

# **ASSOCIATION RULEBOOK**

## **Entrepreneurship Club Bicocca**

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## **PREMISE**

*These Regulations are inspired by the Statute of Entrepreneurship Club Bicocca, which they supplement but do not replace.*

*In the event of contradictions or difficulties in interpretation between the Statute and the Regulations, the Statute shall prevail.*

*The purpose of the Regulations is to facilitate the day-to-day management of the association and facilitate the practical interpretation of the provisions contained in the Statute, which remains the reference text for the rules of Entrepreneurship Club Bicocca.*

*These Regulations are structured in Titles, which in turn are divided into Articles. Inside them are the Paragraphs.*

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# **TITLE I**

## **GENERAL PROVISIONS**

### **Art 1. - Principles of the association and object**

1. The principles of the association are enshrined in the Statute of the association, which is duly filed and available for consultation by members at any time.
2. The purpose of these regulations is to regulate members, executive and non-executive groups in which they are organized, the statutory control and management bodies and the responsibilities that characterize each body, group, and associate, as well as the functions of which they are exclusively and non-exclusively holders.

# **TITLE II**

## **ASSOCIATES**

### **Art 2. – Associates’ Rights**

1. Each member holds the right to be supported in the development of their own business idea or culture through the means provided by the association according to the statute.
2. Each member holds the right to participate in the life and activities of the association and may not, as long as their associate status exists, be precluded from participating in them.
3. Each member holds the right to participate as a member of the assembly of members, as well as to exercise the right to vote for himself and for all the members of whom they holds a proxy validly recognized by the Board of Directors.
4. Each member holds the right to delegate another member to participate in the votes of the members' assembly on their behalf, aware of the fact that this proxy must be filed with the Board of Directors for it to be considered valid.
5. Each member holds the right to request an extraordinary assembly for the reasons provided for in these regulations in Article 8, paragraph 2, in the manner provided for therein.
6. Each member holds the right to confidentiality and to have their copyright protected against the illicit exploitation of other members, without prejudice to the primary jurisdiction of the competent bodies in the Italian Republic on such matters.
7. Each member holds the right to appeal to the competent statutory or functional bodies for any violation of the statute or these regulations by third-party members.
8. Each member holds the right to know the activities of the association and is therefore entitled to view the minutes book of the Board of Directors, as well as the list of members and the resolutions of the Board of Directors.
9. Each member holds the right to make a request to change their membership status on an organizational level as sanctioned by Article 7 Paragraph 1 of these regulations, aware of the fact that there is no obligation for such a request to be accepted.
10. Each member holds the right to stand as a candidate to be elected to the statutory offices, aware of the provisions of Article 19, Paragraph 3 of these regulations.

### **Art 3. – Associates’ Duties**

1. Each member has the duty to pay the membership fee if it is provided for in the relevant year as stipulated in Article 4 Paragraph 4 of these regulations, aware of the fact that the membership fee is not refundable in any case.
2. Each member has the duty to respect the criteria and principles of the statutes, as well as the freedom and property, especially intellectual, of the other members.
3. Each member has the duty to respect the competences attributed and the positions held within the association.
4. Each member has the duty to report the unlawful conduct pursuant to these regulations or the law of the Italian Republic actuated by the other members to the competent bodies, so that the right measures can be taken for them.
5. Each member has the duty to participate in the functional activities of the association in cases where they participate as a member of the functional bodies of the association. The member with these characteristics is hereinafter referred to as "Driver" and the group to which they belong are referred to as "Drivers".
6. Each member has the duty to support the association, even if they do not hold statutory or functional roles. The member who reflects this characteristic, therefore not included in Paragraph 5 of this Article, is hereinafter referred to as "Explorer" and the group to which they belong "Explorers".
7. Each member included in Paragraph 5 of this article has the duty to maintain confidentiality and secrecy on the activities, documents, materials, and sensitive data of the Association. Any violation of this provision will be punished where possible with the immediate exclusion of the member as well as, where applicable, through the provisions of the Law of the Italian Republic, the Civil Code, and the Criminal Code.

#### **Art 4. – Membership**

1. Each student attending a first (Bachelor's) or second (Master's) level degree course or PhD student at the University of Milan Bicocca is allowed to apply for admission to the association.
2. Each applicant is subject to approval or a reasoned refusal by the Board of Directors as set out in Articles 17 and 20 of these regulations.
3. Each applicant must indicate at the time of the request whether they wish to join as a "Driver" or "Explorer" member, aware that they hereby acquire the relative duties enshrined in Article 5, Paragraphs 5 and 6 of these regulations.
4. Each applicant, following approval, is required to complete their application by paying, if any, the membership fee for the amount established in the current year pursuant to Article 20 of these regulations, aware that there may be a difference between the membership fees provided for the categories of members "Drivers" and "Explorers".

#### **Art 5. – Withdrawal**

1. Each member has the right to withdraw from their membership status at any time, provided that they are not included in the category set forth in Article 3, Paragraph 5 of these regulations and provided that doing so does not violate the provisions of the following paragraphs of this article.
2. The member who withdraws is aware that the membership fee is not refundable under any circumstances.
3. Members who are currently appointed to hold a statutory office may not withdraw from their membership status without first renouncing it in accordance with the procedures provided for in these regulations and in the Association's Statute.
4. Members who are currently appointed to hold a functional position such as those set out in Articles 10, 13 and 15 of these regulations may not withdraw from their membership status without first renouncing it in accordance with the procedures provided for in these regulations.

5. The "Drivers" group, as functional members of the association, is obliged to communicate in advance the date of its withdrawal from the association and therefore of the termination of its functional responsibilities. This communication must be made at least 20 days in advance of the date of execution of the waiver and must be submitted to the coordinator of the group to which the member belongs as stipulated in Articles 10, 13 and 15 of these regulations or, alternatively, to a member holding one of the ordinary positions of the Board of Directors.

6. As provided for in Paragraph 5 of this Article, the coordinator of the group to which the withdrawing party belongs and the standard positions of the Board of Directors have the right to cancel the obligation to give notice and immediately execute the renunciation if the organizational conditions allow it, without prejudice to the duty of the withdrawing party to accept this measure.

7. As provided for in Paragraph 6 of this Article, the request of the resignee submitted to the coordinator of the group that is proceeded by decision of the latter in the ordinary way, thus providing for the execution of the renunciation 20 or more days after the request, may be resubmitted by reasoned letter to the office of one of the members of the Board of Directors who hold an ordinary office so that the request is re-examined if it is the opinion of the renouncer that their resignation could, given the organizational conditions, have immediate effectiveness.

