

## **STATUTE**

### **ARTICLE 1**

#### **CONSTITUTION**

An Association is established under the Constitution of the Italian Republic, the Articles 36 et seq. of the Civil Code, Law 383/2000, and Legislative Decree 117/2017 (hereinafter referred to as the "Third Sector Code"). The Association is constituted as a Third Sector Entity (Ente del Terzo Settore or "ETS"), more specifically as an Association of Social Promotion (APS) and subject to registration with the National Single Register of the Third Sector "RUNTS".

### **ARTICLE 2**

#### **DESIGNATION**

The association is called 'PRATICHE DIALOGICHE ITALIA - APS'.

### **ARTICLE 3**

#### **REGISTERED HEAD OFFICE**

The Association has its registered office in Rome.

### **ARTICLE 4**

#### **DURATION**

The Association is constituted for an unlimited period of time.

### **ARTICLE 5**

#### **PURPOSES**

The Association operates on a non-profit basis and pursues civic, solidaristic goals, cultural, education, recreation, and social promotion, in the form of voluntary action or free disbursement of money, goods or services, or mutuality or the production or exchange of goods or services, by carrying out, exclusively or principally, activities of general interest falling within the cases indicated in Article 5 of Legislative Decree no. 117/2017, in particular in point a) interventions and social services within the meaning of Article 1, paragraphs 1 and 2, of Law no. 328 of 8 November 2000, as amended. The Association operates nationally and internationally and is apolitical and non-partisan.

The Association has a national multi-centre structure. It interfaces and collaborates with other international structures for the dissemination, research and development of the Open Dialogue approach and dialogic practices.

The approach is based on dialogical thinking that has developed since the 1980s in Finland in response to the realisation that the best help for people facing life difficulties emerges from meaningful relationships, both informal and formal, through their active involvement. Services in their increasing specialisation tend to be organised in '*silos*' that make it difficult for people to meet each other, in order to integrate the answers in their lives. This implies the need to find ways of overcoming the boundaries between hospital services, specialist services, and the community from a network perspective. It is crucial to break out of dichotomies. In recognising the potential of that special connective weaving between different professionals, families and community actors, services and community are able to bring out new ways of *coping* through dialogue. In Finland, experiments were activated with the aim of finding ways to open and

maintain dialogue between stakeholders, inviting people to listen to each other in order to discover new aspects and resources of themselves, others and the context.

The approach was accompanied by numerous national research projects by the University of Jyväskylä, the Finnish Institute for Health and Welfare (THL), the Finnish Academy, the Finnish Innovation Fund SITRA and others. Projects included the participation and guidance of Jaakko Seikkula, clinical psychologist and family therapist, professor at the Department of Psychology at the University of Jyväskylä and Tom Erik Amkil, social scientist and teacher, research professor at the Finnish Institute for Health and Welfare (THL) and by Kai Alhanen trainer at the Dialogue Academy and researcher in political philosophy at the University of Jyväskylä.

The core of the approach is to promote dialogicity starting from unconditional respect for otherness (Bakhtin, Levinas), establishing a relationality that is open to listening, not prescriptive, with the intention of wanting to change the other, but which promotes a genuine interest in wanting to deepen one's understanding of oneself and the other in a dialogical space.

Open Dialogue, understood as a treatment system centred on the patient's family and social network, has its roots in the psychoanalytic and psychodynamic research on schizophrenia and psychosis by Yrjö O. Alanen in his *need-adapted* approach, which included '*care encounters*' open to all involved. Further references are to the relational systemic approach of Harlene Anderson's dialogic and collaborative family therapy, and Tom Andersen's reflective group. An important contribution from the philosophical thought of Michail Bakhtin, with regard to dialogism and intersubjectivity, and from the childhood studies of Trevharten, EFivaz-Depeurisingen, N.Favez, Braten, and Stern must also be acknowledged. The Open Dialogue experience refocuses attention on integrated, multidisciplinary, and multi-professional treatments, re-dimensioning the value of the drug in the various therapies, including psychosis, both concerning the need for its use in the crisis, and concerning its long-term use, given the risks of psychological and social impoverishment associated with their use.

In the clinical field, seven basic principles were identified as a result of the different research developed around the Open Dialogue approach: immediate help, social network perspective, flexibility and mobility, responsibility, continuity.

The seven principles were supplemented by twelve key elements describing the Open Dialogue therapeutic and interactive style. These elements were integrated into the clinic, treatment systems and care processes. Neither the treatment principles nor the key elements are diagnosis-specific but rather describe a social network approach in severe crises, such as psychotic crises.

