

BYLAWS

MESENTERS OF PEACE INTERNATIONAL ASSOCIATION – APS

Art. 1

(Name, Registered Office and Duration)

An association is hereby established among the undersigned, pursuant to the Italian Civil Code and Legislative Decree of 3 July 2017, no. 117 (hereinafter referred to as the “Third Sector Code”), as subsequently amended, under the following name: **“MESENTERS OF PEACE INTERNATIONAL ASSOCIATION – APS”**, hereinafter referred to as the “Association”.

The Association has its registered office in the Municipality of **Montemurlo (Province of Prato), Italy**, and shall have an **unlimited duration**.

Art. 2

(Purpose, Aims and Activities)

The Association is a non-profit organization and pursues civic, solidarity-based and socially beneficial purposes through the performance, in favor of its members, their families or third parties, of one or more of the following activities of general interest, making predominant use of the voluntary work of its members or of persons belonging to affiliated entities:

- social interventions and services pursuant to Article 1, paragraphs 1 and 2, of Law no. 328 of 8 November 2000, as amended, and interventions, services and benefits pursuant to Law no. 104 of 5 February 1992 and Law no. 112 of 22 June 2016, as amended (Article 5, letter A, Legislative Decree 117/2017);
- education, schooling and vocational training pursuant to Law no. 53 of 28 March 2003, as amended, as well as cultural activities of social interest with educational purposes (Article 5, letter D);
- interventions and services aimed at safeguarding and improving environmental conditions and promoting the careful and rational use of natural resources, excluding the habitual activity of collection and recycling of urban, special and hazardous waste, as well as animal protection and prevention of stray animals, pursuant to Law no. 281 of 14 August 1991 (Article 5, letter E);
- protection and enhancement of cultural heritage and landscape pursuant to Legislative Decree no. 42 of 22 January 2004, as amended (Article 5, letter F);
- scientific research of particular social interest (Article 5, letter H);
- organization and management of cultural, artistic or recreational activities of particular social interest, including editorial activities aimed at promoting and disseminating the culture and practice of volunteering and activities of general interest referred to in this article (Article 5, letter I);
- organization and management of tourism activities of social, cultural or religious interest (Article 5, letter K);

- development cooperation pursuant to Law no. 125 of 11 August 2014, as amended (Article 5, letter N);
- commercial, productive, educational, informational, promotional and representative activities, including the licensing of certification trademarks, carried out within or in favor of fair trade supply chains, understood as a commercial relationship with a producer operating in an economically disadvantaged area, generally located in a developing country, based on a long-term agreement aimed at promoting market access for the producer and providing for the payment of a fair price, development measures in favor of the producer, and the obligation for the producer to guarantee safe working conditions in compliance with national and international regulations, respect trade union rights and commit to combating child labor (Article 5, letter O);
- social housing pursuant to the Decree of the Ministry of Infrastructure of 22 April 2008, as amended, as well as any other temporary residential activity aimed at meeting social, health, cultural, educational or employment-related needs (Article 5, letter Q);
- humanitarian reception and social integration of migrants (Article 5, letter R);
- social agriculture pursuant to Article 2 of Law no. 141 of 18 August 2015, as amended (Article 5, letter S);
- organization and management of amateur sports activities (Article 5, letter T);
- charitable activities, distance support, free distribution of food or products pursuant to Law no. 166 of 19 August 2016, as amended, or the provision of money, goods or services in support of disadvantaged persons or activities of general interest pursuant to this article (Article 5, letter U);
- promotion of a culture of legality, peace among peoples, nonviolence and unarmed defense (Article 5, letter V);
- management of international adoption procedures pursuant to Law no. 184 of 4 May 1983 (Article 5, letter X).

In particular, **Messengers of Peace International Association – APS** has historically operated in the **Niger Delta region**, in collaboration with local authorities, for the identification of underground aquifers. The Association aims to build **drinking water wells** for the benefit of villages suffering from environmental pollution caused by the exploitation of natural resources (oil fields and mineral deposits).

The Association also collaborates in the construction of **healthcare clinics** for the treatment of ill persons.

The Association cooperates with institutions of various kinds for **cultural and linguistic mediation** between Italy and people of African origin (Nigeria and neighboring countries).

