**STATUTES**

**ARTICLE 1**

 **NAME – REGISTERED OFFICE**

Pursuant to the provisions of L. 1667/93 regarding civil societies and L. 2121/1993 on intellectual property, neighbouring rights and cultural issues a “non-profit” limited liability Cooperative – henceforth **Collecting Society** – is established under the name of “Society for the Collective Management of Singers and Performers L.L.CO-OP. and the distinctive title “ERATO”.

The name of the Society and its distinctive title can be used in any foreign language, as long as they are accurately translated into this language.

**ARTICLE 2**

**REGISTERED OFFICE**

The registered address of the Collecting Society is in the Municipality ofFilothei-Psychiko, at 231 of Mesogeion Avenue. The establishment of the Collecting Society in its offices is made after a decision of the Administrative Council, taken by an absolute majority of its members, and the approval of the General Assembly.

According to article 54 of L. 2121/93, and by exemption of the principle of locality, the Collecting Society is to operate on a national basis and pursuant to the national regulations, the EU law, and the international treaties, internationally. Therefore it is possible for branches or offices of the Collecting Society to be established anywhere in Greece or abroad, after the relevant decision of the Administrative Council and the approval of the supervision authority, should such an approval is required.

**ARTICLE 3**

**OBJECTIVES**

1. The objective of the Collecting Society is the management and protection of the neighbouring rights of the performers and singers and their heirs. The rights that the Collecting Society manages are mainly the following:

a) the right of a remuneration for the reproduction of the recorded works of the performers and singers for private purposes made by technical and audiovisual means (for example equipment for recording on audio or audiovisual recording material such as magnetic tapes or other similar carriers appropriate for such a reproduction, article 18 L.2121/1993)

b) the right of an equitable remuneration for the public performance of the recorded works of the performers and singers and their public broadcast via radio and television through any means, such as electromagnetic waves, cable or other transmitting/broadcasting material (article 49 L.2121/1993)

1. The Collecting Society achieves its objectives by pursuing, among others, the following:

a) the administration of the rights that have been assigned to it or that have been entrusted with a relevant proxy on the basis of assignment contracts. To this end the Collecting Society concludes contracts with the users regarding the terms for the exploitation of the performances and the remuneration due.

b) defines, on the basis of a remuneration list, the proportional remuneration, as provided in article 49 of L.2121/1993 for the radio/TV broadcasts and in general the public transmission of their performances whose management has been assigned to the Collecting Society.

c) concludes collective agreements with the organisations representing the users regarding the minimum proportional remuneration and the terms of the exploitation of the performances.

d) collects the remunerations as provided in articles 18 and 19 of Law 2121/93, the management of which has been assigned to the Collecting Society.

e) distributes the collected remunerations after the percentage for the management expenses is deducted.

f) concludes reciprocity agreements with Collecting Societies from other countries regarding the management, collection and distribution of the rights of the performers and singers.

g) proceeds to any administrative, judicial or extra-judicial action for the legal protection of the rights of the singers and performers who have assigned the management and protection of their rights to the Collecting Society.

h) carries out in co-operation with the relevant public authority or according to the procedure provided in article 64 of Law 2121/1993 the necessary audits at outlets that sell, hire or lend copies of the recordings of the performances of the partners and beneficiaries or the public transmission of the recorded performances it protects in order to ascertain that these acts do not violate the rights of the partners and beneficiaries.

i) it provides all legal support required to the partners and beneficiaries

j) organizes and participates in conferences on issues pertaining to intellectual property and related rights

k) it can establish a joint collecting society with other collecting societies for the

protection of neighbouring rights , if that is provided by law, for the purpose of collecting the equitable remuneration under article 49 Law 2121/1993 on a completely non profit basis. The statutorial provisions of the joint collecting society are decided by the Administrative Council upon approval by the General Assembly

**ARTICLE 4**

**CAPITAL AND SHARES OF THE COLLECTING SOCIETY**

The capital of the Collecting Society is variable and is divided into equal shares each one of value seventy three euro and thirty six cents (73.36 €)] incorporated to registered titles of the same value. Every single title bears the signature of the President and Secretary of the Administrative Council of the Collecting Society.

Every partner is registered for one share of the Collecting Society, obligatory to receive, indivisible and not transferable for life, and it has to be paid when the partner is registered.

