

WORLD FOR WORLD ORGANIZATION (WFWO)

BY-LAWS

Establishment of the World For World Organization (WFWO) Amended on 22 November 2002 and signed on 5 December 2002
(Amended article. 7.a on 19 May 2009)

Article 1. Structure

WORLD FOR WORLD ORGANIZATION (WFWO) was launched on 16 October 2001, on the occasion of World Food Day and established on 22 November 2002.

The World for World Organization (WFWO) is a non-profit organization, governed by these By-laws and the applicable provisions of Italian law. The WFWO is registered under Annex A/Reference No.20395/9594 and cleared by the Minister of Agriculture and Italian Committee between the Italian government and Food Agricultural Organization FAO, in Rome (Italy) and operates internationally under the supervision of the Executive President, Founder and the Executive Board Directors for the Organization.

Under It entity Name:

a) in English: World for World Organization (WFWO)

b) in Italian: World for World Organization (WFWO)

The WORLD FOR WORLD Organization (WFWO) operates in Italy and internationally.

Headquarters

The WFWO's headquarters is in the Rome (Italy)

- Executive Secretariat and Headquarters - Via Andrea Millevoi, 35, Rome - 00178 (Italy)
- Administrative office - Viale Regina Margherita, 140, Rome - 00198 (Italy)

Duration

The WFWO shall remain in operation indefinitely.

Article 2- Purpose

The purpose of the World For World Organization is to fight poverty and to attract, manage and disburse resources through a new public- private sector ,foundation , international financial institution that will make a sustainable and significant contribution to the its main aims to develop of sustainable development programs to contribute and implement the objectives of the Eight Millennium Development Goals set by the United Nations the Millennium Declaration.

WORLD FOR WORLD ORGANIZATION (WFWO) is a non-governmental organization (NGO) and a non-profit for the exclusive pursuit of goals of social solidarity. It was created out of the values of the associative experience of the men and women who support the WFWO or the various programs and services promoted by it, and it is based on their efforts for solidarity among the peoples, on their commitment to promote peace and justice in the world.

WORLD FOR WORLD ORGANIZATION (WFWO) is open to contributions and collaboration from all and pursues the following goals: to work for international cooperation, for development, for solidarity among the peoples, and for the spread of a culture of global peace and human development.

Article 3 – Activities

WORLD FOR WORLD ORGANIZATION (WFWO) has as its objective to promote all measures and objectives of the Eighth Millennium Development Goals and its Millennium Declaration set by the United Nations, in which the world's leaders pledged to reduce poverty in the world by half by 2015. In particularly to promote all those aimed at sensitizing national and international public opinion trough its public awareness activities and carry out programs to achieve its goals and values focusing on:

- respect for human rights;
- respect for the environment, ensuring sustainable development program;
- combating poverty;
- combating and preventing HIV/AIDS and all epidemic diseases;
- cancellation of the debt of developing countries;
- programs for international cooperation for development;
- emergency programs in developing countries struck by natural disasters;
- self-development programs in countries where other organizations partners with strong ties to the people (NGOs, unions, coops, associations, etc.) have proposed programs for the use of local resources, for self-sufficiency, for the emancipation of local populations, and for the training and preparation of personnel for local development;

- decentralized cooperation initiatives through collaboration and sister city programs, partnerships among local business concerns and government entities and institutions;
- programs for education in peace and development, in the schools, in semi-scholastic and extra-scholastic sectors, favoring the ongoing training of operators, experimental teaching, and the creation of specific educational programs;

Article 4 – Foundations and Principles

WORLD FOR WORLD ORGANIZATION (WFWO) has a vision of a democratic and mankind-centered world, in which all human beings participate actively and determine their own destiny. In our view, we represent a single family living in a common homeland and sharing a just, sustainable and peaceful world.

It is a world guided by the universal principles of democracy, equality, participation, volunteerism, non-discrimination and participation by men, women, the elderly and the young, regardless of faith, physical handicap, sexual orientation, origins and nationality.

