

Operating Regulations of the Bodies

ARTICLE I

Shareholders' Assembly

The governance of the Consortium is entrusted to the Shareholders' Assembly, which is constituted according to article 7 of the Statute and is chaired by the Director of the Consortium, pursuant to article 10 of the Statute itself.

The Shareholders' Assembly elects the Director in the first session.

The election takes place between the overt candidates by secret ballot and by a majority of those entitled. Applications accompanied by a curriculum vitae highlighting the management aspects, if any accompanied by a short work program, they must be sent to the Dean of the Assembly within 30 days from the date set for the election. The Dean will give adequate and immediate publicity to the applications received, for example through publication on the website or communication and email to the Shareholders' Assembly member.

The Shareholders' Assembly, after consulting the Director, then appoints the President of the Consortium, and elects the Vice President of the Consortium, which chairs its meetings in case of absence or impediment of the Director.

The Shareholders' Meeting subsequently elects and in the first session the Board of Administration. The four members of the Board of Directors referred to in art. 8 of Statute, they are elected from among the members of the Shareholders' Meeting with clear candidates and with secret ballot with a single ballot in which each voter expresses a maximum of four preferences. Applications must be sent to the Dean within 15 days of the fixed date for the election. The four members of the Shareholders' Meeting they have are declared elected received more votes, provided they reach at least a quorum of 20% (rounded down) of the voters. If fewer than four people have reached the quorum, one is held second vote for the election of the still missing members in which each elector expresses a maximum number of preferences equal to the number of directors still to be elected and so of following. In case of equal votes, a criterion of seniority is applied. Not the same person it can be re-elected more than once consecutively.

The Shareholders' Meeting is convened by the Director, at least twice a year, for approval of the budget and of the final report, by letter containing the date, time, the venue and the agenda, to be sent at least ten days before the date of the meeting, or urgently by telegram or fax or e-mail sent at least five days first.

The main related documents are filed at the headquarters in the five days prior to the meeting central and, at the request of individuals, a copy can be sent.

The Shareholders' Meeting is also convened by the Director in the same manner just described on the initiative of the Director himself, or whenever at least one third of its members, or even the President of the Consortium.

The Shareholders' Meeting may delegate some of its powers to the Director, the President, or to the Board of Directors, setting the terms and procedures. It usually carries out the functions as Secretary of the

Shareholders' Meeting the highest level official of Consortium or the youngest in age member of the Shareholders' Meeting present at the meeting.

For the meetings to be valid, the presence of half plus one of its members is required, the Resolutions are taken by simple majority of those present. In the event of a tie, the vote prevails of the President of the session.

Attendance at meetings is also allowed for audio conferencing or videoconferencing, provided that at least one third of those entitled to participate personally and physically in the meeting assembly; in this case, for the meeting to be valid, the following conditions must be respected, which will be noted in the relative minutes:

- the Chairman and the Secretary of the meeting, if appointed, are present in the same place that they will arrange for the preparation and signing of the minutes;
- the Chairman of the meeting is allowed to ascertain the identity and legitimacy of the interveners, regulate the conduct of the meeting, ascertain, and announce the results of the vote;
- the person taking the minutes is allowed to adequately perceive the events that are the subject of verbalization;
- attendees are allowed to participate in the discussion and simultaneous voting on items on the agenda, as well as viewing, receiving, and transmitting documents.

Possible proposals to modify the Consortium Statute and to establish further Units of research at the same site must be approved by a majority of two thirds of the members of the Shareholders' Assembly.

The President of the session may also call external experts to report to the Shareholders' Meeting to the Assembly, when it deems it necessary.

The Shareholders' Assembly, on the recommendation of the representatives of the Research Units, appoints the members of the Scientific Council and also provides for the fulfillment of the tasks referred to Article 7 of the Statute.

The minutes of the Assembly, signed by the President of the session and by the Secretary, are transcribed in the specially numbered and endorsed book of minutes.

The reimbursement of expenses is paid to the members of the Assembly and to the Secretary upon request mission for participation in meetings.

ARTICLE 2

Scientific Council

The Scientific Council is the Consortium's scientific consultation and verification body.

It is made by the President of the Consortium, who convenes and presides over it, the Director, the representative of the research units of the Consortium Universities, and by the representative of the Sections and the research laboratories of the Consortium, appointed by the Shareholders' Assembly pursuant to of article 7 of the Statute.

The Scientific Council is chaired by the President of the Consortium, pursuant to art. 9 of Statute.

The Scientific Council elects in the first session by secret ballot in its sphere and a majority of voters the Vice President of the Council himself among candidates expressed during the session standing. The Vice President presides over the meetings in case of absence or impediment of the President.

The Scientific Council is usually convened by the President at least once a year, by letter containing the agenda, to be sent at least ten days before the date of the meeting, or urgently by e-mail sent at least five days before.

It is also convened, by the President and in the same manner, upon request by at least one third of its members or the Board of Directors of the Consortium or the Director for dealing with specific problems. The heads of the research units established with conventional deed with Bodies external to the Consortium pursuant to Article 3 of the Law on Services.

A majority of the members of the Board is required for the validity of the meetings Scientific, after deducting the justified absences.

