

Association Statute

Art. 1

Constitution, name and headquarters

The Cultural and Scientific Association called “Centro Documentale per la Storia dei Trasporti a Fune” is established in accordance with the Constitutional Charter and in accordance with the provisions of Legislative Decree no. 117 of 3 July 2017 and subsequent amendments and additions.

The association is non-profit and non-speculative and refrains from carrying out commercial activities that are not auxiliary and secondary to the pursuit of the social purposes.

The Association is based in Moncalieri.

The transfer of the registered office does not entail a change to the statute, if it occurs within the same Municipality and is approved by the Board of Directors.

The duration of the Association is not predetermined.

Art. 2

Aims and purposes

The Association is non-partisan, non-denominational, democratically structured, non-profit and has civic, solidarity and social utility purposes. The association operates without distinction of sex, race, language, or religion, with the aim of:

- a. promoting the establishment of a National Museum of Cable Transport, aimed at enhancing the history of the technological evolution of this transport system that contributed to the development of the winter tourism industry;
- b. providing for the retrieval and conservation, in the context referred to in the previous point a), of technological testimonies, documentary, photographic and bibliographical materials relating to the subject;
- c. promoting cultural initiatives (congresses, conventions, conferences, debates, training and refresher courses, exchanges of communications, etc.) aimed at achieving its purposes, activating training courses with technical and professional schools and collaborating with institutions and associations that pursue similar purposes, as well as with local authorities;
- d. enhance existing historical sources (of whatever nature), also working with the competent institutions to ensure that the sources are protected, restored and preserved, also encouraging the compilation of inventories, guides, bibliographies and other supporting tools;
- e. encourage the creation of university theses and the publication of research and studies regarding the history of cable transport.

Art. 3

Members

The number of members is unlimited. In addition to the founding members, the Association may include adult individuals, legal entities and other associations and entities (qualifying as ordinary, honorary or meritorious members) who share the aims and purposes of the association, accept in particular the Statute and Internal Regulations and spontaneously and actively commit themselves to pursuing the social purposes.

Art. 4
Admission and exclusion criteria

The admission of a new member is regulated on the basis of non-discriminatory criteria for reasons of gender, ethnic, racial, cultural, political or religious origin and is decided by the Board of Directors, in accordance with the provisions of the Statute and Internal Regulations, with a favorable vote of the majority of members. The application for admission must be submitted in writing and must contain the commitment to respect the Statute, the internal regulation and the resolutions adopted by the bodies of the Association. In the event of refusal, the Board of Directors is required to explain the reasons for such refusal.

The Board of Directors takes care of the annotation of new members in the members' book after they have paid the fee established by the Assembly. Membership is non-transferable.

Membership is lost:

- a. by withdrawal, which must be communicated in writing to the Board of Directors;
- b. by exclusion resulting from behavior that conflicts with the purposes of the Association;
- c. if he/she fails to comply with the provisions of this Statute, any regulations and resolutions legally adopted by the bodies of the association;
- d. for non-payment of the annual fee, after 10 days from any written reminder;
- e. when, in any way, he/she causes serious damage, including moral, to the association;
- f. for not having participated in the life of the association;
- g. for death.

The exclusion and termination of membership is decided by the Assembly upon proposal of the Board of Directors. In any case, before proceeding with the exclusion of a Member, the charges brought against him/her must be contested in writing, allowing him/her the right to reply.

The loss of the qualification of member entails the automatic termination of any office held both within the Association and externally by designation or delegation.

In all cases of dissolution of the membership relationship limited to a member, the member or his heirs are not entitled to reimbursement of the annual fees paid, nor do they have any right to the assets of the Association. The temporariness of the association life is expressly excluded.

Art. 5
Members' Rights

All members enjoy the same rights and duties of participation in the life of the Association and its activities. In particular:

- a. to participate in all activities promoted by the Association, receiving information and having the right to verify within the limits established by current legislation, this Statute and the Internal Regulations of the Association;
- b. to elect the corporate bodies and to be elected to them;
- c. to express their vote in order to approve the resolutions of the association bodies, any regulations and amendments to the statute;
- d. to consult the corporate books by submitting a written request to the Board of Directors.

Art. 6
Duties of members

Membership in the Association is free and voluntary but requires members to respect the rules of this Statute, the Internal Regulations and the resolutions of its representative bodies. In particular, members must maintain proper behavior both in internal relations with other members and with third parties and refrain from any act that may harm the Association.

