

Bylaws of the *Associazione Culturale di Promozione Sociale* “Erasmusland International”

Article 1. NAME, DURATION AND HEADQUARTERS

- 1.1 The *Associazione di Promozione Sociale* that operates at national and international level in accordance with art. 36 and following C.C and DL 383/2000 called “**Erasmusland International**” is established. The association is non-partisan and non-denominational, does not operate for profit (direct or indirect) and it is governed by the principles of democracy, fairness and mutuality in relationships between members. **Erasmusland International** can join national and international organizations that have similar pursuits, upon evaluation of the impact on its institutional activities.
- 1.2 It is of indefinite duration.
- 1.3 Its headquarters are in Via Imerio 43, Bologna. The event of a change of headquarters within the same municipality will not involve statutory change. Other administrative and/or operational headquarters may be formed.

Article 2. PURPOSES

The Association operates with a nature of cultural and of social development while respecting individual freedom and on the basis of the principles of democracy and participation. In particular, it aims to:

- provide assistance to students who are conducting part of their professional education at universities foreign to their country of residence, as follows;
- promote integration, both social and bureaucratic, of foreign students at the host institutions;
- represent the needs and expectations of foreign students in local, national and international settings;
- create conditions for the best possible understanding of the customs of foreign countries among students of different nationalities;
- encourage the promotion and development of student tourism, along with both youth oriented and social tourism, which is considered a priority mean of cultural and social improvement of young people and a valuable vehicle for the deepening of mutual understanding, solidarity and for the affirmation of the values of civil coexistence between populations;
- encourage the promotion and facilitation of access of young people, especially those under 30 years of age, to continuing education, to participation in active citizenship and to services empower their free time through sport, culture and mobility
- encourage the promotion of knowledge and cultural and social integration, particularly among young people, through initiatives aimed at encouraging intercultural and intergenerational dialogue, as a prerequisite for promoting the principles of respect and legality;

- encourage the promotion and dissemination of responsible tourism, compatible with environmental protection and with the principles of sustainable development and respectful of the rights local communities;
- encourage the promotion and dissemination of professional training and development of young people in order to foster personal growth, to facilitate their access to the workforce on the basis of professional skills;
- encourage better use of leisure time of students and young people and the protection of their interests as beneficiaries and consumers of tourism services.

Article 4. BODIES OF THE ASSOCIATION

The bodies of the association are General Members' Meeting, the International Board of Directors, the Chairman, and the National Committees if established.

Article 5. MEMBERS-AFFILIATES

5.1 Any national or foreign Association acting within the law and within the bylaws of Erasmusland International may request to be admitted as a member - affiliate.

5.1.1 All application forms for membership or affiliation must be submitted to the International Board of Directors. If the application is submitted by an association, the approval by the International Board of Directors must take place with a favorable vote of 2/3 of the members.

5.1.2 The approved associations will be recognized as "chapters." They will have the right to vote according to the single vote principle during the General Assembly of members - affiliates and propose one or more candidates in the International Executive Council.

5.1.3 The exclusion of a chapter must be supported by 2/3 of the International Executive Council and may take place in the event of: a) refusal to abide by these bylaws, or any regulations and resolutions adopted by the Association's bodies; b) attempts to carry out activities contrary to the interests of the association; c) any actions that causes or might cause, in any way, serious damages, even moral, to Erasmusland International.

5.1.4 An excluded chapter may not request to be allowed back before twelve months from the date of exclusion.

5.1.5 Any section may decide to resign by sending a written communication to the International Executive Board. The withdrawal shall be effective from the date of communication. Any and all debts of the chapter must be extinct before the submission of a request of this type.

5.2 All members - affiliated chapters have the right to participate in the Association's activities and enjoy the right of active and passive electorate. They also have the duty of paying annual membership fee and the fees of their own members who wish to become members of Erasmusland International as well, along with complying with the bylaws and internal regulations of the association.

5.5 Temporary membership is not permitted.

5.6 Membership fees are non- transmissible and non-revaluable.

Article 6. NATIONAL COMMITTEES

- 6.1 All affiliated chapters to Erasmusland International belonging to the same country may form their own National Committee (prior formal authorization approved by the International Board of Directors), whose main purpose is to give local implementation of directives and regulations adopted by the International Board of Directors.
- 6.2 Each national committee is composed by the legal representatives of the organizations belonging to the same nation; each national committee may establish binding rules for the members of the same committee, as long as these rules have been previously authorized by the International Board of Directors. Among them, a Chairman of the Committee is elected; he or she will hold office formally, in full legal responsibility according to the nation in which he or she operates' legislative obligations.
- 6.3 The national committees are required to meet within 60 days of the International Board of Directors' meetings, to implement the directives issued by the latter and establish its own particular common guidelines. They may also meet whenever deemed necessary, following a request by at least one-tenth of the associations belonging to the same national committee.

Article 7. INTERNATIONAL BOARD OF DIRECTORS

7.1 The International Board of Directors consists of:

- (A) President
- (B) Vice President
- (C) Secretary
- (D) Treasurer

- The president is the legal director of the Association, chairs the International Board of Directors and the International Members and Chapters Meeting; in the event of a tie in the International Executive Council vote his vote counts twice.
- The Vice President replaces the President in his duties in the event of his absence.
- The Secretary, in collaboration with the President and the members of the International Board of Directors, oversees the organizational activities of the Association. In particular: a) keeping of the members' list and of correspondence; b) is required to prepare the minutes of each International Executive Council's meetings.
- Secretary and Vice President may coincide.
- The Treasurer administers all income, expenses, and assets of the Association according to the resolutions of the competent bodies and prepares the draft of the Yearly Statement of Cash Flows to be presented to the International Board of Directors within the month of March of each year, which must be approved by the International Members and Chapters Meeting within the month of April of each year.