Within the dialogical approach, practices were also developed that proved particularly useful in the co-construction of decision-making processes, at the level of complex organisations. These experiences have promoted and developed dialogic practices in various health, school, work and social contexts, thus generating a dialogic social 'ecosystem' to support them. The association pursues the goal of promoting individual, family, and community mental health and well-being, with a specific focus on prevention aimed at avoiding the establishment of pathways that lead to chronicisation processes, having as a core value the social inclusion and the elimination of coercive practices.

Overall, the Association's activities are aimed at studying and researching on the above-mentioned topics and training new professionals.

In particular:

- a) organising conventions, congresses, seminars, conferences, debates, and other similar activities, directly or in cooperation with public and private institutions, associations and cultural and scientific bodies, both Italian and international;
- b) designing, organising and implementing training and advanced training events for professionals or organisations;
- c) establishing and developing a national and international network of theoretical, methodological and clinical exchanges related to the Open Dialogue approach and any other dialogic practice;
- d) designing and implementing scientific and multicentre study and research programmes; developing specific tools for the analysis of effectiveness, including through the awarding of grants;
- e) disseminating the results of these activities through publications, articles, books, films, and any other media suitable for the purpose;
- f) promoting and facilitating the comparison between professionals working in the field of clinical psychology, psychotherapy, psychiatry who refer to different models and clinical practices, as well as with all categories and types of psycho-socio-educational and disability professionals in all its forms; promoting and facilitating exchange between professionals in the humanities.
- g) promoting projects, research, and training in universities, educational institutions, research centres, training centres, social and health services and all types of public and private organisations;
- h) promoting dialogue with professionals and students from other human behavioural sciences;
- i) promoting and carrying out study and research activities in the bio-psycho-social field aimed at broadening skills for the prevention and monitoring of psychological distress in all its forms and to promote psycho-physical wellbeing. To this end, the realisation, use, standardisation, verification, and assessment of psychological and psychodiagnostic instruments such as: tests, questionnaires, interviews and assessment instruments at an individual and collective level, aimed at investigating, assessing, and verifying the existence of favourable or unfavourable factors for improving the quality of life;
- j) promoting one or more professional associations according to Law No. 4 of 14 January 2013, which regulates professions without professional orders and registers, defining their profile and certifying their professionalism;
- k) setting up training courses for members of the professional associations mentioned in the previous point, also in cooperation with them, maintaining close scientific and training cooperation;
- l) training trainees according to current regulations;
- m) entrusting the partial or total execution of some specific programmes to another qualified structure;
- n) carrying out research, data collection, statistical surveys, and cultural, scientific, technical and professional studies;
- o) carrying out promotional, advertising and publishing initiatives, including through the production of films and audiovisual or multimedia products in general;
- p) promoting and implementing initiatives aimed at cooperation between public and private institutions to achieve the above-mentioned goals;

- q) offering members logistical support, common services, advice;
- r) designing, monitoring, and supporting therapeutic rehabilitation, habilitation, and recovery programmes for people with mental disorders also by providing special funds aimed at achieving these objectives;
- s) building and maintaining an international network of collaboration, research and communication between practitioners, professionals, researchers, users and family members interested in the issues at hand;
- t) promoting the experience of social facilitators and experts by experience;
- u) promoting family and user associations;
- v) promoting concrete and supportive actions aimed at people with mental health problems.

To achieve its social purpose, the Association may:

- publish books, newspapers, magazines, records, films and any other kind of audio, video, computer, editorial material on any kind of present and future media;
- manage, either on their own or on behalf of third parties, recreational/cultural facilities as well as multi-purpose art centres;
- operate projects for the renovation of existing environments, spaces, or architectural structures in Italy, also taking on their management if necessary;
- cooperate with all those who work in defence of human dignity, peace, environment and for solidarity between men and nations, in the most diverse fields of scientific, cultural and social life;
- acquire literary, cinematographic, theatrical, musical and any other copyright of works of art and intellectual property for the sole purpose of protecting their preservation, valorisation and dissemination within the Association within the limits and scope of the Association's purposes;
- manage the serving of food and beverage, exclusively and entirely for the benefit of Members only, having obtained the necessary municipal, regional, public safety and health authority licences.

