

On the base of Articles 146, 147 and 197 of the Law on Copyright and Related Rights (“Official Gazette of R.M.” nr. 115/10, 140/10.51/11 and 147/13), Articles 13, 24 and 64 of the Statute of the Musical Copyright Society, and the Articles 22 and 23 of the Associations of citizens and Foundations Law of the Republic of Macedonia (“Official Gazette of R.M.” nr. 52/10), the Assembly of the Musical Copyright Society, on the 18.11.2013 adopted the following

## **STATUTE**

### **of the Musical Copyright Society**

#### **1. General provisions**

##### **Article 1**

The Musical Copyright Society (hereinafter referred to as: the Society) is an organization for collective management of the music copyrights of the owners of the music copyrights (hereinafter referred to as: rights holders), in compliance with the Law on Copyright and Related Rights (hereinafter referred to as: LCRR), the present Statute and the license granted by the Ministry of Culture and the Government of the Republic of Macedonia.

##### **Article 2**

The Society operates with nonprofit goal on the principles of rationality and transparency and observes the rights for competition, carrying out its rights, obligations and responsibilities in compliance with the Constitution and the Laws of Republic of Macedonia.

The activities of the Society are public.

##### **Article 3**

The Society has the capacity of a legal entity.

In all taken activities, as well as in the relations with third parties and the legal operations, the Society acts in its own name, and on the account of the rights holders.

For the obligations taken in the legal operations, the Society meets its liabilities with its means being available.

##### **Article 4**

The Society is nonpolitical and nonprofit organization.

## **2. Name, address and representation of the Society**

### **Article 5**

The name of the Society is: “Musical Copyright Society”.

Shortened name of the Society is: “ZAMP” – Skopje.

The Head Office of the Society is in Skopje, str. “Mitropolit Teodosij Gologanov” 28.

### **Article 6**

The Society has a stamp and a seal.

The stamp has a form of a circle, with the name of the Society “Musical Copyright Society” written along the inner circle, and in the middle is the shortened name of the Society “ZAMP” – Skopje.

The seal has a rectangular form in which the name of the Society is written on the upper side, and the number, the date, the year and “Skopje” are written in the lower part.

The stamp and the seal are set on the decisions and the other acts made by the authorities of the Society, on the rest of the correspondence of the Operational service, as well as those by the Presidents of the authorities for their competence established with the Statute.

### **Article 7**

The Society, in the legal operations with third parties, is represented by the President of the Assembly or other party appointed by him, and represents the President of the Board of Directors or other party appointed by him with the rights and obligations in compliance with the Law, the Statute and the Acts of the Society.

## **3. Types and extent of implemented rights**

### **Article 8**

A) The Society collectively manages the following rights :

- Reproducing and renting non scene musical works on phonograms and video grams;
- Public communication of non - scene musical works;
- Cable retransmission of non - scene musical works.

B) The Society can also collectively manage the following rights:

1. Right of the author to compensation of the right of succession;

2. Right of the author to a part of the fair compensation of public usage;
3. Right of the author to a part of the fair compensation from renting phonograms and video-grams;
4. Right of the author to part of the fair compensation from the reproduction of the sound carrier by means of making copies or any other similar technique with similar effects, for private usage;
5. Right of the author to part of the fair compensation from reproduction of phonogram for private usage;
6. Right of the author to the part of the fair compensation from the reproduction of video-gram for private usage.

The Society, in the cases of unique compensation, prescribed in item B of this Article, in accordance with the LCRR, can perform collective management of the rights with authorization of other appropriate organizations of rights holders, by means of concluding a special contract. Also, by concluding a contract, the Society can authorize another appropriate organization to perform the collective management of the rights of item B of this Article.

The Society can perform administrative-technical operations for the rights that are out of its licensed rights, and are in competence of other Societies, according to a contract.

