



## STATUTES OF THE EUROPEAN SOCIETY FOR EMERGENCY MEDICINE

### ARTICLE 1

- 1.1 The **European Society for Emergency Medicine** has been formed from the former Club of Leuven. It will use the abbreviated name of "**EuSEM**".
- 1.2 The Society will be domiciled in the United Kingdom and will be subject to UK and EU-law.
- 1.3 The Society will be a non-profit making organisation. No income or money of any sort received by the Society will be for pecuniary benefit of any member of the Society. Actual expenses and reasonable compensation for services rendered may be paid to a member who may incur such an expense or render such services.
- 1.4 The official language of the Society will be English.
- 1.5 The Society will be a European forum for physicians, who work within a structure providing pre, inter, and/or in-hospital emergency medical care.

### ARTICLE 2: OBJECTIVE OF THE SOCIETY

- 2.1 The objective of the Society is to promote the advancement of Emergency Medicine in Europe.

### ARTICLE 3: POWERS OF THE SOCIETY

In furtherance of the said objective, but not by way of limitation, the Society will have the following powers:

- 3.1 To foster and encourage instruction, training and research in Emergency Medicine within Europe.
- 3.2 To promote and facilitate the dissemination of information on Emergency Medicine, including meetings, courses, research and publications.
- 3.3 To encourage the development of uniform information systems and data banks in Emergency Medicine in Europe.
- 3.4 To encourage the formation of and the cooperation between national associations for Emergency Medicine.
- 3.5 To promote international collaboration in the field of Emergency Medicine.

### ARTICLE 4: MEMBERSHIP OF THE SOCIETY

Membership of the Society for medical and professional purposes will be governed by the following provisions:

- 4.1 There shall be five (5) classes of Membership of the Society - namely Full Members, Associate Members, International Members, Honorary Members and National Society Affiliate Members.
  - 4.1.1 Full Members shall be entitled to attend and vote at meetings of the Society on matters brought before the Membership.
  - 4.1.2 Associate Members, International Members, Honorary Members and National Society Affiliate Members will not have the right to vote at meetings and shall not participate in Society Committees as appointed.
- 4.2 Members of the Society may be elected as follows:
  - 4.2.1 Full Members: European Physicians, who work within a structure providing pre, inter, and/or in-hospital emergency medical care in Europe.

- 4.2.2 Associate Members: Physicians practising in Europe who are not eligible for Full Membership with a special interest in Emergency Medicine who are approved by the Council. Trainees practising in Europe may apply for Associate Membership.
- 4.2.3 International Members: Physicians practising out of Europe with a special interest in Emergency Medicine who are approved by the Council, or who work within a structure providing pre, inter, and/or in-hospital emergency medical care.
- 4.2.4 Honorary Members: Persons who have made outstanding contribution to the field of Emergency Medicine may be elected.
- 4.2.5 National Society Affiliate Members: Physicians practising in Europe who are full members of a National Society devoted solely to the promotion and development of the specialty of Emergency Medicine that is affiliated with EuSEM through the Federation and according to article 15.1.

## **ARTICLE 5: MANAGEMENT**

- 5.1 The management of the affairs of the Society shall be vested in its Council.
- 5.2 The manner of election of the Executive Committee and Council of the Society shall be provided in the Statutes.

## **ARTICLE 6: FINANCE**

- 6.1 The Officers of the Society shall be authorised and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the objective and powers of the Society.
- 6.2 The Society shall not participate in, or intervene in, any political campaign on behalf of any candidate for Public Office.
- 6.3 The Officers of the Society shall be empowered to invest the monies of the Society not immediately required for its objective, in or upon such investments, securities or property as may be thought fit, subject to any conditions/consents which may be imposed or required by law.
- 6.4 The Society may make any charitable donation either in cash or assets for the furtherance of the objective and powers of the Society.
- 6.5 The Society shall be empowered to do all such other lawful things as shall further the objective and powers of the Society.

## **ARTICLE 7: DISSOLUTION**

- 7.1 Upon any dissolution of the Society or any partial or entire liquidation of its property or assets, all of the Society's property of every nature and description shall, after making provision for discharge of all the liabilities of the Society, be paid over and transferred to such one or more organisations or institutions, the purposes of which are similar to those of the Society, as shall be selected by a majority of the persons who are Full Members of the Society.

