, or email, at least ten days prior to the established date for the meeting, containing the location, the date and time of the meeting, as well as the agenda of the subjects to be dealt with.

In announcing the meeting the date, time, and location of the second meeting may be decided upon, in the case that the first shall be cancelled.

In cases of particular urgency the Assembly may be called by telegram or fax or email sent at least three days prior to the meeting.

#### **ARTICLE N. 11**

The Assembly of Members is presided over by the President of the Association, or, in the case of his or her absence, by the Vice President, if nominated, or by the person designated by the Assembly.

The minutes of the meeting of the Assembly are redacted by a secretary nominated by the President of the Assembly from among those present and transcribed in an appropriate book.

The general Assembly, in the first meeting, is valid when at least half plus one of all members are present; in the second meeting the general Assembly is valid with any number of members present.

The general Assembly deliberates, both in the first and in the second meeting, with the majority of the half plus one of the votes present, except when the Law or the present Statute have arranged otherwise. The extraordinary Assembly, both in the first and in the second meeting, is valid when at least half plus one of all members are present and deliberates, in the first meeting, with a favorable vote of at least 75% of the members present and in the second meeting a favorable vote of at least half plus one of those members present.

To deliberate on the dissolution of the Association or the dissolution of the patrimony, however, a favorable vote of at least 75% of all members is required.

The deliberations undertaken in conformity with the Statute are binding to all Members, even if they are absent, dissenting, or abstaining from the vote.

It is permitted that the Assemblies of Members may be carried out also by teleconferences or videoconferences, with the identification of the participants by the President and the verification that all the participants be allowed to follow the discussion and to intervene in real time to the treatment of the subjects confronted, having verified these requirements, the Assembly of Members shall be considered to have been held in the location of the President, where the Secretary must also be present, in order to permit the drafting and the signing of the minutes in the relative book.

**ARTICLE N. 12**

All Founding, Honorary, General, and Supporting Members have the right to attend the Assemblies. All Members may be represented in the Assembly, but only by another Member in possession of written delegation.

**Board of Directors**

**ARTICLE N. 13**

The Association is administered by a Board of Directors made up of between five and forty members, nominated for the first time in the deed of association and subsequently elected by the Assembly of Members.

The composition of the Board of Directors nominated in the deed of association may be integrated also subsequently by the suggestion of the President until reaching the maximum number foreseen and, in any case, with respect to the terms of the deadline of the Board of Directors. The President may also nominate, within the Board of Directors, an Executive Committee, charged with executing the decisions of the Board, and developing projects and proposals to submit to the President and the Board of Directors. Before the deadline of the first Board of Directors nominated in the deed of association. In the case of the resignation or death of a Board Member, the Board of Directors may also, prior to the deadline of the first Board of Directors nominated in the deed of association, on suggestion of the President, provide for a substitute for the first meeting.

Subsequent to the deadline of the Board of Directors nominated in the deed, the decisions on the subject of the integration and substitution of the number of

members of the same Board shall be adopted by the Assembly of Members.

The members of the Board of Directors shall remain in office for four years and they may be re-elected. The task of the Board of Directors is to ensure the execution of the activities of the Association, in conformity with the directives of the general order established by the Assembly, for the achievement of the goals of the statute.

In such a manner all the most ample powers are invested in the general and extraordinary administration and management of the Association. The Board of Directors more specifically has the task of:

- a. deliberating on the questions regarding the general and extraordinary activities of the Association for the achievement of its goals, undertaking all of the initiatives deemed useful, opportune, and necessary;
- b. annually drafting and submitting the final budget to the Assembly and- if deemed appropriate- also the estimated budget, together with a report of the Board of Directors;
- c. administrating the patrimony of the Association and supplying the raising and management of the necessary funds, according to that which is laid out by the Assembly, and, in such case, exercising in any case any other power or task that is not reserved by Law or by Statute for the Assembly, for the more successful achievement of the goals of the Association;
- d. deliberating on every act of a patrimonial, economic and financial nature, be they general or extraordinary;
- e. nominating the President, the Vice President and the Secretary General;
- f. nominating the possible Honorary President;
- h. determining the shareholders funds and the associated contributions, both genial and extraordinary;
- g. selecting and nominating the Founding and Honorary Members and evaluating the requests for membership presented by the General and Supporting Members, seeing to, if necessary, their relative acceptance;
- h. deliberating on the support and participation of the Association of Companies, Firms, and public and

private institutions which concern the activities of the Association itself, designating representatives for such cases chosen from among the Members;

i. instituting one or more Committees, made up of members of the same Board and/or from other sources who for their technical skills guarantee a high professional profile for the Committee, who shall have as their task to formulate proposals of the strategic type and to provide opinions in the field of the institutional activities of the Association in certain sectors; the Board of Directors shall determine the number of components, the length of the post, the tasks and the mode of operation of the Committee, reserving the possibility for the same Committee, in the field of directives received from the Board of Directors, of determining an internal policy for carrying out its activities;

j. deliberating on every other subject submitted by the President.

For the validity of the meetings of the Board of Directors a majority presence of its members is necessary and the deliberations shall be undertaken with a favourable vote of the majority of those present, unless the law or the present Statute have arranged otherwise. In the case of a tie vote the vote of the President shall prevail.

