

**STATUTE OF THE IMT SCHOOL FOR ADVANCED STUDIES LUCCA**  
**STUDENT AND ALUMNI ASSOCIATION**

**Article 1 - Constitution**

1. In accordance with art. 36 and subsequent articles of the Civil Code, the IMT School for Advanced Studies Lucca Alumni and Student Association is hereby constituted. The Association's legal headquarters are in Lucca, in Piazza San Francesco, n. 19.

**Article 2 - Duration**

1. The Association shall be of unlimited duration.

**Article 3 - Fiscal Year**

1. The Association's fiscal year is from January 1<sup>st</sup> to December 31<sup>st</sup>.

**Article 4 - Objectives**

1. The Association shall pursue the following objectives and carry out the following activities:
  - foster and develop interpersonal cultural and professional relationships between the School's students and alumni through a network of people, competences and experiences;
  - promote the professional and cultural development of its Members through their active participation in School life;
  - develop and spread the scientific culture, the tradition and the values of the IMT School;
  - valorize, in both national and international spheres, the reputation of the IMT School and its Members;
  - promote and spread - within local, national and international contexts - the cultural and scientific initiatives organized by the School, as well as research and study opportunities at IMT;
  - create a network of information regarding internship, employment and research opportunities, as well as prospects for scientific collaboration between Members, to actively support the School's job placement services.
2. The Association can organize and promote initiatives in furtherance of the aforementioned objectives, including the following activities:
  - promote the organization of study days, conventions, scientific, educational and cultural events, which can also be open to the public;

- promote the organization of meetings between Members and between Members and businesses, institutions, professional associations and experts;
  - organize other cultural, artistic, sport and scientific dissemination-related initiatives;
  - merchandizing, creating and selling, for example, gadgets with the IMT School logo;
  - promote and manage, directly or indirectly, the publication of books, newsletters, magazines, scientific articles and other member contributions;
  - institute and/or finance scholarships, research awards, doctoral thesis awards, research grants;
  - promote fundraising and sponsorship contracts for financing member activities or for activating innovative projects in economic, cultural or social arenas;
  - propose any other type of activity in line with the aims of the Association.
3. The Association can carry out its activities both in Italy and abroad.

#### **Article 5 - Members**

1. Enrolled students and alumni who have finished their course of study at the IMT School can become Full Members of the Association.
2. Contributing Members, who may be either natural or legal persons, are declared such by the Executive Committee in virtue of their economic and financial support of the Association.
3. Honorary Members, who may be either natural or legal persons, are declared such by the Executive Committee for their particular economic, financial, organizational support or for their particularly noteworthy professional or scientific merits despite not being an IMT student or alumnus. Honorary Members can participate in the General Assembly but do not enjoy voting rights; they cannot be elected to social appointments, except that of Honorary President.
4. The Executive Committee establishes the membership fee for all member types, except for Honorary Members, who are not subject to fees.

#### **Article 6 - Starting and terminating membership**

1. Unless otherwise declared by the Executive Committee, potential members must fill out an application form, which can also be submitted electronically.
2. The application shall be considered accepted after 60 days from submitting the form, unless the Executive Committee provides a motivation for the refusal of the application.

3. Membership is lost:
  - if the annual fee, if applicable, is not paid on time;
  - upon written resignation addressed to the Executive Committee, which must be given at least six months before the end of the solar year. The withdrawal will become official from the start of the new year;
  - if the Member engages in behaviors or activities that harm the Association, its governing bodies or single Members, if the Member violates the principles outlined in the IMT School's Code of Ethics or if the Member engages in behaviors or activities that are incompatible with the objectives of the Association and with the respectability of its Members.
4. The Executive Committee deliberates on the loss of membership, which is then motivated and communicated to the Member in question, except for instances of withdrawal.

#### **Article 7 - Association Bodies**

1. The Association shall be composed of the following bodies:
  - the General Assembly;
  - the Executive Committee;
  - the President;
  - the Audit Committee.
2. The Executive Committee may appoint an Honorary President and may nominate a Secretary, who does not necessarily have to belong to the Association.

