



# **EMDR EUROPE ASSOCIATION**

## **Articles of Association**

### **ARTICLE 1 – NAME AND DOMICILE OF THE ASSOCIATION**

The name of the Association shall be "EMDR EUROPE ASSOCIATION"; it shall be constituted as association pursuant to article 60 et seq. of the Swiss Civil Code with domicile in Schaffhausen, Switzerland.

The Association may be registered in the Commercial Register of the Canton of Schaffhausen.

EMDR Europe is the official professional association of national EMDR associations which establishes, maintains and promotes the highest standards of excellence and integrity in EMDR practice, research and education throughout Europe.

EMDR Europe will operate in accordance with the Articles of Association, the code of ethics, and the statutory guidelines and procedures.

### **ARTICLE 2 – OBJECTS OF THE ASSOCIATION**

2.1. The objects of the Association are:

2.1.1 To promote EMDR (Eye Movement Desensitisation and Reprocessing) as a treatment of choice for psychological conditions, which are a result of psychological trauma or other unresolved life experiences.

2.1.2 To provide an international forum within Europe for establishing, teaching and discussing matters relevant to research, the development of and adherence to guidelines, and the practice of EMDR.

2.2 In furtherance of these objects the Association shall:

2.2.1 Encourage and support the establishment and development of national EMDR associations in all European countries.

2.2.2 Establish and maintain relationships with EMDR associations and other relevant bodies both within and outside Europe.

2.2.3 Set standards and give guidelines to the development of training in the practice of EMDR throughout Europe.

2.2.4 Promote research on EMDR.

2.2.5 Take any other action, consistent with Article 2.1, which is deemed appropriate and agreed by the EMDR Europe Board of the Association.

2.2.6. Promote conferences and share in the organisation of the annual conference and workshop.

### **ARTICLE 3 – MEMBERSHIP**

3.1 The Association has the following kinds of memberships ("Members"): full membership and observer membership.

3.1.1 Full membership of the Association shall be open to national EMDR associations within Europe ("Full Member Associations"), and, at the discretion of the EMDR Europe Board, countries outside Europe, who subscribe to the objects of the Association as set out in Article 2 of the Articles of Association.

3.1.2 Observer membership of the Association shall be open to persons who subscribe to the objects of the Association ("Observer Members"), as set out in Article 2 of the Articles of Association, and reside in countries where either there is no affiliated national association or the national association is not currently affiliated to the Association. Observer members have no voting rights.

3.2 The Executive Committee may recommend, for election by the EMDR Europe Board, as Honorary Fellows persons who have made significant contributions to the advancement of Eye Movement Desensitisation and Reprocessing. There shall be no membership fee for Honorary Fellows and they will have no voting rights.

3.3 Acquisition and loss of membership:

3.3.1 The admission as a Member requires a written application for membership. The applicants must demonstrate that they are democratically elected and meet the required criteria and declare that they adhere to the Articles of Association, as regulated by the policies and procedures related to national membership

3.3.2 New Members, shall be accepted by majority vote of the EMDR Europe Board. Its decision is final.

3.3.3 The Members are free to leave the Association at the end of each calendar year, with notice to be given 6 months in advance. The notice has to be made in writing. The membership fee remains due for the whole year.

3.3.4 The Executive Committee or a minimum of two thirds of the members of the EMDR Europe Board shall have the right to recommend to the EMDR Europe Board the exclusion of a Member.

An exclusion without declaration of the reason(s) is permitted.

3.4 Rights and duties of the members:

3.4.1 With the admission as Member of the Association, the Members commit to adhere to the decisions of the bodies of the Association and to pay the fees as determined by the EMDR Europe Board. In addition, the Full Member Associations



shall delegate national representatives ("Full Member Association Representatives") who commit to participate in committees or other working groups of the Association as appropriate.

During EMDR Europe Board Meetings (as defined in Article 4.3), only those Full Member Associations which have met their financial commitments to the Association shall be entitled to vote.