The Association also participates in the dissemination of **publications and projects**, including those of other associations, relating to issues concerning Africa and Nigeria in particular.

Furthermore, in order to support local populations, the Association intends to promote projects—also in collaboration with various associations and institutions—focused on **sustainable and solidarity-based agriculture**, enabling local populations to sustain themselves through the cultivation of traditional African food products such as plantain, cassava, yam, cocoyam, maize, sweet potatoes, beans, ukwa, rice, and others.

The Association also supports projects related to **local childhood (Nigeria)**, often abandoned and without family or parental support.

Believing that the most effective means for the social and economic advancement of Nigeria, and the Niger Delta in particular, is **literacy and education**, the Association supports training projects aimed at individual development.

The Association imposes no economic conditions or discrimination of any kind with regard to the admission of members and does not provide for the transfer, under any title, of membership fees.

Pursuant to Article 6 of the Third Sector Code, the Association may carry out activities other than those of general interest, provided that such activities are secondary and instrumental to the latter, in accordance with criteria and limits defined by a specific Ministerial Decree. The identification of such activities shall be subsequently carried out by the Board of Directors.

The Association may also engage in **fundraising activities** pursuant to Article 7 of the Third Sector Code—through requests to third parties for donations, bequests and non-reciprocal contributions—in order to finance its activities of general interest, in compliance with the principles of truthfulness, transparency and fairness in relations with supporters and the public.

Art. 3

(Admission and Number of Members)

The number of members is unlimited, provided that it does not fall below the minimum established by law.

Membership is open to natural persons and Third Sector or non-profit entities that share the Association's aims and participate in its activities through their work, skills and knowledge.

Applications for membership must be submitted to the Board of Directors and must include:

- personal details (name, surname, place and date of birth, residence, tax code), contact telephone numbers and email address;
- a declaration of full knowledge and acceptance of these Bylaws, any internal regulations, and the resolutions lawfully adopted by the Association's governing bodies.

The Board of Directors decides on applications according to non-discriminatory criteria consistent with the purposes pursued and the activities of general interest carried out.

Admission decisions must be communicated to the applicant and recorded in the register of members.

Any rejection must be reasoned and communicated within 60 days.

If an application is rejected, the applicant may, within 60 days of notification, request that the General Assembly decide on the matter at its next meeting.

Membership status is permanent and may cease only in the cases provided for in Article 5. Temporary or restrictive memberships are not permitted.

Art. 4

(Rights and Duties of Members)

Members have the right to:

- elect and be elected to the governing bodies;
- examine the Association's registers;
- be informed about and oversee the Association's activities;

- access the Association's premises;
- participate in all initiatives and events;
- contribute to and approve the activity program;
- be reimbursed for duly documented expenses;
- review meeting agendas, financial statements and registers.

Members are required to:

- comply with these Bylaws and internal regulations;
- carry out activities voluntarily, personally and free of charge, without profit, even indirectly;
- pay the annual membership fee as established by the General Assembly.

Art. 5

(Loss of Membership)

Membership is lost through death, resignation or expulsion.

A member who seriously violates these Bylaws, internal regulations or resolutions, or causes significant material or moral harm to the Association, may be expelled by resolution of the General Assembly by secret ballot, after hearing the member's defense.

Members may resign at any time by written notice to the Board of Directors. Resignation takes effect at the end of the current year.

Membership rights are non-transferable.

Membership fees are non-refundable, non-revaluable and non-transferable.

Former members have no rights over the Association's assets.

Art. 6

(Governing Bodies)

The governing bodies of the Association are:

- the General Assembly;
- the Board of Directors;
- the President;
- the Supervisory Body, where required by law.

Art. 7 – Art. 20

(General Assembly, Board of Directors, President, Supervisory Body, Statutory Audit, Assets, Prohibition of Profit Distribution, Financial Resources, Annual Financial Statements, Registers, Volunteers, Workers, Dissolution, Final Provisions)

For all matters not expressly regulated herein, reference is made to **Legislative Decree no. 117/2017 (Third Sector Code)** and, insofar as applicable, to the **Italian Civil Code**.