



International Nordic Walking Federation

Rules

2009

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Part 1 – Preliminary

1. Name and Purpose

- (1) The name of the association is Kansainvälinen Sauvakävelyliitto - International Nordic Walking Federation and the official place of registration is Helsinki, Finland. The official languages of the Federation are Finnish and English.
- (2) In these rules the word “Federation” is used as a reference to Kansainvälinen Sauvakävelyliitto – International Nordic Walking Federation (INWA.)
- (3) INWA is an international non-governmental non-profit world organisation for the organisation and promotion of Nordic Walking
- (3) The purpose of the Federation is:
 - (a) to function actively as the operational central body for members
 - (b) to encourage the development of Nordic Walking and of strengthening the bonds of friendship that unite those who develop and practise it
 - (c) to take care of the common development and interests of its member organizations and to promote Nordic walking as a healthy form of exercise,
 - (d) to function as a liaison between member organizations to promote cooperation and to expand the knowledge of the technical and physical aspects of Nordic Walking
 - (e) to promote international contacts amongst Nordic walking member organizations
- (4) In order to achieve this purpose, the Federation will:
 - (a) provide its member organizations with information, scientific evidence on Nordic Walking, ideas and guidance on Nordic walking issues and arrange meetings, training, discussions and presentations as well as exhibitions and visits to different events
 - (b) participate in shows, exhibitions and other occasions and events,
 - (c) publish material on areas of interest,
 - (d) arrange Nordic walking conventions, events, competitions and social functions
 - (e) work with important other health related domestic and foreign associations and representatives, introduce Nordic Walking activities and look after its interests,
 - (f) make initiatives, proposals and announcements in order to develop Nordic Walking activities
 - (g) inform other associations, media, officials and the public of occasions, events, activities and announcements,
 - (h) when necessary, take other corresponding measures to promote the interests of the association
 - (i) develop other forms of pole-related physical activities.
- (5) A fundamental principle of INWA shall be general unity of action, mutual respect of National Federations and organisations in their dealings with one another and the complete unacceptance of discrimination against National Federations, organisations or individuals on racial, political, religious, gender or any other grounds. Nordic Walking is an activity for all, regardless of race, age, gender, religion or ability.
- (6) INWA is committed to the principles of sustainability, respect, care and compassion for all people and the environment and promoting the participation of all people as active, healthy and informed citizens.
- (7) INWA shall observe the general and fundamental principles of the Olympic Charter, the IOC Manual on Sport and the environment and no provision of these

Rules shall be deemed to conflict with or derogate from those principles.(8) The Federation shall be registered as a non-profit organisation with the Finnish Central Chamber of Commerce under the provisions of the Associations Act 26.5.1989/1503 (Finland) (hereinafter: Act).

2. Retrospective Application

These rules of the Federation (hereinafter: Rules) are applicable as of 30 October 2009 and the provisions, policies and powers made in accordance with these Rules shall be valid from that date.

Part 2 – Membership

3. Membership qualifications

- (1) The following are qualified to be a member of the Federation:
 - (a) Registered Nordic Walking Federations, clubs and unions
 - (b) Sports, health-related or academic organisations
 - (c) Legal Sports Federations and registered foundations
- (2) They have applied for membership of the Federation as provided under these Rules, and
- (3) They have been recommended for membership of the Federation by the Membership Committee of the Federation and
- (4) They have been approved by the Management Board of the Federation (hereinafter: Board)

4. Application for membership

- (1) An application for membership must be submitted in the approved form set out in Appendix 1 to these Rules
- (2) It must be made by a duly authorised representative of the applying club, union, organisation, Federation, or registered foundation (hereinafter: Applicant)
- (2) It must be lodged with the Secretary of the Federation (hereinafter: Secretary)
- (3) As soon as practicable after receiving an application for membership, the Secretary shall refer the application to the Membership Committee for recommendation.
- (4) As soon as practicable after the Membership Committee has opted for recommendation the Secretary shall:
 - (a) notify the Applicant, in writing, that the Membership Committee has recommended the application or denied the same – in the latter case, such a notification shall include reasons for the denial, and
 - (b) if the Membership Committee recommends the application, request the Applicant to pay, within the period of 28 days after receipt of the notification, the entrance and annual subscription fees.
- (5) The Secretary shall, on payment by the Applicant of the fees referred to in clause (4) (b) above within the period stipulated in that provision, enter the Applicant's name in the register of members and, on the name being so entered, the Applicant becomes a member of the Federation.

