

European Fairy Tale Route Association TSO (Third Sector Organization)

Statute

Article 1 – Name, Location, and Duration

The Association named “**European Fairy Tale Route Association TSO**”, a third sector organization, has been formed.

Its social address is: Via Pasquinelli 6, Collodi, within the municipality of Pescia (PT) - Italy, at the National Carlo Collodi Foundation.

Changes in the address within the municipality do not constitute amendments to the Statute.

The Association may establish subsidiaries, branch offices, agencies, and representations.

The Association will last until 31/12/2050.

Article 2 – Geographical Areas of Reference

The countries that belong to the Council of Europe represent the Association’s geographical area of reference.

Areas around the Mediterranean Sea and in the Middle East associated with historically documented fairy tales may also be included. Such inclusions, scientifically justified, must be approved by the General Assembly, in accordance with the authorities of the countries involved.

Article 3 – Goals and Activities

The Association is non-profit-making.

Its social goals are:

1. to promote a fruitful relationship with European institutions (the Council of Europe and the European Union) and international organizations;
2. to collaborate closely with the European Institute of Cultural Routes in Luxembourg;
3. to promote dialogue and the exchange of good practices with other Cultural Routes located in Europe and around the Mediterranean Sea;
4. to carry out initiatives aimed at introducing protecting, promoting valorising, and coordinating the places associated with the authors and characters of European fairy tales, children’s literature, myth, folklore, and oral narrative;
5. to unite and coordinate European public and private bodies that operate in the places associated with the authors and characters of European fairy tales, children’s literature, myth, folklore, and oral narrative;
6. to organize and promote initiatives inspired to fairy tales, which aim to strengthen in European citizens - particularly in children and families - the knowledge of both their own culture and the knowledge of the culture of countries so as to enhance a shared European identity;

7. to support values often depicted in fairy tales, such as friendship, respect for others, respect for the environment and for animals;
8. to realize all the activities necessary to create both a virtual itinerary of the European Fairy Tale Route on the Internet and a tangible itinerary through the places involved in the Route, by means of tools distributed and made available to each partner;
9. to develop promotional activities for the places associated with European fairy tales, enhancing their cultural and touristic mission and favouring the sale of local products;
10. to establish, register, and manage the “European Fairy Tale Route” trademark.

Activities of general interest as a TSO:

- a) interventions that aim to protect and promote cultural heritage and landscape;
- b) organization and management of cultural, artistic or recreational activities of social interest, including other activities such as publishing activities, aimed at promoting and disseminating culture and volunteering practices;
- c) organization and management of tourist activities of social and cultural interest.

Secondary and instrumental activities with respect to the activities of general interest:

- a) creation, acquisition, and marketing of "European Fairy Tale Route" branded objects, including third-party assignments with royalties in favour of the Association;
- b) promotion and organization of events and activities, even paid ones, at the members' sites;
- c) agreements and arrangements with tour operators or similar entities for the sale of tourist packages;
- d) other activities addressed to visitors of the sites included in the European Fairy Tale Route that are instrumental and secondary to the main activities.

The Association may carry out any activities connected with or similar to those described above, as well as finalize all commercial, financial, movable, and immovable operations deemed necessary or useful for the achievement of its goals.

The Association may join other associations, institutions, and societies that carry out activities consistent with its social goals.

Finally, the Association may raise funds in order to finance its institutional activities, even by requesting bequests, donations or contributions from third parties without remuneration. This activity can also be exercised either through public solicitation, disinvestment of goods or provision of services of modest value.

Article 4 – Members

Members of the Association can be European public and private bodies operating in the places associated with the authors and characters of European fairy tales, children's literature, myth, folklore, and oral narrative. Bodies from other geographical areas (defined in Art. 2), may also become members.

The Association is primarily composed by those bodies that are able to offer a physical space for tourists, such as a library, a museum, a park, or a monument, inspired to European fairy

tales. Entities that carry out cultural activities related with the characters of European fairy tales may also join the Association as supporting members, even if they lack such dedicated physical space.

Membership categories are the following:

- **founding members**: all those who joined the Association before April 27, 2021;
- **ordinary members**: all those who joined the Association after April 27, 2021;
- **supporting members**: bodies, associations and individuals who, although they lack a physical space dedicated to European fairy tales, wish to participate in the Association's projects through a cultural, non-material, and/or financial contribution.

