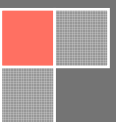


2007
Prague

Constitution of INTERSTENO



Intersteno
Final proposal
April 2007



Prague 2007 – Constitution of INTERSTENO

Text of the amended Constitution as accepted by the Central Committee during its meeting from 22 - 26 September 2006 in Antalya. This text is the result of the discussion, during the Board meeting from 10 - 13 February 2006 in Jülich about proposals of several National Groups to amend the Constitution, the comments given after that meeting by the members of the working group for the revision of the Constitution (consisting of Fausto Ramondelli, Boris Neubauer, Jari Niittuiperä, Jaroslav Polacek, Linda Drake and Cees van Beurden), further proposals of three national groups which were discussed in a second working group (consisting of Fausto Ramondelli, Boris Neubauer, Jari Niittuiperä, Jaroslav Polacek and Cees van Beurden) during the meeting of the Central Committee In Antalya, leading to a final proposal that was accepted by the Central Committee. The General Assembly, meeting in July 2007 in Prague, will be asked to agree with the final proposal.

In the text of the Constitution that follows all amended articles are printed in italic, except the articles in which only the words "Central Committee" have been changed into "Council".

Art. 1 (Name, registered office and nature of the association)

1.1 Under the name of INTERSTENO - International Federation for Information Processing - an incorporated association has been formed. In this Constitution this association is further called: the Federation.

1.2 The official seat and jurisdiction of the Federation is in Bonn. It is entered in the Register of Publicly Acknowledged Associations.

1.3 The administrative headquarters of the Federation shall be situated at the residence of the secretary-treasurer.

1.4 The Federation is a disinterested organization; it does not have profit-making goals. The Federation's means may be used only for aims in accordance with the Constitution. No financial gain from the organization's means accrues to its members. No person may benefit from expenditure that is outside the Federation's aims, or from excessively high fees.

1.5 The Federation does not allow any discussion of a political or religious nature.

Art. 2 (Aims of the Federation)

2.1 The Federation pursues, on the basis of unsalaried activity, exclusively and directly non-profit-making aims, as defined by the section of German Law on activities enjoying tax privileges. It promotes international thinking and understanding among people of all nations.

2.2 *The domains of activity of the Federation are reporting and text- and information processing. In this Constitution "reporting" means the capturing of the spoken word and converting the spoken word into text and "information processing" means the technical production and processing of text and text related data by using one of the available techniques and technologies, with the aim of making the products accessible through proper formats by various users, for communication and information purposes.*

2.3 *The aims of the Federation are to provide an international platform for all people occupying themselves with one or more of its domains of activity.*

2.4 The Federation shall stimulate mutual understanding of the cultures and values in the countries of its members concerning its domains of activity.

2.5 The aims of the Federation are in particular:

a. *to organize world championships and other international contests in its domains of activity;*

b. *to associate people in all countries occupying themselves with one or more of the domains of activity of the Federation;*

c. *to encourage the maintenance of high standards of competence and performance of the people meant in art. 2.5.b by using the most appropriate means;*

d. *to promote the use of new technologies and proper technical research, which can help to enhance services offered by members of the Federation;*

e. *to co-operate with national and local governments, non governmental organizations or international public and private agencies, such as Unesco;*

f. *to collect and to spread information concerning its domains of activity, including information about the experience of professionals among its members working in co-operation with local governments, public institutions and private companies;*

g. *to organize congresses and conferences;*

h. *to advance joint studies concerning its domains of activity;*

i. *to defend the professional interests of its members.*

Art. 3 (Structure of the Federation)

The bodies of the Federation are:

a. the General Assembly

b. *the Council*

c. the Board;

d. *the Jury;*

e. the Scientific Committee;

f. the Auditing Committee.

Art. 4 (Categories of members)

4.1 Members of the Federation are the National Groups, individual members and honorary members.

4.2 *National Groups are full members of the Federation. A National Group has to be an artificial person in private or public law. Each National Group may organize itself at its own discretion and should at least represent one of the domains of activity of the Federation in the country in question. Each country is allowed only one National Group.*

4.3 *Individual members can be private persons and artificial persons like companies, associations or other organizations and parliamentary reporting services, who are interested in the domains of activity of the Federation.*

4.4 *At the suggestion of the Council the General Assembly may confer the title of honorary member on any private per-*

son who has rendered special services to the Federation. If the title is conferred to a person who has been president of Intersteno his/her title will be "honorary president". Honorary members, honorary presidents included, are entitled to attend the meetings of the Council and the General Assembly, but they are not entitled to vote.