5. Register of members

- (1) The Secretary shall establish and maintain a register of members of the Federation specifying the name and address of each person who is a member of the Federation together with the date on which membership has been accorded.
- (2) The register of members shall be kept at the principal place of administration of the Federation and open to any member of the Federation.

6. Cessation of membership

A member loses their membership of the Federation if they:

- (a) resign their membership, or
- (b) are expelled from the Federation or
- (c) cease to operate as the organisation that was accorded membership.

7. Membership entitlements not transferable

- (1) A right, privilege or obligation which a person enjoys or assumes by reason of being a member of the Federation:
 - (a) may not be subject to any transfer or transmission to another organisation or person, and
 - (b) terminates on cessation of the membership

8. Resignation of membership

- (1) A member of the Federation who has paid all amounts payable by the member to the Federation may resign from membership of the Federation by first giving to the Secretary a 1-month written notice of hers or his intention to resign after the lapse of which period the member ceases to be a member of the Federation.
- (2) If a member of the Federation ceases to be a member under clause (1) or under any other circumstances, the Secretary shall make an appropriate entry in the register of members so as to record the date on which the person ceased to be a member of the Federation.

9. Fees and subscriptions

- (1) A member of the Federation must, as part of the admission to membership, pay to the Federation a joining fee to be set by the Board.
- (2) In addition to the joining fee payable by the member under clause (1), a member of the Federation must pay to the Federation an annual subscription fee, to be determined by the Board, before 1 February in each calendar year
- (3) An invoice will be sent to each member electronically, one month before the fees are due, showing the amount to be paid.
- (4) The annual membership fee shall be set and may be subsequently changed by the Board in the annual budget at the Annual General Meeting.

10. Non Payment of Fees

- (1) Any request for deferment of payment shall be made to the Board at least two weeks before payment is due
- (2) In case any membership fees remain unpaid after an invoice has been issued, the following steps shall be taken:
 - (a) a formal written notification be sent to the non-paying member with a request for payment within 10 business days commencing the date that the notification has been sent; and if such notification is ineffective then
 - (b) a final notice for payment shall be sent stating the time limit for, and consequences of failure to pay due fees; and if the notification is ineffective then
 - (c) the non-paying member be formally suspended and
 - (d) all members of the Federation be informed electronically of the intention of the Board to expel the non-paying member from the Federation; and
 - (e) after the lapse of 5 business days from the date the intention of the Board has been conveyed to all members of the Federation, the Board shall expel the non-paying member from its ranks.

11. Resolution of internal disputes

- (1) Disputes between members of the Federation, and disputes between members and the Federation, arising from or related to their respective membership rights, privileges and obligations shall be referred to the Membership Committee
- (2) The Membership Committee shall decide the time of, and the forum for, mediation and appoint a mediator to resolve the dispute
- (3) At least 7 days before a mediation session is to commence, the contending parties shall exchange statements of the issues in dispute and supply copies thereof to the appointed mediator.
- (4) Should the Membership Committee be unable to resolve the dispute through mediation process as described hereinabove, it shall be referred to an arbitration court set up in accordance with the rules of the Board of Arbitration of the Finnish Central Chamber of Commerce in accordance with the INWA Membership Agreement.
- (5) The decision of the Membership Committee, of the mediator appointed by the Membership Committee or of the Board of Arbitration of the Finnish Central Chamber of Commerce respectively shall be final.