The General Assembly may also appoint - from among public and private entities - **honorary and meritorious members**, i.e. all those who, owing to their personality, their participation in the Association's initiatives, their financial contribution to the Association itself or the activities carried out in its favour, are known to have supported the Association's goals.

In order to become members, candidates must send a written request to the Executive Committee. The admission of new members is decided upon by the General Assembly.

Article 5 – Withdrawal and Exclusion

Withdrawal. In addition to the cases established by law, any member who is no longer able to support the social goals has the right to withdraw. Notice of withdrawal must be received by the Executive Committee by October 31 of the solar year that precedes the year of withdrawal.

Exclusion. Exclusion will be approved by the General Assembly for the member who:

- fails to observe the rules of the present Statute and the resolutions legally implemented by the Association's bodies;
- fails to make the entire payment of the membership fee for two years, subject to a written invitation of the President to the member, with the injunction to pay the membership fee within sixty days of notification thereof;
- carries out activities in competition with or against the Association's interests.

The resolution adopted for the exclusion will be notified to the member by registered letter with acknowledgement of receipt. The appeal against such exclusion, under penalty of forfeiture, must be notified to the Executive Committee no later than fifteen days after receipt thereof. The presentation of an appeal does not suspend the exclusion, and its possible acceptance does not give the right to compensation for damages.

Neither withdrawal nor exclusion shall entitle members to the reimbursement of paid fees.

Article 6 – Membership Fee

The Association's members are required to pay an annual membership fee. The membership fee is not requested from meritorious and honorary members, who can nevertheless make financial contributions.

The amount of the membership fee and the deadline for payment shall be established by the General Assembly, upon the proposal of the Executive Committee.

Article 7 – Volunteers

The Association, in carrying out its activities, may make use of the work of volunteers. Volunteers are those who, by free choice, carry out activities in favour of the Association or of the Association's projects, making their time and skills available, personally and for free, on a non-profit basis, not even indirectly.

Volunteers can be registered in a special Register of Volunteers.

Article 8 – Corporate Bodies

Bodies of the Association:

- the General Assembly;
- the President;
- the Executive Committee;
- the Scientific Committee;
- the Board of Auditors or the Sole Auditor.

All members of the corporate bodies, including the President, stay in office for three years from the date of their appointment and can be re-elected.

With regard to the election of the members of its corporate bodies, the Association is committed to ensure a geographical distribution and to respect the principle of gender equality.

Article 9 – General Assembly

The General Assembly is composed by the legal representatives of the founding members, ordinary members, and supporting members, or by their delegates.

Meritorious or honorary members and the European Institute of Cultural Routes are permanent guests of the General Assembly and do not have the right to vote. Those who, by satisfying the conditions set out in Article 4, agree to pay the annual membership fee, acquire the right to vote.

The General Assembly is convened by registered mail and/or fax and/or e-mail at least thirty days before the meeting. The invitation to the Assembly includes the place, date, and time of the first and second call, as well as the agenda.

The General Assembly rules on the following issues:

1. the Association's directions and general policies;
2. projects and promotional campaigns;
3. closing statement and budget statement;
4. designation and dismissal of the President, Vice-President and other members of the Executive Committee;
5. designation of the Board of Auditors or of the Sole Auditor;
6. determination of the amount of the membership fee;

7. exclusion of members;
8. amendments to the Statute;
9. designation of the Scientific Committee, composed by renowned scholars and professionals whose activities are consistent with the Association's goals;
10. approval of internal regulations;
11. admission, designation, and resignation of members.

The General Assembly is convened and meets at least once a year within four months from the end of the financial year. It meets at the request of the Executive Committee, or when a written request is made by at least one-fifth of the General Assembly, subject to the indication of the topics to be discussed. In this case, the Assembly must meet within thirty days of the request.

The General Assembly is chaired by the Association's President or, in his/her absence, by the Vice-President.

The General Assembly is validly constituted:

- on first call, when half plus one of the members having voting rights are attending;
- on second call, whatever the number of those attending.

In order for the resolutions of the General Assembly to be valid, the majority of the votes of the participating members are necessary, on both first and second call.

At the General Assembly, only the legal representative of each institution, or a member having the official mandate of the legal representative, are entitled to vote.

