

F.R.A.C.H. STATUTE

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STATUTE

Article 1 - Name, Constitution and Purposes of the Fellowship

1.1 F.R.A.C.H. - FELLOWSHIP OF ROTARIANS WHO APPRECIATE CULTURAL HERITAGE, hereinafter "The Fellowship", is an apolitical and non-partisan association promoted by Rotarians, it is non-profit, governed by the provisions of this Statute, and by the regulations provided by Rotary International for Fellowships, has an unlimited duration and is subject to Italian law. Within F.R.A.C.H., a positive environment will always be guaranteed and free from harassing behaviours of any kind, due to reasons of age, ethnicity, race, colour, ability, religion, socio-economic status, sexual orientation, or gender identity. Each member must contribute to maintaining an environment that promotes safety, courtesy, dignity, and respect for all, and in particular for young people.

1.2 L The Fellowship has registered office in Turin or wherever the Board of Directors resolves to establish it.

Article 2 - Definition of Cultural Heritage

2.1 By cultural heritage, we mean everything defined as such by public international law.

2.2 In particular, reference is made here to the definition of material cultural assets provided by the Convention for the Protection of Cultural Assets in Armed Conflicts adopted at The Hague on 14th May 1954 and for the definition of intangible assets provided by the Convention for the Protection of Intangible Cultural Heritage adopted in Paris on 17th October 2003.

Article 3 - Purpose

3.1 To promote the friendship and service of worldwide Rotarians with a common interest in Cultural Heritage.

3.2 To allow the general purpose of promoting knowledge and enhancement of cultural heritage (as per the definition of the previous Article 2) more efficiently, the Fellowship may carry out, inter alia, the following activities:

- a) To raise awareness of cultural heritage as a common good.
- b) To spread the knowledge of local artistic and cultural resources through targeted visits and in-depth studies.
- c) To involve citizens, organisations and institutions in initiatives focused on the territory.
- d) To develop a culture of enhancement of Cultural Heritage for the integral promotion of vulnerable individuals.
- e) To promote projects and interventions for the conservation and recovery of Cultural Heritage.
- f) To promote the dissemination of knowledge of cultural heritage in schools and communities of reference.
- g) To encourage international exchanges for the discovery / rediscovery of Cultural Heritage.
- h) To foster development in the tourism, cultural and craft industries as engaged in the enhancement of Cultural Heritage.
- i) To bring out popular traditions.

Article 4 - Characteristics and constraints

4.1 The Fellowship:

- a) While operating in accordance with the rules of Rotary International, it does not operate on behalf of RI and such authority is neither implied nor an agency of RI's: an official recognition does not imply any obligations on behalf of Rotary International, districts or Rotary clubs.
- b) Exploits Rotary trade marks (the Rotary emblem and other registered trade marks of Rotary International) in compliance with established standards.
- c) Has a neutral position with respect to politics or religion.

4.2 It is organised to respond promptly to all communications, especially those from RI headquarters.

4.3 It supports its members by publishing a periodic (at least annual) bulletin, regularly updates its web site and organises events to allow members to meet and interact with each other.

4.4 Sends an annual activity report, including an Annual Report, to its members. A copy of these documents is sent to RI within 1st October, yearly.

4.5 Should intend to contact other organisations for fundraising in excess of USD 25,000 or to establish new collaborative relationships with third parties, it will notify Rotary International in advance (District / s concerned).

Article 5 - The organisational structure

5.1 The Fellowship is articulated at an international level into a Central Coordination Structure and several decentralised regional operational structures (Regional Teams, hereinafter "Teams").

5.2 The Fellowship has an international character: the Central Coordination Structure is established, and acts in compliance with, the laws of the Italian Republic on which territory it is based, while the Teams are constituted, and act in compliance with, the national laws of the countries in which they have their respective registered offices.

5.3 The Fellowship's and Teams' activities are financially and administratively self-supporting and independent from each other.

5.4 The relations between the Fellowship and the international Teams shall be held in English, while the Central Coordination Structure of the Fellowship will be able to use both English and Italian as its official and working languages.

5.5 The Central Coordination Structure's bodies are:

- a) Assembly
- b) Board of Directors
- c) President
- d) Vice Presidents
- e) Secretary
- f) Treasurer
- g) Executive Committee
- h) Technical - Scientific Committee

5.6 The Teams' bodies are:

- a) Assembly
- b) Board of Directors
- c) President
- d) Vice President
- e) Secretary
- f) Treasurer
- g) Executive Committee

5.7 In addition to this Statute, as applicable, each Team will be governed by the standard Statute (Annex C of this Statute).

5.8 The Standard Statute shall be subject only to changes due to fiscal or legal provisions of the laws of the country in which the Team is based. However, the text must comply with the provisions of this Constitution, the Code of Ethics and the Bylaws of the Fellowship, and the Constitution and Bylaws of Rotary International.

5.8 No Team may in any way act in the name and on behalf of the Fellowship unless for initiatives and activities, which have been expressly delegated to the same.

Article 6 - Members

6.1 The F.R.A.C.H. Membership, lasting one year, is open to any interested individual, according to the rules of this Statute. The following categories of members are provided:

- a. Ordinary
- b. Following
- c. Honorary
- d. Supporting

6.2 All Rotarians, family members of Rotarians, Rotaractians and Alumni in good standing with the rules of Rotary International and those who share an interest in Cultural Heritage can enrol as ordinary members in the Fellowship, through membership in a Team.

6.3 Individuals outside Rotary may also be admitted as following members as long as they are introduced by one of the subjects referred to in the previous point.

6.4 Individuals who have acquired particular merits for their work in favour of the Fellowship, and the achievement of its purposes, may be appointed as honorary members: honorary members are not required to pay any membership fee.