12. Disciplining of members

- (1) The following actions by a member or by an individual belonging to a member organisation shall be considered as offences against these Rules:
 - (a) Assaulting or verbally abusing another member of the Federation
 - (b) The use of profane, racist or indecent language, in spoken or written form directed at any individual or group
 - (c) Sexual harassment of another member of the Federation or persons interacting with the Federation
 - (d) Actions or language which may lead to damaging the reputation of the Federation or its members
 - (e) Any action which is deemed by the Board, to be contrary to the values of INWA

- (f) Dishonesty in any financial transaction in connection with the functions or responsibilities of the Federation
- (2) A complaint shall be made to the Board that a member has committed any of the offences outlined in (1), or
 - (a) has persistently refused or neglected to comply with a provision or provisions of the Rules, or
 - (b) has persistently and wilfully acted in a manner prejudicial or detrimental to the interests of the Federation.
- (3) The following penalties may be applied to a member or to an individual belonging to a member organisation:
 - (a) Caution
 - (b) Reprimand
 - (c) Suspension
 - (d) Expulsion
 - (e) The imposition of a fine
- (4) On receiving such a complaint, the Membership Committee:
 - (a) shall serve a copy of the complaint upon the member concerned, and
 - (b) shall give the member concerned at least 14 days from the date the complaint is served upon to submit hers or his stance as to the subject matter of the complaint, and
 - (c) shall impartially take into consideration any and all statements of import made in connection with the complaint.
- (5) The Membership Committee may recommend to the Board to apply one or more of the penalties specified in Section 12 clause 3 to the member concerned from the Federation if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (6) If the Board decides to expel or suspend the member concerned, the Secretary shall, within 7 days after the decision has been taken, serve a respective written notice upon the member concerned including detailed reasons for the decision and information of the member's right of appeal under Section 13.
- (7) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member concerned is entitled to appeal against the decision, or
 - (b) if within that period the member concerned exercises the right of appeal, unless and until the Federation confirms the decision under Section 13 clause 5, whichever is the latter.

13. Right of appeal of disciplined member

- (1) A member may appeal to the Federation in general meeting against a decision of the Board under Section 12, within 7 days after notice of the said decision has been served on the appealing member, by lodging with the Secretary a notice of appeal.
- (2) The notice of appeal shall be accompanied by a statement of the grounds on which the appeal is based.
- (3) On receipt of the notice of appeal under clause (1), the Secretary shall notify the Board and the latter shall call a general meeting of the Federation to be held within 28 days after the date on which the Secretary received the said notice.
- (4) At a general meeting of the Federation convened under clause (3):
 - (a) no matter other than the matter of the appeal is to be undertaken, and
 - (b) the Board or the Membership Committee and the member shall be given the opportunity to state their respective positions orally or in writing, or both, and

- (c) the members present shall vote by secret ballot on the question of whether the appealed decision should be confirmed or revoked.
- (5) If at the general meeting the Federation passes a special resolution confirming the appealed decision, the expulsion or suspension shall be considered final.

Part 3 – The Board

14. Powers of the Board and Conflict of Interests

- (1) Subject to the Act, and these Rules and to any resolution passed by the Federation in general meeting the Board:
 - (a) is to control and manage the internal and external affairs of the Federation, and
 - (b) may exercise all such functions which fall within the scope of competence of the Federation itself, other than the functions specifically reserved by these Rules to the competence of the general meeting of members of the Federation, and
 - (c) has power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Federation.
- (2) No Board member shall receive any personal benefit, financially or otherwise, from any decision made by the Board. Where there is the potential for a conflict of interest on an issue or decision, the Board member shall declare such potential for conflict and remove himself or herself from any discussion or voting on that issue or decision.