The duties of members are:

- a. to comply with the Statute, the Internal Regulations and the resolutions adopted by the corporate bodies;
- b. to always maintain dignified behavior towards the association;
- c. to actively participate in the life of the Association and its activities in any ways and conditions established by the Internal Regulations;
- d. to pay the annual membership fee, and any additional contributions approved, in the amount and within the terms established by the Members' Assembly. The membership fee is non-transferable and may not be refunded under any circumstances.

Art. 7
Bodies of the Association

The Bodies of the Association are:

- a. The Assembly of Members;
- b. The Board of Directors, also called the Board of Directors, composed of the President, Vice President and Secretary;
- c. The President.

The Assembly of Members, if it deems it appropriate, may also establish a Technical Scientific Committee by electing its members.

Art. 8
Members' Assembly

The Members' Assembly, the sovereign body of the Association, regulates the Association's activities and is composed of all members.

The duties of the assembly are:

- a. to appoint and dismiss the President and the members of the Board of Directors;
- b. to discuss and deliberate on budgets, estimates and final accounts;
- c. to approve the annual program plan of activities presented by the Board of Directors;
- d. to delegate the Board of Directors to carry out all actions necessary to achieve the objectives defined by the association itself;
- e. to approve the internal regulations upon proposal of the Board of Directors;
- f. to deliberate on the annual membership fee and on any extraordinary contributions, set by the Board of Directors;
- g. to deliberate on proposals to amend the Statute;
- h. to deliberate on proposals for transformation, merger, dissolution of the association;
- i. to establish the maximum ceiling of documented expense reimbursements;
- j. decide on the proposals, formulated by the Board of Directors, for the exclusion and/or forfeiture of members as well as on any appeals in the event of rejection of the application for registration of new members;

- k. decide on any other matter reserved to it by law and on other ordinary and/or extraordinary matters on the agenda.

The meeting must be convened at least once a year for the approval of the budget within 120 days of the end of the financial year.

The meeting is convened in writing, by email, simple letter, Whatsapp message or other similar media, or certified electronic mail. The notice of the meeting must be sent at least ten days before the date set for the meeting and must contain the indication of the items on the agenda, the place, date and time of the first call and the second call. The second call meeting may be convened at least 24 hours after the first.

In the absence of a formal call or failure to comply with the notice periods, meetings attended, in person or by proxy, by all members are equally valid.

All members registered for at least three months in the members' book, who are up to date with the payment of the annual membership fee, have the right to vote in the Meeting.

Each member has the right to one vote and may be represented at the Meeting by another member by written proxy, including at the bottom of the notice of the meeting.

No member may represent more than three other members.

The meeting is chaired by the President of the Association, or in his absence by the Vice President or by a person designated by the Meeting, and may also be held using technological means (for example, audio or video conference) provided that it is possible to ascertain the identity of the participants.

All resolutions of the Meeting are taken by open vote and are valid with a majority of half plus one of the members at the first call, and with half plus one of those present at the second call.

The minutes of the meeting are drawn up by a member of the Association chosen by the President from among those present. The minutes are transcribed in the appropriate social book.

In the event of resignation or dismissal of the President, the Vice President will take over the presidency and may propose a new Board of Directors to the Shareholders' Meeting.

Art. 9 Board of Directors

The Board of Directors is composed of:

- a. President;
- b. Vice President;
- c. Secretary.

The Board of Directors is composed of members and holds office for three years.

The assignment of positions to the various members of the Board of Directors is decided by the Board of Directors for matters not already carried out by the Members' Meeting.

At the end of the mandate, each member of the Board of Directors may be re-elected.

The Board of Directors meets upon request of the President or one of its members.

The convocation may be sent in writing, with the methods and indications provided for in art. 8 for the Members' Meeting, seven days in advance of the scheduled date.

In case of urgency, the Board of Directors may also be convened by telephone with only 24 hours' notice.

The meetings of the Board of Directors are valid and capable of deliberating with the majority of its members and are chaired by the President or, in his absence, by the Vice President or by another member designated by those present. They may be held either in person or through the use of technological means as provided for in art. 8 for the Members' Meeting.

The Board of Directors deliberates by simple majority, in the event of a tie the President's vote prevails.

The Board of Directors meets mandatorily at least twice a year to approve the financial statement and the budget to be submitted to the Meeting and to determine the amount of the membership fee.

The Board of Directors is responsible to the Meeting for operational management, implements the mandates and decisions of the Meeting and is invested with the broadest powers for the ordinary and extraordinary management of the Association, without prejudice to those that the law and the Statute attribute to the Meeting.

