

Reg. no. 80.810

File no. 25.613

Registered in Perugia

Date: 3.9.2020

No. 16176 S.....

**STATUTE**

**THE ITALIAN REPUBLIC**

In the year two thousand and twenty, on the fourth day of August

**4TH OF AUGUST 2020**

In Perugia, via Mario Angeloni n. 57, in my office.

Before me, MARCO CARBONARI, Notary in Perugia and member of The Board of Notaries of that city, assisted at my request by the witnesses:

- Lorena Morettini, born in Todi on the 2nd of September

1962, residing in Perugia, in via Giuseppe Marchini no. 40; and

- Simonetta Purgatorio, born in Perugia on 30th of April 1962, residing in Magione, in Strada della Tranquillità no. 21, and in the presence of:

- **ANDREA SISTI**, born in Spoleto on the 29th of January 1965 residing in Perugia, in Strada Col Martino del Monte no. 5, Taxpayer identification number: SST NOR 65A29 I921A, an Italian citizen, who declares that he is a party to this deed in his own right and in his role as President of the Board of Directors and legal representative of

**Associazione Mondiale degli Agronomi (also known as the World Association of Agronomists/Association Mondiale des Ingenieurs Agronomes/Associacion Mundial des Ingenieros Agronomos-AMIA)with its registered office in Rome, in via Po no. 22, taxpayer iden-**

tification number: 97996900581,

By the powers vested in him by law, by the Statute of the Association and in execution of the resolution of the General Meeting of the Association on the 17th of September 2015.

The appearing party, of whose identity I, the Notary, am certain,

STIPULATES THE FOLLOWING:

**ARTICLE 1**

**Andrea Sisti**, Agronomist and Forester in Perugia, in order to execute the will expressed during the sixth General Meeting of the World Association of Agronomists, held on the 17th September 2015 in Milan at the Pavilion of Agronomists as part of the "EX-PO MILANO 2015" event, hereby establishes a foundation known as

**"FONDAZIONE DELL'ACCADEMIA MONDIALE**

**DEI DOTTORI AGRONOMI, DEI DOTTORI AGRONOMI FORESTALI**

**E DEGLI INGEGNERI AGRONOMI"**

**"AGRONOMISTS WORLD ACADEMY FOUNDATION"**

with no constraints of punctuation or graphics.

**ARTICLE 2**

The registered office of the foundation is in Perugia, in via Volumnia no. 79.

**ARTICLE 3**

The Foundation is non-profitmaking and will be of indefinite duration.

Its sole aim will be to pursue the ends of general interest and public benefit in all countries and worldwide. In particular, the

dissemination of the culture of sustainable agronomy and forestry as a factor of human, civil and democratic development.

The aim of the Foundation is to promote scientific and technological research in the sectors of agronomy, forestry the territory, agriculture, the environment, the landscape and, in general, sustainable development, as well as the dissemination of results, in order to make them available to professionals and operatives worldwide.

The Foundation will work together with the Associazione Mondiale degli Agronomi (also known as the World Association of Agronomists/ Association Mondiale des Ingenieurs Agronomes/Asociacion Mundial des Ingenieros Agronomos-AMIA) whose registered office is in Rome, in via Po' n. 22, taxpayer identification number: 97996900581 and will support its activity wherever possible.

Therefore, to this effect the Foundation will:

a) **support, finance, promote and organise:**

- The project known as "LA FATTORIA GLOBALE DEL FUTURO 2030 - WAAFORAGENDA2030 - Action Plan" (THE GLOBAL FARM OF THE FUTURE 2030) in conformity with the Universal Charter of Agronomists, approved at the VI World Congress of Agronomists at the Milan Expo 2015;
- The Sustainability Campus - A Network of Projects for Pilot Farms 4.0;
- The International Masters Course for Sustainable Agricultural Planning;

- The International Triennale for Sustainable Agriculture;

- The World Congress of Agronomists;

- Biodiversity and the international network of Biodiversity;

- Guardians of the landscape and their network;

- Professional projects and start-ups in the field of innovation  
in sustainable development;

- The creation of a University for the study of sustainable agri-  
food, landscape and environmental development, its constitution,  
the drafting of its Statute and the request for recognition on  
the part of both Italian and foreign public administrations.

b) **organise and finance:**

- Training courses in areas covered by projects that are part of  
the "GLOBAL FARM OF THE FUTURE 2030 - WAAFORAGENDA2030 -Action  
Plan" - in order to promote a new culture of sustainable rural  
development;

- The "INTERNATIONAL AGRONOMIST AWARDS" according to the methods  
set forth in the relevant regulations;

- Shows, exhibitions, congresses, scientific, promotional and cul-  
tural events and, in any case, events connected with its aims,  
either directly or through fundraising;

- The publication, promotion and dissemination of scientific and  
cultural works;

- Scholarships and training courses and/or further education,  
and/or refresher courses, and/or professional specialisation  
courses, masters courses, internships, laboratories, workshops

and webinars.

