

Art. 1

ARCS APS Arci Culture Solidali APS (former ARCS Arci Culture Solidali)

1. The Association For Social Development And Support called “**ARCS Arci Culture Solidali APS**” hereinafter defined as **ARCS APS**, pursuant to article 35 et seq. of L. Decree 3 July 2017 no. 117 (hereinafter, also, Decree 117) is a non-profit association, not recognised as a legal person, for national and international cooperation, solidarity and voluntary activity. It is a non-governmental organisation, registered in the list of the Italian Agency for Development Cooperation (AICS - Agenzia Italiana per la Cooperazione allo Sviluppo) with decree no. 2016/337/000132/3, as a subject referred to in Art.26 of Law 125/2014.

In the event of additional registration obtained in section e) of the National Single Registry of the Third Sector, referred to in article 46 of decree 117, the association’s name will change to “ARCS Arci Culture Solidali APS – Rete associativa”, “ARCS APS – Rete associativa” for short.

2. ARCS APS was created by the will of the ARCI members and is perfectly reflected in the aims and purposes of the ARCI APS Association, maintaining its legal and financial, functional, organisational and governance autonomy.

3. ARCS APS is an independent association from public and private profit-making institutions, both Italian and foreign.

Art. 2

Registered and operative offices

1. ARCS APS is based in Via Monti di Pietralata 16, Rome, Italy, with operative and/or representative offices both in Italy and abroad.

The transfer of the registered office in the same municipality resolved by the Meeting does not require any statutory changes.

Art. 3

Purposes

1. ARCS APS was established for the non-profit pursuit of civic, solidarity and socially useful purposes, in particular for contributing to:

- affirming the values of solidarity, peace, non-violence, universal rights and global justice;
- fighting all forms of poverty, discrimination and social and political exclusion;
- the social and cultural promotion of citizens, through participation and democratic ownership and by means of strengthening cooperation relations between communities and territories;
- affirming and safeguarding equal opportunities and gender empowerment, in adherence to the principles of the CEDAW - International Convention on the Elimination of all Forms of Discrimination Against Women;
- the widespread knowledge and the implementation of the principles of the Universal Declaration of Human Rights, of the International Convention on the Rights of the Child;
- the implementation of international codes and conventions governing humanitarian intervention;
- the enhancement of indigenous communities and cultures;
- the protection and support of human rights activists;
- the dissemination, knowledge and enhancement of the founding principles of the European Union;
- the affirmation of conscious and socially sustainable lifestyles;
- the protection and enhancement of the common good.

Art. 4

Activities and policy areas

1. In order to achieve the aforementioned purposes, ARCS APS carries out the activity referred to in article 5, sub-section 1, letter n), of decree 117 (cooperation for development, pursuant to law no. 125 of 11 August 2014, as amended), in favour of the populations and communities referred to therein, as well as the following

activities of general interest, in favour of associates, their families or third parties, listed under the letter that distinguishes them in said article 5, Decree 117, exclusively or principally, without profit, fully respecting the freedom and dignity of its associates, volunteers and beneficiaries, and primarily making use of the voluntary contribution of the members, through the persons belonging to the associated bodies, pursuant to and for the purposes of article 35, sub-section 1, of Decree 117:

- e) interventions and services aimed at safeguarding and improving environmental conditions and the prudent and rational use of natural resources, excluding the activity, habitually exercised, of the collection and recycling of urban, special and hazardous waste, as well as the protection of animals and the prevention of stray dogs, pursuant to law no. 281 of 14 August 1991;
- f) interventions for the protection and enhancement of the cultural heritage and the landscape, pursuant to L. Decree no. 42 of 22 January 2004, as amended;
- g) university and post-university training;
- h) organisation and management of cultural, artistic or recreational activities of social interest, including activities, also publishing ones, to promote and disseminate the culture and practice of voluntary activity and the activities of general interest referred to in this Article;
- k) organisation and management of tourism activities of social, cultural or religious interest;
- l) extra-curricular training, aimed at preventing early school leaving and at academic and educational success, at preventing bullying and at combating educational poverty;
- n) development cooperation, pursuant to Law no. 125 of 11 August 2014 as amended;
- v) promotion of the culture of legality, peace between peoples, nonviolence and unarmed defence;
- w) promotion and protection of human, civil, social and political rights, as well as the rights of consumers and users of the activities of general interest referred to in this article, promotion of equal opportunities and mutual aid initiatives, including time banks referred to in article 27 of law no. 53 of 8 March 2000, and ethical purchasing groups (GAS) referred to in article 1, sub-section 266, of law no. 244 of 24 December 2007.

