

Today twenty first (21<sup>st</sup>) May of the year two thousand and twelve (2012).

Deed No.

Foundation

Enrolled  
9147/2012  
05.06.2012

Before me Marco Farrugia Doctor of Laws and Notary Public, here appear on this deed, after having ascertained their identity in terms of law by virtue of the documents mentioned hereunder, in alphabetical order of their surnames:

Meinrad Calleja, unemployed, son of Maurice and late Maria Emma née Savona, born at Mtarfa, and residing at St. Julians, holder of Identity Card number 657461M;

Max Cassar, lecturer, son of late Gerard and late Josephine née Piscopo, born at Floriana, and residing at Gzira, holder of Identity Card number 580056M;

Mark Debono, lecturer, son of Carmel and Esther née Vella, born at Attard, and residing at Mosta, holder of Identity Card number 347868M;

Sandra Dingli, lecturer, daughter of John Dingli and late Lilian née Ellul Mercer, born at Saint Julians, and residing at Swieqi, holder of Identity Card number 369052M;

Aleks Farrugia, editor, son of Vince and Mary née Muscat, born at Pietà, and residing at Naxxar, holder of Identity Card number 160878M;

Josephine Gatt Ciancio, pensioner, daughter of late Anthony Ciancio and late Stella née Saliba, born at Msida, and residing at Kalkara, holder of Identity Card number 60546M;

Eric Gatt, pensioner, son of late Edward and late Emma née Attard, born at Sliema, and residing at Fgura, holder of Identity Card number 116641M;

Mark Montebello, lecturer, son of Joseph and Lucretia née Sultana, born at Mtarfa, and residing at Pietà, holder of Identity Card number 173964M;

Victoria Maria known as Vikki Sammut, retired, daughter of Pio Borg and Emily née Micallef, born at Sliema, and residing at Sliema, holder of Identity Card number 482663M;

Adrian Scerri, teacher, born at Sliema, son of Francis and Mary née Vella, and residing at Birkirkara, holder of Identity Card number 392968M;

Alfred Zammit, inspector, son of Spiridione and Vincenza née Zammit, born at Floriana, and residing at Paola, holder of Identity Card number 308870M;

Michael Zammit, lecturer, son of Carmel and late Mary née Cutajar, born at Valletta, and residing at Lija, holder of Identity Card number 501354M;

are hereunder together referred to as 'the Founders'.

CONSCIOUS OF OUR PHILOSOPHICAL TRADITION, AND AWARE THAT PHILOSOPHY CAN BE ENRICHING AND BENEFICIAL FOR INDIVIDUALS AS MUCH AS FOR SOCIETY, WE HAVE COME TOGETHER TO INSPIRE, STRENGTHEN AND PROMOTE PHILOSOPHICAL ACTIVITY IN THE MALTESE ISLANDS.

Whereas the Founders wish to constitute and establish a foundation for the mission with such functions as hereunder mentioned.

Now, therefore, by virtue of this deed the Founders are hereby setting up and establishing a Foundation (hereinafter referred to as 'the Foundation') which shall be regulated by this deed.

### NAME AND ADDRESS

1. The Foundation shall be known as *Philosophy Sharing Foundation*.
2. The seat of the Foundation shall be the tenement externally numbered 129, Saint Paul's Street, Valletta, or such other address as the Steering Committee of the Foundation may from time to time determine.

### LEGAL PERSONALITY

3. The Foundation shall be an autonomous body corporate of a non-commercial nature with a distinct legal personality and, subject to the provisions of this statute, shall be considered a Purpose Foundation and shall be capable of entering into contracts, of acquiring, holding and disposing of property, movable and immovable, by any title, of suing or of being sued, of having and using its proper seal, and of doing all such things and entering into such obligations and transactions as are incidental and/or conducive to its proper functions.

### MISSION

4. The Foundation shall be a non-profit making organisation.
5. The Foundation shall not adhere or profess to any single creed or ideology.
6. The official languages of the Foundation shall be Maltese and English.
7. The Mission Statement of the Foundation shall read as follows:

THE MISSION OF *PHILOSOPHY SHARING FOUNDATION* IS TO BRING TOGETHER PHILOSOPHY ENTHUSIASTS; TO INSPIRE, STRENGTHEN AND PROMOTE PHILOSOPHICAL ACTIVITY IN THE MALTESE ISLANDS; AND TO CONTRIBUTE TOWARDS SOCIETY THROUGH PHILOSOPHY.

### OBJECTIVES

8. The objectives of the Foundation shall include:
  - a. to bring together Maltese philosophers, facilitate discussion of their ideas, and encourage their work;
  - b. to promote philosophical investigation;
  - c. to share philosophical ideas with the Maltese public;
  - d. to assist the documentation, compilation, safe-keeping, and accessibility of the works of Maltese philosophers;
  - e. to disseminate information on Maltese philosophers, their work and their ideas;
  - f. to foster the participation of Maltese philosophers in public debates; and
  - g. to further philosophical understanding and knowledge in general.

