

International Trail-Running Association

6-8, Quai Antoine 1er, MC 98000 Monaco

STATUTES

Approved by the General Assembly of ITRA on October, 29th, in Braga, Portugal

DEFINITIONS

ITRA : International Trail-Running Association.

IAAF : International Association of Athletics Federations.

IAAF Member : Any National Governing Body affiliated to the IAAF.

Country : A country or a territory in which there is a IAAF Member

Simple Majority

A simple majority is the highest number of valid votes cast for a candidate, subject or motion in a specific vote.

Absolute Majority

An absolute majority is half the valid votes plus 1.

Special Majority

A two-third of the votes of those persons present voting at a General Assembly, such two-thirds to represent at least half of the total voting power of all persons who make up the General Assembly.

Valid Vote

The following shall not be counted as valid votes:

- (a) abstentions;
- (b) blank votes;
- (c) votes for more or fewer candidates than the number required;
- (d) votes declared void by the scrutineers whose decision shall be final, e.g., unintelligible votes.

Article 1
PRESENTATION

1. The “International Trail-Running Association” (hereafter called ITRA) is a non-profit organisation with the object, duty and objective of promoting and developing Trail-Running at an international level.
2. ITRA’s Headquarter is located in Monaco, 6-8, Quai Antoine 1er.
3. French and English are the two official languages that governed ITRA’s texts, including the present statutes. If there are difficulties of interpretation, the English version shall prevail.

Article 2
OBJECT, HEADQUARTERS AND DURATION

The association named “INTERNATIONAL TRAIL-RUNNING ASSOCIATION” (ITRA), created by a constituent act done on the 1st August of 2013, acting under the patronage of the IAAF (International Association of Athletics Federation) aims to:

1. Develop and promote Trail-running worldwide, be it through its practice or through its moral values, including as a source of teaching and as an activity bringing vitality and beneficitation, or by encouraging exchanges and links between the variety of actors in the Trail-Running world.
2. Defend the moral and material interests of Trail-Running and represent and defend its members at an international level.
3. Guide and control its members’ Trail-Running activities.
4. Encourage a worldwide participation in Trail-Running, without considerations of age, gender or race and for all levels.
5. Represent Trail-Running in front of public authorities and national or international sport organisations.
6. Ensure that no sexual, racial, religious, political, or other, discrimination exists, survives or develops itself in the midst of Trail-Running; be it in terms of access to it or when participating.
7. Promote Ethics in Trail-Running, notably by the drafting of a Charter.
8. Ensure that members respect their obligations, including those in the Ethics Charter.
9. Promote justice, equity and fair-play, especially to have an active role in the fight against doping by athletes and in the broader sports community.
10. Promote the Olympic spirit and values.
11. Favour and develop exchanges with the International Association of Athletics Federations (hereafter IAAF), as well as other national and international organisations, national governments, intergovernmental organisations, nongovernmental organisations to promote the interests of sports, especially Trail-Running, at all levels and worldwide.

12. Encourage and support a responsible approach to environmental problems and promote the sustainable development of Trail-Running.
13. Undertake any action, commercial or not, necessary for the pursuit of the association's objectives.

Article 3 COMPOSITION AND MEMBERSHIP

1. ITRA is composed of:

1.1. **Founding members:** private individuals that have signed ITRA's constituent act: Didier CURDY, Arnaud DE STAEL, Jean-Marc GARCIA, Carlos GARCIA PRIETO, Bernard LANDREIN, Nicolas MERMOUD, José Carlos MORAIS DOS SANTOS, Alessandra NICOLETTI, Fabrice PERRIN, Jean-Charles PERRIN, Catherine POLETTI, Michel POLETTI, Pierre SALLET, Hervé SIMON.

1.2. **Institutional members:** IAAF Members or any other entity given responsibility for Trail-Running, in a given country, by the aforementioned IAAF Member or an association approved by ITRA if the IAAF Member is not involved or interested. There can only be one institutional member per country.

1.3. **Race organiser members:** different from institutional members, any entity, associative or not, regularly organising Trail-Running competitions. There can be several race organiser members per country.

1.4. **Athlete members:** any private individual, holding a licence from a national sport federation or not, who participated at least once in a Trail-Running event in the last twenty-four months before the first day of membership.

