

## STATUTE:

### Part I

#### Constitution of the club and the classification of members

##### ART. 1

It made up in Agugliano (Ancona - Italy) the association leisure named AQUILE DEL CONERO. It made up of the names listed in annex list of these Statutes, which shall be referred to Founding members.

##### ART. 2

The Association has no profit, business, revenue, income and can not distribute profits. It has no political affiliations.

##### ART. 3

The association boasts the following logo:



##### ART. 4

The Association has the following purposes:

- spread the passion for the group touring on motorcycles;
- disseminate and promote the prestigious Italian brand "Moto Guzzi"
- organize and / or participate in motorcycle tourism events.

##### ART. 5

- Ordinary members:  
indiscriminately all motorcycle owners "Moto Guzzi";
- Supporter members:  
sympathizers of the group and brand supported by the group itself;
- Honorary members:  
anyone appointed by the Executive Council which are distinguished by actions merit, personal qualities, or vested with public functions or important positions.

##### ART. 6

All members will be annually distributed, with calendar year validity, a membership card to the club with corporate name of belonging;

- the membership fee will be established annually by the Executive Council according to the balance sheet and quote and it must be paid no later than the end of February current year;
- the amount of Supporters will be less than that of Ordinary members;
- Honorary members are exempt from the fee;
- Honorary members and Supporters have no vote and can not hold corporate positions;
- the amounts are not transferable or revalued for any reason;
- the positions and assignments are all honorifics.

#### ART. 7

To register as an ordinary or supporting member, each aspirant must:

- a) write up the subscription form (see Subscription form on the Web Site) signed and addressed to the President;
- b) be in possession of the moral requirements;
- c) the aspiring member signing agree to comply with all articles of this Statute.
- d) membership at the club is voluntary and runs from January 1 each. In case of the registration request during the year, the President has the power to approve payment of a rate of dues commensurate with the remaining months

#### ART. 8

The member in good standing with the membership fee, is entitled:

- a) to vote for the election of the Executive Council;
- b) to frequent the headquarter;
- c) to participate in all the events organized by the Association;
- d) to be the proud holder of badge and membership card;
- e) to submit complaints and requests to the Executive Council;
- f) to propose candidates to be elected, and in the chance he or she is adult to be elected for any social charge;
- g) to submit to the President proposals for the admission of new members.

Each member may deliberate at any time and without any personal purpose to bestow Extra contributions to the annual fee to finance projects of common interest related to the activities of the Club. It can be requested anonymity.

#### ART. 9

The quality of member is lost:

- a) by voluntary resignation, even verbal, without any time limit;
- b) for non-payment of dues no later than the month of April of the current year, or however after at least two written reminders;
- c) To deliberate exclusion by the Executive Council, based on the top spot B);
- d) To the Ordinary and Supporters members for coming less the subjective requirements and / or objective in Article 5;
- e) To sign up (as an Ordinary member), to another Moto Guzzi Club without having made prior written request to the President.
- f) The members excluded for non-payment may be reinstated upon payment of all outstanding shares.

#### ART. 10

In respect of members who are responsible for violation of the provisions of the Statute or adopt a behavior contrary to the principles of fairness and morality, the Board may adopt measures:

- a) verbal warning;
- b) written warning;
- c) expulsion.

All sanctioned measures that are adopted by the Board, must be preceded by a oral discussion between the member and the Board.

#### ART. 11

The ordinary members meeting , governing body, is convened once a year by the

President, by the end of December, to deliberate on the following topics:

- a) the report of the activities and initiatives to be undertaken for the following year;
- b) balance sheet and budget;
- c) renewal of the Board.

#### ART.12

The ordinary or extraordinary meeting is validly constituted with the presence of two thirds of the members in the first convocation, and on second call at least 24 hours after with the presence of a third of the members.

The majority required for the approval of resolutions are of half plus one of those present.

#### ART. 13

Take part to the ordinary or extraordinary meeting the members in good standing with dues that do not have proceedings against or evaluation by the Board, the written proxy is permitted and every member may have a maximum of two proxies.

Opening the meeting the President in charge will invite those presents to appoint a President and a Secretary for the smooth conduct of the meeting.

