

# Society for Historical European Martial Arts Studies (SHEMAS)

## Statutes

Adopted by the Society on May 5, 2017

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**CHAPTER I. GENERAL PROVISIO**

**Article 1 Name, Head Office and Duration**

- 1.1 The Society for Historical European Martial Arts Studies (SHEMAS) is a non-profit association, constituted according to articles 60ff of the Swiss Civil Code. It is governed by Swiss law, and is formed for an unlimited duration.
- 1.2 As a learned society, SHEMAS comprises physical persons (researchers) and legal persons (institutions, organisation) dedicated to the study of Historical European Martial Arts, internationally.
- 1.3 The Office of SHEMAS is located in Vaumarcus, Switzerland. The Executive Committee can change the location of the Office during the course of its mandate. Any change of location is enforced by the General Assembly.

**Article 2 Goals**

- 2.1 The goals of SHEMAS are:
  - (a) to promote and develop Historical European Martial Arts Studies;
  - (b) to support and coordinate research projects;
  - (c) to favour communication and collaboration between independent and affiliated researchers, as well as between researchers and practitioners;
- 2.2 To achieve its goals, SHEMAS proposes the following means, among any other proposed by the Executive Committee:
  - (a) to run an Internet website with a database of portfolios for researcher and research project and a specialised bibliography;
  - (b) to organise International conferences dedicated to Historical European Martial Arts, as well as panels within renowned International congresses;
  - (c) to provide or facilitate: high standard publication, funding application, institutional collaboration;
  - (d) to communicate and provide targeted information between academic circles and communities of practitioners.

**Article 3 Official Languages**

The official language of SHEMAS is English. As a learned society, it also comprises the main European languages for scientific or other contributions, but encourages its members to communicate research in English for its greater reachability.

## **B. MEMBERSHIP**

### **Article 4 Membership Admission**

Membership is acquired through written demand to the Executive Committee, provided that the fulfilment of member's obligations are met.

### **Article 5 Categories of Members**

5.1 Members of SHEMAS are:

(a) Legal person (institution, organisation)

The applicant is a legal entity interested in the goals of SHEMAS. It is represented by a delegate at the General Assembly;

(b) Physical person

According to its track record and current professional situation, the applicant can apply for the following status:

- Affiliated researcher (currently affiliated to an academic or patrimonial institution).
- Independent published researcher (not currently affiliated to an academic or patrimonial institution, with peer-reviewed publication record).
- Independent unpublished researcher (not currently affiliated to an academic or patrimonial institution, without peer-reviewed publication record).
- Student (currently enrolled as a student at an academic institution, up to PhD student level);

(c) Honorary member

The General Assembly may, upon a proposal by the Executive Committee, grant the title of "Honorary President" or "Honorary Member" respectively to any retiring Member for its outstanding services to SHEMAS. They may attend the General Assembly, but do not have the right to vote

5.2 Unless the context otherwise indicates, the term "Member(s)" comprises all categories of members.

### **Article 6 Member's Rights**

Members have the right:

- (a) to receive in advance the agenda of the General Assembly, to be called to the meeting within the prescribed time, to take part in the meeting and, unless for Honorary Members, to exercise their right to vote;
- (b) to be informed of the state of SHEMAS;

- (c) to draw up proposals regarding the Agenda of the General Assembly;
- (d) to nominate candidates to any position in the organs of SHEMAS;
- (e) to exercise any other right arising from the Statutes, regulations, directives and decisions of SHEMAS.

#### **Article 7 Members' Obligations**

Members have the obligation:

- (a) to comply at all times unreservedly with the Statutes, regulations, directives and decisions of SHEMAS, subject to the limits imposed by Article 12.1 and 23.3;
- (b) to fill and update the form for their personal portfolio, which affects their status (Physical Person);
- (c) to notify SHEMAS, in writing within the federation's year, of any modification that potentially affects the conditions of admission;
- (d) to pay their annual subscription when due.

#### **Article 8 Resignation**

8.1 A Member may resign at any time.

8.2 Such resignation shall take effect immediately upon receipt of a notice of resignation signed by the authorised person(s), and shall be reported to the next General Assembly by the Executive Committee of SHEMAS. Paid membership subscriptions will not be refunded.