15. Constitution and membership

- (1) The Board shall:
 - (a) consist of no less than five and no more than seven members
 - (b) be elected in accordance with Section 16
- (2) The office-bearers of the Federation shall be elected by the Board and include:
 - (a) President
 - (b) Vice-President or Vice-Presidents
 - (c) Financial Officer, and
 - (d) Secretary
- (3) A Board member may hold more than one, but not more than two, office positions.
- (4) Each member of the Board will serve a term of three years and, at the expiration of that term, may stand for election to the Board for a further period. There is no limit to the number of terms a member may serve.
- (5) Each member of the Board is, subject to these Rules, to hold office until the conclusion of the annual general meeting following the third anniversary of the member's election.
- (6) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Federation to fill the vacancy and the member so appointed is to hold office, subject to these Rules, until the conclusion of the election process at the next Annual General Meeting following the date of the appointment.

16. Election of members

- (1) Nominations of candidates for election of ordinary members of the Board:
 - (a) must be made in writing and include the written consent of the candidate on the form of the nomination), and
 - (b) must be delivered to the Secretary at least 7 days before the scheduled date of the election.
- (2) If insufficient number of nominations are received to fill vacancies on the Board, the candidates nominated are considered elected and further nominations are to be submitted at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Board are considered casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (6) The ballot for the election of members of the Board shall be conducted in the form approved at the annual general meeting.
- (7) The election may be conducted in one of the following forms:
 - (a) A confidential ballot at the annual general meeting
 - (b) A computer or email-based election process
 - (c) A postal ballot
- (8) It may be possible for two, but no more than two, individuals from a membership organisation to be nominated for one position on the Board provided:
 - (a) the two individuals represent the same member country
 - (b) both will take responsibility for any functions or tasks assigned by the Board as if those assignments were made to one person
 - (c) the Board retains the power to cancel the sharing of one role should such sharing have proved to be problematic.

17. Secretary

- (1) The Secretary must, as soon as practicable after being appointed as Secretary, lodge a notice with the Federation of his or her address.
- (2) It is the duty of the Secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the Board
 - (b) the names of members of the Committee present at a Committee meeting or a general meeting, and
 - (c) all proceedings at Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chair of any such meeting or by the chair of the next succeeding meeting.

18. Financial Officer

It is the duty of the Financial Officer of the Federation to ensure:

- (a) that all money due to the Federation is collected and received and that all payments authorised by the Federation are made, and

- (b) correct books and accounts showing that the financial affairs of the Federation are duly kept and include full details of all receipts and expenditures connected with the activities of the Federation.

19. Casual vacancies

For the purposes of these Rules, a casual vacancy in the Board occurs if the member of the Board:

- (a) dies, or
- (b) ceases to be a member of the Federation, or
- (c) resigns their Board position by notice in writing given to the Secretary, or
- (d) is removed from office under Section 20, or
- (e) becomes a mentally incapacitated person as attested to in a medical certificate, or
- (g) is absent without the consent of the Board from all meetings of the Committee held during a period of 6 months.

20. Removal of a Board member

- (1) The Federation in general meeting may by its resolution remove any member of the Board from the Board before the expiration of that member's term of office and may thus appoint another person to fill that position until the expiration of the term of office of the member so removed.
- (2) If a member of the Board to whom a proposed resolution referred to in clause (1) relates, makes representations in writing to the Secretary or President and requests that the representation be notified to the members of the Federation, the Secretary or the President may send a copy thereof to each member of the Federation or, if the relevant representations are made in other form or manner than the one described hereinabove, the member concerned is entitled to request that the representations be read out at the meeting at which the resolution is considered.

21. Meetings and quorum

- (1) The Board must meet at least three times in each period of 12 months at such place and time as the Board may determine. Meetings may be in the form of face-to-face meetings or by conference call
- (2) Additional meetings of the Board may be convened by the President or by any member of the Board.
- (3) Oral or written notice of a meeting of the Board must be given by the Secretary to each member of the Board at least 48 hours (or such other notice as may be unanimously agreed on by the members of the Board) before the time appointed for the meeting.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting (agenda) and no business other than that specified in the agenda shall be transacted at the meeting, except for any such business which the members of the Board present at the meeting unanimously agree to treat as urgent business.
- (5) Any four members of the Board constitute a quorum legally competent for the transaction of the business at a meeting of the Board
- (6) No business may be transacted by the Board unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is

to stand adjourned to the same place and at the same hour of the same day in the following week.

