



МУЗИКАУТОР

STATUTE

CHAPTER FIRST

GENERAL

NAME

Art.1. (rev. GM -05.11.2018) MUSIACAUTOR is a voluntary and independent society of composers, lyricists, related to music and musical publishers for collective management of copyrights with non-profit purpose, which operates under the name „MUSIACAUTOR“. The name shall be written in Latin letters in English as follows: Society of Composers, Lyricists and Music Publishers for Collective Management of Copyrights – MUSICAUTOR.

SEAT AND REGISTERED ADDRESS

Art.2. The seat of the society shall be in the city of Sofia, Republic of Bulgaria. Registered address: 1000 Sofia, № 17 „Budapeshta“ str., fl. 4.

NATURE AND GOALS

Art.3. /1/ (rev. GM -05.11.2018) MUSIACAUTOR is a society of authors of musical works, literary works, related to music and musical publishers, having joint interests and established on the grounds of art. 134 and the following of the Act on the family and persons and acting on the grounds of the Copyrights and neighboring rights act, which society intends to fight for ensuring conditions for more effective protection of this interest. The society shall realize the collective management of the copyrights of its members on the territory of the whole world. MUSIACAUTOR shall manage the below mentioned rights as regards musical works, literary works, related to music, arrangements and adaptations of musical works, of literary works, related to music and of folklore works, as well as translation of literary works, related to music, hereinafter referred to in the present statutes „works“. MUSIACAUTOR shall manage the following types of rights (connected with the types of use under art. 18, par. 2 of CNRA):

- 1.1. Public performance during concerts and other events;
- 1.2. Public performance in commercial, tourist establishments and other events;
- 1.3. Public performance during cinema projections and other forms of public performance on screen;
- 1.4. Public performance in transport vehicles;
- 1.5. Public performance during theatrical performances and etc.;
- 1.6. Public performance in any way, different from those, specified in p. 1.1-1.5;
2. Reproduction and allocation;

3. Wireless broadcasting or transmission via cable or other electronic communication network, incl. in internet as a part of radio- and television programs and the reproduction and simulcasting, related to the broadcasting or transmission;
4. Re-transmission by cable or other electronic communication network, incl. through IP protocol as well as in internet;
5. Offering access-wireless or via cable- to unlimited number of persons, to the works or part of them in a way, which allows this access to be realized from a place and in a time, individually chosen by each of them (the persons) and the related reproduction;
6. The import and export of copies of the works in commercial quantities;
7. The collection of compensation payments upon free use of the works.
8. (new GM - 05.10.2020) Synchronization right for non-commercial use of works included in audiovisual productions generated by end users of Facebook and Instagram.

/2/ The society is a legal entity.

/3/ The society is an organization for realization of activity for private benefit.

/4/ The rights management shall be made not for profit.

/5/ For exercising its activity on collective rights management the society shall deduct some of the collected remunerations in amount, determined in its rules for allocation. The society shall settle its relations with right holders, who are not its members, in relation to the costs for its activity on collective rights management and for social and/or cultural funds in the same way as with its members.

/6/ (rev. GM -05.11.2018) The society may receive and pay to right holders, who are not its members and are not represented by it, remunerations payable to them as a result of the allocation of the remunerations, received from the society for the respective type of use, if this does not contradict with an agreement for representation, or insofar as some of these right holders have not expressed explicitly and written disagreement about this. Such disagreement shall be valid as from the beginning of the calendar year, following the year, in which it (the disagreement) is expressed.

/7/ The allocation of remunerations, after deduction of the costs for the activity on collective rights management and/or social and cultural funds shall be made between the right holders according to the internal rules for allocation, regardless whether (they) are members of the society or not, in accordance with par. 6 of the present article.

/8/ For reaching its goals, the society shall establish social, cultural and other funds. Their financing and functioning shall be determined under the order, specified in the Rules for allocation of MUSIACAUTOR.

MEANS FOR REACHING THE GOAL

Art.4. For reaching its goals, the society:

1. shall propagandize and protect before the public and state bodies the prestige and role of the copyright;
2. shall initiate legislative changes and cooperates for development of the required legislative acts in the field of the copyright;
3. shall make relations and exchange information with similar societies in the country and abroad as well as with international organizations in the field of the intellectual property;
4. shall execute contracts, by which allows the use of the works of its members within the frameworks of the powers, provided by them, shall establish and update the already drawn tariffs for use of these works, shall collect the payable remunerations and shall distribute them amongst them according to the provisions of this Statute and the Rules on allocation.
5. shall execute contracts for mutual representation with similar societies from other countries by which contracts it entrusts these societies to represent the members of MUSIACAUTOR on the respective territories and exercises representation of the foreign right holders on the territory of the Republic of Bulgaria;
6. shall represent its members as well as the members of the similar societies, with which it has executed contracts for mutual representation before the court and the other enforcement and administrative authorities in the Republic of Bulgaria in protecting the rights, granted for management and in collecting the payable remunerations;
7. shall makes contact in the country and abroad with organizers of international events, related to the management and protection of copyrights and shall participate in them by its representatives;
8. shall make contacts and shall represent its members in front of the state and/or municipal bodies as well as in front of other independent controlling bodies, international organizations and economic and non-economic subjects.

TERM OF EXISTENCE

Art.5. The society is established for unlimited period of time.

CHAPTER SECOND

MEMBERSHIP. CONDITIONS ON MEMBERSHIP

Art.6. /1/ Membership in the society shall be voluntary. Members of the society shall be persons, who according to the legislation in force in the country are copyrights holders, which the society manages and who shall accept its Statute, The Rules on allocation and the other internal acts of the society.

/2/ Members of the society can be:

a/ (rev. GM -05.11.2018) natural persons, who are authors of musical works, of literary works, related to music, used in any of the ways, described in art. 3, par. 1, l.1-p.7 incl.:

- composers and authors of arrangements and adaptations of musical works with or without text and of folklore works,

- authors and translators of texts, accompanying musical works;

b/ heirs of the persons under letter "a";

c/ natural or legal persons – musical publishers, to whom the author or heir of him has granted by contract the right for publishing and the right to allow the use of his works in some of the ways, described in art. 3, par. 1, p.1-p.7.