2. The interest activities indicated above will be carried out by ARCS APS through programs and projects in Italy and in the national, European and global field, with different partners, donors and supporters and for its voluntary network, citizens and communities, in the following sectors:

- solidarity, cooperation and international voluntary activity for development;
- information, awareness and formal and informal education for peace, world citizenship, development, critical, conscious and sustainable consumption;
- emergency and humanitarian aid;
- cultural cooperation and enhancement and protection of cultural heritage;
- decentralised development cooperation;
- food sovereignty;
- environmental protection;
- research and documentation
- employment of young people in voluntary civil service;
- international exchange and voluntary activity and mobility, including youth, through: national and international civil service programs; European Voluntary Service (EVS);
- training programmes, internships and support for secondary and academic education, in Italy and abroad, in cooperation with schools, universities and research and training bodies;
- work camps and conscious knowledge and travel;
- promotion and establishment of solidarity networks and coalitions at national, European and world level.

3. The Association may carry out different, secondary and instrumental activities with respect to the activities of general interest, according to the criteria and limits established by current legislation, including through the use of voluntary and free resources. The Executive Committee is responsible for identifying the various activities that the association may undertake.

4. The Association may also carry out fundraising activities in order to fund activities of general interest, in any form, including in an organised and continuous form and by solicitation to the public or through the sale or

supply of goods or services of modest value, using its own resources and those of third parties, including volunteers and employees, in compliance with the principles of truth, transparency and fairness in its relations with the supporters and the public and in compliance with the provisions of the law.

Art. 5

Supporters and donors

With respect to the main purposes and fields of activity, the following are privileged supporters and contributors/financiers of ARCS APS in

Italy and abroad:

- members/associates;
- associations and NGOs, communities and citizens;
- civil society aggregations, coalitions, forums and networks;
- Presidency of the Council of Ministers, Italian Ministries and Italian Embassies and Consulates;
- school, educational and training institutions, university research bodies, similar bodies;
- Italian Regions, Provinces, Metropolitan Cities and Local Bodies, including associated or consortium members;
- Government institutions, decentralised institutions, Embassies and Consulates, Agencies for international development cooperation in other Countries;
- Council of Europe and Directorates General and Agencies of the European Commission;
- International and United Nations Organisations and Agencies;
- Italian and international banking and private foundations;
- Community Foundations, Religious Foundations and bodies;
- private companies and profit organisations that pursue their purposes in various fields, with methods and according to values in line with the provisions of the ARCS Code of Ethics, taking into account the requirement that respect for the human being, decent working conditions and environmental sustainability must be ensured in any case.

Art. 6

Member organisations

1. The types of organisations listed below that share its social goals and want to contribute to their implementation, contributing with ideas and initiatives, participating in the associative life and developing mutuality and voluntary actions, in harmony with their statutory mission, can join ARCS APS and acquire the qualification of associates:

- a. associations for social development and support, as per articles 35 et seq. of Decree 117;
- b. associations, national or local, set up pursuant to and for the purposes of art. 41 of Decree 117;
- c. non-profit organisations, and more properly associations, committees or foundations which, on the basis of their respective statutes, qualify as territorial organisational hubs or as territorial autonomous headquarters or territorial structures (including but not limited to: regional, provincial or local organisations) of national or local associations, including organised in federated form, pursuant to and for the purposes of article 41 of Decree 117;
- d. Third Sector bodies referred to in Legislative Decrees, respectively, no.117 and no.112, of 3 July 2017, and non-profit organisations, unless they are established in the corporate forms referred to in titles V and VI of the Italian Civil Code.

