

Annex E to Repertory No. 7765/4533

**STATUTE OF THE
SOCIETY FOR THE STUDY OF CONSENSUAL JUSTICE**

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Title I
(General Provisions)

Article 1
(Name, Duration, and Headquarters of the Society)

- [1] The nonprofit society named *Associazione per lo studio della giustizia consensuale*, also ‘ASGiC’ for short, is of unlimited duration.
- [2] The Society has its registered office in Milan, Italy. A change of address within the same municipality is decided by the Executive Board and does not constitute a change in the Statute.

Article 2
(Purpose of the Society)

- [1] The Society aims to promote study and research in the field of consensual justice.
- [2] The Society promotes discussions with experienced consensual justice professionals for the development and dissemination of best practices.
- [3] The Society may also carry out its activities in the international arena and, for this purpose, may use the name *Society for the Study of Consensual Justice*.

Article 3
(Members)

- [1] The following are members of the Society: a) ordinary members; b) associate members; c) honorary members.
- [2] All members have the right to contribute to the development of the Society’s programmatic guidelines and to participate in the activities promoted by the Society.
- [3] All members are required to abide by the Statute, regulations and decisions of the Society’s bodies.

Article 4
(Ordinary Members)

- [1] Ordinary members are founding members and all those whose application for membership is accepted by the Society’s Executive Board.
- [2] Scholars who have devoted themselves to consensual justice issues are eligible for membership in the Society.
- [3] The application for membership must be supported by the submission of at least two ordinary members and accompanied by the applicant’s curriculum vitae of scientific activity and list of publications, including the address and e-mail address to which communications should be sent.
- [4] Membership is granted by written notice from the Executive Board accepting the application.
- [5] Ordinary members are required to pay an annual contribution (called ‘membership fee’) in the amount set by the Executive Board. Payment must be made by the deadline set by the Executive Board itself.

- [6] In the event of non-payment of membership dues for three years, including non-consecutive years, the Executive Board shall notify the defaulting member of the status of their payments and invite them to make the balance within a period of thirty days. Failure to pay within that period counts as a manifestation of lack of interest in the continuation of the membership relationship and results in the forfeiture of the membership.
- [7] Ordinary members have the right to: a) participate in the General Assembly and the National Congress; b) be elected or nominated to hold offices within the Society.

Article 5

(Associate Members)

- [1] Experts who have distinguished themselves in the practice of consensual justice may be granted associate membership upon written application, accompanied by the applicant's curriculum vitae, and addressed to the President of the Society.
- [2] Upon the proposal of the President of the Society, the Executive Board decides on the admission of associate members.
- [3] Associate members are required to pay a reduced membership fee, equal to half the fee for regular members.
- [4] In case of non-payment of membership dues, Article 4(6) shall apply.
- [5] Associate members have the right to: a) participate in the General Assembly and the National Congress, without voting rights; b) submit proposals on issues of scientific interest in the manner specified in the Rules of the Proceedings of the Assembly.

Article 6

(Honorary Members)

- [1] The Executive Board may appoint as honorary members Italian and foreign scholars who have distinguished themselves for their contributions to the study of consensual justice.
- [2] Honorary members are exempt from paying dues.

Article 7

(Loss of Membership)

- [1] Membership is lost in the following cases: a) by death; b) by withdrawal; c) by exclusion; d) by forfeiture.
- [2] A member's withdrawal must be notified by registered letter or certified mail directed to the Executive Board.
- [3] The exclusion of a member shall be decided by the Executive Board in the event of: a) a serious breach by the member of the obligations undertaken in favor of the Society; b) a serious violation of this Statute, the internal regulations, or the decisions of the competent governing bodies. The exclusion procedure is governed by Article 22.
- [4] Forfeiture of membership operates automatically in the event of delinquency in the payment of the annual membership fee by the ordinary member or associate member protracted beyond the time limit set by the Executive Board. Forfeiture is also declared by the Executive Board upon

disqualification or incapacitation of the member.

Title II (Governance)

Article 8 (Society's Governing Bodies)

- [1] The Society's governing bodies are: a) the General Assembly; b) the Executive Board; c) the President; d) the Vice-President; and e) the Treasurer.
- [2] The Society's governing bodies are supported by the Secretariat.

