This is an unofficial courtesy translation into Italian of the English version of the Unhate Foundation ETS Statute. The Italian text will prevail in the event of any discrepancy with the English translation, or of any omissions therein.

# UNHATE FOUNDATION ETS BY-LAWS

# TITLE I GENERAL PROVISIONS

# Art. 1 - Establishment, Name and Applicable Regulations

The Foundation named "**UNHATE Foundation ETS**" (hereinafter referred to as the "Foundation") is established at the initiative of Dr. Alessandro BENETTON (hereinafter referred to as the "Founder"), pursuant to Article 14 and subsequent articles of the Civil Code, as well as Legislative Decree No. 117/2017, known as the "Third Sector Code" (hereinafter referred to as "CTS").

The Foundation must indicate in its acts, correspondence, and public communications the details of its registration in the National Single Register of the Third Sector pursuant to Article 45 of the CTS (hereinafter referred to as "RUNTS").

In addition to the provisions of this Statute, the Foundation is subject to the CTS provisions and, where not provided and if compatible, the rules of the Civil Code.

The Foundation cannot be subject to direction and coordination, or be controlled, even jointly, by the entities referred to in paragraph 2 of Article 4 of the CTS and, more generally, by any entity whose control over a Third Sector Entity is legally excluded or prohibited.

### Art. 2 - Registered Office

The Foundation has its registered office in the Municipality of Rome, at the address resulting from the RUNTS.

The transfer of the registered office within the same Municipality, not involving a statutory modification, is decided by the Board of Directors.

The Board of Directors can establish and/or suppress secondary offices, both in Italy and abroad, under any name.

# Art. 3 – Duration

The Foundation has an unlimited duration.

### Art. 4 - Purpose and Activities

The Foundation is not for profit and is exclusively aimed at pursuing civic, solidarity, and social utility purposes through the performance, exclusively or primarily, in the form of voluntary action or free provision of money, goods, or services, or mutuality or production or exchange of goods or services, of the general interest activities referred to in Article 5, paragraph 1, of the CTS, identified below.

In particular, the Foundation, inspired by the philanthropic thought and vision of the Founder, who considers **the fight against a climate of hate** ("**un-hate**") as the basis and driver of change and improvement of the living conditions of individuals and society as a whole, intends to operate to reduce distances and inequalities (economic, cultural, and social), to combat discrimination, disparities, and prejudices, including gender-based, creating connections and opportunities to enhance talents and reward merit, also in order to protect the country's cultural heritage as a precious legacy for young people.

These civic, solidarity, and social utility purposes are pursued through the following general interest activities, referred to in the aforementioned Article 5, paragraph 1, of the CTS:

- [letter d)] education, instruction, and vocational training, as well as cultural activities of social interest with an educational purpose;
- [letter f)] interventions for the protection and enhancement of cultural heritage;
- [letter g)] university and postgraduate education;

- [letter h)] scientific research of particular social interest;
- [letter **i**)] organization and management of cultural, artistic, or recreational activities of social interest, including activities, even editorial, to promote and disseminate the culture and practice of volunteering and general interest activities;
- [letter I)] extracurricular education aimed at preventing school dropout and ensuring academic and educational success, preventing bullying, and combating educational poverty;
- [letter u)] charity, remote support, free provision of food or products, or provision of money, goods, or services to support disadvantaged people or general interest activities;
- [letter v)] promotion of the culture of legality, peace among peoples, nonviolence, and non-armed defense;
- [letter **w**] promotion and protection of human, civil, social, and political rights and equal opportunities.

In particular, the Foundation may, also in collaboration with organizations, institutions, and entities, both public and private, promote, coordinate, and support initiatives, projects, programs, calls for tenders, internships, scholarships and/or job placements, awards, studies, research, etc., among others, in support of:

- access to education and the growth of young talents, to reduce the social gap and spread an inclusive culture, based on merit and excellence;
- improvement of structures, infrastructures, and services offered by schools, universities, and entities promoting and organizing sports activities;
- artistic expression and protection of "Made in Italy" and cultural heritage;
- theoretical, empirical, and applied study and research, analysis, and dissemination
  of results through conferences, seminars, workshops, on the topics of economy and
  social innovation, with particular regard to the change processes triggered and
  centered on reducing obstacles and distances by offering opportunities to
  deserving young people;
- awareness-raising activities and communication initiatives aimed at countering socio-economic exclusion phenomena.