In order to pursue these purposes, the Association may:

- establish peripheral operating headquarters, rent or purchase premises and technical means suitable for the implementation of its programmes and projects;
- use consultancy, services, transport, locations, supplies and specialised labour; it may enter into conventions and agreements with Ministries, Public Bodies, Private Companies and Associations, theatres, museums, film libraries, and universities, public and private, professional and non-professional schools;
- establish and manage multi-disciplinary centres in the psycho-social, psychodiagnostic, psychotherapeutic and school and career guidance fields.

Entirely subordinate to the main activity described above and exclusively to finance that, the Association may occasionally undertake commercial activities, however inherent to the main object, for which separate management will be kept. Such activities may concern, by way of example, the economic exploitation of rights on literary, scientific, cinematographic, theatrical, and any other work of genius, the management of rooms for workshops, or the sale to third parties of its publications as well as of the services produced by the Association itself.

The Association may also:

- request and accept contributions for the better achievement of its institutional purposes, either by the State and by local authorities as well as by private entities and any other national body and abroad. Receive subsidies

or grants from sponsors and/or public or private bodies both in Italy and abroad in support of projects and/or initiatives proposed by the Association.

- raise funds through private or public events;

- take out mortgages, loans, and all kinds of loans, open bank accounts with the trailing signature of the President alone or a possible attorney designated by him after consultation with the Executive Committee, to manage the Common Fund and the Association's expenses.

In order to carry out its activities, the Association may involve paid or voluntary staff, chosen from among those with specific skills.

## **ARTICLE 6 COMMON FUND**

The Association's common fund, according to Article 37 of the Civil Code and Article 8 of the Third Sector Code, is constituted of:

- a) periodic membership fees and the movable and immovable property purchased with them;
- b) admission fees;
- c) fees not exceeding directly attributable costs, paid for services not falling under Article 2195 of the Civil Code, rendered following the institutional purposes of the Association, without specific organisation;
- d) specific consideration paid for the sale of goods and provision of services, other than those indicated in paragraph 4 of Article 148 of Presidential Decree 917/86, carried out in compliance with the institutional purposes towards the Members, as well as for sale also to third parties of its own publications sold prevalently to the Members;
- e) fees from commercial activities described in the association's purposes in Article 5;
- f) funds allocated to increase the assets by resolutions of the Scientific Societies or Associations to which it is affiliated;
- g) funds related to public and private calls for funding and entrusting training, counselling, and intervention projects in the psychosocial and cultural fields;
- h) voluntary contributions, legacies, and donations;
- i) any reserve funds set up with surpluses from the financial statements.

It is forbidden to distribute, even indirectly, any surpluses from the profit and loss account as well as surpluses from commercial operations as well as funds or reserves, unless the destination and distribution are required by law. This is for the *sole* purpose of obtaining the financial means necessary to achieve the corporate purpose.

## **ARTICLE 7 FINANCIAL YEAR-END, CASH FLOW STATEMENT**

The financial year ends on 31 December of each year. By 31 March of each year, the Steering Committee prepares the balance sheet for the previous financial year, consisting of the balance sheet, the management statement, with an indication of income and expenses, and the mission report, which illustrates the budget items, the economic and management trends, and the modalities of the pursuit of the statutory purposes. The Steering Committee also prepares a budget for the following financial year. Both documents are to be

submitted to the General Assembly for approval.

The Annual Financial Statements must be filed with the RUNTS or with the Commercial Register in case of commercial activity.

If the Association generates revenues, income, or revenue however denominated, exceeding EUR 1 million, it shall draw up and file with RUNTS, and publish on its website, a social report drawn up following the reference legislation and the guidelines adopted by decree of the Minister of Labour and Social Policies, and taking into account, among other elements, the nature of the activity carried out and its size, also to assess the social impact of the activities carried out.

If such revenues, income, or receipts, however denominated, exceed EUR 100.000 per year, it shall in any event publish annually and keep updated on its website any emoluments, remuneration, or consideration for any reason attributed to the members of the administration and control bodies, managers and members.

## **ARTICLE 8**

### **COMPANY BOOKS**

The association must keep the following books:

- a) the book of members or adherents;
- b) the book of meetings and resolutions of the assemblies, in which the minutes drawn up by public deed must also be transcribed;
- c) the book of meetings and resolutions of the Steering Committee and the Supervisory Board, if any, and any other corporate bodies.

Members have the right to examine the aforementioned membership books upon request at least seven days in advance, on the premises of the headquarters.

## **ARTICLE 9**

### **MEMBERS**

Any natural or legal person, even if representing Bodies or Associations, may be a Member of the Association. Members may be Italian citizens as well as citizens of any other EU or non-EU country. The number of members is unlimited.

