

**ESIEM****EUROPEAN SCHOOL OF
INDUSTRIAL ENGINEERING
& MANAGEMENT***NON SCHOLAE SED VITAE DISCIMUS*

STATUTE Foundation

"European School of Industrial Engineering and Management ETS"

Article 1

Name - Duration - Headquarters

For the purposes of creating and retraining the human capital necessary for the industrial development of the country to which the European School of Higher Education 'University- Industry' in Industrial Engineering and Management (hereinafter the School) will contribute, pursuant to Article 1, paragraph 244, of Law No. 145 of 30 December 2018; Article 6, paragraph 5-octies, of Legislative Decree No. 162 of 30 December 2019, converted with amendments by Law No. 8 of 28 February 2020; Article 1, paragraph 534, of Law No. 178 of 30 December 2020; Article 6, paragraph 4-quinquies, of Legislative Decree No. 228 of 30 December 2021, converted with amendments by Law No. 15 of 25 February 2022; Article 10, letter t, of the Decree of the Minister of Universities and Research no. 581 of 24 June 2022; Article 1, paragraph 585, of Law no. 197 of 29 December 2022; Article 10, letter s, of the Decree of the Minister of Universities and Research no. 809 of 7 July 2023; Article 12, paragraph 1, letter j, of the Decree of the Minister of Universities and Research no. 1170 of 7 August 2024 and any further provisions, the Foundation "European School of Industrial Engineering and Management ETS" (hereinafter "Foundation") is established whose motto is: 'Non Scholae, sed Vitae Discimus'.

2. The Foundation is a private legal entity pursuant to Presidential Decree no. 361 of February 10, 2000, which adheres to the principles of participatory foundations and is subject to the provisions of Articles 14 and following of the Civil Code. The Foundation is registered in the National Register of the Third Sector and is subject to the provisions of the Third Sector Code pursuant to Legislative Decree no. 117 of July 3, 2017.



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3. The duration of the Foundation is unlimited.
4. The Foundation has its registered office in Bari, at via Giovanni Amendola, n. 126/B at the headquarters of the Polytechnic University of Bari, and can establish secondary branches, representations, delegations and offices in Italy and abroad.

Article 2

Starting of the Foundation

1. As a first application of the Statute, the Polytechnic University of Bari is a Founding Member; other Academic Institutions, Public and Private Bodies, Companies, Foundations, Consortia and Consortium Companies and Academic and Trade Associations that join the Foundation within a period of 18 (eighteen) months from the date of establishment of the Foundation may acquire the status of Founding Member.
2. Academic Institutions other than the Polytechnic University of Bari, Public and Private Bodies, Companies, Foundations, Consortia and Consortium Companies and Academic and Trade Associations, having read the Statute of the Foundation and the Regulation referred to in Article 5, paragraph 3, may request access as a 'Founding Member' within the terms established by the previous article 2, paragraph 1, and pursuant to the subsequent article 5. The request for access to the Foundation as a 'Founding Member' must be forwarded via certified email to the President of the Foundation.
3. The Polytechnic University of Bari will cover the costs of establishing and starting up the Foundation's activities using the allocations from its Ordinary Operating Fund, made with the Decrees of the Minister of University and Research no. 581 of 24 June 2022 (article 10, letter t), no. 809 of 7 July 2023 (article 10, letter s) and no. 1170 of 7 August 2024 (article 12, letter j), referred to in the previous



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article 1, paragraph 1, expressly made 'for the purposes of implementing the project of the European School of Industrial Engineering and Management', the assignments envisaged for the same purpose by article 1, paragraph 585, Law 197/2022, as well as any future assignments, according to the methods that will be defined in agreement with the Ministry of Universities and Research, and which will be formalized in a specific agreement with the Foundation, which will also regulate the aspects referred to in article 19.

Article 3

Purpose and scope of activity

1. The Foundation intends to pursue, on a non-profit basis, the following purposes in the following areas of activity:
 - a. promotion of the culture of Industrial Engineering and Management through the development of human capital in Europe;
 - b. financing of the operation and activity of the School pursuant to the legislative provisions referred to in Article 1, paragraph 1. The School will make use of teachers and experts, universities and companies, including European ones, which will constitute its Faculty;
 - c. financing of high-level training projects in "Industrial Engineering and Management" to be carried out in collaboration and with the School's standards by public and private entities, including in collaboration with foreign institutional entities, for the development of human capital in Italy and the attraction of human capital from abroad;
 - d. valorization of the results and their transfer to the national economic production system. The Foundation does not directly provide training courses and, in any case, does not carry out activities that are in conflict of interest with the institutional activities of the members.