- (7) If at the adjourned meeting a quorum is still not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At a meeting of the Board:
 - (a) the President, Vice-President, Financial Officer or Secretary is to preside, or
 - (b) one of the remaining members of the Board as may be chosen by the members present at the meeting to preside

22. Delegation by the Board to sub-committee

- (1) The Board may, in writing, delegate to one or more sub-committees (consisting of such members of the Federation as the Board sees fit) the power to exercise such functions of the Board as specified in the delegation excluding:
 - (a) this power of delegation, and
 - (b) a function reserved to the Board under the Act or any other applicable body of law.
- (2) A function the exercise of which has been delegated to a sub-committee under this Section 22 may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) The delegation of authority may be conferred subject to such conditions or limitations as specified in the instrument of delegation.
- (4) Notwithstanding any delegation conferred under this Section 22, the Board shall not be excluded from exercising any function delegated.
- (5) The Board shall, at all times, retain the right to make the final decision on any recommendation, issue or course of action determined by the sub-committee
- (6) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have had it been done or suffered by the Board.
- (7) The Board may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (8) A sub-committee may meet and adjourn, as it thinks proper.
- (9) A sub-committee may co-opt other members of the Federation or external individuals as required to assist them to undertake their responsibilities

23. Voting and decisions

- (1) Businesses covered by the agenda or otherwise agreed under these Rules to be transacted at a meeting of the Board, or of any sub-committee appointed by the Board, shall be determined by a majority of votes of the members of the Board or of a sub-committee present at the meeting.
- (2) Each member present at a meeting of the Board, or of any sub-committee appointed by the Board (including the member presiding at the meeting), is entitled to one vote but, in the event of a tie on any business transacted, the member presiding at the meeting shall have a second or casting vote.
- (3) Subject to Section 20 clause 5, the Board may act despite any vacancy on the Board.
- (4) Any act or thing done or suffered, or purported to have been done or suffered, by the Board, or by a sub-committee appointed by the Board, is valid and effective to the

Federation irrespective of any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or sub-committee.

24. Consultation with Members

- (1) To ensure openness, transparency and good communication, the Board or a sub-committee appointed by the Board should regularly consult with the members of the Federation.
- (2) Such consultations may take the form of:
 - (a) a presentation and/or a discussion at an Annual General meeting, or any other meeting at which the majority of members are present
 - (b) a communication through the internet or by email to members
 - (c) an inclusion in a newsletter sent to all members
 - (d) a survey of members
 - (e) a written document or presentation sent to all members

Part 4 – General meeting

25. Annual general meetings – holding of

- (1) With the exception of the first annual general meeting of the Federation, the Federation must, at least once in each calendar year and before the expiration of each financial year of the Federation, convene an annual general meeting of its members.
- (2) The Federation must hold its annual general meeting:
 - (a) within the period of 18 months after its incorporation under the Act, and
 - (b) within each subsequent financial year of the Federation.

26. Annual general meetings – calling of and business at

- (1) The annual general meeting of the Federation is, subject to the Act and to Rule 25, to be convened on such date and at such place and time as the Board thinks fit and is convenient for the majority of members.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting consists of the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the Board reports on the activities of the Federation during the last preceding financial year,
 - (c) to elect members of the Board,
 - (d) to approve the budget for the forthcoming year.
- (3) An annual general meeting must be specified as such in the notice convening it.

27. Special general meetings – calling of

- (1) The Board may, whenever it thinks fit, convene a special general meeting of the Federation.
- (2) The Board must, at the written request of at least 30 percent of the total number of members of the Federation, convene a special general meeting of the Federation.

- (3) The request for a special general meeting of the Federation:
 - (a) must state the purpose(s) of such a meeting, and
 - (b) must be signed by the members of the Federation submitting said request, and
 - (c) must be lodged with the Secretary, and
 - (d) may consist of several documents in a similar form with an identical request, each signed by one or more of the members submitting the request.
- (4) If the Board fails to convene a special general meeting within 1 month commencing the date on which the request for the meeting has been lodged with the Secretary, any one or more of the members who made said request may themselves, lawfully and effectively, convene a special general meeting to be held not later than 3 months after the request has been lodged with the Secretary.
- (5) In the case described in clause (4) a special general meeting must be convened in the same, or basically the same, manner as general meetings convened by the Board.