1.5. **Honorary members:** the Executive Board gives this quality. These members are exempted to pay a membership fee and are not entitled to vote during the ITRA's General Assembly.

2. Any private or legal individual responding to the criterions presented in 3.1 and willing to become an ITRA member will have to submit his request in the dedicated space on the official ITRA webpage and shall follow the membership recommendations presented in this space.
3. A membership is considered as obtained as of the deposit of its request. It becomes definitive if, within a 45 (forty-five) days period after this deposit, the Executive Board has not refused this membership.
4. A membership lasts twelve months, except for founding members for whom the duration is indefinite. A membership is automatically and tacitly renewed every year, unless the Board decides otherwise or the membership fee is not paid in the period required by the present statutes or ITRA's Rules of Procedure.
5. Every membership category's annual fee is decided by the Steering Committee.
6. ITRA membership is lost:
 - By resignation according to legal rules;
 - By death of a private individual or by the liquidation or dissolution of a legal entity;

- By the disappearance of a condition necessary to be a member (institutional member or race organiser member);
- On the resignation or the removal as decided by the Steering Committee for non-payment of the membership fees. The Steering Committee can also strike off a member for serious grounds, in all cases in the respect of the rights of the defence.

Article 4 MEANS OF ACTION

ITRA's means of action are the following:

1. Organisation of Trail-Running competitions, either directly or indirectly through its members or third parties authorised by ITRA, on a local, national or international level;
2. Organisation of activities open to members or non-members;
3. Creation and development of bodies allowing a coordination and a relay of ideas, on a national and regional level;
4. Publishing and broadcasting all documentation and regulations in relations to Trail-Running activities;
5. Holding regular assemblies, organisation of classes, conferences, traineeships and exams;
6. Moral and material help to its members;
7. Drafting a variety of documents for the pursuit of ITRA's objectives, notably an Ethics Charter;
8. Providing benefits or services, of a commercial nature or not, accomplished against payment or not, to members and/or non-members.

Article 5 NATIONAL BODIES

1. ITRA can certify a given association active in the development of Trail-Running. The certification decision is taken by the Steering Committee. Only one association per country can be certified by ITRA.

Article 6 GENERAL ASSEMBLY

1. The General Assembly is made up of:
 - The Founding Members;
 - The Institutional Members;
 - Representatives, by country, of Race Organiser Members;
 - Representatives, by country, of Athlete Members;

2. The number of votes for the General Assembly depends on the membership category, as follows:

- Founding Members: 1 vote per member;
- Institutional Members: 10 votes per member;
- Race Organiser Members' representatives: the number of votes depends on the number of Race Organiser Members in the represented country:
 - 1 to 5 members: 4 votes;
 - 6 to 20 members: 8 votes;
 - 21 to 35 members: 12 votes;
 - 36 to 50 members: 16 votes;
 - over 50 members: 20 votes.
- Representatives of Athlete Members:
 - 1 to 5 members: 2 votes;
 - 6 to 25 members: 4 votes;
 - 26 to 100 members: 6 votes;
 - 101 to 500 members: 8 votes;
 - over 500 members: 10 votes.

3. The designation of country representatives of members is organised as follows:

- Every two years, at least 45 days before the General Assembly, an invitation is sent to all the members following the method prescribed by the Rules of Procedure. This invitation contains a call for candidates to be representatives of their category of members.
- Candidates should themselves be members of ITRA or a part of a legal person member of ITRA, and should belong to the category and country that they wish to represent. They will have to be of the same nationality of the country or reside in the same country they want to represent.
- Applications will be sent by mail, by fax, on the official ITRA webpage or any other means worthy as evidence, to ITRA's secretariat at the latest 30 days before the General Assembly.
- For the designation of representatives, every member has a single vote.
- At least 15 days before the General Assembly, representatives will be designated by the members of the country and category they wish to represent, by a single vote organised by ITRA, at the simple majority ; the candidate obtaining the largest number of votes during this election is designated as representative, the runner-up being designated as his replacement. If there is a draw, the oldest candidate is elected as representative.
- A representative is elected for two calendar years.
- A representative loses automatically this quality at the end of the two years. This can be anticipated if the representative does not benefit anymore from the characteristics necessary for this quality.

