



STATUTE - ME.DIA.T.E.
Mediterranean DIAlogue Through Empowerment

Art.1

Constitution

1. The International Association called **ME.DIA.T.E. – Mediterranean DIAlogue Through Empowerment**, is constituted as a non-profit organisation of social utility (Onlus) based in Rome and hereinafter referred to as “Association”.
2. The Association:
 - a) Aims exclusively at the social promotion of solidarity;
 - b) Performs only the activities indicated in the following article and those directly connected;
 - c) Does not distribute profits and surplus of management or funds, reserves or capitals during its existence, even in an indirect way, with the only exception for the case in which their destination or distribution is imposed by law or done in favour of other not-profit organisations with social utility which, in conformity with the law, statute or regulations, are part of the very same and unitary structure;
 - d) Uses the profits or the surplus of management to realise its institutional activities and the ones directly deriving from them;
 - e) In case of dissolution for any cause, it will assign its patrimony, with the agreement of the controlling body, to other non-profit or public utility organisations, with the exception of different destinations imposed by law.
3. What is indicated in the previous paragraph will be in conformity with the limits and conditions established by the Italian legislative decree dated 4 December 1997, nr.460.
4. The Association does not have a time limit.
5. The Association is entitled to open operational offices in other places and countries, upon decision by the Board of Directors.

Art.2

Purposes and Activities

1. The Association's aim is the promotion of social justice and solidarity, social and cultural development, human rights and democratisation, peace, non discrimination and gender equality, decentralized cooperation in the Mediterranean countries, through the dialogue and the empowerment of civil society.
2. To reach these goals, the Association implements activities which aim at:
 - a) Promoting the dialogue and networking of civil society organisations in the Mediterranean countries through institutional capacity building, education, research and training;
 - b) Strengthening multicultural dialogue among the populations and the institutions in the Mediterranean countries, by sharing experiences, instruments and resources;
 - c) Facilitating participation, advocacy and lobbying towards the European and international institutions;
 - d) Promoting strategies for democracy and peace in the Mediterranean countries at a

- local, national and international level;
- e) Promoting strategies for the development and the cooperation in the Mediterranean region;
 - f) Facilitating the exchange of information, the access to technologies and to the means of communication;
 - g) Supporting processes of decentralized cooperation with the support of social activities promoted by civil society;
 - h) Promoting activities and intercultural exchanges among young people in the Mediterranean countries.

Art.3

Members

1. The Members of the Association are all the subscribers of the present statute, or those organizations who apply for membership and whose application is accepted by the Board of Directors upon proposal by the Executive Committee. The following organisations can apply for membership of the Association:
 - a) All the Non Governmental Organisations (NGOs) with registered headquarters in the Mediterranean countries;
 - b) All the Civil Society Platforms, Networks and other aggregations of NGOs with registered headquarters in the Mediterranean countries;
 - c) All the legally constituted and structured aggregations of civil society, with registered headquarters in the Mediterranean countries.

In order to become members of the Association, the organisation has to demonstrate that it is a non-profit entity, that it has no political party affiliation, that it is completely independent from governmental institutions and that it is coherent in its activities with the ends of the Association.

2. Precondition for membership is the acceptance without reserves of the Statute of the Association. The membership becomes effective after the decision by the Board of Directors.
3. All the members stop being part of the Association for one or more of the following reasons:
 - a) Voluntary dismissing;
 - b) Non-payment of the subscription for at least 2 years;
 - c) End of its activity;
 - d) Inappropriate conduct and behaviour which may damage the Association. In this case, there can be a legal plead to the referees' committee for a final judgement.

Art.4

Rights and duties of the Members

1. All the Members have the right to participate to the Mediterranean Conference.
2. The Members must respect the norms of this Statute, pay the subscription and contributions dues, in conformity with the amount established by the General Assembly and contribute to the realisation of the working plan to reach the Association's ends.

Art.5

Bodies

1. The bodies of the Association are:
 - a) The Mediterranean Conference;
 - b) The General Assembly;
 - c) The National Committees;
 - d) The Board of Directors;
 - e) The Executive Committee;

- f) The President;
- g) The Board of Auditors.

Art.6

Mediterranean Conference

1. The Mediterranean Conference is constituted by all the effective Members of the Association.
2. It meets, ordinarily, once every two years.
3. The meetings are convened by the President, who prepares the agenda indicating the items to discuss, at least 90 days before the scheduled day, by written communication to all Members.
4. The Mediterranean Conference has the following tasks:
 - a. To express the needs and experiences of the Members;
 - b. To discuss the general strategies and process a series of recommendations the General Assembly must address.