## **Article 9**

In the collective management of the music copyrights, the Society specially performs the following operations:

- 1) protects the interests of the rights holders, managing them by monitoring their usage on the territory of Macedonia and abroad;
- 2) performs the legal operations and the relations between the rights holders and the users, and runs court and other procedures for protecting the copyrights and similar issues;
- 3) brings and publishes general acts for collecting and distributing the royalties as a result of their usage, according to the Law and this Statute.
- 4) concludes contracts with appropriate organizations abroad;
- 5) non exclusively transfers the right for using the copyrights by contract or by other written way;
- 6) collects the established royalties from the users and makes their distribution to the rights holders according to the Law and the general acts;
- 7) requests information from the users and documents necessary for determination of the amount of compensation for copyrights use;
- 8) controls the copyrights use;
- 9) provides inner control, transparency and responsibility of the authorities and the parties for the duties they are competent for, according to the Law and the general acts;
- 10) provides and secures publicity in the operations (provides access to the information for the rights holders, and for the collected and distributed royalties);
- 11) provides and secures inspection in the operation and the data for the right holders, in manners, volume and under conditions determined by the Law and the general acts of the Society, and

12) provides and maintains spatial, personnel and other conditions determined by LCRR, for successful accomplishment of the obligations.

The Society keeps evidence of the works and rights holders on the basis of: registered works by the rights holders, obtained data from the System for electronic evidence of the used authors works, delivered documentation by the users of the rights and other sources. The record is kept by the professional service, and is annually established by the Board of directors.

#### **Article 10**

The collective management of the rights holder's rights includes legal operations with the copyrights users, collecting royalties due to the usage, their distribution and protection of the rights before the state authorities and other subjects.

The collective management of rights of the domestic authors that are being used abroad is realized by the Society on the base of special agreements that are signed with appropriate foreign societies.

On the territory of the Republic of Macedonia, the Society can also make a collective management the rights of foreign authors and right holders in case if their works are protected in compliance with LCRR and on the base of international conventions or other agreements concluded between Macedonia and other countries, as well as on the base of reciprocal agreements concluded between the Society and appropriate foreign societies.

### **4. Bodies of the Society, their competence, transparency, responsibility, way of operation, election and dismissal**

#### **Article 11**

The Society includes the following bodies:

- Assembly
- Board of Directors
- Supervisory Board

#### **ASSEMBLY**

#### **Article 12**

The Assembly is the highest body of the Society.

The Assembly consists of 16 members, with 4 years mandate, with right of reelection.

Member of the Assembly can be any member of the Society that fulfils at least 3 of the following criteria:

- has at least 25 reported works;
- whose rights are collectively managed by the Society permanently for the last 5 accounting years;
- the amount of the compensation realized by the copyright holder in the last 5 years is permanently at least 500 eur. in denars counter - value annually;
- has to be a distinguished author, who made contribution to the development of the musical creation, the Macedonian music and the copyright protection.

The Assembly elects a President from its members, with the majority of votes by the present members of the Assembly, with 4 years mandate and with right to be reelected. Until the election of the President, the Assembly is managed by the oldest member of the Assembly.

The President manages and coordinates the work of the Assembly, and takes care for appropriate realization of its decisions.

The President of the Assembly convenes a Meeting of the members of the Society (General Assembly).

### **Article 13**

The Assembly is authorized:

- to adopt a Statute and its changes and supplements, program and other acts, as well as a general act for distribution of the royalties, as well as a general act for determination of the amount of the royalties – tariff;
- to decide for authorization of another organization for collective management in cases of single compensation, established with the present Statute, or for performing collective management, upon authorization of another organization;
- to adopt financial plan and action plan;
- to consider and adopt annual report and annual financial statement, which is published on the web-site of the Society;
- to consider and adopt reports for the operation of the Board of Directors and other bodies of the Society;
- to decide for change of the goal of the Society, by changing the Statute according to LCRR;
- to decide upon internal organization and the activity of the Society;
- to elect and dismiss the members of the Bodies;
- to decide upon joining or disjoining with other Society, joining confederations and international Societies;
- to decide upon complaints on the decisions of the Board of Directors;
- to publish the activity reports and the collection reports that are being collectively managed, by Internet, or facultative in one of the published media, obligatory once a year and
- to decide upon other issues that are not under competence of the other bodies of the Society, and in compliance with the Law, the present Statute and the other acts of the Society.

## **Article 14**

A meeting of the Assembly is convened upon need, and at least once a year.

A meeting of the Assembly is convened by the President of the Assembly.

The meetings are called by written invitation, and in case of urgency they can be called by phone. The invitation for the meeting contains the agenda of the meeting, the time and the place of the meeting, and it is delivered at least 3 days before the day of the meeting.

A meeting of the Assembly is also convened upon the proposition of the Board of Directors, or 1/5 of the total number of the members of the Assembly.