Art. 5 (Admission of members)

5.1 A prospective National Group, wishing to join the Federation, has to apply in writing to the Board and to prove that it represents at least one of the domains of activity, referred to in art. 2.2, in the country in question. Only in such a case a National Group can become a full member of the Federation. Subject to ratification by the General Assembly, the Council is on the proposal of the Board authorized to admit National Groups.

5.2 When two or more organizations in a country, representing the same domain of activity, want the membership and seem not able to form one National Group, the Council on the proposal of the Board and subject to ratification by the General Assembly, is authorized to solve this problem in the best possible way.

5.3 A prospective individual member has to apply in writing to the Board and to prove, to the satisfaction of the Board, that his or her membership can be of importance for the Federation.

5.4 The Council, on the proposal of the Board, can admit individual members from countries where no National Group exists.

5.5 The Council, on the proposal of the Board, can admit individual members, not belonging to a professional section, from countries where a National Group exists. Such an admission should not harm the interests of the National Group in question.

Art. 6 (Resignation and expulsion of members)

6.1 Subject to ratification by the General Assembly, the Council is on the proposal of the Board authorized to expel any National Group or individual member who has been in arrears in payment of their membership fee for more than two years and to exclude a National Group or an individual member whose actions are contrary to the interests of the Federation.

6.2 A decision to expel may be taken only after the member liable to expulsion has been invited to make known his or her submissions in writing within a month of the dispatch of a registered letter, which contains the proposal and the reasons for expulsion. If the member's written submissions include a request to give an oral explanation, such member must appear before the General Assembly that has to ratify the decision of the Council.

Art. 7 (Representation)

The Federation is represented legally by the president and in the absence of the president by the vice-president or the secretary-treasurer.

Art. 8 (General Assembly; composition and powers)

8.1 The General Assembly consists of the delegates of the National Groups and of the individual members. It is the highest authority of the Federation.

8.2 The General Assembly shall exercise the powers vested in it by statute or the Constitution.

8.3 The task of the General Assembly is in particular:

- a. to elect, on the proposal of the Council, the president, the vice-president, the secretary-treasurer and two other members of the Board;
- b. to nominate, on the proposal of the Council, the Auditing Committee;
- c. to ratify the budget provisionally approved by the Council;
- d. to ratify the accounts of the Federation for the period expired since its last meeting, as provisionally approved by the Council, having taken note of the report of the Auditing Committee;
- e. to fix, on the proposal of the Council, the annual membership fees for National Groups and individual members for the next two years;
- f. to authorize the Council to decide on the fees for National Groups and individual members for the next third year in case the next meeting of the General Assembly cannot take place within two years, provided that these fees will not exceed the fees for the previous year with more than five per cent;
- g. to ratify the decisions of the Council regarding the admission of new National Groups and individual members and of professional sections;
- h. to amend, on the proposal of the Council, the Constitution;
- i. to ratify, on the proposal of the Council, the Bylaws and the amending of the Bylaws referred to in article 22 of the Constitution;
- j. to decide on any other proposal submitted by the Council;
- k. to dissolve the Federation;

Art. 9 (General Assembly; frequency, notice and procedures)

9.1 As a rule the General Assembly meets during the international congresses of the Federation. In any event the General Assembly meets once every three years.

9.2 An extraordinary meeting of the General Assembly may be called whenever required in the interests of the Federation. It shall be called on the requisition of half of the full members of the Federation.

9.3 The National Groups and the individual members are to be invited to a meeting of the General Assembly at least three months in advance. The invitation shall include an announcement of the agenda.

9.4 A record is to be kept of each meeting of the General Assembly. Resolutions are to be recorded verbatim. The record is to be signed by the president and the secretary-treasurer or their representatives.

9.5 Decisions can only be made on items appearing on the agenda.

Art. 10 (General Assembly; voting and decisions)

10.1 Each National Group is entitled to appoint four delegates and a number of extra delegates, based on the number of inhabitants of its country and on its participation at the last three Intersteno congresses, a congress organized by the National Group in question excluded. The maximum number of delegates per National Group is fourteen. The Board makes a

proposal to the Council on appointing the extra delegates. The final decision is taken by the General Assembly. Each delegate has one vote. Only delegates attending the meeting of the General Assembly can vote.

