



CONSTITUTION of the ITALIAN BUSINESS ASSOCIATION OF GHANA (IBAG)

CONTACT INFORMATION

Location	- La Villa Boutique Hotel, Osu.
Post Office Address	- P. O. Box 6256
Phone line	- 0303 966 535
Website	- www.ibaghana.com
Email Address	- info@ibaghana.com

Approved on May 14th, 2015 – modify on June 7th 2016

PREAMBLE

On 14/05/2015 at 6:30 p.m. at La Villa Boutique Hotel, the following person have solemnly declared the intention to form an Association to be known as the:

ITALIAN BUSINESS ASSOCIATION OF GHANA (IBAG)

Sig. Ambrogio Marco (Casapalladio Ltd)
Sig. Ancordi Samuele (Euro Resources Gh. Ltd)
Sig. De Simone Federico (De Simone Ltd)
Sig. De Simone Enrico (De Simone Ltd)
Sig. Bollini Ernesto (Consar Ltd)
Sig. Cerutti Luciano (Monza Servizi Ltd)
Sig. Gellini Giacomo (Gelcon Ltd)
Sig. Gentilezza Umberto (Vaniado Ltd)
Sig. Ghia Andrea (Smaes West Africa Ltd)
Sig. Granzotto Tiziano (Italian Aluglass Ltd)
Sig. Mariani Tommaso (Pascico Ltd)

Sig. Massone Ugo (Consar Ltd)
Sig. Procesi Massimo (Woodart Ltd)
Sig. Mazzitelli Ferdinando (Plastofer Ghana Ltd)
Sig. Naso Agostino (Savino Del Bene Ltd)
Sig. Recchia Agostino (Find Italia Ltd)
Sig. Ollennu Nii Amaa (La Villa Boutique Hotel)
Sig. Orlandi Andrea (Royal Aluminium System Ltd)
Sig. Tessitore Ivan (Grimaldi Ghana Ltd)
Sig. Vidoni Fulvio (Space In Ghana Ltd)

Therefore, in pursuance of the objectives we do hereby solemnly and faithfully give ourselves this constitution this 14th of May 2015.

ARTICLE 1: NAME

The abbreviation of the Association shall remain IBAG.

ARTICLE 2: OBJECTIVE

The Association shall promote and develop the commercial relations between Ghana and Italy and assist the Italian business community in Ghana.

ARTICLE 3: MEMBERSHIP

3.1 Categories of membership

The following categories of members are proposed:

3.1.0 Founder members: they are the persons or the juridical bodies having established the Association, they automatically become Ordinary Member.

The founding members are:

Aya Engineering Ltd, represented by Mr. Nemesi Michele
Ceramiche Marca Corona S.p.a., represented by Mr. Beneventi Luca
Consar Ltd, represented by Mr Stefano Ramella Pezza
De Simone Ltd, represented by Mr. Enrico De Simone
Find Italia Ltd, represented by Mr Recchia Agostino
Gelcon Ltd, represented by Mr Gellini Giacomo
Grimaldi Ghana Ltd, represented by Mr Tessitore Ivan
Italian Aluglass Ltd, represented by Mr Granzotto Tiziano
La Villa Boutique Hotel, represented by Mr Ollennu Nii Amaa
Plastofer Ghana Ltd, represented by Mr Mazzitelli Ferdinando
Savino Del Bene Ltd, represented by Mr Naso Agostino
Smaes West Africa Ltd, represented by Mr Ghia Andrea
Space In Ghana Ltd, represented by Vidoni Fulvio
Tanink Ltg, represented by Mr. Klogo Roger
Terraefuoco Ltd, represented by Zilocchi Valter

Voltacars Rental Services Ltd, represented by Mr. Ramella Francesco
Whirpool represented by Mr. Frederick Sam.

3.1.1 Ordinary members: they shall be persons of Italian nationality being duly resident in Ghana or the representative of a juridical body officially recognized by Ghanaian legislation and/or by Italian legislation having a clear and established economic relation linking Italy and Ghana.

3.1.2 Institutional members: any recognized Italian or Ghanaian institutional juridical body.

3.1.3 Honorary members: any person that the association deems fit to build the interests of the association in Ghana.

3.1.4 Non-paying members: any person that join the Association only to develop projects and charitable events

3.1.5 Membership is given and maintained by payment of dues, honorary members excluded.

3.1.6 Founder, Ordinary and Institutional members are the only category of members with voting rights and also eligible to stand for election, provided in line with the membership payment.

3.1.7 Non-paying members can appoint a proxy to attend, without right of vote, to the Executive Committee.

3.2 Application Process

3.2.1 Everyone has to formally apply for membership to the Association. An application must be refereed by one Regular Member of the Association.

