

REVISION TO THE MEIS STATUTES ADOPTED BY THE BOARD OF DIRECTORS AT THE MEETING ON 05 JULY 2015

Article 1 Foundation

1. In implementing Article 2 of Italian Law no. 91 dated 17 April 2003, as amended, the "FONDAZIONE MUSEO NAZIONALE DELL'EBRAISMO ITALIANO E DELLA SHOAH" (Foundation of the National Museum of Italian Judaism and the Shoah) is hereby established, hereinafter called "the Foundation.

2. The Foundation is based in Ferrara.

3. The Foundation, unless arranged otherwise by other laws, is governed by the Italian Civil Code and its implementing provisions.

Article 2 Objectives

1. The Foundation does not pursue profit and does not distribute profits

2. The Foundation pursues the management, valorization, preservation and promotion of the "Museo Nazionale dell'Ebraismo Italiano e della Shoah" (National Museum of Italian Judaism and the Shoah), hereinafter referred to as the "Museum", established by Italian Law no. 91 dated 17 April 2003, as amended, working jointly with the Italian Ministry of Cultural Heritage and Tourism to create and upgrade the exhibition areas of the Museum.

3. The Museum's mission is to:

- a) bear witness to the events that have characterized the two millennia of Jewish presence in Italy;
- a) raise awareness of the history, philosophy and culture of Italian Judaism from its origins, with particular emphasis on testimonies of racial persecution and the Holocaust in Italy;
- c) promote the values of peace and brotherhood among peoples and the meeting of different cultures and religions.

4. In terms of the Museum's research and scientific documentation activities, the Foundation makes use of the Unione delle Comunità Ebraiche Italiane (Union of Italian Jewish Communities - UCEI) and the Centro di documentazione ebraica contemporanea (Center for Contemporary Jewish Documentation - CDEC) in Milan and may enter into agreements with other public and private entities.

5. Using its own financial resources or those provided by third parties, the Foundation may carry out any other activity that is ancillary, connected, instrumental, similar, complementary, additional or otherwise useful or appropriate to pursuit of its goals and to achieve economies of management, such as:

- a) entering into agreements or contracts with public or private entities for the pursuit of its goals, such as the purchase of goods or services, hiring employees with the necessary professional qualifications, taking out loans or financing;
- b) participating, even as a founder, in associations, foundations, committees, and, more generally, in public or private institutions, including corporations that pursue goals consistent with its own and which are instrumental to achieving the Foundation's goals.

Article 3 Assets

1. The Foundation's assets — seen also in the articles of association — consist of:

- a) the right to use the movable assets and property granted by the Ministry and by other public and private entities;
- b) bequests, donations and gifts of any kind, intended by the grantor to increase the assets;
- c) the Endowment Fund.

2. The Foundation may receive contributions, donations, grants and any other form of generosity from third parties.

3. All property, and the revenues arising therefrom, are totally tied to achieving the statutory purposes.
4. The bestowals are, if the necessary conditions exist, estimated in compliance with art. 2343 of the Italian Civil Code.

Article 4 Supporters

1. The Board of Directors may recognize the title of "Supporter of the National Museum of Italian Judaism and the Shoah" to people and organizations who make a noteworthy contribution to development of the Museum.
2. The procedures and criteria for granting the title of "Supporter of the National Museum of Italian Judaism and the Shoah" are established by the Board of Directors by resolution adopted by an absolute majority of its members.

Article 5 Bodies

1. The bodies of the Foundation are the:
 - a) President;
 - b) Board of Directors;
 - c) Scientific Director;
 - d) Scientific Committee;
 - e) Board of Auditors.
2. The Foundation's bodies remain in office for four years. If appointed before the end of the four year term, the members remain in office until that date.

Article 6 President

1. The President of the Foundation shall be appointed by Decree of the Italian Ministry of Cultural Heritage and Tourism, in agreement with Union of Italian Jewish Communities and is chosen from among persons of particular prominence in the field of Jewish culture and history.
2. The President is the legal representative of the Foundation and promotes its activities.
3. The President chairs the Board of Directors and the Scientific Committee, setting the agenda and directing the works.
4. In cases of need and urgency, the President shall, on behalf of the Foundation, adopt provisions that are the jurisdiction of the Board of Directors, presenting these provisions to the Board for ratification at its next meeting.
5. If the President is absent or becomes incapacitated, the oldest Member of the Board of Directors shall act in his stead.