#### **ARTICLE N. 14**

The Board of Directors shall meet, always in a single meeting, at least once a year and in any case anytime which the President deems necessary or when at least three Board Members justly request it. The functions of the secretary shall be carried out by the person designated by the President of the meeting.

The meetings of the Board of Directors must be called by the President with a registered letter, or by fax or email, to be sent to all Board Members to the address that they have provided, at least five days prior to the meeting.

In the case of particular urgency the Board of Directors may be called by telegram or fax or email, sent at least two days prior to the meeting.

Even if they have not been called, the meetings are however valid when all the members of the Board itself are present.

The minutes of the meetings of the Board will be

redacted, in an appropriate book, which shall be signed by the President or the Secretary. Board meetings are presided over by the President, or in his or her absence, the Vice President or by a Board Member designated by those present. It is permitted that Board meetings may be carried out also by teleconferences or videoconferences, with the identification of the participants by the President and the verification that all the participants be allowed to follow the discussion and to intervene in real time to the treatment of the subjects confronted, having verified these requirements, the Board meeting shall be considered to have been held where the President is located and where the Secretary must also be present, in order to permit the drafting of the signing of the minutes in the relative book.

The Board members and the Secretary are bound to maintain maximum confidentiality on board decisions. Only the Board has the power to make note of those deliberations for which it is appropriate and advantageous to publicize.

The Board of Directors may delegate to the President and/or to one or more Board members, temporarily or permanently, its own assignments and powers, determining the limits of the delegation.

#### **THE PRESIDENT**

##### **ARTICLE N. 15**

The President leads the Association, he or she holds its legal representation and all its effects, in the face of third parties and of the law.

It is up to the President to sign all deeds that concern the Association both with regard to members and to third parties.

The President convenes and presides over the Member and Board Assemblies.

The President supervises in particular the implementation of the deliberations of the Assembly and the Board of Directors.

The President may delegate, to one or more board members, part of his or her powers, temporarily or permanently.

##### **ARTICLE N. 16**

The President is elected, for the first time in the seat of the establishment of the Association, and subsequently by the Board of Directors among its

members, the post shall last four years and, in any case, until the meeting of the Board of Directors which proceeds to the renewal of the post, and he or she may be re-elected.

In the case of the resignation or grave or permanent impediment, so judged by a favorable vote of at least 75% of the Board of Directors, the Board itself shall see to electing a new President within fifteen days from the communication of the resignation or the verification of such grave impediment.

#### **THE VICE PRESIDENT**

##### **ARTICLE N. 17**

The Vice President is elected by the Board of Directors and the post shall last four years. The Vice President substitutes the President in case of his or her absence or temporary impediment, and in those duties for which he or she is the expressed delegate.

#### **THE SECRETARY GENERAL**

##### **ARTICLE N. 18**

The Secretary General is nominated by the Board of Directors and the post shall last four years. The Board of Directors itself has the power to nominate one or more Vice Secretary Generals. The Secretary General collaborates and supervises, under the direction of the President and the Board itself, the correct implementation of Association activities.

#### **REVENUE - PATRIMONY - BUDGET - VARIOUS**

##### **ARTICOLO N. 19**

Association Revenue is made up of:

- a) membership fees "*una tantum*" to be paid upon admission to the Association in the measure established by the Board of Directors;
- b) possible general annual fees, even differentiated among members, in the measures that may be determined annual by the Board of Directors;
- c) extraordinary contributions, deliberated on by the Board of Directors in relation to specific initiatives which require funds in excess to those in the general budget;
- d) voluntary payments and contributions by members;
- e) contributions from Public Administrations, Local Offices, Credit Institutions, Banks, Public and Private Firms and Organizations, and private individuals;

- f) subsidies, donations, endowments left by third parties or Members;
- g) management proceeds;
- h) any other revenue.

The patrimony of the Association is tied to the implementation of the institutional activities and may be made up of:

- a) personal property, assets, and Association property;
- b) member credit for shareholders funds, extraordinary funds, or for the fruition of social services;
- c) other credit;
- d) financial assets.

Possible gains or managerial surplus resulting from the balance sheet, from funds, or from the patrimony during the life of the Association.

#### **ARTICLE N. 20**

Members may not request the separation of the patrimony from the Association. Members who terminate membership for whatever reason lose any right to the patrimony.

#### **ARTICLE N. 21**

The business year begins 1 January and ends 31 December every year.

#### **ARTICLE N. 22**

In case of the dissolution of the Association, an extraordinary Assembly of Members shall designate one or more liquidators to assign its powers. The net result of the liquidation shall be distributed wholly for charitable ends.

#### **ARTICLE N. 23**

Any controversy, compromising by Law, that should arise among members, among members and the association, or among the Association and members of the Board of Directors or the Liquidator, shall be deferred to a constituency of three arbitrators, one of which has the function of President, in conformity with the Regulation for Arbitration of the Arbitration Cabinet or Rome, that the Members declare to be aware of and to accept fully.

#### **ARTICOLO N. 24**

For that which is not provided for in the present Statute, the norms of the relevant Law and the principals of the Italian legal order shall be referred to.

