

INTERNATIONAL INSTITUTE OF COFFEE TASTERS STATUTE

CONSTITUTION AND AIMS

Art.1 An association named the Istituto Internazionale Assaggiatori Caffè (International Institute of Coffee Tasters), abbreviated to IIAC, has been established. The association may also act under the name: INTERNATIONAL INSTITUTE OF COFFEE TASTERS or the acronym IICT.

Art.2 The Institute is based at 25128 Brescia (BS), Galleria V. Veneto 9, c/o Centro Studi and may establish, by simple resolution of the Board of Directors, secondary locations in Italy and abroad.

Art.3 The Institute aims:

- a. to improve and enhance the professional skills of its members and ensure compliance with the rules of professional conduct, facilitating the selection and protection of users in compliance with rules on competition (Art. 2 Italian Law 4/2013).
- b. to popularise learning the art of coffee tasting, from both a technical and practical point of view through conferences, member courses, seminars, practical classes and competitions both in Italy and abroad;
- c. to encourage the use of expert coffee tasters by companies and public and private bodies;
- d. to promote initiatives aimed at improving awareness and valorising quality coffee;
- e. to be absolutely impartial in proceedings concerning evaluation.

ADMISSION TO THE ASSOCIATION

Art.4 Natural persons, legal entities and organisations that, in the opinion of the Board of Directors, may contribute to the achievement of the statutory aims may be admitted to the Association.

Art.5 To be eligible to be a part of the Association candidates must submit an application to the Board of Directors who are not obliged to justify its rejection. It is also the Board of Directors' right to confer honorary titles to people who have made outstanding contributions to the association and/or towards the aims that it proposes.

Art.6 On a yearly basis the Board of Directors determines the membership fee, the IIAC license fee and any additional fees charged to its members in relation to the initiatives to be undertaken for the achievement of its statutory objectives. Contribution obligations may differ for member categories or groups. Payment of additional fees is compulsory only for members who participate in the events and activities that determine the request for extraordinary economic support by the Board of Directors.

REVOCATION FROM THE ASSOCIATION

Art.7 Associate status is removed from those who:

- a) submit a written request for resignation;
- b) are disqualified by resolution of the Board of Directors for serious and proven reasons, following enforcement of the individual concerned.
- c) manifest a lack of interest in the Association and/or fail to perform social duties;
- d) have failed to pay the annual association fee within the 3 months following the end of the fiscal year. Exclusion for the reasons referred to in subparagraph d) may be annulled through payment of the delayed fee as long as this is paid at the same time as the fee for the following year, or in any case in an earlier period.

Art.8 Members are separated into three precise categories:

- Ordinary members: natural persons;
- Taster members: natural persons who have completed adequate training and passed the relevant tests;
- Aggregate members: companies, institutions, associations and any other organisation.

Requisites for belonging to or moving from one category to another are established by the Board of Directors with appropriate regulation. The IIAC License is only issued to taster members. It is forbidden to use the title for advertising in favour of coffee producers and roasters.

SYMBOL OF THE ASSOCIATION

Art.9 The name and the symbol of the Association are selected by the founding members upon formation of the Association and are registered in accordance with statutory requirements. It is within the power of the assembly members to approve any changes. The right to carry the badge with the Association symbol is reserved exclusively to taster members.

ASSOCIATION ADMINISTRATION

Art.10 Expenditures inherent to operation of the Association and for implementation of the initiatives it has promoted are covered not only by membership fees, additional fees and IIAC license fees, but also with contributions provided by Corporations, Companies or Individuals and with the surpluses arising from activities and events.

Art.11 Members do not assume any personal financial commitments or bond of solidarity for the obligations contracted by the Association, to which it responds only with the company's assets.

Art.12 The fiscal year starts on the 1st of January and ends on the 31st of December.

ASSOCIATION BODIES

Art.13 The Association bodies are as follows:

- the General Assembly of Members;
- the Board of Directors;
- Accounting Control;
- the Board of Arbitrators;
- the Scientific Committee

THE GENERAL ASSEMBLY OF MEMBERS

Art. 14 The General Assembly of members is held at least once a year in ordinary session. Annually it approves the Association's cash flow statement prepared by the Board of the Directors and appoints the members of the governing bodies who are entrusted to it under this Statute. All categories mentioned in article 8 may attend the general assembly of members, provided that the members involved are in good standing with the payment of membership fees. The General assembly of members both in ordinary and extraordinary session is convened by a notice published at the registered office, at least five days before the date set for the meeting, by post, fax or e-mail with indication of the subjects to be covered, when the Chairman or the Board of Directors consider it necessary. This must also be convened when it has been requested by a number of members, in good standing with the payment of membership fees, who represent at least half of the members or upon request from the Accounting Control Body with indication of the subjects to be covered. In Assembly each member has one vote and may represent, with written proxy, at most two other members. General Assembly of Members meetings are valid at first call when at least half plus one members or their proxies are present and at second call, at least an hour after the first, whatever the number of members or their proxies present; it shall be resolved, at both first and second call, with the favourable vote of members who represent half plus one of those present at the meeting. The General Assembly of Members approves the appointment of members of the corporate board, changes to the Statute as well as the dissolution of the Association, determining the relevant procedures. Meetings of the General Assembly of Members are still valid even if not convened in the manner indicated above, provided all members are present, as well as all members of the Board of Directors and the Accounting Control Body.