3.2.2 The application will be examined by the Secretary, presented to the Executive Committee, and a decision made based on Article 3.1.

3.2.3 The decision made will be communicated in writing to the applicant.

3.3 Membership fees

The membership fees will be proposed by the Executive Committee and approved by the Assembly for the following categories:

3.3.1 Ordinary members

3.3.2 Institutional members

These amounts are subject to periodic review at General meetings.

ARTICLE 4: ORGANISATION

4.1 The Association shall elect a President, a Vice-President, a Secretary and Treasurer. And Two elected officers together with President, Vice-President and Secretary shall constitute the Executive Committee of the Association.

4.2 A person shall not occupy the same elective office for more than two consecutive terms. However, a person may seek to return to the same office after two years of leaving that office; a person may proceed from one office to another without observing the two year break.

4.3 There shall be at least one Executive meeting each year.

4.4 An annual General Meeting, shall be held each year. Normally at this meeting (i) papers shall be presented, (ii) the President, Treasurer shall present reports, (iii) fresh elections shall be held and (iv) amendment to the article of Association.

4.5 The Executive Committee may call an Emergency meeting whenever the need arises.

4.6 The thirty percent of the members or the twenty percent or the founders can call an Emergency meeting.

4.7 The General Meeting is validly constitute at the presence of at least one third of regular member, should not be the case at least fifty percent plus one of the founder Members.

4.8 The fifty percent plus one of the presents as per 4.7 make the decision valid.

4.9 A person who owns or is shareholder of more than one Company can apply for the membership of each of them as Ordinary Members but is entitled to a single cumulative vote.

ARTICLE 5: OFFICE-BEARERS

5.1 The President shall be the legal representative of the Association, preside at meetings, and have general oversight responsibility for the running of the Association.

5.2 The Vice-President shall assist the President in steering the affairs of the association and shall deputise for the President when he/she is absent.

5.3 The Secretary, under the authority of the President, shall implement the policies of the Association, conduct the correspondence, prepare documents, and see to the general administration of the Association.

5.4 The Treasurer, under the authority of the President, shall see to the financial and other resources of the Association and to the discharging of its financial obligations.

ARTICLE 6: RESOURCES

6.1 The resources of the Association shall be derived from the contributions of its members and any grants, donations or subventions accepted by the Association to be used in conformity with its aims as defined under Article 2.

6.2 Membership fees for the first year ex per art 3 shall be set by the Founding Members and the Executive Committee the subsequent years shall be set by the Annual General meeting.

6.3 In conformity with Article 5, the President and, under his/her authority, the Secretary and Treasurer shall be empowered to administer the resources of the Association, and to enter into contracts related to the implementation and financing of projects approved by the Association.

6.4 An auditor shall be contracted periodically to audit the financial statements.

ARTICLE 7: AMENDMENT

7.1 A proposal to amend the constitution shall be considered valid if a member submits the proposal in writing (either electronically or in hard copy) to all members, indicating the approval of at least a third of the members.

7.2 The Article of Association may be amended if the proposal secures the approval of at least two-thirds majority of the members present at the Association's General Meetings or the fifty percent plus one of the Founder.

ARTICLE 8: EFFECTIVE DATE

The Constitution of the IBAG shall become effective on 14th May 2015.

Sig. Ambrogio Marco (Casapalladio Ltd) _____
Sig. Ancordi Samuele (Euro Resources Gh. Ltd) _____
Sig. De Simone Federico (De Simone Ltd) _____
Sig. De Simone Enrico (De Simone Ltd) _____
Sig. Bollini Ernesto (Consar Ltd) _____
Sig. Cerutti Luciano (Monza Servizi Ltd) _____
Sig. Gellini Giacomo (Gelcon Ltd) _____
Sig. Gentilezza Umberto (Vaniado Ltd) _____
Sig. Ghia Andrea (Smaes West Africa Ltd) _____
Sig. Granzotto Tiziano (Italian Aluglass Ltd) _____
Sig. Mariani Tommaso (Pascico Ltd) _____
Sig. Massone Ugo (Consar Ltd) _____
Sig. Procesi Massimo (Woodart Ltd) _____
Sig. Mazzitelli Ferdinando (Plastofer Ghana Ltd) _____
Sig. Naso Agostino (Savino Del Bene Ltd) _____
Sig. Recchia Agostino (Find Italia Ltd) _____

Sig. Ollennu Nii Amaa (La Villa Boutique Hotel) _____

Sig. Orlandi Andrea (Royal Aluminium System Ltd) _____

Sig. Tessitore Ivan (Grimaldi Ghana Ltd) _____

Sig. Vidoni Fulvio (Space In Ghana Ltd) _____