

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

Article 1 – Constitution and headquarters

1. In accordance with art. 36 et seq. of the Civil Code, the IMT School for Advanced Studies Lucca Student and Alumni 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 and Assets

1. The Association's fiscal year is from January 1st to December 31st.
2. The Association's assets consist of the Joint Fund, defined in art. 15 below.

Article 4 – Objectives

1. The Association shall pursue the following objectives:
 - To foster, sustain and develop interpersonal, cultural, and professional relationships between the School's students and alumni through a network of people, competencies, and experiences;
 - To promote the professional and cultural development of its Members;
 - To advance and disseminate the IMT School's scientific culture, tradition, and values;
 - To contribute to initiatives supporting the IMT School.
2. The Association can organize and promote initiatives in furtherance of the aforementioned objectives, including the following activities:
 - Promoting the organization of study days, conventions, scientific, educational, and cultural events, which can also be open to the public;
 - Promoting the organization of meetings between Members and between Members and businesses, institutions, professional associations, and experts;
 - Organizing other cultural, artistic, sport, and scientific dissemination initiatives;
 - Establishing and/or funding scholarships, research awards, doctoral thesis awards, research grants;
 - Establishing awards and/or honors;
 - Encouraging fundraising and sponsorships to support the Association's activities and enable innovative projects in the economic, cultural, or social fields;
 - Promoting contacts with national and international associations with similar interests;
 - Promoting connections and joint initiatives with companies, public and private institutions, and universities;

- Implementing any other activity in accordance with the Association's purposes.
3. The Association may operate both in Italy and abroad.

Article 5 – Members

1. All students enrolled in the IMT School and alumni who have completed their studies can become Full Members.
2. Contributing Members are natural or legal persons declared as such by the Executive Committee in virtue of the tangible support they bring to the Association.
3. Honorary Members are natural or legal persons who, despite not being an IMT School's student or alumnus, are declared as such by the Executive Committee in virtue of their outstanding economic, financial, and organizational support or particularly relevant professional or scientific merits. Honorary Members may participate in the General Assembly without voting rights; they cannot hold offices in the Association, except the 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 – Admission and Termination of Membership

1. To be admitted, potential Full Members must complete the appropriate application form, which can also be submitted electronically.
2. All members shall be admitted by resolution of the Executive Committee. Members' withdrawal and grounds for exclusion are regulated under art. 24 of the Civil Code, without prejudice to the provisions of paragraphs 3 and 4 below.
3. Membership status is lost:
 - When the annual fee, if due, 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 resignation will take effect at the end of the current year;
 - As a result of behavior or activities detrimental to the Association, its governing bodies, or individual Members, which violate the principles of the IMT School's Code of Ethics and for acts and behaviors incompatible with the Association's purposes and integrity 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 – Governing Bodies

1. The Association shall be composed of the following governing bodies:
 - General Assembly;
 - Executive Committee;
 - President and Vice Presidents;

- Secretary;
 - Treasurer;
 - Auditor.
2. The Executive Committee may appoint an Honorary President, who may not necessarily be a Member of the Association.

Article 8 – General Assembly

1. The General Assembly consists of all Members in good standing.
2. Each Member is entitled to one vote. Members who are entitled to vote may be represented in the General Assembly by another Member by means of a written proxy. No more than three proxies are allowed for each Member.
3. The President convenes the Assembly. The convocation must include the date, the location and the time of the meeting, and the meeting agenda and shall be sent via email to all Members at least thirty days before the meeting date.
4. The Assembly shall be considered duly constituted when all Members participate in it, even without a formal convocation.
5. The Assembly is chaired by the President, or in the event of his/her absence or inability to participate, by his/her deputy. The President must ascertain the correct constitution of the Assembly, establish the identity and eligibility of those present, direct and moderate the proceedings, and determine and proclaim the voting results.
6. The Assembly meeting minutes are taken by the Secretary or a Member of the Assembly selected by the President to act as Secretary. Every meeting's minutes must be undersigned by both the President and the recording Secretary and made accessible to the Members, also in electronic form.
7. The Assembly may meet in more than one location, connected by audio and/or video, provided that the following conditions are met and recorded in the meeting minutes:
 - The President or his/her Deputy and the recording Secretary shall both be present to prepare 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;
 - Attending Members must be able to partake in the discussion and simultaneous vote on the items on the agenda, as well as to view, receive or transmit documents if necessary for the decision to be taken;
 - The places, connected by audio and/or video as organized by the Association, where Members may attend the meeting, must be indicated in the convocation. The official location of the meeting shall be considered the place where the President is present.
8. The elections held by the Assembly can also take place in an electronic form.

9. The Assembly is ordinarily convened by the President at least once a year during the usual annual meeting to approve the financial statements.
10. An Extraordinary Assembly meeting may be convened at any time by the President, upon motivated request by the majority of the Executive Committee, or upon motivated request by the Auditor, or at least one-fifth of the Members via formal written request.
11. Ordinary Assembly meetings shall deal with:
 - The approval of the final budget outcome and the budget forecast by open vote;
 - The election of ten members of the Executive Committee from among its Members;
 - The appointment of the Auditor;
 - Resolutions on matters that the President or the Executive Committee deem appropriate to discuss.
12. An Ordinary Assembly meeting is validly constituted in the first convocation with the attendance of at least one-fourth of the Members and, in the second convocation, whatever the number of Members with voting rights present. In both cases, resolutions shall be passed by a majority vote; in the event of a tie, the President's vote shall prevail.
13. Extraordinary Assembly meetings shall:
 - Approve amendments to the Association's Charter and Statute;
 - Approve the dissolution of the Association and the transfer of its assets.
14. An Extraordinary Assembly meeting is validly constituted in the first convocation with the attendance of at least one-half of its Members, in the second convocation with the attendance of at least one-fourth of its Members, and in the third convocation – which cannot be scheduled on the same day – whatever the number of Members present. The Assembly deliberates by the absolute majority of valid votes.