3.4.2 At every EMDR Europe Board Meeting, Full Member Association Representatives have the right to request information from the Executive Committee regarding the matters of the Association and from the Audit Committee regarding the performance and results of the audit.

3.4.3 Full Member Associations are to cooperate with neighbouring countries in accordance with the regulations of EMDR Europe.

#### **ARTICLE 4 – EMDR EUROPE BOARD**

The EMDR Europe Board is the governing body of the EMDR Europe Association and consists of the representatives of its Full Member Associations.

4.1 Thus it shall have the following functions:

4.1.1 To elect members to the Executive Committee, to the Audit Committee and to other committees.

4.1.2 To form/propose/ratify new committees.

4.1.3 To approve and ratify actions and proposals made by the Executive Committee.

4.1.4 To approve the annual budget presented by the Treasurer.

4.1.5 To approve and ratify actions and proposals that are formally recommended by other committees or members.

4.1.6 To approve amendments to the Articles of Association (see Article 9)

4.1.7 To consider additional matters related to the objects of the organisation (see Article 2).

4.2 The EMDR Europe Board members have the following responsibilities:

The Full Member Association Representatives shall represent their national associations on the EMDR Europe Board, actively support the aims and objectives of EMDR Europe and act as liaison between their Full Member Association and the Executive Committee by:

4.2.1 Attending the meetings of EMDR Europe Board.

4.2.2 Ensuring that membership fees payable by their Full Member Association are submitted to the Treasurer by the due date.

4.2.3 Informing the Secretary of any matters involving their Full Member Association of relevance to the EMDR Europe Board.

4.2.4 Circulating to their Full Member Association matters of relevance produced by any EMDR Europe body.

4.2.5 Communicating to their Full Member Association relevant information regarding the Annual Conference.

4.2.6 Responding to all correspondence of the Executive Committee within one month of receipt.

4.2.7 Actively and regularly participating in an EMDR Europe Committee.

4.2.8 Informing the Secretary about any change of circumstances pertaining to the national representative(s) and their attendance at the EMDR Europe Board meeting as soon as they arise.

4.2.9 Informing the Secretary about any change of circumstances pertaining to the Full Member Association.

#### 4.3 EMDR Europe Board Meetings

4.3.1 The EMDR Europe Board comprises one or two national representatives of each full member association nominated by that association and other appointed persons who fulfil defined roles. There is only one vote per Full Member Association.

4.3.2 At least two meetings of the EMDR Europe Board will be held per year.

4.3.3 In addition, the following methods to facilitate an EMDR Europe Board Meeting are permitted:

1. Conference calls
2. Discussions to prepare proposals may be held by email with the written consent of all members (according to Art. 66 sec. 2 Swiss Civil Code)

4.3.4 Nominations for members of the Executive Committee shall be sought at least two months prior to the EMDR Europe Board Meeting.

4.3.5 At least one month notice in writing shall be given to all representatives of Full Member Associations of nominations for the Executive Committee, as well as the agenda and venue of the EMDR Europe Board Meeting. The date and place of the meeting shall be decided at the previous EMDR Europe Board Meeting.

4.3.6 Decisions are considered valid only if at least 50% of the Full Member Associations are represented personally by a Full Member Association Representative or via proxy votes. The proxy votes have to be delivered via mail, email or fax



prior to the meeting or personally at the meeting. A Full Member Association can only accept one proxy vote from one other Full Member Association.

4.3.7 Unless otherwise determined by the EMDR Europe Board, voting at all meet-ings shall be by show of hands.

4.3.8 If a voting right is not exercised, it will not count for the result of the voting.

## **ARTICLE 5 – THE EXECUTIVE COMMITTEE**

### 5.1 Responsibilities

The Executive Committee is responsible for:

- the day-to-day running of the Association;
- fulfilling the objectives of EMDR Europe;
- ensuring the growth and development of the organisation;
- ensuring the work of EMDR Europe is in accordance with the established Articles of Association, policies and procedures
- administering the Association's funds for the purposes of the Association;
- developing strategies and instituting action plans as approved by the EMDR Europe Board in accordance with the objectives of the Association

The Executive Committee is accountable to the EMDR Europe Board.