8. As stipulated in Paragraph 7 of this Article, the request of the resignation submitted to an ordinary office of the Board of Directors that has proceeded by decision of the latter in the ordinary way, may require a third appeal so that its request is proceeded on an exceptional basis and therefore immediate. This appeal must be examined by the Board of Directors, with the exception of the member who has already expressed their opinion on the matter, together with the coordinator of the PEOPLE functional body described in Article 16 of these regulations, except in the case in which the latter coincides with an ordinary position of the Board of Directors, in which case the deputy coordinator of the same functional body is added to the judging committee. The decision of this committee is final and cannot be appealed further.

#### **Art 6. – Exclusion**

1. Excluded is a member who, by order of the Board of Directors in accordance with the provisions of this Article, is removed from the register of members and loses the rights and duties related to the status of associate immediately.

2. A request for the exclusion of a third-party member from any member may be made by reasoned letter to the coordinator of the PEOPLE functional body, as set out in Article 16 of these regulations or, alternatively, to the Board of Directors. If rejected for non-existence of the violations and abuses referred to in Paragraphs 7, 8 and 12 of this Article, this request may not be resubmitted for the same reasons and by the same member before 30 days. The latter provision is not valid if the request is submitted by a group of at least 5 associates who countersign the request for exclusion submitted to the Board of Directors, in which case the request may be rejected and filed only if the evidence has shown that the violation has not occurred.

3. A request for the exclusion of a third-party member may be made on a preferential basis from the member holding the functional position of coordinator of the PEOPLE group, submitted to the Board of Directors with a reasoned letter and with any evidence of the violation determining the request for exclusion, which is the sole right of this office to take possession of as sanctioned by Article 16 of these regulations.

4. It is not necessary that a request for exclusion has been made by third-party members for the Board of Directors to be authorized to proceed with the exclusion of a member who has violated the Statute or these regulations, provided that this has been done in the terms described in Paragraphs 6 and 7 of this Article. The Board of Directors, having proceeded with the exclusion of a member, is required to communicate the reasons for such exclusion in a public manner to the Assembly of Members, which has the right to annul this measure in the only case in which the Assembly of

Members itself in extraordinary call is able to demonstrate that the violation from which the exclusion resulted did not exist.

5. A violation is defined as conduct that goes against the provisions of the Statute and these regulations (in particular, with the provisions of Article 3), as well as conduct that limits the rights of other members (Article 2), except by law sanctioned by the Statute or by these regulations.

6. A violation of the provisions of the Statute is always punishable by the immediate exclusion of the member.

7. A violation of the provisions of these regulations is generally punishable by the exclusion of the member provided that it has recurred on at least two occasions, whether these are characterized by the same violation or by two violations different in nature. Exceptions to this principle are cases in which the violation is always punishable by the immediate exclusion of the member, circumstances such as:

- a. The falsification of a proxy for voting on behalf of another member (Art. 2, Paragraph 4).
- b. The limitation of the rights enshrined in Article 2 Paragraph 6 of a third-party member and by extension the violation of the duties enshrined in Article 3 Paragraph 2.
- c. The publication in any form or manner of confidential information in abuse of the rights enshrined in Article 2 Paragraph 8 or in violation of the duties enshrined in Article 3 Paragraph 7
- d. Violation of the duties enshrined in Article 3, Paragraph 1
- e. The boasting by an associate of statutory or functional positions where they are not the holder of such offices.
- f. The limitation of the rights of third-party associates or the violation of the duties set forth in any Article and Paragraph of these regulations in cases where such limitation or violation has resulted in documented or potential damage to reputation, economic, property or otherwise.
- g. Liability for a violation of Articles 25, 26 and 27 of these regulations in cases where such violation has resulted in documented or potential damage to reputation, economic, financial, or other damage.
- h. The actuation of conducts in violation of the Law of the Italian Republic, the Civil Code, or the Criminal Code.

#### ABUSE OF FUNCTIONAL POWER

8. Abuse of functional power is defined as the conduct of a member who exploits the functional position held to limit the rights enshrined in Article 2 of these regulations or violates the duties enshrined in Article 3 of these regulations in a manner not alternatively provided for by the same, by the Statute of the association or by legal sources such as the Constitution of the Italian Republic, the Law of the Italian Republic, the Civil Code or the Criminal Code.

9. Abuses of functional power may be reported by any third-party member or group of them to the coordinator of the PEOPLE functional body, except in the case in which this is the subject of the complaint, or, alternatively, to the Board of Directors or to the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations.

10. The Board of Directors, in expanded composition of the coordinators of the functional bodies not subject to the complaint, decides on abuses of functional power, except in the case in which they are already members of the Board of Directors, in which case the composition of the Board of Directors is expanded by the deputy coordinators of the functional bodies, with the exception of the deputy coordinator of the functional body whose coordinator is the subject of the complaint.

11. Abuses of functional power are always punishable by immediate exclusion from the association.

#### ABUSE OF STATUTORY POWER

12. Abuse of statutory power is defined as the conduct of a member who exploits the statutory office held to limit the rights enshrined in Article 2 of these regulations, violate the duties enshrined

in Article 3 of these regulations or use the economic, patrimonial, image, social and IT means of the association in a manner not alternatively provided for in these regulations, the Statute of the association or legal sources such as the Constitution of the Italian Republic, the Law of the Italian Republic, the Civil Code or the Criminal Code.

13. Abuses of statutory power can be denounced by the following groups or individuals:

- a. At least 5 ordinary associates
- b. At least 2 ordinary associates and a functional body coordinator
- c. At least 2 functional body coordinators
- d. At least one member of the Board of Directors
- e. The member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these Regulations.

14. The Assembly of Members, with the exception of the members of the Board of Directors, shall deliberate on abuses of statutory power, convened in an extraordinary manner by the President, even if the latter is the subject of the complaint, which must examine the evidence of such abuse collected by the coordinator of the PEOPLE functional body or, in the event that they are a member of the Board of Directors, the Deputy Coordinator of the PEOPLE functional body.

15. For the exclusion of a member of the Board of Directors for reasons of abuse of statutory power, the Assembly of Members must resolve in favour with at least 50% + 1 of the member members, excluding all members of the Board of Directors, rounded down. This vote is the only case in which proxy votes are not valid in any form.

#### **Art 7. – Organisation of Associates**

1. The members are primarily organized in the groups described in Article 3, Paragraphs 5 and 6 and in Article 4 Paragraph 3, called "Drivers" and "Explorers". The rights and duties enshrined in the same articles are attached to these groups.

2. The members of the "Drivers" group are further organized into three functional bodies hereinafter called "EVENTS", "COMMUNICATION" and "PEOPLE".