6.5 Those who wish to contribute to the Fellowship's purposes by means of contributions in cash or in kind may be admitted as supporting members.

6.6 The number of members is unlimited.

6.7 Social duties, assigned by the Assembly and the Board of Directors, do not give the right to any remuneration.

6.8 Only ordinary members in good standing with the payment of the membership fee shall enjoy active and passive electoral rights.

6.9 The statutory competent body of each Team, upon acceptance and validation of an application, and following the payment of the membership fee, enrolls the new member in its Register of the Members. It transfers the membership fee to the Fellowship, which enrolls the new member in the global Register, and provides it with a

membership card bearing its progressive registration number, the member category and the name of its Team.

6.10 The members accept the content of the Statutes of the Fellowship and of the Team to which they belong, and any other resolution adopted in accordance with them. Each member has the right to participate in all the activities of the Fellowship according to the rules and conditions set thereof, participate to the Assembly through the representation of the President of the Team to which they belong. He also participates to all the activities of the Team to which he/she belongs.

6.11 Each member carries out his / her business in a personal and free non-profit manner, in compliance with the associative relationship. Behaviour towards others is animated by a spirit of solidarity and implemented with fairness, honesty, and good faith.

6.12 The forfeiture is pronounced, after a specific hearing with the interested party, by the competent statutory bodies of the belonging Team against the member who has not paid the membership fee or has lost the requirements for admission. The exclusion occurs when the member does not comply with the provisions of this Statute or the Statute of the belonging Team and / or the resolutions of the statutory bodies of the Fellowship or the belonging Team. The exclusion must be deliberated with the vote of at least two thirds of the members of the Board of Directors.

6.13 The amount of the membership fee is determined annually by the Team within the minimum and maximum amount established by the Board of Directors of the Fellowship.

6.14 Membership fees cannot be revalued, returned, or transmitted. The ban on transmissibility also applies to the heirs in the event of the death of the shareholder.

6.15 The members have no rights either on the assets of the Fellowship or on that of the Team they belong to and any services of the members towards the Fellowship must be understood free of charge, except for the reimbursement of expenses authorized by the Board of Directors and actually incurred and documented.

6.16 Each member can resign, by written communication to be sent to the Secretary of F.R.A.C.H. Each former member can ask to be reinstated, and the decision will be taken by the Board of Directors with the favourable vote of at least two thirds (2/3) of its members.

Article 7 - Regional Teams

7.1 Any person who requests and qualifies for it becomes part of the Fellowship by joining a Team.

7.2 The application for registration can be freely presented to any Team, regardless of applicant's place of residence, habitual domicile, place of work or citizenship.

7.3 Teams that can be activated where at least 10 (ten) people ask to be admitted as members:

1. Afghanistan, Bangladesh, Bhutan, India, Maldives, Nepal, Sikkim, Pakistan, and Sri Lanka.
2. Albania, Bosnia and Herzegovina, Croatia, Kosovo, North Macedonia, Montenegro, and Serbia
3. Algeria, Angola, Benin, Botswana, Burkina Faso, Burundi, Cameroon, Cape Verde, Chad, Comoros, Ivory Coast, Egypt, Eritrea, Ethiopia, Gabon, Gambia, Ghana, Guinea, Guinea Bissau, Equatorial Guinea, Kenya , Lesotho, Liberia, Libya, Madagascar, Malawi, Mali, Morocco, Mauritania, Mauritius, Mozambique, Namibia, Niger, Nigeria, Central African Republic, South African Republic, Republic of Congo, Democratic Republic of Congo, Réunion, Rwanda, Sao Tome and Principe , Senegal, Seychelles, Sierra Leone, Somalia, Sudan, South Sudan, Swaziland, Tanzania, Togo, Tunisia, Uganda, Zambia, and Zimbabwe.
4. Antigua and Barbuda, Netherlands Antilles, Aruba, Bahamas, Barbados, Belize, Costa Rica, Cuba, Dominica, Jamaica, Grenada, Guadeloupe, Guatemala, Honduras, Haiti, Martinique, Mexico, Nicaragua, Panama, Puerto Rico, Dominican Republic, Saint Kitts and Nevis, Saint Vincent and the Grenadines, Saint Lucia, Trinidad and Tobago, and Turks and Caicos.
5. Saudi Arabia, Bahrain, United Arab Emirates, Iraq, Kuwait, Qatar, Oman, North Yemen, and South Yemen.
6. Argentina, Bolivia, Brazil, Chile, Colombia, Ecuador, Guyana, French Guiana, Falkland Islands, South Georgia and the Sandwich Islands, Paraguay, Peru, Suriname, Uruguay, and Venezuela.
7. Armenia and Georgia.
8. Australia, Fiji, Guam, Norfolk Island, Cook Islands, Northern Mariana Islands, Marshall Islands, Midway Islands, Solomon Islands, Kiribati, Micronesia, Nauru, Niue, New Caledonia, New Zealand, Palau, Papua New Guinea, French Polynesia, Samoa, American Samoa, Tonga, Tuvalu, Vanuatu, and Wallis and Futuna.
9. Austria and Germany.
16. Azerbaijan, Belarus, Russian Federation, Kazakhstan, Kyrgyzstan, Tajikistan, Turkmenistan, and Uzbekistan
10. Belgium, Luxembourg, and the Netherlands
11. Brunei, Cambodia, Philippines, Indonesia, Laos, Thailand, Vietnam Indonesia, Malaysia, Myanmar, Singapore, Thailand, East Timor, and Vietnam
12. Bulgaria, Moldova, Poland, Czech Republic, Romania, Slovakia, and Hungary
13. Canada and USA
14. Cyprus and Greece
15. North Korea, Mongolia and the People's Republic of China

