

« La Grande Famille de Procida & Ischia »

ARTICLES OF ASSOCIATION

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Chapter 1 - The Association

Article 1 - Purpose

The Association is established under the law of 1 July 1901 and Decree of 16 August 1901, and shall be known as “La Grande Famille de Procida & Ischia”.

The Association is an international genealogy association and its key objective is the preservation of the archives of the islands of Procida and Ischia, located in the Bay of Naples in Italy.

In the 19th century, millions of Italians emigrated to various locations across the world, many of them originated from this region. They went to North Africa or the United States, others left for Argentina or Australia. Today, their descendants are Italian, French, American, Argentinian, etc.

The main activities of the Association are to:

- Computerize the archives of Procida and Ischia to ensure their sustainability;
- Enable members to obtain digital copies of records that relate to their family;
- Allow members to construct their family tree;
- Work with the relevant local authorities and cultural associations.

The scope of activities and objectives of the Association may be extended to include other cities and islands of Italy according to the genealogical needs of members of the Association. The Association is completely apolitical and non-religious.

Section 2 - Composition

The Association, founded by Pascal SCOTTO DI VETTIMO, comprises:

- Founder Member;
- Honorary Members;
- Benefactor Members;
- Regular Members.

Founder Members are defined as persons who have contributed financially or in other ways in order to found the Association. Further clarification on the status of Founder Member is described in Article 6.

Honorary members are defined as persons who allow their name or reputation to be used in the service of the Association. This title is awarded by the Administration Council and confers the right of membership of the Association and attendance of the General Meeting.

Benefactor Members and Regular Members are members of the Association and are subject to the membership terms described in Article 7.

Article 3 - Address

The registered address is Villiers-sur-Loir, France. The registered address may be transferred by simple decision of the Administration Council.

Article 4 - Duration

There is no specified end date for the duration of the Association.

Article 5 - Resources

The initial funds of the Association comprise the personal contributions of the Founder Members. The terms of repayment of funds are described in Article 6.

The ongoing resources of the Association include members' annual subscriptions, funds generated by sales to members, income from ad hoc events and any other resources authorized by law. They may also include grants from national and local authorities.

Article 6 – Founder Members

Founder Members are defined as persons who have contributed financially or in other ways in order to found the Association.

Financial contributions (or loans) are subject to a contract specifying the amount and the term of the loan, repayment terms, duties and rights of the two parties. This contract is signed, in duplicate, by the Founder Member and the President of the Association.

The terms of repayment of the initial investment to the Founder Members are:

- No interest on capital is payable;
- The principal will be repaid annually in the form of an amount (to be agreed, see below) on the anniversary of the adoption of the present Articles of Association;
- The annual amount repaid to each Founder Member will be defined by the Treasurer in the light of the accounts of the Association, and will be voted on by the Administration Council;
- No guarantee of repayment can be given;
- No guarantee full repayment of the investment can be given.

In return, the following benefits are granted to Founder Members:

- No annual subscription fee is payable;
- They become permanent members of the Administration Council;
- They have a double vote at the General Meeting.

The status of Founder Member terminates upon death, resignation (which must be addressed in writing to the Administration Council), or removal due to gross misconduct (to be determined by the Administration Council). In any of these cases no repayment of the initial investment is payable. The terms of repayment remain unchanged. Any membership benefits are lost.

Chapter 2 – The Members

Article 7 - Membership

In order to become a member of the Association, it is necessary to:

- Submit a completed membership form;
- Have an application approved by the Administration Council;
- Pay the annual subscription fee.

For minors of less than 18 years of age, the membership form must be completed and signed by a parent or guardian.

By becoming a member, the member agrees: not to use information obtained through the Association and its structure for commercial purposes, directly or indirectly; not to publish any information without the prior consent of the Association; and not to pass on information to third parties, even free of charge.

Failure to comply with any part of these Articles will be considered as gross misconduct by the Association. Depending on the severity of the misconduct, the Administration Council reserves the right to expel the member in accordance with Article 9, and may lead to further action being taken to protect the reputation and/or financial position of the Association.

Article 8 - Subscription

An annual subscription fee is payable by all members. It is due on 1 January of each year. Membership expires on 31 December of the same year.

The amount of the subscription fee is determined by the Administration Council. Founder Members do not pay any subscription fee.

Subscription fees are not refundable for any reason, including death, resignation or removal of any member.