8.3 A Member that resigns remains liable for any outstanding obligations to SHEMAS for a period of 2 (two) years maximum.

#### **Article 9 Suspension and Exclusion**

9.1 The Executive Committee may, by a majority decision, suspend a Member until the next General Assembly:

- (a) if it fails to comply with a provision of the Statutes, regulations, directives and decisions of SHEMAS; or
- (b) if it fails to fulfil its financial obligations and pay its liabilities due to SHEMAS; or
- (c) if it owes 1 (one) years of overdue annual membership fees to SHEMAS.
- (d) if it harms SHEMAS in any way.

9.2 The expulsion can only be carried out by General Assembly.

## C. ORGANS

### Article 10 Organs

The different organs of SHEMAS are:

- (a) The General Assembly is the supreme organ;
- (b) The Executive Committee is the executive organ;
- (c) The Scientific Committee is a consultative organ;
- (d) The Advisory Committee is a consultative organ;
- (e) The Auditor carries out the audit of the financial matters.

### C.1. GENERAL ASSEMBLY

### Article 11 Composition, Convocation

- 11.1 The General Assembly is composed of all Members. The Ordinary General Assembly is convened by the Executive Committee at least every 2 (two) years. An Extraordinary General Assembly might be convened whenever the Executive Committee deems it necessary or when 2/5 (two fifth) of the members express the demand.
- 11.2 When possible, General Assemblies are held during conferences or panels in congresses organised by SHEMAS.
- 11.3 General Assemblies are validly constituted when the majority (at least 50 % + 1) of the Members having voting rights are represented (for proxies and remote attendance, see Article 13).
- 11.4 General Assemblies are convened with a 3 (three) months' notice. Documents are sent to Members at least 1 (one) month prior to the day of the General Assembly.
- 11.5 The General Assemblies are opened to SHEMAS Members, members of the legal entities, and attendees invited by the Executive Committee.

### Article 12 Powers

- 12.1 The General Assembly is the supreme organ of SHEMAS. It has the following powers:
  - (a) to elect or expel Members of the Executive Committee;
  - (b) to appoint, on proposal of the Executive Committee, Members for the Scientific and Advisory Committee.

- (c) to bestow, on a proposal by the Executive Committee, the title of Honorary President or Honorary Member on a retiring President or retiring Executive Committee member who rendered outstanding services to SHEMAS;
- (d) to appoint the auditor;
- (e) to adopt the minutes of the last meeting, budget, financial statement and activity report;
- (f) to discharge the Executive Committee;
- (g) to adopt or amend any proposal of the Executive Committee or of Members;
- (h) to amend or revoke any regulation or directive of the Executive Committee which the General Assembly determines adversely affects any Member's rights provided or described in Article 6 or impinges on any power or other competence of the General Assembly provided or described in this Article;
- (i) to admit, suspend or expel a Member (subject to Article 9);
- (j) to set the amount of the subscription for Members;
- (k) to adopt or amend the Statutes of SHEMAS, and to vote for the dissolution of SHEMAS;
- (l) to exercise any other competence specifically attributed to it by the Bye-Laws, regulations and directives of SHEMAS.

### **Article 13 Voting and Quorums**

- 13.1 Voting is carried out by a show of hands, except when the General Assembly expresses the need for secret ballots.
- 13.2 Decisions and elections are carried out by a majority (at least 50 % + 1) of the Members present.
- 13.3 Proxy representation is permitted. A Member entitled to vote may represent maximum another voting member, provided that he can provide a written and signed procuration.
- 13.4 Remote attendance to the General Assembly is also permitted, provided that a webconference is organised by the Executive Committee.
- 13.5 A vote of 2/3 (two third) of the Members present is necessary to expel a Member or to amend the Statutes.
- 13.6 A vote of 3/4 (three quarter) of the Members present is necessary to dissolve SHEMAS.

### **Article 14 Elections**

- 14.1 A candidate is a Member of the Society who applies in writing at least 1 (one) month before the General Assembly and fulfil the criteria for the position.