10.2 Besides these delegates each National Group may send other representatives to the General Assembly, but these are not entitled to vote.

10.3 *Each individual member is entitled to appoint one delegate and has one vote. Besides these delegates individual members may send other representatives to the General Assembly, but these are not entitled to vote. Only delegates attending the meeting of the General Assembly can vote.*

10.4 *Each voting about the election of persons shall be done by secret ballot.*

10.5 *The General Assembly is entitled to make decisions irrespective of the number of delegates present. With due observance of the provisions of article 23.3 and article 24.3, a majority of votes is decisive. Members of the Board are not entitled to vote.*

Art. 11 (Council; composition and powers)

11.1 *The Council consists of the delegates of the National Groups, one from each group, and the members of the Board. Individual members may participate without right to vote. The Board can invite guests to attend a meeting of the Council.*

11.2 *For each meeting of the Council the delegates of the National Groups are appointed by the National Groups.*

11.3 The task of the Council is to judge the policy of the Board and to approve, when necessary after amending, the proposals of the Board.

11.4 The task of the Council is in particular:

- a. to decide provisionally on the budget and the fees for National Groups and individual members, as presented by the Board, for the next and second year;
- b. to decide provisionally on the accounts of the Federation covering the period since its last meeting;
- c. *to elect the jury president and the other members of the Jury, referred to in art. 18, on the proposal of the Board or at least five members.*
- d. *to elect the chairman and the other members of the Scientific Committee, referred to in art. 16, on the proposal of the Board or at least five members.*
- e. *to decide on the proposals of the Board regarding the alteration of the Constitution, the adoption and alteration of the Bylaws, referred to in article 22, the regulations for the international contests, the admission of new members, the nomination of the Auditing Committee, the creation of ad hoc committees for studying or working out special problems and the creation of professional sections;*
- f. *to decide on the advises of the Board regarding proposals of National Groups and individual members about subjects not meant in art. 11.4.e;*
- g. *to present proposals to the General Assembly for the election of the members of the Board or to appoint provisionally these members if no meeting of the General Assembly is held before the end of their term of office.*

Art. 12 (Council; frequency, notice and procedures)

12.1 The Council will be called to a meeting by the secretary-treasurer. The Council will meet at least once every year.

12.2 At the request of five National Groups an extraordinary meeting of the Council shall be called by the secretary-treasurer.

12.3 The secretary-treasurer calls the National Groups and the individual members and guests to be invited to a meeting of the Council at least five months before the date of the meeting. In this notification mention is made of the closing date on which members of the Federation can submit proposals to the Council.

12.4 *At least two months before the date of the meeting the secretary-treasurer informs the National Groups and the invited individual members and guests about the proposals of the Board.*

12.5 At least one month before the date of the meeting the secretary-treasurer communicates the opinion of the Board about the proposals of members.

12.6 A record is to be kept of each meeting of the Council. The record is to be signed by the president and the secretary-treasurer or their representatives.

Art. 13 (Council; voting and decisions)

13.1 *The Council is normally entitled to take decisions irrespective of the number of delegates present.*

13.2 *The Council decides with an absolute majority of votes. The representatives of the National Groups, attending the meeting, have one vote each. The Board as a body has also one vote. An equal division of votes means a rejection.*

13.3 The secretary-treasurer informs the members of the Federation about the decisions taken by the Council as soon as possible.

Art. 14 (The Board; composition and powers)

14.1 *The Board is the permanent executive committee of the Federation. The Board consists of the president, the vice-president, the secretary-treasurer, the jury president, the chairman of the Scientific Committee and two other members.*

14.2 *In case of absence the vice-president is the substitute for the president.*

14.3 *The president, the vice-president, the secretary-treasurer and the two other members of the Board are elected by the General Assembly on proposal of the Council for a period of two years. The jury president and the chairman of the Scientific Committee are ex officio members of the Board. If the General Assembly doesn't meet timely to hold an election the Council is authorized to hold a by-election.*

14.4 *The Council is, on the proposal of the Board, authorized to appoint a substitute in case of absence of the vice-president and/or the secretary-treasurer. Such a proposal has to be communicated immediately to all members of the Council, who can give their provisional consent.*

14.5 The task of the Board is:

- a. *to ensure the continuity of the Federation's activities by analyzing the current situation and creating on the basis of that situation and of foreseeable economic, sociological and technological changes a strategy for the years to come;*

- b. to promote the formation of new National Groups;
- c. to carry out all administrative duties;
- d. to propose to the Council the programme of the Federation's activities for the near future and the regulations for the international contests;
- e. to manage the financial affairs of the Federation and to present an annual budget to the Council;
- f. to draw up the agenda's for the Council and the General Assembly.

