

# Association Statute

**Article 1** – It is founded a nonprofit association called "A.E.C.I.C.A., Association Europe China for Food Culture Interchange".

Objectives of the association are the exchange and dissemination of information between Europe and China on food products, production methods, production areas and improvement tool in the field of agribusiness and rural development.

These objectives will be pursued through the promotion, realization and participation of promotional activities and events, as well as through cultural and promotional initiatives and events both in Europe and abroad.

**Article 2** - The Association is based in Italy.

**Article 3** - The duration of the Association is until December 31st, 2060 (31/12/2060), unless extended or earlier termination.

**Article 4** - The social fund and the economic means used by the Association for the achievement of its objectives are represented by the dues paid by ordinary members and supporters, whose amount will be determined annually by the Board of Directors, and by any other sum paid by way of donations, membership, or other support by public agencies, private companies, associations or individuals.

**Article 5** - Are allowed to join the association producers and agribusiness operators, importers, distributors, authorities, consortia and associations, university professors and researchers, research institutions and other entities and individuals who make a reasoned request to the Board of Directors; admission will be approved after deliberation by the Board of Directors.

Associates must declare in writing that they have read the Statute and that they fully and unconditionally accept it.

**Article 6** – The status of Associate can be lost by death, resignation, disqualification and exclusion.

The act of exclusion is decided by the Board of Directors towards those Members who did not comply as required by statute or due to unworthiness. Against this measure it is allowed to appeal to the Board of Arbitrators within a period of ten days from the date of notification thereof, by registered letter with acknowledgment of receipt. The decision of the Board of Arbitrators is final.

**Article 7** - As provided in subsection 4 of Article. 24 of the Civil Code, the Members who have resigned or that have been excluded or otherwise ceased to be members of the Association, can't repeat any contributions paid, nor have any rights over the assets of the Association.

**Article 8** - The Assembly meets annually to approve the annual statement of income and expenditure and to discuss any topic of interest of the Association. It is right of the Board of Directors to call a meeting of the Assembly whenever it is deemed necessary. The Assembly also meets whenever the majority of the Members ask for it, upon reasoned request to the Board of Directors.

**Article 9** - The Assembly consists of the Associates regularly registered in the book by at least 30 days before the meeting.

The Assembly meeting is called by the President or by the Vice President of the Board of Directors without any particular formality, by written statement or publication in the Association website, made known to Members at least ten days before the date fixed for the meeting specifying the agenda, date, place and time of the meeting.

The Assembly Meeting is validly constituted without minimum participation.

Each Associate entitled to attend the meeting with the right to vote may delegate in writing any other member, including members of the Board of Directors.

Each Associate can bear no more than two proxies. Any delegation issued blank will be considered attributed to the majority of the Assembly.

The founder Associates as well as the ordinary ones will be entitled to one vote each.

The deliberations are taken by the majority of votes, and in the calculation of the majority the abstentions are ignored.

The resolutions of the minutes will be recorded and be signed by the President or Vice President, and by the Secretary.

The deliberations of the Assembly, taken in conformity with the Statute, apply to all Members, even if absent, dissenting or abstaining.

To decide the early dissolution of the Association it is required the presence of at least one quarter of the Members, as well as the majority vote of those present and of the Board of Directors.

**Article 10** - The Administration of the Association is entrusted to a Board of Directors composed of three to five members appointed by the Assembly, showing the positions of President, Vice-President, Secretary and Treasurer. The charges may be cumulative.

The Board members hold office for five years and may be reelected at the end.

The office of President shall not be assigned to Members that have not first been members of the Board of Directors for a term.

It is faculty of the Board of Directors to delegate special powers to persons outside the Board, for the achievement of the social goals.

If during the five years one or more directors come to miss, the Board of Directors shall replace them, reassigning the offices came to miss.

In any case, the office of the new Directors ends at the end of the term.

**Article 11** - The Board of Directors is properly assembled in the presence of the majority of members.

The resolutions are passed by absolute majority of the presents, and in the event of a tie it prevails the President opinion.

The Committee meets informally every time the President or at least two members deem it appropriate.

**Article 12** - The Board of Directors has all the powers which are not exclusive jurisdiction of the Assembly necessary for the implementation of any initiative aimed at the attainment of social goals.

The Board of Directors has also the power to carry out any commercial transactions complying with applicable tax laws, provided that any proceeds of such initiatives, net of taxes, will still be allocated to social funds and therefore available to the institutional activities of the Association.

**Article 13** – The representation of the Association before third parties and in legal proceedings belongs to the President of the Board of Directors.

**Article 14** – It is task of the Board of Directors to draw up annual statements of income and expenditure for approval by the Assembly.

If the annual costs are less than one quarter of the capital, then they will be considered ordinary expenses not to submit to the Assembly for approval, but only to be shown during the meeting.

The statement of revenues will be approved by an auditor, elected by even among the Members, excluding the President.

The Auditor shall be relieved from the performance of any accounting formality, provided that the report sets forth a "clear and true" picture of the funds management, and that legal obligations are fulfilled.

The auditor will remain in charge three years and he can be re-elected.

The fiscal year begins on January, 1st (first) and ends on December, 31st (thirty first) of each year.

**Article 15** - When the dissolution of the Association occurs, is it task of the Board of Directors to appoint a payer, also chosen among the former directors.

Any credit balance, as well as any remaining asset collected during the completion of the liquidation not disposed of, will be donated to the University of Bologna, with the obligation that they are used to develop researches on topics similar to those of the Association.

**Article 16** – It is instituted the honors of Honorary President and Honorary Member.

The first is to be awarded to all members who have served as President of the Board of Directors, the second to Patrons.

**Article 17** - The decision on any dispute that arises among Members, or between Members and the Association is delegated to the Board of Arbitrators.

The Arbitrators and their President, in number from one to three, are elected by the Assembly even among the Members excluding the President, hold office for three years and may be reelected.

Those elected must declare to accept the position within 15 days after the communication.

In case of refusal or rejection within the time specified, it will be nominated the candidate or Members that followed in the list in the last vote.

If this is not possible, the Assembly will gather for a new vote.

The recourse to Arbitration shall be reasoned and made by written notice to the Board of Directors.

The Board of Arbitrators shall decide without formalities of procedure by forwarding the decision to the Board of Directors for subsequent action. In any case, the jurisdiction is that of the tribunal of Bologna.

**Article 18** – For every issue not addressed in this Statute shall apply the provisions of the Civil Code and the specific rules on the topic.