2. The participation of each organisation always operates on an individual and specific basis and does not determine the consequent membership of the organisations that may possibly be connected to it through articles of association, regulations, associative or affiliate or accession or network relationships.

3. In relation to the composition of the corporate body, ARCS respects the restrictions referred to in article 35, sub-section 3 of Decree 117, according to which the associated entities, other than those referred to in paragraph 1, letter a) above, cannot exceed fifty per cent of member organisations set up as associations for social promotion and support.

4. The legal representative of the organisation that aspires to become an ARCS member submits a written application to the Executive Committee, in accordance with the procedures and forms the latter has resolved. Any rejection of the membership application must be motivated, and the relevant resolution must be notified to the interested party within sixty days. The latter may, within the sixty days following the notification of the resolution,

request that the Meeting expresses its opinion on the request. The Executive Committee includes the review of the application in the agenda of the first meeting that is subsequently, even if not specifically, convened.

5. Members of ARCS APS pay the membership fee each year, and undertake to comply with the articles of association, any regulations and the resolutions of the Association's bodies. Upon initial registration, membership is not completed in the absence of payment of the membership fee.

6. Each associate, provided he/she has been registered in the members' register for three months, has the right to vote in the Meeting for approval and amendments of the Articles of Association and of any regulations, for the election of the Association's corporate bodies as well as has the right to propose him/herself as a candidate for election or appointment in the administrative roles of the Association. Each associate also has the right to vote in any further matter falling within the Meeting's jurisdiction.

7. Each associate has the right to examine the statutory books referred to in Article 15, sub-section 1, of Decree 117, at the Association's registered office, upon written request to the Executive Committee, sent by registered letter with return receipt or by certified email. The right of access to the aforementioned books may be exercised by the member in the person of his/her legal representative and must take place at the statutory seat of ARCS, in a manner which does not hinder the management of the association, on the dates and during the office hours communicated by the Association. Those who access the consultation of the statutory books are bound to confidentiality concerning the facts and documents of which they become aware and will be responsible for the damages suffered by the Association in the event of undue disclosure and/or use of the facts and/or documents acquired when exercising the right of examination. The Associate may, at its own expense, extract a copy of the book of the minutes of the members' meetings and, in compliance with the legislation on *privacy*, of the members' register. Further operating procedures for consulting the statutory books may be established by a regulation approved by the Meeting.

8. The number of members is unlimited.

9. Once acquired, the status of member is permanent, and can cease only in the cases provided for in sub-section 10 below.

10. The following are considered grounds for revocation of membership:

- a. failure to pay the membership fee, including after a specific formal warning by the Managing bodies;
- b. any behaviour, both nationally and internationally, that is clearly in contrast with the Articles of Association, the resolutions taken by the bodies and the official positions of political, strategic and programmatic relevance of ARCS APS.

11. The membership forfeiture, proposed by the Executive Committee, must be approved by the Meeting, and takes effect from the date of the related resolution.

12. The loss of the status of member, for any reason, determines the automatic forfeiture of any office held in ARCS APS.

13. The membership fee is not transferable in any way and is not linked to the ownership of shares or quotas of an equity nature.

Art. 7 National bodies

1. The following are ARCS bodies:

- a) the members' Meeting;
- b) the Executive Committee;
- c) the Supervisory Body;
- d) the Board of Trustees.

2. The meetings of the corporate bodies can also take place via videoconference, in compliance with the transparency and traceability criteria previously established by the Body and communicated to the participants, and systems are identified that allow the participants to be identified with certainty, the possibility of simultaneous intervention and the exercise of the right to vote, including in electronic form.

Art. 8 The Meeting

1. The ARCS APS members' Meeting is the organisation's sovereign body. It approves ARCS APS' general and

annual political and operational guidelines and decides on any other matter provided for by law and by the articles of association.

2. As a rule, the legal representatives of the associated organisations or, subordinately, another natural person delegate, participate in the Meeting.

3. The Ordinary General Meeting is convened by the Executive Committee at least 2 (two) times during the association's financial year and, in any case, whenever the Executive Committee deems it necessary. The Executive Committee is required to call the Meeting when at least 1/3 (one third) of the members submits a written request.