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2. In order to achieve its institutional goals, the Foundation promotes the connection between the different sectors of 'University-Industry' higher education, collaboration with other international training and research bodies, integration with European and national training and research funding by promoting, in the field of industrial engineering and management, excellent education and the valorization of young graduates, research doctors or personnel working in public and private companies and in the public administration.
3. The Foundation supports the Founding Members and the Supporting Members in the creation and requalification of human capital useful for the competitiveness of companies, on the basis of assessments of the state of the art and the prospects of higher education and research in Industrial Engineering and Management at an international level, according to the needs of the national production system.
4. In accordance with the purpose and areas of activity of the Foundation (Article 3, paragraph 1), the Board of Directors, after consulting the Scientific Committee (Article 15, paragraph 5, letter a), adopts a Strategic Document in which the strategic areas for the development of human capital are identified and the resources referred to in Article 7 are indicated. The Strategic Document may have a multi-year time frame. For each area of intervention identified in the Strategic Document, the Foundation draws up an area program of the School's activities to be financed.
5. The selection of projects is carried out on the basis of criteria and procedures compliant with the best practices adopted by similar international institutions operating in the financing of higher education, also through forms of collaboration and joint calls with similar international institutions.
6. The evaluation of projects is carried out by the Scientific Committee which may, if necessary, avail itself of high-profile international experts.
7. The Board of Directors approves the projects to be financed in accordance with the provisions of the Strategic Document.



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8. The procedures for the preparation and adoption of the Strategic Document as well as the criteria and procedures for selecting the higher education projects to be financed are defined in a specific Regulation, adopted by the Board of Directors, upon proposal of the General Director, after consulting the Scientific Committee. The same regulation also defines the procedures for verifying the achievement and quality of the results of the higher education projects.
9. The Foundation, for the pursuit of its institutional purposes, can perform any act and conclude all contractual transactions of a real estate, movable and financial nature that are considered necessary or useful and administer and manage the assets of which it is the owner or in any case of which it has the availability.

Article 4

Directions and Supervision

1. The Foundation carries out its activities in accordance with the directions of the Board of Directors and with the indications and prescriptions deriving from the control and supervision of the Board of Directors and the Board of Auditors.
2. The following are subject to prior approval by the Board of Directors, after consulting the General Assembly:
 - a. the regulations of the Foundation;
 - b. the purchase of real estate, debt transactions and any other complex financial transactions not concerning the financing of projects, in particular with reference to the acquisition of company shares and shares of investment funds;



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- c. the establishment or participation in different bodies based on the objectives of creating and requalifying human capital for the industrial development of the country pursued through the advanced training 'University-Industry' in "Industrial Engineering and Management";
 - d. other acts for which prior approval is expressly provided for in this statute.
- 3. In the event of proven impossibility of functioning of the administrative bodies, or serious irregularities or illegitimacy of the acts adopted by the Board of Directors, the General Assembly, on the basis of a specific Regulation, shall appoint an Extraordinary Commissioner to exercise the powers of the President and the Board of Directors. With a Decree of the Extraordinary Commissioner, upon proposal and agreement with the General Assembly, the members of the Board of Directors shall be revoked and replaced.

Article 5

Founding Members

- 1. The Founding Members of the Foundation are academic institutions, public and private bodies, companies, foundations, consortia and consortium companies, academic and trade associations that, in pursuing the public interest and sharing the purposes of the Foundation, contribute to its life through financial contributions, except as specified in the following article 5, paragraph 7.
- 2. As a first application of the Statute, the Polytechnic University of Bari is a Founding Member, which contributes to the support of the Foundation primarily with the methods established in article 2, paragraph 3



