Federation screenwriters EUROPE

STATUTES

I. NAME, SEAT, AIMS

Paragraph 1 — Name

The association is an international non-profit making association under Belgian law (aisbl), named "Federation of Screenwriters in Europe". This association — hereinafter referred to as the "Federation" — will be regulated by the provisions of Title III of the Belgian law of 27th June 1921 imposed on non-profit making associations, international non-profit making associations and foundations.

Paragraph 2 — Seat

The seat of the Federation is located at UNI-Europa, rue Joseph II, 40, 1000 Brussels, Belgium. The Executive Committee may decide to change the seat of the Federation to another place in Belgium and also establish branches in other European countries. The Executive Committee will publish the above decision in the Belgian "Moniteur".

Paragraph 3 — Aims

The aims of the non profit Federation, are:

a) The defence of freedom of expression and artistic creation within the audiovisual field.

b) The defence and protection of national cultural identity and diversity of members in the audiovisual field.

c) The promotion of screenwriters' work.

d) The defence and protection of moral and pecuniary rights and interests of screenwriters, acting in all sectors of the audiovisual field.

e) The harmonisation of Intellectual Property legislation at European level and within the member states of the European Union on the most favorable terms for screenwriters.

f) The development of a cooperation network with natural or legal entities, of private or public nature, which develop similar activities in the audiovisual field.

g) The support of its members' demands for the defence of their interests in their respective countries.

To achieve these aims, the Federation will proceed with any legal and appropriate means.

II. MEMBERS

Paragraph 4 — Members

There will be three categories of members: Full members, Candidate members and Partner members.

a) Full members are organisations of screenwriters which negotiate minimum contract or remuneration terms on behalf of their members, or aspire to do so, and are not primarily Collective Management Organisations. Full members must be established in a European country and legally founded according to the laws and their application of their native countries. Full members must accept and share the aims of the Federation.

b) Candidate members are organisations of screenwriters established in a European country which aspire to meet the criteria for full membership and to apply for full membership. Candidate members may engage in all of the activities of the Federation, may attend General Assemblies but do not have a vote and cannot propose persons to serve on the Executive Committee of the Federation. Organisations may only be candidate members for a maximum of three years after which they must withdraw or apply for full membership at the next General Assembly.

c) Partner members are regional, national or international organisations which in general share the aims of the Federation and wish to be generally associated with the work of the Federation. Organisations which, in the opinion of the Executive Committee, could be Full members or Candidate members may not be Partner members. Partner members do not have a vote and cannot propose persons to serve on the Executive Committee of the Federation. They join for a renewable period of three years.

Paragraph 5 — Admission of New Members

a) Any application for Full membership should be addressed to the President of the Federation, who will arrange to bring the application to the attention of the next General Assembly. The applicant will become a Full member immediately upon favourable decision of the General Assembly.

b) Any application for Candidate membership shall be made to the President of the Federation and may be accepted by the Executive Committee who shall bring the application to the attention of the next General Assembly for confirmation or rejection.

c) If an application is from a country from which another organisation is already a Full member, the latter shall be given the opportunity by the Executive Committee to express its views in writing before a decision is taken.

d) Any application for Partner membership should be addressed to the President of the Federation, who will arrange to bring the application to the attention of the next General Assembly, and will be accepted upon favourable decision of the General Assembly.

Paragraph 6 — Resignation, Exclusion

a) Members in any category of membership are free to resign membership of the Federation at any time, provided that they submit their resignation in writing to the Executive Committee.

b) A member who does not pay the agreed annual fee within three months from receipt of a reminder addressed to him by registered ordinary mail or within three months of the following accounting year will be deemed to have resigned.

c) The exclusion of a member who seriously infringes the present Statutes or the law can only be decided by the General Assembly, upon proposal of the Executive Committee, with a majority of at least two thirds of present or represented members. When the Executive Committee intends to propose to the General Assembly the exclusion of a member on the grounds that it seriously infringed the present Statutes or the law, they will inform the member of their intention by registered ordinary mail and the member will have the right of self-defence at the General Assembly.

d) Those members who are deemed to have resigned or who have been excluded shall not have any rights to the Federation's funds or services, unless the General Assembly decides differently. The resigned or excluded member cannot claim or request any statements of accounts, any accounts, any sequestrations or any inventories.

e) Those members who are deemed to have resigned having not paid their fees may apply to rejoin but if they apply within three years will have to pay all outstanding fees.

