



## Statute of the Italian Chamber of Commerce in New Zealand Incorporated®

### 1. Denomination and premises

- 1.1. A free, elective association has been constituted for the purpose of contributing to the development of commercial relations with Italy, and has been named the Italian Chamber of Commerce in New Zealand.
- 1.2. The Italian Chamber of Commerce in New Zealand is constituted as a non-profit organisation in accordance with New Zealand law, and with reference to the Italian law of the 1st of July 1970, n.518.
- 1.3. The Chamber may create representatives and delegations of the Chamber in New Zealand.
- 1.4. The premises of the Chamber are determined by the Council.
- 1.5. The Council has the power to appoint representatives and delegations of the Chamber both in its country and in Italy.
- 1.6. The Chamber is affiliated to the Association of Italian Chambers of Commerce abroad (Associazione delle Camere di Commercio Italiane all'estero).

### 2. Objectives

- 2.1. The Chamber's main aim is developing activity in aid of commercial exchange with Italy, of assisting enterprises and furthermore of supporting the development of economic relations and collaboration between entrepreneurs of the two countries.

- 2.2. The Chamber supports connection and collaboration with the Italian institutional system, with the Chamber's network, with enterprise-related associations, with export unions, and furthermore with any other interested party, be it public or private, and also with regard to the completion of common projects and initiatives.
- 2.3. The Chamber promotes the sharing of information on economic issues, favourable to collaboration between enterprises and to develop business and trade opportunities.
- 2.4. The Chamber's objectives are to:
  - 2.4.1. develop contacts between organisations, companies, associations, enterprises and economic and financial circles of the two countries, to the purpose of facilitating relations in economic and commercial fields;
  - 2.4.2. initiate communication and the sharing of information and knowledge by means of: journals, bulletins, economic newsletters, reports, catalogues, indexes, inventories, conventions and seminars, media advertisements, web-sites, etc.;
  - 2.4.3. create a service welcoming and supplying aid to Italian entrepreneurs arriving in the country to set up businesses, and to New Zealand entrepreneurs considering business activities in Italy;
  - 2.4.4. create an initiative of assistance and consultation for enterprises, to favour the development of economic and commercial activity;
  - 2.4.5. work towards achieving and publicising opportunities for trans-national co-operation between enterprises, and for overseas investment for Italian enterprises, and for investment opportunities in Italy for overseas enterprises;
  - 2.4.6. carry out workshops and platforms to promote economic culture including the organisation of Italian language courses;
  - 2.4.7. furnish specific assistance to economic endeavours;
  - 2.4.8. develop any other useful initiatives towards achievement of the desired ends.
- 2.5. The Chamber cannot engage in commercial activity with the intent of financial gain.

appeal to the Council by sending a written statement to the President of the Chamber within 30 days of this notification.

### **3. Members**

- 3.1. Businesses, corporations, institutes and Italian or New Zealand societies operating within the two countries are eligible to become members of the Chamber, as well as people in business, who are in full possession of their civil rights and operate in the fields of agriculture, commerce, services, an industry, an art or a liberal profession.
- 3.2. Persons, businesses, companies, institutes and societies of other nationalities are also eligible to become members, provided they satisfy the above-mentioned conditions.
- 3.3. The membership application form must be lodged with the Chamber.
- 3.4. Membership of the Chamber is on an annual basis, and is renewed each year unless withdrawn by registered mail.
- 3.5. Financial members of the Chamber have the right to speak and vote.
- 3.6. Members are entitled to formulate proposals, which must be addressed to the President to appear on the agenda for a meeting of the Assembly or the Council.

### **4. Termination of membership**

- 4.1. Those who have serious criminal convictions or have through whatever means lost their civil rights cannot belong to the Chamber or occupy any position in the Chamber.
- 4.2. A member who comes in these conditions shall be automatically expelled.
- 4.3. On the basis of the deliberations of the Council, members may be expelled if found undeserving of participation in the Chamber. The member must be notified of this via registered mail, and may

- 4.4. Any member undergoing bankruptcy proceedings will be expelled from the Chamber.

