

Statute of the association “ESN Bocconi”

TITLE I – GENERAL PROVISIONS

Art. 1 Constitution, denomination, duration and headquarters

- 1.1 The voluntary Association denominated: “ESN Bocconi” is constituted in accordance with article 36 and following C.C.
- 1.2 The duration of the Association is unlimited.
- 1.3 The Association has registered office in Milan and operational headquarters at University “L.Bocconi” of Milan.

TITLE II - PURPOSE OF THE ASSOCIATION

Art. 2 Purpose and Activities

- 2.1 The Association is nonpartisan, non-denominational and non-profit. The Association intends to undertake activities of social utility in favour of its members and of third parties with full respect of the freedom and dignity of individuals.
- 2.2 ESN Bocconi acts in the interest of the students who spend part of their university career in Milan or in the surrounding areas at institutions of higher education.
In particular, ESN Bocconi acts in order to:
 - a) promote the social and cultural integration of Erasmus and International students in the host institutions;
 - b) satisfy the necessities and expectations of Erasmus and International students at the local and national level;
 - c) provide important information regarding the Erasmus programmes and the ESN International resources.
 - d) contribute to the assessment of the various Erasmus and International Programmes.
- 2.3 ESN Bocconi aims at creating the suitable conditions for a better comprehension of the various cultures and of the various habits through the presence of students with different nationalities.
- 2.4 The Association, for the pursuit of its own institutional purposes, makes mainly use of activities offered in a voluntary, free and unpaid manner.
- 2.5 The Association, for the pursuit of its own social aims, can furthermore adhere to other organisms with which it shares purposes and methods, stipulate agreements and conventions with public or private Agencies, promote occasional collections of funds in order to obtain the financial resources aimed only and

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exclusively at the achievement of the purpose of the Association.

TITLE III - THE MEMBERS

Art. 3 Criteria of Admission of the Members

- 3.1** All those who make a request to the Board of Directors and are accepted by it, following the norms of the Internal Regulation, can become Members.
- 3.2** The necessary conditions in order to become Members are:
- a) the annual payment of the fee of participation;
 - b) the acceptance of the present Statute and of the Regulation of Implementation.
- 3.3** The number of Members is unlimited.
- 3.4** The fee of participation is annual, with reference to the current Academic year at the time of payment of the fee; it is not transferable nor returnable in case of withdrawal or loss of the status of Member. It must be paid at the time of acceptance of adhesion to the Association and renewed according to the modalities provided for by the Internal Regulation.
- 3.5** The Members must be:
- a) students enrolled in a degree course at Università Commerciale “Luigi Bocconi” of Milan or ex-students of the same university, who have done an Erasmus experience or an equivalent experience abroad of the duration of at least three months;
 - b) A special permit, approved by 2/3 of the components of the Assembly, can be granted to a candidate without the experience mentioned in the previous point.

Art. 4 Loss of status of Member

- 4.1** The status of Member is lost in case of withdrawal, for exclusion or for failed renewal of the membership card.
- 4.2** The Member can at any time withdraw free of charge from the Association by giving a written communication to the Board of Directors. The withdrawal does not imply the restitution of the Association fee or of other amounts eventually paid to the Association. The loss of the status of Member becomes effective from the moment in which the communication is received by the Board of Directors, but the Member remains responsible for obligations eventually taken on towards the Association.
- 4.3** The Member of the Association can be excluded from the Association in case of :
- a) non-compliance with the norms established by the Statute or by the Internal Regulation;
 - b) non-compliance with the deliberations of the Organs of the Association;

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- c) behaviours that are against the aims of the Association or that may be harmful towards the Association itself.
- 4.4 The exclusion is proposed by the Board of Directors, by the College of Guarantors or by 2/3 of the Assembly and, after having listened to the justifications of the individual, is approved by the absolute majority of the Assembly.
- 4.5 The College of Guarantors must under any circumstance verify that the requests of exclusion are in compliance with article 4.3. The exclusion has immediate effect from the moment of the decision. The appeal can be presented to the College of Guarantors 7 days before the decision.
- 4.6 The failure of renewal of the membership fee leads automatically to the exclusion from the Association.
- 4.7 The readmission of an excluded Member is deliberated by the Assembly with a 2/3 majority.

Art. 5 Rights and Duties of the Members

- 5.1 The Members have the right to:
 - a) participate to all the initiatives and to all the events promoted by the Association;
 - b) participate to the Assemblies;
 - c) propose projects and initiatives to the Assembly of the Members and to the Board of Directors;
 - d) discuss and approve the economic statements;
 - e) be elected and elect members of the Organs of the Association;
 - f) be informed and have access to the documents and to the proceedings of the Association;
 - g) withdraw at any moment from the Association, after prior written notification to the Board of Directors.
- 5.2 The Members must:
 - a) observe the norms of the present Statute, of the Internal Regulation and of the deliberations adopted by the Organs of the Association;
 - b) contribute, within the limits of one's own possibilities, to the achievement of the aims of the Association, according to the directions of the directive organs;
 - c) be reimbursed of the expenses actually incurred for the activity performed, in the limits established by the Association itself and under agreement of the Treasurer;
 - d) abstain from any harmful behaviour towards the aims of the Association itself;
 - e) pay regularly the annual Association fee.