**c) set up**

- Libraries;

- Platforms for managing and sharing data;

- Networking;

**d) make ready**

All movable and immovable, tangible and intangible assets which are necessary, instrumental or accessory to achieving its aims, as well as collecting, managing and administering the financial means necessary to achieve its purpose.

In order to achieve its aims, the Foundation may cooperate and develop relationships with public and private entities operating in the same sector. It can promote study and scientific research activities both with leading entities and with its own structures.

It may participate in public and private associations, bodies and institutions, whose activities are aimed, directly and indirectly, at the pursuit of purposes similar to those of the Foundation itself. The Foundation may, where it deems appropriate, also participate in and contribute to the establishment of the aforementioned bodies.

To achieve its aims, the Foundation will cooperate with universities and cultural and scientific institutions, both in Italy and abroad.

It may also select one or more universities of reference or

research and training centres with which to stipulate Framework Agreements for the development of research and training programmes.

Once the University has been established, the Foundation undertakes to guarantee the pursuit of its institutional aims and to ensure its financial endowment and maintenance within the limits of its net assets.

To support these initiatives the Foundation may, if necessary, promote facilities and initiatives; for example, halls of residence for teachers and students, canteens, infrastructures and other facilities for student staff at the university, scholarships and grants for attending courses, research initiatives and publications as well as anything else provided for in Article 4 of the Statute.

The Foundation's internal organisation and regulations will also be governed by the Statute, which contains 29 Articles which, undersigned at the bottom and in the margins, is attached to this deed under letter "A" and forms an integral and substantial part thereof.

#### **ARTICLE 4**

**Andrea Sisti** assumes the status of **Founder**, in accordance with Article 7 of the Statute, nominating and appointing with equal powers to this position the following persons:

- Maria Cruz Diaz Alvarez, born in Madrid on the 9th April 1946 and living in the city at C.Moreria 6 P02 A, a Spanish citizen;

- Carlos Pieta Filho, born in Erechim (Federal Republic of Brazil)

on 9th November 1942, living Florianopolis, Ocas, 3904 LU 15, FL 198, Cart Cacador SC (Federal Republic of Brazil), a Brazilian citizen;

- Claudio Enrique Manuel Ortiz Rojas, born in Vina del Mar (Republic of Chile) on the 19th of April 1951, living in Vina del Mar, a Chilean citizen;

- Luis Fernando Zuloaga Albarran, born in Irapuato (United Mexican States) on 26th October 1950, living at 13/Calle A7/35 Edificio Tiffany II Dpto. 8G. ZONA 10, Guatemala CA, a Mexican citizen, who will also assume the status of Founders.

**Andrea Sisti** therefore appoints the **Board of Directors** in accordance with Article 12 of the Statute, **made up of himself** together with the four Founders, whose names and identifying information are mentioned above.

The Board will, in due course, appoint the remaining members in accordance with Article 13 of the Statute.

#### **ARTICLE 5**

The total initial assets of the Foundation amount to Euro 142,125.00 (one hundred and forty-two thousand, one hundred and twenty-five euro and zero cents) and is made up of:

- tangible and intangible assets and equipment, for a total value of Euro 132,125.00 (one hundred and thirty-two thousand, one hundred and twenty-five euro and zero cents) which are hereby contributed to the Foundation by Andrea Sisti in his own name and by

the World Association of Agronomists, on the basis of their respective contributions of Euro 99,575.00 in the case of Andrea Sisti and Euro 32,550.00 in the case of the World Association of Agronomists, limited to their respective rights as set out in the appraisal below and which shall form part of the non-disposable assets of the Foundation, as better described and valued in the appraisal dated 30th July 2020, by Stefano Mancini (Engineer) from Spoleto, sworn to by the same, shortly before, which is attached here under letter "B";

- the sum of Euro 10,000.00 (ten thousand/00) in money.

This amount will be paid by the Founder as soon as the Foundation's current account has been opened and, in any Case, twenty days from today. The relevant documentation will be attached to the application for acknowledgement by the Foundation.

The Foundation hereby assumes the obligation:

- to allocate the assets received by way of contribution to non-disposable assets and therefore, to record them in the inventory, store them and enter them as such in the balance sheet except as provided for below.

Full reference to said annex is also made for the values attributed to individual assets, according to Article 784, paragraph one, of the Italian Civil Code, as well as for the effects of their more exact identification.

