

EURAMAL Constitution

§ 1 Name and Headquarters

- (1) Under the name »European Association for Modern Arabic Literature« (abbrev. EURAMAL, henceforth also ‘the Association’) is established an association governed by the articles of this Constitution and the articles 60 sq. of the Code Civile Suisse. EURAMAL is the successor organisation to EMTAR, the »European Meeting of Teachers of Arabic« that was called into being by the late Ed de Moor (Nijmegen).
- (2) EURAMAL has its seat in Geneva. It may be transferred to another place if the Council so decides. Such decision has to be confirmed by the General Meeting.

§ 2 Aims

- (1) EURAMAL is a European-based international non-governmental organisation. It pursues its aims without any discrimination on grounds of race, religion, sex, nationality or political philosophy.
- (2) The principal aims of EURAMAL shall be
 - a) to promote, encourage and support interest and scholarly research, esp. in Europe, and with critical methods of investigation, in Modern Arabic Literature (henceforth ‘MAL’) as a product of aesthetic creativity exerted in specific contexts, literary and extra-literary, i.e. the study of MAL both as *literature* and as a most sensitive *indicator* of the conditions under which it is produced;
 - b) to promote cooperation and exchange among individuals and organisations, esp. in Europe, concerned with this kind of research in MAL.

§ 3 Activities

- (1) EURAMAL shall further its aims by
 - a) holding conferences, round tables, etc. on relevant aspects of MAL;
 - b) supporting contacts and promoting exchange and collaboration among researchers of MAL from different European countries as well as between EURAMAL and researchers of MAL from non-European countries;
 - c) publication of studies on MAL, including the proceedings of EURAMAL conferences;
 - d) encouraging interdisciplinary and comparative approaches to MAL;
 - e) promoting other projects that are in line with the Association’s aims (e.g., bibliography of writers, of reference literature, ...).
- (2) In memory of the late Ed de Moor, founder of EURAMAL’s predecessor EMTAR, special lectures will be organized under the name of »Ed de Moor Lectures«.
- (3) In furtherance of the aims but not otherwise EURAMAL has the power to
 - a) raise funds and invite and receive contributions;
 - b) do all such other lawful things as are necessary or advisable for the achievement of its aims.

§ 4 Membership

- (1) There are four categories of membership:
 - a) *Fellows (= full, or ordinary, members)*: Membership in this category is open to any specialist having published at least one substantial contribution to the study of MAL.
 - b) *Corporate Membership*: Membership in this category is open to organisations interested in, or concerned with, the study of MAL.
 - c) *Honorary Membership*: Honorary membership may be conveyed to persons who have rendered distinguished service to the Association or persons with distinguished merits in the production or study of MAL (writers or scholars).
 - d) *Associate Members and Student Members*: Membership in this category is open to other persons interested in MAL, e.g. journalists, writers etc., as well as students of MAL.
- (2) Membership in categories a), b) and d) shall be conferred upon the acceptance by the Council of a written application and payment of the appropriate dues. Nomination to Honorary Memberships shall be made by the Council and submitted to the General Meeting for approval.
- (3) Only categories a) to c) have a vote in the GM. They will therefore be referred to also as ‘voting members’.
- (4) From every member in categories a), b) and d) there shall be due to the Association a bi-annual subscription fee, which shall be determined from time to time by the Council and approved by the General Meeting. On the day of adoption of this Constitution, this fee is 40 €for ordinary members, 100 €for corporate membership, and 20 €for associate or student members. The fees for fellows may be reduced to those of category d) on the fellow’s personal request and with approval of the Executive Committee.
- (5) Bi-annual subscriptions shall fall due at each GM. If a member does not attend the GM, subscriptions are to be paid until 31 December of the year in which the GM was held.
- (6) The right to vote in the GM ends if a member should not have paid the bi-annual subscription within two years of the date specified under (5).
- (7) Membership ends
 - a) with the withdrawal of a member or member organisation from the Association;
 - b) with the death of an individual member or the dissolution of a member organisation;
 - c) for members of the above categories a), b) and d) if the bi-annual subscription should not be paid within four years of the date specified under (5), unless good reason be provided to the satisfaction of the Council.
 - d) The GM may for good reason and by a majority vote (more than 50% of those present or represented at the GM) terminate any type of membership.