3. All members are ex officio members of the Assembly of Members.

4. Members elected to ordinary statutory positions are ex officio members of the Board of Directors.

#### **Art 8. - Assembly of Members**

1. The Members' Assembly is composed of all ordinary members and members holding statutory or functional positions.

2. Each member of the Assembly of Members has the right to a single vote on their own behalf, but may be the depositary of one or more proxy votes, up to a maximum of five, which allow them to vote in the name and on behalf of third-party associates who have validly deposited such proxy with the Board of Directors. In any case, the vote is open.

3. The Assembly of Members is chaired by the President of the Association, who has the right to a single vote, except in the case where the number of members participating in the vote is equal and the valid expression of a resolution depends on the expression of an additional vote which belongs to the President.

4. The Members' Meeting is convened in ordinary session 15 days in advance following the communication of the Chairman who must reach each individual member, whether or not they are the custodian of proxy votes.

5. The Members' Assembly validly resolves on matters discussed in ordinary calls when the participants in the assembly or the sum of the participants and the proxy votes of which they are depositaries corresponds to at least 55% of the members rounded up.



6. The Shareholders' Meeting shall validly deliberate on matters discussed in ordinary calls when the votes cast in favour or against a resolution correspond to at least 50% + 1 of the votes validly cast rounded up, including the case described in Paragraph 3 of this Article.
7. The Ordinary Members' Meeting must be convened at least once every 12 months, i.e. at least once for each financial year.
8. The Ordinary Members' Meeting validly resolves on the following matters:
  - a. Approval of the Financial Statements or of the document that makes up for them.
  - b. Approval of the Report or of the document that makes up for it.
  - c. Election of the members of the Board of Directors, according to the procedures described in TITLE IV of these regulations and in the Statute of the association.
    - i. The members of the Board of Directors may be re-elected, even in the same composition, an unlimited number of times, even consecutively.
    - ii. Members who have voluntarily resigned from office shall be incompatible with office for at least one financial year.
    - iii. Members who have ceased to hold office for at least two financial years for reasons of abuse of statutory power shall be incompatible with the office for at least two financial years.
    - iv. If, at the end of the term of office of the Board of Directors, the term of office of the President, responsible for calling for its election, is foreseen, the term of office of the President is extended by 30 days within which the outgoing President must necessarily complete the process of electing the new Board of Directors.
  - d. Election of the President of the Association, in accordance with the procedures described in TITLE IV of these regulations and in the Statute of the Association.
    - i. The President of the Association may be re-elected for a maximum of three consecutive financial years, with the exception of the founding members of the Association.
    - ii. Members who have voluntarily resigned from office shall be incompatible with office for at least one financial year.
    - iii. Members who have been disqualified from office for reasons of abuse of statutory power are incompatible with the office.
    - iv. Members who hold other ordinary statutory offices are incompatible with the office, except in the cases provided for in the Statute of the association and in these regulations.
9. The Assembly of Members validly resolves on matters discussed in extraordinary calls when the participants in the assembly or the sum of the participants and the proxy votes of which they are depositaries corresponds to at least two-thirds of the members rounded down.
  - a. The sum of the participants and proxy votes is not valid in the event that the Shareholders' Meeting is convened in extraordinary session by the Chairman to resolve on abuses of statutory power.
  - b. In the above case, two-thirds of the members of the Board of Directors are not considered to be members.
10. The Members' Meeting is convened in extraordinary session in the following circumstances:
  - a. At the request of at least 10% of the members of the Members' Assembly, rounded up, at least 15 days in advance of the call.
  - b. At the request of all three coordinators of the functional bodies, at least 15 days in advance of the call.
  - c. At the request of at least two members of the Board of Directors, at least 15 days in advance of the call.
  - d. At the request of the Chairman, at least 20 days in advance of the call.

- e. It is the responsibility of the President, in cases where a violation of abuse of statutory power has been reported, at least 30 days in advance of the call.

11. The Members' Meeting validly resolves on matters discussed in extraordinary calls when the votes cast in favour or against a resolution correspond to those provided for in the specific case of voting. Unless otherwise specified, these must correspond to at least 50% + 1 of the votes validly cast rounded down.

12. The Extraordinary Assembly of Members validly resolves on the following matters:

- a. All the cases referred to in Paragraph 8 of this Article, with a minimum of 50% + 1 of the votes validly cast rounded down for or against.
- b. The exclusion of a member of the Board of Directors for abuse of statutory power, in the manner described in Article 6, Paragraph 15 of these regulations.
- c. The substitution of a member of the Board of Directors on the basis of their exclusion following violations for abuse of statutory power or for the resignation of the latter from the position held, all in cases where the exclusion or resignation of the member of the Board of Directors has brought the number of members belonging to the Board of Directors to a quota of less than three, or the excluded or resigning member was the holder of an ordinary statutory office and the Board of Directors itself was unable to identify a replacement as sanctioned by TITLE IV of these regulations. This is done with a minimum of 50% + 1 of the votes validly cast rounded down in favour of a candidate.
- d. The annulment of an exclusion measure against a member by the Board of Directors in the only cases in which it can be demonstrated through evidence that the violation did not exist, with a minimum of 2/3 (two-thirds) of the votes validly expressed rounded down in favour.
- e. No confidence in the current Board of Directors, which can only take place en bloc and not on the subject of individual members, including the President. A reasoned letter shall be attached to this no-confidence and, in the event of a positive outcome of the proceedings, the immediate dismissal of the members of the Board of Directors in office, including the President, with the exception of the moderation functions that they carries out in the conduct of the elections. This lack of confidence shall be followed by new elections of the Board of Directors and of the President in the manner described in Paragraph 8, Letters C and D of this Article. A vote of no confidence occurs when a minimum of 2/3 (two-thirds) of the votes rounded down are validly cast in favour.

13. The Assembly of Members shall elect annually in ordinary session, in addition to what is sanctioned by Paragraph 7 of this Article, in the month of April, by simple majority, a Representative of the Assembly responsible for certain dialogic functions with the bodies of the association and selective of the members participating in the activities of the functional bodys. If two candidates have the same share of the votes in favour of their election, the President shall decide between the two on the basis of a letter of motivation submitted by both candidates in favour of their election. This election shall be called by the Chairman with a notice at least 15 days prior to the date of the resolution. This office is incompatible with any other statutory or executive position of the association.

14. In order to facilitate the activities referred to in Paragraph 13 of this article, the President is prohibited from calling other elections in the month of April. For the same purpose, in the event that the term of office of the Chairman is scheduled to expire in April, the term of office is extended by 30 days by which the outgoing Chairman will be required to have completed the process of electing the Representative of the Shareholders' Meeting.