#### ART. 14

The Extraordinary members meeting may be convened by the President or:

- a) at the written request of at least two-thirds of members of the Executive Council.
- b) for at least a quarter of the members submitting a reasoned request and signed the President.
- c) in case of resignation of three members from the Board of Directors.

#### ART. 15

The convening of the ordinary or extraordinary meeting citing the topic of the day, is by written notice at least 7 days before, to all members in good standing with the rules laid down by the Statute.

Copy of the summons and the agenda is published in the appropriate Forum Topics.

### Part II - Of the Board

#### ART. 16

The Executive Council with administrative tasks and representation consists of 6 (six) members each of whom is elected by the Members Meeting by secret election or by direct election in open vote, if it requested unanimously by the Assembly, with the system of simple majority of votes.

The Assembly shall vote for the first time to elect the President, then a second time to the election of five members.

#### ART. 17

The Board remains in office for two years. At its first meeting appoint a majority, the Vice President, Secretary, Treasurer and two Advisers. If they are missing one or two members of the Governing Council, the President shall convene an Extraordinary Shareholders' Meeting within sixty days to proceed to the election of the new members who will remain in office until the natural expiration of the mandate the entire Board.

Upon becoming missing three members of the Governing Council it decays, and within sixty days President shall convene the Extraordinary Meeting to proceed to a new election of the entire Board. The members of the Board may be re-elected without limitation of consecutive terms.

#### ART. 18

Duties of the Executive Council:

- a) fill in the balance sheets and estimates;
- b) put into execution the resolutions of the meeting;
- c) evaluate the admission of new members and decide on disciplinary measures to be taken;
- d) take care of the organization of the club's activities;
- e) entrust the tasks relating to members of the group programs;
- f) to decide on measures of annual social contribution;
- g) together with or authorized by the President, enter into contracts and exercise of external representation tasks for the growth and well-being of the Club;
- h) set up working groups composed of Ordinary members for the organization of motorcycle rallies or tours.

#### ART. 19

The President represents the Association externally, manages the activities of the same, chairs the Executive Council, provide for the collections, it authorizes payments approved by the Board and initiatives at all what it considers useful and proper for the Club, it holds the capital fund for small and urgent expenses related to Club without having previously warn the Executive Council which will report to the first meeting.

#### ART. 20

The Vice-President replaces the President in case of temporary absence, impediment or offices that the President considers it appropriate to entrust the same interests of the Association.

#### ART. 21

The Secretary shall keep the minutes of the Executive Council sessions, the archive holds the protocol and treats correspondence, it provides for the enrollment of members and keeps updated the list, keep in order and available to shareholders all records and documents of the Club. It is also responsible for data processing of members according to Italian law 675/96.

The Treasurer handle the general accounting, makes the compilation of the Financial Statement Annual Shareholders' Meeting to be submitted in vision.

#### ART. 22

The members of the Executive Council (the President, the Vice-President, Secretary, Treasurer and Advisers), they have the duty to maintain an attitude: loyal, decent, morality and loyalty comparisons of their mandate by the shareholders, on pain of disqualification of the same and the radiation from the Club.

#### ART. 23

The President may, every four months with ten days in advance, by letter, to convene the Executive Council to be put to the current of the activity as mentioned in Article 18, in cases of urgency or where it seems necessary to an early confrontation with the E.C. may be required extraordinary meeting with even verbal warning.

#### ART. 24

The dissolution of the Club can only take place for Extraordinary decision specifically convened in accordance with Articles 12, 13, 14 and 15 of this Statute. Excluded are proxies.

#### ART. 25

The amendments to the Articles must be approved by Extraordinary General Meeting specially convened in accordance with Articles 12, 13, 14 and 15 of this Statute

#### ART. 26

The majority required for the dissolution or for amendments to the Articles is two thirds plus one of members present.

ART. 27

The Association disclaims any liability for accidents or damage to persons, animals or property during the conduct of meetings or motorcycle tours.

ART. 28

All matters not provided for the present Statute, reference should be made to the Civil Code and to the Law provisions which regulate the matter.