Article 7 Board of Directors

1. The Board of Directors is appointed by the Italian Ministry of Cultural Heritage and Tourism and composed is of five members, including the President of the Foundation and:
 - a) one member appointed by the Minister of Cultural Heritage and Tourism;
 - b) one member appointed by the President of the Emilia-Romagna Region;
 - c) one member appointed by the Mayor of Ferrara;
 - e) one member appointed by the Union of Italian Jewish Communities.
2. At the request of the President, representatives of other international, national or local institutions can be invited to attend the meetings of the Board of Directors as permanent observers in an advisory capacity.
3. Members of the Board of Directors shall be chosen from among persons with a high cultural profile, with particular expertise and experience in the Foundation's fields of activity.
4. Not less than sixty days before the Board of Directors' term of office is to expire, the President shall invite the Founders to appoint their respective nominees.

5. The members of the Board of Directors shall be reimbursed for expenses incurred in relation to their institutional duties.

6. The following are due cause for being barred from office:

- a) failure to comply with the statutory rules and regulations issued;
- b) committing acts damaging to the assets, image or aims of the Foundation;
- c) having been convicted of bankruptcy and financial offenses;
- d) being in the conditions outlined in Article 2382 of the Italian Civil Code;
- e) failure to participate, without due justification, at two consecutive meetings of the Board of Directors.
- f) all other cases envisaged by law.

Barring of a member from office is determined by the Board of Directors.

Article 8 Operation of the Board of Directors

1. The Board is convened by the President. It shall meet at least twice a year and whenever the Chairman deems it appropriate or upon the written request of at least two members.

2. The Board meetings are normally held at the Foundation headquarters. For the purposes of a quorum, the Members of the Board of Directors can also attend meetings remotely using IT systems.

3. The convocation notice, with a brief indication of the topics to be treated, is sent, by any means guaranteeing reception, to the Members of the Board of Directors and the Board of Auditors at least fifteen days prior the date set for the meeting. In cases of particular urgency, the meeting may be called with 48 (forty-eight) hours advance notice.

4. For any resolutions to be valid, the majority of the members must be present and the related resolutions pass with a majority of those present; in case of a tie, the President holds the deciding vote.

5. To be deemed valid, resolutions regarding the statutory activities as per Article 2, paragraph 3, require the affirmative vote of the member appointed by the Union of Italian Jewish Communities.

6. Members of the Board of Directors who find themselves to have a conflict of interest in relation to the resolutions to be passed shall report this situation and abstain from participating in the work; in this case they are considered absent with due justification.

7. To ensure the broadest possible accessibility to the general public, the resolutions of the Board of Directors, as well as any other acts, opinions, decisions taken by the bodies of the Foundation or by the Director, are published on the Foundation website, in a dedicated, easily accessible section.

Article 9 Powers of the Board of Directors

1. The Board of Directors defines the courses of action of the Foundation and, after consulting the Scientific Committee, approves the annual plan activities.

2. Among other things, the Board of Directors is responsible for:

- a) appointing and dismissing the Director as per art. 10 and the members of the Scientific Committee as per art. 11;
- b) approving modifications to the Statute;
- c) approving and amending the internal regulations;
- d) approving and amending the budget and the final balance, drawn up by the Director;
- e) determining the general policies, programs and scientific and cultural activities of the Foundation, after consulting the Scientific Committee, and verifying the results;
- f) exercising responsibility by immediately removing the Chairman, Director and members of the Board of Directors itself and Board of Auditors from their posts when warranted.

3. With internal regulations requiring an absolute majority, the Board of Directors defines additional tasks, in accordance with this statute and current regulations.

Article 10 Director

1. The Director must have specific knowledge regarding the history and culture of Italian Judaism and the Shoah and proven experience in the management of museums and cultural institutions and is appointed by the Board of Directors [after consulting with CDEC].
2. The Director shall, within the limits set by the Board of Directors, handle administrative functions and deal with management of the Foundation, and act as promoter and stimulator as regards the Foundation's objectives and programs.
3. In particular, the Director, in accordance with the directives issued by the Board of Directors:
 - a) handles planning, directing, coordinating and monitoring all of the Museum's management activities;
 - b) prepares the multiannual planning document and the annual program of activities for approval by the Board of Directors and oversees their implementation;
 - c) maintains contacts with institutions and national and international organizations in order to increase the museum's collection with new acquisitions, organize exhibitions and promote cataloging, study, restoration, communication, enhancement;
 - d) oversees the museum's the cultural project, making it a vital, inclusive place in pursuit of the mission envisaged by art. 2;
 - e) is responsible for the collections and for their study, preservation and enhancement, authorizing study and publication of materials on display and/or stored at the museum and authorizing the loan of the museum's assets for exhibitions or exhibits in Italy or abroad on the basis of guidelines established by the Scientific Committee and approved by the Board of Directors;
 - f) has the authority, on the basis of the pertinent resolutions passed by the Board of Directors, to assign, directly or on concession, activities and public services that upgrade the museum;
 - g) promotes cultural support donations both from individuals and through special agreements with cultural institutions and sites and with local bodies; to this end, he promotes awareness raising projects and specific fund raising campaigns, even through collective financing methods;
 - h) conducts and promotes research activities, and publishing the results, even electronically; proposes information campaigns, and educational, training and research activities inherent to the Museum's mission to the Scientific Committee and the Board of Directors and implements them;
 - i) participates, without vote, at meetings of the Board of Directors and Scientific Committee meetings.
4. The Director may use an administrative secretary, identified through a public selection process based on qualifications and interview, who supports the Board of Directors.