#### **ARTICLE 6**



The Foundation's management fund consists of the sum of Euro 10,000.00 (ten thousand/00).

The Foundation will receive the above sum via payment to its account. Once the aforementioned sum has been acknowledged, it will be used for the operation of the Foundation itself and, therefore, also for current expenditure, in accordance with ARTICLE 6 of the Statute.

#### **ARTICLE 7**

The Founder expressly declares that the present deed is subject to the condition of legal recognition of the Foundation itself, with the commitment by the bodies appointed herein to carry out the practices required by law, and reserving the right, therefore, for himself or the other councillors, by his express delegation conferred herein in the event of impossibility on his part, to make any changes to this deed, and to the attached Statute that may be required by competent Authorities.

All Board members are separately delegated, with a promise of ratification, to sign and present any documentation necessary for the recognition of the Foundation and the acquisition of legal status.

#### **ARTICLE 8**

In the event of the dissolution of the Foundation, the Foundation's assets will be transferred in accordance with the law and in the amount determined by

the competent Authorities.

**ARTICLE 9**

The taxes and expenses relative to this deed will be paid by the Foundation, according to tax provisions established by Article 3 of Legislative Decree no. 346 of 31st of October 1990 and subsequent amendments and integrations.

The person appearing before me expressly exempts me from reading the annexes, stating that he is fully aware of them.

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For the purposes of anti-money laundering legislation it is hereby acknowledged that the person appearing before me is the holder of identity card no. CA30852AB issued by the Municipality of Perugia on 12 January 2017.

I, the Notary, have received the present deed and have read it, in the presence of the witnesses, to the person appearing before me who declares that it conforms to his wishes.

This document has been typed by a trusted person and, in part, by my own hand on ten full pages and part of the eleventh in three copies.

This deed is signed, as required by law at 4.45 pm (four forty-five pm).

Signatories: ANDREA SISTI

" " LORENA MORETTINI (WITNESS) SIMONETTA PURGATORIO (WITNESS)

" " MARCO CARBONARI (NOTARY)

	<b>STATUTE</b>	Annex "A"
	<b>OF THE</b>	Reg. no. 80.810
	<b>"FONDAZIONE DELL'ACCADEMIA MONDIALE</b>	File no. 25.613
	<b>DEI DOTTORI AGRONOMI FORESTALI</b>	
	<b>E DEGLI INGEGNERI AGRONOMI"</b>	
	<b>"AGRONOMISTS WORLD ACADEMY FOUNDATION"</b>	
	<b>ART. 1</b>	
	<b>NAME</b>	
	It is hereby established by the intent of Andrea Sisti,	
	Agronomist and Forester in Perugia, in order to imple-	
	ment the will expressed at the sixth general meeting	
	of the World Association of Agronomists, held on the	
	17th of September 2015 in Milan, at the Pavilion of	
	Agronomists during the "EXPO MILANO 2015" event, a	
	Foundation under Italian law named	
	<b>"FONDAZIONE DELL'ACCADEMIA MONDIALE</b>	
	<b>DE I DOTTORI AGRONOMI, DEI DOTTORI AGRONOMI FORESTALI</b>	
	<b>E DEGLI INGEGNERI AGRONOMI"</b>	
	<b>"AGRONOMISTS WORLD ACADEMY FOUNDATION"</b>	
	with no constraints of punctuation or graphics.	
	<b>ART. 2</b>	
	<b>REGISTERED OFFICE</b>	
	The Foundation's registered office is in <b>Perugia</b> .	
	The Board of Directors may freely move the registered office	
	within the municipal territory without this constituting an	
	1	

amendment to the statute.

The Foundation will operate nationally and internationally.

In order to carry out its activities, the Foundation may use sub-offices and operational centres.

### **ART. 3**

#### **DURATION**

The duration of the Foundation is indefinite.

### **ART. 4**

#### **AIMS**

The Foundation is a non-profitmaking organisation and may not distribute profits. Its exclusive aim is to pursue purposes of general interest and public usefulness worldwide and, in particular, to spread the culture of sustainable agriculture and forestry as a factor of human, civil and democratic development.

The aim of the Foundation is to promote scientific and technological research in the fields of agronomy, forestry, the territory, agriculture, the environment and the landscape and, in general, sustainable development, as well as to disseminate related results, in order to make them available to professionals and operatives worldwide. The Foundation's aim is also to promote cultural initiatives in the field of education, which meet the need to increase scientific knowledge, managerial readiness, entrepreneurial action, cultural development in agricultural, agri-food,

environmental and landscape sciences and, more in general,  
in sustainable development at a national and international  
level.

To this end, the Foundation's particular aim is the cultural  
education of agronomists, research and professional innovation  
in sustainable development.