If the President of the Assembly does not convene a meeting in period of 14 days from the day of the given proposal, then the meeting is called by the Board of Directors, or by the initiators.

A meeting of the Assembly can also be convened by the Supervision Board, if there are issues connected to the performance of the Board of directors.

The way of convocation and leading of the session is closely arranged by the Rules for operation of the Assembly.

## **Article 15**

The Assembly operates effectively if the majority of the members of the Assembly are present, and the decisions are made with the majority of the votes of the total number of the members of the Society.

The meetings of the Assembly are public, except in cases when the Assembly decides that certain issues shall be considered without the presence of the public.

## **Article 16**

The proposal and determination of candidates as representatives of the Assembly is made by the members of the Society that deal with and make decisions on a Meeting of the members of the Society (General Assembly).

The meeting in the sense of paragraph 1 of this Article is convened by the President of the Assembly, at least 6 months before the expiry of the term of office of the members of the Assembly. The meeting can also be convened upon request of at least 2/3 of the members of the Society, as well as upon the request of the President of the Board of Directors.

For the time and the place of the meeting of paragraph 1 of this Article, the members are informed in written form by e- mail, and by a public call, published on the web-site of the Society, and at least in one published media, at least 15 days before the meeting.

The meeting of paragraph 1 of this Article will be effectively realized if at least 10% of the members of the Society are present, and the conclusions, opinions and suggestions are made with the majority of the present members.

The meeting in the sense of paragraph 1 of this Article is lead by a chairman that is elected by the members with public voting, with the majority of voices of the present members.

At the meeting of paragraph 1 of this Article, is also decided for termination of the Society, with 2/3 of the majority of the total number of members, in cases established with the Law and this Statute.

### **Article 17**

The determination of the list of candidates for members of the Assembly is made by the members of the Society, by public voting, on the same session of the members of the Society of Article 16 of this Statute, after determination that the candidate fulfils the conditions of Article 12 of this Statute. Previously, the list of the candidates is prepared by the Professional service of the Society. The election is made at the same meeting, with the majority of votes of the present members, and at least 15 days before the expiry of the term of office of the members of the Assembly.

### **Article 18**

The election of the members of the Assembly is made by secret voting.

The election is made with ballots.

The ballot contains:

- The name and the surname of the candidate;
- The number of the members of the Assembly that are being elected.

The candidates are included in the ballot by an alphabetical order according to their name, and the voting is made by circling the number in front of the name of the candidate.

### **Article 19**

The election is carried out by a commission of 3 members, elected by the present members on the Meeting of the members of the Society (General Assembly) in the sense of Article 16 of this Statute, before the process of proposing the candidates for the members of the Assembly. The Commission is authorized to make investigation of the documentation prepared by the Professional Service of the Society, regarding the fulfillment of the criteria of the candidates for members of the Assembly, and to approve it or deny the right of candidature.

## **Article 20**

As member of the Assembly is elected the candidate who got majority of votes by the voters.

If there are more candidates proposed for members of the Assembly than the number of members of the Assembly that are being elected, for member of the Assembly is elected the candidate who got the majority of votes.

If there are candidates with same number of votes i.e. there is not sufficient number of members for the final determination of the required number of members of the Assembly, the voting i.e. the procedure is repeated.

## **Article 21**

The work of the Assembly is closer determined with the Rules for the work of the Assembly.

# **BOARD OF DIRECTORS**

## **Article 22**

The Board of Directors consists of 8 members.

The members of the Board of Directors are elected by the Assembly, with 4 years mandate and with right for reelection.

The Assembly elects the President from the elected members of the Board of Directors, with the majority of votes of the present members, with 4 years mandate and with right for reelection.

## **Article 23**

The proposal and the determination of the candidates for members of the Board of Directors is made by the Assembly, with public voting.

Member of the Board of Directors can be a member of the Society that fulfils cumulatively at least 3 of the following criteria:

- has at least 50 registered works;
- his rights are collectively managed by the Society for the last 7 years consecutively;
- the amount of the compensation realized by the right holder in the last 5 years is permanently at least 1500 eur. annually in denar counter - value;
- has to be a distinguished author, who made contribution to the development of the musical creation, the Macedonian music and the copyright protection.