4. The meeting is convened by email, sent to the last email address communicated in writing by the member at least 15 (fifteen) days before the set date. The convening letter, together with the agenda, indicates the day and the time, as well as the venue, if the meeting is not convened by videoconference, both for the first and for the possible second call. The latter must in any case be set at least twenty-four hours after the first call.

5. The Meeting is chaired by the Chairperson of ARCS APS and in his/her absence by his/her representative within the Committee, both without the right to vote, pursuant to and for the purposes of Article 2372, fifth sub-section, of the Italian Civil Code, as referred to in article 2, sub-section 3, of Decree 117. In the absence of the Chairperson or of his/her delegate, the member representative with the oldest registration assumes the temporary presidency of the Meeting, in order to open the session, appoint the Secretary, even if not a member, check the necessary quorum and vote the Chairperson of the Meeting. The Chairperson of the Meeting appoints three scrutineers for electoral Meetings.

6. Each member has the right to one vote. Power of representation is allowed, up to a maximum of two proxies for each associate. The fourth and fifth sub-sections of art. 2372 of the Italian Civil Code are applied, and therefore:

- the associated organisation which has been delegated to represent another member may only delegate one of its own employees or collaborators;
- the proxy cannot be conferred to members of the Executive Committee of ARCS APS. Proxies are not allowed for electoral resolutions.

7. On first call, resolutions in ordinary session are valid with the presence of 60% (sixty per cent) of the associates and the favourable vote of 51% (fifty-one per cent) of those present; on a second call, they are valid with the favourable vote of 51% of those present, irrespective of their number. In an extraordinary session, the resolutions are valid with the presence of 2/3 (two thirds) of the associates and the favourable vote of 3/4 (three quarters) of the voters. Votes are personal and proxies are not allowed. The vote is normally open, unless a secret ballot is requested by at least 20% (twenty per cent) of the entitled persons present at the Meeting.

8. The ordinary general Meeting:

- a) approves the budget and final financial statements and, where this is required by law or resolved by the Executive Committee, the Sustainability Report;
- b) resolves on the responsibility of the members of the corporate bodies and promotes liability action against them;
- c) resolves on the exclusion of associates and on the review of the new associate's application, where rejected by the Executive Committee;
- d) approves any regulations of the meeting proceedings;
- e) resolves on the ARCS APS program and activities;
- f) resolves on membership fees and/or contributions;
- g) resolves on the appointment of the members of the corporate bodies that have ceased, for whatever reason, during the term of office as well as on their revocation, where the legal conditions apply; the members of the corporate bodies who have taken over pursuant to this provision expire upon the natural expiry of the mandate of the bodies to which they belong;
- h) resolves on any sanctions against members and associates, on the proposal of the Board of Trustees;
- i) resolves on any other matter brought to its attention by the Executive Committee or provided for by law or by the Articles of Association.

9. Extraordinary General Meeting:

- a) resolves on amendments to the Memorandum of Association or to the Articles of Association, proposed by the Executive Committee pending the four-year mandate of the Bodies referred to in sub-section 10 below;
- b) resolves the dissolution, transformation, merger or split of the Association.

The Extraordinary General Meeting is convened, in any case, every 4 (four) years, in accordance with the mandate envisaged for the executive Bodies, to perform the functions referred to in the sub-section below, with the methods and quorums expressly laid down therein.

10. The Extraordinary General Meeting convened every 4 (four) years is made up of all the associates and has the task of discussing and approving any new articles of association; appointing the members of the corporate bodies, unless otherwise established in another part of these articles of association, with the commitment towards promoting adequate gender representation. At the time of its establishment, the Meeting elects a Chairperson who directs and coordinates the work. The vote is usually open, unless requested to be secret by at least 20% (twenty per cent) of those entitled to do so. The Meeting is validly constituted on first call with the presence of 2/3 of the members and on second call with the presence of 51% of the members. It decides with a majority of 51% of those present. The meeting regulations are prepared by the Executive Committee which convenes the session and are subject to discussion, to any changes and to approval by the Meeting.