It promotes and organises (or allows the university to  
organise) internships, workshops, masters courses, semi-  
nars, laboratories, training courses, refresher, advan-  
ced and specialisation courses in the science and  
culture of sustainable development in agronomy and fo-  
restry, also to improve and disseminate the culture of  
agri-food production and education towards sustainabi-  
lity, to develop excellent training courses aimed at  
translating cultural understanding into qualified opera-  
tional skills and to disseminate the culture of sustaina-  
bility at all levels.

The Foundation will work together with the Associazione  
Mondiale degli Agronomi (also called the World Association  
of Agronomists / Association Mondiale des Ingenieurs  
Agronomes / Asociacion Mundial des Ingenieros Agronomos -  
AMIA) and will support its activity wherever possible.

Therefore, the Foundation shall:

a) **support, finance, promote and organise:**

- The project entitled "THE GLOBAL FARM OF THE FUTURE 2030 -

WAAFORAGENDA 2030 - Action Plan" in accordance with the Uni-

versal Charter of Agronomists approved at the 6th World Con-

gress of Agronomists at the Milan Expo 2015;

- The sustainability campus -A Network of Projects part of

Pilot Farms 4.0;

- The International Masters Course for Sustainable Agricultu-

ral Planning;

- The International Triennial of Sustainable Agronomy;

- The World Congress of Agronomists;

- Biodiversity and the international network of biodiversity;

- The guardians of the landscape and their network;

- Professional projects and start-ups in the field of innova-

tion in sustainable development;

- The creation of a university for the study of sustainable

agri-food, landscape and environmental development, its

constitution, the drafting of its Statute and the request

for recognition by Italian and foreign public Administra-

tions.

b) **organise and finance:**

- training courses in areas covered by the project known as

"FATTORIA GLOBALE DEL FUTURO 2030 - WAAFORAGENDA2030 - Action

Plan" - in order to promote a new culture of Sustainable rural

development;

- the "INTERNATIONAL AGRONOMIST AWARDS" in accordance with the

methods set out in the regulations;

- shows, exhibitions, congresses, scientific, promotional and cultural events and, in any case, events linked to its aims, directly or through fund-raising;

- the publication, promotion and dissemination of scientific and cultural works;

- study grants and training courses and/or further training and/or refresher courses and/or professional specialisation, masters courses, internships, laboratories, workshops and webinars;

**c) establish**

- Libraries;
- Platforms for sharing and managing data;
- Networking.

**d) prepare:**

all movable and immovable, tangible and intangible assets necessary, instrumental or accessory to the achievement of its aims, as well as collecting, managing and administering the financial means for the accomplishment of its purpose.

In order to achieve its aim, the Foundation may cooperate and develop relationships with public and private bodies that operate in the same sector. It can promote study and scientific research activity both with leading operators and with its own structures.

It can participate in public and private associations, bodies and institutions whose activities are aimed, directly or indirectly, at the pursuit of aims similar to

those of the Foundation itself. The Foundation may also, if it sees fit, participate in and contribute to establishing the aforementioned bodies.

In order to achieve its aims, the Foundation cooperates with universities and with scientific and cultural institutions both at home and abroad.

It may also identify one or more universities, or research and training centres of reference, with which to stipulate Framework Agreements for research and training programmes.

Once the university has been established, the Foundation undertakes to guarantee the pursuit of its institutional aims and to ensure its financial endowment and maintenance, within the limits of its net assets.

To support these initiatives the Foundation may, if necessary, promote facilities and initiatives; for example, halls of residence for teachers and students, canteens, infrastructures and other facilities for student staff at the university, scholarships and grants for attending courses and research initiatives and publications.

All of this is with the exclusion and prohibition of any activities other than those specified above, with the exception of those directly related to its main activity, and within the limits and according to the provisions of the legislation in force at the time.



In order to achieve its aims, the organisation may, within the framework of its institutional purposes and in accordance with the law and any administrative provisions in force at the time, carry out all operations related to finance, banking, movable and immovable property and commercial property connected with its aims, in a wholly instrumental way and without any subjective profit motive.

#### **ART. 5**

#### **ASSETS**

The Foundation's assets consist of:

- a) - the endowment fund, made up of the organisation's initial assets, any financial contributions or movable and immovable property, or in any case, any other utility that can be used in order to achieve its aims, contributed by any person or as the result of its own activities;
- b) - movable and immovable property that has been or will be received by the Foundation for any reason, including that purchased by the Foundation in accordance with this Statute;
- c) - donations made by bodies and private individuals expressly intended to increase the Foundation's assets;
- d) - that part of unused revenue, which may be used to increase the assets, upon the resolution of the Board of Directors;

e) - by contributions to the endowment fund from the State,  
local authorities or public bodies.