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- 5.3** Every Member can resort to proxy voting for a maximum of two times during the Academic Year. Every Member can receive one proxy at most in each Assembly.

TITLE IV - THE ORGANS

Art. 6 Organs of the Association

- 6.1** The organs of the Association are: the Assembly of the Members, the Board of Directors and the College of Guarantors.
- 6.2** All the social positions are elective and unpaid and have a duration of twelve months.

Art. 7 General Assembly

- 7.1** The Assembly is the sovereign organ and is composed by all the Members of the Association.
- 7.2** The Assembly is chaired by the President of the Association.
- 7.3** The Assembly can be summoned in ordinary or extraordinary form.

Art. 8 The Ordinary Assembly

- 8.1** The ordinary Assembly is the moment of dialogue among all the Members. It is requested by the Board of Directors whenever it is considered necessary for the needs of the Association, at least once for semester, of which one for the approval of the balance sheet and the election of the Board of Directors. The power of convocation belongs to the President, or to 3/5 of the Board of Directors, or 2/3 of the Members or the College of Guarantors. The Assembly is then formally summoned by the Secretary - or for impediment by another member of the Board of Directors - through communication (also by electronic means) to all the Members, at least 15 days before the date of convocation. The notice of convocation must contain date, time, location of the convocation, in addition to the Agenda to be discussed.
- 8.2** At the first convocation the Assembly is regularly constituted with the presence of at least half of the Members. At the second convocation the Assembly is regularly constituted regardless of the number of the Members. In both cases the presence of 3/5 of the Board of Directors is necessary.
- 8.3** The Assembly decides through simple majority of the votes of those present. The votes are open, except those concerning individuals.
- 8.4** The discussions and deliberations of the Assembly are summarised in minutes, written by the Secretary, or by a member of the Assembly and signed by all the members of the Board of Directors.
- 8.5** The ordinary Assembly has the following tasks:
- a) decide with regard to the directions and to the programme proposed by

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- the Board of Directors or by any other member;
- b) decide with regard to the economic report (Final Budget) of the previous year;
 - c) ratify the measures within its jurisdiction adopted by the Board of Directors for reasons of urgency;
 - d) elect the members of the Board of Directors;
 - e) elect the members of the College of Guarantors;
 - f) examine the issues raised by the inquirers or proposed by the Board of Directors;
 - g) decide with regard to the Statute and the Internal Regulation.

Art. 9 The Extraordinary Assembly

- 9.1** The extraordinary Assembly is summoned for the discussion of proposals of modification of the Statute and of the proposal of dissolution and liquidation of the Association.
- 9.2** It can be summoned by the Board of Directors or by 3/5 of the Members.
- 9.3** It must be summoned at least 30 days in advance and the notice of communication must contain indications of the day, of the location, of the time and of the Agenda (with the potential written proposals of the modifications of the Statute).
- 9.4** For the modifications of the Statute it is necessary the presence of at least: 50% + 1 of the Members with the right to vote and 3/5 of the Board of Directors. For the deliberations it is necessary at least the favourable vote of 2/3 of those present.
- 9.5** For the dissolution of the Association and the devolution of the assets it is necessary the favourable vote of at least 3/4 of the Members.
- 9.6** In case of dissolution of the Association its assets are devolved for purposes of social utility, in accordance with the deliberation of the Assembly that must exclude any form of redistribution, also indirect, to the members.

Art. 10 The Board of Directors

- 10.1** The Board of Directors is composed by five members, elected by the Assembly among its own Members.
- 10.2** It remains in office for twelve months and if holidays take place during its composition, the replacements occur with re-election by the Assembly of the Members. Those who take over remain in office until the natural expiration date of the mandate. For short periods, in case of absence or inability to operate of a member of the Board of Directors (never longer than six months), his/her duties can be transferred to another member of the Board of Directors, who operates on

