

# BYLAWS

## Title 1

### CONSTITUTION AND PURPOSES

#### Art. 1

There is hereby formed the non-political, non-religious, non-profit association called FREE LANCE INTERNATIONAL PRESS.

#### Art. 2

#### THE PURPOSES OF *FREE LANCE INTERNATIONAL PRESS*

- to join together all those who are working, whether exclusively or prevalently, as free lance professional persons within the area of written, graphic, photographic and radio-television journalism, for the purpose of codifying and guaranteeing their interests and of having a proper professional code of ethics respected.
- to promote every initiative tending to augment professional qualification and to disseminate knowledge of the problems tied to the various sectors of independent journalism, of information and of communication in general.
- to encourage initiatives involving encounter and cooperation with all firms, persons and operators working in the sector in Italy and abroad.

Incentives will be given to the promotion of cultural activities in Italy and abroad, and the development of initiatives aimed at the members' training and professional and cultural updating will be encouraged. Other activities on

which the FREE LANCE INTERNATIONAL PRESS association will focus its attention are initiatives involving studies, research, discussion and publishing.

As examples, but not binding ones, the Association will also carry on the following activities: training and professional updating courses, legal, tax and contract consulting for matters involving professional activities, the organization and promotion of round tables, conferences, congresses, discussions, exhibitions and seminars, and the setting up of libraries and the organization of entertainment events involving members on festive occasions, anniversaries and other. The Association will also publish its own information bulletin.

Art. 3

The Association's legal headquarters is in Rome, on the via Giuseppe Tornielli 26, 00151 Roma, Italy.

## **Title II**

### **THE MEMBERS**

Art. 4

Those permitted to join the Association are as follows:

- professional journalists not bound by national journalism labor contracts to publishers;
- press agents exercising the profession of free-lance journalism either exclusively or prevalently;
- professional journalists and press agents who regularly work for journalistic mastheads (see article 2 of the national journalists' labor contract);

- graphics artists, photographers, motion picture or television camera operators, and all those who, by suitable documentation approved by the Order of Journalists, can show they exercise, exclusively or at least prevalently, activities of free lance journalism through writing, images or graphics.

#### Art. 5

Application for membership in the Association must be addressed to the Managing Council, which will decide upon admission and reserves the right to request, on a case-by-case basis, the necessary updated documentation.

#### Art. 6

The membership registration fee and the yearly dues will be set by the Management Council during its first meeting at the start of each year.

#### Art. 7

The member who does not intend to remain a member of the Association must so inform it by registered letter addressed to the Management Council, he nonetheless remaining liable for payment of the dues for the year underway.

#### Art. 8

Those signing with publishers of news mastheads contracts for reporting work for a period of time longer than two years shall lawfully lose their qualification as members of the Association, excepting the founding members. Members must inform the Association of their having signed such contracts within thirty days of signing.

#### Art. 9

The Management Council shall refer to the Committee of Judges, for it to take those measures falling within its jurisdiction, those members whose activities are in conflict with the rules and aims of the Association as stated in these bylaws, or else are incompatible with a proper member's activity.

#### Art. 10

The following disciplinary measures may be taken against the aforesaid members: reproof, censure, loss of membership.

#### Art. 11

The Committee of Judges must notify the charges by registered letter with return receipt to the member, who within ten days must send to the Committee of Judges his justifications.

#### Art. 12

Members who are behind in their dues payments for more than two years shall lose their membership by a measure taken by the Management Council, and this measure shall be communicated to the person concerned.

### **Title III**

#### THE ASSOCIATION'S ADMINISTRATIVE BODIES

#### Art. 13

The Association's administrative bodies and offices are:

- 1) the General Meeting of the members
- 2) the Management Council
- 3) the office of the President (president and vice-president)

- 4) the Committee of Judges and Auditors
- 5) the Regional Chiefs (the chiefs for foreign states shall be considered equivalent to the regional chiefs)

## **Title IV**

### **THE GENERAL MEETING OF THE MEMBERS**

#### **Art. 14**

The General Meeting is constituted of all members whose yearly dues are paid up, who shall have the right to form part of the active and passive electorate, provided that they have belonged to the Association for at least six months before the election of the Association bodies and before the call for the General Meeting.

The tasks of the Special Meeting are as follows:

- a) to see to modifications to the bylaws
- b) to see to the dissolution of the Association

The tasks of the ordinary Meeting are:

- a) to elect the Management Council
- b) to lay down the guidelines for carrying on Association activities according to the provisions of these bylaws.
- c) to approve the budget and the balance sheet
- d) to elect the Committee of Judges and Auditors
- e) to elect the regional chiefs (and national chiefs for foreign states)

The Meeting, whether ordinary or special, shall be validly constituted on the first call with the presence of fifty-one percent of the registered members and decides with the favorable vote of the majority of the members present or represented by proxies. On the second call the meeting shall

be validly constituted whatever be the number of members attending or represented by proxies, and decides with the favorable vote of the majority of same. Every member may give his proxy to another member to represent him at the Meeting. No member may vote more than one proxy.

#### Art. 15

The Ordinary Meeting must be called by the Management Council, with notice given by circular letter, by fax, or by announcement published in the Association's information bulletin, at least ten days in advance, once per year to approve the balance sheet and to hear and discuss the report on activities, as well as, at the expiry of the three-year terms of office, to elect the association bodies.

#### Art. 16

The Special Meeting shall be called, whenever the need comes about, by the Management Council on its decision so to do, or on the written request of at least one-fifth of the Association members, to discuss any problems of special importance and urgency.

#### Art. 17

Every Meeting shall be chaired by the president or vice-president or, if they are not present, by the council member who is oldest in years.

