

Enclosure “D” of the Act No. 5215/3516 of the inventory
of notary DIEGO FERRARIO

STATUTE

“ROSA MISTICA FONTANELLE”

Article 1 – Nature and registered office

The Foundation “ROSA MISTICA FONTANELLE” (hereafter “Foundation”) is a Foundation of religion and worship, recognized by the Italian law, according to the norms of the Lateran Pacts, and established in accordance with the decree of the Bishop of Brescia dated 1st January 2014 (Prot. N. 31/14) according to Canon 1303 §1.

The registered office is in Montichiari (BS), Località Fontanelle, via Rampina di San Giorgio, No. 24.

It is a non-profit making Foundation and it does not distribute any profit.

Article 2 – Purposes

The Foundation has religion and worship purposes. It aims to promote and diffuse, in the respect of the catholic tradition and of the Ecclesial Magisterium, the worship to the Virgin Mary began in Montichiari from 1947 and continued from 1966 at Località Fontanelle in Montichiari and then largely spread worldwide.

Article 3 – Activity

The Foundation, recognizing that the practice of worship is subject to the authority of the diocesan and universal Church, cooperates with the priests charged with the worship in Località Fontanelle, in order to enhance the Marian and baptismal dimension in the liturgical celebrations and in the manifestations of popular piety, with prayers for the vocations, the sanctification of the clergy and of the consecrated persons, the conversion and the penance for the remission of sins.

In particular:

- a) To promote the manifestations of worship and devotion to Madonna Rosa Mistica in Località Fontanelle, taking care also of arranging all the necessary to offer a decent reception of the faithful who arrive for devotional reasons, given the distinctive features of the place;

- b) To supervise, so that these manifestations of devotion by single persons or groups, could take place in an authentic spirit of prayer, sacrifice and penance;
- c) To arrange suitable measures to prevent behaviours and/or manifestations against the public order and the respect of the place and persons;
- d) To continue the recording and study of the devotional facts and testimonials which made and still make Località Fontanelle a place of worship and Marian prayer, even referring to the knowledge and experience of the founding members of the Association Rosa Mistica Fontanelle, recognizing that a definitive judgement is an exclusive competence of the Church, according to the norms of the canonical law and its Magisterium;
- e) To protect, with no profit, the existing features of the environment and the intended use of the place called "Fontanelle".

Article 4 – Secondary, instrumental and connected activities

For achieving its purposes, the Foundation could, *inter alia*:

- a) engage, on a secondary and instrumental basis, possible activities, even commercial business, in order to pursue the institutional aims;
- b) cooperate, participate and promote religious, public or private associations, bodies and institutions carrying out an activity, even commercial, aiming to promote, both directly and indirectly, the religion and worship and the aims of the Foundation itself; the Foundation could, where deemed appropriate, contribute to the constitution of the above mentioned bodies and draw up agreements for the entrusting of a part of the activities.

Article 5 – Assets

The Foundation's assets comprise movable property and real estate conferred by the Association Rosa Mistica Fontanelle in order to contribute to the realization of any legitimate intervention, even structural, facilitating the worship manifestations in honour of Maria Rosa Mistica, according to the intentions of the donors. The assets can be increased by subsequent devolutions of movable and immovable property following a resolution passed by the Board of Directors. The Foundation receives financial resources for reaching its statutory aims from incomes derived from financial assets, from ordinary and extraordinary collections, from possible

legacies, donations and offerings, anyway from any lawful acquisition of assets in compliance with the canon and civil law, both national and international.

The annuities and the resources of the Foundation will be destined exclusively and directly as a resolute condition, to the Foundation's operation and to the realization of its aims, according to Art. 2.

Article 6 – Financial year

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

By this date the Board of Directors approves the budget estimate and the final balance within the 30th April of the following year. The statutory bodies of the Foundation, within their respective competencies, can enter into commitments or assume obligations within the limits of the appropriations of the approved balance.

Distribution of the budget surplus, funds, reserves or capital of the Foundation is prohibited during its endurance, unless the destination or distribution are ordered by law.

Article 7 – Foundation's bodies

The Foundation's bodies are:

§ the President

§ the Vice-President

§ the Board of Directors

§ the Treasurer

§ the Board of Auditors

All the members of the Foundation's bodies remain in office 5 (five) years and may be reappointed.