The Members of the Association are divided into:

- a) Honorary Members;
- b) Founding Members;
- c) Ordinary Members.
- d) Supporting Members

Honorary Members are eminent personalities and qualified representatives of the scientific and cultural community who have made particular contributions to the Open Dialogue approach. Honorary Members are exempt from the payment of any contribution, have no deliberative vote in the Assembly, and cannot be elected to social offices.

Ordinary Members are those who, having reached the age of majority or, if under age, represented by a parent, are admitted by the President of the Steering Committee or by the councillors delegated by the same upon presentation by a member and upon their request, verbal or written, containing their personal details and the

declaration of acceptance and respect of these Articles of Association, and have fulfilled the payment of the periodic membership fee. The admission resolution must be communicated to the person concerned and recorded in the membership register.

Founding Members are those listed in the Deed of Association.

Supporting Members are all those who carry out activities within the framework of the Open Dialogue, even on a non-continuous basis (participation in events, episodic activities, courses, workshops, group activities, etc.).

Founding, Ordinary, and Supporting Members are entitled to active and passive voting rights at the General Assembly.

All Members shall have the right to frequent the social premises, receive publications and any other material produced by the Association, and participate in all activities organised by the Association.

For all Members, the membership relationship is deemed to be established without a time limit provided that, except for of the Honorary Member, is in good standing with the payment of the periodic membership fee. All Founding and Ordinary Members are required to submit an updated Curriculum Vitae to the Executive Committee. The membership fee or contribution is non-transferable, except for transfers due to death and cannot be revalued. Membership status may be terminated by resignation, delinquency and unworthiness. Indignity will be declared by the Steering Committee. Notice of resignation must be submitted by the member to the President, and the resignation takes effect at the end of the current year.

## **ARTICLE 10**

### **CORPORATE BODIES**

The organs of the Association are:

- the Members' Assembly
- the Steering Committee
- the President
- the Vice President
- the Secretary
- the Treasurer
- the Committees
- the Supervisory Board
- the Auditor.

## **ARTICLE 11**

### **MEMBERS' ASSEMBLY**

The Assembly is made up of all Founding, Ordinary and Supporting Members in good standing with the periodic payment of membership contributions and registered in the Register of Members for at least three months. Each of them has one vote, which may be delegated to another Member according to the principle of Article 2532 of the Italian Civil Code. Each delegate may hold no more than three proxies. The resolutions of the Assembly are binding on all Members. The Assembly shall be chaired by the President of the Association, who shall instruct the Secretary to draw up, in a special book, minutes that the President and the Secretary shall

sign . The Members' Assembly resolves:

- on the approval of the economic and financial statements and the budget;
- on the approval of the Association's annual programme;
- on the periodicity and determination of the amount of membership fees for the following period;
- on the appointment of members of the Steering Committee;
- on the appointment of the Supervisory Board and Auditor, if any;
- on the establishment and subsequent functioning of any internal commissions, such as, but not limited to, the "Commission on the General Theory of Open Dialogue," the "Commission on Training-Visiting-Intervision," the "Research Commission," the "Commission on Open Dialogue and Organisation of Psychiatric Services" and any others deemed useful;
- on the appointment of the members of the editorial and scientific committee;
- on the dissolution of the Association and the devolution of the common fund;
- on amendments to the memorandum and articles of Association;
- on anything else delegated to it by law or by statute.

## **ARTICLE 12**

### **CONVOCAATION OF THE MEMBERS' ASSEMBLY**

The Ordinary Members' Assembly is convened by right every year before 30 April for the approval of the economic and financial statements and to determine the amount of the membership fees for the following period. The convocation shall take place by means of communication, also verbal, by the members of the Executive Committee, made to each Member at least ten days prior to the date set for the meeting and containing the date, time, place of convocation, and agenda. The convocation shall, in any case, be written and posted on the Association's premises and/or published on the Association's website. The Members are called to an Extraordinary General Meeting whenever the President or the Steering Committee deems it necessary, as well as when at least one-third of the Members request it in writing.

## **ARTICLE 13**

### **CONSTITUTIVE AND DELIBERATIVE QUORUMS**

The Ordinary and Extraordinary Members' Assembly is validly constituted and able to pass resolutions with the mandatory presence of the President and the members of the Executive Committee. Furthermore, in the first call, with the presence of at least half plus one of the Members, and in the second call, whatever the number of Members present or represented. The Ordinary Assembly decides by a majority vote of those present at the Assembly. For the approval of the Association's annual programme, the establishment and subsequent operation of any internal committees, and the appointment of members of the editorial and scientific committee, an absolute majority of the Members who have been in good standing with the periodic payment of membership contributions and registered in the Register of Members for at least three months is required. For amendments to these statutes and for the dissolution of the Association and the devolution of the common fund, a majority of two-thirds of the Members who have been registered in the Register of Members for at least three months and have paid their regular membership contributions shall be required.