Article 9 (General Assembly)

- [1] The General Assembly consists of the ordinary members. It meets at least once a year at the invitation of the President of the Society to approve the final budget and, when necessary, to appoint members of the Executive Board.
- [2] Shareholders' Meetings may also be convened at a place other than the registered office.
- [3] The notice of convocation must be sent at least thirty days before the scheduled date of the meeting to the email address provided by the members to the Society. It must include the date, time, physical or virtual location of the meeting, and the agenda of the items to be discussed.
- [4] The General Assembly is duly constituted irrespective of the quorum of attendees.
- [5] Each resolution is passed by a majority of those present, except in the case provided for by Article 23.
- [6] Members are entitled to speak and vote only provided they are in good standing with the payment of membership dues. Each member is entitled to one vote. Proxies are not allowed.
- [7] Honorary members and associate members in good standing may participate in the proceedings of the meeting, without voting rights.
- [8] The General Assembly:
 - a) decides on the Society's strategic guidelines;
 - b) appoints the members of the Executive Board and, if deemed appropriate or necessary, also the person responsible for the statutory audit of accounts;
 - c) approves the annual financial statements;
 - d) decides on amendments to the Statute;
 - e) decides on the dissolution, transformation, merger, or demerger of the Society;
 - f) decides on all other matters falling within its competence under the law, the Articles of Society, or the Statute.
- [9] Meetings of the General Assembly may also be held by means of videoconference, provided that the identity of the participating and voting member can be verified, and in compliance with the principles of good faith and equal treatment.

Article 10
(Executive Board)

- [1] The Executive Board consists of fifteen members elected by the General Assembly from among the ordinary members.
- [2] Board members serve for four financial years and their term ends with the General Assembly convened to approve the financial statements for the fourth year of their mandate. In any case, they remain in office until the election of the new Executive Board.
- [3] The Executive Board is convened by the President by written notice indicating the date, time, physical or virtual location of the meeting, and the list of items to be discussed. The notice is sent by email to the address provided by each Board member to the Society. It must be sent at least ten days before the meeting or, in urgent cases, at least forty-eight hours in advance. Meetings of the Executive Board and its resolutions are valid, even without formal notice, if all current Board members are present.
- [4] Board meetings may be held remotely.
- [5] For resolutions of the Executive Board, the presence of the majority of its members is required. Resolutions are adopted by a majority of those present, except as provided in Article 22. In the event of a tie, the President shall have the casting vote.
- [6] The Executive Board is vested with the broadest powers for the ordinary and extraordinary management of the Society, including, among others, the power to:
 - a) elect the President of the Society from among its members;
 - b) appoint, upon the President's proposal, the Vice-President of the Society from among its members;
 - c) appoint the Treasurer of the Society and the members of the Secretariat;
 - d) implement the resolutions of the General Assembly;
 - e) organize the National Congress and other conferences or seminars, selecting the topics and speakers;
 - f) approve and oversee the Society's publications;
 - g) convene the General Assembly;
 - h) approve the internal regulations governing the functioning of the Executive Board and the General Assembly;
 - i) determine the Society's cultural and scientific activities;
 - j) determine the amount of the membership fee;
 - k) identify means to increase the Society's assets and decide on their use;
 - l) review and approve the annual financial statements, prepared by the President in agreement with the Treasurer, to be submitted to the General Assembly for final approval;
 - m) establish, through regulations, additional criteria for the acquisition of membership status;
 - n) decide on the expulsion of members, upon the President's proposal.
- [7] The Executive Board may establish study committees for specific issues and appoint permanent representatives within institutions or other associations.
- [8] The Executive Board may delegate part of its powers to one or more of its members; it may also appoint agents or legal representatives for specific acts or categories of acts, within the limits established by its own resolution.

Article 11
(President of the Society)

- [1] The President of the Society is elected by the Executive Board from among its members.
- [2] The President serves a term of four years, in accordance with Article 10(2).
- [3] The President of the Society ensures its unity, presides over meetings of the Executive Board, and has legal representation of the Society.
- [4] A person who has served as President may be appointed, upon the proposal of the Executive Board, President Emeritus of the Society. Such designation must be approved by the General Assembly.

Article 12
(Vice-President)

- [1] The President of the Society shall propose to the Executive Board the appointment of a Vice-President, chosen from among the members of the Board, who shall act in the place of the President in the event of the latter's absence or impediment.
The signature of the Vice-President counts as proof of the absence or impediment of the President.
- [2] The Vice-President serves for the full term of the office of the President and assumes the duties of the President in the event of the President's forfeiture, until a new President is elected.