Paragraph 7 — Membership Fees

a) Full members will pay a yearly contribution, the amount of which will be decided by the General Assembly. The members established in the same state shall contribute jointly as one member.

b) Candidate members shall pay an annual fee to be decided on by the Executive Committee.

c) Partner members will pay a fee each year for a three year membership period the amount to be decided by the General Assembly. The amount of the fee of a Partner member will not be varied during a three year membership period without the agreement of the Partner member. The amount of a fee to be paid by an individual

Partner member can be varied by the Executive Committee in discussion with the Partner member.

d) Fees must be paid within 3 months of receipt of invoice.

e) The Federation may freely receive any public or private donation or financial support which cannot in any way influence or impede the independence of the Federation. The Executive Committee will make the decision regarding the acceptance or rejection of such a donation or financial support.

III. GENERAL ASSEMBLIES

Paragraph 8 — Composition and Generality

a) The sovereign governing body of the Federation is the General Assembly of its Full members.

b) An ordinary General Assembly shall be convened by the President, acting with the agreement of the Executive Committee. The General Assembly must convene at least once a year. There shall not be more than eighteen months between each General Assembly. It is the task of the Executive Committee to arrange the final date, time and location of the meeting.

c) Notice of the General Assembly, including the agenda, shall be sent to all Full members at least six weeks in advance of the meeting.

d) An Extraordinary General Assembly can be convened by the President, with the agreement of the Executive Committee.

e) An Extraordinary General Assembly can also be convened at the wish of at least two-thirds of the Full members of the Federation. Following the demand signed by two thirds of the Full members for such a General Assembly from the membership to the Executive Committee, a notice advising of it, including the agenda, shall be sent to all Full members at least six weeks in advance of the meeting. The Executive Committee shall convene such a General Assembly within twelve weeks of receiving the initial demand for it. Should the Executive Committee fail to act within the specified period, the Full members calling for the meeting may convene the meeting themselves by sending notice of the General Assembly signed by two thirds of the Full members, including the agenda, to the membership and to the Executive Committee, six weeks in advance of the meeting.

f) The conduct of an Extraordinary General Assembly, including voting procedures, shall be the same as for ordinary General Assemblies.

g) All Full members of the Federation have the right to attend all General Assemblies, and only Full members have the right to vote.

h) Except for the exceptional cases set forth in the present Statutes, the General Assembly will pass resolutions proposed to it, provided at least two thirds of the Full members are present or represented.

i) Full members will be represented by such persons who have the relevant authorisation according to the rules and regulations of the member. One Full member may be represented by the representative of another Full member. One representative may not have more than one proxy.

j) All General Assemblies are chaired by the President of the Federation or, if the President is prevented from fulfilling his functions, by the Vice-president, or if the Vice-president is prevented from fulfilling his functions by a representative of a Full member present at the General Assembly and elected by the General Assembly to undertake this function.

k) In any event all ordinary General Assemblies shall consider at least:
   - the minutes of the previous meeting,
   - a report of the Executive Committee on its actions between ordinary General Assemblies,
   - a financial report,

   and all Extraordinary General Assemblies shall consider only the matter for which the meeting was called.

l) The decisions taken during the general assembly will be communicated to the Full members by simple letter or by online communication tools (e-mail, newsletter, website, etc.).

m) Additionally, the Executive Committee of the Federation may propose to the General Assembly names of individual persons of standing or achievement to become Patrons of the Federation. These Patrons shall be accepted upon favourable decision of the General Assembly.

Paragraph 9 — Decisions

a) Each Full member will have one vote except where there is more than one Full member from any country, in which instance they shall have jointly one vote. In case of disagreement amongst them, they shall abstain from voting. In case of a tied vote, the President's vote will prevail.

b) Decisions are taken by a simple majority of votes of present or represented Full members, except for the cases when the law or the present Statutes rule differently.

c) With respect to the budget and to the amount of the Full members' fees, a decision of the General Assembly will require two thirds of the votes.

d) With respect to the dissolution of the Federation or the modification of the present statutes, the General Assembly will pass any resolution provided two thirds of the

Full members are present or represented and the decision is taken by a three quarters majority of votes. If there is not a quorum in respect of a resolution calling for the dissolution of the Federation or the modification of the present statutes, the General Assembly must reconvene in no sooner than ten days, but in the next quarter at the latest. In the latter case there will be a quorum independently of the number of present or represented Full members. Resolutions may be passed with at least a three quarters majority of votes of present or represented Full members.

e) The resolutions passed by the General Assembly shall be recorded in the minutes of the meeting. The Executive Committee shall arrange for the recording of the minutes which shall be presented for approval to the subsequent General Assembly. The Executive Committee will maintain a record of minutes of General Assemblies.

f) The General Assembly may choose to conduct a vote by secret ballot.