16. South Korea and Japan
17. Denmark, Estonia, Faroe Islands, Finland, Greenland, Iceland, Latvia, Lithuania, Norway, Sweden
18. France and the Principality of Monaco
19. Jordan, Israel, Lebanon, Palestine, Syria
20. Ireland
21. Iran
22. Italy 1 - Piedmont, Valle d'Aosta, and Liguria
23. Italy 2 - Lombardy
24. Italy 3 - Trentino-Alto Adige - Veneto - Friuli-Venezia Giulia
25. Italy 4 - Emilia-Romagna, Republic of San Marino
26. Italy 5 - Tuscany, Umbria, Marche
27. Italy 6 - Lazio, Abruzzo, Molise, and Vatican City
28. Italy 7 - Campania, Calabria
29. Italy 8 - Puglia, Lucania
30. Italy 9 - Sardinia
31. Italy 10 - Sicily, Malta, and the Sovereign Military Order of Malta
32. Portugal and Spain
33. United Kingdom
34. Switzerland and Liechtenstein
35. Turkey

7.4 The Board of Directors may proceed, at its sole discretion, to modify the Teams on the basis of organizational and operational needs: the Board of Directors simultaneously approves the adoption of the Statute of the new or new Team.

7.5 Each Team has its legal and operational headquarter in the place deemed appropriate by the members, unless approved by the Board of Directors of the Fellowship: it is allowed that the registered office and the operational headquarters are located in different places if deemed appropriate and necessary.

7.6 If so decided by the Team's Board of Directors, more subsidiary operating offices can be established in addition to the main one: these subsidiary operating offices take the name of Territorial Delegations.

Article 8 - The Assembly

8.1 The Assembly is made up of all the Team Presidents.

8.2 The Assembly:

a) elects the members of the Board of Directors.

b) approves, on the proposal of the Board of Directors, the budget estimates, and the final reports.

c) approves, upon proposal of the Board of Directors, the programs containing the general lines of the annual activity plan.

d) deliberates on any other matter relating to extraordinary administration that is submitted to it by the President on the proposal of the Board of Directors.

e) deliberates, on a compliant proposal of the Board of Directors, on the matter of statutory and regulatory provisions.

f) resolves on the dissolution of the Association, on the compliant proposal of the Board of Directors and by a majority of 2/3 of those entitled to vote.

8.3 The Assembly is chaired by the President of the Fellowship or, in the event of his impediment or absence, by the Deputy Vice President. The Fellowship Secretary acts as the secretary of the assembly and draws up the minutes, signing it together with the President and then publishing it on the Fellowship website.

8.4 The Assembly meets at least once a year, and in any case when required to approve the budget and the final account.

8.5 During the session in which the budget is approved, before discussing the latter, the President presents a report on the activity of the Fellowship and the Treasurer a report on the economic and financial situation.

8.6 The convocation of the Assembly is carried out by any suitable means to provide positive feedback of the notification to each individual recipient and, provided that this general criterion is respected, it can be carried out by different means to the different recipients: the Assembly is normally convened with 30-day notice, but in case of urgency it can be called with 3-day notice.

8.7 In the event it is necessary to proceed with the elections of the members of the Board of Directors referred to in letter a) of the previous point 8.2, in the convening of the Assembly the President urges the recipients to submit any candidates.

8.8 All effective members of the Fellowship are considered eligible, in compliance with the payment of the dues for the current fiscal year, whose candidacy has been approved by the competent statutory bodies of the belonging Team and has been presented in writing by the relative Team of membership of the President no later than 15 days after the call of the Assembly is received.

8.9 Each Team is not entitled to present a number of candidates higher than those of the members of the Board of Directors to be elected.

8.10 Once the conditions for eligibility of candidates have been verified by the Board of Directors, the relevant list must be notified to the participants in the Assembly no later than the next 2 days with the means referred to in point 8.6 above

8.11 If the total number of candidates received is equal to that of the number of members of the Board of Directors to be elected, no voting takes place, and the candidates are considered automatically elected.

8.12 The Assembly is duly constituted on first call with the majority of those entitled to vote and on second call regardless of the number of those entitled to attend.

8.13 The Assembly, both in first and second call, deliberates with the favourable vote of the majority of the voters present. In the event of a tie, the orientation of the President prevails.

8.14 Voting usually takes place by open ballot. However, it takes place by secret ballot when the resolutions submitted to the vote concern people or for any type of appointment and election. In the latter case, each member can vote for a maximum number of candidates equal to the positions to be assigned: the possibility of expressing more than one vote for the same candidate is excluded. Voting by acclamation is also allowed if the President confirms the existence of a clear and unanimous consent of all the participants in the Assembly. On the other hand, when voting by secret ballot is carried out, the candidates with the highest number of votes are nominated / elected, up to the number of positions to be assigned. If there are two or more candidates who have obtained the same number of votes, the oldest in age will be nominated / elected.

8.15 Participation by proxy in the Assembly is not allowed.

8.16 All meetings can be held on the web using appropriate tele / videoconferencing programs (Skype, Zoom or similar) and voting can also be carried out online, using appropriate programs, able to guarantee the possibility of exercising secret voting. In case of non-complex voting and for which collective analyses and discussions are not necessary, the voting may also take place by e-mailing appropriate single or multiple forms of and expression of opinion. If the vote is to take place by secret ballot, it can also be exercised by correspondence only in the manner of a letter sent in a sealed envelope. The envelope with the indication of the sender must contain a second sealed anonymous envelope, with the ballot paper inside. In all these cases the Secretary, according to prior agreements, will provide for the connections, the electronic link, and the possible collection and subsequent certification of the votes.

