



STATUTE

Prologue

The founders collaborated in 2018 on the creation of an exhibition on the occasion of the 2019 edition of the Meeting for Friendship Among Peoples in Rimini on the life and work of Japanese spouses Takashi Paolo Nagai and Midori Marina Moriyama.

The exhibition was subsequently repropose in various Italian cities and via the web and visited by thousands of people all over the world. As a result of this in-depth study and the feedback received from the many visitors mentioned above, the founders came to the conviction that these figures should be pointed out to the Catholic community, and not only to it, for the exceptional nature of their Faith, their Charity lived in a heroic gift of self and in poverty, and their Hope, transmitted so powerfully to the devastated people of Nagasaki that it first made possible the reconstruction of the city, and then extended to subsequent generations in Japan and around the world.

Name - head office - purpose - duration

ART. 1. - NAME - The "Friends of Takashi and Midori Nagai" promotion committee is established.

ART. 2. - HEAD OFFICE - The Committee has its head office in the Municipality of Rome at Via Virgilio18.

ART. 3. - PURPOSE - The purpose of the Committee is to make known the figure of the Japanese radiologist Takashi Paolo Nagai, who was born in Matsue (Japan) on 3 February 1908 and died in Nagasaki (Japan) on 1 May 1951 and his wife Midori Marina Moriyama, who was born in Nagasaki on 8 October 1908 and died in the same city on 9 August 1945, the greatness of their testimony of Faith, Hope and Charity and the promotion and support, in all forms permitted by the Code of Canon Law, of the eventual cause of beatification and canonization of them that the Diocese of Nagasaki may wish to institute, as well as, finally, any other initiative that will be considered consistent with the above-mentioned aims.

This work is part of a broader plan of fidelity to the Catholic Church. The Committee is a non-profit organization.

The Committee may promote and carry out events of any kind, such as conferences, seminars, concerts and exhibitions, publish and disseminate, including on a computer platform, studies, essays, brochures, books, writings, magazines, CD-ROMs, audiovisuals and multimedia material, with the exclusion of daily newspapers, which may contribute to raising public awareness of its institutional purpose.

It may carry out any activity and operation deemed necessary, appropriate or in any case useful for the achievement of its institutional purpose.

It is forbidden to carry out any activity other than the one indicated, except for related or instrumental activities.

ART. 4. - DURATION - The Committee has an unlimited duration, unless dissolved, even voluntarily, by the Assembly with the majorities specified below.



Endowment fund - minimum contribution - financial years

ART. 5. - ENDOWMENT FUND - The Committee's endowment fund shall consist of:

- by the minimum initial contributions of the promoters;
- subsequent contributions decided by the Committee or collected by the Committee from third parties;
- contributions from the State, public bodies and institutions;
- contributions from international bodies;
- donations and testamentary legacies;
- movable and immovable property, both tangible and intangible, received by the Committee for whatever reason.

The endowment fund is intended for the pursuit of the Committee's aims and will serve exclusively to meet its operating expenses.

ART. 6. - MINIMUM CONTRIBUTION OF THE PROMOTING MEMBERS- The contribution of the promoting members is fixed by the Board of Directors. It cannot be split or refunded in case of resignation or loss of membership. Promoters who have not paid their membership fees cannot attend the Assembly meetings nor take part in the organization's activities. They are not voters and cannot be elected to office.

ART. 7. - FINANCIAL YEARS AND FINANCIAL STATEMENT - Each financial year of the Committee shall begin on 1 (one) January and end on 31 (thirty-one) December of each year. The first shall end on the 31st (thirty-first) December of the current year.

Within thirty days of the end of each financial year, a cash flow statement shall be drawn up in the manner provided for in the Statutes.

ART. 8. - OPERATING PROFITS AND SURPLUS - The surplus assets of each financial year may not be distributed, even indirectly, unless the destination or distribution is required by law or is made in favour of other bodies having the same purpose or forming part of the same unitary structure. Profits or surpluses must be used for the implementation of institutional activities and those directly related to them.