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- behalf of the position holder.
- 10.3** In case a member of the Board of Directors is elected for a position different from the one for which he/she is operating, he/she has time up to 30 days in order to decide which one of the two positions to keep, with the obligation to resign from the other one, giving life to a new process of elections.
- 10.4** The election of each member must take place with the following procedures:
- with the approval of 2/3 of the votes, in case of single candidate;
 - with the approval of the simple majority of the votes, in case of two candidates;
 - with the approval of the absolute majority of the votes among more than two candidates. If nobody obtains such majority, there will be a second voting procedure among the only two candidates that have obtained the greatest number of votes (run-off).
- 10.5** Abstention represents an option of voting, therefore such expression of voting must be counted for the purpose of achieving the quorum.
- 10.6** In case of failure to achieve the quorum (according to article 10.4) a second voting procedure during the same Assembly, with the same modalities, must be carried out.
- 10.7** In case of absence of candidacy or election of one or more candidates the outgoing member remains in office until the following election.
- 10.8** The Board of Directors has the duty to:
- carry out the executive activities related to the Association;
 - exercise, as collegial organ, all the powers of ordinary and extraordinary administration for the achievement of the aims of the Association;
 - propose to the Assembly potential disciplinary measures towards the Members;
 - adopt, in case grounds of urgency arise, measures of jurisdiction of the Assembly;
 - provide clarifications with regard to the activities carried out if requested by the College of Guarantors (within thirty days from the request).
- 10.9** The positions that compose the Board of Directors are: the President, the Vice-president, the Treasurer, the Local Representative and the Secretary.
- 10.10** The Board of Directors can authorise one or more Members to represent ESN Bocconi with limited or unlimited power of representation. It is the Board of Directors itself that can autonomously decide to withdraw at any moment the powers of representation of the Member.
- 10.11** As to the matter in question of the previous point the Vice-president of ESN Bocconi is responsible for the activity of the representative.
- 10.12** The decisions of the Board of Directors are taken through majority of the 3/5 of

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the Board of Directors itself.

10.13 A member of the Board of Directors can be impeached after a prior motivation written by the unanimity of the other members of the Board of Directors. He/she can also be impeached by the vote of 3/4 of the Assembly summoned in extraordinary form.

Art. 11 President

11.1 The President represents the Association, and in the specific:

- a) has the legal signature and representation of the Association with respect to third parties in court;
- b) is the coordinator and gives the guidelines of the activities of the Association;
- c) takes care of maintaining relations with the university institutions and with the student associations within Bocconi;
- d) chairs and summons the Board of Directors and the Assembly of the Members.

11.2 During the voting procedures in Assembly, in the event of a tied vote, his/her vote is worth double.

Art. 12 Vice-president

12.1 The Vice-president acts in the President's stead in each of his/her functions and substitutes him/her in his/her duties in case of absence of the latter.

12.2 The Vice-president maintains the connections between the College of Guarantors and the Board of Directors.

12.3 The Vice-president is the liaison figure for all the representatives of the different activities that are external to the Board of Directors. He/she is directly responsible for the actions of such representatives.

12.4 The Vice-president takes care of the management and the rotation of the office, arranging its scheduling and its efficiency.

Art. 13 Treasurer

13.1 The Treasurer takes care of the management of the economic resources of the Association.

13.2 The Treasurer verifies the economic feasibility of the activities of the Association, takes care of the economic supply and of the liquidation of the activities themselves.

13.3 The Treasurer takes care of keeping updated a document with the list of the different economic activities, in the form he/she considers most appropriate.

13.4 The Treasurer writes the balance sheet at the end of the year, submitting it to the Assembly and to the College of Guarantors for its approval within 120 days from

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the following accounting year.

- 13.5 The Treasurer, after having heard the Board of Directors, provides the reimbursement of expenses to the Members, that must be justified and attested.
- 13.6 The Treasurer takes care of the resources concerning conventions with third parties.
- 13.7 The Treasurer takes care of paying international, national and local fees; collect credits and pay debits with respect to members/associations external to ESN Bocconi and make all the other payments related to the life of the Association.

Art. 14 Local Representative

- 14.1 The Local Representative (LR) coordinates and facilitates the activities and the relations external to the Association, in particular between the section and the national network.
- 14.2 The Local Representative monitors all the national and international activities, promptly informing the Board of Directors.
- 14.3 The Local Representative participates actively to coordination Assemblies of the sections, representing the Board of Directors and keeping it constantly updated on the various developments.
- 14.4 The Local Representative actively involves all the Members in the different activities, supporting their integration and stimulating their dedication and participation.
- 14.5 The Local Representative takes care, with the approval of the Board of Directors, of the recruitment of new potential Members.

Art. 15 Secretary

- 15.1 The Secretary coordinates and facilitates the activities internal to the Association, taking care of the practical management in all its organisational aspects.
- 15.2 The Secretary manages the communications internal to the Board of Directors, the communications with the Assembly and the outside.
- 15.3 The Secretary takes care of keeping the “Members Book” and writing the Minutes of the Assemblies.
- 15.4 The Secretary is responsible for the electronic means of communication of the Association.
- 15.5 The Secretary takes care of the management and of the supervision of the different activities and verifies the deadlines and the commitments made with third parties.

