

NATIONAL BOARD OF PATENTS AND REGISTRATION OF TRADEMARKS Association Register

1. Name and domicile of the Association

The name of the Association shall be the Finnish Communication and Internet Exchange - FICIX ry and its domicile shall be Helsinki, Finland.

2. Purpose and type of activity

FICIX is a non-profit Association and its purpose is to promote and develop the general prerequisites of communications over the Internet in Finland. To achieve this purpose, the Association offers its members interconnecting traffic services and promotes co-operation within the membership by:

- organizing meetings and advisory sessions;
- issuing recommendations;
- produce information and engaging in publishing.

In order to finance its operations, the Association collects membership and subscription fees from members. The Association may accept donations without obligation. The Association does not seek to generate profits or other direct financial benefits for its members.

To secure operations association can maintain reserve funds to cover its obligations and operational performance.

An association may provide the same services that it provides to its members, for a reasonable fee, also to entities that are not members of the association. The purpose of selling the services is not to generate a profit or an immediate financial advantage for the members, but the sale finances the activities of the association.

3. Members

Any legally competent society or foundation that accepts the purpose of the Association and notifies that it satisfies the terms and conditions for membership and undertakes to comply with the same may be accepted as a member of the Association. The member must use its best endeavours to comply with the Association's guidelines regarding good practices for traffic exchange (etiquette).

The Association does not accept individuals as members. An applicant who meets the conditions for membership and commits to the rules is accepted as a member of the association by a decision of the board. The members of the Association are expected to participate in promoting the purpose of the Association and developing it.

Terms and conditions of membership

- 3a. Member has to practise internetworking at association's exchange point
- 3b. The members shall agree upon exchange of traffic by bilateral agreements
- 3c. Only traffic from networks routed by the member itself may be transferred over the internetworking point. The internetworking point must not be used as a default route or for forwarding transit traffic
- 3d. Each member shall make or keep IP network services generally available through the network that has been registered for connection to Internet exchange point
- 3e. No member may be engaged in any activity that is in conflict with Finnish legislation or EU regulations
- 3f. No member may cause any interference in the operation of the access points for interconnecting traffic
- 3g. Each member shall belong to some regional Internet register (RIR), such as RIPE NCC
- 3h. Each member shall have a registered AS number that is active in the common routing table
- 3i. Each member shall make its contact details available to the other members of the Association and accept that they are made public on the Association's membership page
- 3j. Each member shall hold in confidence any information on the other members that may come to its attention through the activities of the Association
- 3k. Each member shall accept the e-mail as a channel for communications in matters related to the Association
- 3l. Each member shall transmit and receive via the access points for interconnecting traffic at its own risk
- 3m. Any disputes arising between the Association and members should primarily be settled by mutual negotiations or through arbitration by the Finnish Bar Association

4. Resignation and expulsion of a member

Each member shall have the right to resign from membership by giving written notice thereof to the Executive Board or the Chairman of the Board or by giving notice of resignation at a meeting of the Association for entry in the minutes.

The Executive Board may expel from the Association a member that fails to pay the due required subscription fees or is otherwise in default of the obligations it assumed when joining the Association or that, through its action within the Association or otherwise, causes significant damage to the Association or that no longer fulfils the terms and conditions for membership specified in law or the Association's by-laws.

5. Membership and subscription fees

The decisions on the membership and subscription fees charged from members shall be made at meeting of the Association.

6. Executive Board

The Association shall be administered by an Executive Board that will include a Chairman and 4 members elected at the autumn meeting.

The Executive Board members act as individuals. The term of the members of the Executive Board shall be one calendar year.

The Executive Board shall elect a Vice Chairman from among its members and appoint a Secretary, Treasurer and other necessary officers either from among its members or externally.