## **Article 24**

The Board of Directors is authorized to:

- propose decisions making by the Assembly;
- determine draft Statute, acts and other decisions that should be adopted by the Assembly.
- implement the policy, the conclusions and the decisions made by the Assembly;
- decide upon signing of agreements with the copyright users, that are collectively managed, namely gives authorization in written or other form for use of the rights according to LCRR;
- determine the registration of the works, at least once a year;
- decide upon realization of the professional-administrative and other operations for other Societies, organizations and rights holders, as well as for their royalty;
- establish the professional service;
- control the work of the professional service and ask for reports for their work;
- consider the reception of new members and the termination of the membership, by means of a decision;
- decide upon objections of the right holders about the individual calculation of the royalty;
- manage the property of the Society, and is responsible for it;
- prepare annual plan or periodical report for its activities;
- follow the trends in the collective management of the copyrights in the country and abroad and determine the standpoints and proposes measures for improvement of the collective management;
- appoint the Director of the professional service.

## **Article 25**

The Board of Directors works at the meetings.

The Board of Directors can establish, regarding issues different from its competence, special commissions and other operating bodies.

## **Article 26**

The President of the Board of Directors convenes and leads the meetings of the Board of Directors, and performs other duties according to the Law, the Statute and the acts of the Society, which are appointed by the Board of Directors, regarding the issues that are in its competence.

## **Article 27**

The Board of Directors effectively makes decisions if more than half of its members are present at the meeting, and the decisions are made with majority of the votes of the total number of the members.

The meetings are convened by means of a written invitation, and when urgent they can be called by phone. The invitation consists of the agenda of the meeting, the time and the place of the meeting, and is delivered at least 3 days before the day of the meeting.

#### **Article 28**

A member of the Board of Directors is excluded from voting on topics related to him, his spouse or relative of second instance, as well as on topics that refer to a person that is legally or economically depended on.

#### **Article 29**

The work of the Board of Directors is more precisely regulated by the Bookkeeping of the operation of the Board of Directors.

### **SUPERVISORY BOARD**

#### **Article 30**

The Supervisory Board makes control as to the appropriate usage of the resources and incomes of the Society in compliance with the Law and this Statute.

The Supervisory Board consists of 4 members.

The members of the Supervisory Board are elected for period of 4 years, with a right for reelection.

The election of the members of the Supervisory Board is carried out according to the criteria, the deadlines, the announcements and other conditions anticipated for the procedure prescribed for election of members of the Assembly.

The Supervisory Board elects a President from its members. Until the election, the meeting is led by the oldest member of the Supervisory Board.

The Supervisory Board works on meetings that are convened by the President of the Supervisory Board.

The Supervisory Board makes effective decisions if more than half of the members are present, and the decisions are made by the majority of the votes from the total number of the members.

The Bodies of the Society and the Professional service are obliged to present to the Supervisory Board the complete documentation required for carrying out the supervision.

The operation of the Supervisory Board is more precisely arranged with a Bookkeeping.

### **Article 31**

The Board of Directors and the Supervisory Board are responsible for their activities before the Assembly.

The Board of Directors and the Supervisory Board submit a report for their activities to the Assembly of the Society.

### **Article 32**

The members of the Board of Directors and the Supervisory Board can be revoked even before the expiry of their mandate if they don't perform their obligation determined with the Rule Book, the Statute and the Law, in a way and procedure prescribed for their election.

The terms, the procedure, the deadlines and the other conditions for revocation of the members of the Board of Directors and the Supervisory Board are more precisely arranged with the Rule Book for operation of the Assembly of the Society.

## **5. Terms and method for acquiring status of a member in the Society**

### **Article 33**

A member of the Society can be any author or rights holder collectively managed by the Society, citizen of the Republic of Macedonia, namely with residence in the territory of Republic of Macedonia.

The registration in the Society is voluntary and is realized by submission of a special form, determined and adopted by the Assembly.

The Board of Directors, at its first next meeting, by means of an act concludes the admission of new members upon previously collected appropriate documentation by the professional service. Regarding the act of the Board of Directors, the applicant has the right to submit a complaint to the Assembly within 15 days, and the Assembly shall decide on the complaint on its first next meeting.

The Society keeps a register of its members that is updated once a year.

The Society guaranties the privacy of the personal data in compliance with the rules for the personal data protection, as well as the privacy of the amount of the individual royalties and the classified information of all of the holders and users of the copyrights that are collectively managed.