In particular, it is exclusively responsible for the following tasks:

- a. examining applications for admission of new members;
- b. submit to the assembly proposals regarding the exclusion and termination of members;
- c. draft the internal regulations to be submitted to the Assembly for approval;
- d. convene the Assembly and implement the assembly resolutions;
- e. prepare the budget estimates and final accounts to be submitted to the Assembly;
- f. prepare the documents to be submitted to the Assembly;
- g. deliberate on any act of a patrimonial or financial nature that exceeds ordinary administration;
- h. deliberate on the choices, direction and performance of all activities by submitting an annual program plan to the Assembly;
- i. establish the membership fees and any additional contributions, including extraordinary ones, that must be paid by members, to be submitted to the Assembly of members.

The meetings and resolutions of the Board of Directors are recorded in a special report signed by all the directors present and kept in the records. Any member may request it from the Board of Directors and view it.

All association positions are free of charge. The Councilors may be reimbursed for expenses actually incurred and accounted for in relation to the performance of the tasks and activities on behalf of the Association, within the maximum limit established by the Assembly; reimbursement of expenses on a flat-rate basis is expressly prohibited.

Art. 10 President and legal representation

The President is elected by the Members' Assembly, has the social signature and represents the Association itself for legal purposes, before third parties and in court.

The President presides over and coordinates the social activity, the Members' Assembly and the Board of Directors.

The President may delegate the Vice President and/or the Secretary to maintain relationships with banks and postal administrations with possible delegation of signature and/or spending limitations.

The Vice President assists the President in his functions and replaces him in the event of his absence or impediment.

Art. 11 Technical-Scientific Committee

The Technical-Scientific Committee, if appointed, is a consultative body and is composed of at least three members, chosen by the Assembly, among the most qualified Members in the various areas of expertise related to the Association's activity.

The members of the Technical-Scientific Committee, appointed by the Assembly of Members, remain in office until revocation (exercisable by the Assembly of Members) or resignation.

The Founding Members are members of the Technical-Scientific Committee by right.

The Technical-Scientific Committee has the task of analyzing the proposals for technical-scientific activities received by the Documentation Center for the History of Cable Transport, as a prerequisite for their inclusion in the draft Work Program to be periodically submitted for approval by the Board of Directors and the Assembly of Members. The Technical-Scientific Committee also has the task of providing the Board of Directors with its opinion on all matters that the latter deems appropriate to submit for its evaluation.

Art. 12 Association Assets

The Association's assets are intended to ensure the exercise of social activity, they are made up of any movable or immovable property that comes to the Association in any capacity, as well as all rights to the patrimonial and financial content of the same, including any budget surpluses.

The Association's assets are indivisible and cannot be distributed to members.

Art. 13 Income of the Association

The Association's income is:

- a. membership fees and contributions from members;
- b. contributions from private individuals and businesses;
- c. contributions from the State, public bodies and institutions aimed exclusively at supporting specific and documented activities or projects;
- d. contributions from international organizations;
- e. donations and bequests;
- f. compensation from institutional activities or other activities instrumental and accessory to them within the limits established by law.

Art. 14 Financial Statements

The Association's financial year ends on December 31st of each year.

At the end of each financial year, the Board of Directors draws up the financial statement (final and budget), in compliance with the provisions of the law, and submits it for approval to the Members' Meeting within 120 days of the end of the financial year. The final financial statement is filed at the Association's headquarters, at least 15 days before the Meeting and can be consulted by each member.

Art. 15
Prohibition of distribution of profits

The distribution, even indirectly, of profits or operating surpluses as well as reserve funds or capital during the life of the association is prohibited, unless the destination or distribution is imposed by law.

Profits and operating surpluses must be used exclusively for the achievement of the purpose and purposes of the association as established by this Statute.

Art. 16
Books of the Association

In addition to keeping the books required by law, the Association keeps the minutes of the meetings and resolutions of the Assembly and the Board of Directors as well as the Members' book.

The books of the Association may be consulted by any member who requests them.

Art. 17
Dissolution and liquidation of the association

In the event of dissolution of the association for any cause or reason, the remaining assets will be transferred, in compliance with the law, to another association with similar purposes.

Art. 18
Final provisions

For everything that is not expressly contemplated by this Statute, reference must be made to the provisions of the Civil Code, national laws, regional and provincial legislation on the matter.

Note: *this text in English is intended to facilitate understanding of the content of the Association's Statute, but has no legal value because it is not a sworn translation.*

Therefore, only the Statute in Italian has legal value.