#### Art. 18

The polling place shall be made up of a president, a vice president, two scrutineers and two substitute scrutineers. Taking part in the composition of the polling place personnel will be a secretary, to make up the minutes, but who shall have no vote in the decisions made by the polling place.

#### Art. 19

The election of the Management Council, of the Committee of Judges and Auditors, and of the Regional Chiefs (including the foreign national chiefs) shall take place on the basis of candidacies put forward by individuals, registered and filed with the Association secretariat at least ten days before the date set for elections, accompanied by the signature of presentation of at least five members having voting rights. The members who have presented one candidate may not present any other.

#### Art. 20

The Association secretariat shall see to registering the candidacies and to verifying that they are properly put forward, and shall make up in order of presentation the list of candidates for the Management Council, as well as a list of candidates for the Committee of Judges and Auditors, which it shall submit to the Meeting for election.

#### Art. 21

The candidate receiving the largest number of votes shall be the one elected; should there be a tie vote, the candidate who has been a member longest shall be elected, and should this too be equal, then the candidate who is oldest in years.

### **Title V**

#### THE MANAGEMENT COUNCIL

#### Art. 22

The Management Council is the Association's executive body and determines the procedures and times for carrying out the Meeting's decisions.

#### Art. 23

The Management Council shall comprise seven members elected by the Meeting by a majority of votes and under secret ballot. An exception to this is the first Management Council elected during the legal constitution of the Association, composed of the Association's founding members.

#### Art. 24

The Management Council shall have a term of office of three years, and its individual members may be re-elected.

#### Art. 25

After its election the Management Council shall be called to meet within seven days by the council member who has been a member of the Association longest.

#### Art. 26

The members of the Management Council shall elect, during the council's first meeting, the president, the vice president, the treasurer, and the secretary.

#### Art. 27

The Management Council calls the Ordinary Meeting and the Special Meeting, and sees to the admission and to the cancellation of members. It promotes Association events, assigns specific commissions to its own members, delegates special tasks to registered members, decides upon the

cancellation of members owing to arrears in dues payments, and sets the registration fee and the yearly dues; it issues decisions on questions referred to it by the bylaws and on those proposed by members, it maintains relations with other bodies, with the government institutions, with the Order of Journalists, with the National Press Federation, and with all associations as regards questions pertinent to the aims that the Association pursues.

#### Art. 28

The Management Council must meet at least once per month. For its meetings to be valid, the majority of its members must be present.

It shall be chaired by the president, or by the vice president, or, if they are not present, by the secretary.

#### Art. 29

Those council members who, without justifying reason, are absent for three consecutive sessions lawfully cease to hold their office.

#### Art. 30

Should for any reason a post in the composition of the Management Council fall vacant, it shall be occupied by the entry of the first of the candidates for it not elected.

### **Title VI**

#### **THE OFFICE OF THE PRESIDENT**

#### Art. 31

The president and the vice president, with their joint signature, represent the Association and sign for the Association in whatsoever place the chairmanship. For ordinary or special banking operations the signature of the president (or else of the vice president) shall suffice, provided that it be placed jointly with the treasurer's.

Art. 32

The president and vice president promote and orient the Association's activities according to the objectives set forth in the bylaws and to the directives of the Meeting; they carry out the Management Council's decisions, establish, having heard the Management Council's opinion, contacts with all bodies, associations and authorities, and call the Management Council to meet and chair it.

## **Title VII**

### **THE COMMITTEE OF JUDGES AND AUDITORS**

Art. 33

The Committee of Judges and Auditors is elected by the Meeting and is made up of three members, who elect a chairman from among themselves; it has a term of office of three years. It is to be instituted by the first Meeting that meets after the Association has reached the number of one hundred members.

Art. 34

The Committee of Judges and Auditors has the task of seeing to the application of sanctions against members that are referred to it by the Management Council, examines balance sheet and budget, controls revenues and expenditures, and

checks the justifying documents and reports on them to the Management Council and to the Meeting.

Art. 35

The decisions of the Committee of Judges and Auditors may be appealed to the Management Council

### **Title VIII**

#### **THE REGIONAL CHIEFS (AND NATIONAL CHIEFS FOR FOREIGN STATES)**

Art. 36

The Regional Chiefs (and National Chiefs for foreign states) shall be appointed at first by the first Management Council. They are to be chosen on the basis of criteria involving their representatives and authoritativeness among the members from individual regions (or states). The Regional Chiefs have a term of office of three years and may be re-elected. From the second three-year period on they are to be elected by the absolute majority of the members of the individual regions (and states) during the General Meeting

Art. 37

In their own region (or state) the chiefs represent the Association for all intents and purposes, but in no case do they have the Association signature power.

#### **Arbitration clause**

Any disputes that arise between members as a consequence of their relations with the Association, or between members and the Association, must be deferred for their resolution to a board of arbitration made up of three members, which, after

having heard the parties to the dispute shall decide without possibility of appeal by majority vote as amicable conciliators according to equity or without formalities of procedure of any kind

The arbitrators shall be appointed as follows: each party to the dispute shall appoint one, and the third, who shall be chairman of the board of arbitration, shall be appointed by the chief justice of the court of Rome within thirty days from the appointment of the second arbitrator.

The appointment of the second arbitrator must take place within thirty days from the designation of the first, failing which the party most concerned may request that his appointment be made directly by the chief justice of the court of Rome too.

Should such need arise, the arbitrators shall be replaced In the same way during the course of the proceeding.

The decision of the board of arbitration shall be issued within sixty days from the acceptance of the dispute, but with the possibility of an extension to be granted by the unanimous consent of the parties to the dispute.