Meetings of the Executive Board shall be called by the Chairman, or in his or her absence, by the vice Chairman when they deem it necessary or when no fewer than half of the members of the Executive Board so demand. The Executive Board constitutes a quorum when at least half of the members, Chairman or vice Chairman included, are present. Decisions are made by simple majority. If there is a tie, the vote cast by the Chairman shall be decisive. However, in the case of elections, a tie shall be resolved by lot.

Executive Board can make decisions on phone, or meeting by e-mail, or using any other kind of electronic communication, which allows communication between the members of the Executive Board.

7. Authorised signatories

The authorised signatories of the Association are the Chairman of the Executive Board, the Vice Chairman, the Secretary or the Treasurer who shall sign for the Association together with another authorised signatory, one of the two having to be a member of the Executive Board.

8. Accounting period and audit

The accounting period of the Association and the term of the Auditors and alternate auditors shall be one calendar year.

The financial statements complete with the necessary documents and the report on operations by the Executive Board shall be submitted to the Auditors no later than one month before the spring meeting. The Auditors shall give their written report to the Executive Board no later than two weeks before the spring meeting.

9. Meetings of the Association

The Association shall hold two ordinary meetings per year.

The spring meeting of the Association shall be held in March-April, and the autumn meeting in October-November, on a date determined by the Executive Board.

An extraordinary meeting shall be called when the Association meeting so decides or when the Executive Board deems it necessary or when no fewer than one-tenth (1/10) of the voting members of the Association file a written request to this effect with the Executive Board in order to address a specific issue. Such a meeting shall be held within thirty days of the filing of the request for the meeting.

- Each member that have paid membership fees within due date have one vote at association meetings. Members are represented by member authorized representatives. Any one representative can represent maximum of two (2) members.

Remote participation to meeting via an electronic communication media is allowed.

Unless otherwise stipulated in the Association by-laws, the position supported by more than half of the votes cast shall prevail. If there is a tie, the vote cast by the Chairman shall be decisive. However, in the case of elections, a tie shall be resolved by lot.

10. Calling of Association meetings

A notice of a meeting of the Association shall served by the Executive Board no later than fourteen (14) days before the meeting using the Association's administrative e-mailing list.

11. Ordinary meetings

The spring meeting of the Association shall address the following is-sues:

1. Opening of the meeting
2. Election of the Chairman, Secretary, two minutes examiners, and, if necessary, two vote counters for the meeting

3. Finding that the meeting has been lawfully convened and constitutes a quorum
4. Approval of the agenda for the meeting
5. Presentation of Financial Statements, Annual Report and Auditor's Report
6. Passing a resolution on the discharge from liability for the Executive Board and other accountable officers
7. Any other items specified the notice of the meeting.

The autumn meeting of the Association shall address the following issues:

1. Opening of the meeting
2. Election of the Chairman, Secretary, two minutes examiners, and, if necessary, two vote counters for the meeting
3. Finding that the meeting has been lawfully convened and constitutes a quorum
4. Approval of the agenda for the meeting
5. Adoption of the action plan and budget and determination of membership and subscription fees for the following calendar year
6. Election of the Chairman and members of the Executive Board
7. Election of one or two Auditors and alternate Auditors
8. Any other items specified in the notice of the meeting.

If a member of the Association wishes to raise an issue at the spring or autumn meeting of the Association, the Executive Board of the Association shall be notified thereof early enough in advance to allow it to be included in the notice of the meeting.

12. Amendments to the by-laws and dissolution of the Association

Any decision to amend the by-laws of the Association and to dissolve the Association shall be made at an Association meeting and supported by a majority of three-quarters (3/4) of the votes cast at the meeting. Any contemplated amendment to the by-laws and dissolution of the Association shall be indicated in the notice of the meeting.

If the Association is dissolved, the funds of the Association will be used for promoting the purposes for which the Association was originally founded as determined by the meeting passing the resolution on the dissolution of the Association. In the event that the Association is wound up, any remaining funds shall be used for the same purpose.¹

¹ English translation of FICIX ry rules are for information only, official rules in Finnish downloadable from www.ficix.fi