15. If there are no members compatible with the office of Representative of the Assembly, one of the members of the Board of Directors who does not hold statutory offices or a holder of executive positions must resign from their office in order to be automatically invested with the office of Representative of the Assembly. If there are no members of the Board of Directors who do not hold

statutory and executive positions at the same time, the functions performed by the Representative of the Assembly cease.

16. The Assembly of Members is convened in 'dialogic' session 3 to 6 times per exercise at the request of the Board of Directors or at least two functional body Coordinators.

17. The Members' Assembly in a "dialogic" session is convened in order to discuss the progress of the association's activities. For this reason, it does not require a minimum number of participating members at the meeting.

18. The Assembly of Members in the "dialogic" session may legitimately deliberate on matters of ordinary administration, with the exception of those referred to in Paragraphs 8 and 12 of this Article, and on questions proposed by the Board of Directors or by the Coordinators of the functional body, regardless of which one has convened the assembly, provided that, by way of derogation from Paragraph 17 of this Article, the share of participating members is at least 20% of the associates.

## **TITLE III**

### **STRUCTURING OF FUNCTIONAL ORGANS**

#### **Art. 9. – Staffing and regulations of the EVENTS functional body**

1. The EVENTS functional body consists of the following internal organs:
  - a. A coordinator
  - b. A Deputy Coordinator
  - c. Operational Members
2. The operational members of the EVENTS functional body can be a maximum of ten 'Driver' associates.
3. The operational members of the EVENTS functional body are managed by the Group Coordinator and follow their instructions in the execution of the group's activities.
4. Operational members of the EVENTS functional body do not need to have any specific personal requirements, but the following may be helpful:
  - a. Proactivity
  - b. Strong interpersonal skills
  - c. Organizational skills
5. The operational members of the EVENTS functional body do not have to have any specific training requirements, but the following technical skills may be useful:
  - a. Networking
  - b. PR & Promotion
  - c. Marketing
  - d. Sales & Agreements
6. The operational members of the EVENTS functional body are responsible for carrying out its functions under the leadership of the coordinator.
7. Access to the EVENTS functional body is subject to the following approval process managed by the Board of Directors together with the Coordinator of the PEOPLE functional body:
  - a. The presentation of one's Curriculum Vitae to the managers of the approval process with the indication of first preference the functional body EVENTS. It is worth noting that indicating a preference does not necessarily imply access to the required functional body as the first preference.
  - b. One or more interviews, up to a maximum of three meetings.
  - c. The receipt of reasoned approval or rejection, the first followed by a possible 30-day coaching period within which the coordinator of the functional body or the Board of

Directors in its absence may decide for its removal from the functional body without the requirements referred to in paragraph 8 of this Article.

8. The removal of an operational member of the EVENTS functional body takes place upon a reasoned request to the Board of Directors, which will deliberate on it in collaboration with the coordinator of the PEOPLE functional body, made by:

- a. Group Coordinator
- b. At least 50% of the other operational members of the functional body
- c. The operating member himself

9. The reasons for requesting the removal of an operational member from the functional body are as follows:

- a. Poor proactivity or performance in the performance of assigned tasks
- b. Poor ability to collaborate with other members of the functional team or with the coordinator
- c. Cause of demonstrable or potential damage to the functional body's image, activities, objectives or assets

10. In the only case provided for in Paragraph 8 Letter C of this Article, it is necessary that the request for removal be submitted at least 10 days in advance, except in the case where there are less than two operational members of the group, in which case at least 20 days' notice is required.

#### **Art 10. – Coordinator and Deputy Coordinator of the EVENTS functional body**

1. The coordinator of the EVENTS functional body presides over its activities on the basis of the indications of the Board of Directors, although autonomous in its function and in the decisions related to it, using any assets allocated to it by the Board of Directors.

2. The coordinator of the EVENTS functional body is appointed by the Board of Directors from among the "Driver" members who have applied for and have been correctly admitted to participate in it, or, alternatively, from among the members of the Board of Directors. The executive position is not incompatible with any statutory office.

3. The coordinator of the EVENTS functional body drafts a Report quarterly in free form in which they report the chronology of the functional body's activities, as well as the allocation of any assets to the group conferred by the Board of Directors. This Note is submitted to the attention and judgment of the Board of Directors, which may, on the basis of it, impose corrective requests to the transactions reported therein, where applicable and in any case with an attached letter of motivation countersigned by the Chairman.

4. AAt the same time as the Report, the coordinator drafts a Plan of Action in free form to be submitted to the attention of the Board of Directors, in which they declares the activities in which they will engage in the following calendar quarter, to which the Board of Directors may make changes to be congruent with the coordinator himself.

5. The coordinator of the EVENTS functional body may be removed from their position for ordinary reasons only on the occasion of the drafting of the Report and the Plan of Action, except in cases where their removal is requested for extraordinary causes.

6. The removal for ordinary reasons of the coordinator of the EVENTS functional body takes place at the request of the Board of Directors for any reason reported by the latter, provided that it is functional to the Report or to the Plan of Action document presented by the coordinator to him.

7. The removal for extraordinary reasons of the coordinator of the EVENTS functional body takes place at the request of the following bodies or associates and for the sole reasons for which they are allowed to request this procedure:

- a. At the request of the Board of Directors for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage

caused to the assets, image or resources of the association, the EVENTS functional body or other functional bodys.

- b. At the request of the coordinator of the PEOPLE functional body for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the EVENTS functional body or other functional bodys.
- c. At the request of the President for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage to the assets, image or resources of the association, the EVENTS functional body or other functional bodys.
- d. At the request of at least 50% of the operational members of the functional body for causes of abuse of functional power or for serious recorded interpersonal conduct.
- e. At the request of the Deputy Coordinator of the functional body for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the EVENTS functional body or other functional bodys.

8. The extended Board of Directors of the coordinator of the PEOPLE functional body resolves on the removal for extraordinary reasons of the coordinator of the PEOPLE functional body, except in the case in which the latter is already a member of the Board of Directors, in which case the additional member to the resolution is the deputy coordinator of the PEOPLE functional body.

9. The coordinator of the EVENTS functional body whose removal has been requested is excluded from the resolution in Paragraph 8 of this Article, if they are a member of the Board of Directors.

10. The coordinator of the EVENTS functional body may resign from the functional position only on the occasion contextual to the presentation of the Report, except in very serious cases on which the extended Board of Directors of the coordinator of the PEOPLE functional body deliberates, except in the case in which the latter is already a member of the Board of Directors, a circumstance in which the additional member to the resolution is the deputy coordinator of the PEOPLE functional body.

11. The Deputy Coordinator of the EVENTS functional body is appointed by the coordinator of the same functional body from among the operational members of the EVENTS functional body or from among the members of the Board of Directors. The appointment cannot be refused by the operational members, while the members of the Board of Directors have the right to withdraw from the position offered to them.