Article 9 - The Board of Directors

9.1 The Board of Directors is composed of 15 (fifteen) members, elected from among the candidates proposed for the vote of the Assembly in accordance with the previous article 8, points 8.7 - 8.11, with a mandate lasting 5 years, elected in groups of 3 (three) per year and re-eligible: on the occasion of the election of the first Board of Directors, the provisions of the following article 20.5 apply.

9.2 The Board of Directors elects from among its members the President, a Deputy Vice President and a Vice President, the Secretary and the Treasurer.

9.3 The meetings are valid with the majority of its members.

9.4 The relative minutes of each meeting of the Board of Directors must be drawn up. In the event of a tie in the voting, the proposal that shows the decisive vote of the President or the Deputy Vice President if the President is absent, prevails.

9.5 The Board of Directors is the governing and administrative body of the Fellowship and operates in implementation of the will and general guidelines of the assembly to which it responds directly and from which it can be revoked. The Board of Directors is invested with the widest powers for the ordinary and extraordinary management of the Fellowship, without limitations.

9.6 The elected board members carry out their activities free of charge, except for the right to reimbursement of expenses.

9.7 The sessions are valid when the majority of the members are present and the resolutions are passed by simple majority of those present.

9.8 The Board of Directors meets upon convocation of the President and when at least one third of the members request it.

9.9 The Board of Directors:

a) elects the President, the Deputy Vice President and the Vice President, the Secretary and the Treasurer

b) appoints the members of the Technical-Scientific Committee and the Vice President from among them on a compliant proposal from the President

c) deliberates and approves the constitution, the organizational structure, the Statute and the possible dissolution of the Teams, as well as the constitution, the organizational structure, the Statute and the possible dissolution of any type of intermediate organizational structures that were deemed appropriate establish between the Team and the Central Structure of the Fellowship;

d) ratifies the decisions of the competent bodies of the Teams regarding the acceptance or rejection of the applications for admission of Members;

e) determines the amount of the membership fees of the Fellowship and the minimum and maximum amount of the Team membership fees;

f) adopts disciplinary measures;

g) prepares the budget and the final balance sheet of the Central Structure and proposes it for approval to the Assembly;

h) annually appoints a board of 3 (three) auditors on the basis of the Chairman's proposal;

i) prepares the Code of Ethics and any Regulations for the functioning and operation of the Fellowship, the observance of which is mandatory for all members;

j) verifies the progress of the current management of administrative affairs;

k) proposes to the Assembly the guidelines of the annual program of activities of the Central Structure;

l) deliberates and updates, when necessary, the detailed plan of the projects, initiatives and activities of the Central Structure on the compliant proposal of the President;

m) deliberates, on a compliant proposal by the President, on the proposals regarding statutory and regulatory provisions to be submitted for approval by the Assembly;

n) authorizes, on a compliant proposal by the President, changes to the statutory and regulatory provisions that the Executive Boards of the Teams intend to submit for approval by the Assembly;

o) proposes to the Assembly the dissolution of the Association, on the compliant proposal of the President and unanimously of those entitled to vote;

p) deliberates on any other matter that the Chairman deems to submit to him and which is not included among those of the competence of other bodies.

9.10 The Board of Directors is convened by the President, or in case of his impediment or absence, in sequence, by the Deputy Vice President or by the Vice President, by any suitable means to provide positive feedback of the notification to each individual recipient and, provided that complies with this general criterion, it can be carried out by different means to the various recipients by means of written communication to be made by the President.

9.11 The meetings of the Board of Directors are chaired by the President or in case of his impediment or absence, in sequence by the Deputy Vice President or by the Vice President or, finally, by the most senior in age of the members present.

9.12 Should a member of the Board of Directors fail for any reason, the first of the unelected candidates will take his place, where possible, until the termination of the interrupted mandate: in the event that there are two or more candidates who have obtained the same number of votes, the the oldest in age is appointed; if, on the other hand, there are no longer other unelected candidates and therefore it cannot be held upon subrogation, the Board of Directors remains in office until, although the staff is no longer complete, the majority of the members continue to exist.

9.13 If for any reason the majority of the members in office are no longer in office and a subrogation is not possible, the entire Board of Directors will be deemed to have lapsed, and it will be up to the Assembly to appoint the new Board with the procedure indicated in the following article 20.5.

9.14 Pending the elections, the remaining members of the Board of Directors remain in office for the performance of ordinary administration and to proceed with the convening of the Assembly, electing a new President in the event that neither the President nor the Deputy Vice President nor the Vice President are among the residual components.

9.15 In the event that there is no residual member of the Board of Directors, the most senior in age of the Team Presidents temporarily exercises the functions of President of the Fellowship.

Article 10 - The President

10.1 The President is the legal representative of the Fellowship before third parties and in court.

10.2 The President is elected by the Board of Directors from among its members by secret ballot and by an absolute majority of those entitled to vote: if no one reaches the required majority, a ballot takes place between the two candidates who have obtained the most votes. In this case, any blank ballots will be counted as votes in favor of the candidate who has already obtained more or, in the event of a tie, in favor of the oldest one.

10.3 The President remains in office for 5 (five) years from the date of election and can be re-elected.

10.4 With the same procedure referred to in point 10.2 above, the Board of Directors then proceeds to elect the Deputy Vice President and therefore also the Vice President.

10.5 The President exercises all the powers conferred on him by the Assembly, which he can also delegate by written deed to the Deputy Vice President, the Vice President and / or other members of the Board of Directors both for individual acts and for categories of acts.

10.6 The President convenes and chairs the Board of Directors and the Assembly, sets and modifies the agendas, approves in advance the contents of the website and the bulletin and any other official communication and carries out all the other tasks related to his office. .