## **ARTICLE 8: ADDRESS**

### **8.1 EuSEM Headquarters**

Churchill House  
35 Red Lion Square, 3<sup>rd</sup> Floor  
London WC1R 4SG  
United Kingdom

Phone: +44 (0)20 7067 1268  
Fax: +44 (0)20 7067 1267

## ARTICLE 9: RULES OF INDIVIDUAL AND FEDERATION MEMBERSHIP

### 9.1 General

Membership in the Society is a privilege arising from election thereto and is contingent on continuing compliance with the requirements of these Statutes and such other general requirements of Membership as may be adopted from time to time by members of the Council. The potential member must show significant interest in Emergency Medicine and be of high moral and professional character.

### 9.2 Federation Members

Membership of the Federation of National Societies is available to National Societies devoted solely to the promotion and development of the specialty of Emergency Medicine. Such countries must be within Europe (**but including Israel**) and the Society must be nationwide and endorse the aims and principles of EuSEM and its Manifesto. Application for membership of the Federation is to be made through the President or a nominated representative of the Society and such annual subscription as is from time to time determined shall relate to the medical members only of each individual National Society. These medical members are then to be recognised as National Society Affiliate Members of EuSEM.

### 9.3 Individual Full Members

Application for Full Membership shall be submitted by written application. Upon review of this application, signed by the person seeking membership in the Society, the Membership Committee will consider the application and make suitable recommendation to Council.

### 9.4 Associate Members

Application for Associate Membership shall be submitted by written application with accompanying letters of recommendation from two (2) full Members. The Membership Committee of the Society will then consider the application and make suitable recommendation to Council.

### 9.5 International Members

Application for International Membership shall be submitted by written application. The Membership Committee of the society will then consider the application and make suitable recommendation to Council.

### 9.6 Honorary Members

Honorary Members may be nominated by the Council and shall be elected by vote of the Members of the Society at an Annual General Meeting.

### 9.7 National Society Affiliate Members

National Society Affiliate Members are nominated on a yearly basis by their National Societies for Affiliate Membership of EuSEM.

## ARTICLE 10: DUES AND ASSESSMENTS

10.1 The Council shall recommend to its members at the Annual General Meeting, annual dues and any special assessment according to the needs of the Society. Dues shall be payable, in advance, by the First of January of each calendar year.

10.2 The Council of the Society will have the discretion to set special membership fees for physicians working in currency restricted countries.

## ARTICLE 11: FAILURE TO PAY DUES

11.1 A Member who has not paid dues within a period of one (1) year after billing shall, at the time of billing for the succeeding year, be notified of the forfeiture of Membership unless all indebtedness to the Society is met within 60 days.

## ARTICLE 12: DURATION OF MEMBERSHIP

- 12.1 Any Member may resign at any time by giving written notice to the Honorary Secretary of the Society. Dues or assessments which have been paid shall not be refunded. Termination of membership status may be made if the Council determines it due to a good cause after a fair and impartial hearing. The Council will determine the procedure for disciplinary proceedings as necessary.

## ARTICLE 13: MEETING OF MEMBERS

### 13.1 Time and Place

13.1.1 Meeting of Members may be held at such a place within Europe as may be provided in the Notice of the Meeting. A meeting of the Members shall be held every year as shall be fixed by the Council. Each person applying for Membership to the Society shall, as a condition of Membership, sign an irrevocable proxy form constituting the Council as its proxy for annual meetings of the Society.

13.1.2 Special meetings may be called by the President, the Honorary Secretary, the Council or by Full Members having at least one twentieth of the votes entitled to be cast at such a meeting. Satellite meetings shall be timed not to conflict with attendance at scheduled meetings of the Society, its Council or its Committees. Proposed scheduling of satellite meetings should be reviewed by the Society's secretariat.