/3/ Each member at the moment of his admission in the society, should meet the following conditions:

- at least one work created by him has to be registered in the society or used in any of the ways, described in art. 3, par. 1, p.1-p.7;

- not to have granted by contract to another natural or legal person the exclusive rights for the use of all his works.

/4/ (rev.– 05.11.2018) The society may refuse (to give) membership to a person, who:

1. wants to authorize the society to manage category of rights, type of right, works, which management does not fall within the scope of its activity;

2. is represented by another organization or society – member of MUSIACAUTOR, if the Statute allows such membership.

/5/ (new – 05.11.2018) In the cases under par. 4 the society shall be obliged to provide the right holder with a reasoned written refusal.

/6/ (new – 05.11.2018) The refusal shall be subject of appeal before the General meeting.

/7/ (new – 05.11.2018, effective from 01.07.2019) The members of the society shall have equal rights and they are associated.

/8/ (new – 01.04.2019, effective from 01.07.2019) Full members shall be the persons, who meet the conditions under art. 13, par. 1 of the Statute. This circumstance has to exist before each General meeting. The full members shall have all rights, specified in art. 8, par. 1 of the Statute.

/9/ (new – 01.04.2019, effective from 01.07.2019) Associated members shall be the members of the society, who are not full members. The associated members shall become full members when they meet the conditions, specified in art. 13, par. 1. The associated members shall have the same rights as the full ones, except with the rights under art. 8, par. 1, p. 2 and p. 3 of the Statute.

(10) (new – 05.10.2020) Each member of Musicautor agrees his personal data to be collected, stored and processed for the purposes of collective management and protection of his copyright, in accordance with the requirements of national and European legislation and the current Privacy Policy of the society.

ADMISSION OF NEW MEMBERS

Art.7. /1/ Members of the society shall be the persons, who have participated in the constitutional meeting and have signed the Memorandum.

/2/ Members of the society shall be also the persons, who have a statute of members at the moment of admission of the present Statute.

/3/ (rev. GM – 31.03.2012, rev. GM –05.11.2018) The admission of new members shall be made on the basis of a written application addressed to the Management board, which shall rule on it on its next session. The application has to be accompanied by:

- written declaration from the person, ascertaining the circumstances under art. 6, par.3, accompanied if possible by a letter from the respective user, which to certify the use and in the cases of reproduction and distribution – by copies of the respective sound- or video carrier and
- signed contract by the person, applying for membership, which shall become effective from the date of its adoption for a member of the Management board.

/4/ (rev. GM – 31.03.2012)

/5/ (rev. GM – 31.03.2012)

/6/ (rev. GM – 31.03.2012)

/7/ (new – 05.11.2018) The categories of rights and types of works, which the members grant to MUSIACAUTOR for collective management are on non-exclusive basis as the members of the society may manage them individually too, but they may not grant them to other organization for collective rights management or to an independent society for right management.

RIGHTS AND OBLIGATIONS OF THE MEMBERS. PENALTIES

Art.8. /1/ Each member of the society shall have the following rights:

1. to participate in its activity;
2. (rev. GM -01.04.2019) to participate and vote on the General meeting, according to the conditions, specified in art.13 of the present Statute;
3. (rev. GM -01.04.2019) to vote and stand in the managerial bodies and the Supervisory board according to the conditions of the present Statute, specified in art. 15, par. 4, respectively art. 25, par. 2;
4. (rev. GM -20.03.2016) to require explanation for non-implementation of adopted decisions as well as to receive information on issues which concern his interests, as well as to be informed about the activity of the society by an order and in a way, determined in the Rules on the activity of the society, which are developed by the managerial board, according to § 5 of the Transitional and final provisions of the Statute and is adopted by The general meeting;
5. (rev. GM -20.03.2016) to claim cancellation by The general meeting of the illegal acts and decisions, those, which are in contradiction with the Statute and the incorrect decisions and acts of the bodies of the society;
6. (rev. GM -01.04.2019) to use the property of the society, incl. its funds in a way, determined in The statute or other internal documents of the society, regardless of the type of his/her membership;
7. (new – 05.11.2018) to allow the independent use with non-commercial purpose of his/her works, the rights over which has granted for management to the society, by notifying it within one month after the given permission;
8. (new – 05.11.2018) to withdraw from the society the collective management of category of rights, types of rights, chosen by him/her, as they are specified in art. 3, par. 1, types of works for territories, chosen by him/her, by one-month notice.

/2/ Each member of the society shall have the following obligations:

1. to observe The statute, The Rules on allocation and the other acts of the society, to fulfil the decisions of The General meeting and The Management board of the society;
2. to pay his membership fee in amount, determined by The general meeting;
3. not to use in anyway his membership in the society for reaching purposes, which are in contradiction with the present Statute;

4. to register in the society any work of him/her in due time by declaring that it does not appear not allowed change of an already existing work, adopted from a work of someone else or subject of plagiarism;
5. to provide declaration under art.6, par.3 of this Statute with exact and correct content;
6. not to infringe the property and non-property rights of the other members of the society.

/3/ The members of MUSIACAUTOR shall not bear personal responsibility about the liabilities of the society.

/4/ In case of infringement of any of the obligations of the members of the society, envisaged in the present Statute, the Rules on allocation or other internal acts of the society, The Management board shall have the right to impose the following penalties:

1. deprivation of the right to receive amounts under the programs of the society;
2. expulsion.

TERMINATION OF MEMBERSHIP

Art.9. /1/ The membership in the society shall terminate:

1. (rev. GM - 31.03.2012, rev. GM -05.11.2018) by unilateral written one-month notice of each member (addressed) to the society.
2. by the death or placement under full judicial disability of a member of the society – natural person;
3. by expulsion of a member of the society;
4. by dissolution of the legal entity – member of the society;
5. by expiring the term of protection of the copyright in relation to particular author;
6. by falling off – when the person loses his capacity of holder of copyrights.