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3. The methods and minimum contribution threshold necessary for assuming the status of Founding Member are established by a specific regulation of the Board of Directors of the Foundation, with the exception of what is provided for in the previous paragraph 2.
4. Upon proposal of the Board of Directors of the Foundation, the Board of Directors of the Polytechnic University of Bari may admit as Founding Members the subjects referred to in paragraph 1 who will join the Foundation within the terms prescribed by article 2 paragraph 1.
5. The Founding Members may propose to the Board of Directors:
 - a. high-level academic training projects of the School in partnership with Universities and Companies, co-financing their activities with their own resources and with resources of the Foundation;
 - b. projects for the creation of innovative products and courses specific to the School in partnership with Universities and Companies, co-financing their activities with their own resources and with resources of the Foundation and/or with other private and/or public resources;
 - c. the membership of teachers or experts of high and recognized qualifications to the School's Faculty; the characteristics and methods of access and participation in the Faculty will be defined with a specific Regulation of the School.
6. The Founding Members will be able to benefit from the products, including digital ones, of high-level education made available by the School on the basis of agreements with the Foundation with conditions and methods that will be defined in a specific regulation.
7. Academic Institutions can assume the status of Founding Member also through co-financing in facilities, equipment and personnel.



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8. The Founding Members may allocate their financial contribution to specific areas of intervention as identified in the Strategic Document referred to in Article 3, paragraph 4.

Article 6

Supporting Members

1. Upon proposal of the General Assembly to the Board of Directors of the Foundation, the qualification of Supporting Members may be obtained by Italian and European Academic Institutions, public and private bodies, companies, consortia, consortium companies, Foundations, businesses, academic and trade associations and in particular National and European non-profit associations operating in the field of Industrial Engineering and Management, as well as natural persons who, sharing the purposes of the Foundation, contribute to its life, even on a non-continuous basis, through financial contributions, activities, tangible or intangible assets and services. The assumption of the qualification of Supporting Member entails the payment of a membership fee to be defined pursuant to the following article 6, paragraph 5, except as specified in the following article 6, paragraph 6.
2. As a first application of the Statute, the qualification of Supporting Member is conferred to the subjects referred to in paragraph 1 by the Board of Directors of the Polytechnic University of Bari upon proposal of the Board of Directors of the Foundation.
3. Supporting Members may propose to the Board of Directors:
 - a. high-level academic training projects of the School in partnership with Universities and Companies, co-financing their activities with their own resources and with resources of the Foundation;



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- b.** projects for the creation of innovative products and courses specific to the School in partnership with Universities and Companies, co-financing their activities with their own resources and with resources of the Foundation;
 - c.** the membership of teachers or experts of high and recognized qualifications to the School's Faculty; the characteristics and methods of access and participation in the Faculty will be defined with a specific Regulation of the School.
- 4.** Supporting Members will be able to benefit from the products, including digital ones, of high-level training made available by the School on the basis of agreements with the Foundation with conditions and methods that will be defined in a specific regulation.
- 5.** The methods and minimum contribution threshold required to assume the status of 'Supporting Member' and the related causes for exclusion are established by a specific regulation of the Board of Directors.
- 6.** The qualification of Supporting Members may be obtained, upon proposal of the General Assembly to the Board of Directors of the Foundation, by Italian and European Academic Institutions, public and private bodies, companies, consortia, Foundations, individual enterprises, natural persons, academic and trade associations and in particular by National and European non-profit associations operating in the field of Industrial Engineering and Management. Universities assume the Status of Supporting Member also through co-financing of facilities, equipment and personnel; non-profit associations assume the Status of Supporting Member also through consultancy and dissemination activities at European level of the activities promoted by the Foundation. As a first application of the Statute, the "European Academy for Industrial Management - AIM", a non-profit European association of university professors, an authoritative academic reference in Europe for innovation and the promotion of excellent training in industrial engineering and management, is a Supporting Member.



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7. Supporting Members may allocate their contribution to specific areas of intervention identified by the Strategic Document referred to in Article 3, paragraph 4.

Article 7

Assets and Management Fund

1. The assets of the Foundation are made up of an Asset Fund (including the Endowment Fund which is intangible) and a Management Fund that can be used for the current activity and management of the Foundation.
2. In particular, the Asset Fund is made up of:
 - a. movable and immovable assets that come or will come to the Foundation in any capacity, including those purchased by the Foundation according to the provisions of this statute;
 - b. donations made by public and private entities, by natural persons or by other Subjects, also in the form of instrumental goods, with the express purpose of increasing the assets.
 - c. an endowment fund of thirty-five/00 thousand euros, in compliance with the provisions of the Board of Directors of the Polytechnic of Bari in the meeting of 04.30.2025, as a share of the resources of the Fund for the promotion and implementation of the European School of Industrial Engineering and Management project pursuant to Article 1, paragraph 244, of Law no. 145 of 30 December 2018; Article 6, paragraph 5-octies, of Legislative Decree no. 162 of 30 December 2019 converted with amendments by Law no. 8 of 28 February 2020; Article 1, paragraph 534, of Law no. 178 of 30 December 2020; Article 6, paragraph 4-quinquies, of Legislative Decree no. 228, converted with