Art. 16 The College of Guarantors

- 16.1 The College of Guarantors is an advisory organ elected by the Assembly, composed of a minimum of one to a maximum of three members. The elected

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members cannot hold positions within the Board of Directors nor represent third-party partners.

- 16.2** Those who can be elected to the position of Guarantor are those who have been part of a Board of Directors for at least one year and are Members of the Association from at least two years. The position of Guarantor lasts for twelve months.
- 16.3** In case two members of the College of Guarantors are elected, all the decisions must be taken unanimously. Otherwise the deliberations are taken with absolute majority.
- 16.4** In case of candidacy of more than three Members, the procedure requires a first general vote from which the three members that will obtain the greatest number of votes will come out. When the voting procedure is restricted to three candidates, each candidate needs 2/3 of the votes of those present in order to be elected. In case of resignations, expulsions or holidays, the College of Guarantors remains in office until the end of its mandate with the remaining members. In case, instead, the advisory organ is not attended by any member, there will be elections.
- 16.5** The College of Guarantors has the duty to:
- a) verify that all the activities of the Association take place in the respect of the present Statute and clarify all the doubts of interpretation that may arise;
 - b) support all the activities of the Association and all the Members;
 - c) examine and express an opinion on all the disputes of the Members and on the issues of exclusion of a Member;
 - d) view and express an opinion on the consultative balance sheet;
 - e) ask for clarifications about the conduct of the Board of Directors, that must answer within thirty days;
 - f) summon the Assembly in case of inertia of the President or of the Board of Directors.
- 16.6** The opinion of the College of Guarantors on all the issues is not binding, but in case of different decision, the Board of Directors must give a written justification.
- 16.7** A member or all the members of the College of Guarantors can be excluded from such position with a decision of 2/3 of the Extraordinary Assembly.

TITLE V - THE ECONOMIC RESOURCES

Art. 17 Assets

- 17.1** The Assets of the Association consist of:
- a) any movable and immovable property belonging to the Association;
 - b) goods of any kind bought by the Association and used for the fulfilment of

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its institutional aims;

c) contributions, disbursements or different legacies disbursed by the Members at the moment of enrolment.

Art. 18 Revenues

18.1 The revenues of the Association consist of:

- a) annual Association fees and other types of contributions of the Members;
- b) contributions of the European Union, of the State, of national and international Agencies, also aimed at supporting specific and documented programmes;
- c) proceeds resulting from its own assets;
- d) possible donations, inheritances, contributions from private individuals;
- e) any other kind of revenues admitted in accordance with L 266/91;
- f) revenues resulting from conventions or sponsorships.

TITLE VI - THE BALANCE SHEET

Art. 19 Formation and content of the balance sheet

- 19.1** The balance sheet of the Association is annual and starts from the first session of the calendar year of activity of the Association itself.
- 19.2** The balance sheet must be approved by the Assembly within 120 days of the following year and must be viewed by the College of Guarantors.
- 19.3** The balance sheet is written by the Treasurer. It contains the single expenditure and revenue items concerning the period of one year.
- 19.4** The balance sheet is left at the headquarters of the Association and can be consulted by every participant.
- 19.5** Any operational surplus must be reinvested and used in favour of the activities of the Association approved by the Assembly. The distribution also indirect of possible surpluses among the Members is prohibited.

TITLE VII - FINAL PROVISIONS

Art. 20 Modifications of the Statute

- 20.1** The present Statute can be modified by deliberation of the extraordinary Assembly, and with the 2/3 majority of its components.

Art. 21 Internal Regulation

- 21.1** The ordinary Assembly of the Members can adopt an Internal Regulation, that must be approved by the simple majority of the Members. It must draw inspiration from the principles of the Statute and will have unlimited validity, with the

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exception of the norms related to the dissolution of the Association.

Art. 22 Dissolution of the Association

22.1 The dissolution of the Association is decided by the extraordinary Assembly with the 3/4 majority of the Assembly itself. In case of dissolution, the assets of the Association, less the liabilities, will be devolved to another association with similar aims or for purposes of social utility. In no case can goods, revenues and reserves be distributed to the Members.

Art. 23 General final norms

23.1 For matters not covered by the present Statute, the norms established by the Internal Regulation, the Civil Code and by the current legislations related to associations are applied.

23.2 All the controversies that may arise regarding the validity, the interpretation or the execution of the present Statute or of the regulations eventually adopted, will be defined by the Board of Directors.

Art. 24 Arbitration clause

24.1 Any controversy that has as subjects the Members and as object the relationships created in the associative domain is under the jurisdiction of the Tribunal of Milan and the applicable law is the Italian one.

Read, signed and approved.

The President	Domitilla Sansone
The Vice-president	Tommaso Filippis
The Treasurer	Lorenzo Minetti
The Local Representative	Rita Bersi
The Secretary	Martina Santinelli

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