### 5.2 Composition

The Executive Committee consists of:

- 1) President;
- 2) President Elect;
- 3) Past President;
- 4) Two Vice-Presidents;
- 5) Secretary;
- 6) Treasurer.

The EMDR Europe Board recommends that the composition of the Executive Commit-tee should strive for an appropriate level of representation from both genders.

5.2.1 The President shall hold office for four years. The President may stand for re-election once.

5.2.2 The President will have been elected as President-Elect the year prior to becoming President.

5.2.3 The outgoing President shall normally serve a further term of four years as Past President following his/her term of office.

5.2.4 The two Vice-Presidents shall hold office for a term of 4 years from election. They may stand for re-election once. (as per policies and procedures)

5.2.5 The Secretary and Treasurer shall be elected for a term of 4 years and may stand for re-election once.

5.2.6 Changes in the Executive Committee. In the event of a vacancy occurring among the Executive Committee, the remaining members of the Executive Committee may co-opt any member of the EMDR Europe Board to complete the term of office until the next Meeting.

5.2.7 The Executive Committee may co-opt any member of the EMDR Europe Board for a special task or engage an external expert for a specific task.

5.2.8 The EMDR Europe Board shall have the right to exclude a member from the Executive Committee.

5.2.9 In the event of a tie the President has a deciding vote.

### 5.3 Responsibilities of the Executive Committee members

#### 5.3.1 The President shall:

Preside at and arrange meetings of the Executive Committee and meetings of the EMDR Europe Board.

Prepare the agenda for meetings in consultation with the Executive Committee.

Be responsible for the welfare and proper operation of the Association, according to the Articles of Association in cooperation with the Executive Committee.

Preside over the Annual Conference and liaise with the Conference Organiser and the Conference Quality Assurance Committee prior to the Conference.

Represent EMDR Europe officially towards institutions, authorities and other societies and associations in collaboration with the Executive Committee.

#### 5.3.2 The President Elect shall:

Assist the president and the Executive Committee in the functioning of the association and develop the skills and knowledge required to fulfil the role of president



#### 5.3.3 The Past President shall:

Support and assist the President and President-Elect to give continuity and expertise to run the Association.

#### 5.3.4 The First Vice-President shall:

Support and assist the President by undertaking such duties and responsibilities as delegated to him/her and as required, with the full knowledge of the Executive Committee.

Deputise for the President and represent EMDR Europe in activities or events in case the President cannot attend.

#### 5.3.5 The Second Vice-President shall:

Support and assist the President by undertaking such duties and responsibilities as delegated to him/her and as required, with the full knowledge of the Executive Committee.

Deputise for the President and represent EMDR Europe in activities or events in case the President and the First Vice President cannot attend.

#### 5.3.6 The Secretary shall:

Be responsible for the administration of the Association in cooperation with the President and the other members of the Executive Committee as per the procedural guidelines.

Ensure that the business of the Executive Committee and EMDR Europe Board and committee meetings are appropriately recorded.

To ensure that the objectives and actions recorded in the minutes of the Executive Committee and the EMDR Europe Board are completed in a timely fashion.

To coordinate the distribution of material to members of the Executive Committee and of the EMDR Europe Board for purposes of induction, information and for the completion of designated tasks.

Maintain details of the membership of the Association.

#### 5.3.8 The Treasurer shall:

Be responsible for the receipt, custody and disbursement of all funds of the Association in close co-operation with the President.

Make a written and oral report on the financial status of the Association at the EMDR Europe Board Meeting and account for all receipts and payments as required.

Organise the independent audit of the annual accounts.

Prepare an annual budget, in liaison with the Executive Committee, for approval by the EMDR Europe Board.

## **ARTICLE 6 – OTHER EMDR EUROPE BODIES AND SPECIAL ROLES**

The EMDR Europe Board may appoint standing committees and define special roles or time-limited project groups to facilitate the effective functioning and performance of EMDR Europe.