/2/ A member, who has left or is expelled shall have no right to demand repayment of the paid membership fee, nor shall have right of claim against the property of the society.

/3/ A member of the society may be expelled, when:

- a/ deliberately infringes the national legislation in the field of the copyrights after the infringement is duly ascertained;
- b/ infringes the statute, the internal acts of the society or the decisions of its bodies;
- c/ when he/she does not fulfil any of his/her obligations under art. 8, par. 2 of this Statute.

/4/ (rev. GM -20.03.2016) The decision for expulsion must be reasoned and shall be adopted by The Management board by majority of 2/3 of the presenting members, after hearing the person, which shall be expelled, and the decision shall be subject of appeal before the General meeting.

/5/ (new – 01.04.2019, effective from 01.07.2019) The members of the society shall be expelled for non-payment of the membership fee for 2 years, except if they have a generated income in the society, which is enough for its covering. The society shall send written notice to its members, who haven't paid their membership fee for 2 years (by electronic or ordinary post to the address, declared by the person in front of the society) or shall serve the notice in person, in which it gives them 3-month term for its payment. If within the term under the precedent sentence the due membership fee is not paid, the society shall proceed to the procedure under par. 4.

CHAPTER THIRD

BODIES OF THE SOCIETY

SECTION I

GENERAL MEETING

POWERS

Art.10. /1/ (rev. GM -05.11.2018) The General meeting:

1. shall adopt, amend and supplement The statute;
2. shall adopt other internal acts;
3. shall elect and dismiss members of the Management board;
4. (rev. GM -05.11.2018) elects and dismisses members of the Supervisory board
5. shall adopt decision for opening and closing branches;
6. shall adopt the budget of the society for the next accounting year;
7. (rev. GM -05.11.2018) shall adopt, amend and supplement the Rules for allocation of the collected royalties;
8. shall adopt the Rules on the activity of the society;
9. (rev. GM -05.11.2018) shall adopt a decision for any forms of transformation, different from merging, as well as decisions for termination of the society;
10. (rev. GM -05.11.2018) shall approve the annual accounting report;
11. (rev. GM -05.11.2018) shall adopt the report of the Supervisory board;
12. shall adopt main guidelines for the activity of the society;
13. shall adopt decisions on the dueness and amount of the membership fee;
14. (rev. GM -05.11.2018) shall approve the amount of the remunerations and the other benefits, which the members of the Management board and (of) the Supervisory board shall receive from the society;

15. shall cancel decisions of the other bodies of the society, which contradict to the law, The statute or other internal acts, regulating the activity of the society;

16. (rev. GM -05.11.2018) shall take decisions regarding:

- a) the rules on use of the amounts, which cannot be allocated;
- b) the general investment policy concerning the incomes from the collective right management and from the invested incomes from the collective right management;
- c) the general policy regarding the deductions from the incomes from the collective right management and from any income from the investment of these incomes;
- d) the use of the amounts, which cannot be allocated;
- e) the policy for risk management;
- f) the approval of any acquisition, sale or mortgage of a real property of the society;
- g) the approval of any mergers, associations, establishment of subsidiaries as well as (approval of) the acquisition of enterprises, shares or interests in other enterprises;
- h) the approval of proposals for borrowing, granting loans and granting securities under loans, related to the activity of the society;

17. (rev. GM -05.11.2018, former p. 16) shall discuss and take decisions also on other issues, related to the activity of the society or specified in the present Statute.

18. (new – 05.11.2018) shall designate and dismiss a certified auditor;

19. (new – 05.11.2018) shall specify the criteria, conditions and order for granting social, cultural or educational services;

/2/(new – 05.11.2018) The General meeting may delegate its powers under par. 1, p.16, letters "d", "f", "g" and "h" of the Supervisory board by decision or according to The statute.

CONVOCATION

Art.11 /1/ The General meeting shall be convoked by initiative of the Management board or by request of one third of the members of the society and shall be conducted in the settlement, where is located its seat; it shall be convoked by written invitation, in which shall be written the agenda, day, time and place where shall be conducted the meetings.

/2/(rev. GM – 05.10.2020) The invitation shall be placed on the place for announcements in the building, in which is located the management of the society, at least one month before the set day. In addition to the procedure, described in the previous sentence and without prejudice to the validity of the convocation of the meeting, MUSIACAUTOR shall inform the members of the society about the incoming General meeting by sending notice by email and by placing communication on its site.

/3/ (rev. GM – 01.04.2019; rev. GM – 05.10.2020) The General Meeting shall be convened at a regular session in the first quarter of the respective calendar year. In case of force majeure or the presence of other objective reasons, the general meeting may be postponed until the relevant

circumstances disappear. In case of non-exhaustion of the agenda or if necessary, the next General Meeting shall be convened by the end of the calendar year.

/4/ (rev. GM -05.11.2018) Upon discretion of the Management board that there are special circumstances, it may convoke General meeting at any time, as well as upon proposal of the Supervisory board.

/5/ (new. – 05.11.2018, former art.12; rev. GM -01.04.2019) The General meeting shall be considered lawful if there are at present more than half of its members with voting right under art. 13. If there do not present the required number of members, the meeting shall be postponed with one hour, on the same place and with the same agenda and shall be deemed lawful, regardless of the presenting members.

DECISION TAKING

Art.12. (rev. GM -05.11.2018, former art. 13) /1/ (rev. GM -01.04.2019) The decision of the General meeting shall be taken by majority of the presenting members with a voting right according to art. 13.

/2/ (rev. GM -01.04.2019) Decisions under art 10, p. 1 and p. 9 of the present Statute shall be taken by majority 2/3 of the presenting members with a voting right according to art. 13.

/3/ The General meeting may not take decisions on issues, which are not registered in the agenda nor have been announced in the invitation in advance.

/4/ (new – 20.03.2016) All texts submitted to the society, including those of the Management board, which are subject of examination and voting from the General meeting (reports, proposals for amendments in The statute, proposals for amendments in the Rules on allocation etc.) must be announced in public or sent to the members if possible at least 2 weeks prior to the fixed date.