12. That of the deputy coordinator of the EVENTS functional body is a functional position that is incompatible with the functional positions of functional body coordinator.

13. Given the provisions of Paragraph 12 of this Article, if there are no operational members in the group and there is a condition in which all the members of the Board of Directors hold a functional position incompatible with that of deputy coordinator of the EVENTS functional body or the latter has been refused by all the members of the Board of Directors to whom it has been proposed, the position is held by the Secretary General.

14. The last point of Paragraph 13 of this Article is an exception to the case in which the Secretary General already holds the position of coordinator of the EVENTS functional body, in which case the only internal functions of the functional body of the office are allocated to the competence of the coordinator of the functional body.

## **Art 11. - Duties and responsibilities of the functional body EVENTS**

1. The EVENTS functional body is responsible for organizing the association's events such as workshops, team-building events, interuniversity competitions, talks, seminars, webinars, and anything else deemed useful to pursue the values of the E-Club Bicocca association.

2. The EVENTS functional body uses any assets allocated to it by the Board of Directors to organize events and promote them on a personal basis, to acquire human and financial resources functional to the purposes of the group and to carry out any function strictly necessary for the implementation of the activities of the EVENTS functional body.
3. The EVENTS functional body collaborates with the COMMUNICATION functional body to create promotional material related to the events organized by the functional body in question.

#### **Art 12. - Staffing and regulations of the functional body COMMUNICATION**

1. The COMMUNICATION functional body is made up of the following internal bodies:
  - a. A coordinator
  - b. Two Deputy Coordinators
  - c. Operational Members
2. The operational members of the COMMUNICATION functional body can be a maximum of fifteen "Driver" associates.
3. The operational members of the COMMUNICATION functional body are managed by the Group Coordinator and follow their instructions in the execution of the group's activities.
4. The COMMUNICATION functional body is divided into two functional subgroups, hereinafter referred to as "MARKETING" and "IT".
5. The operational members of the COMMUNICATION functional body, functional subgroup "MARKETING" do not need to have any specific personal requirements, but the following may be useful:
  - a. Creativity
  - b. Communication
  - c. Organizational skills
6. The operational members of the COMMUNICATION functional body, "MARKETING" functional subgroup, do not have to have any specific training requirements, but the following technical skills may be useful:
  - a. Communication
  - b. PR & Promotion
  - c. Marketing
  - d. Social Media Management
  - e. Copywriting
  - f. Digital Graphics
7. Operational members of the COMMUNICATION functional body, functional subgroup "IT" do not need to have any specific personal requirements, but the following may be useful:
  - a. Creativity
  - b. Precision
  - c. Communication
  - d. Organizational skills
8. The operational members of the COMMUNICATION functional body, functional subgroup "IT" do not have to have any specific training requirements, but the following technical skills may be useful:
  - a. Web Design
  - b. Web Development
  - c. Agile development
  - d. Development & Programming Languages
  - e. Networks & Systems
9. The operational members of the COMMUNICATION functional body are responsible for carrying out its functions under the leadership of the coordinator.

10. Access to the COMMUNICATION functional body is subject to the following approval process managed by the Board of Directors together with the Coordinator of the PEOPLE functional body:
  - a. The presentation of one's Curriculum Vitae to the managers of the approval process with the indication of first preference the functional body COMMUNICATION. It is worth noting that indicating a preference does not necessarily imply access to the required functional body as the first preference.
  - b. One or more interviews, up to a maximum of three meetings.
  - c. The receipt of reasoned approval or rejection, the first followed by a possible 30-day coaching period within which the coordinator of the functional body or the Board of Directors in its absence may decide for its removal from the functional body without the requirements referred to in paragraph 8 of this Article.
11. The removal of an operational member of the COMMUNICATION functional body takes place upon a reasoned request to the Board of Directors, which will deliberate on it in collaboration with the coordinator of the PEOPLE functional body, made by:
  - a. Group Coordinator
  - b. At least 50% of the other operational members of the functional body
  - c. The operating member himself
12. The reasons for requesting the removal of an operational member from the functional body are as follows:
  - a. Poor proactivity or performance in the performance of assigned tasks
  - b. Poor ability to collaborate with other members of the functional team or with the coordinator.
  - c. Cause of demonstrable or potential damage to the functional body's image, activities, objectives or assets.
13. In the only case provided for in Paragraph 8 Letter C of this Article, it is necessary that the request for removal be submitted at least 10 days in advance, except in the case where there are less than two operational members of the group, in which case at least 20 days' notice is required.

### **Art 13. - Coordinator and Deputy Coordinators of the COMMUNICATION functional body**

1. The coordinator of the COMMUNICATION functional body presides over its activities on the basis of the indications of the Board of Directors, although autonomous in its function and in the decisions related to it, using any assets allocated to it by the Board of Directors.
2. The coordinator of the COMMUNICATION functional body is appointed by the Board of Directors from among the "Driver" members who have applied for and have been correctly admitted to participate in it, or, alternatively, from among the members of the Board of Directors. The executive position is not incompatible with any statutory office.
3. The coordinator of the COMMUNICATION functional body draws up a Report on plain paper on a quarterly basis in which they reports the history of the activities of the functional body, as well as the allocation of any assets to the group conferred by the Board of Directors. This Note is submitted to the attention and judgment of the Board of Directors, which may, on the basis of it, impose corrective requests to the transactions reported therein, where applicable and in any case with an attached letter of motivation countersigned by the Chairman.
4. At the same time as the Report, the coordinator draws up a Plan of Action on plain paper, to be submitted to the attention of the Board of Directors, in which they declares the activities in which they will engage in the following calendar quarter, to which the Board of Directors may make changes to be congruent with the coordinator himself.
5. The coordinator of the COMMUNICATION functional body may be removed from their position for ordinary reasons only on the occasion of the drafting of the Report and the Plan of Action, except in cases where their removal is requested for extraordinary reasons.

6. The removal for ordinary reasons of the coordinator of the COMMUNICATION functional body takes place at the request of the Board of Directors for any reason reported by the latter, provided that it is functional to the Report or to the Plan of Action document presented by the coordinator to him.

7. The removal for extraordinary reasons of the coordinator of the COMMUNICATION functional body takes place at the request of the following bodies or associates and for the sole reasons for which they are allowed to request this procedure:

- a. At the request of the Board of Directors for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the COMMUNICATION functional body or other functional bodies.
- b. At the request of the coordinator of the PEOPLE functional body for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the COMMUNICATION functional body or other functional bodies.
- c. At the request of the President for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the COMMUNICATION functional body or other functional bodies.
- d. At the request of at least 50% of the operational members of the functional body for causes of abuse of functional power or for serious recorded interpersonal conduct.
- e. At the request of the Deputy Coordinator of the Functional body for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the COMMUNICATION functional body or other functional bodies.