10.7 In particular, the President proposes to the Board of Directors the candidates for each and every appointment within the competence of the Board itself, decides at his own discretion the composition of the Executive Committee by appointing and revoking its members, promotes and manages relations with public and private institutions, with specific reference to all entities and authorities of Rotary International, Rotaract, Interact and Innerwheel.

10.8 In the event of proven urgency, the President may take the resolutions pertaining to the Board of Directors referred to in letters d), f), i), k), o) referred to in Article 9.9 above, subject to ratification in the first useful meeting and in any case no later than 30 (thirty) days after the date of adoption of the urgent resolution.

10.9 In case of absence, impediment or absence of the President, his functions are carried out and his powers are exercised by the Deputy Vice President.

10.10 In case of absence of the President, the Board of Directors will elect a new President within and no later than 180 (one hundred and eighty) days.

10.11 In the event of the simultaneous absence, impediment or absence of the Deputy Vice President, the functions of the President are carried out and his powers are exercised by the Vice President.

Article 11 - The Secretary

11.1 The Secretary assists the President in the organizational and administrative management of the Fellowship.

11.2 The office of Secretary is conferred annually to one of the members of the Board of Directors on the proposal of the President by secret ballot and by an absolute majority of those entitled to vote. If the proposed candidate does not obtain the required majority, the President must propose a second candidate. If even this does not obtain an absolute majority, the two candidates are held in a ballot. In this case, any blank ballots will be counted as votes in favor of the candidate who has already obtained more or, in the event of a tie, in favor of the oldest one.

11.3 The office of Secretary is annual and can be renewed without limits.

11.4 The Secretary is in particular responsible for the preparation of the meetings of the collegial bodies, the coordination and administrative management of the Fellowship, with specific reference to the drafting and custody of the minutes of the meetings of the Board of Directors, which he transcribes in the appropriate books entrusted to his custody together with to the worldwide register of members and to the minutes of the Assembly and to deliberative acts of any nature.

11.5 Finally, without prejudice to the provisions of article 10.6 above, he takes care of the management of the website and the drafting of the bulletin, of which he sends a copy to the members, and carries out all the other tasks connected with his assignment.

Article 12 - The Treasurer

12.1 The Treasurer is responsible for the funds and for the execution of the financial resolutions of the Fellowship and for the protection of the accounting books.

12.2 The office of Treasurer is conferred annually to one of the members of the Board of Directors on the proposal of the President by secret ballot and by an absolute majority of those entitled to vote. If the proposed candidate does not obtain the required majority, the President must propose a second candidate. If even this does not obtain an absolute majority, the two candidates are held in a ballot. In this case, any blank ballots will be counted as votes in favor of the candidate who has already obtained more or, in the event of a tie, in favor of the oldest one.

12.3 The office of Treasurer is annual and renewable without limits.

12.4 The Treasurer must deposit all the funds of the Fellowship in one or more banks designated by the Board, opening and closing current accounts and has all the powers of ordinary administration.

12.5 For acts of extraordinary administration, the Treasurer requires prior and specific authorization from the Board of Directors.

12.6 he takes care of the drafting of the final report and the budget on the basis of the decisions taken by the Board of Directors.

12.7 At the end of the assignment, the Treasurer must deliver to the incoming Treasurer all funds, books or any other property of the Fellowship.

Article 13 - The Executive Committee

13.1 The Executive Committee is a support and collaboration body with the President in the care of the day-to-day management of the Fellowship.

13.2 The Chairman decides at his own discretion the composition of the Executive Committee, appointing and revoking its members when he deems it appropriate and necessary.

13.3 The members of the Executive Committee must in any case be ordinary members of the Fellowship in good standing with the payment of dues.

13.4 The task of the Executive Committee is to advise and assist the President in taking care of administrative affairs, in the preparation of the detailed plan of the projects, initiatives, activities of the Central Structure to be proposed for approval by the Board of Directors, in the management of public relations and institutions as well as in relations with the Teams, in the formulation of proposals regarding statutory and regulatory provisions to be submitted to the Board of Directors, as well as in any other matter the President deems appropriate.

13.5 The President, at his own discretion, may invite individual members of the Executive Committee to participate, without the right to vote, in individual meetings of the Board of Directors even if they are not members.

Article 14 - The Technical - Scientific Committee

14.1 The Technical-Scientific Committee is a support and consultancy body available to the Fellowship management bodies.

14.2 It is composed of a variable number of members in possession of high professional qualifications in one or more of the areas of activity of the Fellowship, appointed by the Board of Directors on a compliant proposal by the President.

14.3 Experts external to the Fellowship can also be nominated as honorary members to be part of the Technical - Scientific Committee.

14.4 The Technical - Scientific Committee is chaired by the President or, in the event of his absence or impediment, by one of the members, as Vice President, appointed to this position by the Board of Directors on a compliant proposal by the President.

14.5 The Technical - Scientific Committee has the task of offering, when and as required, support and advice to the governing bodies of the Fellowship in relation to the preparation and implementation of any kind of activity programs and individual projects, initiatives and activities.

Article 15 - Financial year / Social year

15.1 The financial year of the Fellowship and the Teams, which coincides with the social year, begins on 1 July and ends on 30 June.

15.2 By and no later than 30 April of each year, the Board of Directors prepares and submits for approval to the Assembly a draft budget for the estimated income and expenses for the following financial year accompanied by the guidelines of the annual program of activities.

15.3 The budget represents the maximum expenditure limit for the respective items, unless otherwise decided by the Board of Directors: any deviations may be authorized by the President, but must be submitted for ratification to the Board of Directors in the first useful meeting and in any case no later than 30 (thirty) days from the date of approval of the deviation.