IV. ADMINISTRATION

Paragraph 10 — Executive Committee : Composition and Generality

a) The administrative body of the Federation is the Executive Committee. The Executive Committee is composed of the President of the Federation and four other administrators. The members of the Executive Committee will be drawn from the Full members of five different countries.

b) The President of the Federation and the four administrators are elected by the General Assembly for a renewable period of two years.

c) The General Assembly will first elect the President of the Federation who will take up office on the conclusion of the General Assembly. A person who stands for election as President and is not elected is eligible to stand as an administrator.

d) Persons elected to the Executive Committee act in an individual capacity and do not serve as the representative of, nor are they subject to instruction from, any Full member of the Federation.

e) Each candidate for the above mentioned offices must be proposed and seconded by a Full member of the Federation.

f) Candidates shall be elected by a simple majority in a secret ballot and will take up office on the conclusion of the General Assembly. In the case of equal votes, a second vote shall be taken. The vote will be organised in two ballots, a first one to elect the President, a second one to elect the four other administrators.

g) In the event that two persons are proposed and seconded and are from the same country the General Assembly will first vote to select one candidate only from that country who shall be the candidate receiving the most votes.

h) At their first meeting the Executive Committee will elect from among its members a Vice-President, who will undertake the functions of the President if the President is not available and a Treasurer who will oversee the financial affairs of the Federation including the presentation of the financial report to the General Assembly.

i) Persons elected to the Executive Committee must resign if for any reason they are unable to meet their responsibilities. In case of vacancy of mandate, the Executive Committee may co-opt an administrator to take on the mandate of the administrator he replaces who will serve until the next General Assembly. If the position of the President becomes vacant, the Vice-President automatically takes on the mandate as acting President, until the following General Assembly.

j) To accomplish the daily management of the Federation, the Executive Committee may engage whatever staff it considers appropriate concurrently defining their scope of authority.

Paragraph 11 — Meetings and Decisions

a) The Executive Committee will hold its meetings as it may deem necessary. In any case, the Executive Committee will meet at least twice a year upon the initiative of the President or of at least two administrators. There is a quorum at the session if three administrators are present.

b) It is the task of the Executive Committee to prepare the items on the agenda and the work of the General Assembly. The Executive Committee shall further execute the resolutions of the General Assembly.

c) The Executive Committee will pass resolutions by a simple majority of votes of the administrators. In case of a tied vote, that of the President will prevail.

d) The resolutions of the Executive Committee shall be recorded in minutes of the meeting which the Executive Committee will arrange to have taken and the minutes of the meetings of the Executive Committee will be distributed to the Full members.

V. MISCELLANEOUS

Paragraph 12 — Budget and Accounts

The financial year will be closed on June 30th each year. It is the obligation of the Executive Committee to submit the accounts of the previous year and the budget of the following year to the General Assembly.

Paragraph 13 — Obligations and Representation of the Federation

a) Except when otherwise provided in these Statutes, all the documents in which the Federation undertakes obligations shall be signed by the President and one administrator, upon the instruction of the Executive Committee. They will not be obliged to justify their authorisation towards third persons. The President may delegate his/her power to take responsibility on behalf of the Federation to a designated member of the Executive Committee or to the manager, if there is one.

b) Legal processes at court either in quality of defendant or plaintiff will be initiated by the President or one administrator upon the proposal of the Executive Committee.

Paragraph 14 — Organisational and Operational By-laws

The Executive Committee may submit Organisational and Operational By-laws to the General Assembly. The modification of these Organisational and Operational By-laws will have to be approved by the General Assembly under the usual terms of majority and presence or representation.

Paragraph 15 — Liquidation

a) The General Assembly can decide to voluntarily dissolve the Federation, upon proposal from the Executive Committee or following the demand signed by two thirds of the Full members, and providing the quorum described in Paragraph 9 d) is respected. The liquidators will arrange the dissolution of the Federation, acting in accordance with the provisions of Belgian law for the liquidation of aisbl. Surplus assets remaining after satisfying creditors will be allocated to a non-profit organisation nearest to the aims of the Federation.

b) In case of judicial liquidation, the liquidators nominated by the court will allocate any surplus assets remaining after satisfying creditors to a non-profit organisation nearest to the aims of the Federation.

Paragraph 16 — Application Law

Anything not predicted in the present Statutes will be solved according to the dispositions of the law of the 25th of October 1919, modified by the laws of the 6th of February 1954 and the 13th of June 2000.