Committees will be constructed and operate in accordance with the accepted procedural guidelines which include composition, duration, terms of reference and account-ability.

### **6.1 Audit Committee**

The two auditors are elected for two years by the EMDR Europe Board with a simple majority. They can be re-elected for another term. Their task is ongoing control of the financial management and the control of the accounting statements. Due to existing law they have access to all relevant documents and bodies of the association.

### **6.2 Conflict Resolution**

6.2.1 The Executive and the Board will support the resolution of conflicts, disputes and complaints from within and /or between Full Member Associations or Observer Members.

6.2.2 The involvement of EMDR Europe in national disputes will only become available when all processes, in accordance with national policy for resolving any conflict, dispute or complaint, have been exhausted.

6.2.3 EMDR Europe will, in accordance with its conflict resolution and disciplinary procedures, endeavour to resolve any conflict, dispute or complaint and in doing so will appoint executive officers to investigate, assess and offer options for resolution.

6.2.4 EMDR Europe will have the power to appoint an arbitrator with appropriate expertise to consider how the matter may be resolved.

6.2.5 Conflicts, disputes and complaints from within EMDR Europe will in the first instance be considered and if possible resolved by executive officers appointed by the President.

6.2.6 The President will remain impartial and detached throughout, pending any action, including disciplinary action, that he/her may be required to implement dependent upon the outcome of the investigation.





## **ARTICLE 7 – FINANCE**

7.1 The membership and financial year shall be the calendar year.

7.2 A budget shall be presented annually by the Executive Committee to be voted upon by the EMDR Europe Board at its meeting.

7.3 The income of the Association will derive from membership fees paid by Members and from any other source deemed appropriate by the EMDR Europe Board.

7.4 Full Member Associations pay a fee per annum based on the number of members in their national association. The amount is determined by the EMDR Europe Board. The EMDR Europe Board may adjust the fees for a defined period of time. Also, the EMDR Europe Board may consider to adjust the fee for one or more specific Full Member Associations for a limited period of time.

7.5 All membership fees are due on May 1<sup>st</sup>, and if not received by October 1<sup>st</sup> of the same year, the membership and all rights associated with it shall be suspended until the outstanding fees have been paid.

7.6 Full Member Association Representatives or members of an EMDR Europe body shall not be entitled to receive any financial reward for services rendered in that capacity, but the Executive Committee members may be reimbursed by the Association for reasonable expenses actually incurred in carrying out their duties and Full Member Association Representatives and EMDR Europe Committee members may be reimbursed by their Full Member Association for reasonable expenses actually incurred in carrying out their duties.

7.7 Only the assets of the Association are liable for the debts of the Association.

7.8 The Executive Committee members represent the Association. The President, the Past-President, the Vice -Presidents and the Treasurer shall have the authority to act with collective signature by two subject to the supervision of the Executive Committee.

## **ARTICLE 8 – AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

8.1 Alterations, amendments or additions to the Articles of Association may only be made at the EMDR Europe Board Meeting.

8.2 A proposal to amend the Articles of Association may be made by the Full Member Association Representatives of the EMDR Europe Board and/or by the Executive Committee.

8.3 A proposal to amend the Articles of Association must be submitted to the Secretary of the Association at least two months prior to the EMDR Europe Board Meeting in order to allow sufficient time for consideration by each Full Member Association.

8.4 A proposal to amend the Articles of Association shall be submitted promptly by the Secretary to each Full Member Association.

8.5 To amend the Articles of Association a proposal shall require at least a two - thirds vote in favour by the Full Member Association Representatives present at the EMDR Europe Board Meeting.

#### **ARTICLE 9 – DISSOLUTION OF THE ASSOCIATION**

In the event of the Association being dissolved, any assets remaining, after satisfying all outstanding debts and liabilities, shall be distributed among Full Member Associations in proportion to the basis on which they contributed membership fees to the Association.