THE BOARD OF DIRECTORS

Art.15 The Board of Directors is composed of members by right and effective members. Members by right may be:

- the Chairman of the Taster Study Centre
- the Chairman of the Scientific Committee

Members by right, who must accept in writing, can be represented by a proxy designated annually with written communication to the Chairman of the Association. The Board of Directors is deemed quorate and operational even when one or more members by right renounce the assignment or submit resignation. The Association assembly may appoint other members by right to the Board of Directors.

Art. 16 The Board of Directors is convened by the Chairman, or by a third of the directors in office or by the Control Body or the Board of Arbitrators, by ordinary letter or by fax or e-mail, sent at least three days before the meeting, with indication of the subjects to be covered. In cases of urgency it may also be convened by telegram; meetings not convened in the manner indicated above are in any case valid provided that all members of the Board of Directors are present. The Board is invested with the authority needed for the management and direction of the Association's affairs, for ordinary and extraordinary administration, to carry out and authorise any operations designed to achieve statutory aims, as well as for the enactment of regulations intended to govern the operation of the Association. The Board of Directors prepares the cash flow statements at the end of the fiscal year, determines the amount of membership fees and the Association's projects and programmes. The Board of Directors elects a Chairman and one or two Vice Chairmen of the Association and they may be reappointed. The Board of Directors may appoint Managing Directors, defining their competencies and powers.

The meetings of the Board of Directors are valid when a third of its members are present and deliberations are resolved with the favourable vote of half plus one of the directors present. In case of equal votes the Chairman's vote prevails, provided that the Board of Directors is composed of a number greater than two. It is possible to hold Board meetings with attendees located in different places, near or distant, audio/video connected, under the following conditions which must be acknowledged in the minutes:

- that the Chairman and the Secretary of the meeting are present in the same location who will carry out the formation and signing of the minutes;
- that the Chairman is allowed to ascertain the identity and legitimacy of the attendees, direct the proceedings, establish and announce the results of voting;
- that the person taking the minutes is allowed to adequately perceive the events being recorded;
- that the attendees are allowed to participate in discussion and cast votes simultaneously on the items on the agenda, as well as to view, receive or transmit documents.

THE CHAIRMAN

Art.17 The Chairman is appointed by the Board of Directors from its members and remains in office for three years. The Chairman represents the Association in all legal and signatory purposes. The Chairman undertakes the Association according to and only for the resolutions adopted regularly by the Board of Directors. The Chairman is responsible for ensuring compliance with the Statute, convening and chairing the Board of Directors.

Art.18 All of the Chairman's powers shall be intended, in case of his absence or incapacity, as undoubtedly devolved to the Deputy Vice Chairman. The Chairman's powers may also be delegated by the same, in whole or in part, individually or collectively, to both the Vice Presidents and to other members of the Board.

THE CONTROL BODY

Art. 19 Accounting control is entrusted to a person skilled in accounting and membership appointed by the General Assembly of Members even outside of it. Accounting control is responsible for administrative control of the Association and supervising compliance with the laws and the statute.

THE BOARD OF ARBITRATORS

Art.20 The Board of Arbitrators is composed of three members appointed by the Assembly even among non-members. They remain in office for three years and may be re-elected. The Board of Arbitrators decide on any controversy that may arise within the Association as further specified in Art. 26.

THE SCIENTIFIC COMMITTEE

Art.21 The Scientific Committee is tasked with developing technical and scientific knowledge useful for implementing the Association's aims and will operate as indicated by the special regulation that will be determined by the Board of Directors.

It is composed of an unlimited number of members appointed by the Board of the Directors, even among non-members, provided they are particularly qualified in the Association's interests. The Scientific Committee remains in office for three years. Depending on requirements new members may be appointed during the three years, however their position will expire at the same time as those appointed at the start of the three years. The Scientific Committee elects the Chairman from among its members, who is then a member by right of the Board of Directors.

CORPORATE OFFICERS

Art. 22 The corporate officers envisaged by this Statute are conferred as honorary only and therefore do not require the payment of fees, salaries or compensation of any kind except expense reimbursements when determined by the managing director.

TERRITORIAL ORGANISATION OF THE ASSOCIATION

Art 23 The peripheral structure of the association will be determined with a special regulation issued by the board of directors which will include the figures needed for operation in Italy and abroad. Foreign sections may be formed by independent associations according to the criteria established by the abovementioned regulation.

DISSOLUTION OF THE ASSOCIATION

Art. 24 The Association may be dissolved following assembly resolution with the provisions of art. 13 for inactivity, financial reasons and lapsing of the events for which it was formed.

In the case of dissolution the Association is obliged to donate the company's assets to another association with similar aims or public purposes, after consulting the control body referred to in art. 3 paragraph 190, law 662/96 unless otherwise assigned by law.

Art. 25 For all matters not specified refer to the special regulations that will be prepared by resolution of the Board of Directors.

ARBITRATION CLAUSE

Art. 26 The members undertake to submit disagreements of any kind, between members, between members and the association, between members and the assembly, between members and the governing bodies and/or liquidators that may arise on account of the aims and operation of the association or for related reasons to resolution by the board of arbitrators without exception. The board of arbitrators will attempt to amicably settle disputes submitted to them within 90 days of receiving the assignment, after consulting parties or their agents appointed for this purpose. If the board does not succeed in settling the affair it still has the power to decide and the decision is binding on all parties.

Art. 27 For anything not required by the Statute, the Association will be governed by the provisions of the law on non-recognised associations. For any dispute the court of Brescia has jurisdiction.