PARTICIPATION IN THE GENERAL MEETING. VOTING RIGHT

Art.13. (former art.14.) /1/ (rev. GM – 24.11.2012, rev. GM -05.11.2018, rev. GM -01.04.2019, effective from 01.07.2019) Right to participate and vote in the General meeting shall have the members of the society, who have cumulatively:

- generated an income in the society from royalties (amounting to) at least BGN 360 from the beginning of their membership (regardless of its duration) and

- paid their membership fee for the precedent year or have a generated income in the society, which is enough for covering the membership fee.

/2/ (rev. GM -05.11.2018; rev. GM -01.04.2019) Each member of the society, who has a right to participate and vote in the General meeting, shall have one voting right in the General meeting and may exercise it personally, except in the cases, when this Statute envisages otherwise. A member of the society may authorize another member – natural or legal person, to participate and vote on his/her behalf, under the condition that this does not result in a conflict of interests. In the cases, when natural person has a voting right in the General meeting on different (more than one) grounds, the person may vote only in one capacity by his/her choice and has to authorize another person to vote on his/her behalf in the other cases. A member of the society may represent not more than two other members on the General meeting. The authorization shall be made on the grounds of a power of attorney, certified by notary public or written power of attorney, signed or submitted by the principal in front of „Registration“ department and shall be valid for the respective general meeting. Re-authorization is not possible.

/3/ (rev. GM -05.11.2018, former par. 2) The (legal) heirs of right holders shall exercise together voting right, as they shall be represented on The General meeting by proxy, chosen by them with power of attorney.

/4/ (rev. GM -05.11.2018, former par. 3) The legal entities shall be represented on the General meeting by their legal representative according to their Articles of association or by explicitly authorized person by written power of attorney.

/5/ (rev. GM -05.11.2018, former par. 4) A member of The General meeting shall have no voting right in solving issues, concerning:

1. himself/herself, his/her husband/wife or relatives in direct lineage – with no restrictions, collateral relatives – up to forth degree or relatives by affinity – up to second degree inclusive;
2. legal entities, in which he/she is a manager or may cause or impede decisions to be taken.

SESSIONS. MINUTES OF MEETING

Art.14. (new – 05.11.2018) /1/ The session of The General meeting shall be opened and presided by the Chair of the Management board.

/2/ When the Chair of The Management board cannot open and preside the General meeting, the session shall be opened by the oldest member of the Management board, presenting in the hall.

Under his presidency may be conducted only discussions on the choice and choice of a chair of the conducted General meeting

/3/ In the cases under the previous paragraph the General meeting shall elect amongst the presenting members a chair, who shall have a mandate until the end of the session. If the session of the General meeting lasts more than 1 day, the General meeting may elect different chairs in the different days.

/4/ About each session of the General meeting of the society shall be made audio and/or video record, depending on the particular cases and the hall, in which is held the General meeting and Minutes of meeting shall be kept by particular person – a record-keeper, who is not a member of the General meeting.

/5/ The minutes of meeting shall be signed by the chair of the meeting and by the record-keeper.

/6/ (new GM – 01.04.2019, rev. GM – 07.06.2021) Session of the General meeting shall last until 20.00 p.m. at the latest. Voting on the issues from the agenda shall be exercised till the same hour. The issues from the agenda, which for a lack of time have not been examined or about which voting has not been exercised, shall be included in the agenda on the next General meeting.

SECTION II

MANAGEMENT BOARD

MEMBERS

Art.15. (rev. GM – 30.03.2014 r.) /1/ The Management board shall consists of: 15 /fifteen/ persons, allocated by quotas as follows:

- a/ first quota – authors of symphonic, chamber, choral, sole and opera music– 3/three/ persons;
- b /second quota – authors of popular, fil, electronic, applied music and jazz – 5 /five/ persons;
- c/ third quota – authors of text, related to music – 3 /three/ persons;
- d/ forth quota – authors of music on a folklore basis – 2 /two/ persons;
- d/ musical publishers – 2/two/

/2/ Members of The Management board may also be the legal entities – right holders, who participate in its sessions by legal representative or by explicitly authorized person.

/3/ In the Management board may not be elected:

1. owners, associates or employees on a managerial administrative post in organizations and companies, which subject of activity is related to the use of music works and literary works, related to music, except if this activity is related only to use of works, which are created by the above-mentioned persons or independently /when only the music and/or the text is created by them/ or in co-authorship;
2. simultaneously for one and the same mandate – spouses, descending and ascending relatives as well as collateral relatives – until forth degree or affinity – until second degree inclusive.

/4/ For a member of the Management board may be elected only a person, who meets the requirements of art. 6 and the following additional criteria, namely:

- a/(rev. GM -01.04.2019) to be admitted as a member of the society at least – 5 (five) years prior to the date of his election for a member of the Management board;
- b/ (rev. GM -05.11.2018) not to have withdrawn from the repertoire of MUSIACAUTOR some of the types of rights for management, specified in art. 3, par.1, p.1 and from p. 3 to p.7. on his/her works;
- c/ not to have infringed the rights of other authors, regardless whether deliberately or not.
- d/ new – 01.04.2019) to have generated from the beginning of his/her membership in MUSIACAUTOR an income from royalties in the society at least BGN 3 600 or to have generated an income from royalties in the society at least BGN 360 average per year for the last three years (the total income for the three years, calculated on an average basis per year must be at least BGN 360);

/5/ (new – 05.11.2018) Each person, who is proposed for a member of the Management board before conduction of the election has to submit to the General meeting a declaration for non-existence of obstacles, for a reason of which he/she cannot be elected according to the statute, as well as about the following circumstances:

1. the interests, related to the organization for collective rights management;
2. the actual or potential conflict of interests between the personal interests of the principal and those of the organization, or between any other obligations to the organization and obligations to other natural or legal entities.