The Collecting Society itself cannot acquire shares only in the case they are granted to it.

The heirs and beneficiaries of the shares of the Collecting Society are entitled of acquiring the status of partner if they satisfy the relevant preconditions provided in article 7 of these statutes. In case a share is transferred after the death of its owner to more than one beneficiary they should appoint a common proxy vested with the status of the partner.

**ARTICLE 5**

**PERIOD OF OPERATION**

The period of operation of the Collecting Society is defined to 50 years starting from the date its statutes were filed in the register of the competent District Court.

**ARTICLE 6**

**ASSIGNMENT CONTRACT – BENEFICIARIES**

1. The owners of the rights mentioned in article 3 above can assign the management and protection of their rights to the Collecting Society by transfer or by a proxy. To this end they sign a contract with the Collecting Society through which they assign their rights for three years and the content of this contract is governed by the stipulations of these statutes. The Collecting Society can refuse the assignment if the applicant is not a citizen of Greece or an EU member state.
2. The right owners who do not satisfy the preconditions for registering as members of the Collecting Society, or beneficiaries who lost their status as stipulated above, can register with it and assign the management and protection of their rights to it under the capacity of “beneficiaries”, provided they have participated as performers in at least one audio or audiovisual production. The same goes for the heirs of a right owner, unless these heirs satisfy the preconditions and wish to register as members of the Collecting Society. In order to register as beneficiary, the interested right owner has to file a relevant application to the Administrative Council of the Collecting Society and the Council cannot turn it down unless there is a substantial reason.

**ARTICLE 7**

**MEMBERS OF THE COLLECTING SOCIETY**

1. Partners are natural persons with a Greek tax number and legal documents from the relevant Greek tax and social security authorities, as provided for the practice of the profession of singer- performer, who have at least thirty (30) different performances or songs that have been recorded on audio or audiovisual recording material and these recordings have been reproduced and made available in the market and these recordings have been used for at least three (3) years by broadcasters who pay an equitable remuneration under the article 49of law 2121/1993.
2. A performer can acquire the status of the member of the Collecting Society after he or she submits a relevant application and the Administrative Council makes a relevant decision in response to this application.
3. The following cannot become members:
	1. those who have assigned the management of their rights to another collective management society based in Greece and its goals are the same as those stipulated in article 3 of these Statutes
	2. those who have been members of other Collecting Society with the same objectives and withdrew from it having not fulfilled their obligations or have been expelled from this Collecting Society because they were condemned for penal charges or for bad management or have been forced to comply with claims of the Collecting Society and have not satisfied them.
	3. those against whom there is a definitive court decision for offences as provided in article 66 of law 2121/1993.
	4. those engaged in business activities similar to the main objective as that of the Collecting Society.
4. If a performer or singer wishes to become a member of the Collecting Society he or she has to proceed to the following: a) file a written application to the Administrative Council and the latter will decide on the acceptance or otherwise of the application in its first meeting. The registration of new members is approved in the first General Assembly that is convened after their registration. The status of a member is acquired when the Administrative Council makes a positive decision in response to the written application. The new members are able to participate in the decision-making process and become members of the bodies of the collecting society after their registration is approved by the General Assembly. The same General Assembly will decide on the acceptance or otherwise of the applications for membership that the E.C. has rejected and the person concerned has appealed to this General Assembly. In order for the members or beneficiaries to register they have to pay their subscription right, which is fifty-eight euro and seventy cents (€ 58.70).

**ARTICLE 8**

 **8A**

**RIGHTS – OBLIGATIONS**

The Members are entitled to:

1. participate in the General Assembly, elect and be elected at the administrative bodies of the Collecting Society, request the convocation of the General Assembly
2. express their views regarding the general rules for the specification of the amount of the remuneration, the methods for the collection and distribution of the remuneration, as well as other issues regarding the management and protection of their performances.
3. collect the remuneration amounts due to them according to the distribution regulation after the deduction that the Collecting Society withholds to cover the management expenses
4. be informed of the proceedings of the General Assemblies, the balance sheet and the profit and loss results in days and hours arranged by the Administrative Council at least five (5) days before the General Assembly is convened.