§ 5 Structure of the Association. Institutions. Their powers and duties

- (1) The Association has the following institutions/organs: The General Meeting (GM), the Council, the Executive Committee (EC/“Bureau”), the President, the Secretary, the Treasurer, the Auditors.
- (2) The General Meeting (GM).
 - a) There shall be a GM every two years, or as soon as practicable. The GM will be called on authority of the Executive Committee.

- b) There may also be a special GM at any time if a majority of the Council or of the Executive Committee or one fifth of all EURAMAL members request such a meeting in writing, stating the business to be considered. At least thirty days' prior written notice must be given. The notice must state the business to be discussed.
 - c) The GM elects the members of the Council and the Executive Committee as well as the Auditors. It receives the reports on the accounts and activities of the Association.
 - d) The business of the GM shall also include any other business which may be requested by any member of the Association. For major topics a written request should reach the Secretary at least one month before the GM.
 - e) Any voting member [categories a) to c) of § 4.1] having business for the GM shall notify the Secretary in writing at least 14 days before the GM.
 - f) In the GM, each voting member and member organisation present or represented shall have one vote in connection with each motion put before the GM. Any member having business for the GM may delegate his/her right to vote to another member. A written vote sent to the Secretary in due time is equivalent to a vote given in the GM.
 - g) Except for the cases stated in § 4.7d, § 7.2 and § 9.1 of this Constitution (expulsion of a member, alteration of Statutes, dissolution of the Association, respectively), resolutions shall be passed by simple majority of the voting members present, or represented, at the GM. In the event of equal votes the President shall have a second or casting vote.
 - h) A person specially appointed by the GM shall keep minutes of proceedings at every GM.
- (3) The Council.
- a) The Council is the Association's advisory board. It shall consist of no less than seven nor more than thirteen Fellows, ideally representing different European countries.
 - b) Council members are elected by the GM to serve for the period until the next GM. Each Council member may stand for re-election.
 - c) The Council meets on occasion of the GM, or gives advice and takes decisions via e-mail.
 - d) The Council shall give its opinion on any matter concerning the Association's affairs, with or without a request from the Committee or the GM, and whenever it so pleases. It accepts new memberships and nominates candidates to honorary memberships (§ 4.2), determines the bi-annual subscription fees (§ 4.4), decides upon the exclusion of a member (§ 4.7c), may ask for special GMs (§ 5.2b), and decides upon the assets of the Association in case of its dissolution (§ 9.2).
 - e) Decisions are taken by majority vote among the Council members.
 - f) There shall be a quorum when at least one half of the members of the Council are present or represented at a meeting or vote via e-mail.
- (4) The Executive Committee (EC/"Bureau")
- a) The EC/"Bureau" shall consist of the President, the Secretary, the Treasurer and two other members.
 - b) EC/"Bureau" members are elected by the GM to serve for the period until the next GM. Each EC/"Bureau" member may stand for re-election. In case of a vacancy, the EC/"Bureau" shall provide a temporary replacement for the parting member until the next GM. The replacement may then be approved of by the GM as definitive.
 - c) The EC/"Bureau" shall hold at least one ordinary meeting each year.
 - d) Decisions are taken by majority vote among the EC/"Bureau" members.