All the positions are unpaid, except for refund of expenses incurred and documented.

Article 8 – The President

The President is appointed by the diocesan Bishop in compliance with the canon law, on a proposal from the members of the Board of Directors.

The President is the legal representative of the Foundation; he manages the activity of the Foundation and chairs the Board of Directors. The President has all the powers of ordinary and extraordinary administration, conferred by the Board. For urgent matters, he can take the appropriate measures, reporting promptly to the Board for the necessary ratifications. He draws up the report on the activities of the Foundation accompanying the yearly final balance, and submits it together with the

final balance to the Bishop by 31st May of each year. Besides, he submits to the Board of Directors the general program lines and the specific initiatives which are covered by the aims of the Foundation.

In the event of a tie, the President has the casting vote.

For the first two five-year terms, the appointed President will be proposed among the members who, to date, participate in the Governing Council of the Association Rosa Mistica Fontanelle.

Article 9 – The Vice-President

The Vice-President is appointed by the Bishop on a proposal from the President, among the members of the Board of Directors.

He cooperates with the President, in compliance with his directives, for the ordinary management of the Foundation.

In the case of absence or impediment of the President, he replaces him and exercises his powers.

Article 10 – The Board of Directors

The Board of Directors comprises the President and an even number of members, varying from six to eight members; they are appointed by the Bishop on a proposal of the outgoing Board of Directors or of the one in office, in case of replacement of single members. The Board of Directors, for the first two terms of office, must represent, on an equal basis, the following entities: the Diocese of Brescia and the Association Rosa Mistica Fontanelle, represented by the members who, to date, already participate in the Governing Council of the Association Rosa Mistica Fontanelle or indicated by it.

It is for the Board of Directors:

- a) to approve the general program lines and the specific initiatives which fall within the aims of the Foundation proposed by the President;
- b) to approve the yearly budget and final balance sheets of the Foundation;
- c) to deliberate all the acts of extraordinary administration, included acts or agreements of any kind, which are necessary or useful for the activities of the Foundation;
- d) to confer possible powers of extraordinary administration to the President;
- e) to confer possible powers for some fields of activities to those appointed by the Bishop;
- f) to propose to the diocesan Bishop possible statutory amendments.

Board of Directors' meetings are attended by the Treasurer acting as Secretary and without a voting right.

Article 11 – Acts of extraordinary administration

As regards the validity of all extraordinary administration operations deliberated by the Board of Directors, it is necessary:

- a) the license of the diocesan Ordinary of Brescia for all acts according to can. 1281 of the code of Canon Law;
- b) the license of the Bishop of Brescia for the acts of alienation or detrimental to the assets with a value between the minimum and the maximum sum determined by the Italian Episcopal Conference in accordance with can. 1292;
- c) the license of the Holy See for the juridical acts with a value above the maximum sum.

Article 12 – The Treasurer

The Treasurer is appointed by the diocesan Bishop on a proposal of the Board of Directors.

The Treasurer:

- a) keeps accounts of the assets and of the funds of the Foundation, and also of the contributions in any case given to the Foundation;
- b) plans the balance sheet and budget estimate and submits it for approval to the Board of Directors;
- c) keeps the accounting records;
- d) carries out the functions of the Secretary of the Board of Directors and of the Foundation itself.

Article 13 – The Board of Auditors

The Board of Auditors comprises between one and three members appointed by the diocesan Bishop, on a proposal of the Board of Directors. Their task is to grant the rightness of the administrative management, check the accounts and the veracity of the balance sheet and submit an yearly report within 31st May to the diocesan Bishop. The components of the Board may attend meetings of the Board of Directors.

Article 14 - Termination

In the event of termination, revision of the civil recognition and in any other case of termination of the Foundation, the assets in legitimate possession of the Foundation, will be devolved to similar institutions, to ecclesiastical institutions or foundations of worship and religion characterised by a special devotion to the Mother of God, according to the sole judgement of the diocesan ordinary.

Article 15 – Final rule

Amendments to this Statute can be carried out only by the diocesan Bishop, upon assent of the President and of the Board of Directors or on proposal of the latter. For all matters not expressly provided for in this Statute, the rules of the canonical law are applied and, according to the norms of the Lateran Pacts, of the Italian law too.