The Members are obliged to:

1. to respect the laws, the statutes, the internal rules of the Collecting Society and the decisions of its bodies
2. to participate in the General Assemblies
3. to pay their subscription fee and every ordinary or extraordinary contribution as provided in these statutes or imposed after a decision of the Administrative Council and approved by the General Assembly
4. not to transfer any part or the whole of the collectable remunerations and rights to users and generally to any person that has an interest or could, for any reason, have an interest on the exploitation of the performances
5. to inform the Collecting Society on any violation of the rights of the members
6. to inform in writing the Collecting Society about the recordings that have been recorded in any way and about their new performances to be recorded after the assignment of the management, as stipulated in particular in the assignment contract

**ARTICLE 9**

**RIGHTS AND OBLIGATIONS OF THE BENEFICIARIES**

The beneficiaries of the Collecting Society have the rights provided in the paragraphs b, d, of article 8A of these Statutes and the obligations provided in paragraphs a, c, d, e, and f of article 8B.

**ARTICLE 10**

**LOSS OF THE MEMBER OR BENEFICIARY STATUS**

A1. The following lose the status of regular membership:

1. those expelled according to article 11 of these statutes
2. those who leave the Collecting Society having filed a written statement with the Administrative Council at least three months before the end of the fiscal period
3. those who proceed to the rescission of the assignment contract within the time allowed. The rescission comes into force at the end of the calendar year during which it was filed as long as this was before the last quarter of this year otherwise it comes into force at the end of the next calendar year.

2. Those who cease being members of the Collecting Society are not entitled to any refund of their share and the subscription fee.

B1. The following lose the status of beneficiary:

those who request the cancellation of their subscription or proceed to rescission of their contract as above within the time allowed

Those who lose the status of beneficiary are not entitled to any refund of the subscription fee.

**ARTICLE 11**

**EXPULSION OF MEMBERS**

A member can be expelled after a relevant decision of the General Assembly for which a 2/3 quorum is required as well as a majority of 50% of the total of the members of the Collecting Society. The General Assembly can decide in favour of the expulsion: a) if the member creates problems to the smooth operation of the Collecting Society due to neglect, personal reasons – objectively not related to the reasonable relations between the member and the Collecting Society, b) if the member with her/his conduct intentionally harms the interests of the Collecting Society, particularly if the provisions of paragraphs a, c, and d of article 8 are violated, c) if the preconditions for the status of membership cease to exist for this person, d) if the person concerned with her/his conduct harms the legal rights of the other beneficiaries, particularly in case he/she has committed the offences stipulated in article 66 of law 2121/1993. These provisions are also valid in case of rescission of the assignment contract by the Collecting Society, provided the reason is substantial.

Contracts concluded between the Collecting Society and the user before the expulsion regarding works of the expelled member, will remain valid after the expulsion, as provided in the assignment contract.

**ARTICLE 12**

**LIABILITY OF THE MEMBERS**

Every member is totally liable for the debts of the Collecting Society for an amount equal to the face value of his/her share.

**ARTICLE 13**

**INCOME AND EXPENSES OF THE COLLECTING SOCIETY**

The following constitute the income of the Collecting Society:

1. contributions of the members (ordinary and extraordinary) and the subscription fees
2. a percentage of the rights collected that is withheld as this amount is specified by the Administrative Council in order to meet the administration expenses
3. subsidies from the state, from international organisations and legal entities of the public or private law
4. donations from inheritance, bequeaths, donations and contributions from natural or legal persons accepted as the law stipulates.

The following are the expenses of the Collecting Society:

1. operational and administration expenses, particularly expenses related to the collection, distribution and in general protection of the rights that have been assigned to the Collecting Society
2. expenses for the organisation and participation in congresses on intellectual property and performers rights
3. the subsidies given to the members from the special social care reserve of the Collecting Society.

**ARTICLE 14**

**BODIES OF THE COLLECTING SOCIETY**

The governing Bodies of the Collecting Society are the General Assembly, the Administrative Council and the Auditing Council.