### 13.2 Notice of Meetings

Written notice stating the time and the place of annual meetings shall be mailed not less than 60 days prior to the date of that meeting. Written notice stating the time and place of special meetings shall be mailed not less than 30 days prior to the date of that meeting. All mailings will be forwarded to each member whether or not entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the mail addressed to the member at his address as it appears on the records of the Society with postage thereon pre-paid.

### 13.3 Voting

A Member, if entitled, may vote in person or by proxy, executed in writing by the member or his duly authorised attorney-in-fact. No proxy shall be valid after 11 months from the date of its execution unless provided in the proxy. Voting for Officers shall be by secret mail ballot sufficiently in advance of an annual meeting for all members to receive ballot papers and return them to the office of the Honorary Secretary of the Society prior to that meeting.

### 13.4 Quorum

Members having at least one tenth or one hundred (100) of the votes entitled to be cast, whichever is the smaller, represented in person or by proxy shall constitute a Quorum. The affirmative vote of a majority of the votes entitled to be cast at the meeting at which a Quorum is present shall be necessary for the adoption of any matter voted upon by the members except as otherwise specifically provided in these Statutes.

## ARTICLE 14: OFFICERS OF THE SOCIETY

### 14.1 Officers

The Officers of the Society shall be:

- President
- President-Elect or the Immediate Past-President
- Vice-Presidents (2)
- Honorary Secretary
- Honorary Treasurer

## 14.2 Executive Committee

The Executive Committee of the Council shall consist of:

- President
- President-Elect or Immediate Past-President
- Vice-Presidents (2)
- Honorary Secretary
- Honorary Treasurer
- Editor of the European Journal of Emergency Medicine (ex-officio)

The Committee shall have the power to execute the policies and directions of the Council, subject to formal approval by Council. The Committee shall oversee the financial affairs of the Society.

## ARTICLE 15: COUNCIL

### 15.1 Composition

- 15.1.1 The Council shall consist of members of the Executive Committee (Article 14.2) and one (1) representative of any National Society which is a member of the Federation (Article 9.2) and which has a minimum number of Full Members of EuSEM or which has more than one thousand (1,000) medical members. The minimum number shall be fifteen (15) Full Members, or fifteen (15) per cent of the number of medical members of the National Society subject to a minimum number of forty (40) medical members, but these numbers may be subject to revision by the Council. Qualifying member countries shall be those countries where there exists a National Society devoted solely to the promotion and development of the specialty of Emergency Medicine. Such countries must be within the geographic borders of Europe (**but including Israel**) and the Society must be nationwide and endorse the aims and principles of EuSEM and its Manifesto.
- 15.1.2 Application for representation on Council must be made by the President or nominated representative of the National Society to the President of EuSEM. The application will be subject to approval of the Executive Committee. If an individual country has more than one qualifying National Society approved by the Executive Committee, the representatives on Council from that country must share their vote at Council.
- 15.1.3 The representative on Council from a qualifying National Society would be expected to be an Officer or another senior and experienced member of the National Society who is able to speak with the full authority of their National Society Executive Committee or Council. The appointment of each such representative as a EuSEM Council member shall be subject to formal confirmation by the Executive Committee of EuSEM.
- 15.1.4 Each representative on Council of a National Society will be appointed for a period of office agreed with the National Society, but subject to a maximum of six (6) years. It is expected that this will normally be for a period of office of three (3) years subject to renewal for a single further period of three (3) years. If the representative on Council of a National Society is appointed to the EuSEM Executive Committee, the National Society's seat on the EuSEM Council may be filled by a new representative of that National Society.
- 15.1.5 When a National Society exceeds 1,000 physician members enrolled in EuSEM as National Society Affiliate Members and has the minimum number of Full Members as required in Article 15.1.1, a second Council member may be appointed unless there is a second National Society in that country also represented on Council.
- 15.1.6 Each National Society shall be responsible for the necessary costs incurred by its representative(s) in attending meetings of Council.
- 15.1.7 The Council shall also include the appointed Chairmen of Sections for the duration of their office and Council may co-opt additional members for a specified period which would normally be no longer than one (1) year. Co-opted members shall not have the power to vote at meetings of Council.