Secondarily and instrumentally, the Foundation may carry out activities other than those of general interest previously identified, which constitute its main object, according to the criteria and limits prescribed by Article 6, first paragraph, of the CTS.

The Foundation may also carry out fundraising activities in compliance with the applicable regulations and in particular with the provisions of Article 7 of the CTS and related implementing decrees.

Within the legal limits, the Foundation may perform any act and conclude all real estate, movable, corporate, and financial transactions that are considered necessary and/or useful for achieving its institutional purposes and manage and administer the assets it owns, leases, or borrows.

## Art. 5 – Volunteers

In carrying out its activities, the Foundation can rely on volunteers, i.e., individuals who, by free choice, carry out their activities in favor of the Foundation, providing time and skills personally, spontaneously, and free of charge, without profit, even indirectly, and for exclusive solidarity purposes.

The status of a volunteer is incompatible with any form of employment, subordinate or autonomous, and with any other paid employment relationship, even from the beneficiary.

Volunteers can only be reimbursed for expenses actually incurred for the activity performed and duly documented, subject to the approval of the Board of Directors and within the limits established by the same, in accordance with the provisions of Article 17 of the CTS.

Non-occasional volunteers are registered in the appropriate Register.

Volunteers are insured against accidents and illnesses related to the activity, as well as for third-party liability.

# TITLE II TITLE II SUCCESSIVE FOUNDERS - INSTITUTIONAL SUPPORTERS AND ADHERENTS

## Art. 6 – Successive Founders

The Founder may appoint a Sole Successive Founder or, alternatively, multiple Successive Founders (who constitute the College of Successive Founders referred to in Art. 13 of this Statute), selecting them in advance among those who, responding to his invitation or with his prior approval, commit to being lifelong guarantors of the philanthropic vision outlined in the Foundation's constitutive act and in the previous Art. 4.

The appointment made by the Founder will be effective, in any case, from the moment his participation in the Foundation ceases for any reason.

From that moment:

- the authority to appoint Successive Founders, selecting them among individuals with the characteristics outlined above, will be held by the Sole Successive Founder or the College of Successive Founders;
- the Sole Successive Founder or, alternatively, the College of Successive Founders will assume all the prerogatives and powers attributed to the Founder by this Statute;
- the term "Founder" in this Statute will be replaced with "Sole Successive Founder" or, alternatively, "College of Successive Founders."

### Art. 7 - Institutional Supporters and Adherents

Institutional Supporters and Adherents acquire this status by resolution of the Board of Directors, with the favorable vote of the Chairman being necessary in any case.

Any natural or legal person who shares the purposes pursued by the Foundation and intends to contribute with pure liberality to their achievement, supporting its activities through a voluntary, even periodic, contribution of:

- economic-financial nature, intended for the endowment fund and/or the management fund (referred to in the following Art. 8);
- strategic-operational nature (structures, know-how, instrumental goods, personnel, etc.).

The admission application is submitted by the interested party to the Board of Directors, which decides within sixty days of its receipt.

The Board of Directors may also propose to the interested party admission to a different category from that requested in the application.

The status of Institutional Supporter and Adherent is lost due to:

- death for natural persons, dissolution, or extinction for legal entities;
- voluntary withdrawal, communicated to the Board of Directors;
- termination, for loss of admission requirements, or for breach of commitments made towards the Foundation after receiving a notice to comply, resolved by the Board of Directors;
- exclusion for serious reasons resolved by the Board of Directors.

Withdrawal, termination, and exclusion are immediately effective, without prejudice to the commitments made by the involved party, not yet fulfilled.

With specific regulations, the Board of Directors defines the specific requirements, acquisition and cessation procedures, as well as the rights and obligations of Institutional Supporters and Adherents and the appointment criteria of the Directors referred to in letter b) of Art. 14 of this Statute, the formation and functioning of the Adherents' Committee referred to in the following Art. 21.

# TITLE III ASSETS - FISCAL YEARS AND FINANCIAL STATEMENTS -BOOKS AND REGISTERS

### Art. 8 - Assets

The assets of the Foundation consist of the endowment fund and the management fund.

The initial assets of the Foundation consist of the resources provided by the Founder during its establishment.

The endowment fund, aimed at ensuring the stability of the Foundation in pursuit of its goals, is increased by:

- Additional contributions from the Founder and/or the Successor Founders;
- Testamentary dispositions, donations, gifts, grants, and contributions, by any name, specifically intended to increase the Foundation's endowment fund, including the liberal and voluntary donations from Institutional Supporters and Members;
- Profits, reserves, and other income that the Board of Directors must mandatorily allocate to increase the Foundation's endowment fund.