It is a world in which peace and security, as called for by the principles of the United Nations Charter, replace weapons, conflicts and wars. It is a world in which each person lives in a clean environment with equal distribution of the earth's resources. Our vision reserves a special role for the dynamism of young people and the experience of the elderly and reaffirms the universality, indivisibility and interdependence of human, civil, political, economic, social and cultural rights.

Article 5 – Relationships

WORLD FOR WORLD ORGANIZATION (WFWO) establishes collaborative relationships:

- a) with governments and local entities at the municipal and provincial level;
- b) with regional governments, institutions and entities through coordination of the various sites;
- c) with organizations described in article 4 of the national bylaws, for purposes of coordinating efforts, after linkage with WFWO which remains the principal of relationships with institutions at the national and international level, with particular reference to the financial dimension;

Article 6 – Assets

WFWO is entitled to possess a fund.

The WFWO fund consists of offerings, grant and project funding as voluntary contributions from its partners, public and private entities and bodies both national and international, from allocations, fund-raising, donations or bequests and from any other asset through investment or other resource mobilizations activities to the WFWO. The Executive President has administrative autonomy over the assets available and is responsible for this administration vis-à-vis the Board of Directors and the general meeting. "Global donations," bequests and other grant donations made to the non-governmental organization(NGO) and based organizations communities (CBO) or local governments. The WFWO, are managed by the Board of Directors, which at its discretion determines their distribution, taking into account the needs and programs under way.

Article 7 –The Governing Bodies

The governing, administrative and advisory bodies of the EBD WFWO are:

- a) General Assembly of Board forum members
- b) Board of Directors Committee
- c) Executive Secretariat/Executive President
- d) Board of Auditors Committee
- e) Technical Review Panel Committee
- g) Other Committees to be selected by EBD

Article 7.a - Partnership Forum (Amended in May 2009)

Purpose and Composition

The Partnership Forum shall be convened periodically in order to provide persons and entities concerned about the global development issue, to express their views and contribute actively on resource mobilizations to support the WFWO's to implement its objective, policies and strategies plan.

Participation in the Forum shall be open to a wide range of stakeholders that actively support the WFWO's objectives, including individual supporters, friends of WFWO's, advocacy networks, Goodwill Ambassador networks, representatives of donors, multilateral development cooperation agencies, developed and developing countries, civil society, NGO and community based organizations, technical and research agencies, and the private sector.

Functions

The Partnership Assembly Forum will:

- a) Review progress based on reports from the WFWO EBD and provide advice to the WFWO on general policies;
- b) Provide an important and visible platform for debate, advocacy, continued fund raising, resource mobilizations, and inclusion of new partners;
- c) Mobilize and sustain high level coordination, political commitment and momentum to achieve the WFWO's objectives; and
- d) Provide a communication channel for those stakeholders who are not formally represented elsewhere in the governance structure.
- e) Organize event and campaign to support the WFWO activities through available communications and public awareness and guidelines provided by WFWO to inform for those stakeholders who are not formally represented elsewhere in the governance structure including local communities, NGO, CBO. To contribute to the implementation of the Eight Millennium Development Goals Objectives (MDGs).

Frequency and Notice of Meetings

The Partnership Assembly Forum will meet every 12 to 24 months.

Meetings of the Partnership Assembly Forum shall be convened by written notice from or on behalf of the EBD/EP.

Composition

The EBD shall consist of Twelve voting members and Twelve nonvoting members. Each voting member shall have one vote.

Voting members of the Board shall consist of:

Twelve representatives from donors, and EBD resource mobilizations team for the approval of programs and funding, strategy planning

The Eight nonvoting members of the Board shall consist of:

Four representatives from civil society and the private sector (one representative of a non-governmental organization ("NGO") from a developing country, one representative of the private sector, one representative of the international institutions partners.

One representative from the UN NGO IRENE Western Europe;

One representative from the Partners constituency;

One representative from the trustee;

One representatives from local authority to act on behalf of the WFWO to the extent public relations activities to support to WFWO's mandate in host country.