Article 9 – Executive Committee

1. The Executive Committee consists of ten members elected by the General Assembly from among its Members. At the time of the election of the Executive Committee, the enrolled student candidate who has received the most significant number of votes (higher than one) among students is automatically elected. The remaining Members of the Committee are elected in order of preference, regardless of their qualification.
2. The IMT School's Director and the President of the Fondazione Lucchese per l'Alta formazione e la Ricerca (or their delegates) are invited to join the Executive Committee as auditors without voting rights.
3. Should one of the Committee Members 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.

4. The Executive Committee's term lasts three years.
5. The Executive Committee appoints its President from among its members, by relative majority, by secret ballot, or by acclamation.
6. On the President's proposal, the Executive Committee appoints the Vice-Presidents within the Committee, determining their number (up to two) and specific tasks, the Secretary and the Treasurer.
7. 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.
8. In particular, the Executive Committee:
 - a) Implements the resolutions of the Assembly;
 - 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 Membership, except for Honorary Members;
 - f) Attends to the organization, management, and administration of the Association and provides the operative instructions of the Association;
 - g) Makes decisions on expenditures related to the operation of the Association;
 - h) Makes decisions on the recruitment of staff;
 - i) Proposes to the Assembly, unanimously, amendments to the Statute and Charter as well as the liquidation of the Association;
 - j) Approves internal regulations governing particular aspects of the life of the Association.
9. The President convenes the Executive Committee, coordinates its work, and ensures that all Executive Committee Members are adequately informed on the matters to be discussed.
10. The convocation shall be notified via email to all Members at the email address provided at the time of the 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, time of the meeting, and the meeting agenda.
11. The Executive Committee may meet at the headquarters or elsewhere.
12. The Executive Committee's meetings and resolutions are valid, even without formal convocation, when all the appointed Members are present.
13. The Executive Committee's meetings may be held via audio or video conference under the same conditions outlined for the General Assembly.

14. Minutes of the resolutions shall be recorded in the meeting minutes, undersigned by the President and the recording Secretary, if appointed, and transcribed in the decision book of the Executive Committee.
15. The Executive Committee's meetings shall be considered valid if the majority of its Members are present. Resolutions shall be taken by a majority vote; in the event of a tie, the President's vote shall be the tiebreaker.
16. The Executive Committee's decisions can also be adopted via written consultation, namely based on a written consensus, as long as it is assured that every Committee Member was provided adequate information and the right to participate in the decision. The procedure, overseen by the Secretary, must be concluded within thirty days from its beginning or in the specific timeframe set forth in the text of the decision. The resolutions of the Executive Committee Members shall be promptly recorded in the Executive Committee's decision book.

Article 10 – President

1. The President, elected by the Executive Committee from amongst its Members, gives impetus to the Association's activities, is the legal representative, manages the Association's external relations, convenes, and presides over the Executive Committee and General Assembly.
2. The President cannot remain in office for more than two consecutive terms and, in any case, for no more than a total of twelve years, even if not consecutive.
3. In the event of his or her absence or impediment, the President shall be substituted by one of the Vice Presidents, whom he or she appoints. The President may delegate technical or representative duties to other Members of the Committee or the Association.
4. In urgent cases, the President may take any action necessary to safeguard the Association's interests, with subsequent ratification by the Executive Committee.

Article 11 – Honorary President

1. The Honorary President may be nominated from Honorary Members or alumni who have distinguished themselves for extraordinary professional or scientific merits. The Honorary President represents the Association in particularly distinguished occasions in relations with companies, institutions, and national and international bodies.

Article 12 – Secretary

1. The Secretary assists the President and Vice-Presidents in fulfilling their duties, manages the organization, and coordinates all the Association's activities.

Article 13 – Treasurer

1. The Treasurer manages the administration, performs all the actions necessary for the Association's management, and keeps the accounting records.

Article 14 – Auditor

1. The Ordinary Assembly appoints an Auditor, even among non-members. The Auditor remains in office for three years and can be renewed only once.
2. The Auditor oversees the economic and financial management of the Association and draws up a report to accompany the final budgets and forecasted annual expenditures.

Article 15 – Joint Fund

1. The Joint Fund consists of:
 - membership fees;
 - any 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 and events organized by the Association;
 - real estate property and assets owned by the Association;
 - any reserve funds in case the Association acquires legal recognition;
 - operating surpluses.

Article 16 – Dissolution of the Association and Destination of the Joint Fund

1. An Extraordinary Assembly meeting determines the dissolution of the Association and the destination of the Joint Fund under art. 8 of the present Statute.
2. The Assembly shall not divide the assets amongst Members, but, having consulted the governing bodies as prescribed by law, it shall allocate them to fund the IMT School's research and educational activities, unless otherwise required by law.

Article 17 - Reference

1. For any matters not referenced in the present Statute, see art. 37 et seq. of the Civil Code.