**ARTICLE 14**  
**THE STEERING COMMITTEE**

"The Steering Committee consists of between five and nine members elected by the Members' Assembly from among all the Founder, Ordinary and Supporting Members, and remains in office for three years with the possibility of re-election, with a limit of two terms. The number of members is determined from year to year by the Committee, when approving the Rules for of their appointment, must apply for registration in the RUNTS. The Steering Committee elects the President of the Association, who chairs the Committee, the Treasurer and the Secretary.

The Steering Committee is the executive body of the Association.

The Steering Committee decides on the activities to be carried out and the programmes to be implemented based on the guidelines contained in the General Assembly's approved guidelines, prepares the final and budget budgets, administers the assets and the social revenues, establishes the periodic membership fee for members, and approves the internal social regulations for the achievement of social goals. It ratifies or not the measures within its competence issued by the President in cases of necessity and urgency. It appoints Honorary Members and Coordinators, if any.

The Steering Committee meets whenever the President deems it necessary. It is compulsorily convened by the President, in ordinary session, at least once a year, to deliberate on the final balance and budget.

For resolutions to be valid, the President and the majority of the members must be present. Decisions are taken by a majority of those present; in the event of a tie, the President's vote prevails.

Meetings of the Steering Committee are convened by the President, with the agenda indicating the items to be discussed, at least five days prior to the fixed date. Meetings must be convened by written communication: by express letter, registered letter, telegram, fax or email. Only in case of urgency the Committee may be convened within 24 hours.

A meeting may be convened at the request of at least one third of the members, in which case the President must act within 15 days of the request. The meeting must take place within 20 days of the convocation.

In the event of the resignation of the majority of the members of the Steering Committee, the President remains in office for the ordinary administration and for the convocation of the Extraordinary Members' Assembly. Committee members perform their office free of charge and in an honorary capacity and, therefore, do not constitute an employment relationship.

**ARTICLE 15**  
**THE PRESIDENT**

The President is elected by the Steering Committee, of which he/she is a member, at the first meeting and, in any case, no later than seven days after the Committee's election. The President holds office for three years and may be re-elected.

The President is the legal representative of the Association in relations with third parties and in court.

The President chairs the Members' Meetings and the Steering Committee. The President ensures and supervises the coordination and unity of direction, the management of the Association, in accordance

with. The President deliberates on the admission of new members.

In cases of urgency and necessity, the President may act on matters falling within the competence of the Steering Committee, subject to ratification by the Committee at the first subsequent meeting and, in any case, no later than 60 days from the adoption of the measure.

In the event of absence or temporary inability to perform his/her duties, the Vice President is delegated, again elected by the Steering Committee from among its members.

The office of President is exercised free of charge and in an honorary capacity and, therefore, cannot constitute an employment relationship.

#### **ARTICLE 16**

##### **THE TREASURER**

The Treasurer is elected by the Steering Committee, of which he/she is a member, at its first meeting and, in any case, no later than seven days after the Committee's election. The Treasurer holds office for three years and may be re-elected.

The Treasurer assists the President in the administrative management of the Association, takes care of the preparation of accounting documents and administrative acts, and performs all other functions entrusted to them by the Committee.

#### **ARTICLE 17**

##### **THE SECRETARY**

The Secretary is elected by the Steering Committee, of which he/she is a member, at the first meeting and, in any case, no later than seven days after the Committee's election. The Secretary holds office for three years and may be re-elected.

The Secretary takes care of the drafting of the minutes of the Assembly and the Committee, as well as their transcription in the respective books, supervises the regular implementation of the resolutions of the Assembly and the Committee, and executes them to the extent of their competence.

#### **ARTICLE 18**

##### **COMMITTEES**

The Scientific Committee, chaired by a scientific coordinator, provides guidance and advice and promotes the Association's scientific activities.

The Scientific Committee is appointed by the Steering Committee, in the number of two or more members, upon the proposal of the Members' Assembly. The term of office of the Scientific Committee is two years, with the possibility of reappointment. Members of the international scientific community may be included.