/6/ (rev. GM -05.11.2018, former par. 5) Duties of the members of the Management board:

- a/ to make agreements on the payment of the remunerations for subsequent use of their works through MUSIACAUTOR or through a foreign society, with which MUSIACAUTOR has executed a contract for mutual representation;
- b/ to work for the good image and reputation of the society, as well as not to use in any way their membership in the Management board for reaching personal goals and/or goals, which contradict to the aims of the society;
- c/ not to do non-loyal parallel activity regarding the society;

d/ to restrain from any actions, which affect or would affect the good image, reputation or would cause damages to the society and/or other of its members;

e/ to adhere to requirements for confidentiality as regards circumstances, which have become known to them in the course of and in relation to their membership in the Management board of the society, which circumstances are defined as confidential by decision of the Management board for each particular case;

f/to be loyal to the society and to its members.

/7/ (rev. GM -05.11.2018, former par. 6) If after election of a member of the Management board (some) facts become known, which unambiguously confirm that the same exercises activities, falling within the hypothesis of art. 15, par. 3, p. 1 or it arises or becomes known the existence of a conflict of interests between the interests of (this) member and those of the society, this member of the Management board shall have no voting right in taking decisions, related to the activities, in relation to which there is a conflict of interests, incl. also the determination of the amount of the remunerations, but (this member) may participate in their discussion. The Management board may take decision this member not to participate in the voting, even if he/she does not give up his/her voting right.

/8/ (rev. GM - 31.03.2012, former par. 7)

/9/ (rev. GM - 31.03.2012, former par. 8)

/10/ (new – 05.11.2018) Each member of the Management board must submit each year to the General meeting an individual declaration with information regarding:

1. the interests, related to the society;
2. the forms of material and non-material remunerations and benefits, which he/she has obtained during the precedent calendar year from the society, including from pension, social, cultural and other funds;
3. the amounts, which the member has received during the precedent calendar year from the society in his/her capacity of rights holder;
4. the actual or potential conflict of interests between the personal interests of the principal with those of the society, or between any other obligations to the society and obligations to other natural or legal entities.

POWERS

Art.16. /1/ The Management board shall implement the decisions of the General meeting as a body for operational management of the society.

/2/ The Management board:

1. shall ensure the implementation of the decisions of The general meeting
2. shall draw, adopt and update the amount of the payable remunerations, collected by the society;
3. shall dispose of the property of the society in observing the requirements of The statute;
4. (rev. GM -05.11.2018) shall draw and submit to the General meeting a draft-budget;
5. shall draw and submit to The General meeting a draft of a new Statute or drafts for amendments of the current Statute and the Rules for allocation of the collected remunerations;
6. shall develop and propose for adoption by the General meeting Rules for the activity of the society and its subsequent amendments;
7. (rev. GM -20.03.2016, rev. GM -05.11.2018) draws and submits to the General meeting an annual accounting report;
8. shall define the order and shall organize the realization of the activity of the society, including the activity of general benefit, and shall bear responsibility for that;
9. shall determine the address of the society;
10. (rev. GM -05.11.2018) shall adopt the report for the fulfillment of the budget of the society;
11. shall elect and appoint executive director of the society, shall determine his rights and obligations as well as his labor remuneration;
12. (rev. GM -20.03.2016) shall adopt for discussion proposals from the members of the society upon drawing of the agenda for the General meeting and shall adopt or reject these on reasonable grounds.
13. (rev. GM -20.03.2016, rev. GM -05.11.2018) shall admit and expulse new members as the decisions for expulsion shall be subject of appeal in front of the General meeting.
14. (new-05.11.2018) shall adopt decisions for execution of agreement for presentation by virtue of art. 94b1 of the copyright and neighboring rights act;
15. (new - 05.11.2018) shall adopt decisions on all issues, which by law or according to the Statute do not fall within the rights of another body.

MANDATE

Art.17. The Management board shall be elected for a period of three years. Until a new Board is elected, the old management board shall continue its functions.

/2/ (rev. GM - 31.03.2012)

/3/ (rev. GM - 31.03.2012)

CONVOCACTION

Art.18. /1/ (rev. GM -20.03.2016, rev. GM -05.11.2018) The Management board shall be convoked on a session and shall be presided by its chair every time if necessary, but not less than once per 2 months. In case of submitted written reasoned request for that on behalf of the Supervisory board or from at least one third from the members of the board, the chair shall be obliged within seven days as considered from the date of submission of the written application, to convoke a session of the Management board with agenda, proposed by the authors of the application.

/2/ In case of absence of the chair or the deputy-chair the session shall be presided from a member of the Management board, designated by voting for each particular case.

QUORUM

Art.19. The Management board may adopt decision if the session is attended by more than half of its members.

Art.20. /1/ (rev. - GM 31.03.2012) The mandate of a member of a management board shall be terminated early and the same shall be replaced by a member of The Management board elected from the General meeting in the following cases:

- a/ upon resignation, addressed to the chair of the Management board;
- b/ for a reason of objective impossibility of the person to exercise his/her duties;
- c/ when the member of the Management board acts in contradiction with his/her duties under the present Statute;
- d/ for a reason of regular non-participation in the sessions of the Management board;

/2/ (rev. GM -20.03.2016) Regular non-participation by virtue of par. 1, b „d” shall be the non-participation in more than half of the sessions of the Management board for a period of 12 months as considered from 01 April every year from the mandate of the Management board.

When somebody is elected for a member of the Management board on an extraordinary general meeting, the period, for which is assessed the existence of a regular non-participation shall be from the date of his/her election until the next regular General meeting.

The Management board shall judge on the existence of circumstances for dismissal under par. 2 at the date of determination of the agenda of the General meeting by considering also the potential opportunity someone to fall within this hypothesis.

/3/ (new - 20.03.2016) Letter „d,” shall not apply in the cases, when non-participation is due to illness.

/4/ (new – 20.03.2016) In all cases when a member of the Management board does not present on its session for a period of 6 months, his mandate shall be terminated regardless of the reason for the absence.

/5/ (rev. GM –20.03.2016; former par. 3) until completion of the (number of) its members, the Management board shall exercise its functions by making its acts corresponding to the requirements of art.19 and art.21 of this Statute.