Each member has the right to one vote only and may be in possession of no more than two delegations of voting rights in addition to his/her own.

The resolution to amend the Statute, and to possibly dissolve the Association, both on first and second call, is adopted with the votes of at least two-thirds of the participating members.

In cases deemed appropriate by the Executive Committee (to be indicated in the notice of convocation), meetings may also take place via audio or video conference, provided that the following conditions, to be noted in the minutes, are met:

- a) that the Chairman of the meeting is allowed to verify the identity of the participants who are not personally present;
- b) that the minutes taker is allowed to adequately perceive the facts and acts carried out in the meeting;
- c) that all attendees are allowed to participate in the discussion and simultaneous voting on the items on the agenda, as well as to view, receive and transmit documents;

If such conditions are met, the meeting is deemed to be held in the place where the Chairman and the minutes taker are present together.

Participation in the General Assembly is free.

Art. 10 – Executive Committee

The Executive Committee is composed of seven members:

- the President;
- the Vice-President;
- the Treasurer;

- the Secretary;
- a member of the Scientific Committee;
- four members of the Association, chosen by the General Assembly from among the founding members, ordinary members, and supporting members. The legal representatives of the four members, or their delegates, participate in the Executive Committee's meetings.

The Executive Committee meets at least once a year and is convened on the initiative of the President, or when requested by at least three members. In this latter case, the President activates the call within thirty days of the request.

Meetings are convened by registered mail and/or fax and/or e-mail at least thirty days before the meeting, with an indication of the items on the agenda.

The Executive Committee is validly constituted when half plus one of the members are attending.

Resolutions are taken by an absolute majority of the votes cast by the participating members. In case of a tie, the President's vote prevails.

The Executive Committee is invested with the widest powers with regard to the management of the Association, except for the powers assigned to the General Assembly. If a member of the Executive Committee is absent, the General Assembly will replace him/her during the first useful General Assembly.

The President acts as the legal representative and has signing authority.

In case of absence, even justified, at more than three consecutive meetings, or in case of absence, even justified, at more than three meetings in a year, the member loses his/her position and is replaced during the first useful General Assembly.

In the cases deemed appropriate by the President, indicated in the notice of convocation, the meetings of the Executive Committee may also take place via audio or video conference, provided that the following conditions (to be noted in the minutes), are met:

- a) that the President is allowed to verify the identity of the participants who are not personally present;
- b) that the minutes taker is allowed to adequately perceive the facts and acts carried out in the meeting;
- c) that all attendees are allowed to participate in the discussion and simultaneous voting on the items on the agenda, as well as to view, receive and transmit documents.

If such conditions are met, the Executive Committee is deemed to be held in the place where the Chairman and the minutes taker are present together.

Participation in the General Assembly is free.

Article 11 – President and Vice-President

The President and Vice-President of the Association are also the President and Vice-President of the Executive Committee. They are elected by the General Assembly with the favourable vote of the majority of the participants.

The President represents the Association and is the guarantor of the achievement of the objectives and compliance with the statute; s/he calls and chairs the meetings of the General Assembly and the Executive Committee.

S/he implements, through the collaboration of his/her delegates, the management guidelines of the General Assembly and the Executive Committee. Furthermore, s/he can assign operational powers to the members of the Executive Committee.

The President proposes to the General Assembly the appointment of the Vice-President and of the members of the Executive Committee.

The Vice-President replaces the President, in all his/her powers, in the event of his/her prolonged absence or serious impediment.

The position of President and Vice-President is free.

Article 12 – The Scientific Committee

The Scientific Committee is composed of at least five renowned scholars and professionals whose activities are consistent with the aims of the Association. The members of the Scientific Committee are designated by the Executive Committee.

The Scientific Committee meets at least once a year and performs the following tasks:

- gives advice and suggestions to the Executive Committee;
- proposes projects relating to scientific research, publication and documentation and/or implements such projects on its own with the consent of the Executive Committee;
- delegates one of its members to the Executive Committee;
- adopts rules and procedures that must be subject to the Executive Committee's approval.

The meetings of the Scientific Committee can also take place via audio or video conference, under the same conditions indicated for the Executive Committee.