Four advocacy representatives from developing countries, one representative based on each regions selected by EBD.

Article 8 – General Assembly Board Directors

1) The WFWO's assembly consists of all those who annually subscribe the "association agreement." The WFWO consists of founding members, active members, associate members and honorary members.

a) Founding members are those individuals who sign the WFWO's act of association and bylaws.

b) Active members are those who, for more than two years, demonstrate real effort to promote the WFWO's activities. They are elected by the Board of Directors as active members of the WFWO.

c) Associate members are: associations, institutions, foundations, national and international organizations, official government and inter-government departments and all organizations in the private or public sector who participate in the WFWO's activity.

d) Honorary members are high figures and persons of all social conditions who contribute their support and their devotion to the WFWO's activities. In recognition of their support, the WFWO may confer upon them the title of honorary members of the WFWO.

e) Members are those who, subscribing to the WFWO's principles, participate and collaborate in the activities and projects promoted by it. The status of member may be lost through voluntary resignation, or expulsion decided by the Executive President and by a majority of the members of the Board of Directors, issued against those who commit acts deemed dishonorable within or outside the organization or who, by their conduct, impede its activities. The expelled member may not be readmitted.

f) The general assembly consists of all members. It is chaired by the Executive President or in his absence, by the Vice President; if the Vice President is also absent, by a member of the meeting designated by it. Minutes must be kept of meeting deliberations, signed by the Chairperson of the assembly and by the secretary designated by him to prepare them.

2) In its ORDINARY SESSION, the assembly deliberates:

a) The ORDINARY general assembly is called by the Executive President at least once each year, for approval of the balance sheet and the presentation of projects. The meeting may be called by the Board of Directors whenever it may deem this necessary at the request of at least half of the members. Convocation is by letter containing the agenda, the necessary documentation, the date and time of the first and any second convocation, which latter may be set for the same day as the first convocation.

3) In EXTRAORDINARY SESSION, the general assembly deliberates:

a) On modifications to the bylaws and the fundamental principles; b) on the dissolution and placement in liquidation of the WFWO; c) on the WFWO's participation as such in local, national and international entities, organizations and associations; d) on the effective date of exclusion of members; e) on challenges to the activities of the Board.

b) At the general assembly, whether in ordinary or in extraordinary session, each member participates with the right to vote. The vote may be expressed through a representative bearing a written proxy issued by the represented member; no one may represent more than two members aside from himself.

c) The general assembly, whether in ordinary or in extraordinary session, is validly constituted at first convocation with the presence or representation of at least one-half the members; in second convocation, regardless of their number.

d) Decisions in ordinary session are taken by absolute majority of those voting.

e) Decisions in extraordinary session are taken by a two-thirds majority of those voting.

f) The EXTRAORDINARY general assembly is called by the Executive President. It may be called by the Board of Directors whenever the board deems this necessary, or at the request of at least one-half of the members. Convocation is by letter sent at least thirty days prior and containing the agenda, documentation relating to the issues to be discussed, the date and time of both the first and any second convocation, which latter may be set on the same day as the first.

Article 9 – Board of Directors

a) The Board of Directors consists of four members. The following are part of the Board: the Executive President, the Vice President, and two members appointed by the meeting. The Executive President and Vice President are appointed from among the founding members.

b) The Board of Directors is convened by the Executive President. Its decisions are valid with the presence of one-half of those present and are taken by absolute majority. In the event of a tie, the Executive President or the Vice President casts the deciding vote. Minutes must be kept of the Board's decisions, signed by the Chairperson of the assembly and by the secretary who prepared them. The Board may call to its assembly the auditors, consultants, members and/or outside experts for clarifications, advice and consulting on projects, on legal and financial issues, and on other problems to be discussed, with no voting rights.

c) The Board of Directors is the body responsible for monitoring execution of the projects promoted. Projects are presented to national and international entities and organizations or specialized agencies of the United Nations by the Board of Directors. The Project Management team by regions, technical review panel, appointed by the Executive President or in his absence by the Vice President, examines and studies the projects and sees to their drafting and presentation. If

serious mistakes or irregularities are encountered in the execution of a project, the Board may reject the project to itself and assign others to carry it out. The latter decision is taken by a majority of those present at the board.