## ACTIVITIES

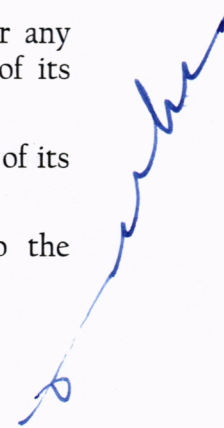
9. The activities of the Foundation shall include:
- a. organising encounters for Maltese philosophers;
  - b. encouraging and facilitating the writing, publication and distribution of works by Maltese philosophers;
  - c. furthering research on past and present Maltese philosophers;
  - d. establishing a central archive with the works of Maltese philosophers;
  - e. coordinating courses, meetings, seminars, conferences and such like gatherings; and
  - f. collaborating with entities which can aid the Foundation in its objectives and activities.

## LONG-TERM OBJECTIVES

10. The long-term objectives of the Foundation shall include:
- a. publishing a periodical for the sharing of ideas;
  - b. setting up an outlet for the sale of material related to philosophy;
  - c. starting an editorial house for the publishing of books on philosophy and other related subjects; and
  - d. affiliating the Foundation to an established local or foreign institution of higher education for the conferment of academic recognition in philosophy.

With reference to b. and c. above, it is hereby being clarified for all intents and purposes of the Law, that the said activities, when undertaken, will be carried out by a separate legal entity (such as a limited liability company) to be formed and set up for this specific purpose by the Foundation.

## POWERS

11. For the purpose of attaining the above objectives, the Foundation shall have all such powers exercisable by its Steering Committee as may be necessary. Without prejudice to the generality of the foregoing, the Steering Committee shall have the power to:
- a. accept and receive funds or other property, movable or immovable, from governments, international organisations, foundations, agencies, commercial entities, individuals or any other source, whether *inter vivos* or *causa mortis*;
  - b. enter into any agreement whatsoever with any person and/or any other entity in the exercise of its functions and in the attainment of its objectives;
  - c. on its own, or with others, set up other entities in furtherance of its aims and objectives; and
  - d. perform all acts and functions incidental or conducive to the attainment and furtherance of its objective.
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## CONTRIBUTION

12. The Founders, in their aforesaid capacity, are hereby each endowing the said Foundation with the sum of fifty Euros (€50), totalling five hundred and fifty Euros (€550), which sum shall be paid to the Foundation in whole.

13. The aforementioned Mark Montebello also appears as first Chairperson of the Foundation, and Sandra Dingli as Deputy-Chairperson.

14. The Chairperson, for and on behalf of the said Foundation, is accepting the Endowment being made to the Foundation in virtue of this deed by the Founders in his aforesaid capacity.

## LEGAL REPRESENTATION

15. The legal representation of the Foundation shall vest in the Chairperson of the Foundation, or in his absence, the Deputy-Chairperson, or any other person duly appointed by the Steering Committee.

## MEMBERSHIP

16. The Foundation shall grant membership to who, graduate in Philosophy or not, agrees with the mission and objectives of the Foundation, and is prepared to adhere to the provisions of this Deed.

17. Members shall pay an annual membership fee of thirty Euros (€30), bar those who are full-time students, in which case they shall pay fifteen Euros (€15), or such an amount as the Steering Committee of the Foundation may decide from time to time, provided that the Steering Committee may, in particular cases, waive the membership fee altogether or reduce its amount.

## DIRECTION AND MANAGEMENT

18. The Foundation shall be governed by a Steering Committee which shall consist of not less than five (5) and not more than nine (9) members, two (2) of which shall be philosophy graduates, and amongst which members of the Steering Committee one (1) shall be a Chairperson, another a Deputy-Chairperson, another a Secretary, another a Financial Controller, another a Public Relations Officer, and others as shall be deemed fit.

19. The first members, who shall hold office until a duly elected Steering Committee is chosen by the first General Assembly of the Foundation within the next nine (9) months, shall be the following (in alphabetical order of their surnames): Max Cassar, lecturer; Mark Debono, lecturer; Sandra Dingli, lecturer; Aleks Farrugia, editor; Eric Gatt, pensioner; Mark Montebello, lecturer; Victoria Maria sive Vikki Sammut, retired; and Adrian Scerri, teacher.

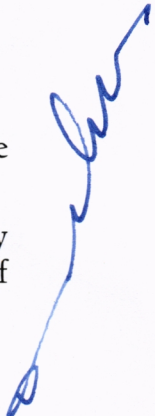
20. The Chairperson of the Foundation and the members of the Steering Committee shall be elected by the members of the Foundation from amongst themselves. Such members should be persons who, in the opinion of the members, can best inspire trust and confidence in the Foundation and its mission, and who can make a valid contribution to it through their experience.