8. The extended Board of Directors of the coordinator of the PEOPLE functional body resolves on the removal for extraordinary reasons of the coordinator of the PEOPLE functional body, except in the case in which the latter is already a member of the Board of Directors, in which case the additional member to the resolution is the deputy coordinator of the PEOPLE functional body.

9. The coordinator of the COMMUNICATION functional body whose removal has been requested is excluded from the resolution in Paragraph 8 of this Article, if they are a member of the Board of Directors.

10. The coordinator of the COMMUNICATION functional body may resign from the functional position only on the occasion contextual to the presentation of the Report, except in very serious cases on which the extended Board of Directors of the coordinator of the PEOPLE functional body deliberates, except in the case in which the latter is already a member of the Board of Directors, a circumstance in which the additional member to the resolution is the deputy coordinator of the PEOPLE functional body.

11. The two Deputy Coordinators of the COMMUNICATION functional body, responsible for the "MARKETING" functional subgroup and the "IT" functional subgroup respectively, are appointed by the coordinator of the same functional body from among the operational members of the COMMUNICATION functional body or from among the members of the Board of Directors. The appointment cannot be refused by the operational members, while the members of the Board of Directors have the right to withdraw from the position offered to them.

12. That of the deputy coordinator of the COMMUNICATION functional body is a functional position that is incompatible with the functional positions of functional body coordinator.

13. Given the provisions of Paragraph 12 of this Article, if there are no operational members in the group and the condition exists in which all the members of the Board of Directors hold a functional position incompatible with that of deputy coordinator of the COMMUNICATION functional body or the latter has been refused by all the members of the Board of Directors to whom it has been proposed, the position is held by the President, who may delegate it to another member of the Board



of Directors provided that there is at least one member of the Board of Directors who does not hold functions of coordination of functional bodies, except in the case in which a member of the Board of Directors is willing to give up their functional position as coordinator in exchange for the position of coordinator of the COMMUNICATION functional body. In this case, the office transferred by the latter shall be acquired by the President who is the assignee of the office covered by this Article.

14. The last point of Paragraph 13 of this Article is an exception to the case in which the Chairman already holds the position of coordinator of the COMMUNICATION functional body, in which case the only internal functions of the functional body of the office are allocated to the competence of the coordinator of the functional body.

#### **Art 14. - Duties and responsibilities of the COMMUNICATION functional body**

1. The COMMUNICATION functional body is responsible for the planning of communication, as well as the communication itself, the management and maintenance of the IT platforms and infrastructures managed in the name and on behalf of the association, the digital, radio and television and paper telematic media used by the association for communication and promotion purposes, as well as the management of the Social Media platforms in the name and on behalf of the association.

2. The COMMUNICATION functional body uses any assets allocated to it by the Board of Directors to promote the association among the students of the University of Milan Bicocca and beyond, as well as to promote its events in collaboration with the EVENTS functional body, to acquire human and patrimonial resources functional to the purposes of the group and to carry out any function strictly necessary for the implementation of the activities of the COMMUNICATION functional body.

#### **Art 15. - Staffing and regulations of the PEOPLE functional body**

1. The PEOPLE functional body consists of the following internal organs:

- a. A coordinator
- b. A Deputy Coordinator
- c. Operational Members
- d. Legal Counsel

2. The operational members of the PEOPLE functional body can be a maximum of ten "Driver" associates.

3. The operational members of the PEOPLE functional body are managed by the Group Coordinator and follow their instructions in the execution of the group's activities.

4. Operational members of the PEOPLE functional body do not need to have any specific personal requirements, but the following may be helpful:

- a. Proactivity
- b. Strong interpersonal skills
- c. Organizational skills
- d. Mediation skills
- e. Determination

5. Operational members of the PEOPLE functional body do not need to have any specific training requirements, but the following technical skills may be useful:

- a. Collaboration and mediation
- b. Conflict Resolution
- c. Personnel management and HR
- d. Recruiting
- e. Psychology

6. The operational members of the PEOPLE functional body are responsible for carrying out its functions under the leadership of the coordinator.

7. Access to the PEOPLE functional body is subject to the following approval process managed by the Board of Directors together with the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations:

- a. The presentation of one's Curriculum Vitae to the managers of the approval process with the indication of first preference the functional body PEOPLE. It is worth noting that indicating a preference does not necessarily imply access to the required functional body as the first preference.
- b. One or more interviews, up to a maximum of three meetings.
- c. The receipt of reasoned approval or rejection, the first followed by a possible 30-day coaching period within which the coordinator of the functional body or the Board of Directors in its absence may decide for its removal from the functional body without the requirements referred to in paragraph 8 of this Article.

8. The removal of an operational member of the PEOPLE functional body takes place upon a reasoned request to the Board of Directors, which will deliberate on it in collaboration with the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations, made by:

- a. Group Coordinator
- b. At least 50% of the other operational members of the functional body
- c. The operating member himself

9. The reasons for requesting the removal of an operational member from the functional body are as follows:

- a. Poor proactivity or performance in the performance of assigned tasks
- b. Poor ability to collaborate with other members of the functional team or with the coordinator
- c. Cause of demonstrable or potential damage to the functional body's image, activities, objectives or assets

10. In the only case provided for in Paragraph 8 Letter C of this Article, it is necessary that the request for removal be submitted at least 10 days in advance, except in the case where there are less than two operational members of the group, in which case at least 20 days' notice is required.

#### **Art 16. – Coordinator, Deputy Coordinator and Legal Advisor of the PEOPLE functional body**

1. The coordinator of the PEOPLE functional body presides over its activities on the basis of the indications of the Board of Directors, although autonomous in its function and in the decisions related to it, using any assets allocated to it by the Board of Directors.

2. The coordinator of the PEOPLE functional body is appointed by the Board of Directors supplemented by the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations. It is selected from among the "Driver" members who have applied and have been correctly admitted to participate in it, or, alternatively, from among the members of the Board of Directors. The executive position is not incompatible with any statutory office.

3. The coordinator of the PEOPLE functional body draws up a Report on free paper on a quarterly basis in which they reports the history of the activities of the functional body, as well as the allocation of any assets to the group conferred by the Board of Directors. This Note is submitted to the attention and judgment of the Board of Directors, which may, on the basis of it, impose corrective requests to the transactions reported therein, where applicable and in any case with an attached letter of motivation countersigned by the Chairman.

4. At the same time as the Report, the coordinator draws up a Plan of Action on plain paper, to be submitted to the attention of the Board of Directors, in which they declares the

activities in which they will engage in the following calendar quarter, to which the Board of Directors may make changes to be congruent with the coordinator himself.