#### **Article 8 - General Assembly**

1. The General Assembly is made up of all of the Members who are currently part of the Association.
2. Every Member is entitled to one vote. Only one delegate per Member can be assigned to another Association Member, provided that they are not part of the Executive Committee.
3. The Assembly is convened by the President. The convocation must include the date, the location and the time of the meeting and the meeting agenda, and shall be sent via e-mail to all Members at least fifteen days before the meeting date.
4. The Assembly shall be considered duly constituted when all Members are involved, even when no formal convocation has been made.

5. The Assembly is chaired by the President, or in the event of his or her absence or inability to participate, by the Vice President. The President must ascertain the correct constitution of the Assembly, establish the identity and eligibility of those present, direct and moderate the voting process and establish and proclaim voting results.
6. The Assembly meeting minutes are kept by the Secretary or by a Member of the Assembly chosen by the President to act as secretary. Every meeting's minutes must be undersigned by both the President and the Secretary and archived in the official minute book.
7. The Assembly may meet in more than one location, and Members may participate via audio or video calls, provided that the following conditions are met and recorded in the meeting minutes:
  - the President and the recording Secretary shall both be present in the same location to create and undersign the meeting minutes;
  - the President must be able to ascertain the identity and eligibility of participants, to direct the proceedings, and to determine and announce the voting results;
  - the participants must be able to partake in the discussion and the simultaneous vote regarding the items in the meeting's agenda, as well as to view, receive or transmit documents when fundamental towards making the decision in question;
  - the audio and/or video connections organized by the Association that participants can use to participate in the Assembly must be specified in the convocation. The location in which both the President and Secretary are present shall be considered the official locality of the meeting.
8. The elections held by the Assembly can also take place in an electronic form.
9. The Assembly is normally convened by the President at least once a year; the convocation must take place at least three months before the end of the financial year.
10. A Special Assembly may be convened in any moment by the President, or as the result of a motivated request by the majority of the Executive Committee, or as a result of a motivated request by at least one fifth of the Members via formal written request.
11. The following activities shall be carried out in Ordinary Assembly meetings:
  - the approval of the final budget outcome and the budget forecast;
  - the election of the 10 Members of the Executive Committee;
  - the nomination of the Audit Committee;
  - the deliberations on issues that the President or Executive Council consider appropriate to examine.
12. For the Ordinary Assembly, the presence of at least one fourth of the Members shall form a quorum at the time of the first convocation, while in the second convocation the Full Members with the right

to vote present shall form a quorum. In both cases decisions shall be taken by a majority vote; in the event of a tie, the President's vote shall be the tiebreaker.

13. The Special Assembly:

- approves amendments to the Association's charter and statute;
- approves the dissolution of the Association and the transfer of its assets.

14. The Special Assembly, for amendments to the charter and the statutes, is validly constituted in the first convocation with the presence of at least one half of its Members and in the second convocation with the presence of at least one fourth of its Members. In both cases decisions shall be taken by a majority vote; in the event of a tie, the President's vote shall be the tiebreaker.

15. The Special Assembly, for the dissolution of the Association and transfer of its assets, is validly constituted in the first convocation with the presence of at least one half of its Members and in the second convocation with the presence of at least one fourth of its Members. In both cases the favorable vote of at least three fourths of the Members is needed in order to deliberate.

#### **Article 9 - The Executive Committee**

1. The Executive Committee consists of 10 Members elected by the General Assembly, of the Director of IMT and of the President of the *Fondazione Lucchese per l'Alta formazione e la Ricerca* (or his delegate).
2. Should one of the Members of the Committee resign or be disqualified, the first of the unelected candidates for the Committee will automatically take his or her place. The new Committee Member will stay in office for the rest of the Committee's term.
3. The Executive Committee's term lasts three years.
4. The Executive Committee elects its own President, who must be chosen from among the elected Members, and can nominate a Secretary, who may be someone that does not belong to the Association.
5. The President identifies amongst the Committee Members a Vice President to act as deputy in the event of his or her absence or impediment.
6. The Executive Committee may identify, amongst the Honorary Members or alumni who have particularly distinguished themselves on a professional, cultural or scientific level, someone to hold the appointment of Honorary President.
7. In particular, the Executive Committee:
  - a) actuates the Assembly's deliberations;