28. Notice

- (1) Subject to clause (2) of this Section 28, the Secretary must, at least 14 days before the scheduled date of the general meeting, give a notice to each member of the Federation specifying the place, date and time of the meeting and its agenda.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Federation, the Secretary must, at least 21 days before the scheduled date of the general meeting, give a notice to each member of the Federation specifying, in addition to the matters required under clause (1), the intention to pass a special resolution and the subject matter thereof.
- (3) No business other than that covered by the agenda and specified in the notice convening a general meeting may be transacted at the meeting except, in the case of an annual general meeting, the business which may be transacted under Section 24 clause 2.
- (4) A member of the Federation who wishes to bring any business before a general meeting shall give a written notice thereof to the Secretary to have that business included in the agenda of the next general meeting.

29. Procedure

- (1) No item of business may be transacted at a general meeting unless a quorum of members of the Federation entitled under these Rules to vote is present at the time the transaction of business is being voted on.
- (2) Five members of the Federation, present in person, being members entitled to vote under these Rules at a general meeting shall constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened at the request of members of the Federation under Rule 27 or by the Board, shall be dissolved, or adjourned until the date and place specified in a written notice adjourning the meeting.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members of the Federation present (being at least five) is to constitute a quorum.
- (5) A member of the Federation may carry up to four proxy votes of other members who would be, if they were in attendance, entitled to vote.

30. Presiding member

- (1) The President or, in the President's absence, a Vice-President, is to preside as chairperson at each general meeting of the Federation.
- (2) If the President and the Vice-Presidents are absent or unwilling to act, the members present must elect another member to preside as chairperson at the meeting.

31. Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at the adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Federation stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

32. Making of decisions

- (1) A question arising at a general meeting of the Federation shall be in principle determined on a show of hands, unless a ballot has been demanded pursuant to clause (2). A declaration by the chairperson that a resolution has, on a show of hands, been adopted unanimously or by a majority of votes or rejected, an entry to that effect in the minute book of the Federation is evidence of the fact irrespective of a note entered therein on the number or proportion of the votes in favour of or against that resolution.
- (2) At a general meeting of the Federation, a ballot may be demanded by:
 - (a) the chairperson or
 - (b) by at least three members present in person or by proxy at the meeting.
- (3) If a ballot is demanded at a general meeting, the ballot must be taken:
 - (a) immediately in the case of a ballot which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time before the closing of the meeting as the chairperson sees fit.

33. Special resolution

- (1) A resolution of the Federation is a special resolution:
 - (a) if it is passed by a majority which comprises at least two-thirds of such members of the Federation as, being entitled under these rules so to do, vote in person or by proxy at general meeting of which at least 14 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
 - (b) where it is not practicable for the resolution to be passed in the manner specified in paragraph (a), the resolution may be passed by a postal ballot or by an email ballot or other computer-based voting system

- (2) Where a resolution is communicated by post or by email and voting undertaken by post or email, copies of the communication and votes will be retained by the Secretary for a period of three years from the date of the communication.

34. Voting

- (1) On any question arising at a general meeting of the Federation a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than four proxies.
- (3) In the case of a tie on a question at a general meeting, the chairperson of the meeting is entitled to have a second or casting vote.
- (4) A member or a proxy is not entitled to vote at any general meeting of the Federation unless all money/fees due and payable by the member or a proxy to the Federation has been paid.

35. Appointment of proxies

- (1) Each member shall be entitled to appoint another member as proxy by a notice submitted to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form as set out in Appendix 1 to these Rules.

Part 5 – Miscellaneous

36. Insurance

- (1) The Federation shall execute a contract for insurance and remain sufficiently insured throughout the period of its existence.