The Editorial Committee, also appointed by the Steering Committee and consisting of two or more members, has the purpose of scrutinising the scientific and cultural publications that are proposed, to be possibly published on the web platform.

**ARTICLE 19**  
**THE SUPERVISORY BOARD**

The Supervisory Board will be compulsorily constituted if two of the following limits are exceeded in two consecutive financial years:

- a) total assets in the balance sheet: 110,000.00 euro;
- b) revenue, income, receipts, however denominated: 220,000.00 euro;
- c) employees employed on average during the year: 5 units.

The obligation to be constituted ceases if the aforementioned limits are not exceeded for two consecutive financial years. The appointment of the auditing body is also mandatory when assets have been set up for a specific business transaction according to Articles 2447-bis et seq. of the Civil Code.

The Supervisory Board shall consist of three members, two of whom shall be elected by the Members' Assembly from among all Founder and Ordinary Members with no other elective office within the Association. The two members shall choose, also from outside the Association, the third member who shall be entered in the Register of Legal Auditors and who shall chair the Board. The Board shall remain in office for five years with the possibility of re-election.

The Supervisory Board monitors compliance with the law and the articles of association and compliance with the principles of proper administration, as well as the adequacy of the organisational, administrative, and accounting structure and its actual functioning. The Supervisory Board also monitors compliance with civic, solidarity and socially useful purposes, and verifies the compliance of the social balance sheet with regulations. The members of the Supervisory Board may at any time proceed, also individually, to inspections and audits. To this end, they may ask the President and the Steering Committee for information on the course of the Association's operations or on specific business. The Supervisory Board meets whenever the President deems it necessary or at the request of the majority of its members.

For deliberations to be valid, the President and the majority of the members must be present. Decisions are taken by a majority of those present. In the event of the resignation of the majority of the members of the Supervisory Board, the President remains in office for the extraordinary convocation of the Members' Assembly for the renewal of office.

**ARTICLE 20**  
**THE AUDITOR**

The Auditor will be mandatorily appointed if two of the following limits are exceeded in two consecutive financial years. :

- a) total assets in the balance sheet: 1,100,000.00 euro;
- b) revenue, income, receipts, however denominated: 2,200,000.00 euro;
- c) an average number of employees during the year: 12.

The obligation to be constituted ceases if the aforementioned limits are not exceeded for two consecutive financial years. The appointment of the Supervisory Board is also mandatory when assets have been set up for a specific purpose in accordance with Articles 2447-bis et seq. of the Civil Code.

The statutory audit will be exercised by the Chairman of the Supervisory Board, entered in the appropriate Register of Auditors.

## **ARTICLE 21**

### **RULES OF PROCEDURE**

Subject to the law and the provisions of these articles of association, on the proposal of the Steering Committee, the Members' Assembly, with an ordinary majority may approve an annual regulation detailing the Association's operating procedures.

## **ARTICLE 22**

### **CONFLICT RESOLUTION**

Any conflict between the Association and the members and between the members themselves shall be resolved amicably, including by the intervention of the corporate bodies, excluding those in which even only one member is involved in the dispute.

In any case, the parties are free to submit all disputes arising from this contract, none excluded, to the mediation attempt provided for by the mediation service of Arbitra Camera of the Chamber of Commerce of Rome, registered at no. 44 in the register of mediation bodies held by the Ministry of Justice, under the relative regulations, which the parties declare to know and accept in full. The venue of mediation shall be in Rome at the offices of Arbitra Camera.

Only in the event of failure of mediation or of failure to mediate for reasons not attributable to the party that initiated it, all disputes arising from this contract, none excluded, shall be referred to a sole arbitrator, in accordance with the Rules for Simplified Arbitration of the Arbitra Camera of the Chamber of Commerce of Rome, which the parties declare to know and accept in full. The arbitrator shall proceed in a ritual manner and according to law. The language of the arbitration shall be Italian, and the applicable law shall be Italian.

## **ARTICLE 23**

### **DISCLAIMER**

The dissolution of the Association is decided by the Members' Assembly, which will appoint one or more liquidators and decide on the devolution of the common fund. in the event of dissolution, after a positive opinion of the Office referred to in Article 45(1) of the Third Sector Code, subject to other destination imposed by law, to other Third Sector entities with similar purposes or for purposes of public utility. In the absence of a resolution, the remaining assets will be devolved to the Italia Sociale Foundation.

## **ARTICLE 24**

### **REFERRAL RULE**

For all matters not expressly provided for in these Statutes, the Civil Code and other legal provisions governing the matter shall apply.