- b) promotes the initiatives relative to the objectives of the Association;
  - c) decides the loss of membership due to indignity or payment delinquency;
  - d) prepares the final budget outcome and the budget forecast to be approved by the General Assembly;
  - e) decides the annual fee for each type of member, except for Honorary Members;
  - f) manages the organization, the management and the administration of the Association and delivers the operative instructions of the Association;
  - g) makes decisions regarding the expenses related to the running of the Association;
  - h) makes decisions regarding the hiring of staff;
  - j) proposes to the Assembly, by unanimity, modifications to the Statute and charter as well as the liquidation of the Association;
  - i) approves internal regulations, if present, that discipline particular aspects of the existence of the Association.
8. The President convenes the Executive Committee, coordinates its activities and ensures that all Members of the Executive Committee are adequately informed regarding the materials to be analyzed.
  9. The convocation shall be sent via written notification to all Members at the email address specified at the moment of appointment, by any means considered fit to assure the proof of reception, at least ten days before the scheduled meeting or, in the event of an emergency, at least three days before. The notification shall include the date, location and time of the meeting, as well as the meeting agenda.
  10. The Executive Committee may meet at its headquarters or elsewhere.
  11. The Executive Committee's meetings and deliberations are valid, even in the absence of a formal convocation, when all of the appointed Members are present.
  12. The Executive Committee's meetings may take place via audio or video call if the same conditions outlined for the General Assembly are met.
  13. The deliberations made during the meeting must be recorded in the meeting minutes, undersigned by the President and the recording Secretary, if nominated, and transcribed in the book that records the Executive Committee's decisions.
  14. In order for the Executive Committee's meetings to be considered valid, the majority of its components must be present. Decisions shall be taken by a majority vote; in the event of a tie, the President's vote shall be the tiebreaker.
  15. The Executive Committee's decisions can also be adopted via written consultation, namely on the basis of a written consensus, as long as it is assured that every Member of the Committee was given adequate information and the right to participate in the decision. The procedure, overseen by the

President, must be concluded within 30 days of its start or in the specific timeframe set forth in the text of the decision itself. The decisions of the Members of the Executive Committee must be promptly transcribed in the book that records the Committee's decisions.

#### **Article 10 - President**

1. The President, elected by the Executive Committee from amongst its Members, gives impetus to the activities of the Association, is the legal representative and manages the external relations of the Association and convenes and presides over the Executive Committee and General Assembly.
2. In the event of his or her absence or impediment, the President shall be substituted by the Vice President, who is nominated from amongst the Members of the Executive Committee. He or she can delegate technical or representative duties to other Members of the Committee or other Association Members.
3. The President can carry out any other action necessary for the safeguarding of the Association's interests in cases of urgency, with the subsequent ratification of the Executive Committee.

#### **Article 11 - Honorary President**

1. The Honorary President may be nominated from amongst Ordinary Members or alumni that have distinguished themselves for their particular professional or scientific merits. The Honorary President represents the Association in particularly distinguished occasions in terms of the relations with national and international companies, institutes and organizations.

#### **Article 12 - The Audit Committee**

1. The Audit Committee shall be nominated during a regular General Assembly meeting, and may be made up of non-members, chosen from amongst registered Auditors. The Committee's appointment lasts for three years and can be renewed a single time.
2. The Audit Committee oversees the economic-financial management of the Association and draws up a report to accompany the final and forecasted budgets of annual expenditures.

#### **Article 13 - The Joint Fund**

1. The Joint Fund is made up of:
  - membership fees;

- donations or bequests, that may also have a specific destination;
- voluntary contributions from associations, foundations, organizations, companies, natural and legal persons;
- proceeds derived from initiatives/events organized by the Association;
- Association properties or possessions;
- any reserve funds in case the Association acquires legal recognition;
- operating surpluses.

#### **Article 14 - Dissolution of the Association and destination of the Joint Fund**

1. The dissolution of the Association and the destination of the Joint Fund is deliberated on in a Special Assembly in accordance with art. 8 of the present statute.
2. The Assembly shall not divide the assets amongst Members but, after having acquired the consensus of the monitoring bodies as prescribed by law, will allocate the funds to support the research and educational activities of the IMT School, unless otherwise required by law.

#### **Article 15 - Reference**

1. For any relevant items not referenced in the present Statute, see articles 37 and thereafter in the Civil Code.