Promoting members and supporters

ART. 9. - PROMOTING MEMBERS - All the constituent members are promoting members and constitute the Committee, as well as any other subject, natural person or public or private body, with or without legal status, subsequently taking over, with the consent of the Board of Directors.

ART.10. - TERMINATION OF A PROMOTING MEMBERSHIP -

Membership is lost through death, disqualification, withdrawal or exclusion. Promoter members may, with at least 4 (four) months' notice, withdraw from the Committee, by means of a communication sent by any means, including electronic, that certifies receipt, without prejudice to their duty to fulfil the

A promoter member is excluded when:

- fails to comply with the provisions of this Act and with the decisions legally adopted by the bodies of the Committee;
- is no longer able to contribute to the achievement of the Committee's aims;
- has lost the requisites of morality and propriety essential for the achievement of the initiative;



-fails, without good reason, to fulfil its obligations to the Committee on time;

-carry out activities that conflict with the aims of the Committee;

-damage or attempt to damage morally and materially the work of the Committee and fuel conflict and unrest among the promoters.

Exclusion is decided by the Assembly, by a resolution adopted by the majority of its members.

Members other than natural persons automatically forfeit their membership in the event of extinction or dissolution, for whatever reason, bankruptcy or other insolvency and/or liquidation procedures. The occurrence of such events shall be ascertained by the Board of Directors.

In the event of exclusion, disqualification or withdrawal, those who have contributed in any way or for any reason to the Committee may not demand the return of their contributions or claim any right to its assets. The heirs of the deceased have no claim against the Committee. In the case of natural persons, loss of membership shall entail forfeiture of any office held within the Committee.

ART. 11 - SUPPORTERS - Supporting members are natural persons and public and private bodies, whether or not they have legal personality, who contribute to the achievement of the Committee's purpose, without limitation, by means of cash contributions and/or the allocation of tangible or intangible assets.

Supporting members will be mentioned in a special book kept by the Committee.

Administration

ART. 12. - BOARD OF DIRECTORS- The Committee shall be administered by a Board of Directors composed of 3 (three) or 5 (five) members elected by the Members' Assembly for a duration of 5 (five) years.

In the event of resignation or death of a director, the Board shall replace him at the first meeting and ask for his validation at the next Assembly.

The Board appoints a Chairman and a Vice-Chairman from among its members, if these appointments have not been made by the General Meeting.

The Vice President replaces the President in all cases of absence or impediment of the latter.

No remuneration is due to the members of the Board, who are only entitled to the reimbursement of expenses incurred in the performance of their duties, duly documented.

ART. 13. - FUNCTIONING OF THE COUNCIL- The Council

The Executive Board meets at least once a year, in order to deliberate on the financial statement and the annual amount of the membership fee. It shall also meet whenever the President deems it necessary or when it is requested by at least $\frac{2}{3}$ (two thirds) of its members, with notice sent by any means, including electronic, that attests to its receipt with at least 3 (three) days' notice; in case of urgency, the Board shall be convened in the same manner with at least 24 (twenty-four) hours' notice.

For resolutions to be valid, the majority of the Board members must be present and the majority of those present must vote in favour; in the event of a tie, the vote of the person chairing the meeting shall prevail.

The Board is chaired by the President, in his absence by the Vice-President, in the absence of both by the oldest of those present.



Meetings of the Board may be validly held by videoconference or audio conference, under the following conditions, which shall be noted in the relevant minutes:

- a) the person presiding over the meeting, including by means of proxies, is able to ascertain unequivocally the identity and legitimacy of those present, regulate the proceedings of the meeting, and ascertain and proclaim the results of voting;
- b) it is possible for the person taking the minutes to adequately perceive the meeting events that are being recorded;
- c) participants are able to take part in real time in the discussion and simultaneous voting on the items on the agenda, and to view, receive and transmit documents.

If these conditions are met, the meeting of the Council shall be deemed to have been held at the place where the person chairing it is located.

The minutes of the Board meetings are recorded in a book and signed by the Chairman and the Secretary.

