



INTERNATIONAL FEDERATION OF PEDESTRIANS

By-Laws of the International Federation of Pedestrians (IFP)

Adopted at the IFP General Assembly in Zurich, Sept. 22, 2005, amended February 20, 2017

1. Name and legal seat

The name of the association is **International Federation of Pedestrians (IFP)**. This name may be translated in any other language. IFP is an association according to the Swiss Civil Code (Article 60 – 79). Its legal seat is in Zürich, SWITZERLAND.

2. Aims

The aim of the association is to promote walking as a human right and a basic activity, to improve the safety and well-being of persons afoot, to defend their right to full access and to promote the social, economic, environmental, health and cultural benefits of walking. Commercial aims or personal gain of any specific person or group of persons (self-help) shall not be pursued.

3. Activities

In pursuit of its aims the association may organize meetings, publish newsletters and occasional publications, promote and conduct research, make representations to international agencies and organizations, and carry out any other activities as the IFP General Assembly, or the Board may decide.

4. Official Language

The association's official language is English. Other languages may be used where appropriate.

5. Membership

Voting members of IFP are organisations and institutions independent from political parties whose primary or most important activities correspond with the goals of IFP. The voting members communicate to IFP the full address of the organisation or institution, and the full address of the person entitled to vote in the name of the voting member.

Any other organisations, institutions, and individuals who share IFP's goals and wish to support its work in any way are invited to join as associate members. These receive information, but have no duties or obligations, except for not being active against the goals of IFP.

Voting members have the right to mention “member of the IFP” on their letterhead, publications and website, but only according to a written policy that has been approved by the Board. This may or may not include the use of the logo, depending on what the Board decides. In case there is any change in policy, the member has 12 months from the day of the decision of the Board to adapt the updated policy in their website and new publications and communications. Associate members do not have the right to use their membership in their letterheads, publications or website.

The Board can restrict the number of voting member organisations per country in order to improve the geographical balance of IFP-membership or in order to concentrate the membership on organisations with a primary focus of their activity on pedestrian affairs. If an organisation or institution is not accepted as a voting member by the Board or if the Board wants to change a voting membership into an associate membership, and this organisation still wants to be or to become a voting member, the General Assembly shall take a decision. The same procedure applies if a member is to be excluded with or without stated explanation.

Membership fees may be imposed if so decided by the General Assembly.

6. Governance

6.1 General Assembly

The highest organ of the association is the General Assembly which shall meet yearly if possible, to conduct business and elect officers. The Secretary-General shall set the date, place, and agenda of the meeting in consultation with the other officers, and shall notify by e-mail the voting members not less than one month in advance. Voting members who cannot be present in the assembly may participate by other means of communication within the practical limitations of the General Assembly meeting venue, such as teleconference or internet-based means, or vote on the items of the agenda (published on the website) by e-mail to the Secretary-General. The quorum to hold a valid General Assembly is five voting members from three continents. If it is not possible to hold a General Assembly, the President, the Vice-President, or the Secretary-General may organise the election and decision making in a procedure which is appropriate to the items on the agenda and published on the IFP-website.

The General Assembly

- elects the members of the Board from at least three different continents,
- elects the President and the Vice President,
- may elect a Treasurer and an auditor,
- sets the priorities for the activities of the association,
- discusses and approves of the accounts of the association, and
- has the final power to exclude a member and to set the line between voting members and associate members.

6.2 Board

The members of the Board have the duty to correspond on request with each other and with the Secretary-General, normally by e-mail. The Board decides on the admission of new voting members, on the appointment of the Secretary-General and of delegates (e.g. to the UN-ECE) and delegations, on expenses of the association, or on rules for such expenses. The Board states the rules and procedures for the General Assembly, and for the participation in the decisions without participating in the meetings. The Board is informed by the Secretary-General on major changes of the IFP-website and it may demand alterations

or amendments. The Board may take its decisions in meetings which are announced at least 15 days in advance. All items to decide upon have to be on the agenda, and members of the Board may send their vote by e-mail to the Secretary-General. For decisions of the Board to be valid, at least 5 of the members need to be participating (including the votes by e-mail). If less than 5 members of the Board respond, the Secretary-General may take a decision, together with the President and the Vice-President.

The members of the Board are volunteers and receive no money or other value as compensation for their work for IFP. If possible, expenses for travel and other expenses caused by the membership of the Board may be reimbursed. If a member of the Board participates in a project that requires significantly more work than the normal work of a member of the Board, the Board may decide to pay a limited compensation.

6.3 Officers (Executive Committee)

The association's officers shall be a President, a Vice-President, a Treasurer and a Secretary-General. The Secretary-General is elected by the Board, and is not member of the Board. If the association receives less than 5000 euro per year, the vice president may act as treasurer.

Terms of office: The officers shall be elected for terms of two years, and are eligible to be re-elected. In the event an office becomes vacant, the President shall appoint a representative to fill the office until the next General Assembly. In the event the office of President becomes vacant, the Vice-President shall assume the office until the next meeting.

Duties: the President shall preside at meetings of the General Assembly and other events organized by the association. The Vice-President shall preside in the absence of, or at the request of the President. If neither President nor Vice-President are present at the meeting, the Assembly shall elect a President for the day.

The Treasurer shall oversee the financial affairs of the association, report on them to the General Assembly, and present the report of the auditor. The Secretary-General shall carry out the general business of the association between meetings and shall report on this to the voting members from time to time, but at least three times a year.

6.4 Finances

All payments out of the funds of IFP have to be approved with the signature (or the digital equivalent thereof) of the President, the Treasurer, or the Secretary General. The General Assembly may appoint additional persons who may sign payments and make other decisions with regard to the accounts. Payments to one beneficiary exceeding the amount of 5000 € in one year have to be signed by 2 persons, at least one of whom needs to be the President or the Treasurer.

If third parties finance activities of IFP directly, this shall be made transparent to the Board and to the General Assembly on a yearly basis.

The accounts of IFP are held by the Secretary General. The Treasurer will be informed on the state of the accounts whenever he or she wishes. He or she keeps the Board informed on any major changes of the financial situation of IFP. An external auditor examines the accounts at the end of the year, and writes a report on his or her findings. The auditor may be a person or a firm, and is not a Board member or an employee of the Association. The report is presented to the General Assembly before the Assembly debates on the

acceptance of the accounts. The members may be liable for the debts of IFP only to the amount of annual dues not yet paid.

6.5 Committees

The Board may establish additional committees to aid in the association's work and may delegate to the Secretary-General the appointment of the individual committee members. A member of the Board and/or the Secretary-General shall be an ex-officio member of each committee.

7. Dissolution

Upon dissolution or liquidation of the association no individual on the council shall share in or receive any assets then remaining in the association's possession. Any such funds or other assets shall be contributed to a non-profit, tax-exempt organization having the same or similar purposes.

8. Amendments

These by-laws may be amended by a majority of a General Assembly, provided that the proposed revision of the by-laws has been communicated to the Secretary-General not less than 30 days before the date of the meeting, in which case the Secretary-General shall publish on the IFP-website a proposal of a new wording not less than 10 days before that date.

Legal seat:

International Federation of Pedestrians (IFP)

c/o Fussverkehr Schweiz

Klosbachstr. 48

CH - 8032 Zurich

Switzerland