**ARTICLE 15**

**GENERAL ASSEMBLY**

1. The General Assembly consists of all the members of the Collecting Society and is convened for ordinarily and extraordinarily.
2. The ordinary General Assembly is convened once every year after the invitation of the Administrative Council and within four months after the end of the accounting period.
3. The extraordinary General Assembly is convened by the Administrative Councilor the Supervisory Board or after the relevant demand forwarded by 1/10 of the members of the Collecting Society, which cannot be less than 3 members,and the agenda is defined by the entity that convened it.
4. In case the Administrative Council does not convene the General Assembly within 15 days after the submission of the relevant demand forwarded by the Supervisory Board or the members, then the convocation of the General Assembly will be ordered by the District Court after the request of the above, unless the Court deems that there is no substantial reason for it.
5. In the invitation for the General Assembly the date, time, venue and the agenda have to be mentioned. The invitation should be sent to the members at least 8 days before it is scheduled to take place. Items in the agenda can be added if they are proposed by at least 1/10 of the registered members at least 8 days before the General Assembly. In this case the Administrative Council will send a new complementary invitation to the members at least 5 days before the General Assembly is scheduled to take place.
6. The General Assembly is in quorum and legally in session when at least half of the members of the Collecting Society are present at the beginning of the assembly. In case quorum is not reached, the General Assembly will convene after 7 days in the same venue and at the same time without any further invitation (unless a different venue and/or time for the second General Assembly is specified in the initial invitation) and has the power to decide on all issues of the agenda as long as ¼ of the members of the Collecting Society are present at the beginning of the General Assembly. If again quorum is not reached, the General Assembly is convened again within seven (7) days and decisions are made on all the items of the agenda irrespective of the number of the members present. No General Assembly can take place if less than 7 members are present. The decisions of the General Assembly are made on the basis of a clear majority of the number of the members who voted. For decisions regarding the change of the objectives or the address of the Collecting Society, or the amount of the Collecting Society share, the extension, dissolution, merging of the Collecting Society and the revocation of the mandate of members of the Administrative Council or the Supervisory Board, the approval of a proposal of the Administrative Council regarding the introduction or amendment of the distribution regulation the General Assembly is in quorum if 2/3 of the total of the full members are present and the decision is made on the basis of a 2/3 majority of the present members. In case quorum is not reached, the General Assembly will convene after 7 days without any invitation in the same venue and at the same time, quorum will be reached if at least half of the members are present and the decision will be made with a 2/3 majority of the members present.
7. At the beginning of the Assembly the members elect the Chairperson and the Secretary of the General Assembly. The Chairperson of the Administrative Council acts as Chairperson of the General Assembly, in case this person is absent this task is performed by the Vice-Chairperson or any other member of the Administrative Council and, in case no such member is present, a member of the Collecting Society that will be appointed by the General Assembly. If none of the members of the Administrative Council is present, the reasons for their absence will be investigated and, unless these reasons are very serious, the Administrative Council will be censured and the General Assembly could even decide to relief the members of the Administrative Council from their duties. The chairperson moderates the deliberations of the General Assembly and the secretary takes down the proceedings that are endorsed by the Chairperson and the Secretary.
8. In the General Assembly the items of the agenda are discussed and relevant decisions are made. If all the members are present issues that are not included in the invitation can be discussed during the General Assembly. At the relevant request of 1/20 of the members the discussion of these issues is postponed. The elections, the relief of the liability of the members of the Administrative Council and the Supervisory Board, and personal issues are decided by secret ballot. The members of the Administrative Council and the Supervisory Board do not have the right to vote for decisions regarding the relief of their liability.
9. Each member has the right of one vote in the General Assembly.
10. Each member can represent up to five (5) members as long as they submit to the Secretariat a relevant written proxy either in their own writing, or by fax or by e-mail. Voting by proxy at the elections is not acceptable.
11. The General Assembly for the elections and the approval by vote of the annual report will elect a Supervisory Committee comprised by three members. The members of the Supervisory Committee cannot stand to be elected to the Administrative Council and Supervisory Board. The member that took most of the votes of the relative majority is declared as the Chairman of the Supervisory Committee, the next in votes is declared as the Secretary and the members that were not elected as deputy members of the Committee.