5. The coordinator of the PEOPLE functional body may be removed from their position for ordinary reasons only on the occasion of the drafting of the Report and the Plan of Action, except in cases where their removal is requested for extraordinary causes.

6. The removal for ordinary reasons of the coordinator of the PEOPLE functional body takes place at the request of the Board of Directors for any reason reported by the latter, provided that it is functional to the Report or to the Plan of Action document presented by the coordinator to him.

7. The removal for extraordinary reasons of the coordinator of the PEOPLE functional body takes place at the request of the following bodies or associates and for the sole reasons for which they are allowed to request this procedure:

- a. At the request of the Board of Directors for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the PEOPLE functional body or other functional bodys.
- b. At the request of the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the PEOPLE functional body or other functional bodys.
- c. At the request of the President for reasons of abuse of functional power, for serious interpersonal conduct recorded or for demonstrably or potential damage caused to the assets, image or resources of the association, the PEOPLE functional body or other functional bodys.
- d. At the request of at least 50% of the operational members of the functional body for causes of abuse of functional power or for serious recorded interpersonal conduct.
- e. At the request of the Deputy Coordinator of the Functional body for reasons of abuse of functional power, for serious recorded interpersonal conduct or for demonstrably or potential damage caused to the assets, image or resources of the association, the PEOPLE functional body or other functional bodys.

8. The removal for extraordinary reasons of the coordinator of the PEOPLE functional body shall be decided by the extended Board of Directors of the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations.

9. The coordinator of the PEOPLE functional body whose removal has been requested is excluded from the resolution in Paragraph 8 of this Article, if they are a member of the Board of Directors.

10. The coordinator of the PEOPLE functional body may resign from the functional position only on the occasion contextual to the presentation of the Report, except in very serious cases on which the extended Board of Directors of the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations deliberates.

11. The Deputy Coordinator of the PEOPLE functional body is appointed by the coordinator of the same functional body from among the operational members of the PEOPLE functional body or from among the members of the Board of Directors, in collaboration with the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations. The appointment cannot be refused by the operational members, while the members of the Board of Directors have the right to withdraw from the position offered to them.

12. That of the Deputy Coordinator of the PEOPLE functional body is a functional position that is incompatible with the functional positions of Functional body Coordinator.

13. Given the provisions of Paragraph 12 of this Article, if there are no operational members in the group and there is a condition in which all the members of the Board of Directors hold a functional

position incompatible with that of deputy coordinator of the PEOPLE functional body or the latter has been refused by all the members of the Board of Directors to whom it has been proposed, the position is held by the Treasurer.

14. An exception to the last point of Paragraph 13 of this Article is the case in which the Treasurer already holds the position of coordinator of the PEOPLE functional body, in which case only the functions within the functional body of the office are allocated to the competence of the coordinator of the functional body.

15. The Legal Counsel of the PEOPLE functional body is selected by the Board of Directors from among the operational members of the PEOPLE functional body, from among the "Driver" associates who have applied for and have been admitted to it. The office is incompatible with any other statutory or executive position. The Legal Counsel of the PEOPLE functional body must meet the following requirements:

a. Attendance or Degree at a Master's Degree, Bachelor's or Single-Cycle Degree Course in the Legal sector.

16. The Legal Counsel of the PEOPLE functional body shall carry out the role of consultation on the subject of these regulations, the Association's Articles of Association and the relevant regulations in force on behalf of the coordinator of the PEOPLE functional body and the Deputy Coordinator of the same group, especially when carrying out their mediation functions, for example but not exclusively those referred to in Article 10, Paragraph 7 Letter b, Paragraph 8 and Paragraph 10, Article 12, Paragraph 11, Article 13 Paragraph 7, Letter b, Paragraph 8 and Paragraph 10.

17. The Legal Counsel of the PEOPLE functional body may resign from office at any time, giving 15 days' notice, except in the case of a collection of evidence or a resolution such as those referred to in Article 6, paragraphs 3, 8 and 12, Article 10, Paragraph 7 Letter b, and Paragraphs 8 and 10, Article 12, Paragraph 11, Article 13 Paragraph 7, Letter b, and Paragraphs 8 and 10.

18. The Legal Counsel of the PEOPLE functional body may be relieved of their position at any time by the Board of Directors, except in cases where evidence or a resolution such as those referred to in Article 6, Paragraph 12 are in progress, or by the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these Regulations.

19. If there is no member among the associates who is eligible for the position of Legal Counsel of the PEOPLE functional body, their function ceases.

#### **Art 17. - Duties and responsibilities of the PEOPLE functional body**

1. The PEOPLE functional body is responsible for the management of the association's human capital, the good relationship between the members of the association, as well as the dialogue and mediation between the offices and the statutory bodies, between the offices and the functional bodies, also mediating on conflicts of competence. He is also primarily responsible for the recruitment and onboarding processes of associates, a role they carries out in collaboration and under the supervision of the Board of Directors.

## **TITLE IV**

### **BOARD OF DIRECTORS AND STATUTORY BODIES**

#### **Art 18. - Composition of the Board of Directors**

1. The Board of Directors is composed of the standard positions of the President, the Vice-President, the Treasurer and the Secretary described below in Articles 21, 22, 23 and 24 of these regulations. According to the Statute of the association, the members of the Board of Directors are a

minimum of three and a maximum of seven. In the absence of sufficient members, the office of Vice-President shall be abolished.

2. With the right to appoint additional positions, it is recommended that the Board of Directors is also composed of the coordinators of the EVENTS, COMMUNICATION and PEOPLE functional bodies referred to in TITLE III of these regulations.

#### **Art 19. - Election of the Board of Directors**

1. The Board of Directors is elected by the Assembly of Members in ordinary convocation on the occasion of which the President calls elections at the end of the mandate, which lasts twelve months.

2. The Board of Directors is elected in accordance with the procedures set out in the Statute of the Association.

3. The Board of Directors duly elected by the Assembly of Members may not be relieved of its office within the first 60 days of its election by the Assembly of Members or by anyone who alternately holds the power pursuant to these regulations, except for the reasons set out in TITLE I, Article 6, Paragraphs 8 and 12 of these regulations.

#### **Art 20. - Duties and responsibilities of the Board of Directors**

1. The Board of Directors carries out the duties and responsibilities attributed to it by the Statute of the association and by these regulations.

#### **Art 21. -The President**

1. The President is elected in accordance with the procedures set out in the Statute of the Association. It carries out the duties and is the holder of the responsibilities attributed to it by the Statute of the association and by these regulations.