### **5. Membership fees**

- 5.1. Membership fees are set each year by the Council, and must be paid within 30 days of becoming due.
- 5.2. If payment of fees is not made within 30 days of becoming due membership shall be terminated.
- 5.3. The financial year and annual term of membership commences on the 1st of January and terminates on the 31st of December.

### **6. Components of the chamber**

- 6.1. The components of the Chamber are:
  - 6.1.1. the Assembly of Members
  - 6.1.2. the Council
  - 6.1.3. the President
  - 6.1.4. the Auditor
  - 6.1.5. the Treasurer
  - 6.1.6. the Secretary General
- 6.2. Positions are unpaid with the exception of the Secretary General and the Auditor. The Council will be renewed each year by one third according to seniority.
- 6.3. The Italian Ambassador to New Zealand is by right the Honorary President of the Chamber and has the right to take part in the General Assembly and the sessions of the Council, without the right of vote.
- 6.4. The Head of the Italian Diplomatic Body in New Zealand, the Commercial Attachè, the Italian Consul and the Representative of the ICE Office, if present, are invited to attend Council meetings

and general assemblies.

## 7. The Assembly

- 7.1. The Assembly of members convenes at least once a year. It may, however, convene on any occasion which is deemed necessary.
- 7.2. It shall be convened by the President, or by the Vice-President acting in his or her place.
- 7.3. The President may convene the Assembly at any time he or she deems relevant.
- 7.4. Should the Council decide to convene the Assembly, or a request to convene the Assembly be made by a body comprising at least one third of the members, the President is obliged to do so within 14 days.
- 7.5. Notice of meetings must contain the agenda, the date, the place and the time of commencement, and must be dispatched to the members at least twenty (20) days prior to the date of the Assembly.
- 7.6. The Assembly:
  - 7.6.1. discusses and approves the annual appointments of the Presidency and Auditors;
  - 7.6.2. discusses and approves the annual financial report;
  - 7.6.3. discusses and approves the annual budget;
  - 7.6.4. elects, from eligible members, the members of the Council, and decides upon their number, which is to be between 5 and 11.
  - 7.6.5. discusses and deliberates upon propositions raised by the Council and by members;
  - 7.6.6. discusses and deliberates upon additions of modifications to the Statute;
  - 7.6.7. decides upon the dissolution of the Chamber.
- 7.7. The General Assembly is presided over by the President of the Chamber.

7.8. The Assembly is always valid:

- 7.8.1. if notification of the meeting is dispatched to members at least 20 days beforehand indicating the date, location, time and agenda for the assembly;
  - 7.8.2. if at the appointed hour at least half of the members are present. Should this condition not apply, the Assembly shall reconvene thirty minutes later, whatever the number of members present.
- 7.9. Deliberations of the Assembly are passed by the majority of the votes of those present. In cases of even voting, the motion shall be resubmitted for voting. The chairperson does not have a second or deciding vote.
- 7.10. With regard proposed modifications to the Statute, decisions are valid if approved by a 75% (seventy five percent) majority of the members.
- 7.11. Any member may choose to be represented in absentia at the Assembly by appointing another member as their proxy. Written notification of this decision must reach the Chamber at least one day in advance.
- 7.12. The deliberations of the Assembly must be recorded signed by the President and the Secretary General.

## 8. Members of the Council

- 8.1. Members of the Council elect, at the first meeting, from amongst themselves, the President, the Vice-President and the Treasurer.
- 8.2. The President represents the Chamber and may delegate specific actions and authorities to the Vice-President.
- 8.3. The Council exercises all powers not specifically reserved for the Assembly, oversees the administration of the Chamber and all affairs necessary to its operation.

- 8.4. The Council appoints the Secretary General as outlined in art. 14
- 8.5. The Council presents the annual budget and the annual financial report to the General Assembly.
- 8.6. Should seats on the Council be vacated, the Council will undertake to instate a replacement, until the next General Assembly.
- 8.7. The Council deliberates, in the sitting following the presentation of an application, on the acceptance and admission of new members, on the expulsion or re-admittance of members, informing any interested parties of the reasoning underlying these decisions.