12. The elections are held in the headquarters of the Collecting Society seven (7) days after the completion of the General Assembly for the elections and the approval by vote of the annual report and the election of the Supervisory Committee. After the relevant decision of the General Secretary voting can be held in two days.
13. The voting for the election of the Administrative Council and the Supervisory Board is done on a single ticket on which the candidates for each body are separately written in alphabetical order. Seven (7) candidates from this ticket are elected as ordinary members of the Administrative Council and four (4) as alternate members of the Administrative Council, also three (3) candidates are elected as ordinary members of the Supervisory Board and three as alternate members. The members can choose by ticking up to five candidates for each body. The cross is placed next to the name of the candidate.
14. The order of election in the posts of ordinary and alternate members of the governing bodies is defined by the number of the ticks given to each candidate. In case candidates for ordinary members for the seventh position, and alternate members for the fourth position, got the same number of votes, their success will be decided by drawing lots, a process to be carried out by the elections committee. Those that have not been elected as ordinary members will be considered as alternate members on the basis of the order of the number of votes they received.
15. The Elections Supervisory Committee will assume its duties right after its members is elected.
16. The members who wish to stand for election in the Administrative Council or the Supervisory Board are obliged to declare to the Elections Supervisory Committee their intention to be candidates at least three full days before the date of the elections. The members of the Collecting Society who subscribed within less than three months before the elections cannot stand to be elected to the governing bodies. As an exception the previous provision is not valid for the first Administrative Council and the first Supervisory Board.
17. As soon as the above deadline expires the Elections Supervisory Committee, having first verified the legitimacy of the candidates according to the limitations set by these statutes, writes a single ticket for each body and places it on a board in the headquarters of the Collecting Society that is quite apparent to everyone. Then the Committee supervises the preparation of the ballots estimated to be needed for the smooth election procedure.
18. The members of the Elections Supervisory Committee are obliged to be in the headquarters of the Collecting Society during the day of the elections from 11:00 a.m. to 19:00 p.m. and supervise the smooth progress of the elections. The identification of the voters is made by them producing their identity card or any other document that proves their identity (such as passport, driver’s licence, voting booklet) or by a solemn declaration according to the L. 1599/86).
19. After the end of the election procedure the Elections Supervisory Committee counts and sorts the votes, announces the names of the winning candidates and writes the official elections’ document.
20. The General Assembly is the supreme governing body and decides on all issues concerning the Collecting Society. The following are under the exclusive competence of the General Assembly:
21. the amendment of the statutes
22. the merging, the extension of the duration, the dissolution and revival of the Collecting Society
23. the approval of the distribution regulation regarding the collected rights and the remunerations provided in articles 18 and 49 of L. 2121/93, as well as the approval of the remunerations list
24. the participation in a company or other Collecting Society or withdrawal from it
25. the approval of the balance sheet and the profit and loss account
26. the approval of the budget and the plan of activities
27. the election of the Administrative Council and the Supervisory Board and their relief from every liability
28. the introduction of contributions by the members to deal with extraordinary damages or other emergencies
29. the approval of the registration of new members and of the decision giving them the status of membership according to article 6 of the statutes
30. the creation of special and extraordinary reserves
31. all other activities assigned to the General Assembly by these statutes
32. In case the Collecting Society is unable to pay its overdue debts, or if, during the elaboration of the budget, it is realised that the liabilities exceed the assets by a third of the total amount of the liability of all the members, the Administrative Council forcibly and immediately is to convene the General Assembly to decide on the issue of imposing an extraordinary contribution by the members. The balance sheet and a report of the Administrative Council on the financial status of the Collecting Society, as well as the amount of the extraordinary contribution are submitted to the General Assembly. The extraordinary contribution is to be proportional according to the shares of the members and in accordance to a decision made by the General Assembly with a two-thirds quorum and absolute majority of the members of the Collecting Society.