### **Article 34**

The membership in the Society terminates:

- upon a written request of the member and
- in case of death.

## **6. Manner and participation of the members of the Society in the Bodies, their rights, duties and responsibilities**

### **Article 35**

The members of the Society have the following rights, duties and responsibilities:

- to work actively on implementation of the goals and the tasks of the Society;
- to elect and to be elected in the bodies and boards of the Society;
- to take part in the work of the bodies and the boards of the Society, in compliance with the Law and this Statute;
- to respect the Statute and the other acts of the Society and to take care of the reputation of the Society;
- to raise initiatives and to give suggestions for improvement of the performance of the Society.
- to be informed of the financial, capital assets, and other performance of the Society and its bodies.

## **7. Procedure for exemption (ban) of collective management of rights by the right holder**

### **Article 36**

The right holder can exempt (ban) the collective management of his/her own right by the Society that has authorization to do that, except in cases when it is not exceptionable, according to LCRR.

The exemption (ban) from the collective management is done by the right holder with submission of a written statement certified by notary, on a form determined and adopted by the Assembly. The exemption becomes effective from the next accounting year.

## **8. Procedure for protection of the rights of the right holders**

### **Article 37**

Every author has right to inspect the personal data concerning the usage of his works, of the calculation and other documentation in relation to that.

The right holder has the right to submit an objection and to provide evidences if he/she is not satisfied with the corresponding calculation.

The objection in the sense of paragraph 2 of this article is submitted to the Board of Directors, at the latest in period of 30 days after the reception of the separated calculation.

The Board of Directors decides upon the objection of paragraph 2 of this article, after providing appropriate opinion by the Professional service and other bodies that have appropriate documentation at their disposal, at the latest in the period of 30 days after the receipt of the objection.

The right holder has the right to submit a complaint against the decision of the Board of Directors to the Assembly, in period of 15 days after submission of the decision.

The decision of the Assembly is final.

## **9. Procedure for adoption of the general acts of the Society**

### **Article 38**

The competent bodies of the Society, in compliance with the present Statute, adopt the following general acts:

- general act for determination of the amount for the royalties, named: Rulebook with tariff for usage of music copyright work;
- act for distribution of the royalties, named: Rulebook for distribution of the royalties.

### **Article 39**

The Society adopts and publishes the general acts, in time limit given in accordance with the LCRR from the day of effectiveness of the act for giving license for collective management of the rights according to LCRR and the General administrative procedure Law.

Changes and supplements of the general acts are made in way and procedure prescribed for their adoption.

### **Article 40**

The Society adopts and publishes the Rule Book with the tariff for usage of copyright music works in accordance with the Law and the Statute.

### **Article 41**

The Society adopts the Rulebook for distribution of royalties in compliance with the Law and the Statute.

The general acts, after being adopted by the competent body of the Society, they are published in the "Official Gazette of Macedonia".

## **10. Methods for collecting the royalties and principles for their distribution i.e. acquirement and disposal of assets**

### **Article 42**

The Society provides assets from the following regular and extraordinary sources:

- royalties that are collected by the Society, in compliance with LCRR, with this Statute and the general acts of the Society;

- contributions, gifts, legacies, foundations, etc.;
- donors and sponsorships from natural and legal entities;
- incomes as a result of performing administrative and technical operations for other parties on the base of an agreement;

- other funds in accordance with the Law;
- part of the unpaid royalties to unknown domestic or foreign copyright holders, that are kept by the Society, according to the rules of the International Confederation of Copyright Societies and concluded bilateral agreements, in accordance with the general act for distribution of royalties.

The Society keeps the material and financial work, and the business books in a way and procedure determined by the Law.

### **Article 43**

For usage of the works of the authors whose rights are collectively managed, the Society collects royalties from the users, according to the:

- general agreement between the Society and the Societies of the separate categories of users, namely their chambers that represent the majority of the users (General Agreement);
- individual agreement between the Society and an individual user (Individual Agreement);
- Rulebook with tariff for music copyright works in accordance with the Law.

### **Article 44**

The Society is obliged to give license, in terms prescribed by LCRR, to supply documentation for used works and to charge the royalties for the used work.