The management fund, intended to finance the current activities of the Foundation, consists of:

- Contributions, gifts, and grants from the Founder, Successor Founders, Institutional Supporters, Members, and third parties, not specifically intended to increase the Foundation's endowment fund;
- Contributions, gifts, or grants specifically intended or bound by the provider at the time of their provision to pursue a specific goal in line with those contemplated in this Statute;
- Income derived from the Foundation's assets;
- Revenues of any kind resulting from the Foundation's activities;
- Any surplus from management, by any name;

 Any other income achieved by the Foundation and not specifically allocated by the Board of Directors to increase its endowment fund, including assets acquired through the use of the aforementioned income.

The assets of the Foundation, including any revenues, incomes, proceeds, and entries, by any name, are used to carry out statutory activities, with the exclusive purpose of pursuing the described civic, solidarity, and social utility goals.

The Foundation is thus required to reinvest any profits or surplus from management into its general interest activities.

In any case, it is prohibited to distribute, even indirectly, profits or surpluses from management, as well as funds and reserves, by any name, to the Founder, Successor Founders, Institutional Supporters, Members, workers, collaborators, Directors, and other components of the Foundation's bodies, even in the case of an individual dissolution of the relationship with the same.

The assets are managed according to principles of responsible, sound, and prudent management, to more effectively achieve the goals and ensure the stability and certainty of continuing activities over time.

If legal conditions are met, with a resolution of the Board of Directors, after hearing the Supervisory Body, one or more funds may be created for a specific purpose, according to art. 2447-bis and following of the Civil Code.

# Art. 9 - Fiscal Year and Financial Statements

The Foundation organizes its activities based on annual fiscal years, starting on January 1 and ending on December 31 each year.

For each fiscal year, a final financial statement is drawn up, and a social report where mandatory by law or by the will of the Board of Directors, to be deposited in the RUNTS within the terms provided by the CTS.

The draft final financial statement and possibly the social report are prepared by the Executive Committee, if established.

In preparing the financial statements and executing related publicity obligations, including those referring to income achieved and/or fees paid and any fundraisers carried out, the current regulations will be respected over time, and sector guidelines will be followed, according to principles of truth, transparency, fairness, and completeness in information and communications.

# Art. 10 - Books and Registers of the Foundation

The Foundation must prepare and keep updated, in addition to those required by the applicable legislation based on the activities carried out, the following Books and Registers, which are kept at the legal headquarters or another place established by the Board of Directors:

- The Book of determinations of the Founder (later, if appointed, the Sole Successor Founder);
- The Book of meetings and resolutions of the College of Successor Founders, if established;
- The Book of meetings and resolutions of the Board of Directors;
- The Book of meetings and resolutions of the Executive Committee, if established;
- The Book of meetings and resolutions of the Supervisory Body;
- The Register of non-occasional Volunteers;
- The Book of meetings and resolutions of the Committee of Members, if established.

# TITLE IV ORGANIZATION AND ADMINISTRATION

## Art. 11 - Bodies of the Foundation

The bodies of the Foundation are:

- The Founder and, after him, the Sole Successor Founder or, alternatively, the College of Successor Founders, if established;
- The Board of Directors;
- The Chairman of the Board of Directors (shortened to " Chairman ") and the Deputy Chairman, if appointed;
- The Executive Committee, if established;
- The Secretary General, if appointed;
- The Scientific Committee, if established;
- The Supervisory Body;
- The statutory auditor, if appointed;
- The Committee of Adherent Members, if established.

The members of the bodies must be chosen among persons with full civil capacity, of impeccable morality, and unquestionable integrity. They cannot hold positions in the bodies of the Foundation if they are in one of the ineligibility or forfeiture conditions provided by art. 2382 of the civil code or have been convicted by a final sentence, subject to the effects of rehabilitation.

### Art. 12 - Common Provisions

In each of the meetings of the collegial bodies of the Foundation, remote participation is allowed through the use of audio or audio-video connection systems, provided that the collegial method and principles of good faith and equal treatment are respected.

In this case, it must be ensured that:

• The person presiding over the meeting can ascertain the identity and legitimacy of the participants, regulate its conduct, record and proclaim the voting results;

- The person taking the minutes, who can be in a different location than the one presiding over the meeting, can adequately perceive the events subject to recording;
- All participants can participate in real-time in the discussion and simultaneous voting, with the possibility of receiving and transmitting documentation, always in real-time.