2. The President duly appointed by the Board of Directors may not be relieved of their office within the first 30 days of their office by the Board of Directors or by anyone who alternately holds the power pursuant to these regulations, except for the reasons set out in TITLE I, Article 6, paragraphs 8 and 12 of these regulations.

#### **Art 22. - The Vice-President**

1. The Vice-President is elected in accordance with the procedures set out in the Statute of the Association. It carries out the duties and is the holder of the responsibilities attributed to it by the Statute of the association and by these regulations.

#### **Art 23. - The Treasurer**

1. The Treasurer is elected in accordance with the procedures set out in the Statute of the Association. It carries out the duties and is the holder of the responsibilities attributed to it by the Statute of the association and by these regulations.

2. The Treasurer duly appointed by the Board of Directors may not be relieved of their office within the first 25 days of their office by the Board of Directors or by anyone who alternately holds the power pursuant to these regulations, except for the reasons set out in TITLE I, Article 6, paragraphs 8 and 12 of these regulations.

#### **Art 24. - The Secretary**

1. The Secretary is elected in accordance with the procedures set out in the Statute of the Association. It carries out the duties and is the holder of the responsibilities attributed to it by the Statute of the association and by these regulations.

2. The Secretary duly appointed by the Board of Directors may not be relieved of their office within the first 25 days of their office by the Board of Directors or by anyone who alternately holds the power pursuant to these regulations, except for the reasons set out in TITLE I, Article 6, paragraphs 8 and 12 of these regulations.

## **TITLE V**

### **CONFLICTS OF JURISDICTION**

#### **Art 25. - Conflicts of competence between statutory bodies**

1. The member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations in collaboration with the coordinator of the PEOPLE functional body shall deliberate on conflicts of competence between statutory bodies, on the basis of what is sanctioned by the Statute of the association and by these regulations.

2. Conflicts of competence between statutory bodies may be reported to the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations or to the coordinator of the PEOPLE functional body only by the statutory bodies that consider themselves involved in the conflict of competence.

3. Resolutions on conflicts of competence between statutory bodies are expressed by a commission of members selected by the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations. This committee shall include the coordinator of the PEOPLE functional body and the deputy coordinator of the same group. Statutory offices or members of statutory bodies involved in the conflict of competence are excluded from members eligible for this commission, except in the case where one of the latter is not the Assembly of Members.

4. The resolutions of the commission referred to in Paragraph 3 of this Article shall be made by a simple majority with a quorum of all the members of the committee. Each of the members of the latter shall hold a single non-delegable vote. In the only case in which the commission is composed of an even number of members and the latter is unable to pass a valid decision due to the impossibility of reaching a simple majority by parity, the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations shall become the holder of an additional vote, only expressible in the context of the resolution in question.

#### **Art 26. - Conflicts of competence between statutory bodies and functional bodies**

1. The member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations and of the coordinator of the PEOPLE functional body, except in the case where they or their functional body is involved in the conflict of competence, shall deliberate on conflicts of competence between statutory bodies and functional bodies, in the event that the coordinator of the PEOPLE functional body is replaced by the Legal Counsel of the PEOPLE functional body. Deliberations on these matters must be made on the basis of what is enshrined in the Association's Statutes and these Regulations.

2. Conflicts of competence between statutory bodies and functional bodies may be reported to the Board of Directors, except in the case where the latter is involved in the conflict of competence, to the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph

13 of these regulations or to the coordinator of the PEOPLE functional body, except in the case where they or their functional body is involved in the conflict of competence, only by the statutory and functional bodies that consider themselves involved in the conflict of competence.

3. Resolutions on conflicts of competence between statutory bodies are expressed by a commission of members selected by the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations. This committee may include the coordinator of the PEOPLE functional body and the deputy coordinator of the same group, except where they or their functional body are involved in the conflict of competence. Statutory and functional positions or members of the statutory and functional bodies involved in the conflict of competence are excluded from the members eligible for this commission, except in the case where the statutory body involved is not the Assembly of Members. The commission must be composed of an odd number of members, from a minimum of three to a maximum of seven.

4. The resolutions of the commission referred to in Paragraph 3 of this Article shall be made by a simple majority with a quorum of all the members of the committee. Each of the members of the latter shall hold a single non-delegable vote.

#### **Art 27. - Conflicts of competence between functional bodies**

1. The Board of Directors in collaboration with the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations and the coordinator of the PEOPLE functional body, except in the case in which they or their functional body is involved in the conflict of competence, in which case the coordinator of the PEOPLE functional body is replaced by the Legal Advisor of the PEOPLE functional body, deliberates on conflicts of competence between functional bodies, on the basis of what is sanctioned by the Statute of the association and by these regulations.

2. Conflicts of competence between functional bodies may be reported to the Board of Directors or, alternatively, to the member representative elected by the General Assembly pursuant to TITLE II, Article 8, Paragraph 13 of these regulations or to the coordinator of the PEOPLE functional body, except in the case where they or their functional body is involved in the conflict of competence, only by the functional bodies that consider themselves involved in the conflict of competence.

3. Resolutions on conflicts of competence between functional bodies are expressed by the extended Board of Directors of the other bodies referred to in Paragraph 1 of this Article.

4. Resolutions are passed by simple majority with a quorum of 3/4 (three-quarters) of the sum of the members of the Board of Directors, the Representative of the Assembly and, in the event that they are eligible to participate in such resolution, the Coordinator of the PEOPLE functional body. Each of the members holds a single non-delegable vote. In the only case in which the sum of the above-mentioned members is an even number and this is not able to pass a valid resolution due to the impossibility of reaching a simple majority by parity, the Chairman becomes the holder of an additional vote, which can only be expressed in the context of the resolution in question.

## **TITLE VI FINAL PROVISIONS**

#### **Art 29. – References**

1. These regulations, as enshrined in the Association's Statute, are drawn up and amended by resolution of the Board of Directors in office.

2. What is enshrined in this regulation, since it does not include all possible cases, is subordinate to and inspired by the contents of the Statute of the association, the values of E-Club Ventures, the

traditional association values of the Italian Republic, the Law of the Italian Republic and the Constitution of the Italian Republic. For anything that is not expressly provided for, the interpretations of the above-mentioned values shall apply, in addition to the provisions of the Association's Statute, the Civil Code, the Penal Code, the Law of the Italian Republic, and the Constitution of the Italian Republic.

**SIGNATURES ARE PRESENT ON THE ORIGINAL VERSION OF THIS DOCUMENT.**

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ANDREA STRAMONDO

~~(The President, in the name and on behalf of the Board of Directors)~~

The Founding Members

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~~(Andrea Stramondo, president of the Association)~~

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~~(Andrea Sirtori, Treasurer of the Association)~~

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~~(Pietro Marcandalli, Secretary General of the Association)~~