Resolutions are taken by a majority of those present.

The members of the Scientific Council can obtain from the Director all the information on resolutions of the Shareholders' Meeting.

The members of the Scientific Council can obtain from the Director all the information on resolutions and/or agendas of the Shareholders' Meeting.

Usually, the highest level official performs the functions of Secretary of the Scientific Council or the youngest member of the Board itself.

The minutes of the meetings of the Scientific Council signed by the President of the session and by Secretary, are sent to the Shareholders' Meeting or and are collected chronologically in appropriate numbered and endorsed register.

The members of the Scientific Council and the Secretary are paid a refund upon request mission expenses for attending meetings.

Once a year the Scientific Council meets in an extended form to all members of the Consortium for the examination and discussion of the final balance sheets and scientific programs.

ARTICLE 3

Director

The Director of the Consortium remains in office for three years and cannot be re-elected for more than one time consecutively. Should the Director hold another office at the time of the election directive within the Consortium, the Assembly will also provide for the renewal of this office according to the established procedures.

The Director performs the functions provided for in Article 10 of the Statute.

At the time of the election, if the Director holds another managerial position within the Consortium, the Assembly will also appoint its replacement in that office.

The Director of the Consortium, at least six months before the expiry of the mandate of the Assembly and of the Scientific Council, initiates the procedures for the appointment of new bodies: invites the Rectors of the consortium universities to appoint the new representative in the Shareholders' Assembly, and invites the outgoing representative of the research units at the consortium universities or organizations agreed to carry out the electoral consultation referred to in Article 7 of the Law of Services for the election of those responsible for the new mandate in the Scientific Council.

ARTICLE 4 President

The President convenes and chairs the Scientific Council, participates in the Assembly meetings and of the Board of Directors with an advisory vote.

The President remains in office for three years and can be consecutively renamed for another three years.

ARTICLE 5 Board of Directors

The Board of Directors remains in office for three years. To the Board meetings can participate, also carried out electronically, the President of the Consortium, the Deputy President and Vice President of the Scientific Council, with an advisory vote.

The Board of Directors is chaired by the Director of the Consortium, in accordance with the article 10 of the Statute.

It is convened by the Director by written communication or e-mail containing the date, time, location, and agenda, to be sent at least 5 days before the date of the meeting, usually before each meeting of the Shareholders' Meeting, as well as whenever the Director deems it appropriate or even at the request of at least one third of its members. For the validity of the meetings requires the presence of at least half plus one of its members.

In case of absence or impediment of the Director, the Vice-President presides over the meetings of Board of Directors already convened.

Resolutions are taken by a majority of those present. In the event of a tie, the vote of President of the session.

The highest level official performs the functions of Secretary of the Board of Directors or the youngest member of the Board itself. The minutes of the meetings of the Board of Directors, signed by the Chairman of the session and the Secretary, they are collected chronologically in a specific numbered and endorsed register.

The President of the session can call to report to the Board of Directors, when necessary see the need, experts from outside the Council itself.

The members of the Board of Directors and the Secretary are paid on request the reimbursement of mission expenses for participation in the meetings of the Council itself.

ARTICLE 6

Committee of the Scientific Council

The Board of the Scientific Council of the CNIT is the operational arm of the Scientific Council itself and is designated within the Council itself.

Tasks of the Board of the Scientific Council:

1. assists the President in formulating strategies for strengthening development of scientific activities of the Consortium;
2. instructs proposals for multiannual scientific activity plans for the Scientific Council which will be brought to the Shareholders' Meeting;
3. is responsible for providing the Scientific Council with opinions on all the technical-scientific aspects connected to the aims of the Consortium;
4. is at the service of the Board of Directors for opinions and evaluation on the technical-scientific aspects characterized from a need for urgency;
5. appoints the Commissions for the activities under the responsibility of the Scientific Council.

It is made up of 4 members elected by secret ballot among the members of the Scientific Council itself and following the same appointment procedures provided for the election of the members of Board of Directors indicated in Article 1 of this regulation.

The appointment lasts for 3 years or until the end of the term of the current Scientific Council and can be renewed only once.

ARTICLE 7

Afferent's emeritus

Personnel holding the role of emeritus afferent pursuant to Article 2 of the "Ordering of services" may be called upon to perform representative roles on behalf of the Director for the Consortium.

The afferent emeritus can be invited, without the right to vote, to the Shareholders' Meeting and / or to Scientific Council.

The afferent emeritus can participate and be the owner of research projects.

ARTICLE 8

Representation of Employees

Two representatives are elected from among the employees of the consortium and will participate by invitation of the Director, at the meetings of the Board of Directors. One elected from the category of researchers and technicians and one from that of administrators.

The representative office lasts 3 years or until the end of the mandate of the current Board of Directors and can be renewed only once.

The election takes place directly, subject to the application of the employees. The date of the voting it must be formally communicated by the Director of the CNIT via e-mail communication to all employees and publication on the CNIT website at least 2 months before the established day.

ARTICLE 9

How to participate

The employee representation participates in the meetings of the BoD without voting rights excluding the items on the agenda concerning, for example, related practices to contracts and any exceptional cases that require particular confidentiality in the opinion of the Director.