# Art. 13 - The Founder and the College of Successor Founders

The Founder, for life unless he resigns, is **Dr. Alessandro BENETTON**. The Founder is responsible for:

- Granting the status of Successor Founder, in accordance with the previous art. 6;
- Appointing and removing the members of the Board of Directors, except for those possibly appointed by Institutional Supporters;
- Appointing the Supervisory Body, which can be removed for just cause;
- Appointing the statutory auditor or the auditing firm, if required by law or chosen, if the statutory audit of accounts is not entrusted to the Supervisory Body;
- Possibly appointing and removing the Secretary General;
- Possibly appointing and removing members of the Scientific Committee;
- Amending the Statute, deciding on the transformation, merger, demerger, and dissolution of the Foundation.

Upon the absence of the Founder, all his powers will belong to the Sole Successor Founder or, alternatively, to the College of Successor Founders.

The College of Successor Founders:

- Appoints a Chairman from among its members, who serves for five terms;
- Coopts to maintain its functions.

The College of Successor Founders meets whenever deemed appropriate by the Chairman or at the request of the majority of its members, with a notice of meeting containing the topics to be discussed, the date and time set for the meeting, to be sent via email at least five days before, reduced to two in urgent cases. The College of Successor Founders is validly constituted with the presence of the majority of its members and validly deliberates by majority vote.

In case of a tie, the Chairman's vote prevails for decisions on:

- Amendment of the Statute;
- Transformation, merger, demerger, and dissolution of the Foundation, the presence and favorable vote of three-quarters of the members of the College of Successor Founders are required.

### Art. 14 - The Board of Directors

The Foundation is managed by a Board of Directors composed of 5 (five) to 9 (nine) Directors, as determined by the Founder, who is an ex officio member and presides over it at the time of appointment.

# The Founder is also responsible for determining the term of the Board of Directors, within the limit of three terms. Directors can be reappointed or re-elected.

The Board of Directors is composed of:

- a) The Chairman;
- b) Directors each designated by the Institutional Supporters according to the appointment mechanism provided by the regulation, always subject to the Founder's approval;
- c) Other Directors designated by the Founder up to the number of members set by the Founder at the time of the Board's appointment.

If during the term a Director is removed due to revocation, forfeiture, or resignation, they are replaced by a new Director, appointed or elected according to the provisions of this article, and thus indicated by the same entity that designated the removed Director. The newly appointed or elected Director remains in office for the remaining period of the term of the other Directors.

The Directors mentioned in letter b) can be removed for just cause by the Institutional Supporter who designated them.

The Directors mentioned in letter c) can be removed for just cause by the Founder.

The Board of Directors, in the case of identifying a new Institutional Supporter, with the express consent of the Founder, can be integrated during the term with the member designated by this entity according to this article.

The newly appointed Directors will remain in office for the remaining period of the term of the other Directors.

The Board of Directors has all powers related to the administration of the Foundation's assets and income, strategic direction, ordinary and extraordinary management of the Foundation, and organization of its activities aimed at achieving the previously identified goals.

The Board of Directors, in addition to what is provided in this Statute and the CTS, has the power to:

- Annually establish the general plan of the Foundation's activities proposed by the Chairman together with the Executive Committee, if established, and/or the Secretary General, if appointed;
- If deemed appropriate, appoint an Executive Committee from within its members;
- Prepare, if the Executive Committee is not established, and approve the final financial statement and the social report;
- Adopt the Foundation's Operating Model and/or its regulations..

The Board of Directors meets at least twice a year to approve the final financial statement and the social report, if prepared, and to approve the general plan of the Foundation's activities.

It also meets whenever the Chairman deems it appropriate or necessary, or at the request of at least one-third of the serving Directors.

The call is made by the Chairman through a notice containing the agenda, time, place, and mode of participation, to be sent to the Directors and the Supervisory Body with systems that ensure its receipt at least seven days before the date set for the meeting, which can be reduced to three in case of urgency.

The meetings of the Board and its resolutions are valid, even without formal notice, when all serving Directors and the Supervisory Body are present. The meetings of the Board of Directors are chaired by the Chairman or, in case of his absence or impediment, by the Deputy Chairman, if appointed. In case of absence or impediment of both, or the Chairman alone if the Deputy Chairman is not appointed, the meetings of the Board of Directors are chaired by the oldest Director.