**ART. 6**

**THE MANAGEMENT FUND**

The management fund is made up of:

a) income from the assets or activities of the Foundation  
itself;

b) any donations or testamentary dispositions regarding  
any tangible or intangible asset not expressly intended  
for the endowment fund;

c) any other contributions from the state, local au-  
thorities or other public bodies;

d) contributions from the Founder, or from any donors or  
supporters;

e) revenues from institutional, ancillary, instrumental  
and related activities;

f) contributions and subscriptions from the founders and  
participants;

g) any goods and/or utilities received by the Foundation  
allocated to the management fund and, in any case, without  
being expressly attributed to the assets.

The income and resources of the Foundation will be used  
for the running of the Foundation itself and to achieve  
its aims.

**ART. 7**

**MEMBERS OF THE FOUNDATION**

The members of the Foundation are divided into:

- FOUNDERS; ~~AND~~
- PARTICIPANTS.

**ART. 8**

**THE FOUNDERS AND THEIR RELATIVE PREROGATIVES**

At the time of establishment the Founder or Founders appoint the ex officio members, who are recognised as Founders, Board of Directors and President of the Foundation.

Within three years of the establishment of the Foundation, the Founder or Founders may decide, by a resolution adopted by an absolute majority of the Board of Directors, to award the prerogatives due to the Founders to natural persons or legal entities that have contributed (or will contribute) in a significant way to the activity of the Foundation, through assets, financial contributions or work of their own.

Founders who are natural persons retain their status for life, whereas Founders who are legal entities shall remain so until such time as a legal cause for dissolution occurs, in accordance with the law, or if they are subject to bankruptcy proceedings.

The prerogative of the Founder or Founders is to preserve, maintain and guide the aims of the Foundation in accordance with Art. 4 and may in this respect veto resolutions

contrary to that aim.

**ART. 9**

**PARTICIPANTS**

The status of "Supporting Participants" is attributed to natural persons or legal entities, both public and private bodies or associations, including unrecognised ones, or other national and international institutions that share the aims of the Foundation, contribute to its existence and to achieving its aims through annual or multi-annual contributions of financial funds, assets or professional activities of particular importance, or by contributing tangible or intangible assets in accordance with the methods and in an amount not less than that established, also annually, by the Board of Directors, which may resolve to divide the Participants into categories.

The status of Participant lasts for the whole period in which the contribution has been duly made.

Supporting Participants must expressly commit to respecting the provisions of this Statute and the special regulations to be drawn up by the Board of Directors.

Supporting Participants may allocate their contribution to specific projects within the scope of the Foundation's activities.

**Supporting Participants are admitted by the indisputable**

**decision of the Board of Directors, taken by the majority of those present.**

**ART. 10**

**PARTICIPANTS' PREROGATIVES**

The Participants referred to in Art.9 may, in a manner that is not detrimental to the Foundation's activity, access its premises and facilities. They may also consult the archives, visit libraries and any documentation centres, including audio-visual ones, as well as participate in the organisation's events if invited.

**The Participants referred to in Article 9 also make up the Board of Participants, referred to in Art. 23 below.**

**ART. 11**

**EXCLUSION AND WITHDRAWAL OF PARTICIPANTS**

a. The Board of Directors shall decide by a majority of 2/3 (two thirds) to exclude Participants for serious and repeated failure to fulfil the obligations and duties deriving from this Statute. These include, but are not limited to, failure to make the contributions and endowments provided for by this Statute;

b. conduct incompatible with the duty to cooperate with other members of the Foundation and

c. conduct contrary to the duty to perform non-financial Services.

d. In the case of bodies and /or legal entities, exclu-

sion will also take place for the following reasons:

- dissolution, for whatever reason;
- opening of liquidation procedures;
- bankruptcy and/or opening of insolvency proceedings, including out-of-court proceedings.

**Participants may withdraw from the Foundation at any time. In the event of the withdrawal or exclusion of all the Participants, any member of the Board of Directors chosen from among the Participants, will immediately cease to be a member.**

#### **ART.12**

##### **THE FOUNDATION'S BODIES**

The Foundation's bodies are as follows:

- the Board of Directors
- the Executive Committee
- the President
- the Chief Executive Officer
- the Board of Participants
- the Scientific Committee
- the Scientific Director
- the Honorary Committee
- the Sole Auditor.

#### **ART. 13**

##### **THE BOARD OF DIRECTORS**

The Foundation is administered by a Board of Directors,

made up of a minimum of three and a maximum of fifteen members, as determined by the Founder at the time of establishment and by the Board of Directors itself during the life of the Foundation.