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amendments by Law no. 15 of 25 February 2022; to Article 10, letter t, of the Decree of the Minister of University and Research no. 581 of 24 June 2022; to Article 1, paragraph 585, of Law no. 197 of 29 December 2022; to Article 10, letter s, of the Decree of the Minister of University and Research no. 809 of 7 July 2023; Article 12, paragraph 1, letter j, of the Decree of the Minister of University and Research no. 1170 of 7 August 2024.

3. The Management Fund is composed of:

- a.** income and profits deriving from the Foundation's assets and activities;
- b.** donations or testamentary provisions that are not expressly intended for the Endowment Fund;
- c.** voluntary contributions from Founding Members and Supporting Members;
- d.** revenues deriving from the institutional, accessory, instrumental and related activities of the School as well as from the use of training products and patents resulting from the funded projects;
- e.** from all the resources of the Fund for the promotion and implementation of the European School of Industrial Engineering and Management project referred to in Article 1, paragraph 244, of Law 30 December 2018, no. 145; to Article 6, paragraph 5-octies, of Legislative Decree no. 162 of 30 December 2019, converted with amendments by Law no. 8 of 28 February 2020; to Article 1, paragraph 534, of Law no. 178 of 30 December 2020; to Article 6, paragraph 4-quinquies, of Legislative Decree no. 228 of 30 December 2021, converted with amendments by Law no. 15 of 25 February 2022; to Article 10, letter t, of the Decree of the Minister of University and Research no. 581 of 24 June 2022; to Article 1, paragraph 585, of Law no. 197 of 29 December 2022; to Article

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10, letter s, of the Decree of the Minister of University and Research no. 809 of 7 July 2023; Article 12, paragraph 1, letter j, of the Decree of the Minister of University and Research no. 1170 of 7 August 2024; Ministerial Decree no. 595 of 07-08-2025, not already allocated to the Endowment Fund referred to in art. 7 paragraph 2 letter c);

- f.** contributions from Ministries involved in the creation and retraining of human capital for business competitiveness;
- g.** contributions from Founding Members and Supporting Members;
- h.** operating surpluses allocated to the Fund;
- i.** contributions and funding from the European Union, the State, and national and international public and private entities, as well as individuals;
- j.** donations made by public and private entities, individuals, or other entities not expressly earmarked for the Endowment Fund;
- k.** annual contributions that Founding and Supporting Members must pay annually for the operation of the Foundation, based on the annual budget approved by the Foundation's Board of Directors.

The Board of Directors defines the Management Fund intended for the Foundation's operating expenses in the programming document, in compliance with effectiveness and efficiency criteria and parameters.

- 4.** The Asset Fund and the Management Fund are exclusively dedicated to the achievement of the Foundation's goals. The distribution of profits in any form is prohibited. Any proceeds, income, and profits deriving from the performance of activities are used exclusively to pursue the Foundation's goals.



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Article 8

Personnel

1. To carry out the activities of the School, the Foundation may avail itself of experts with high-level training, scientific and managerial skills, selected through a competitive procedure, including international, according to the best practices adopted by similar institutions operating in the sector of high-level training in Industrial Engineering and Management, guaranteeing the flexibility of the structure necessary to pursue the objectives indicated by the Board of Directors and at the same time continuity in organizational functionality.
2. To carry out technical and administrative activities, the Foundation mainly avails itself of Staff of the Founding Members and Supporting Members as well as personnel to be selected through procedures compliant with the principles of merit, adequate publicity and transparency of the selection, with comparative verification of possession of the attitudinal and professional requirements required in relation to the positions to be filled.
3. The Board of Directors, after consulting the Scientific Committee for personnel referred to in Article 8, paragraph 1, shall establish by a regulation the methods of selection and management of personnel and the cases in which the employment contract provides for the prohibition of carrying out, after the termination of the relationship, work or professional activities at private entities directly or indirectly receiving funding from the Foundation. The personnel selection and management regulation shall ensure adequate forms of protection of gender equality and the principle of non-discrimination.
4. In carrying out its tasks, the Foundation may avail itself, in accordance with the rules set forth in the respective regulations, of personnel also of management level, of bodies and other entities identified



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pursuant to Article 1, paragraph 2, of Law 31 December 2009, no. 196, as well as the collaboration of Universities, University and research institutes, and of experts from national and foreign companies.