/6/ (new – 05.11.2018) The legal entities – members of The Management board shall be obliged to deselect their representative in the Management board when he/she acts in contradiction with art. 15, par. 6, letters „a“, „b“, „c“, „d“, „e“ and „f“.

/7/ (new – 05.11.2018) The procedure on election of a member of the Management board before expiration of his/her mandate shall be determined in the Rules for the activity of the society.

DECISION TAKING

Art.21. (rev. GM –20.03.2016) The decisions of the Management board shall be taken by an open vote and by majority of the members, presenting on the session.

In particular cases the Management board may decide the voting to be secret, if there are clear arguments about that in the Minutes of meeting.

/2/ The decisions of The Management board under art. 16, par.2, point 13 shall be adopted by majority of 2/3 of the presenting members.

/3/ (rev. GM –20.03.2016) The decisions of The Management board under art.16, par.2 point 3 and 8 and article 39 par. 2 shall be adopted by majority of all fifteen members of the board.

/4/ The Management board may adopt a decision even without conduction of a session, if the Minutes of meeting about the adopted decision is signed with no remarks and objections about this from all members of the Management board.

/5/ (new – 20.03.2016) Individual decisions of the Management board and related documents (to them) may be determined as confidential if there are arguments about this, which are clear and registered in the minutes of meeting from the session.

/6/ (new – 20.03.2016) Information about the sessions of the Management board shall be published on the site of the society and shall contain at least the following:

- a) date of conduction of the session and consecutive number of the minutes of meeting;
- b) members who attend and who do not attend the session, presenting people without voting right;
- c) agenda;
- d) all made voting and adopted decisions except the ones, declared by the MB as confidential, number of votes „pros“, „cons“, „abstained“.

REMUNERATIONS OF THE MEMBERS OF THE MANAGEMENT BOARD

Art.22. The members of the Management board receive remunerations for their participation in its sessions in amount, determined by the General meeting.

SECTION III

CHAIR AND DEPUTY-CHAIRS

ELECTION

Art.23. /1/ The Management board shall elect amongst its members a chair and two deputy-chairs. Chair of the Management board may be only a person, who is a composer.

/2/ The chair and the deputy-chairs of the Management board are also chair, respectively deputy-chairs of the society.

POWERS

Art.24. /1/ The Chair of the Management board:

- 1. shall preside the sessions of the Management board and the General meeting
- 2. shall sign the Minutes of meeting with the taken decisions;
- 3. shall implement also other actions assigned from the General meeting or the Management board.

/2/ In the cases when the Chair of The Management board is not available to exercise his powers, he shall assign to one of the deputy-chairs to implement his functions. If there is no explicit assignment, the Management board shall take a decision about that for each particular case.

/3/ The chair and the deputy-chairs of the Management board shall manage and represent the society jointly and severally.

SECTION IV

SUPERVISORY BOARD

MEMBERS

Art.25. (new – 05.11.2018) /1/ The Supervisory board shall consist of 3 /three/ members of the society.

/2/ The following persons cannot be members of The Supervisory board:

1. members of the Management board during the same mandate;
2. persons, for whom exist the obstacles, specified in article 15, paragraph 3 and/or do not exist the conditions, specified in par. 4 of the present Statute.

/3/ The Supervisory board shall elect amongst its members a chair, who shall represent it in front of the other bodies of the society.

/4/ Every year each member of the Supervisory board shall submit to the General meeting an individual declaration with information regarding:

1. the interests related to the society;
2. the forms of material and non-material remunerations and benefits, which he has received during the precedent calendar year from the society, including from pension, social, cultural and other funds;
3. the amounts he has received during the precedent calendar year from the society in his capacity of a right holder;
4. the actual or potential conflict of interests between the personal interests of the declarer and those of the society, or amongst any other liabilities to the society and liabilities to other natural or legal entities.

/5/ Every person, which is proposed for a member of the Supervisory board, prior to conduction of the election shall submit to the General meeting a declaration for non-existence of obstacles, for a reason of which the person cannot be elected according to the statute, as well as(a declaration about circumstances under par. 4, p. 1 and 4.

POWERS

Art.26. (new. – 05.11.2018) /1/ The Supervisory board shall not participate in the management of the society and shall not represent it.

/2/ The Supervisory board:

1. shall monitor the activity and implementation of the obligations of the persons, who run the society,
2. shall monitor the implementation of the decisions of the General meeting, by which it:
 - a) adopts, amends and supplements the statute;
 - b) elects and dismisses the members of the Management board and the Supervisory board
 - c) approves the amount of the remunerations and the other benefits, which the members of the Management board and the Supervisory board receive from the society ;
 - d) takes decision for dissolution of the society;
 - e) adopts, amends and supplements the Rules for allocation of the incomes from collective rights management;
3. reports for his activity in front of the General meeting at least once per year.
4. exercises the powers according to art. 10, par. 1, p.16, letters "e", "f", "g" and "h" if these are assigned to him by the General meeting under the statute.

/3/ The members of the Supervisory board shall have the same obligations as the members of The Management board, specified in art. 15, par. 6.

MANDATE

Art.27. /1/ (rev. GM -05.11.2018) The Supervisory board shall be elected for a period of three years. Until the election of a new board, the former one continues its functions.

/2/ (new – 20.03.2016, rev. GM -05.11.2018) The mandate of a member of the Supervisory board shall be terminated early and the same shall be replaced by a member of The Supervisory board, elected from the General meeting in the following cases:

- a/ (rev. GM -05.11.2018) upon resignation, addressed to the Chair of the Supervisory board. In the cases when the Chair resigns, he should notify about that the other members of The Supervisory board
- b/ for a reason of objective impossibility of the person to fulfill his duties;
- c/ when he acts in contradiction with his duties under the present Statute;
- d/ (rev. GM -05.11.2018) for a reason of regular non-participation in the sessions of the Supervisory board
- e/ (rev. GM -05.11.2018) when he does not meet the requirement under art. 15, par. 4 of the Statute anymore.