14.6 The secretary-treasurer takes care of the communication with the other members of the Board as well as with the other bodies of the Federation. He does the bookkeeping of the Federation.

14.7 The secretary-treasurer draws up an annual report about the activities of the Board in the past year and a budget for the next year. After the Board has given its consent, the secretary-treasurer presents the report and the budget to the Council.

14.8 *The jury president keeps the Board informed about new developments regarding the international contests and advises the Board about the opinion of the Jury about proposals from National Groups or individual members regarding these contests.*

14.9 *The chairman of the Scientific Committee keeps the Board informed about scientific and technological developments in the domains of activity of the Federation and about the contacts of the committee with persons occupying themselves with one or more domains of activity of the Federation in countries where no National Group exists.*

Art. 15 (The Board; voting and decisions)

15.1 Each member of the Board has one vote.

15.2 *The Board aims at unanimity in its decisions. In case of abstention of one of its members an equal division of votes means that a proposal has been rejected.*

Art. 16 (The Scientific Committee)

16.1 *The chairman and at least three other members are elected by the Council on the proposal of the Board or at least five members for a period of two years. Outgoing officers are eligible for re-election.*

16.2 The tasks of the Scientific Committee are:

- a. to explore scientific and technological developments in the domains of activity of the Federation;
- b. to propose on that basis cultural and scientific programmes to the Board;
- c. to establish contacts with professional groups in countries where no National Group exists, to inform the Board about these contacts in order to enable the Board to promote the formation of National Groups in these countries;
- d. to organize lectures during Intersteno-congresses in accordance with the organizing committee of the National Group in question, or during other Intersteno-meetings in accordance with the Board.

Art. 17 The Auditing Committee)

17.1 The General Assembly nominates an Auditing Committee, consisting of three delegates.

17.2 By rotation three National Groups appoint a delegate each for this committee. The rotation scheme is drawn up by the secretary-treasurer in such a way, that only one National Group can be next in line if it was chosen to appoint a delegate for this committee in the last meeting of the General Assembly.

17.3 The secretary-treasurer is obliged to provide the Auditing Committee with all financial documents needed for its work.

17.4 Prior to the meeting of the General Assembly the Auditing Committee scrutinizes the financial documents of the secretary-treasurer. In the meeting of the General Assembly the Auditing Committee reports on its findings.

Art. 18 (The Jury)

18.1 *The Jury is responsible for the international contests of the Federation. The Jury decides on the results of the participants and announces these results at the end of the contests.*

18.2 The task of the Jury is furthermore:

- a. to organize the international contests and to deal with all problems arising during the contests;
- b. to propose to the Board upgrades of the regulations for the competitions in accordance with the needs of the organization of the next congress and with the developments of techniques and technologies;
- c. to advise the Board about proposals of National Groups and individual members regarding the regulations for the competitions.

18.3 *The Jury consists of a president and a number of other members. These other members are responsible for the coordination of one or more of the contests.*

18.4 *The jury president and the other jury members are elected by the Council on the proposal of the Board or at least five members for a period of two years. Outgoing officers are eligible for re-election.*

18.5 *The Jury chooses a group of persons among those suggested by members of the Federation. They assist the Jury in its activities and are called the task force. During the competitions the Jury is also helped by assistants nominated by members of the Federation.*

Art. 19 (Professional sections)

19.1 Within the framework of the Federation professional sections can be formed. A professional section is a fellowship of a specific professional group. It consists of organizations of the specific professional group in question and can only be formed if organizations from five different countries take part in it.

19.2 Subject to ratification by the General Assembly, the Council is on the proposal of the Board authorized to agree with the formation of a professional section.

19.3 *The aims of a professional section may not be contrary to the aims of the Federation. In consultation with the participants of the section the Board shall draw up a regulation for the section and can appoint a committee consisting of representatives of its participants. The Board coordinates the activities of the committee.*

19.4 When organizations belonging to a professional section resign their membership or are expelled and when, as a consequence, organizations from five different countries no longer belong to the professional section in question, this sec-

tion will cease to exist on the basis of this Constitution. The secretary-treasurer shall inform all members of the Federation immediately about this circumstance.