21. The members of the Steering Committee shall be elected for a period of two (2) years and may be indefinitely reappointed for successive periods of one (1) year each in case of no contest.

22. The Steering Committee shall have the following functions:

- a. to ascertain the satisfactory development and management of the Foundation, ensuring that it is always run to high levels of effectiveness and efficiency;
  - b. to invest and administer all capital, income, funds and other assets derived by the Foundation into the the Foundation itself; and
  - d. to perform such other functions which the Steering Committee may deem necessary from time to time.
23. Without prejudice to the above, the Steering Committee may appoint such other committees as it may from time to time deem necessary for the better carrying out of any of its functions.
24. The Steering Committee may, if deemed necessary, co-opt other members or non-members of the Foundation to form part of the Steering Committee without the right to vote, and may also seek legal advice from third parties.
25. The Steering Committee shall meet at least on a monthly basis.
26. All decisions of the Steering Committee shall preferably be taken by consensus, failing which a decision shall be taken by a simple majority of those present.
27. The Chairperson of the Foundation, or in his absence the Deputy-Chairperson, shall preside over meetings of the Steering Committee and shall have, in the absence of a majority, an original vote as well as a casting vote.
28. The Steering Committee shall regulate its own procedure, and any vacancy in its composition shall not operate to bar the Steering Committee from continuing to perform its functions, provided that the quorum required for sittings of the Steering Committee shall be a number of members greater than half the serving members of the Steering Committee.
29. Two-thirds (2/3) of the members of the Foundation have the power to remove the Chairperson or any other member of the Steering Committee if they consistently act in a manner prejudicial to the interests and purposes of the Foundation or have persistently neglected any of their duties.

#### ANNUAL GENERAL ASSEMBLY

30. The Foundation shall convene a General Assembly at the end of each year of activity.
31. The General Assembly shall have the following functions:
- a. appoint members of the Steering Committee for the next year of activity;
  - b. review the work done during the preceding year of activity;
  - c. discuss and adopt amendments to this deed; and
  - d. approve the audited accounts of the Foundation and cause them to be published
32. All decisions of the General Assembly shall preferably be taken by consensus, failing which a decision shall be taken by a simple majority of those present.
33. The General Assembly shall regulate its own procedure.
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34. The quorum required for the General Assembly shall be twenty-five (25) percent of the paid registered members of the Foundation.

#### FINANCE

35. The Steering Committee shall have the power to raise funds, and if required, receive donations and borrow from financial institutions.

36. The Steering Committee shall have the power to open one or more Bank Accounts relating to the Foundation and to draw cheques relative thereto. All cheques and other instruments relative to any Bank Account of the Foundation shall be signed jointly by any two members of the Steering Committee as authorised by the Steering Committee for that purpose.

#### EMPLOYEES

37. The Steering Committee shall retain the right and responsibility to take all necessary measures to ensure that the Foundation shall be always in conformity with national policy on the management of information.

38. The Steering Committee shall have the power to exercise disciplinary control over persons employed at the Foundation.

#### AUDIT

39. An Annual Report and the accounts of the Foundation shall be made for each calendar year. These accounts shall be audited by certified public accountants and auditors nominated for this purpose by the Steering Committee subject that the Foundation had enough funds to carry out such an exercise. The audited accounts shall be forwarded to the Chairperson of the Foundation who shall submit them to the General Assembly.

#### AMENDMENTS

40. This deed may only be altered by two-thirds (2/3) of the serving members of the Steering Committee, and not until ratified by two-thirds (2/3) of the General Assembly.

#### WINDING UP

41. In the event that the members of the Foundation are of the opinion that, in the circumstances allowed by law, the Foundation is to be dissolved, they shall advise the Steering Committee and/or the Chairperson of the Foundation to this effect, and thereupon, by the approval of the Steering Committee, the Chairperson may dissolve the Foundation.

42. In the event that the functions of the Foundation are transferred to another purpose foundation with similar purposes, the latter shall also receive all the Foundation's assets subject to the approval of the Chairperson. Failing this event, all the assets of the Foundation shall be donated to the National Archives of Malta.

#### EMBLEM

43. The Foundation shall use as its emblem the words *philosophy sharing*, and *malta*, as shown hereunder:

*philosophy*sharing

Done, read and published, after due explanation of its contents according to the law in Malta, Valletta, Saint Paul's Street number one hundred and twenty nine (129).

(signed):

- M. Calleja
- Max Cassar
- M. Debono
- S. Dingli
- Aleks Farrugia
- J. Gatt Ciancio
- E. Gatt
- M. Montebello
- V.M. Sammut
- A. Scerri
- A. Zammit
- M. Zammit
- Dr. Marco Farrugia
- Notary Public Malta

TRUE COPY  
OF ORIGINAL

06. 06. 2012



**Dr Marco Farrugia LL.D.**  
Notary Public and Commissioner for Oaths  
12A Vincenti Buildings  
Strait Street  
Valletta - Malta