## 15.2 Interim Arrangements

The Council must have at least six (6) members in addition to the members of the Executive Committee. Until such time as a minimum of six (6) qualifying National Societies each has a representative on Council, the Council shall have the power to nominate a sufficient number of ordinary members to allow the Council to be properly constituted. Any or all such nominees must be Full Members in good standing with the Society.

## 15.3 Vacancies

If a vacancy occurs on the Council by virtue of death, incapacity, retirement or otherwise the President, subject to approval by Members of the Council, shall be entitled to select a person to fill the vacancy for the un-expired term.

## 15.4 Council Meetings

At the call of the President the Council shall hold regular meetings as required. A meeting of Council shall always be held immediately in advance of the Annual General Meeting of the Society and there will normally be at least one other formal meeting each year. The Council shall hold special meetings at other times as the affairs of the Society make necessary or desirable upon the call of the President or any three (3) Members of the Council. Members of the Council may participate in a meeting of the Council by means of conference telephone or by any means of communication by which all persons participating in the meeting are able to participate fully. Written notice of meetings of the Council shall be given by mail not less than sixty (60) days prior to the date of such meeting.

## 15.5 Powers and Duties

The business of the Society shall be managed by the Executive Committee and the Council which may exercise all powers of the Society and do, on behalf of the Society, all such acts as may be exercised and done by the Society and which are not by law or these standing orders required to be exercised or done by the society in general meeting. Resolution in writing signed by all members for the time being of the Council who are entitled to receive notice of and vote at meeting of the Council, shall be valid and effectual as if it had been at a meeting of the Council duly convened and constituted.

## 15.6 Acts done in Good Faith

All acts done in good faith by any meeting of the Council or by any person acting as a Member of the Council shall notwithstanding it be afterwards discovered that there was some defect in the appointment election or continuance in office of any person, or of some one or more of the Members of the Council acting as aforesaid or that they or any of them were disqualified, be as valid as if all relevant persons had been duly appointed or elected or had duly continued in office and were qualified to be members of the Council.

## ARTICLE 16: DUTIES OF THE OFFICERS

### 16.1 President

The President shall be the Chief Executive Officer of the Society. He/she shall preside at meetings of the Council and meetings of Members, shall be responsible for executing policies determined by the Council and shall act as principal spokesman for the Society. The President shall be ex officio without vote on all Committees of the Society.

### 16.2 President-Elect or Immediate Past President

The President-Elect or the Immediate Past President shall support the President in the execution of his/her duties and responsibilities and shall act for the President in his/her absence or disability.

### 16.3 Vice-Presidents

The two (2) Vice-Presidents shall have geographical responsibility, as determined from time to time by the Council. They will coordinate the activities of the Society within that geographical area and at the request of the President shall carry out whatever duties are appropriate to the working of the Society. The Vice Presidents shall come from different countries.

#### 16.4 **Honorary Secretary**

- 16.4.1 The Honorary Secretary shall be responsible for the maintenance of the corporate books and records of the Society other than financial records and for the preparation of Minutes of all meetings held by the Members, the Council and the Executive Committee. In addition, he or she shall be responsible for preparation and distribution of the Annual Report of the Society, shall execute all official documents of the Society when an official secretarial signature is required, shall maintain the Seal of the Society, shall maintain a register of the Members at the Society's headquarters, shall give or cause to be given notice of all meetings of the Members, the Council and the Executive Committee and shall perform such other duties as provided by the Council.
- 16.4.2 The Honorary Secretary shall undertake any further duties as required by the Statutes or as may be determined from time to time by the President and the Council.

#### 16.5 **Honorary Treasurer**

- 16.5.1 The Honorary Treasurer shall have the custody of the Society's funds and securities, shall keep full and accurate account of the seats and disbursements of funds belonging to the Society and shall deposit all monies and other valuable effects in the name and to the credit of the Society in such deposits as may be ordered by the Council. He or she shall also disburse the funds of the Society as may be ordered by the Council and shall render to the President, or to the Council, at its regular meeting or when the Council so requires an account of the financial condition of the Society.
- 16.5.2 The Honorary Treasurer shall undertake any further duties as required by the Statutes or as may be determined from time to time by the President and the Council. The Honorary Treasurer shall be responsible for keeping a true account of the expenditure and income of the Society, and the matters in respect of which such expenditure and receipt takes place, and of the assets, credits and liabilities of the Society. The accounts shall be kept at such place or places as the Executive Committee may decide.