Article 13 – Administrative Tasks

The President, having consulted the Executive Committee, assigns and divides the activities relating to the achievement of the objectives of ordinary operation and strategic development, planned by the corporate bodies, among the Secretary, the members' structures, and those subjects deemed appropriate based on their curriculum and skills, through collaboration assignments and fixed-term or long-term hiring.

Article 14 – Treasurer

The Treasurer, identified in the manner indicated in Art. 13, is responsible for the proper financial management of the Association. S/he exercises accounting functions and collaborates with the responsible structure in the preparation of the annual budget statement and the closing statement; s/he is in charge of collecting the revenue earned by the Association and paying expenditures incurred by the same, pursuant to the provisions of the corporate bodies.

Article 15 – Financing and Assets

The Association's assets consist of moveable and immovable properties owned by the Association itself.

The revenue of the Association consists of:

- the annual fees paid by the members;
- any extraordinary fee approved by the General Assembly in relation to specific initiatives that require funds exceeding those of the ordinary budget;
- financial contributions from public bodies, such as the State, the Regions, and the EU;
- financial contributions from private bodies and associations and individuals;
- donations, grants or bequests from third parties or associates;
- any other income that contributes to increase the corporate assets.

Article 16 – Prohibition to distribute profits and gratuity of corporate positions

Consistent with the non-profit nature of the Association, the distribution, even indirectly, of profits and operating surpluses, funds and reserves, however denominated, in favour of associates, workers, collaborators, administrators and other members of the corporate bodies is prohibited, even on the occasion of individual withdrawal or termination of the associative relationship.

The following activities are considered indirect distribution of profits:

- the payment to administrators, statutory auditors and anyone holding corporate offices, of individual remuneration not proportionate to the activity carried out, the responsibilities assumed and the specific skills, or in any case, higher than that provided for with regards to entities operating in the same or similar sectors and conditions;
- the payment to subordinate or self-employed workers of wages or remunerations that are forty percent higher than those provided for, on the basis of the same qualifications, by collective bargaining agreements, except for proven necessities pertaining to the need to acquire specific skills for the purpose of carrying out activities of general interest;
- the purchase of goods or services for fees that, without valid economic reasons, exceed their normal value;
- the sale of goods and the provision of services, at more favourable conditions compared to those of the market, to members, associates or participants, to the founders, to components of the administrative and control bodies, to those who, in any capacity, work for the organization or are part of it, to subjects who make liberal donations in favour of the organization, to their relatives within the third degree and to their relatives within the second degree, as well as to companies directly or indirectly controlled by or connected with the same exclusively on the basis of their quality, unless such transfers or services do not constitute the object of the activity of general interest;
- the payment to subjects other than banks and authorized financial intermediaries, of interest expense, depending on loans of all kinds, four points higher than the annual reference rate.

Article 17 – Financial Year

The Association's financial year coincides with the calendar year.

Within one hundred and twenty days from the end of the financial year, the Executive Committee must submit to the General Assembly for approval a financial statement written in accordance with the law and consisting of the balance sheet and the profit and loss account, indicating the income earned and the expenses incurred by the Body; said balance sheet is accompanied by a report that illustrates the individual items, describes the economic and

managerial performance of the institution, the methods of pursuing the institutional purposes, as well as the secondary and instrumental nature of the activities other than the institutional ones; in this report, any comments or suggestions from the Board of Auditors are taken into account.

The financial statement thus formed, once approved by the Assembly, is deposited in the Single National Register of the Third Sector by the Executive Committee.

Article 18 – Board of Auditors or Sole Auditor

The Board of Auditors is comprised from one to three members appointed by the General Assembly. In case of a collective body, the Board chooses the president internally and exercises administrative and accounting control functions to make sure the association's resources are used correctly; it examines the budget and the closing statements, and draws up specific accompanying reports; if summoned, it participates at the meetings of the Executive Committee and the General Assembly.

Participation of each member in the Body of Auditors is free.

Article 19 – Extinction, Dissolution and Devolution of the Assets

In the event of extinction or dissolution, the residual assets are devolved to other Third Sector Entities identified by resolution of the Executive Committee with the assent of the competent Third Sector Registry Office.

Article 20 – General Instructions

The original Italian version of this statute is the sole version to have legal value. Any dispute deriving from or connected with this document shall be subject to the exclusive jurisdiction of the Court of Pistoia, under Italian law.

As for any other matter not provided for in this statute, the relevant laws in effect shall apply.