Art.7

General Assembly

1. The General Assembly is constituted by three delegates for each country, nominated by each National Committee.
2. It meets, ordinarily, once every year and, extraordinarily, every time the President deems it necessary.
3. The meetings are convened by the President, who prepares the agenda indicating the subjects to be discussed, at least 30 days before the scheduled day, by written communication to all the Members.
4. The convocation may also be requested by at least a third of the Members; in this case the President has to send the convocation within 30 days from the request reception, as established in paragraph 3, and the General Assembly must be held within 60 days from the convocation.
5. For the first convocation, the General Assembly is regularly constituted with the presence of half plus one of the delegates, present in person or by proxy conferred to another delegate Member from the same National Committee. For the second convocation, the General Assembly is regularly constituted whatever the number of delegates present in person or by proxy may be.
6. Every delegate may not have more than 2 proxies, which must be conferred in a written double copy, one to the Member that is holding the proxy and one to the President, and must be validated at the beginning of the General Assembly meeting.
7. The decisions taken by the General Assembly are adopted with simple majority of those present, with the exception of what is established in article 20.
8. The General Assembly has the following tasks:
 - a) To nominate the Trustees for the Board of Directors, based on the proposals of the National Committees;
 - b) To nominate the members of the Board of Auditors, based on the proposals of the Board of Directors;
 - c) To approve the programme of activities proposed by the Board of Directors;
 - d) To approve the estimated budget;
 - e) To approve the consolidated balance sheet;
 - f) To approve or refuse the requests of modification of the Statute as indicated in article 20;
 - g) To establish the amount of the subscription due and contributions to be paid by the Members;
 - h) To approve specific Internal Regulations in order to better manage the internal

- relationships, to be submitted to the Board of Directors;
- i) To ratify the decisions under the jurisdiction of the General Assembly, which might have been adopted for urgency matters by the Board of Directors;
 - j) To deliberate upon the dissolution of the Association.

Art.8

National Committees

1. The National Committees are composed by all the effective Members with registered headquarters in the same Mediterranean country.
2. The National Committees are organized and managed according to the Members' decision in each National Committee.
3. The National Committees have the following tasks:
 - a) To elect the National Delegates for the General Assembly, of which one is a Trustee in the Board of Trustees;
 - b) To promote the dialogue and the activities in the country;
 - c) To define the national working programmes;
 - d) To approve the plan of activities and the national financial management presented by the National Delegates;
 - e) To send, at regular intervals, a report about the ongoing activities to the Board of Directors.

Art.9

Board of Directors

1. The Board of Directors is appointed by the General Assembly and is composed of the National Delegates of the Mediterranean countries represented in the Association. It can co-opt other members as experts, who have the right to express a consultative opinion.
2. The Board of Directors meets at least once every six months. Meetings and consultations can take place also at a distance, through advanced technologies, such as Internet, videoconferences, or other means.
3. The meetings are convened by the President, who predisposes the agenda indicating the subjects to be discussed, at least 30 days before the established date, by written communication to all the members of the Board of Directors.
4. The convocation can also be requested by a third of the Trustees; in this case the President has to convene the Board, in conformity with the procedure foreseen in paragraph 3, within 20 days from the request and the meeting must be held within 30 days from the convocation.
5. For the first convocation the Board of Directors is regularly constituted by the presence of half plus one of the Trustees. For the second convocation, it is regularly constituted by the presence of at least a third of the Trustees.
6. The Board of Directors has the following tasks:
 - a) To elect the President;
 - b) To elect two vice-presidents;
 - c) To elect a Treasurer;
 - d) To appoint a Secretary, who can be external to the Board of Directors;
 - e) To elect two other members for the Executive Committee;
 - f) To establish the rules for the management of the Association;
 - g) To submit the annual estimated and consolidated balance to the approval of the General Assembly ;
 - h) To establish the work programme on the basis of the indications outlined in the general programme approved by the General Assembly; to promote and coordinate the foreseen activities;

- i) To accept or dismiss the applications of the aspiring Members;
- j) To ratify, in the first valid session, the measures of its own competence adopted by the President for reasons of necessity and urgency;
- k) To nominate the member of the Referees' Committee for which the Association is competent (as in article 14).

Art.10

Executive Committee

1. The Executive Committee is composed by:
 - a) the President
 - b) two Vice presidents
 - c) the Treasurer
 - d) the Secretary
 - e) two Counsellors.
2. The Executive Committee meets at least once every four months. Consultations or other activities through advanced technologies like Internet and video conferences or other similar means are recognised valid for the meetings.
3. The meetings are convened by the President, who predisposes the agenda indicating the subjects to be discussed, at least 30 days before the established date, by written communication.
4. The convocation can be also requested by a minimum of a third of the Executive Committee's members; in this case the President has to convene the meeting, in conformity with the procedure foreseen by the paragraph 3, within 10 days from the request and the meeting has to be held within 30 days from the convocation.
5. For the first convocation the Executive Committee is regularly constituted with the presence of half plus one of its members. For the second convocation the Executive Committee is regularly constituted with the presence of at least a third of its members.
6. The Executive Committee has the following tasks:
 - a) To assist the President in the management of the activities of the Association;
 - b) To draft the programmes to be presented to the Board of Directors;
 - c) To employ and dismiss the personnel;
 - d) To evaluate the new applications for membership and present them to the Board of Directors;
 - e) To maintain the connections with the National Committees;
 - f) To promote the debate and the participation among the Members.