- In the event of the unavailability of a representative, his functions are held by his substitute. He will stay in place until the normal end of the mandate of the replaced representative.
5. The General Assembly is convened every year, as a Yearly General Assembly. The date and location of the General Assembly are decided by the Steering Committee.

The General Assembly's powers

6. Only the General Assembly may amend the Statutes.
7. ITRA's broad policies are defined, oriented and under the supervision of the General Assembly. Every year, reports on the moral and financial situation of ITRA are presented to the General Assembly. It approves the accounts of the previous year and votes the budget.

The General Assembly's agenda

9. The General Secretary will send an agenda drafted by the Steering Committee at the latest 15 days before the General Assembly. If elections are to be organised during the upcoming General Assembly, the list of recognised candidates will be sent at the same time as the agenda.
10. At least 10 days before the General Assembly during which this question is to be raised, founding members, institutional members, representatives of race organiser members and representatives of athlete members can suggest a question for the agenda.
11. Only questions stated in the agenda will be examined during the General Assembly. However, the Steering Committee can add a pressing matter to this agenda.
12. The Steering Committee will participate in the General Assembly.
13. Commission presidents are required to be present at the General Assembly. The other members of the Commissions can also be present as observers.
14. National organisations may nominate a representative who will be present at the General Assembly as an observer.
15. Any member of ITRA can attend to the General Assembly as an observer.
16. Voting by mail, the use of means of teleconference or long-distance debates are authorised

Quorum

16. A quorum is reached if the persons attending or represented at the General Assembly by deliberative votes have at least one-third of votes. If this quorum is not reached, the General Assembly will not be able to deal with any question.
17. Once it is clear that the quorum has not been reached, the President will have to postpone the General Assembly until the quorum is reached or, if this cannot be achieved in a reasonable period, until the next General Assembly or Extraordinary General Assembly.

The Extraordinary General Assembly

1. The Steering Committee has power to convene an Extraordinary General Assembly. This summons is compulsory if a fifth of the individuals holding a voting right and representing at least a third of the votes in a General Assembly make a written demand to the General Secretary. This demand will state that they request such a meeting and detail the reasons supporting it.

Article 7 THE STEERING COMMITTEE

1. ITRA is managed by the Steering Committee, also responsible for the control and supervision of the association's activities. In this regards, it enjoys a general ability to treat any matter that the General Assembly or Executive Board is not made responsible for by the present ITRA Statutes.

The Steering Committee's composition

2. The Committee is made up of 23 members including:
 - a. The IAAF's President or his/her representative will be a member *ex officio* of the Steering Committee;
 - b. Two Founding Members;
 - c. Eight Institutional members;
 - d. Eight Race Organiser members;
 - e. Four Athlete Members;
3. Elected members of the Steering Committee will hold their chair for four years.
4. Un membre du Comité Directeur doit démissionner de manière anticipée dès l'instant où il ne posséderait plus la qualité requise afin d'occuper cette fonction.
5. A member of the Steering Committee need to resign by anticipation as soon as if he does not benefit anymore from the characteristics necessary for being member of the Steering Committee
6. A substitute will be elected during the next General Assembly if the chair of an elected member of the Steering Committee becomes vacant during the first two years of the mandate.

Electing members of the Steering Committee

7. Candidates to the Steering Committee should be of legal age. Any founding member can be a candidate for a seat on the Steering Committee. Any other should be a candidate for the "Institutional Members" category or the "Race Organiser Members" category or the "Athlete Members" category.

In this regard, the individual who wishes to be a candidate for the "Institutional Members" category or the "Race Organiser Members" category has to have a leading position in a

member of this category, be an elected participant in this member or be employed by it. The individual who wishes to be a candidate for the “Athlete Members” has to be himself/herself an Athlete Member.

8. For each category of Founding Members, Institutional Members, Race Organiser Members and Athlete Members, their Steering Committee’s members are elected by direct secret ballot by all the members of their categories attending the General Assembly with a plurinomial majority voting in two rounds. An absolute majority is required for election in the first round. In the second round, the candidates with the most votes for the remaining vacancies are elected. They may be re-elected.

Meetings

9. The Steering Committee will meet at least three times per year.
10. The President, or the Vice-President designated by him, in the event of the absence of the President, will preside the Steering Committee’s meetings.
11. Every member of the Steering Committee, including the President, has one vote for every decision. The Steering Committee’s motions are decided with a simple majority. If there is a draw, the President has a second vote or a deciding vote.
12. Voting by mail, the use of means of teleconference or long-distance debates are authorised.