15.4 All bills must be paid by the Treasurer or other authorized officers with a proxy.

15.5 Once a year, all financial transactions of the Fellowship must undergo a thorough audit conducted by a college of 3 (three) auditors appointed annually by the Board of Directors.

15.6 Within and no later than 180 (one hundred and eighty) days after the close of the financial year (1 July-30 June), the President submits the final report prepared by the Board of Directors to the approval of the Assembly, which is then deposited to the official documents of the Fellowship, available to all members.

Article 16 - Financial Resources

16.1 Financial resources consist of:

- a) annual membership fees of members, non-returnable or transferable;
- b) contributions from members;
- c) contributions from individuals, businesses and individuals;
- d) contributions paid by public administrations for the carrying out of activities with social aims in co conformity for institutional purposes;
- e) funds received as a result of public collections carried out occasionally, including through the offer of goods of modest value or services to donors, in conjunction with celebrations, anniversaries or awareness campaigns;
- f) donations and bequests;
- g) fees for institutional activities, complementary activities;
- h) contributions from the State and Local Authorities in support of projects carried out within the scope of the statutory purposes;
- i) any type of other resource deemed opportune and suitable by the Board of Directors.

16.2 The amount of the membership fee is approved annually by the Board of Directors.

16.3 The relative amount will be communicated no later than 120 (one hundred and twenty) days before the start of the financial year and must be credited by the Teams, on behalf of all members, by bank transfer to the current account of the Fellowship, no later than 60 (sixty) days after the start of the financial year.

16.4 Each fee relates to a single social year: the Teams are required to pay a full annual fee even for those members who are admitted during the financial year.

16.5 The economic management of each Team is ensured by the contributions paid by the members for the management and is in any case completely separate from that of the Fellowship.

16.6 No later than 90 (ninety) days before the financial year, the Board of Directors prepares and submits for approval to the Assembly an estimated budget scheme of income and expenses for the following financial year accompanied by the guidelines of the annual program of activities and sends it to the President of the Fellowship for approval by the Board of Directors.

16.7 Within 120 (one hundred and twenty) days from the close of the financial year (1 July-30 June), the final report prepared by the Board of Directors is submitted for approval to the Assembly, which is then sent to the President of the Fellowship for the ratification by the Board of Directors

16.8 Once news of the ratification has been received, the final balance remains deposited in the official documents of the Team, available to all members.

16.9 If the President of the Fellowship, after consulting the Treasurer, finds irregularities or in any case problematic aspects in one or more of the documents received, within and no later than 30 (thirty) days after the date of receipt, he can propose to the Board of Directors to suspend their execution: in this case, no later than 10 days after the date of the decision of the Board of Directors, the President sends the President of the Team concerned a recommendation containing the corrective measures to be adopted.

16.10 If by the beginning of the following financial year the recommended corrective measures have not been adopted, the Team is authorized to provisional exercise for twelfths on the basis of the previous year's budget for a maximum of three months: if this period the corrective measures have not yet been adopted, the Team will be dissolved by right.

Article 17 - Policies of action

17.1 The Fellowship acts independently, following the principles of Rotary International in accordance with its Constitution (see Annex A) and its Bylaws (see Annex B).

Article 18 - Operating surplus and capital

18.1 Operating surpluses, as well as reserves or capital cannot be distributed, even indirectly, to shareholders.

Article 19 - Dissolution of the Fellowship

19.1 It is forbidden to distribute, even indirectly, profits or operating surpluses as well as funds, reserves or capital during the life of the Fellowship, unless the destination or distribution is required by law.

19.2 The Fellowship is dissolved when requested by the competent bodies of Rotary International and / or approved by the Assembly or when required by law.

Article 20 - Transitional and final provisions

20.1 The approval of this Statute is voted by the Assembly of the Fellowship in the composition established by the previous Statute.

20.2 For anything not provided for in this Constitution, the provisions of the Constitution and Bylaws of Rotary International apply.

20.3 In the event of any conflict between rules contained in this Constitution and those contained in the Constitution and Bylaws of Rotary International, the latter prevail and apply.

20.4 The members of the first Board of Directors of the Fellowship are elected at the same time as the approval of this Statute by the participants in the Fellowship Assembly: for this first election all the members of the Fellowship are considered eligible (the provisions of article 8.8 above do not apply) and Participation in the Shareholders' Meeting and voting by proxy is allowed (the provisions of article 8.15 above do not apply). The elected members meet no later than 15 days from the election to provide, in order, for the election of the President, Vice-Presidents, Secretary and Treasurer: the oldest member of the Board of Directors convenes and chairs the first session until the election of the President has taken place; the younger member acts as Secretary until the election of the Secretary has taken place.

20.5 In order to apply the provisions of article 9.1 above, the terms of office of the members of the first Board of Directors of the Fellowship are established as follows: the members elected President, Deputy Vice President and Vice President remain in office for 5 years from the date of election; the other members are divided into groups of three, based on the number of votes obtained: the three who have obtained the most votes remain in office for 4 years from the date of election; the others, to follow, respectively 3, 2 and 1.

20.6 The Board of Directors therefore proceeds, no later than 60 (sixty) days from taking office, to assign each member of the Fellowship to a Team, using as a criterion that of the place of residence indicated by the member at the time of enrollment in the Fellowship.