Art.11

The President

1. The President legally represents the Association towards any third party and in Court; the President convenes and presides over the meetings of the General Assembly, the Board of Directors and the Executive Committee.
2. The President must leave the charge in conformity with the norms of the following article 15 and in case s/he does not act in conformity with articles 6 - paragraph 4, and 7 - paragraph 4.
3. In case of necessity and urgency, the President adopts the measures of competence of the Board of Directors and of the Executive Committee, submitting them to ratification during the first next meeting.
4. In case of absence, obstacles or termination of activity, the function of the President is performed by the eldest of the two vice-presidents. In case of permanent obstacle for the President, the Council of Administration is convened immediately by the Vice-President and must nominate another President. Until the new designation, all presidential tasks will be performed by the eldest Vice-President.

Art.12
The Secretary

1. The Secretary assists the President and has the following tasks:
 - a) To keep and update the register of the Members;
 - b) To manage the correspondence;
 - c) To be responsible for drafting and keeping the minutes of the meetings of the collective bodies;
 - d) In collaboration with the Treasurer, to prepare the draft of the estimated budget, to be submitted to the Board of Directors within the month of October, and of the closed balance, to be submitted to the Board of Directors within the month of March;
 - e) To collaborate with the Treasurer to keep the registers and the accounting of the Association and the related documents;
 - f) By assignment of the Treasurer, to provide for the collection of incomes and payment of the expenses, in conformity with the decisions of the Board of Directors;
 - g) To direct the personnel.

Art.13
Board of Auditors

1. The Board of Auditors is composed by 3 members and 2 substitutes elected by the General Assembly. The members elect their own president. Its members are invited to the meetings of the Board of Directors and of the Executive Committee.
2. The Board of Auditors exercises the powers and functions foreseen by the articles 2403 and following of the Italian Civil code.
3. It acts on its own initiative, on request of one of the bodies or on the basis of a written and signed report by one or more members.
4. The Board of Auditors reports annually to the General Assembly through a written report, to be signed and distributed to all the Members.

Art.14
Referees' Committee

1. Whatever future controversy related to the interpretation and execution of this Statute among the bodies, the bodies and Members or among Members may be, it has to be deferred to the final decision of a Referees' Committee, constituted by 3 Referees who judge "ex bono et aequo" without formality of procedure, with the exception of a possible debate, within 60 days from the nomination of the Referees.
2. Their decision has to be considered as an agreement reached directly between the parts involved.
3. Every part is competent to nominate one Referee, and together they must nominate the third Referee. If they do not reach an agreement, the President of the Court of Appeal of Rome will be competent. The President will be also responsible to nominate the Referee for the part that has not provided any.

Art.15
Duration of the offices

1. Every charge has the duration of 3 years and can be reconfirmed.
2. The substitutions and co-optations, carried out during the 3-year duration of the charge, expire after the same 3-year period.

Art.16

Economic Resources

1. The Association gets the economic resources necessary for its functioning and the carrying out of its activities from:
 - a) Subscription dues and contributions of the Members;
 - b) Contributions by individuals or private entities;
 - c) Contributions by States, Public Bodies and Institutions;
 - d) Contributions by International entities;
 - e) Donations and legacy by will;
 - f) Incomes deriving from conventions;
 - g) Incomes deriving from immobile or mobile goods received by the association for any reason.
2. The funds of the association are deposited in a bank designed by the Board of Trustees.
3. Every financial operation of more than 5000 euros is subject to the signature of two persons delegated by the Executive Committee. For amounts of less than 5000 euros, only one of the above mentioned people needs to sign.

Art.17

Subscription dues

1. The subscription dues, that have to be paid by the Members, are established by the General Assembly. They have to be paid every year. They may not be divided nor recovered in case of receding or loss of the quality of Member.
2. The Members who have not paid the subscription dues cannot participate to the meetings of the General Assembly nor take part in the activities of the Association. They are not electors and cannot undertake any Association charge.

Art.18

Balance and Accounts

1. Every year the Board of Directors must redact both the annual estimated and consolidated balances, which have to be submitted to the approval of the General Assembly, that adopts them with the majority of the votes.
2. The goods, contributions and donations received must be indicated in the closed balance sheet.
3. The balance sheet is referred to the solar year.
4. The Treasurer has the following tasks:
 - a) To supervise the correct administrative management of the Association;
 - b) To prepare and/or supervise the drafting of the yearly consolidated balance, the expense plan relative to the yearly programme and all the other administrative and financial documents to be submitted to the Executive Committee, the Board of Directors and/or the General Assembly.

Art. 19

Social Appointments

1. Any social appointment is free, except for possible reimbursement of expenses met by Members of the associative bodies who have provided sound justification.
2. For those activities which may require a prolonged engagement, with significant use of time, the Board of Directors may decide to assign a proportioned remuneration, besides the reimbursement of occurred expenses.
3. In the appointment of any charge, at all levels, special attention will be given to equal representation at geographical and gender levels.

Art.20

Modifications to the Statute

1. The proposals of modification to the statute may be presented to the General Assembly by one of the bodies or at least a fifth of the Members. The related deliberations are approved by the General Assembly with the favourable vote of the absolute majority of the Members.

Art.21

Norm of deferment

1. For all that is not disciplined in the present Statute, the related Italian legislative norms in force are applicable.