For the validity of the Board of Directors' resolutions, the presence of the majority of serving Directors is required.

The resolutions are validly adopted by a majority of those present.

In the case of a tie, the vote cast exclusively by the Chairman prevails, not by those exercising his functions.

A specific minute of the Board's meetings is drawn up, signed by the person who chaired the meeting and the Secretary General, if appointed, or the person appointed, and transcribed in the appropriate Book.

# Art. 15 - The Chairman and the Deputy Chairman

The Chairman is the Founder and, after him, the Sole Successor Founder or, alternatively, the Chairman of the College of Successor Founders according to the previous art. 13.

The Chairman represents the Foundation, both towards third parties and in court, and is responsible for implementing the resolutions of the Board of Directors.

The Chairman convenes and presides over the Board of Directors and exercises the powers attributed to him by this Statute, as well as those that the Board of Directors may grant him generally or from time to time. The Chairman has the power to grant special powers of attorney for specific acts and to appoint lawyers and litigators.

In case of his absence or impediment, the functions of the Chairman are exercised:

- If appointed, by the Deputy Chairman. The Deputy Chairman is chosen by the Chairman from among the members of the Board of Directors and replaces him in his functions in case of his inability. The action of the Deputy Chairman constitutes, for third parties, proof of the Chairman's impediment;
- Otherwise, by the member of the Board of Directors delegated by the Chairman himself.

### Art. 16 - The Executive Committee

The Board of Directors may establish an Executive Committee within itself to delegate part of its competencies, excluding in any case those that cannot be delegated by law.

The determination of the number of members of the Executive Committee is left to the Board of Directors.

The position of member of the Executive Committee requires the approval of the Chairman of the Board of Directors.

If established, the Executive Committee periodically reports to the Board of Directors and the Supervisory Body on the general progress of the Foundation and its projects and/or activities.

The Executive Committee is regulated, where applicable and with necessary adjustments, by the operating rules provided in the previous art. 14 for the Board of Directors.

### Art. 17 - The Secretary General

To implement the resolutions adopted by the Board of Directors, for the duration of each mandate, the Founder may appoint a Secretary General, choosing from individuals external to the Board itself, who have gained experience and technicalmanagement competence in the Foundation's areas of intervention.

The Secretary General, if appointed, oversees all offices and services of the Foundation, including those of an economic-financial nature, ensures coordination between the Board of Directors and other institutional bodies, performs every necessary act consequent to the resolutions adopted by the Board, which is in any case responsible for overseeing the execution of management activities.

The Secretary General drafts and signs the minutes of the meetings of the collegial bodies of the Foundation and maintains the Books and Registers, except for the minutes and the Book of the Supervisory Body, signs the correspondence, and every executive act of the Board of Directors' resolutions.

## Art. 18 - The Scientific Committee

The Scientific Committee, if established, is an advisory body of the Foundation composed of a variable number of members, from five to twelve, chosen by the Founder, **who is also responsible for determining the duration of the term within the limit of three terms**, among those who represent excellence in their field of interest and intervention.

The Scientific Committee, by connecting different experiences and skills, supports the Board of Directors in defining possible new medium-long term action strategies and innovative communication forms.

The Scientific Committee intervenes on any issue or evaluation for which the Board of Directors expressly requests its opinion.

#### The members of the Scientific Committee can be confirmed.

### Art. 19 - The Supervisory Body

The Supervisory Body is formed, as established by the Founder at the time of appointment, by a single Controller or by a College of three members. In the latter case, the College itself elects one of them as Chairman by majority vote. At least one of the members of the Supervisory Body, or the single Controller in the case of a monocratic body, must be chosen from those registered in the Register of Legal Auditors, or in the Bar Association, or in the Order of Chartered Accountants and Accounting Experts, or in the Order of Labor Consultants, or must have the qualification of a tenured university professor in economic or legal subjects.

The Supervisory Body serves for three terms and ends with the approval of the financial statements for the third term of its office. The members of the Supervisory Body are re-eligible.

The Supervisory Body:

- Monitors compliance with applicable legislation and this Statute;
- Monitors compliance with principles of proper administration;
- Monitors compliance with the provisions of Legislative Decree 8 June 2001, n. 231, where applicable;
- Monitors the adequacy of the organizational, administrative, and accounting structure and its effective functioning;
- Monitors compliance with the civic, solidarity, and social utility purposes, with particular regard to the rules of articles 5, 6, 7, and 8 of the CTS;
- Certifies that the social report, if prepared, has been drafted in compliance with ministerial guidelines;
- Can at any time carry out inspections and checks, also requesting information from the administrators on the progress of operations or specific matters.