ART. 14. - POWERS OF THE BOARD - The Board of Directors has the following tasks:

- set criteria for the admission of new members;
- prepare and submit to the Assembly for approval the annual hiring staff;
- elect the president and vice-president;
- appoint the secretary;
- accepting or rejecting applications from prospective members;
- ratify at the first subsequent meeting the measures within its competence taken by the President for reasons of necessity and urgency.

The Board shall, in accordance with the law and the Statute, administer the Committee, carrying out all acts of ordinary and extraordinary administration not expressly reserved for the Assembly. The Board may delegate all or part of its powers to the President, Vice-President or individual members, with the exception of those powers reserved to it by law; in such cases the delegates shall represent the Committee within the limits of the powers conferred upon them.

President

ART. 15. - POTERS OF THE CHAIRMAN- He is the Chairman of the Association the President of the Executive Board.

The President shall legally represent the organisation vis-à-vis third parties and in court.

The President convenes and chairs the meetings of the Assembly and the Executive Board.

In case of necessity and urgency, it takes the measures that fall within the competence of the Board of Directors and submits them for ratification at the following first meeting In the event of absence, impediment or termination, the relevant functions are performed by the Vice-Chairman or by the oldest member of the Committee.

Assembly

ART. 16. - MEMBERS' MEETING - The promoting members shall be convened in Assembly by the administrative body at least once a year before 30th April, by means of a written communication addressed to each member containing the agenda, at least 15 (fifteen) days before the date set for the meeting. The Assembly must also be convened on the basis of a reasoned request signed by at least one tenth of the members, in accordance with Article 20 c.c.

Meetings of the Assembly may be validly held by video or audio conference, under the following conditions, which shall be noted in the relevant minutes:

- a) the person presiding over the meeting, including through proxies, is allowed to unequivocally verify the identity and legitimacy of those present, to regulate the proceedings of the meeting and to ascertain and proclaim the results of voting;
- b) it is possible for the person taking the minutes to adequately perceive the meeting events that are being recorded;
- c) those present are able to participate in real time in the discussion and simultaneous voting on the items on the agenda, as well as to view, receive and transmit documents. If these conditions are met, the meeting is deemed to be held in the place where the person chairing it is located.



ART. 17. - RESOLUTIONS - The Assembly shall deliberate on the final balance sheet, on the general guidelines and directives of the Committee, on the appointment of members of the Board of Directors, on amendments to the memorandum and articles of association, and on everything else delegated to it by law or by the articles of association.

ART.18. - RIGHT OF INTERVENTION AND VOTE -

All promoter members who have paid their annual membership fees shall have the right to attend the Assembly.

Members may be represented by other members by means of written proxies. Each member over the age of 18 shall be entitled to vote.

ART. 19. - CHAIRMAN - The Assembly is chaired by the Chairman of the Board of Directors, and in his absence by the Vice-Chairman, or by a person chosen by unanimous nomination of those present.

It is the responsibility of the Chairman of the Assembly to ascertain the regularity of proxies and in general the right to attend the Assembly.

Minutes of the meetings of the Assembly shall be drawn up and signed by the President.

ART. 20. - SHAREHOLDERS' MEETING MAJORITY - Shareholders' meetings are validly constituted and pass resolutions with the majorities envisaged in art. 21 of the Italian Civil Code.

Dissolution

ART. 21. - DISSOLUTION - The dissolution of the Committee is resolved on in accordance with the last paragraph of art. 21 of the Italian Civil Code by the Assembly, which shall appoint one or more liquidators and decide on the devolution of its assets to educational or charitable works.

Disputes

ART. 22. - REMISSION TO THE COLLEGE OF PROBIVORS -

Any social disputes between the promoter members and between the promoter members and the Committee or its bodies shall be submitted, in all cases not prohibited by law and to the exclusion of all other jurisdiction, to the competence of a board of three arbitrators to be appointed by the Assembly; they shall judge ex bono et aequo without procedural formalities. The decision shall be final.

Signed: Paola Marengo

Signed: Massimo Morelli in his own name and on behalf

Signed: Cristiano Cavicchioni, Notary Public

23rd March 2021, Rome



AMICI di
TAKASHI
e MIDORI
NAGAI