### **ARTICLE 17: NOMINATION OF OFFICERS**

#### 17.1 **Election of President-Elect**

- 17.1.1 The outgoing President shall continue to serve as an Officer of the Society and a member of the Executive Committee and Council until the end of the first Annual Meeting following that at which he/she ceased to be President. During this further year, the outgoing President will be known as the Immediate Past-President and will then be succeeded by a President-Elect who shall hold office for two (2) years before taking office as President (save that the first President-Elect shall hold office for one (1) year before succeeding the inaugural President).
- 17.1.2 The President-Elect shall be a Full Member of the Society and shall be elected every three (3) years by a postal ballot of all Full Members in which the single transferable voting system shall be used. At least ninety (90) days before the next Annual Meeting, the Honorary Secretary shall send to all Full Members a circular calling for nominations for this office. Each candidate shall be proposed by a Full Member of the Society and seconded likewise. The nomination paper, together with the written consent of the candidate to his/her nomination must be received by the Honorary Secretary not less than sixty (60) days before the Annual Meeting. Names of those nominated shall be given in the notice convening the Annual Meeting and postal ballot forms enclosed. Each postal ballot form shall be returned so as to reach the Honorary Secretary not less than fourteen (14) days before the Annual Meeting, failing which any votes cast on it shall be null and void. The result of the election shall be announced at the Annual Meeting.
- 17.1.3 The President-Elect shall serve for a period of two (2) years (one (1) year for the first President-Elect), shall succeed to the Presidency for three (3) years and shall then serve a further year as Immediate Past-President. Following this he/she shall be ineligible for re-election as President-Elect and President.

#### 17.2 **Retirement or Resignation of President**

If the President shall retire or resign before completion of the full period of office, the Council shall request the Immediate Past-President or President-Elect, whichever is in post, to assume the office of President until the next Annual Meeting. The incoming President-Elect or the President-Elect already in office shall then assume the Presidency for the normal period of three (3) years.

### 17.3 Election of Vice-Presidents

17.3.1 The Vice Presidents shall be Full Members of the Society and shall be elected every three (3) years by a postal ballot of all Full Members in which the single transferable voting system shall be used. At least ninety (90) days before the annual meeting, the Honorary Secretary shall send to all Full Members a circular calling for nomination for these offices. Each candidate shall be proposed by a Full Member of the Society and seconded likewise. The nomination paper together with the written consent of the candidate to his/her nomination must be received by the Honorary Secretary not less than sixty (60) days before the annual meeting. Names of those nominated shall be given in the notice convening the annual meeting and postal ballot forms enclosed. Each postal ballot form shall be returned so as to reach the Honorary Secretary not less than fourteen (14) days before the annual meeting failing which any votes cast on it shall be null and void. The results of the election shall be announced at the annual meeting.

17.3.2 Each Vice-President shall serve for a period of three (3) years but may be re-elected for a further similar term of office. He/she may not serve for more than six (6) years as Vice-President of the Society.

### 17.4 Honorary Secretary and Honorary Treasurer

17.4.1 The Honorary Secretary and Honorary Treasurer, each of whom must be a Full Member of the Society, shall be elected by the Council at a regular meeting of the Council. Each candidate for those offices shall be proposed by a Member of the Council and a signed proposal together with the written consent of the candidate to his/her nomination must be received by the Honorary Secretary before the elections.

17.4.2 The Honorary Secretary and Honorary Treasurer shall serve for a period of three (3) years but may be re-elected for one (1) further term of office. If any of these officers should resign his or her office prior to the completion of his or her term, the Council shall elect a successor and notify this at the following annual meeting.

17.4.3 An Honorary Treasurer-Elect shall be elected by Council one (1) year in advance of the end of the term of office of the Honorary Treasurer. He or she shall attend meetings of Council as a non-voting member and shall assume office as Honorary Treasurer at the end of the annual meeting one (1) year following his or her election.