If the Founder entrusts the Supervisory Body with the statutory audit of the accounts, all members of the College, or the sole member in the case of a monocratic body, must be registered in the Register of Legal Auditors.

The Supervisory Body is convened by its Chairman whenever he deems it appropriate, or upon request by one of the College members.

The notice of meeting, indicating the agenda, place, date, and time set for the meeting, must be sent to the members of the Supervisory Body using means that ensure receipt at least 5 (five) days before the meeting. In urgent cases, this term is reduced to 48 (forty-eight) hours.

The operation of the Supervisory Body is governed, as far as compatible, by the provisions of this Statute regarding the Board of Directors, including remote meetings, as well as the provisions of articles 2397 and following of the Civil Code.

The Supervisory Body is validly constituted if at least half of its members are present and is in any case validly constituted, even in the absence of the aforementioned formalities, if all members are present. The meetings are chaired by the Chairman or, in case of his absence or impediment, by the oldest member of the College.

Decisions are made with the favorable vote of the majority of its members. Proxy voting and correspondence voting are not allowed.

The Supervisory Body keeps, at its own care, a book of its meetings and resolutions.

## Articolo 20 - Statutory Audit of Accounts

If the requirements of art. 31 of the CTS are met, or at the Founder's will, if this function is not attributed to the Supervisory Body, the statutory audit will be entrusted to a statutory auditor or an auditing firm registered in the appropriate register.

The duration of the appointment is established at the time of appointment, as is the related fee.

The appointment can be confirmed over time to the same statutory auditor or auditing firm.

### Articolo 21 – The Adherent Members Committee

The Member entities, identified according to the previous art. 7, who intend to contribute to the Foundation's activities with propositional and advisory functions for the Board of Directors, constitute the Committee of Adherent Members. The Committee of Adherent Members proposes project ideas to the Board of Directors, provides non-binding opinions on topics submitted to it, and participates in the evaluation of the results achieved through the initiatives carried out by the Foundation.

The Committee of Adherent Members is convened whenever the Board of Directors or the Chairman deems it appropriate, or upon request of at least one-third of its members.

For the call, reference is made to the specific regulation adopted by the Foundation.

The resolutions of the Committee of Adherent Members are adopted by a majority of those present.

# **TITLE V** STATUTORY AMENDMENT – DISSOLUTION – ASSET ALLOCATION

## Articolo 22 - Amendment of the Statute

The Statute of the Foundation may be amended by the Founder, also upon the proposal of the Board of Directors.

### Articolo 23 - Dissolution and Asset Allocation

The Foundation, established without a time limit, may be dissolved by resolution of the Founder if its purpose becomes impossible, or if the assets are insufficient, and generally, when the causes for dissolution provided by the applicable legislation occur.

In the event of dissolution, for any reason, the residual assets will be allocated – according to the indications of the Founder or, where not expressed, those of the Board of Directors, after a positive opinion from the RUNTS Office and subject to a different destination imposed by law – to other Third Sector Entities with similar purposes. If none, the residual assets of the Foundation will be allocated according to the provisions in force at the time of their allocation.

To carry out the liquidation activities, the Board of Directors appoints a Liquidator, even chosen among its current members.

# TITLE VI REGULATIONS - FINAL PROVISIONS

## Articolo 24 - The Operational Model and Regulations

To regulate the organization, define operational structures, and adopt the necessary provisions for effective functioning, the Foundation may adopt an Operational Model and/or one or more internal regulations, besides the one identified in the previous art. 7, all prepared and approved by the Board of Directors, consistent and compatible with this Statute, the applicable legislation, the pursued purposes, and the general interest activities carried out.

## Articolo 25 - Final Provisions

For all matters not expressly provided for in this Statute, the provisions of the CTS and its implementing Decrees, and, where compatible, the Civil Code shall apply.

### **Transitional Provisions**

To allow the Foundation to start its activities and while awaiting the formation of the administrative body as established in the previous art. 14, the first Board of Directors is entirely appointed by the Founder at the time of the Foundation's establishment. The designated Directors remain in office until the approval of the final financial statement for the first term.

Pursuant to the previous articles 16 and 17, the possible establishment of the Executive Committee and/or appointment of the Secretary General will have the same duration