In cases when the user is using the work without fulfilling the legal terms, the Society takes legal action, as well as others appropriate juridical procedures before the competent court for forbidding the use.

#### **Article 45**

For the usage of copyright work, for the rights that are collectively managed, the Society charges reimbursements for the usage in accordance with the basis prescribed with Law.

#### **Article 46**

When the royalties in the sense of Article 45 of this Statute are determined, all of the criteria prescribed with the Law are taken into consideration.

The amount of the royalty accrued due to the right of succession is determined with the LCRR.

The amount of the royalty of the right of reproduction for private use is prescribed by the Government of the Republic of Macedonia.

#### **Article 47**

The amount of the royalties for performing professional administrative and similar activities for other organizations or right holders, as well as for the compensation, when there is a case of collective management authorization with fair compensation, are determined by the competent body of the Society.

#### **Article 48**

The funds collected on the base of works usage, performing administrative-technical activities for other parties and other activities, charge of court and other procedures, etc. present the regular and extraordinary funds of the Society, and these are more precisely determined in the general acts of the Society.

The distribution of the funds of the Society is made according to the principles determined with this Statute, the general act and the LCRR.

When the works that are collectively managed by the Society are used for humanitarian manifestations or other activities, the Board of Directors can decide for partial or complete investment of the royalty in the humanitarian purpose.

#### **Article 49**

The collected resources of the Societies are distributed in repartition classes and funds. The individual calculations and payments of the royalties are made once a year.

The extraordinary resources realized in the frames of the activity of the Society, namely the activities of the Society for one calendar year are included in appropriate classes and funds and are distributed according to Article 48 of this Statute and the LCRR.

The amount of the percent that is included in the appropriate classes and funds, as well as the way of their distribution is determined by the Board of Directors for every calendar year.

#### **Article 50**

For covering the total expenses due to the its work, the Society can use maximum 15% of the means of the collected royalties and not more than 20% in case of collective management with the fair compensation determined with this Law. The expenses for lawsuits, lawsuit taxes, expert services expenses, lawyer expenses and the administrative expenses are determined by the decision of the Assembly and these are not included in the total expenses for the activities of the Society.

After the end of the calendar year, with the financial report prepared by the Supervisory Board and the Professional service of the Society, the purpose of the rest of the resources as a result of the realization of administrative-technical activities for other organization that are prescribed with special agreement, is determined by the Assembly with an act.

### **11. Establishment of the procedure and the principles for signing of agreements with appropriate domestic and foreign Societies and methods for providing exchange of information for the collective management**

#### **Article 51**

The Society, while implementing the goals and the obligation it is founded for, cooperates with other appropriate Societies, namely foreign parties, so that with special agreements shall provide exchange of information necessary for collective management of the domestic authors abroad and the foreign authors in the territory of R. of Macedonia.

The Society can be connected to or can join federations or other forms of Society, for common improvement of the activities and for realization of the issues of common interest.

The Society can join or connect to appropriate international organizations upon the decision of the Assembly.

#### **Article 52**

The Society can sign agreements for cooperation with domestic and foreign Societies, unions and other organizations of the copyright and related rights holders, or with individual domestic and foreign copyright or related rights holders for collective or individual copyright or related rights management.

The agreements for cooperation in the sense of paragraph 1 of this article can also cover provisions according to which, the Professional service of the Society can perform administrative-technical activities and use equipment and resources of the Society for the issues



of paragraph 1 of this article, which carry out collective management of the copyright and related rights.

The administrative-technical services of paragraph 2 of this article can also refer to the subjects of paragraph 1 of this article, which perform collective management of the copyright and related rights, in case when these are implemented simultaneously and are in direct connection with the collective management, and when there are no competent parties in the Republic of Macedonia that can represent these rights or represent them in close cooperation with appropriate Societies for collective copyright management.

## **12. Methods and conditions for providing internal control and supervision of the work**

### **Article 53**

The control of the work of the Society is implemented by the competent Bodies of the Society and by the rights holders managed by the Society, who for the purpose of control, can ask for:

1) annual reports from the Bodies of the Society and the Professional service of the Society concerning the collected funds, their distribution, the activities of the Society and the implementation of the general acts of the Society, as well as the implementation of the agreements with the users and the appropriate foreign organizations;

2) audit reports for the financial condition with included opinion concerning the regularity of the work in accordance with LCRR, general acts of the Society and the concluded agreements;

3) suggestions for the financial plan and the expenses for the work for the next year.