- 14.2 A candidate is elected if he or she obtains the ordinary majority of the votes validly cast.
- 14.3 If no candidate is elected in the first round, a second round shall take place between the two candidates having obtained the highest number of votes in the first round. In case of a tie, a third round shall take place. In case of a tie in the third round, the election is done by drawing lots.
- 14.4 In the event there is only one candidate for the position being filled, the election will be carried out by acclamation, unless an election by secret ballot is requested by at least 2 (two) Members with voting rights.
- 14.5 In the event there is no candidate for the position being filled, another General Assembly is convened.

## **C.2. EXECUTIVE COMMITTEE AND COMMISSIONS**

### **Article 15      Composition and Term of office**

- 15.1 The Executive Committee is the executive organ of SHEMAS. Its Members are affiliated researchers or independent published researchers with a PhD and with a track record of peer-reviewed publications in the field of HEMA.
- 15.2 It consists of 3 (three) to 5 (five) Members elected by the General Assembly, and both chairpersons of the Scientific and Advisory Committees (with consultative voice).
- 15.3 The Executive Committee elects 1 (one) President, 1 (one) Secretary, 1 (one) Treasurer and at least 1 (one) Vice-President from among the members of the Executive Committee.
- 15.4 The Executive Committee Members are appointed for a term of 2 (two) years. They may be reappointed.

### **Article 16      Meeting, Quorums**

- 16.1 The Executive Committee shall meet in principle minimum 3 (three) times during each year of its period of office.
- 16.2 The quorum for meetings of the Executive Committee is met when the President plus 2 (two) other Executive Committee members are present, except in exceptional circumstances where the President is unable to attend and does not wish or is unable to cancel the meeting, in which case the quorum shall be satisfied with 1 (one) Vice President and 2 (two) other Executive Committee members.
- 16.3 The chairperson of the Scientific and Advisory Committee, as well as any invitee by the Executive Committee may attend the meetings and will have consultative voices.

### **Article 17      Powers of the Executive Committee**

- 17.1 The Executive Committee is competent in all matters that are not reserved to other organs by the Statutes, regulations and directives of SHEMAS. It has the power:
- (a) to prepare and convene Ordinary and Extraordinary General Assemblies;
  - (b) to propose Member for appointment to the Scientific and Advisory Committees;
  - (c) to appoint Commissions (subject to Article 18);
  - (d) to prepare and approve the budget and the financial report to be submitted to the General Assembly, and to take decision regarding financial matters (expenses, subventions and investments);
  - (e) to suspend a Member (subject to Article 9);
- 17.2 The Executive Committee represents and commits SHEMAS with regard to third parties.

### **Article 18 Commissions**

- 18.1 The Executive Committee shall have the authority to appoint Commissions for certain on-going tasks or limited projects. Each such Commission is provided with a mandate and reporting lines.
- 18.2 A member of the Executive Committee may sit on each such Commission. The remaining members of the Commission shall be individuals deemed, in the Executive Committee's exclusive discretion, fit and proper for the assignment.

## **C.3. SCIENTIFIC AND ADVISORY COMMITTEE**

### **Article 19 Composition and Term of office**

- 19.1 The Scientific Committee is composed of affiliated established scholars or independent published researchers, specialised on Historical European Martial Arts or related fields. Its members are appointed by the Executive Committee and approved by the General Assembly. They shall act immediately upon appointment, with or without being Member of the Society (subject to Article 5).
- 19.2 The Advisory Committee is composed of independent researchers both qualified as researchers and martial arts practitioners (active member of a group of Historical European Martial Arts practitioners).
- 19.3 Members of both Committees are appointed upon resignation or as long as their professional / leisure activities allows.
- 19.4 The chairpersons of each Committee are chosen amongst the Committees for a mandate of 2 (two) years on the same calendar as the Executive Committee. The nomination is endorsed by the General Assembly. The chairperson attends the Executive Committee meetings.



19.5 Any Members of the Scientific or Advisory Committee who harms the Society in any way (subject to Article 9) can be expelled from the Committee by a majority decision of the Executive Committee.