Article 9

Bodies

1. The bodies of the Foundation are:

- a. the General Assembly
- b. the Board of Directors;
- c. the President;
- d. the General Director;
- e. the Scientific Committee;
- f. the Board of Auditors.

2. No member of a body of the Foundation may be part of another body or operational structures of the same. In the event of acceptance of a second position, the member automatically loses the first, with the exception of the President who is a member of the Board of Directors.

3. Remote meetings of the bodies through tools that ensure video and audio conference connections are valid, provided that the members are identified, their identification is recorded in the minutes and they are allowed to follow the discussion and intervene in real time in the discussion of the items on the agenda.



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Article 10

General Assembly

The General Assembly in ordinary composition is composed of the legal representatives of the Founding and Supporting Members or their delegates, one for each Member. The General Assembly in restricted composition is composed of only the Founding Members or their delegates, one for each Founding Member. For each Member of the General Assembly, the conditions of incompatibility provided for in Article 9, paragraph 2 exist.

For the validity of the resolutions of the General Assembly, the effective presence of the majority of its Members is required; the resolutions are adopted by an absolute majority of the votes of those present. The functioning of the General Assembly is governed by specific Regulations prepared by the General Director and approved by the Board of Directors.

The General Assembly is responsible for:

- a. Appointing the Members of the Board of Directors in the terms set out in Article 11, paragraph 3;
- b. Proposing to the Board of Directors the admission and exclusion of Members of the Foundation;
- c. Approve any delegations to the President and the General Director of the Foundation;
- d. Amend the Statute in compliance with the provisions of Article 20;
- e. Decide on the termination of the Foundation, pursuant to Article 21. Article 11 Board of Directors



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1. In the ordinary composition, the Board of Directors is composed of a maximum of seven Members, including the President.
2. In the first application, the Board of Directors of the Polytechnic University of Bari appoints the Board of Directors of the Foundation, establishing at the same time the number of Members, not greater than four, and identifying the President among them. The aforementioned Board of Directors of the Foundation will remain in office until the deadline by which all the Founding Members will be defined (Article 2, paragraph 1).
3. In the ordinary regime, on the basis of a specific Regulation, the General Assembly, in a composition restricted to the Founding Members, appoints up to four Members of the Board of Directors, identifying among them the President and, in the ordinary composition, appoints a number of additional Members, in any case lower than the number of Members appointed in a restricted composition.
4. The Members of the Board of Directors, including the President, referred to in paragraph 2 of this article, may be confirmed in office for a further four years at the end of which they may be reappointed only once.
5. In the ordinary composition, the Members of the Board of Directors, including the President, remain in office for four years and may be reappointed only once.
6. The Members of the Board of Directors are chosen from among persons of well-known independence, with the requirements of honorability and professionalism, who have acquired experience for at least five years by performing managerial functions in public or private organizations and bodies or in public or private companies or in academic associations or who have achieved a particular professional, cultural and scientific specialization deducible from university and post-university education, scientific publications and concrete work experience gained for at least five years, including in state administrations, in functional positions envisaged for access to



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management or who come from the sectors of research, university teaching, the judiciary and the roles of lawyers and state attorneys.

7. The Members of the Board of Directors possess the requirements of honorability if they jointly meet the following conditions:
- a. are not temporarily banned or suspended from the management offices of legal entities and companies;
 - b. have not been subjected to preventive measures ordered by the judicial authority pursuant to Legislative Decree no. 159 of 6 September 2011 and subsequent amendments and additions, without prejudice to the effects of rehabilitation;
 - c. have not been sentenced with an irrevocable sentence, without prejudice to the effects of rehabilitation, to a prison sentence for a period exceeding six months or for the crimes provided for in Chapter I of Title II of Book Two of the Criminal Code;
 - d. have not received criminal convictions or other sanctions in foreign countries for crimes and durations corresponding to those which would entail, according to Italian law, the loss of the requirements of honorability.
8. The office of member of the Board of Directors is not compatible with the office of President of the Council of Ministers, Minister, Deputy Minister, Undersecretary of State, Extraordinary Commissioner of the Government, pursuant to Article 11 of Law 23 August 1988, no. 400 and in all other cases of incompatibility provided for by law.