/3/ (new – 20.03.2016, rev. GM -05.11.2018) Regular non-participation by virtue of par. 2 shall appear the non-participation in more than three consecutive sessions of the Supervisory board, held within six months.

/4/ (new – 05.11.2018) If after the election of a member of the Supervisory board become known (some) facts, which unambiguously confirm that the same realizes activities, falling within the hypothesis of art. 15, par. 3, p. 1, or there is or becomes known a conflict of interests between his interests and those of the society, this member of the Supervisory board shall have no voting right in adoption of decisions, related to the activities, in connection with which there is a conflict of interests, incl. also the determination of the amount of the remunerations, but he may participate in their discussion. The Supervisory board may adopt decision the member in question not to participate in the voting even if he does not give up his voting right.

CONVOCATION

Art.28. /1/ (rev. GM -20.03.2016, rev. GM -05.11.2018) The sessions of the Supervisory board shall be convoked and presided by its chair. The other two members may also convoke a session, if they have raised together a written request about that to the chair. In the last case, if the Chair of the Supervisory board does not convoke a session within two weeks, it shall be convoked by the other two members with agenda proposed by them.

/2/ (new – 20.03.2016, rev. GM -05.11.2018) The Supervisory board shall be convoked to regular sessions held minimum four times a year.

QUORUM

Art.29. (rev. GM -05.11.2018) The Supervisory board may take decisions only in full.

DECISION TAKING

Art.30. (rev. GM -05.11.2018) The decisions of the Supervisory board shall be taken by open voting and majority of its attending members.

REMUNERATIONS OF THE MEMBERS OF THE CONTROL-FINANCIAL COMMITTEE

Art.31. (rev. GM -05.11.2018) The members of The Supervisory board shall receive remunerations for their participation in its session, in amount determined by the General meeting.

JOINT SESSIONS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

Art.31a. (new – 20.03.2016, rev. GM -05.11.2018) The Management board and the Supervisory board shall conduct joint sessions four times per year, on which the Supervisory board shall present a report about its activity during the past three-month period, with proposals for elimination of ascertained inaccuracies and/or discrepancies in the activity of the society. If the Supervisory board does not ascertain inaccuracies and/or discrepancies, its three-month report shall be sent to the Management board without conduction of joint session of both bodies. The joint sessions may be conducted within the frameworks of a session of the Management board as a separate point from the agenda of the session. The minutes of meeting from the joint sessions of the Supervisory board and the Management board shall be signed by the representative of the Supervisory board, by the chair of the Management board and by the record-keeper.

On the joint sessions of management board and The Supervisory board, the latter may be represented by its chair or another selected member of it.

Art.31b. (new – 20.03.2016, rev. GM -05.11.2018) Representatives of the Supervisory board must be invited and they participate in sessions of the Management board, on which are discussed proposals for amendment of internal acts of the society, concerning the members and structure of the Supervisory board.

SECTION V

SPECIALIZED BODIES TO THE MANAGEMENT BOARD

Art.32. (rev. GM -20.03.2016) The Management board shall be able to form its permanent or temporary bodies as committees, working groups or other similar. Their members, functions and type shall be determined by the decision for their establishment and shall be announced on the internet of the society prior to starting their activity. In these bodies may participate members of The Management board as well as other members of the society.

PROCEDURAL RULES

Art.33. /1/ The specialized bodies to the Management board shall be convoked on a session by their chair.

/2/ The sessions of these bodies shall be regular if more than half of their members are at present.

/3/ Each body of this kind shall elect amongst its members a chair and deputy-chair.

/4/ The decisions shall be taken by majority of the number of attending members. Minutes of meeting shall be kept about the adopted decisions.

SECTION VI

EXECUTIVE DIRECTOR

CONDITIONS ON ELECTION AND MANDATE

Art.34. /1/ The executive director shall be employee of the society. He shall be designated and dismissed by the Management board. Its designation shall be after election, by a labor contract with a definite term. His labor remuneration shall be determined by the Management board.

/2/ It may not be executive director a person, who:

1. is a member of the society;
2. meets some of the conditions under art.15, par. 3 of this Statute.

POWERS OF THE EXECUTIVE DIRECTOR

Art.35. The executive director:

1. shall organize and rule in an operational way the administrative and financial activity of the society;
2. shall participate in the sessions of the Management board, except if the Management board decides otherwise, as he shall not having voting right, and he shall give opinions, recommendations and standpoints;
3. shall ensure the implementation of the decisions of the General meeting and the Management board;
4. shall execute labor contracts, shall amend and terminate the labor relations with the employees in the society in accordance with the decisions of the Management board, the approved financial estimate and the provisions of the labor legislation;
5. shall implement other functions, assigned to him by this Statute or by the Management board;
6. shall represent the society under the conditions of art.37.
7. shall be obliged to work for the good name and reputation of the society, as well as not to use in any way the held post for reaching personal goals and/or goals, which contradict or do not correspond to the goals of the society;
8. shall be obliged to restrain from any actions, which affect or would affect the good name, reputation or would cause damages to the society and/or its members;

9. shall be obliged to observe requirements for confidentiality as regards circumstances related to the organizational nature of the activity of the society, which have become known to him in the course of or in connection with exercising his powers.

10. (rev. GM - 30.03.2014) shall be obliged once per three months to report to the Management board about all aspects from his activity as executive director of the society, by providing detailed written reports.

CHAPTER IV

FINANCING THE ACTIVITY OF THE SOCIETY

Art.36. /1/ The society collect funds for its maintenance from:

1. a membership fee from its members, the amount of which shall be determined by the General meeting
2. deductions from the royalties, collected through the society, the amount of which shall be determined by the General meeting
3. interests;
4. donations and aids.
5. proceeds from ancillary activity

/2/ In view of reaching the goals under art.3 of this Statute, the society may according to the Non-profit organizations act, execute any gratuitous contracts subject of which is its movable and immovable property as well as charity-related gratuitous contracts. The gratuitous contracts may have as a subject only funds and property, related to the administrative maintenance of the society.