#### **Article 20 Mission**

20.1 The Scientific and Advisory Committee have a consultative voice through their respective chairperson for decisions of the Executive Committee regarding the scientific or public outreach activities of SHEMAS.

20.2 The Scientific and Advisory Committee actively support and advise the Executive Committee and the General Assembly. They are notably responsible:

- (a) to evaluate track record of new applicants for membership, in order for the Executive Committee to propose the status of affiliated researcher, independent published researcher, independent unpublished researcher or student;
- (b) to support SHEMAS in the organisation of conference and the submission of proposal for research funding;
- (c) to expand the network and recognition of SHEMAS within their own organisation / institution;
- (d) to ensure the quality and reachability of actions of public engagement or actions intended for the communities of HEMA practitioners.

#### **C.4. AUDITOR**

#### **Article 21 Auditors and Audits**

21.1 The Auditor shall be one individual appointed by the General Assembly, generally for a period of 2 (two) years. His/her mandate may be renewed. Each individual appointed to such office shall have the skill and competence required for such.

21.2 The accounts must be audited each year. The Auditor check the accounts and present his/her report to the General Assembly, with conclusions and recommendations, notably with regards to the approval of the financial statements by the General Assembly.

#### **D. ADMINISTRATION**

#### **Article 22 Administrative exercise**

22.1 The financial year of SHEMAS shall run from the 1st January to the 31st of December annually.

22.2 Should a General Assembly not be held in any one or more years, the same amount of subscription as the previous year shall become due on the 31st of January.

## **Article 23 Finances, Liability**

23.1 The expenses of SHEMAS are covered by:

- (a) Membership subscription;
- (b) Institutional subvention, or research grant;
- (c) Donation or bequest.
- (d) Any other mean.

23.2 SHEMAS shall be financially bound, within the limits of the approved budget

- (a) For an amount less than 10% of the sum of the subscriptions of the Members, by the sole signature of either the President or the Treasurer; and
- (b) For any amount equal to or exceeding such amount or for an expenditure not provided in the budget but approved by the Executive Committee, by the joint signatures of the President and the Treasurer, provided that, in the event either the President or the Treasurer are not available, the Vice-President shall be authorised to sign in the respective individual's stead.

23.3 Members shall only be legally and financially liable, toward SHEMAS and third parties, up to the limit of their subscription

23.4 Third parties or partner organisation shall only be legally and financially liable, towards SHEMAS and third parties, up to the limit of their subvention, grant, donation or bequest.

## **E. MODIFICATION OF STATUTES AND DISSOLUTION**

### **Article 24 Modification of Statutes**

24.1 Any member has the right to ask for a modification of the Statutes. Such demand is made in writing with explanatory notes to the Executive at least 3 (three) months in advance of the General Assembly.

24.2 The Statutes may only be modified by the Ordinary General Assembly or by an Extraordinary General Assembly convened especially for that purpose. Pursuant to Article 13.5, amendments are endorsed only with an approval of 2/3 (two-thirds) of the votes.

### **Article 25 Dissolution**

25.1 Pursuant to Article, the dissolution of SHEMAS require 3/4 (three-quarters) of the vote of the General Assembly.

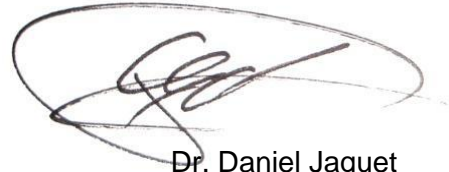
25.2 Any assets remaining after the dissolution of SHEMAS, shall, after satisfaction of all its debts and liabilities, be applied to the furtherance of any objective(s) of SHEMAS as determined by the General Assembly at, or before, the time of dissolution. If effect cannot be given to the foregoing provisions, they shall be given to a charitable organisation. Under no circumstances shall they be paid to, or distributed among the Members of the Association.

## D. ENFORCEMENT

### Article 26 Enforcement

This version of the Statutes has been adopted by the General Assembly in Dijon, the 5<sup>th</sup> May 2017 and came into force immediately.

President:

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, enclosed within a large, irregular oval shape.

Dr. Daniel Jaquet

Secretary:

Dr. Sixt Wetzler

Amendment history: none.