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Article 12

Powers of the Board of Directors

1. The Board of Directors exercises a general power of direction and control of the activities of the Foundation. To this end, the Board of Directors adopts the acts delegated to it by the Statute.
2. In particular, the Board of Directors:
 - a. appoints the General Director;
 - b. appoints the Scientific Committee;
 - c. supervises the general progress of the Foundation and compliance with the Statute;
 - d. verifies the consistency of the programs and related projects with the Strategic Document referred to in Article 3, paragraph 4 and monitors their progress;
 - e. verifies the compatibility of the positions of the members of the bodies with other activities and assignments.
3. The Board of Directors, upon proposal of the General Director:
 - a. adopts, after consulting the Scientific Committee, the strategic document referred to in Article 3, paragraph 4 and the related annual updates, which are transmitted to the General Assembly by the President;
 - b. approves the area programs and the list of projects to be financed on the basis of available resources;



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- c.** adopts and transmits to the General Assembly the annual report on the activities carried out by the Board of Directors and, in particular, after consulting the Scientific Committee, on the activities referred to in the previous paragraph 2 letter d);
- d.** approves the budget, the financial statement, the multi-year budget and the economic plan;
- e.** approves the organizational chart and the organizational structure;
- f.** adopts the regulations on the organization, operation, administration and accounting of the Foundation, the regulations on the organization and operation of the School, as well as the other regulations provided for by the Statute;
- g.** approves extraordinary expenses;
- h.** decides on the Foundation's participation in committees, bodies and companies;
- i.** approves the entry into the Foundation of Founding Members and Supporting Members;
- j.** after consulting the Scientific Committee, identifies expert evaluators of academic or professional excellence projects and approves the membership of professors and business experts to the Faculty on the basis of specific regulations. The resolutions of the Board of

Directors are adopted by an absolute majority of those present; in the event of a tie, the President's vote prevails.



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Article 13

The President

1. The President is the legal representative of the Foundation, chairs the General Assembly and the Board of Directors, has powers of strategic direction, takes care of the institutional and public relations of the Foundation, promotes the higher education activities promoted and financed by the Foundation.
2. The President is appointed from among the members of the Board of Directors referred to in Article 5, paragraph 6, with a simple majority by the General Assembly in restricted composition, except as indicated in Article 11, paragraph 2.
3. In the event of absence or temporary impediment of the President, the related functions are carried out by the oldest Member of the Board of Directors, except as provided in Article 4, paragraph 3.

Article 14

The General Manager

1. The General Manager is chosen from among experts with a prestigious curriculum and proven competence to carry out the functions assigned to him, as per the following article 14, paragraph 2. He is appointed for a four-year term by the Board of Directors, following a competitive procedure managed by a Committee appointed for this purpose by the Board itself. The mandate of the General Manager is renewable only once.
2. The General Manager is responsible for the ordinary and extraordinary management of the Foundation. To this end, the General Manager:



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- a. is responsible for the implementation of the Strategic Document approved by the Board of Directors, including through the preparation of specific area programs;
 - b. appoints, after consulting the Scientific Committee, the commissions for the selection of personnel;
 - c. proposes the regulations of the Foundation to the Board of Directors;
 - d. submits the budget, the financial statement, the multi-year budget and the economic plan to the Board of Directors for approval;
3. In the first application, the functions of General Director are carried out by the President, until the completion of a selection procedure pursuant to the previous paragraph 1.

Article 15

Scientific Committee

1. The Scientific Committee is composed of five experts, including international ones, with consolidated skills in higher academic education, operating in the sector of higher education in "Industrial Engineering and Management", with experience in relations with companies and in the transfer of knowledge in training activities of university and professional courses. It is appointed by the Board of Directors on the basis of a specific regulation, according to the best practices adopted by similar institutions, including international ones.
2. The Scientific Committee remains in office for four years; the members of the Scientific Committee are renewable only once.
3. The Scientific Committee elects a President from among its members.



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4. The Scientific Committee is a consultative body of the Foundation, in support of the activities of the Board of Directors and the General Director.
5. The Scientific Committee in particular:
 - a. expresses its opinion on the Strategic Document;
 - b. evaluates the projects to be submitted to the Board of Directors for their financing, possibly supported by high-profile international experts;
 - c. provides support in the formulation and verification of the implementation of the programs;
 - d. expresses its opinion on the coherence between training activities and the Strategic Document as well as on the congruence between training activities and the related resources allocated;
 - e. supports the Foundation in the evaluation of the School's Faculty Members.

