

nEULakes STATUTE

DESIGNATION – HEADQUARTER – PURPOSE

ARTICLE 1

The association called "nEULakes" (Network of European Rural Lakes) is set up among the subjects that subscribe this Statute. The Association has unlimited duration.

ARTICLE 2

The headquarter of the association is located in Iseo (Brescia) - Italy - in Lungolago Marconi n. 2/C.

ARTICLE 3

The association does not pursue profit-making purposes and has as its goal the establishment of a network for the cultural, environmental, social, and economic development of the involved territories.

The aim of "nEULakes" is to create a long-lasting and proactive cooperation between Municipalities and Institutions of different countries in the European Union. The main objective is enhancing rural areas located on lakes using a holistic approach. The strong interest in collaborating is due to the fact that the realities involved share similar environmental, social, and economic characteristics; synergies at European level can increase the know-how and effectiveness of local development initiatives carried out by the participants.

The potential of this cooperation is very high and involves different dimensions of citizens' life:

- cultural dimension: traditions, food and wine, crafts, customs
- environmental dimension: protection of biodiversity, water management, waste management
- social dimension: sport, free time, active aging, volunteering
- economic dimension: sustainable tourism and related economic activities (restaurants, hotels, excursions, museums).

The association has as further objectives increasing the awareness of citizens on the main policies of the European Union and on funding programs relevant to the themes of the project.

The association will be able to carry out all the activities deemed necessary for the achievement of its institutional purposes. It may - by way of example only:

- obtain resources for specific projects of cultural, environmental, social and economic enhancement, by participating in European, national, regional tenders organized by both public and private entities
- formulate proposals relating to the promotion and tourist enhancement of the territories
- organize events
- carry out socio-cultural initiatives, leisure and socio-recreational activities and all activities connected and functional to the achievement of the association's goals
- arrange zone studies and/or plans
- carry out any other activity inherent to the previous ones.

ASSETS AND FINANCIAL YEARS

ARTICLE 4

The assets of the association consist of:

- movable and immovable property that will become the property of the association
- any reserve funds set up with budget surpluses
- any disbursements, donations, bequests, and subsidies

The income of the association comes from:

- the execution of associative activities
- funds deriving from public and private bids
- any other income that contributes to increasing the corporate assets.

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

ARTICLE 5

The financial year ends on December 31st (thirty-first) of each year. Within four months from the end of each financial year, the economic and financial report will be prepared by the Board of Directors.

MEMBERS

ARTICLE 6

The founding members of the Association are the Municipality of Manzanares El Real (Spain) and the Association Visit Lake Iseo (Italy - consisting of 16 Municipalities located on Lake Iseo).

The official language used by the association is English.

The Assembly of associates will be able to determine a possible membership fee for the Association.

ARTICLE 7

Membership of the association is for an indefinite period of time and cannot be arranged for a temporary period. To join the association, an application must be submitted and received either in written form by post at the headquarters of the association or by certified e-mail to the CEM (PEC) address of the association. If the application is received by June 30th (thirty), it will be valid for the year - from January 1st to December 31st - following the one in which it was submitted. In the application, name and surname or denomination, residence or headquarter and telephone numbers and email address have to be indicated.

Applications for membership must come from municipalities, public and private associations based in member states of the European Union, including candidate states. Applications for membership from states not belonging to the European Union, which are in any case eligible for any calls or projects presented by the association, are also allowed. New members - who will have to share the aims of the association - must assume the obligation to observe this statute in the application for admission. The Board of Directors deliberates the admission of the members. Membership of the association also entails the right to vote in the assembly, as established in this statute.

ARTICLE 8

Anyone who joins the association can withdraw from it at any time. The declaration of withdrawal must be communicated to the Board of Directors by registered letter to the headquarters of the association or by certified e-mail to the CEM (PEC) address of the same by June 30th (thirty) and is considered as valid starting from the following year. Associates may be excluded in the following cases: non-payment of any fees within the established terms or non-payment of the contribution for the services rendered to them; acts contrary to the aims of the association or disruption to civil coexistence; criminal convictions or measures restricting personal freedom. Each disciplinary measure is adopted by the Board of Directors after having listened to the member concerned and is ratified by the assembly in the first subsequent meeting.

ARTICLE 9

Any sums paid by members as membership fees are non-refundable.

ASSOCIATION BODIES

ARTICLE 10

The bodies of the association are:

- the General Assembly
- the Board of Directors.