The Steering Committee’s powers

13. The Steering Committee has the following powers:
 - a. Determination of the amount of the annual fees for each category of members;
 - b. Draft and enact an Ethics Charter;
 - c. Draft and enact the Regulations;
 - d. Decide over the interpretations of the Regulations;
 - e. Enact the Internal Regulations;
 - f. Approve the annual budget presented by the Treasurer before it is presented to the General Assembly for its approval;
 - g. Convene an Extraordinary General Assembly for the resolution of any particularly urgent and important question;
 - h. Approve, disapprove or amend elements of the Rules or of Ethical Code(s);
 - i. Create any *ad hoc* or permanent Committee or *ad hoc* or permanent Sub-committee that it deems necessary or appropriate to allow ITRA to correctly operate as well as name the President of any Committee or Sub-Committee;
 - j. Any other power given to it by a legal or statutory measure.

ITRA’s budget

14. The Steering Committee is responsible for ITRA's budget. During its four years mandate, only the Steering Committee can supervise all revenues collected by ITRA.
15. The Steering Committee's management of the budget shall be done in a careful manner allowing the creation of sufficient provisions as well as the continuation of ITRA's activities and programs. This includes:
 - a. The organisation of ITRA's competitions;
 - b. Ensuring the participation of athletes and teams to ITRA's competitions;
 - c. The administration of ITRA's Executive Board;
 - d. ITRA's anti-doping activities;
 - e. Promoting Trail-Running worldwide;
16. The Steering Committee shall appoint a Financial Committee on which shall seat the Treasurer and the other selected members in regards to their expertise and experience.

Article 9 THE EXECUTIVE BOARD

1. The Executive is composed of the President, the four Vice-Presidents, the Treasurer and the General Secretary. Members of the Executive Board are elected by the Steering Committee amongst its members. The President is the first to be elected
2. The Executive Board will convene at least once in between two meetings of the Steering Committee; more often if an urgent problem makes it necessary. The Secretary General has to be a part of every meeting of the Executive Board. The President may, if necessary, ask any other individual to take a part of these meetings.
3. If necessary, the Executive Board can, for matters of such an urgent nature that they cannot wait until the next meeting of the Steering Committee, decide on such a problem in the name of the Steering Committee.
4. Every decision taken by the Executive Board shall be presented to the Steering Committee in a report during its following meeting. The Steering Committee can confirm these decisions or enact other measures.

Article 8 THE PRESIDENT

1. The duties and responsibilities of the President are the following:
 - a. Preside over the meetings of the General Assembly, the Steering Committee and the Executive Board;
 - b. Represent ITRA in any civil act and in the relationships with third-parties;

- c. Represent ITRA in legal and judicial proceedings and appear before courts in its name;
 - d. Negotiate or supervise the negotiation of important contracts in ITRA's name and sign them;
 - e. *Ex-officio* member of every Commissions;
 - f. Create work groups deemed necessary to solve a problem when faced with an urgent situation;
 - g. As the highest-ranking elected member of ITRA, the President is responsible for the supervision of the Executive Board as well as taking any necessary measure for the correct management of ITRA; all in close collaboration with the General Secretary. He will regularly present to the Steering Committee reports on his management and supervision.
2. The President can delegate parts of his duties when he deems it appropriate.

Article 10 AMENDING THE STATUTES

1. Any General Assembly can change the Statutes. Only the General Assembly may do so.
2. Unless the General Assembly states otherwise, changes to the statutes will be enforced once the French version of the Statutes is published on the ITRA website.

Article 11 DISSOLUTION

1. Only an Extraordinary General Assembly called together in this express purpose can dissolve ITRA. A special majority is required for the dissolution to take effect.
2. In the event of a dissolution, the General Assembly names a, or several, liquidator(s) who will fulfil in its name ITRA's debts and remaining expenses. If applicable, the remaining assets will be donated to an appropriate organisation for the promotion and development of Trail-Running designated by the General Assembly.
3. Once the liquidation is ended, the liquidators will present a final report to the General Assembly. The latter will declare the fulfilment of the liquidation.