### 17.5 No person to hold more than one office

No person may at any time hold more than one of the offices specified in the Statutes.

### 17.6 Officers ceasing to be a Member of the Society

Any Officer who ceases to be a Member of the Society shall automatically cease to hold office.

## ARTICLE 18: COMMITTEES

### 18.1 Committees

The Society can establish Committees upon recommendation of the Council. Each Committee Chairman shall supply a written Annual Report of the activities of the Committee to the Honorary Secretary. Committees act in an advisory capacity to Council. No Member of a Committee, or the Committee as a whole, may enter into a contract or agreement binding the Society.

### 18.2 Membership Committee

The Membership Committee shall be composed of three (3) or more Full Members of the Society. It shall receive, and review applications for Membership and decide on and validate by itself all applicants for Membership in the Society. In conjunction with the Honorary Treasurer it shall recommend methods of procedure with respect to Members in arrears in their subscriptions. An up to date list of Members shall be made available to Members of the Society on request. The Chairman of the Membership Committee shall be a Member of the Council.

## ARTICLE 19: SECTIONS AND TASK FORCES

### 19.1 Sections

Council may approve the establishment of Sections with special interest to address aspects of Emergency Medicine which are core activities of the Society. Each Section shall have a Chairman and a Committee of up to six (6) members who should be Full Members of EuSEM. The Chairman shall be nominated by members of the proposed Section who are Full Members of EuSEM and shall be approved by Council. He or she shall attend meetings of Council in a non-voting capacity and will provide a report for each Annual General Meeting of the Society. The appointment of the Chairman shall be for a period of three (3) years renewable for a further period of three (3) years but not thereafter. Colleagues, including those from other specialties, may be co-opted to the Committee to contribute to the work of the Section if so requires.

### 19.2 Task Forces

Council may from time to time approve the establishment of a Task Force to address a specific self-limiting issue relevant to Emergency Medicine. Each Task Force shall have a Chairman appointed by Council and up to six (6) members who should be Full Members of EuSEM. Colleagues, including those from other specialties, may be co-opted as required. The Chairman of a Task Force shall provide an annual report for Council but shall not attend meetings of Council unless already a member of Council in another capacity. A Task Force will normally be expected to complete its work within three (3) years following its establishment.

## ARTICLE 20: MISCELLANEOUS PROVISIONS

### 20.1 Authority to Enter Agreements

No Member or group of Members, Committee or Committee Members, Officer or Council Member may enter into a contract or agreement binding the Society. Only persons designated by the Executive Committee or the Council may undertake such an action.

### 20.2 Seal

The Society may have an official Seal; which shall contain the words "**European Society for Emergency Medicine**". This Seal shall be in the custody of the Honorary Secretary of the Society.

### 20.3 Amendments to Statutes

On resolution by a majority action of the Council or by a full written proposal signed by fifty (50) Full Members or ten (10) per cent of the Full Members, whichever is less, these Statutes shall normally be amended by a simple majority of votes cast by Full Members at the Annual General Meeting of the Society. If Council deems it necessary to amend the Statutes at any other time this shall be done by either:

- a simple majority postal ballot of members, or
- a two-thirds majority vote of Council acting as proxy for the Members.

When amendments are put to the vote at an Annual Meeting of the Society or by postal ballot, written notice of the proposed amendments shall be sent to all Members thirty (30) days prior to the vote or ballot.

Should actions of Council be taken to alter any Statutes, the Statutes' modification would be presented to the general membership at the next Annual Meeting for ratification.

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### THESE STATUTES WERE FIRST APPROVED IN 1994

*This amended version has been prepared following agreement in principle at the **2005** meeting of the Society in **Leuven, Belgium** to the changes incorporated herein. These changes were approved by Council and took immediate effect following formal approval by the Members of the Society at their Annual General Meeting in **September 2005** in **Nice, France**.*

*Further amendments approved by the Council were formally approved by the Members of the Society at their Annual General Meeting in **October 2006** in **Heraklion, Crete, Greece**.*

*Additional amendments were formally approved by the Members of the Society at the Annual General Meeting in **September 2007** in **Sorrento, Italy**.*