Annex A - ROTARY INTERNATIONAL STATUTE

Annex B - ROTARY INTERNATIONAL RULES

Annex C - STANDARD STATUTE OF REGIONAL TEAMS

ANNEX C
STANDARD STATUTE OF TERRITORIAL TEAMS
STATUTE OF THE REGIONAL TEAM (TEAM NAME)

Summary

Article 1. Constitution and purpose of the Regional Team

Article 2. Purpose

Article 4. Characteristics and constraints

Article 5. The organizational structure

Article 6. Members

Article 7. Financial year / Social year

Article 8. Financial resources

Article 9. Policies of action

Article 10. Operating surplus and capital

Article 11. Dissolution of the Team

Article 12. Transitional and final provisions

Attachments

STANDARD STATUTE

Article 1 - Constitution and purpose of the Territorial Team

1.1 The Territorial Team (name of the Team), hereinafter "the Team" of the F.R.A.C.H. - FELLOWSHIP OF ROTARIANS WHO APPRECIATE CULTURAL HERITAGE (International Association of Rotarians for Cultural Heritage), hereinafter "the Fellowship", is an apolitical and non-partisan association promoted by Rotarians, is not for profit, is governed by the rules of this Statute, has an unlimited duration and is subject to law (indicate the specific national law).

1.2 The Team has its registered office in (location)

(1.3 The Team has its operational headquarters (s) in (location))

Article 2 - Purpose

2.1 The Team has the same purpose established by the Statute of the F.R.A.C.H. (Annex A to this Statute) and can carry out the same activities.

Article 3 - Characteristics and constraints

3.1 The Team is constituted and regulated by virtue of a Statute, approved by the Team Assembly, subject to approval of the text by the Board of Directors of the Fellowship.

3.2. If any changes are made later, the relevant text must be submitted for approval to the Fellowship Board of Directors and must in any case comply with the rules of the Fellowship Constitution, the Code of Ethics and the Fellowship Bylaws and the Rotary Constitution and Bylaws. International.

3.3 The Team cannot in any way act in the name and on behalf of the Fellowship unless it concerns initiatives and activities that have been expressly delegated to it.

3.4 The team does not operate on behalf of RI and that authority is not implied: official recognition of the team by the Fellowship does not imply any obligation on the part of Rotary International, districts and Rotary clubs.

3.5 The Team uses the Fellowship trademark with the addition of the name (denomination), in compliance with the rules established for the use of the Rotary trademarks (the Rotary emblem and other registered trademarks of Rotary International).

3.6 The team has a neutral position with respect to politics or religion.

3.7 The Team is organized to respond promptly to all communications, in particular those from the central Coordination Structure of the Fellowship.

3.8 The Team supports its members by publishing a periodic (at least annual) bulletin, periodically updates the pages assigned to it on the Fellowship website and organizes events that allow members to meet and interact with each other.

3.9 The Team sends an annual activity report, including an Annual Report, to its members. A copy of these documents is sent to the Central Coordination Structure of the Fellowship, no later than August 15th of each year.

3.10 If it intends to contact other organizations for fundraising in excess of USD 25,000 or to establish new collaborative relationships with third parties, it will notify the Central Coordination Structure in advance and will not proceed before having received its consent.

Article 4 - The organizational structure

4.1 Each Team has its legal and operational headquarters in the place deemed appropriate by the members, unless approved by the Board of Directors of the Fellowship: it is allowed that the legal and operational headquarters are located in different places if deemed appropriate and necessary.

4.2 If so decided by the Team's Board of Directors, more subsidiary operating offices can be established in addition to the main one: these subsidiary operating offices take the name of Territorial Delegations.

4.3 The Team's activity is financially and administratively self-sufficient and is independent from that of the Fellowship.

4.4 Relations between the Team and the Fellowship will be held in Italian and / or English.

4.5 The working language (s) of the Team is / are (denomination of the language (s))

4.6 Team bodies are:

- a) the Assembly
- b) the Board of Directors
- c) the President
- d) the Vice President

- e) the Secretary
- f) the Treasurer

Article 5 - Members

5.1 All Rotarians, family members of Rotarians, Rotaractarians and Alumni in good standing with the rules of Rotary International and who share an interest in Cultural Heritage can join the Team as members.

5.2 The application for registration can be freely presented to the Team, regardless of the place of residence, habitual domicile, place of work or citizenship of the applicant.

5.3 The Board of Directors of the Team, having received the registration request, verifies the regularity, and registers the new member in its own register of members following the payment of the membership fee. He then pays the membership fee due to the Fellowship, which then in turn registers the member in the global register of members and transmits the membership card to the new member.

5.4 The members accept the content of the Team and Fellowship Statutes and any other resolutions taken in accordance with them. The member has the right to participate in all the activities of the belonging Team and the Fellowship according to the rules and conditions of each, participate in the Fellowship Assembly through the representation of the President of the belonging Team. The member carries out his / her business in a personal and free non-profit way, in compliance with the associative relationship. Behaviour towards others is animated by a spirit of solidarity and implemented with fairness, honesty and good faith.

5.5 The forfeiture is pronounced by the Board of Directors of the belonging Team against the member who has not paid the membership fee or has lost the requirements for admission. The exclusion occurs when the member does not comply with the provisions of this Statute or the resolutions of the statutory bodies of the Fellowship or the Team to which he belongs.

5.6 The following categories of Members are envisaged:

- a. ordinary
- b. sympathizers
- c. fees
- d. supporters

5.7 All Rotarians, family members of Rotarians, Rotaractarians and Alumni in good standing with the rules of Rotary International and who share an interest in Cultural Heritage can enrol as ordinary members in the Fellowship, through membership in the Team.

5.8 Persons outside Rotary may also be admitted as sympathetic members as long as they are presented by one of the subjects referred to in the previous point.

5.9 Physical persons who have acquired particular merits for their work in favour of the Team and the Fellowship and the achievement of the objectives that they propose can be appointed honorary members: honorary members are not required to pay any membership fee.

5.10 Those who intend to contribute to the aims of the Team and the Fellowship through contributions in cash or in kind can be admitted as supporting members.

5.11 The number of members is unlimited.

5.12 The corporate offices, elected by the Shareholders' Meeting and by the Board of Directors, do not give the right to any remuneration.