Ex Officio members are those appointed by the Founder, Andrea Sisti, at the time of the Foundation's establishment, and who are recognised as founders in accordance with Art.8 of this Statute.

- Maria Cruz Diaz Alvarez, born in Madrid on the 9th of April 1946 and living in the city in C.Moreria 6 P02 A, a Spanish citizen;

- Carlos Pieta Filho, born in Erechim (Federal Republic of Brazil) on 9th of November 1942, living in Florianopolis, Ocas 3904 LU 15, FL 198, Cart Cacador SC (Federal Republic of Brazil), a Brazilian citizen;

- Claudio Enrique Manuel Ortiz Rojas, born in Vina del Mar (Republic of Chile) on the 19th of April 1951, living in Vina del Mar, a Chilean citizen;

- Luis Fernando Zuloaga Albarran, born in Irapuato (United States of Mexico) on the 26th October 1950, living in 13/Calle, A7/35 Edificio Tiffany II Dpto. BG. ZONA 10, Guatemala CA, a Mexican citizen;

- the World Association of Agronomists;

- the subjects that will be recognised as founders in accordance with Art. 8 of this Statute.

Upon the proposal of the Foundation's President, The Board of Directors shall be entitled to designate other members up to the maximum number provided for in this Statute, in addition to those designated by the Board of Participants, up to a maximum number of three, in accordance with Art. 23 of the same.

Members appointed by the Board of Directors shall remain in office for four years, expiring upon approval of the financial statements for the last financial year in which they participated, unless they resign, relinquish their office, die or in the event of withdrawal or unforeseen impossibility, decided or ascertained by the other board members with a 2/3 (two-thirds) majority, not counting the vote of the person concerned. In all cases where one of its members leaves office, the remaining Board Members will nominate successors by co-optation with a 2/3 (two-thirds) majority.

#### **ART. 14**

##### **THE BOARD OF DIRECTORS**

The Board of Directors meets in ordinary session twice a year and in an extraordinary session whenever the President considers it necessary or a written request is made by its members.

The call to a meeting is made by the President by written invitation sent at least eight days prior, by any means that guarantees proof of dispatch and receipt, indica-



ting the agenda to be discussed.

Resolutions are passed by a majority of those present, except as provided for in Art. 8.

A secretary is appointed from among its members to record the minutes of Board meetings, documented in a special ledger.

The Board of Directors:

a. determines the use of assets to achieve the aims of the Foundation, by a special resolution each year;

b. adopts a regulation to determine the criteria for the administration of the Foundation and the use its funds;

c. approves the accounts;

d. prepares the expenditure forecast for the following year by the 31st of July each year;

e. establishes the criteria and requirements for the subjects described in Art. 9 to become Participants ;

f. nominates the President, the Vice President and the Chief Executive Officer and determines their powers;

g. Upon the proposal of the President, the Board of Directors may nominate:

- an Honorary President;

- a Scientific Director.

h. appoints the members of the Scientific Committee and

the Honorary Committee;

i. pass resolutions on the staffing and regulations regarding the organisation and running of the foundation;

j. pass resolutions on taking out loans, the purchase and sale of property, accepting donations, property leasing contracts and the purchase and sale of shares.

Proposals for resolutions must be submitted to the Sole Auditor at least 20 (twenty) days before the date of the meeting scheduled for the resolution;

k. establish the remuneration of the Sole Auditor and any allowance or payment to the directors;

l. pass resolutions on the acceptance of inheritances legacies and donations;

m. appoint special representatives for individual acts or categories of acts and determine their powers;

n. enter into annual or multi-annual agreements with national and international institutes of recognised cultural and scientific importance to implement annual activity programmes;

o. pass resolutions on amendments to the Statute and on all matters concerning it governed by law, by the Statute itself and not concerning the powers of the President.

p. the Board of Directors may establish committees in an advisory, non-binding capacity, in relation to various

aspects of the Foundation's life.

q. The Board of Directors approves the regulations for the functioning of the Scientific Committee and of the Advisory Boards.

The Board of Directors may delegate its powers to individual directors or to the Executive Committee, with the exception of those concerning property sales and the provision of guarantees.

Meetings of the Board of Directors may also be held with the participation of those entitled to attend in various places, via teleconference, videoconference and, in any case, with the aid of appropriate technology provided that this ensures all Participants:

- can identify each other;
- can view, receive and transmit all documents connected with or relating to the agenda, and can examine them simultaneously;
- can participate in the debate and have the right to vote.

Meetings and Board meetings held in this way will be considered to be held in the place where the President and secretary are located.

The minutes are taken by the President with the aid of a secretary.