7.2 The International Board of Directors is responsible for the programming and coordination of Erasmusland International' activities in front of the International Members and Chapters Meeting.

- 7.3 The International Board of Directors meets when the President requests so, or when at least two Council members express the necessity for it. The International Board of Directors meets in the manner deemed most appropriate, even remotely. After each meeting, the Secretary has the task of composing a written report to be placed within the Association's records.
- 7.4 The International Board of Directors is elected every four years or, if necessary, by the International Members and Chapters Meeting, with exception for the founding first term which is instituted by the constitutive act.
- 7.5 The International Board of Directors has the task of organizing (preparing the agenda, etc.) for every International Members and Chapters Meeting.
- 7.6 The International Board of Directors' decisions are taken by absolute majority.
- 7.7 Written reports are signed by President and Secretary.
- 7.8 The International Board of Directors is the executive body of Erasmusland International; it implements the decisions made during the International Members and Chapters Meeting. It's vested with the broadest powers for the management of the Association and the ordinary and extraordinary management of its estate: in particular, it has the right to enter into agreements or contracts with public or private entities.
- 7.9 The International Board of Directors, in urgent cases, may approve the Commissions.
- 7.10 The International Board of Directors approves or refuses affiliation requests.
- 7.11 All elective roles will be performed without compensation except for the reimbursement of expenses incurred in advance, with exception for members of the International Board of Directors as contemplated by DPR 645/1994 e DL 239/1995 and by legge 336/1995.

Article 8. INTERNATIONAL MEMBERS AND CHAPTERS MEETING

- 8.1 The International Members and Chapters Meeting is the highest decision-making body of Erasmusland International.
- 8.2 At least once a year, within four months from the closing of the social year, the International Board of Directors must convene the International Members and Chapters Meeting in the manner provided in these bylaws for the approval of the Yearly Statement of Cash Flows.
- 8.3 The convening of an extraordinary meeting may also be requested by a third of the members - chapters with voting rights.
- 8.4 The notice of meeting must be sent to all members - chapters within 90 days from the date of the meeting. This message must contain the date, time and place of the meeting (or information on the chosen channel in the event of a remote one), both in first and second call, and must also include the agenda. The notice must also be posted on the Association's website as well as in the headquarters' bulletin board.
- 8.5 Any documents on the agenda are to be sent to participants within 30 days from the date of the meeting.
- 8.6 During the International Members and Chapters Meeting, the International Board of Directors must submit a report of the activities undertaken during the year as well as the profile of the internal regulations of the Association.
- 8.7 All decisions of the International Members and Chapters Meeting are decided with the principle of majority, unless otherwise specified in these bylaws.

8.8 The presence of 51% of those entitled to vote is required for the vote to be considered valid. Any members - chapters who have delegated voting rights to third parties must be considered in the count.

Article 9. BOARD OF TRUSTEES (optional)

9.1 The Board of Trustees is composed by three people and is appointed by the International Members and Chapters Meeting.

9.2 The Board of Trustees: (a) oversees the financial performance of the Association; (b) settles any disputes that may arise from any causes within the association helping to compose, with its members, the Board of Arbitration. (C) ensures that the work of the International Board of Directors complies with the bylaws.

Article 10. FINANCIAL RESOURCES - SOCIAL YEAR – AUDITORS

10.1 The association's financial resources consist of the membership fees paid by the individual affiliated Students' Associations, from the membership fees of the individual members of these and by other forms of revenue.

10.2 All members - chapters are required to pay an annual membership fee, the amount of which can be adjusted annually by the International Board of Directors, plus the individual members' membership fees. The fee's amount remains unchanged from the previous year unless explicitly stated otherwise.

10.3 The social year begins on September 1st and ends on August 31st of each year.

10.4 The treasurer is responsible for maintaining the Association's financial resources and for the preparation of the Yearly Statement of Cash Flows in accordance with accounting principles in force.

10.5 The International Members and Chapters Meeting may nominate two auditors independent from other association's organs for a thorough review of the Association's accounts, as well as of the existing financial resources.

10.6 It is expressly forbidden to distribute, even indirectly, profits or operating surpluses as well as funds, reserves or capital during the Association's lifetime life, unless the previously described destination or distribution is required by law.

Article 11. AMENDMENTS TO THE BYLAWS

11.1 Proposals for amendments to the Association's bylaws are allowed to the International Board of Directors or to at least one third of the members - chapters. If the proposal comes from members, these amendments shall first be communicated to the International Board of Directors.

11.2 These changes can only be approved by the International Members and Chapters Meeting specifically convened for a special session. The presence of two thirds of the members - chapters and a favorable vote of at least 51% of those present are required for approval of the changes.

Article 12. DISSOLUTION OF THE ASSOCIATION

12.1 The event of the Association's dissolution must be approved by a special session of the International Members and Chapters Meeting, with a favorable vote of 51% by the members - chapters themselves.

12.2 In the event of dissolution, during the phase of liquidation, any remaining assets will be donated to another non-profit association pursuing similar aims or to public utility agencies discussed with the control body under article 3, paragraph 190 of Legge 23 December 1996, n. 662 (Agency for the non-profit organization) if established.

Article 13. VALIDITY OF THE BYLAWS

13.1 The provisions of these bylaws, of the the annexed Regulations of implementation and of its annexes are immediately binding for each section. Although not specifically contemplated by this statute, the rules of the Italian Civil Code and of other national laws in force apply. In case of disputes, the jurisdiction will be the court of Bologna in Italy.