Article 13
(Treasurer)

- [1] The Treasurer is appointed by the Executive Board and serves for the duration of the term of the Board that appointed him or her.
- [2] The Treasurer is chosen from among the ordinary members.
- [3] The Treasurer is responsible for:
 - a) preparing and maintaining the list of members;
 - b) collecting membership fees;
 - c) managing the Society's assets;
 - d) making payments for expenses approved by the Executive Board;
 - e) reimbursing expenses incurred by members of the Executive Board, upon receipt of a reimbursement request accompanied by supporting documentation and the Board's authorization;
 - f) overseeing the preparation of the provisional and final budgets for each financial year;
 - g) coordinating the activities of the Secretariat.
- [4] The Treasurer is invited to the meetings of the Executive Board, even when not chosen from among its members. In that case, the Treasurer attends the meeting without voting rights.

Article 14
(Secretariat)

- [1] The Secretariat consists of three members appointed by the Executive Board, who serve for the duration of the term of the Executive Board that appointed them.
- [2] The members of the Secretariat are chosen from among ordinary members.
- [3] The Secretariat carries out support activities for the Executive Board and operates under the coordination of the Treasurer.

Title III
(Activities of the Society)

Article 15
(National Congress)

- [1] Every two years, on the occasion of the General Assembly, a National Congress is organized on topics of scientific interest, identified by the Executive Board.

Article 16
(Publications of the Society)

- [1] The Society may publish conference proceedings and other scientific studies.

Article 17
(Website of the Society)

- [1] The Society may create and maintain its own website, through which it disseminates the results of its activities.

Title IV
(Financial Provisions)

Article 18
(Assets)

- [1] The assets of the Society are indivisible and are exclusively, permanently, and entirely dedicated to supporting the achievement of the Society's objectives. The distribution, even indirect, of any profits or operating surpluses, funds, or reserves - regardless of their designation - is strictly prohibited among members, employees, collaborators, directors, and other members of the governing bodies.
- [2] The assets consist of:
 - a) movable and immovable property belonging to the Society;
 - b) surpluses from annual financial years;
 - c) donations, gifts, and bequests.

Article 19
(Funding)

- [1] The Society's sources of funding are:
- a) membership fees paid by members;
 - b) income generated from the management of the Society's assets;
 - c) any other revenue.

Article 20
(Budget)

- [1] The financial year of the Society runs from January 1 to December 31 of each year.
- [2] Within 120 days of the close of the financial year, the Executive Board shall submit for approval by the General Assembly the provisional budget for the current year and the final accounts for the previous financial year. This deadline may be extended to 180 days, if necessary.
- [3] The financial statements must provide a detailed breakdown of costs and revenues for the year, as well as the financial position and any adjustment entries necessary to determine the year-end result.

Article 21
(Non-Remuneration of Offices and Services)

- [1] All positions and services carried out by members within the Society are performed on a voluntary basis, without compensation, except for the reimbursement of documented expenses authorized by the Executive Board, within the limits of available funds.

Article 22
(Exclusion of a Member)

- [1] In the cases provided for in Article 7(3), the President may initiate the procedure for the exclusion of a member. During this period, the member is suspended from any position they may hold.
- [2] Exclusion from the Society is decided, after a hearing with the member, by a two-thirds majority vote of the Executive Board.
- [3] The vote of the Executive Board must take place within one month from the initiation of the procedure. Otherwise, the member's suspension is lifted.
- [4] The exclusion decision shall be communicated to the member by registered letter or certified email.

Article 23
(Dissolution of the Society)

- [5] The Society is dissolved by a decision of the General Assembly adopted by a 4/5 majority, due to the loss of plurality of members, or upon the achievement or supervening impossibility of achieving the Society's objectives.

Title V
(Transitional Provisions)

Article 24
(Composition of the Executive Board)

- [1] Notwithstanding Article 10, upon initial application of this Statute, the Executive Board is composed of the founding members of the Society, who shall remain in office until the General Assembly convened to approve the financial statement for the fifth financial year of their term.

Signed:

Silvana Dalla Bontà

Paola Lucarelli

Antonio Cassatella

Tommaso dalla Massara

Filippo Danovi

Elena Zucconi Galli Fonseca

Tommaso Greco

Antonio Cappuccio

Elena Mattevi

Roberto Bartoli

Marco Gradi

Stefania Anzelini