Article 11 Scientific Committee

1. The Scientific Committee is appointed by the Board of Directors and shall be composed of:
 - a) the President of the Foundation who chairs;
 - b) the Director;
 - c) up to fifteen (15) experts, of whom at least 3 designated by the Union of Italian Jewish Communities and at least 2 designated by CDEC, chosen from among persons who have distinguished themselves in the study and knowledge of the Holocaust, Judaism and Italian museology.
2. As a rule, the Scientific Committee meets twice a year, summoned by the President or at the request of at least six members. Decisions of the Committee are made by majority vote of the participants.
3. The duty of the Scientific Committee is to provide scientific support for the Foundation, contributing to definition of its policies, programs and the actions to be undertaken. To this end, the Committee gives its opinion on the Foundation's annual program of activities and on the general policies, programs and scientific and cultural activities established by the Board of Directors.

4. Participation in the scientific committee is not paid. The costs incurred by Committee members to attend the meetings duly convened, as approved in advance by the Director, shall be borne by the Foundation.

Article 12 Board of Auditors

1. The Board of Auditors is composed of three members appointed by the Board of Directors, of which:

- a) one member, acting as Chairman, appointed by the Minister of Cultural Heritage and Tourism;
- b) one member appointed jointly by the local founding bodies;
- c) one member appointed by the Union of Italian Jewish Communities.

2. The Board of Auditors oversees compliance with the law and the statutes, compliance with the principles of sound administration and, in particular, the organizational, administrative and accounting adopted by the institution and its operation. It also audits the accounting as required by Italian Legislative Decree 39/2010.

3. The members of the Board of Auditors may, at any time, even individually, carry out audits and controls, as well as request information on progress of the Foundation's operations or specific matters. The members of the Board of Auditors attend the meetings of the Board of Directors.

4. The Board of Auditors informs the Ministry of Cultural Heritage and Tourism, the Board of Directors and other Foundation bodies of all acts or facts it has become aware of in exercising its duties that may constitute management irregularities or violation of the rules governing the activities of the Foundation.

Article 13 Financial year and budget

1. The fiscal year begins on January 1st and ends on December 31st of each year.

2. At the end of each fiscal year, and by no later than March 31st of each year, the Director shall prepare the financial statements and the annual management report, showing, in a special section, the objectives pursued by the Foundation and the activities performed. In drafting these documents, the Director shall follow the rules of orderly accounting and the provisions outlined in the Italian Civil Code regarding the preparation of financial statements. Within that period, the budget and report must be submitted for approval to the Board of Directors, which must decide by April 30th.

3. By the 31st of October each year, on the basis of the decisions of the Board of Directors, the Director shall prepare a document regarding the activities planned for the following year and submit it for approval to the Board of Directors, which shall decide within thirty days.

4. Within thirty days of their introduction, the financial statements, management report, planning document and any other related acts shall be published on the Foundation's website, in a dedicated, easily accessible section so as to ensure utmost transparency and disclosure.

Article 14 Supervision, dissolution and liquidation of the Foundation

1. The Ministry of Cultural Heritage and Tourism exercises oversight for the Foundation and, in particular, the powers under Articles 13 and 14 of the Italian Ministerial Decree no. 491 dated 27 November 2001.

2. In the event of dissolution of the Foundation, the cultural assets granted, both by the Ministry of Cultural Heritage and Tourism and by other bodies, shall return to the grantors.

3. Other assets acquired in any capacity by the Foundation shall be donated to the Ministry or other body identified by the Board of Directors, that pursues objectives similar to those of the Foundation extinct.

Article 15 Transitional and final provisions

1. The Secretary-General in office at the date of approval of this statute can act as Administrative Secretary to support the Director and Board of Directors for up to a maximum of two years as per Article 10, paragraph 4, of this Statute.