Art. 9

The Chairperson

1. The Chairperson of ARCS APS, elected by the Meeting according to article 8, sub-section 10 above, is the main guarantor and promoter of the disclosure and implementation of the statutory aims and objectives of the association and exercises the legal and political representation, including in court proceedings. He/she is a member of the Executive Committee and of the Management Board of ARCS APS. The Chairperson implements the decisions of the Management Board and, in case of need and urgency, carries out the related administrative functions, subject to ratification of the acts he/she put in place during the first useful meeting, subject to ratification. He/she acts in the name and on behalf of the Association and represents it both in legal proceedings and toward third parties. He/she remains in office for 4 (four) years and is eligible for a maximum of 2 (two) consecutive terms.

2. The Chairperson:

- has the signing authority for all transactions, including financial ones, approved by the Executive Committee and by the Meeting;
manages relations with national and international institutions, bodies and organisations;
- unless otherwise provided for, he/she convenes, chairs and coordinates the work of the ordinary and extraordinary general Meeting, of the Executive Committee and of the Management Board, of which he/she is a member, ensuring compliance and execution of the resolutions;
- proposes the appointment of one or more Vice-Chairpersons, of the Manager, to the Executive Committee;
- submits the final financial statements and budget proposals approved by the Executive Committee to the Meeting for approval;
- authorises payment and collection operations, after the technical verification carried out in agreement with the Manager.

3. The Chairperson may grant specific proxies and mandates to the Vice Chairperson/s, the members of the Executive Committee, including temporary ones, for representative functions and for carrying out the Association's purposes and activities.

Art. 10

The Executive Committee

1. The Executive Committee of ARCS APS is the body responsible for enforcing and implementing the general programmatic guidelines established by the Meeting, with ordinary and extraordinary powers of administration, subject to the restrictions of the law and of those in the articles of association, for the responsibilities within the meeting's jurisdiction.

It is elected by the Extraordinary General Meeting referred to in Article 9, sub-section 10 of these articles of association, and consists of a minimum of 15 (fifteen) and a maximum of 21 (twenty-one) members, chosen among the natural persons indicated by the associated entities. If required by the resolution of the Extraordinary General Meeting in charge of the appointment, the Ordinary General Meeting can integrate, during the term of office, the number of members, if lower than the maximum statutory one, up to the limit of a total number of members equal to the upper limit established in these articles of association (21 members) or to another number established by the Extraordinary General Meeting itself, if lower.

The Committee remains in office for 4 (four) years and meets at least 4 (four) times a year, convened by the

Chairperson of ARCS APS. It is chaired by the Chairperson of ARCS APS, who appoints a Secretary at the beginning of each session.

2. The resolutions of the Executive Committee are adopted with the presence of half plus 1 (one) of the members and are taken by simple majority.

3. The Executive Committee of ARCS APS ~~is~~ the administrative body pursuant to Article 26 of the Third Sector Code, with ordinary and extraordinary powers of administration. As part of these prerogatives, by way of example and not limited to, it performs the following functions:

- a. appoints and dismisses, upon proposal of the Chairperson, the Vice-Chairperson/s and the Manager;
- b. establishes times, methods and instruments for translating the programmatic guidelines set by the Meeting, verifying their implementation;
- c. prepares the Meeting agendas;
- d. approves the draft financial statements for the year and the sustainability report to be submitted to the Meeting;
- e. prepares operational planning documents to be submitted to the Meeting, in particular the annual planning;
- f. resolves on the admission of associates and, if necessary, motivates their rejection;
- g. proposes any sanctions against associates and the forfeiture of the status of member/associate to the Meeting;
- h. calls the ordinary and extraordinary general Meeting;
- i. prepares the internal Regulations to be presented to the Meeting for approval;
- j. decides whether to join or participate in the establishment of national, foreign and international Bodies, Institutions and Organisations;
- k. resolves on the choice of joining a consortium or a temporary association of companies to manage project activities;
- l. resolves on the acceptance of public or private funding, or on the launch of a communication campaign or on fundraisers;
- m. approves the establishment of secondary offices and/or representative offices of ARCS APS, both in Italy and abroad;
- n. identifies the different, secondary and instrumental activities with respect to the activities of general interest;
- o. approves the regulations concerning the reimbursement of expenses to volunteers;
- p. documents the secondary and instrumental nature of the different activities possibly carried out in the financial statements.