The Society is obliged to provide the Government of the Republic of Macedonia with the Annual Financial Statement.

## **13. Method and terms for providing transparency of the operation to the members, the users and the general public**

### **Article 54**

The operation of the Society is public, and the transparency of the work is realized by direct information of the right holders, information by means of the web-site of the Society and the public media for the users and the general public concerning all of the data that the Society is obliged to communicate to the public in accordance with the Law and the Statute.

#### **Article 55**

At the meetings of the bodies of the Society that make decisions, the members of the Society and the copyright holders can be present.

For different meetings of the bodies of the Society, the public media are informed in order to inform the general public about the activities of the Society.

#### **Article 56**

The rights holders have right at any time beside being informed for the regular reports that are submitted to the Assembly, to be also informed for the activities taken by the bodies.

Every right holder has the right to ask for inspection, at any time, in the annual financial report and in the report of the Supervisory Board, and to ask for a written report concerning the resources collected due to his/her copyrighted work usage. The Society is obliged to submit such a report 8 days from the receipt of the claim.

#### **Article 57**

The Society is obliged to publish reports about its activity, as well as the reports for the collected royalties as a result of the use of the collectively managed works once a year, on the web-site, or in one of the published media.

### **14. Terms for termination of the Society and distribution of the property**

#### **Article 58**

The Society is terminated if:

- the number of the members is reduced and is under the legal minimum;
- the competent state body makes decision for termination of the Society, in cases and method determined by the Law;
- other cases established by the Law.

#### **Article 59**

When the Society terminates with operation, the property that remains after the settlement of its obligation, is transferred to the holders of the copyrights that are collectively managed, who have citizenship, residence or home in the territory of the Republic of Macedonia.

### **15. Professional service**

#### **Article 60**

For performance of the technical and the administrative activities for the purpose of the Society, in reference to the collective management of the copyrights, namely to the goals and the duties the Society is founded for, the Professional service is established.

## **DIRECTOR**

### **Article 61**

The Professional service is managed by the Director.

For his performance, the Director is responsible before the Board of Directors.

The Board of Directors elects the Director on the base of public competition, with mandate of 4 years and a right of reelection.

### **Article 62**

Authorizations and responsibilities of the Director:

- organizes the work of the Society and conducts the work of the Professional service;
- makes the program of activities of the Professional service and takes measures for its implementation;
- represents the Society before the courts and the other bodies in the frame of the operation of the Society, concludes agreements in compliance with the authorization by the President of the Board of Directors;
- implements the decisions adopted by the Board of Directors, keeps the evidence of the works and at least once a year submits it to the Board of Directors, for determination;
- gives orders in reference to the financial activities of the Society and to the authorizations by the Board of Directors, if according to the authorization, he is one of the signatories of the account of the Society;
- submits a report to the Board of Directors for the operation of the Professional service;
- takes care and takes part in the preparation of the materials for the meetings and the other activities of the bodies of the Society;
- gives authorization to the legal representatives, forms network of representatives in the territory of the Republic of Macedonia, etc., in compliance with the authorization of the President of the Board of Directors;
- decides upon issues related to the employment of the employees in the Professional service, in compliance with the Law and the Collective Agreement.

The Director takes part in the work of the bodies of the Society without the right to decide.

### **Article 63**

The organization of the Professional service, their positions, the number of the performers on various positions and the conditions required for realization of the activities of different working positions, are determined by the Board of Directors, by means of a general act. The Director has the right to submit a contract - proposal.

## **16. Transitional and final provisions**

### **Article 64**

The changes and the supplements to this Statute are made by method and procedure established for its adoption.

### **Article 65**

The Statute comes into force on the day of its adoption by the Assembly of the Society, and it shall be implemented after the effectiveness of the Act for granting license for collective copyrights management established by the present Statute, in compliance with LCRR and the General administrative procedure Law.

In case of changes and supplements of the Statute, if in period of 60 days after the submission of the request for receiving an agreement, the Ministry of Culture does not make a decision for acceptance or refusal of the request, in compliance with LCRR, it shall be considered that the agreement is given.

**PRESIDENT  
OF THE  
BOARD OF DIRECTORS OF ZAMP**

**Prof. Zhivojin Glisic**