Art. 20 (The Intersteno-congresses and other Intersteno-meetings)

20.1 *Every two or three years an international Intersteno-congress will be held, if possible with international contests with world championships and other international activities like lectures to be conducted.*

20.2 *The Intersteno-congresses are organized by one of the National Groups or by the Federation, eventually in co-operation with members.*

20.3 *For the organization of the Intersteno-congresses an organizing committee has to be formed and a chairperson for the congress has to be appointed.*

20.4 The organizing committee consults the Board beforehand about its plan for the congress. The plan has to be approved by the Council or, in case of urgency, by the Board.

20.5 Financially the organizing committee is only responsible for the costs directly linked to the organization of the congress.

20.6 The Federation can give financial support to the organizing committee.

20.7 *International contests with world championships can also be organized in separate Intersteno-meetings, not being called an Intersteno-congress. For those meetings the rules of the articles 20.3, 20.4, 20.5 and 20.6 are applicable.*

Art. 21 (Accounting period; financial means; liability)

21.1 The Federation shall have an annual accounting period commencing on January 1st and closing on December 31st.

21.2 The financial means of the Federation are:

- a. *membership fees;*
- b. *income of subscriptions and income of sale of publications of the Federation;*
- c. *subsidies, donations and legacies.*

21.3 Each National Group pays an annual fee for each delegate to whom it is entitled, also in the case that they have not appointed the maximum number of delegates to whom they are entitled.

21.4 On proposal of the Council the General Assembly fixes a minimum fee for the delegates. The Board can propose to the Council a temporary reduction of the fee in particular cases of very difficult conditions in the economics of countries to which a National Group belongs. The Council is authorized to grant such a reduction for two years. After that period the position of the National Group in question has to be reconsidered.

21.5 Individual members pay an annual fee fixed by the General Assembly on the proposal of the Council.

21.6 *Members who have not paid the annual fee are not entitled to vote in the Council and the General Assembly.*

21.7 Honorary members do not pay a membership fee.

21.8 For financial obligations the Federation is liable only with its capital. The National Groups and individual members are not personally liable.

Art. 22 (Bylaws, adoption and alterations)

22.1 The Board may draw up Bylaws to give detailed effect to this Constitution. The provisions of the Bylaws cannot be contrary to the Constitution.

22.2 *Subject to ratification by the General Assembly, the Council is on the proposal of the Board authorized to adopt and amend the Bylaws.*

Art. 23 (Alteration of the Constitution)

23.1 The Constitution can be amended on the proposal of the Council by a meeting of the General Assembly, held during a congress or by an extraordinary meeting of the General Assembly, convoked by request of the Board or of five National Groups.

23.2 In the invitation for such a meeting of the General Assembly the text of the proposed amendments to the Constitution shall be stated in full.

23.3 For amending the Constitution a majority of two-thirds of the votes of all members is required in a meeting of the General Assembly in which at least three-quarters of the National Groups and the individual members is represented.

23.4 If no such quorum is formed, a new meeting of the General Assembly shall be called as soon as possible. That meeting may validly transact its business regardless of the number of National Groups and individual members represented.

Art. 24 (Dissolution)

24.1 The Federation is wound up if it no longer pursues its stated aims.

24.2 An extraordinary meeting of the General Assembly shall be called to decide on a proposal of the Board, seconded by the Council, to dissolve the Federation.

24.3 For a decision to dissolve the Federation a majority of two-thirds of the votes of all members is required in a meeting of the General Assembly in which at least three-quarters of the National Groups and the individual members is represented. If no such quorum is formed, a new meeting of the General Assembly shall be called as soon as possible and such meeting may validly transact its business regardless of the number of National Groups and individual members represented. This has to be mentioned in the invitation for the meeting in which the General Assembly has to decide on the dissolution.

24.4 The Federation shall be wound up by the members of the Board then in office, acting as a liquidating committee.

24.5 After all liabilities, expenses and the costs of liquidation have been settled, or all monies required for the purpose deposited, the net assets shall be paid over to the International Committee of the Red Cross.

Art. 25 (Final article)

The National Groups and individual members submit to the Council's rulings in all cases not provided for in the present Constitution. These rulings are subject to ratification by the General Assembly.

The first Intersteno-congress was held in 1887 in London. This version of the Constitution is *adopted in Prague on July 26th, 2007* and replaces the version adopted in Vienna on July 27th, 2005.