**ART. 15**

**THE EXECUTIVE COMMITTEE**

The Executive Committee is made up of the President of the Foundation, the Vice President, the Chief Executive Officer, the Scientific Director and a member of the Board of Directors.

The provisions laid down for the Board of Directors apply to the resolutions and meetings of the Executive Committee.

The Executive Committee expires on the same date as the Board of Directors.

The Executive Committee:

- prepares the financial statements and drafts the reports, to be submitted to the Board of Directors for approval.

The financial statements, with the attached reports must be sent to the Sole Auditor at least 20 (twenty) days before the date fixed for the deliberation;

- determines the financial and legal treatment of managers and staff, with reference to collective employment contracts in force in the business and services sector;

- deliberates on expenses, contracts and agreements, on the appointments of collaborators and expert consultants, and on staff recruitment, within the limits of the number

approved by the Board of Directors, as well as anything else necessary for the running of the Foundation, in accordance with programmes and regulations approved by the Board of Directors;

- deliberates on matters delegated to it by the Board of Directors.

The Executive Committee may also hold its meetings via audio/videoconference, in accordance with the last paragraph of Art. 14.

#### **ART. 16**

##### **THE PRESIDENT OF THE BOARD OF DIRECTORS**

The President of the Foundation's Board of Directors is nominated for the first time in the Statute and subsequently by the Board itself, from amongst its members.

The President of the Board of Directors is the legal representative of the Foundation before third parties, in court and in administrative proceedings.

The President of the Foundation's Board of Directors:

- represents the Foundation;
- convenes and presides over the Board of Directors proposing the matters to be discussed at meetings;
- monitors the proper conduct of the Foundation's administration, ensuring compliance with the Statute and promoting its reform, where necessary;
- executes the resolutions of the Board and maintains relations with authorities;
- takes all appropriate measures and reports back to the Board as soon as possible.

In case of absence or impediment on the part of the President, their place will be taken by the Vice President or the oldest Board member by age, with the same powers as the former, without any reservation, or by the Board member expressly delegated by the Board for this purpose.

The Board will appoint its President and Vice President from its members every four years by a majority of 2/3 (two thirds).

Upon the proposal of the Scientific Director, the President appoints the Foundation's cultural figures of reference.

**The President can be re-elected three times consecutively, as can the Vice President and the Chief Executive Officer.**

#### **ART. 17**

##### **THE CHIEF EXECUTIVE OFFICER**

The Chief Executive Officer manages the Foundation's affairs and carries out the acts for which they have been delegated by the Board of Directors or the Management Committee.

The Chief Executive Officer ensures the execution of the resolutions passed, signs the necessary deeds and adopts all measures necessary to implement the Foundation's programmes and projects.

The Chief Executive Officer heads the Foundation's structure and administrative staff.

In particular, the Chief Executive Officer:

- oversees, with the widest management powers and within the limits of the mandate received, the implementation of both

multiannual and annual programmes that have been approved;

- reports to the Board of Directors on the current and previous year's programmes, and on the general performance of the Foundation and its prospects;

- is responsible for the financial and administrative management of programmes and projects for research, innovation and training, reporting back to the Executive Committee;

- draws up the Foundation's budget and balance sheet;

- with the advice of the Scientific Committee, and on the approval of the Executive Committee, they stipulate Framework Agreements with relevant universities and research and training centres;

- implementing the Scientific Committee's guidelines, they draw up preliminary and final financial plans, programmes and projects to be submitted for approval by the Board of Directors;

- on the advice of the Scientific Committee, they endorse participation in tender bids and propose plans, programmes and projects to potential financial backers for research grants and scholarships that fall within the Foundation's scope.

They are a member of the Board of Directors and the Executive Committee.

They are head of staff and manage and coordinate the Founda-

tion's offices.

**ART. 18**

**APPOINTMENT AND DURATION OF THE ROLE OF CHIEF EXECUTIVE OFFICER**

The Chief Executive Officer is proposed by the President and appointed by majority vote by the Board of Directors with the approval of the Scientific Committee.

Chief Executive Officer remains in their role for four years and can be re-elected.

**ART. 19**

**ASSISTANTS TO THE CHIEF EXECUTIVE OFFICER**

The Chief Executive Officer may be aided by one or more assistants in the performance of their duties. The cost of this must be indicated each year in the expenditure forecasts submitted to the Board of Directors for approval.

**ART. 20**

**THE SCIENTIFIC COMMITTEE**

The Scientific Committee is chaired by the Scientific Director and is made up of a maximum of eleven members, chosen by the Board of Directors amongst eminent figures in agronomy, the arts, economics, journalism, civil society, the world association of agronomists and its national branches and, in any case, from the Foundation's areas of activity.

The President and the Chief Executive Officer are ex officio members.