Article 9 – Removal of membership

Membership is cancelled upon:

- The death of the member;
- Resignation (which must be given in writing to the Administration Council);
- Failure to pay the subscription fee by the due date;
- Removal for gross misconduct.

Any action detrimental to the Association and/or its Purpose will be considered as gross misconduct. Removal for reason of gross misconduct will be imposed by the Administration Council after considering the explanation of the person concerned. The Administration Council will give notice of its decision of membership cancellation by registered letter with acknowledgement of receipt within 1 month.

No refund of membership fee is payable.

Chapter 3 - Administration & Management

Article 10 – Administration Council

The Association is governed by an Administration Council consisting of at least 3 members and no more than 5 members.

Founder Members are permanent members of the Administration Council under the terms of Article 6.

The General Meeting delegates authority to the Administration Council to take decisions and carry out the actions necessary to achieve the objectives and projects agreed by the General Meeting in accordance with the Purposes of the Association.

Decisions are taken by majority vote. The President has a casting vote, in the event of a tie.

If the Administration Council is inquorate, for instance due to the absence or resignation of a member, the Administration Council may appoint a temporary replacement, to serve until the following General Meeting. The General Meeting approves or elects additional members to the Administration Council, for a renewable term of two ('2') years.

Article 11 - President

The President of the Association is renewed or elected by the General Meeting, for a renewal term of two ('2') years.

The President represents the Association in all its undertakings, including the ability to take legal action on behalf of the Association.

Pascal SCOTTO DI VETTIMO, because of his status as Founder Member and founder of the Association, is named President and Treasurer of the Association for the first three ('3') years following the adoption of these Articles, in order to protect the financial investments made by Founder Members and to deliver the initial objectives of the Association.

Article 12 - Remuneration

Service on the Administration Council is voluntary, and no remuneration is payable.

The members of the Administration Council, and all volunteers involved in the work of the Association are able to claim reimbursement of their expenses (upon submission of valid receipts), provided that these costs are related to activities which were previously approved by the Administration Council. Costs of any foreign travel or expenses incurred abroad can be reimbursed where these are incurred to deliver the objectives of the Association.

Costs of work undertaken by third parties can be paid within the limits set by tax regulations. These works, associated costs, as well as the appointment of third parties must be pre-approved by the Administration Council.

Article 13 – General Meetings

General Meetings (ordinary and extraordinary) include all of the members of the Association.

Regular Members and Benefactor Members must be up to date with their subscription fees in order to attend. Recent members (who joined less than 3 months prior to the meeting) may participate but may not vote. Founder Members have a double vote. The President has a casting vote in the event of a tie.

Members will be invited to attend through an individual notice and/or a newsletter sent by post or electronic mail.

Postal voting is not permitted. Proxy voting is allowed, however each member present may hold no more than three ('3') proxy votes.

Article 14 - Ordinary General Meeting

The Administration Council reserves the right to convene an ordinary General Meeting.

The President, assisted by the members of the Administration Council, presides over the General Meeting and ensures the probity and ethical conduct of the Association. The Treasurer reports on the accounts and submits the balance sheet for the approval of the General Meeting.

General Meeting elects the members of the Administration Council required under the terms of Article 10.

Decisions are taken by a simple majority vote of all members present and represented, on a show of hands. Minutes will be taken.

Article 15 - Extraordinary General Meeting

Only an extraordinary General Meeting is authorized to modify the Articles of Association, dissolve the Association or agree to the merger of the Association with another body. It can be convened at the request of at least two-thirds of all members, or at the request of the Administration Council. Invitations are sent by the President.

At an extraordinary General Meeting, decisions are taken by a majority of three-quarters of the members present and represented, on a show of hands. Minutes will be taken.

Article 16 – Operating procedures

The Administration Council may create operating procedures as required. These apply to all members of the Association.

Article 17 - Dissolution

Dissolution of the Association can only be agreed by an extraordinary General Meeting, which may appoint a liquidator. Remaining assets will be transferred in accordance with Article 9 of the Act of 1 July 1901 to an Association pursuing the same purpose, after reimbursement of Founder Members' initial investment as far funds allow.

Pascal SCOTTO DI VETTIMO

Founder, President and Treasurer

Michele SCOTTO DI VETTIMO

Founder Member

Jean-Pierre FERRARI

Founder Member