4. Except for the restrictions laid down in the articles of association, the power of representation of the members of the Executive Committee is general.

5. The Executive Committee can set up, within its membership, a Management Board chaired by the Chairperson of ARCS, who is a member by right together with the Vice-Chairpersons, and integrated by additional Councillors, to constitute a total number of members not exceeding seven. The Manager is invited to the meetings and has the official duty to attend, unless there are objective impediments.

6. The Management Board carries out the pre-analysis of the topics and the administrative and technical preparation of the acts and efforts which will be the subject of discussion and/or resolution in the meetings of the Executive Committee, providing opinions and making proposals on the outcome of these activities, during the meeting of the Committee concerned. It supports the Chairperson in identifying and analysing the management issues to be submitted to examination and resolution by the Executive Committee and in preparing the agendas for convening the sessions.

7. The Executive Committee can delegate specific administrative functions to the Management Board, except for the approval of the draft budget, the yearly financial reports and the sustainability report. In these cases, the Management Board decides by majority. The Manager has no voting right.

Art. 11 The Vice-Chairpersons

1. The Vice-Chairpersons of ARCS APS are appointed by the Executive Committee with the maximum number of 2 (two), including the one acting as deputy, from among its own members and on the recommendation of

the Chairperson. They remain in office for 4 (four) years. They are members by right of the Management Board of ARCS APS.

2. The Vice-Chairpersons:

- represent and replace the Chairperson in Italy and abroad in the event of his/her absence or impediment and by his/her proxy;
- assist the Chairperson in carrying out his/her mandates also through tasks for which they have been specifically appointed;
- among the Vice-Presidents, one is identified as having the function of deputy.

**Article 12
The Manager**

1. The Manager of ARCS APS is appointed by the Executive Committee, to which he/she is invited, on the proposal of the Chairperson. He/she attends the meetings of the Management Board, without the right to vote.

2. The Manager:

- a) is responsible for functional and operational coordination in Italy and in offices and branches abroad;
- b) manages the operational relationship with the funding bodies of ARCS APS and the national and international project partnership networks in relation to the project instruments that the association decides to acquire to carry out the activities;
- c) prepares the final financial statements and the budget, and the sustainability report, in agreement with the Chairperson;
- d) verifies the payment and collection transactions, in agreement with the Chairperson, issuing his/her technical compliance endorsement on the management conformity and correctness of the transaction;
- e) coordinates the administrative and accounting office of ARCS APS, in agreement with the Chairperson;
- f) is responsible for keeping the accounting documents of ARCS APS, which must not leave the registered office of the Association: exceptions in this regard, based on documented needs, are agreed with the Chairperson;
- g) prepares the annual activity reports to be submitted to the Executive Committee;
- h) assumes other duties, including temporary ones, upon request and mandate by the Chairperson and the Executive Committee.

**Article 13
Supervisory Body**

1. The Meeting appoints a supervisory body consisting of three people, of which at least one is chosen from the categories of persons referred to in article 2397, second sub-section, of the Italian Civil Code.

A single-person supervisory body may also be appointed, among the categories of individuals referred to in Article 2397, second sub-section, of the Italian Civil Code. Article 2399 of the Italian Civil Code shall apply to members of the supervisory body.

2. The Supervisory Body supervises compliance with the law and the Articles of Association, in keeping with the principles of proper administration and in particular by monitoring the adequacy of the organisational, administrative and accounting structure adopted by the Association and its actual operation. It also carries out tasks of monitoring the observance of the Association's solidarity and social utility purposes and certifies that the sustainability report, in the event that its drafting should be mandatory or, in the absence of this assumption, if it has in any case been resolved by the Executive Committee, has been drawn up in accordance with the guidelines referred to in art. 14 of L. Decree 117/2017.