The term of office is four years and is renewable.

The Scientific Committee:

- assists the Board of Directors in preparing the Foundation's programme of activities by expressing its opinion on the Foundation's most important initiatives;

The term of office is four years and is renewable.

- proposes cultural, research and training initiatives, oversees cooperation with experts and with research and study centres, businesses and public and private institutions;

- carries out any other task entrusted to it by the Board of Directors;

- at the request of the Board of Directors, offers expert consultancy on the Foundation's programmes, providing advice and liaising between the Foundation's activities and the most important figures in the culture of sustainable development in the sectors in which the Foundation operates.

## **ART. 21**

### **THE SCIENTIFIC DIRECTOR**

The Scientific Director:

- is proposed by the President and nominated by the Board of Directors;

- heads and coordinates the Scientific Committee;

- **is responsible for any other activity needed for the operation of the Scientific Committee.**

**ART. 22**

**THE HONOURARY COMMITTEE**

The Honorary Committee is set up to highlight the Foundation's prestige and is made up of figures, including institutional figures, of great importance. Membership of the Honorary Committee is therefore an expression of institutional support from eminent figures.

**Membership is granted following a thorough appraisal and Members have a close relationship with the institutional tasks of the Foundation's staff.**

**Membership of the Honorary Committee is granted for life and does not entail any costs for members.**

**The appointment is the exclusive prerogative of the Foundation's President.**

**ART. 23**

**THE BOARD OF PARTICIPANTS**

The Board is convened and chaired by the President of the Foundation whenever they deem it appropriate and, in any case, at least once a year.

It is properly constituted regardless of the number of those present, who have one vote, irrespective of the amount and type of their contribution to the Foundation.

Upon the Proposal of the Foundation's President, the Board of Participants appoints one to three Board members to represent the Board of Participants.

The Board of Participants is a forum for discussion and analysis where all elements of the Foundation meet. In addition to all categories of participants in the Foundation, the Board of Participants includes representatives of national and international offices and/or delegations, as well as business observers, private or public legal entities, universities, agencies and national and international bodies who request the Foundation's offices in their country or the Foundation itself and are admitted.

At the request of the Foundation's President, the Board of Participants provides advisory opinions and proposals on the Foundation's activities, programmes and aims, both those already outlined and to be identified.

#### **ART. 24**

#### **ACCOUNTS**

The Foundation's financial year begins on 1st January and ends on 31st December each year.

Accounts must be approved within four months of the end of the financial year. Any residual income and surplus as well as benefits of any kind that may be received by the Foundation must be used, to the exclusion of any other destination, solely for institutional and directly related activities.

**ART. 25**

**AMENDMENTS TO THE STATUTE**

The Board of Directors will be responsible for amendments to The Statute, including any amendments or additions required by mandatory regulations, by a majority of two-thirds of the Members.

**ART. 26**

**AUDITORS**

By the wish of the Board of Directors or law, the Foundation's acts and accounts may be audited by a SOLE AUDITOR.

The SOLE AUDITOR holds office for three years and may be re-elected.

Their task is to control the Foundation's records, economic performance, accounts and the accuracy of the balance sheet, with a report to be attached to the records.

**ART. 27**

**PROHIBITION OF PROFIT DISTRIBUTION**

Given the nature of the Foundation, any form of distribution, even indirect, among the members of the Foundation's bodies, with the exception of the auditors, of remuneration provided for by custom and law, of profits, surpluses, funds, reserves, capital, residual assets and benefits of all kinds is explicitly forbidden, both during the life of the Foundation and during liquidation

and final distribution, in case of the event of dissolution, unless the allocation or distribution is imposed by law.

All roles within the Foundation, with the exception of the Auditor, are unpaid unless expenses are reimbursed.

**ART. 28**

**DISSOLUTION**

The Foundation shall be dissolved by the causes provided for by Article 27 of the Italian Civil Code.

In the event of dissolution, the Board of Directors shall appoint one or more liquidators, who shall settle all debts and proceed to the allocation of the remaining residual assets.

In the event of the Foundation's dissolution, all its assets will be donated exclusively to subjects that pursue the same aims, cultural ends and public usefulness after consulting the Supervisory Board in accordance with Article 3, paragraph 190, Law 662/1996 and, in any case, in compliance with any legal provisions and/or any measures of the authority in charge at the time of dissolution, if the above regulations have been amended in the meantime.

**ART. 29**

**REFERRAL REGULATIONS**

For all matters not provided for in this Statute, full

reference is made to legal provisions governing Foundations.

Signatories: ANDREA SISTI

" LORENA MORETTINI (WITNESS), SIMONETTA PURGATORIO (WITNESS)

" MARCO CARBONARI NOTARY