The association carries out its activities following the principle of transparency and, therefore, all its acts will be available to the public, unless otherwise provided by law. The acts of the bodies of the association that must be published in accordance with the law will be published on its website.

ARTICLE 11

The general assembly is composed of all the associates with equal vote. All associates can be represented by other associates with written proxy, with the limit of three proxies for each member.

The assembly:

- appoints and dismisses the Board of Directors
- outlines the general guidelines of the association's activities
- deliberates on amendments to this statute
- approves regulations governing the conduct of the association's activities
- approves the economic and financial report
- deliberates on the possible destination of profits or operating surpluses, however denominated, as well as of funds, reserves, or capital, during the life of the association, if this is permitted by law and by this statute
- resolves on the dissolution and liquidation of the association and the devolution of its assets as well as the appointment of one or more liquidators, establishing the rules for the functioning of the college in the event of a plurality of liquidators
- determines the total amount of any annual contribution of the members and any quota reserved for members other than the founders
- decides on what is subject to its competence according to this statute.

ARTICLE 12

The general assembly is convened by the Board of Directors at the headquarters of the association, in another place, also in online mode, for the approval - by statute - of the social balance. The convocation must take place by written communication to each member via e-mail sent at least ten days before the meeting or by any other suitable means to ensure proof of receipt sent to those entitled to their domicile at least ten days before the meeting. The meeting notice must indicate the place, day and time of the meeting and the list of matters to be discussed, as well as a second call, if necessary.

ARTICLE 13

The general assembly is chaired by the President of the Board of Directors; in absence by the Vice President; in the absence of both, the assembly appoints its own Chairman. The assembly appoints a secretary and possibly two scrutineers. It is up to the Chairman of the meeting to verify the regularity of the proxies and the right to attend the meetings. Minutes are drawn up for the meetings of the assembly, signed by the Chairman and the secretary, and possibly by the scrutineers. The assembly deliberates - on first call - by majority with the presence of at least 50% (fifty percent) of the members and, on second call, always by majority but whatever the percentage of members. To modify the deed of incorporation and the statute, the presence of at least three quarters of the members is required and the assembly decides by majority vote, while the favorable vote of at least three quarters of the members will be required to resolve the dissolution and devolution of the assets.

ARTICLE 14

The Board of Directors is made up of a minimum of two to a maximum of seven members elected by the general assembly. The term of office is five years, and its members are eligible for re-election and receive no remuneration.

ARTICLE 15

The Board of Directors has the widest powers for the ordinary and extraordinary management of the Association, within the framework of the laws in force.

The Board:

- annually draws up the economic and financial report, submitting it to the examination and approval of the general assembly, convened for this purpose
- calculates any admission fees and any annual fees due by the members and establishes the methods of their payment, within the limits and in the manner provided for in this statute and within the limits of the amount of the annual contribution of members established by the assembly
- convenes the general assembly whenever decisions must be submitted for examination and approval
- admits new members and decides on requests for withdrawal, as well as on the measures for the exclusion of members in the cases provided for by this statute
- provides for any declaration of arrears of the members
- compiles the regulation for the functioning of the association, whose observance is mandatory for all members
- proceeds with the annual planning of all social activities to be carried out
- undertakes any commitments to collaborate with other Institutions that have similar purposes, establishing their obligations and conditions.

For all these purposes, the Board will be convened by the President at least once every three months, also with online modality, and - in any case - whenever the latter deems it appropriate.

ARTICLE 16

The Board of Directors chooses among its members:

- a President
- a Vice President
- a secretary-treasurer.

The President is responsible for representing and signing the Association with third parties and in court. The President takes care of the execution of resolutions taken by the general assembly and the Council and - in cases of urgency - can exercise all the powers that belong to the Board, subject to ratification by the latter at the first meeting. The President convenes and chairs the general assembly and the meetings of the Board of Directors.

The Vice-President exercises the functions of the President, whenever the latter is temporarily unable to carry them out.

The secretary-treasurer carries out functions of a strictly executive nature relating to the administration of the association, under the guidance of the President and the Vice-president.

For resolutions to be valid, the presence of the absolute majority of the members of the Board and the favourable vote of the majority of those present are required. The Board is chaired by the President or - in absence of the latter - by the Vice President. The Board may delegate part of its powers to the President and to another member of the Board, even separately from each other, or to an Executive Committee appointed for this purpose by the Board itself, specifying the powers and limits of the delegation. The minutes of the Board meetings will be drawn up in a special book and signed by the President and the Secretary.

FINAL PROVISIONS

For matters not covered in this statute, the provisions of the law on the subject are to be applied.