- e) There shall be a quorum when at least one half of the members of the EC/“Bureau” are present or represented at a meeting.
 - f) The EC/“Bureau” may form committees, having their own officers, to take responsibility for particular projects or undertakings, e.g. fundraising, the organisation of sub-conferences, preparing publications etc. Members of such committees may be drawn from outside the EC/“Bureau”. The EC/“Bureau” or a committee may co-opt further members from outside the Association provided that their number does not exceed one third of the respective committee.
 - g) The posts of two officers may be held simultaneously by one person if so elected. An officer holding more than one post shall only have one vote.
 - h) A person specially appointed by the EC/“Bureau” or a committee shall keep minutes of the proceedings at meetings of the EC/“Bureau” or one of its committees.
 - i) In furtherance of EURAMAL’s aims, the EC/“Bureau” may exercise any powers of the Association which are not reserved to a GM or the Council, including
 1. the power to raise funds and to invite and receive contributions provided that in raising funds the EC/“Bureau” does not undertake any substantial permanent trading activities and that it conforms to any relevant requirements of the law;
 2. the power to buy, or take on lease or in exchange, any property necessary for the achievement of its aims and to maintain and equip it for use;
 3. the power, subject to any consent required by law, to sell, lease or dispose of all or any part of the property of EURAMAL;
 4. the power, subject to any consent required by law, to borrow money and to charge all or part of the property of EURAMAL with repayment of the money so borrowed;
 5. the power to employ such staff as are necessary for the proper pursuit of its aims and to make all reasonable and necessary provision for the payment of such employment;
 6. the power to do all such other lawful things as are necessary for the achievement of its aims.
 7. Documents shall be valid only if signed by the president and at least one other member of the EC/“Bureau”.
 - j) The EC/“Bureau” shall have power to deal with urgent matters within the competence of the Association provided that such action is reported to the Council for endorsement.
- (5) The President.
- a) The President shall be elected by the GM.
 - b) The President will normally chair the GM.
- (6) The Secretary.
- a) The Secretary is elected by the GM for the period between one ordinary meeting of the GM and the next.
 - b) He/she is charged with the day to day running of EURAMAL and the administration of its affairs in consultation with the EC/“Bureau” members.
 - c) The Secretary calls the GM and the meetings of the EC/“Bureau”.
- (7) The Treasurer.
- a) The Treasurer is elected by the GM for the period between one GM and the next.
 - b) He/she is charged with the financial administration of the Association, i.e. with accounting for EURAMAL’s income and expenses during this period.

- c) He/she shall pay incoming money into a bank account in the name of the Association and shall arrange, in consultation with the EC/“Bureau”, for the proper investment of any available balance.
 - d) He/she shall prepare financial forecasts based on assessment of Association income and expenditure to be presented to the EC/“Bureau” meetings.
 - e) The balance sheet and income and expenditure account of the Association shall be audited by two auditors. The so audited balances shall be submitted for approval to the GM on their meeting.
- (8) The Auditors.
- a) The auditors may not at the same time be a member of the EC/“Bureau”, but may well be independent of the Association.
 - b) The auditors audit the balance sheet and income and expenditure account prepared by the Treasurer.
- (9) If an officer (member of EC/“Bureau”, Auditor) retires or resigns before the completion of his/her term of office, a successor shall be appointed by the Council to complete the original officer’s term of office.

§ 6 Finances

- (1) The income and property of the Society shall be applied solely and irrevocably toward the promotion of its aims and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profits to its members. No member shall acquire any interest in its property or receive remuneration, nor have any interest in any contract entered into by EURAMAL, unless with the agreement of the GM.
- (2) The income of the Association will come from
 - a) the bi-annual subscriptions for membership;
 - b) all kinds of rights resulting from publications or other activities;
 - c) fundraising;
 - d) donations.
- (3) The accounts of the Association shall run from 01 January.
- (4) All moneys shall be administered by the Treasurer (see § 5.6 above).
- (5) No member of EURAMAL shall be held personally responsible for the Association’s debts or liabilities.

§ 7 Amendments to the Constitution

- (1) The Constitution may be altered by a resolution passed by not less than two thirds of the voting members present or represented at a GM.

§ 8 Règlement intérieur

The EC/“Bureau” may set up a *Règlement intérieur*. It serves the purpose of supplementing the Constitution in cases where the Constitution is silent or too general in its instructions. Any internal regulation that contradicts the Constitution will not be valid.

§ 9 Dissolution

- (1) If the EC/"Bureau" decides that it is necessary or advisable to dissolve EURAMAL, it shall give at least thirty days' notice to all members of its intention to make this recommendation at the next General Meeting. If such recommendation be confirmed by a two thirds' majority of those present and voting at the GM, the EC/"Bureau" shall have power to dispose of the assets of EURAMAL.
- (2) Any assets remaining after meeting debts and liabilities shall be donated to any organisation exempted from taxes that will apply the assets towards such charitable purposes for the promotion of the aims of EURAMAL as the Council may decide.

This Constitution was adopted on the 15th day of January, 2006.