## 9. Deliberations of the Council

- 9.1. The Council deliberates upon the subjects specified in the agenda.
- 9.2. Deliberations of the Council are valid provided that:
  - 9.2.1. notice of the meeting has been dispatched to the addresses ( postal, email, fax, PO Box) provided by each Council member at least 10 days beforehand, including the date, location, time and agenda;
  - 9.2.2. at least 5 (five) Council members are present.
- 9.3. Deliberations of the Council are passed by a majority of the votes of those present. In cases of even voting, the President shall cast the deciding vote.
- 9.4. Upon the request of one or more Council members, deliberations may be passed by secret ballot.
- 9.5. A Council member who, without leave, fails to take part in three sittings of the Council may be expelled from the Council and be substituted.
- 9.6. The minutes of the Council must be preserved, approved at the commencement of each sitting by the members of the Council, and kept on the premises of the Chamber.

- 9.7. The Council undertakes, within 30 days of the AGM, to send to the Ministry of Foreign Trade, via the Italian Embassy, and directly to the Association of the Italian Chambers of Commerce, based abroad:
  - 9.7.1. the minutes;
  - 9.7.2. the President's report;
  - 9.7.3. a copy of the budget and annual financial report, accompanied by the report of the Auditors
  - 9.7.4. an updated list of the association's current members;
  - 9.7.5. a list of the current officers of the Chamber's.

## 10. The President

- 10.1. The President must be selected from amongst the Council members currently in office. He or she represents the Chamber, directing and presiding over the activities of the Assembly and of the Council.
- 10.2. Upon a justifiable written request from a member of the Council, the President is obliged to convene the Council within 15 days.
- 10.3. The President may commandeer the assistance of Council members, and may entrust to one or more of them specific matters, tasks and research.
- 10.4. Has the authority to sign administrative documents on behalf of the Chambers and will use it in conjunction with the Secretary General's signature.

## 11. The Vice-President

- 11.1. The Vice-President assumes all the attributes of the President should the President be absent or unable to preside.
- 11.2. If the President and the Vice-President are absent or unable to preside, a member of the Council present shall preside.

## 12. The Auditors

- 12.1. The Auditors have the duty of examining the books of the society, and ensuring the responsible management of the Chamber. They are nominated by the Annual General Assembly and can not be part of the same.
- 12.2. They must inform the Assembly, through a written report, of the results of their activity.

## 13. The Treasurer

- 13.1. The Treasurer controls the Chamber's funds.
- 13.2. The Chamber's funds, with the exception of an amount set by the President to be held ready for normal expenditure, are transferred to bank accounts.
- 13.3. The Treasurer dispenses the funds of the Chamber. Cheques must be signed by the President or Vice-President, or their appointee, and the Treasurer.
- 13.4. The President may authorise the Treasurer to autonomously dispense of the liquid funds according to criteria indicated by the President.

## 14. The Secretary General

- 14.1. The administrative direction of the Chamber is entrusted to the Secretary General, who is nominated by the members of the Council.
- 14.2. The Secretary General, when nominated, is an employee of the Chamber.
- 14.3. The Secretary General participates in all meetings of the various components of the Chamber and undersigns administrative acts with the President.

- 14.4. The Secretary General is responsible for the administration of the Chambers' activities; he/she takes part in all meeting excepts the auditors' meeting.
- 14.5. The Secretary General is the head of personnel and implements the Council and Members decrees as well as the President's directives.
- 14.6. The Secretary General cannot be a Member and cannot be involved in commercial activities. The salary is decided by the Council.
- 14.7. For each newly appointed Secretary General the Chamber will seek the approval of the "Ministero Attività Produttive" (formerly Commercio Estero) as per art.5 518/70

## 15. Miscellaneous

- 15.1. Internal regulations guide the functioning of the Chamber's individual components and offices, in accordance with the dictates of the present Statute.
- 15.2. Eventual modifications or additions made to the Statute must be submitted to the General Assembly prior to being announced to members at large.
- 15.3. No limit is placed on the duration of the association.
- 15.4. The Chamber may be wound up if at a General Assembly it is on the agenda and the members pass by a simple majority a resolution to do so, providing this winding up resolution is confirmed at a subsequent General Assembly called for the purpose.
- 15.5. The rulings of local legislation apply to all matters not explicitly addressed in the present Statute.