

STATUTES OF THE FSE

(20th June 2010)

I. NAME, SEAT, AIMS

Paragraph 1 – Name

Under the name of “Federation of Scriptwriters in Europe” an International Association with cultural, scientific and artistic purposes in the form of a non-profit organization is created. The non-profit organisation – hereinafter referred to as the “Federation” – will be governed by Belgian Law of October 25th 1919, modified by the laws of the 6th of December 1954 and the 30th of June 2000.

Paragraph 2 – Seat

The seat of the Federation is located in Rue de Prince Royal, 87, 1050 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

- a) The aims of the non profitable Federation, are:
- b) The defence of freedom of expression and artistic creation within the audiovisual field.
- c) The defence and protection of national cultural identity and diversity of members in the audiovisual field.
- d) The promotion of scriptwriters' work.
- e) The defence and protection of moral and pecuniary rights and interests of scriptwriters, acting in all sectors of the audiovisual field.
- f) The harmonisation of Intellectual Property legislation at European level and within the member states of European Union on the most favorable terms for scriptwriters.
- g) The development of a cooperation network with natural or legal entities, of private or public nature, which develop similar activities in the audiovisual field.
- h) 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

Any legal entities representative of scriptwriters established in any European country and legally founded according to the laws and their application of their native countries which accept and share the aims of the Federation may submit an application for active membership. This application will be judged upon as per the provisions of the present Statutes.

Paragraph 5 – Admission of New Members

- a) Any application for membership should be addressed to the President of the Federation and will be accepted upon favorable decision of the General Assembly.
- b) b) If an application is from a country already represented by another organisation, the latter shall have the opportunity to express its views in writing before a decision is taken.

Paragraph 6 – Resignation, Exclusion, Suspension

- a) Active members are free to resign membership of the Federation at any time, provided that they submit their resignation in writing to the Executive Committee. A member who does not pay the contribution within three months from receipt of a reminder addressed to him by registered ordinary mail will be considered as having resigned.
- b) The exclusion of a member can only be pronounced by the General Assembly, upon proposal of the Executive Committee, with a majority of at least two thirds of present or represented members. This member will have the right of self-defence at the General Assembly session.
- c) The Executive Committee may suspend the membership of a member who seriously infringes the present Statutes or the law, until the following session of the General Assembly.
- d) The resigned, excluded or suspended member shall not have any rights to the Federation's funds, unless the General Assembly decides differently. The resigned, excluded or suspended member cannot claim or request any statements of accounts, any accounts, any sequestrations or any inventories.

Paragraph 7 – Contributions

Active 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. 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. THE GENERAL ASSEMBLY

Paragraph 8 – Composition and Generality

- a) The General Assembly is composed of all the members of the Federation. The General Assembly is chaired by the President of the Federation or, if the President is prevented from fulfilling his functions, by the vice-president.
- b) The General Assembly shall have all authority to decide upon any issues regarding the achievement of the aims of the Federation. Namely, the following issues fall within its exclusive competency: - Modification of the present Statutes which should be deposited in advance to the Minister of Justice. - Election and recall of the administrators. - Approval of the budget and the accounts. - Voluntary dissolution of the Federation. - Exclusion of members. - Admission of new members. - Contributions to be paid by the members. - Any other issues that may be requested by one third of present or represented members.
- c) The General Assembly must convene at least once a year. It is the task of the Executive Committee to arrange the final date, time and location of the meeting.

- d) Upon initiative of the President or of at least two thirds of the members, the Federation may hold a Special General Assembly.

Paragraph 9 – Convocation

- a) The General Assembly will be convened by the Executive Committee. All members will be informed at least six weeks before the meeting of the General Assembly. The convocation should contain the items on the agenda.
- b) Except for the exceptional cases set forth in the present Statutes, the General Assembly will pass prevalent resolutions, provided at least two thirds of the members are present or represented.
- c) The members will be represented by such persons who have the relevant authorisation. One member may be represented by the representative of another member. One representative may not have more than one proxy.

Paragraph 10 – Decisions

- a) Each member will have one vote. Legal entities established in the same state 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. Decisions are taken by a simple majority of votes of present or represented members, except for the cases when the law or the present Statutes rule differently.
- b) With respect to the budget and to the amount of the contribution, the General Assembly will pass prevalent decisions by two thirds of the votes.
- c) With respect to the dissolution of the Federation or the modification of the present statutes the General Assembly will pass prevalent resolution provided three quarters of the members are present or represented and the decision is taken by a two-thirds majority of votes. If there is not a quorum, 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 quorum independently of the number of present or represented members. Prevalent resolutions may be passed with at least a two-thirds majority of votes of present or represented members.
- d) The resolutions passed by the General Assembly shall be registered in a register book and be signed by the President. The register book should be made available to the members upon request.
- e) Upon request of one member, the General Assembly shall order a secret vote.

IV. ADMINISTRATION

Paragraph 11 – Executive Committee : Composition and Generality

- a) The administration body of the Federation is the Executive Committee, composed of five administrators from five different states elected by the General Assembly among its members for a renewable period of two years. Among the administrators, the General Assembly shall elect a President, a Vice-President and a Treasurer.
- b) Each candidate for the above mentioned offices must be proposed and seconded by a full member of the Federation.
- c) Candidates shall be elected by a simple majority in a secret ballot. 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 (a Vice-President, a Treasurer and two Administrators).
- d) Persons elected to the Executive Committee must resign if for any reason they are unable to meet their responsibilities or if they are no longer a member of an FSE guild. In case of vacancy of mandate, the Executive Committee may co-opt an administrator to take on the mandate of the administrator he replaces. If the position of the President becomes vacant, the Vice-President automatically takes on the mandate as acting President, until the following General Assembly or Extraordinary General Assembly.

- e) Derived from their functions the administrators will not undertake any personal obligations and they will be responsible for executing their mandate only.
- f) The administrators may be recalled by the General Assembly at any time. To accomplish the daily management of the Federation, the Executive Committee may engage one Manager and additional staff concurrently defining his and their scope of authority. However, the scope of authority of the manager and staff may never exceed that of the Executive Committee or the General Assembly.

Paragraph 12 – Sessions and Decisions

- a) The Executive Committee will hold its sessions as it may seem 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 registered in a register book and signed by the President. The register book shall be made available at the disposal of the members.

V. MISCELLANEOUS

Paragraph 13 – Budget and Accounts

The financial year will be closed on December 31st each year, except for the first year, which will last until December 31st of the next 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 14 – 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 its 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 15 – Organisational and Operational By-laws

The Executive Committee shall 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 16 – Liquidation

In case of dissolution of the Federation, the General Assembly will designate the liquidator or liquidators and will define their scope of authority and their possible remuneration.

Paragraph 17 – 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.