3. Should the members of the Supervisory Body be registered in the register of auditors, the Meeting, upon exceeding the size limits of the law, may delegate to these the function of statutory auditor of the accounts referred to in art. 31 of Decree 117, should a subject not have been appointed for this purpose.

**Art. 14
The Board of Trustees**

1. The Board of Trustees, elected by the Meeting, is composed of 3 (three) effective members and 2 (two) substitutes with a mandate lasting 4 years.

2. The Board of Trustees

- a) intervenes to settle disputes arising within the corporate Bodies, between the members and the

- bodies themselves, as well as on the interpretation of these Articles of Association, upon appeal by the parties;
- b) meets, when necessary, to carry out its duties on the basis of the indications provided by the internal national "Regulations";
 - c) has the task of intervening with regard to the interpretation of these Articles of Association at the request of members and management bodies;
3. The office of member of the Board is incompatible with any other office in the corporate Bodies.

Article 15

Assets and economic resources

1. The Association's assets consist of the complex of all moveable and immovable property in any case belonging to the Association itself, as well as of all other economic resources referred to in art. 11, the revenue and the income however obtained. Everything constituting the assets of the Association, including any revenues, annuities, proceeds, income however named, must in any case mandatorily be used and destined for performing the statutory activities in order to exclusively pursue the civic, solidarity and social utility purposes envisaged by these Articles of Association.
2. The Association draws its economic resources, required for its operation and for carrying out its activities of general interest, from different sources, such as membership fees, public and private contributions, donations and testamentary bequests, property rents, proceeds from activities in favour of members, their families, third parties, proceeds from fundraising activities as well as from the activities referred to in art. 6 of the Third Sector Code, where carried out, within the limits and under the conditions established by law.
3. The Association may not distribute, even indirectly, profits and/or operating surpluses, nor funds, reserves however named to founders, associates, workers and collaborators, directors and other members of the corporate bodies, even in the case of withdrawal or of any other hypothesis of individual dissolution of the associative relationship.
4. The Association has the obligation to use the assets, including any revenues, annuities, proceeds, income however named, for performing the statutory activity in order to exclusively pursue the civic, solidarity and social utility purposes.

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Financial year and financial statements

1. The administrative and financial year begins on 1st January and ends on 31st December of the same year;
2. If activities other than those of general interest have been carried out, the Executive Committee certifies their secondary and instrumental nature in the financial statements;
3. The annual financial statements and the sustainability report must be submitted to the approval of the ordinary general Meeting by 20 June of the year following the financial year of reference and deposited, within the terms of the law, by the directors, or in the event of their non-fulfilment even after a warning, by the members of the Supervisory Body, in the National Single Registry of the Third Sector, with the relative annexes, if required by law; by the same date, the sustainability report must be published by the directors on the ARCS APS website.

Art. 17

Transitional and final provisions

1. The dissolution of ARCS APS can only be approved by a specially convened Extraordinary General Meeting, which appoints a liquidator. It shall resolve on the destination of the assets remaining from the liquidation itself, within the limits set out in the sub-section below. In the event of dissolution, termination or extinction, the residual assets, after the liquidation, will be devolved, subject to the positive opinion of the competent Body pursuant to decree 117/2017, and unless otherwise required by law, to one or more Third Sector Entities.
2. The provisions of these articles of association concerning social bodies, which introduce changes to the current *governance* structures, enter into force on the date of the extraordinary general Meeting called to appoint the new bodies, which must take place by 31 October 2022.
3. On a transitional basis, up to the ninetieth day following the registration of the body in the National Single

Registry of the Third Sector, the Executive Committee is authorised to make any changes to the Articles of Association that may be necessary to ensure the transmigration of the Association to the aforementioned Register and its registration in the section dedicated to associations; the statutory changes are ratified by the ordinary general Meeting at the first useful session.

3. For anything not provided for in these Articles of Association, the regulations in force concerning Third Sector Bodies are valid (and, in particular, law no. 106 of 6 June 2016 and L. Decree no. 117 of 3 July 2017 as amended) and, to the extent they do not provide for and where compatible, the provisions of the Italian Civil Code.