Article 16

Board of Auditors

1. The Board of Auditors is composed of three Members, plus two substitutes, experts in accounting and/or tax matters, not necessarily from the academic world, provided they have adequate professionalism and are registered in the Register of Auditors.
2. The Board of Auditors is appointed by the Board of Directors upon proposal of the President. In the first application of the Statute, the Board of Auditors is appointed by the Board of Directors of the Polytechnic University of Bari.



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3. The Members of the Board of Auditors remain in office for three years and can be confirmed only once. The Board elects its own President from among its members.
4. The Board meets whenever the President or at least the two Members of the Board deem it appropriate.
5. The Board of Auditors is responsible for monitoring the regularity of the administration and accounting of the Foundation, pursuant to Legislative Decree 30 June 2011, no. 123, and, for the functions referred to in the provisions of the Civil Code from Article 2403 and following, as applicable, prepares the financial statement report and/or explanatory notes, reports thereon to the Board of Directors and carries out cash checks. The Board of Auditors is responsible for supervising the functioning and compliance with the organizational and management models pursuant to Legislative Decree 8 June 2001, no. 231. The Board of Auditors may be assigned, by determining its supplementary compensation, the certification of expenses and/or project reporting where requested.
6. The Members of the Board of Auditors may attend the meetings of the Board of Directors.

Article 17

Compensation and reimbursements

1. The compensation of the members of the Board of Directors, including the President, and of the Board of Auditors as well as the compensation for the supervisory functions referred to in Legislative Decree 8 June 2001, n. 231 are established by the General Assembly of the Foundation.
2. In the first application of the Statute, the compensation referred to in paragraph 1, are established by the Board of Directors of the Polytechnic University of Bari.



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3. The Board of Directors determines the compensation of the General Director and of the members of the Scientific Committee, on the basis of the required professionalism.
4. The bodies of the Foundation indicated in paragraph 1 are also entitled to reimbursement only of expenses necessary for the performance of the activities falling within their respective roles, to be proven by producing specific documentation.

Article 18

Financial Year and Balance Sheet

1. The financial year of the Foundation begins on January 1 and ends on December 31.
2. By December 31 of each year, the Board of Directors shall approve, upon proposal of the General Director, the planning documents for the following financial year. By April 30 of each year, the Board of Directors shall approve, upon proposal of the General Director, the financial statements accompanied by the report of the Board of Auditors. For the preparation of the financial statements, the provisions of the Civil Code on joint-stock companies shall apply, where compatible.
3. The financial statements must be drawn up clearly in order to represent the Foundation's financial and equity situation, as well as the financial results of the financial year, in a true and correct manner.
4. The resolutions approving the forecast program document and the financial statement are transmitted, within ten days of the date of the resolutions themselves, to the Founding Members and the Supporting Members.



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Article 19

Relationships between the Foundation and Founding and Supporting Members

1. The collaborative relationships of the Foundation with the Founding Members and Supporting Members are governed by specific agreements that will regulate the contents of the collaboration and the related economic aspects.
2. The agreements will also establish the methods of conferring to the Foundation the goods, services, structures and facilities of the Members, necessary for the pursuit of the purpose of the Foundation.
3. The agreements will also establish the conditions for any temporary secondment or other similar position of personnel of the Founding Members and Supporting Members at the Foundation, in any case in compliance with the provisions of the laws and collective agreements, taking into account the legal nature of the Founding Members and Supporting Members.

Article 20

Amendments to the Statutes

1. The General Director proposes to the Board of Directors amendments to the Foundation's statutes, subject to approval by the General Assembly in compliance with the provisions of the Civil Code.
2. The purposes of the Foundation cannot be changed.



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Article 21

Extinction

1. The dissolution of the Foundation is decided by the General Assembly if it deems the statutory purposes to be exhausted or unattainable. The extinction of the foundation also occurs if all the Founding Members cease to adhere to it.
2. Dissolution, extinction and devolution of the assets and other residual resources of the Foundation will be governed by the provisions of law in force at the time of such events.

Article 22

Disputes

1. All disputes relating to this Statute, concerning social relationships between the Members of the Foundation and between them and the Foundation itself or its bodies, as well as those within the bodies or between the bodies themselves, will be resolved by the competent judicial authority.

Article 23

Final Rule

1.
For anything not provided for in this Statute, the provisions of the Civil Code and the regulations in force on the matter shall apply.