- d) The Board has available to it the common fund for operating expenses for its activities. Each year the Board presents the balance sheet to the general assembly within six months after the close of the year. The Board is required to present it to all members, together with a report on the WFWO's activities.

Article 10 – The Executive President

The Executive President is elected by the Board of Directors from among the founding members and remains in office for four years and may be re-elected.

The Executive President:

- a) is the legal representative of the WFWO vis-à-vis third parties and the courts;
- b) is responsible for the WFWO's activities, for implementation of the Organization's ends;
- c) signs for the WFWO all acts of ordinary and extraordinary administration;
- d) has full powers to collect monies in any amount and to issue receipts in full, to open bank and postal accounts, and to operate on them. He may delegate his signing powers to another member of the Board of Directors or to a person trusted by him for individual acts or for categories of acts;
- e) if unable to attend one or more sessions, indicates his own delegate;
- f) handles relations with national and international institutions, and the local entities and organizations described at Art. 5;
- g) calls and chairs the assemblies of the Board of Directors and of the general assembly.

The WFWO is presided over by an Executive President; he directs and coordinates the works of the general assembly and is responsible for pursuing the statutory goals of the WFWO. He manages and has signing power for bank and postal accounts and deposits in the name and on behalf of the WFWO. He is assisted by a Vice President, who remains in office for four years and may be re-elected. In the event of the Executive President's resignation or incapacity, the Vice President replaces him until the end of his term.

Article 11 – Board of Auditors

There are three auditors plus two alternates, who oversee the economic and financial management of the WFWO, monitoring and countersigning its cash books and balance sheets. The Board of Auditors holds office for three years and may be re-elected.

Article 12 – The WFWO's legal representation

a) The Executive President is the WFWO's legal representative in court and vis-à-vis third parties.

b) Projects are studied and prepared according to the decisions of the general assembly in close collaboration with the directors appointed from time to time by the Executive President.

c) Every director appointed by the Executive President and by the assembly from time to time is required to present projects using the name WORLD FOR WORLD ORGANIZATION in relations with entities, organizations and authorities in Italy and abroad, providing a plan for financial coverage on that occasion.

In the case of projects that must be presented to entities or organizations for co-financing, the Board of Directors determines whether they are compatible with the standards of said entities and organizations and establishes priorities.

The Board of Directors presents the projects to the general assembly.

d) Projects are submitted to the general assembly for approval; the assembly may reject them, justifying its decision, if it finds significant discrepancies between the projects and the fundamental principles that inspire the efforts of the WFWO

Article 13 – Positions

a) All positions within the WFWO as advocacy are held without remuneration. Expenses incurred by members for activities performed from time to time as established by the general assembly or by other bodies are reimbursable; expenses incurred for the WFWO's activities are charged to the common fund.

Article 14 – Sectors of Activity

The creation of new sectors of WFWO activity, or a change in those existing, are decided by the ordinary general assembly of Executive Board Directors (EBD).

Article 15 – Dissolution and liquidation

In the event of dissolution, the organization's assets are turned over to other non-profit organizations or return to the donors, in accordance with the judgment of the oversight body described at art. 3, paragraph 190, of Law 23 December 1996, n. 662, unless otherwise directed by law.

Article 16 – Final Clause

- a) Any and all disputes arising among the association members or between them and the WFWO in relation to the associative relationship are submitted to the judgment of a board of arbitrators appointed by the Board of Directors and consisting of one arbiter, serving as Chairperson, and one member of the WFWO.
- b) For all matters not addressed in the present bylaws, the provisions of the Civil Code shall be applied.
- c) For any dispute, the Court of Rome shall be exclusively competent.