5.13 Only ordinary members in good standing with the payment of the membership fee enjoy active and passive electoral rights.

5.14 The competent statutory body of the Team, upon receipt of the registration request, verifies the regularity, registers the new member in its shareholders' register following the payment of the membership fee. He then pays the membership fee due to the Fellowship, which then in turn also registers the member in the global register of members and transmits to the new member the membership card bearing the progressive registration number in the register itself, the category and the Team they belong to.

5.15 The members accept the content of the Statutes of the Fellowship and of the Team to which they belong, and any other resolution adopted in accordance with them. The member has the right to participate in all the activities of the Fellowship according to the rules and conditions of each, participate in the Assembly through the representation of the President of the Team to which they belong.

5.16 he also participates in all the activities of the team to which he belongs. The member carries out his / her business in a personal and free non-profit way, in compliance with the associative relationship. Behaviour towards others is animated by a spirit of solidarity and implemented with fairness, honesty and good faith.

5.17 The forfeiture is pronounced by the competent statutory bodies of the belonging Team against the member who has not paid the membership fee or has lost the requirements for admission. The exclusion occurs when the member does not comply with the provisions of this Statute or the Statute of the belonging Team and / or the resolutions of the statutory bodies of the Fellowship or the belonging Team.

5.18 The amount of the membership fees is determined annually by the Team within the minimum and maximum amount established by the Board of Directors of the Fellowship.

5.19 Membership fees cannot be revalued, returned or transmitted. The prohibition of transmissibility also applies to the heirs in the event of the death of the shareholder.

5.20 Members have no rights either on the assets of the Fellowship or on that of the Team they belong to and any services of the members towards the Fellowship must be

understood free of charge, except for the reimbursement of expenses authorized by the Board of Directors and actually incurred and documented.

Article 6 - Financial year / Social year

6.1 The Team's financial year, which coincides with the social year, begins on 1 July and ends on 30 June.

6.2 The economic management of the Team is ensured by the contributions paid by the members for the management and is in any case completely separate from that of the Fellowship.

6.3 No later than 90 (ninety) days before the financial year, the Board of Directors prepares and submits for approval to the Assembly an estimated budget scheme of income and expenses for the following financial year accompanied by the guidelines of the annual program of activities and sends it to the President of the Fellowship for approval by the Board of Directors.

6.4 Within 120 (one hundred and twenty) days from the close of the financial year (1 July-30 June), the final report prepared by the Board of Directors is submitted for approval by the Assembly, which is then sent to the President of the Fellowship for ratification by the Board of Directors

6.5 Once news of the ratification has been received, the final statement remains deposited in the official documents of the Team, available to all members.

6.6 If the President of the Fellowship, having consulted the Treasurer, finds irregularities or in any case problematic aspects in one or more of the documents received, no later than 30 (thirty) days after the date of receipt, he can propose to the Board of Directors to suspend their execution: in this case, no later than 10 days after the date of the decision of the Board of Directors, the President sends the President of the Team concerned a recommendation containing the corrective measures to be adopted.

6.7 If by the beginning of the following financial year the recommended corrective measures have not been adopted, the Team is authorized to provisional exercise for twelfths on the basis of the previous year's budget for a maximum of three months: if this period the corrective measures have not yet been adopted, the Team will be dissolved by right.

Article 7 - Membership fee

7.1 The membership fee must be paid by the members no later than 60 days after the start of the social year. The Team's annual membership fee includes the annual Fellowship support fee and the annual fee for current expenses for its activities.

7.2 The amount of the membership fee is approved annually by the Board of Directors of the Team within the limit of the minimum and maximum amounts set by the Board of Directors of the Fellowship.

7.3 The annual fee due to the Fellowship, the amount of which will be communicated by the Fellowship itself no later than 60 (sixty) days before the start of the financial

year, must be credited by the Team, on behalf of all associates, by bank transfer to the Fellowship current account, no later than 60 (sixty) days after the start of the financial year.

7.4 Each fee relates to a single social year: the Team is required to pay the Fellowship an entire annual fee even for those members who are admitted during the financial year.

Article 8 - Action policies

8.1 The Team acts independently, but in constant contact and coordination with the Fellowship, following the principles of Rotary International in accordance with the Constitution of the Fellowship (Annex A), the Constitution of Rotary International (Annex B) and the Bylaws of Rotary International (annex C).

Article 9 - Operating surplus and capital

9.1 Operating surpluses, as well as reserves or capital cannot be distributed, even indirectly, to shareholders.

Article 10 - Dissolution of the Team

10.1 It is forbidden to distribute, even indirectly, profits or operating surpluses as well as funds, reserves or capital during the life of the Team, unless the destination or distribution is required by law.

10.2 The Team is dissolved when this is requested by the competent bodies of Rotary International or the Fellowship and / or is approved by the Assembly or when required by law.

Article 11 - Transitional and final provisions

11.1 For anything not provided for in this Constitution, the provisions of the Fellowship Constitution and the Constitution and Bylaws of Rotary International apply.

11.2 In the event of any conflict between rules contained in this Constitution and those contained in the Fellowship Constitution or the Constitution and Bylaws of Rotary International, the latter shall prevail and apply.

11.3 The members of the first Board of Directors of the Team are elected by the participants in the Team Assembly, without prior presentation of candidates, convened by the oldest member among those registered in the Team's register by the Board of Directors of the Fellowship at the time of the establishment of the Team, no later than 60 (sixty) days after the date of incorporation of the Team by the Board of Directors of the Fellowship itself.

Annex A - STATUTE OF THE FELLOWSHIP

Annex B - ROTARY INTERNATIONAL STATUTE

Annex C - ROTARY INTERNATIONAL RULES