/3/ The proceeds from ancillary activity may be used only for covering the costs of the society.

CHAPTER V

ADDITIONAL PROVISIONS

REPRESENTATION OF THE SOCIETY

Art.37. The society shall be represented by the chair, deputy-chairs and the executive director, jointly and severally.

DISSOLUTION FO THE SOCIETY

Art.38. /1/ The society shall be dissolved:

1. by decision of the general meeting
2. by judgment of the Regional court under the seat of the society;
3. in other cases, envisaged in the Copyright and neighboring rights act.

/2/ The judgment of the court under par. 1, point 2 shall be ruled upon a claim from any interested person or the public prosecutor.

LIQUIDATION

Art.39. /1/ In case of dissolution of the society it shall be conducted liquidation.

/2/ The liquidation shall be made by the Management board or by a person, designated by it.

/3/ If a liquidator is not designated under par. 2, as well as in the case of article 38 par. 2 of the Statute, he shall be determined by the Regional court under the seat of the society.

/4/ As regards the insolvency, respectively the bankruptcy, the order for liquidation and the powers of the liquidator, there shall apply the provisions of the Law on commerce.

ASSETS AFTER LIQUIDATION

Art.40. /1/ The distribution of the assets, which are remaining after satisfaction of the creditors shall be determined by the General meeting of the society. If a decision has not been adopted until the dissolution, it shall be taken from the liquidator.

/2/ The persons, who have acquired property as a result of the liquidation, shall be responsible for the liabilities of the dissolved society till the amount of what they have acquired.

STRIKING OFF

Art.41. After asset distribution the liquidator shall be obliged to require striking off of the society from the Regional court under its seat.

TRANSITIONAL AND FINAL PROVISIONS

§1. The present Statute shall cancel the Statute of the society, adopted on 11.06.1992, rev. respectively on the general meetings of the society held in 1993; 2001; 2002 and 2004;

- §2.** The provision of art.15, par.4, b."a" shall not apply to the first election of music publishers for members of the Management board, which shall be held on the ordinary annual general meeting in the calendar 2008;
- §3.** By the adoption of the present Statute, the members of the society, who are only authors of literary works, without the last being related to music, as well as the authors of works of the dancing art, shall lose their capacity of members of the society from 01.01.2008;
- §4.** About all uses of works of the dancing art and literary works, which are not related to music, happened until 31.12.2007, the remunerations shall be collected by MUSIACAUTOR and paid to the respective right holders in accordance with the effective Rules on allocation of the society;
- §5.** The Rules on the activity of the society have to be developed by the Management board and to be adopted by the ordinary General meeting, which must be held in March 2008 to the latest.
- §6.** Parallel activity by virtue of art. 15, par.5, b. „c" of the Statute shall be signing contracts on behalf of the members of the Management board of the society, which contracts contain preferential conditions on use of their works in unchanged form with users, which whom MUSIACAUTOR has executed a contract for ceding rights from the repertoire of the society;
- §7.** Coming in force of the present Statute shall cancel the norms from the Rules on collection of allocation of the collected royalties from MUSIACAUTOR, which contradict it.
- §8.** The present Statute was adopted on the General meeting of the society, held on 10.11.2007 and shall revoke the Statute, effective at that time.
- §9.** The present Statute was amended on the General meeting of the society, held on 20.03.2010.
- §10.** All provisions of the Rules on the activity of the society, which contradict the amendments in the Statute, adopted on the General meeting, held on 26 March 2011 shall be revoked.
- §11.** The present Statute was amended on the General meeting of the society, held on 26.03.2011.
- §12.** (new, GM - 31.03.2012) All provisions of the Rules on the activity of the society, which contradict the amendments in the statute, adopted on the General meeting, held on 31.03.2012 shall be revoked.
- §13.** (new, GM - 31.03.2012) The present Statute was amended on the General meeting of the society, held on 31.03.2012.
- §14.** (new, GM - 24.11.2012) The present Statute was amended on the General meeting of the society, held on 24.11.2012.
- §15.** (new, GM - 30.03.2014) All provisions of the Rules on the activity of the society, which contradict the changes in the Statute, adopted on the General meeting, held on 30.03.2014 shall be revoked.
- §16.** (new, GM - 30.03.2014) The present Statute was amended on the General meeting of the society, held on 30.03.2014.
- §17.** (new, GM - 20.03.2016) The present Statute was amended on the General meeting of the society, held on 20.03.2016.

§18. (new, GM - 05.11.2018) The Rules for allocation of the collected remunerations of MUSIACAUTOR appear Rules on allocation of the incomes from collective rights management by virtue of CNRA.

§19. (new, GM - 05.11.2018) The membership contracts, executed from the persons, who are members of the society, until 05.11.2018 shall keep their validity as in cases of contradictions between the contracts and the Statute regarding withdrawal or termination of the authorization, exclusivity of the rights, shall apply The statute as its provisions shall prevail. The previous sentence shall apply also for the contacts, executed after adoption of the amendments in the Statute on the meeting, held on 05.11.2018 until the update of the membership contract according to the amendments.

§20. (new, GM - 05.11.2018) The definition „music and literary works and texts“, used in art. 2 of the Membership contracts, executed at 05.11.2018, as well as the definition „works“, where it is used independently in the present Statute shall be identical and as such must be considered: music works, literary works, related to music, arrangements and adaptations of music works, literary works, related to music and folklore works, as well as translations of literary works, related to music.

§21. (new, GM - 05.11.2018) The present Statute was amended on the General meeting of the society, held on 05.11.2018.

§22. The present Statute was amended on The General meeting of the society, held on 01.04.2019.

§23. The amendments in art. 6, par. 7, 8 and 9; art. 9, par. 5 and art. 13, par. 1 and par. 2, adopted on the General meeting, held on 01.04.2019 shall become effective on 01.07.2019.

§24. The present Statute was amended on The General meeting of the society, held on 05.10.2020.

§25. The present Statute was amended on The General meeting of the society, held on 07.06.2021.