37. Funds – source

- (1) The Federation's sources of funds may include:
 - (a) receiving financial aid, grants, donations and bequests
 - (b) owning property, equipment and other belongings
 - (c) holding lotteries and arranging the collection of funds, after the appropriate permits have been granted,
 - (d) arranging Nordic Walking training and educational material, conventions and other Nordic Fitness-related events for payment
 - (e) make commercial, co-operation agreements with different companies
- (2) All money received by the Federation must be deposited as soon as practicable and without deduction to the credit of the Federation's bank account.
- (3) The Federation must, as soon as practicable after receiving any money, issue an appropriate receipt.

38. Funds – management

- (1) Subject to any resolution passed by the Federation in general meeting, the funds of the Federation are to be used in pursuance of the objectives of the Federation in such manner as the Board determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the Board or employees of the Federation, being members or employees authorised to do so by the Board.
- (3) The financial year is the calendar year
- (4) The Annual General Meeting appoints two auditors and a vice auditor
- (5) A Statement of Accounts and the Draft Budget shall be presented to the members 14 days before the Annual General Meeting where those documents are to be presented.

39. Alteration of objectives and rules

- (1) The statement of objectives and these Rules may be altered, rescinded or added to only by a special resolution of the Federation
- (2) That special resolution shall be put to the members:
 - (a) at the Annual General Meeting or
 - (b) at an Extraordinary Annual General Meeting or
 - (c) by posting a copy of the resolution to the members or
 - (d) by email or other computer-based messaging
- (3) The resolution is considered adopted if it receives two-thirds or more of the votes of the members
- (4) The voting may be:
 - (a) by a ballot at a general meeting or
 - (b) by a show of hands at a meeting or
 - (c) by a postal ballot
 - (d) by an email ballot or other computer-based voting system
- (5) Where a resolution is communicated by post or email and voting undertaken by post or email, copies of the communication and votes shall be retained by the Secretary for a period of three years from the date of the communication.

40. Competition Rules

- (1) The Board shall retain the right to make the rules in relation to the conduct, technical rules, participation and appeal process in any competition involving Nordic Walking.
- (2) Competition rules shall be affixed as an appendix to the INWA Rules document.

41. Right to Licence and Set Standards

- (1) Whenever the Board shall, within its competence as hereby provided, set standards applicable to INWA-approved Nordic Walking facilities, products, schemes and services, be they technical or otherwise, INWA shall hold the exclusive right and title to, or in, such standards, irrespective of the means and form the standards have been set, and enjoy the protection accorded to copyrighted works by international, European and national laws.
- (2) In particular INWA shall hold the exclusive right to authorize or prohibit
 - (a) direct or indirect, temporary or permanent reproduction of its copyrighted standards by any means and in any form, in whole or in part,

- (b) any communication to the public of copyrighted standards, or
- (c) any form of distribution to the public by sale or otherwise, of copyrighted standards.
- (3) The use of copyrighted standards by third parties to INWA may be lawfully exercised only pursuant to prior, written and express consent given by the Board in form of a license agreement.
- (4) If applicable the Board may, within its competence as hereby provided and on behalf of INWA, take any and all necessary measures in order to have the INWA-approved standards protected by other respective laws governing the intellectual property, including but not limited to the patent law.

42. Common seal

- (1) The common seal of the Federation must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Board and the affixing of the common seal must be attested by the signatures either of two members of the Board

43. Signatories

- (1) The principal signatory on behalf of the Federation is the President.
- (2) The President may delegate signing responsibilities for specified purposes, to the Vice-Presidents or to the Committee Chairs.

44. Custody of books

- (1) Except as otherwise provided by these Rules, the Secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the Federation

45. Inspection of books

- (1) The records, books and other documents of the Federation must be open to inspection, free of charge, by a member of the Federation at any reasonable hour.

46. Service of notices

- (1) For the purpose of notification under these Rules, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of these Rules, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission

was sent produces a report indicating that the notice was sent on a later date, on that date.