**ARTICLE 16**

**ADMINISTRATIVE COUNCIL**

1. The Administrative Council is comprised by seven (7) members that are elected by the General Assembly.
2. The term of office of the Administrative Council is three years and can be extended until the election of the new Administrative Council, with this extension being no longer than six months. The members of the Administrative Council are free to be re-elected
3. The members of the Administrative Council and the Supervisory Board cannot:
4. own, be managers, directors or top executives in radio or television broadcast organisations
5. have a salaried employment relation or any permanent co-operation with the above mentioned organisations
6. to exercise similar duties in any legal entity of the private or public law (or in services of the state), in case of a possible conflict of the interests of this entity with those of the Collecting Society

Those who will assume such duties during their term of office will lose their post in the Collecting Society. Also those who will be sentenced for management irregularities against the Collecting Society or violate the provisions of article 66 of law 2121/93 or the provisions of articles a and d of article 8 of these statutes. Those who will be accused for such offences can be revoked from their post by a decision of the General Assembly that is convened specifically for this purpose and decides on the basis of an increased quorum and majority as provided in paragraph 6 of article 15 of these statutes.

1. The member that was given the highest number of votes in the elections invites the other elected members of the Administrative Council within 10 days after their election and they elect with secret ballot the President, the Vice-President, the Secretary and the Treasurer. If there are more than two candidates for a post in the presidium then the election will continue between the two candidates that have won the highest number of votes. If a member of the Administrative Council resigns, is revoked from the post or falls in any way from its post, it is replaced by the candidate who was the next in votes. The substitution of a member of the Presidium is done by the Administrative Council.
2. The Administrative Council administers, represents and commits the Collecting Society according to the provisions of the statutes. As an indication and with the reservation of everything otherwise stipulated in these statutes and the law, the Administrative Council has the power to:
3. elaborate and submit for approval to the General Assembly the distribution regulations and their amendments
4. implement the annual plan of activities and the decisions of the General Assembly andin general to decide on any issue regarding the administration, organisation, operation, management as well as the affairs or projects of the Collecting Society pertaining to the achievement of its objective (except the decisions that are clearly under the authority of another body as stipulated in these statutes or the law)
5. Elaborate, amend and sign with the beneficiary any contracts and the reciprocal agreements with foreign organizations
6. elaborate at the end of the accounting period the balance sheet and the profit and loss account and submit them to the ordinary General Assembly and the Supervisory Board for audit fifteen (15) days before the day the General Assembly is convened
7. decide on the registration of members and beneficiaries according to article 6 of these statutes
8. propose to the General Assembly the expulsion of members
9. co-operate with state agencies and other collective management societies for the promotion and protection of intellectual property and neighbouring rights by appointing representatives of the Collecting Society when it is deemed necessary
10. conclude individual and collective contracts with the users and elaborate the remunerations list and propose it to the General Assembly
11. conclude bilateral agreements with foreign Collecting Societies
12. hire the managing director and the rest of the managerial staff, assign to them their powers and specify their salary
13. appoint representatives of the Collecting Society in congresses
14. specify the percentage to be withheld in order to cover administrative expenses. This percentage is to be notified to the performers – singers before they sign their assignment contract. This percentage cannot increase without the consent of the members and beneficiaries unless a year’s warning has passed
15. accept donations and heritages
16. elaborate the internal regulations of the Collecting Society and all other activities assigned to the Administrative Council by the statutes
17. The members of the Administrative Council are obliged to exercise the same diligence for the management of the affairs of the Collecting Society as that they exercise for their own affairs.
18. The Administrative Council meets regularly at least once every two months and extraordinarily if the President or one third of its members request a meeting. It is in quorum and in legal session if the present members are more than the absent ones~~.~~ The decisions are made on the basis of a majority of the present members. In case of halved votes the vote of the President will be the casting one. The decisions are recorded in the minutes book and signed by the President and the Secretary. Exceptionally and for reasons of urgency the Administrative Council can hold a meeting without the presence of the members at the meeting by taking any decision by conduct. The meeting of the members of the Administrative Council is possible by teleconference provided that all members agree and can decide on the technical safety requirements for the validity of the meeting. In this case the invitation to the members of the Administrative Council includes the necessary information for their participation in the meeting.
19. A member of the Administrative Council cannot participate in the meeting or vote when the issues that are discussed concern directly this member of a relative, up to second degree.
20. The post of the member is honorary and without salary~~;~~
21. In case the Administrative Council has to decide on its proposal regarding the distribution regulation, this decision is made on the basis of a quorum of 2/3 of the total of its members.

**ARTICLE 17**

 **POWERS OF THE PRESIDIUM OF THE ADMINISTRATIVE COUNCIL**

1. The President chairs the meetings of the Administrative Council, signs, together with the General Secretary, the minutes of the meetings and represents the Collecting Society to third parties and the courts. If the President cannot perform any of these duties she/he is replaced by the Vice-President, and if the Vice-President cannot then a member of the Administrative Council that will be appointed by it.
2. The General Secretary is responsible for the correspondence, keeps the archives of the Collecting Society and the minutes of the meetings of the Administrative Council which she/he signs together with the President as well as all payment orders. The General Secretary is responsible to notify the content of all incoming documents to the members of the Administrative Council. The General Secretary is responsible for the keeping and updating of the register of the members. In case the General Secretary cannot perform any of these duties she / he is replaced by an Administrative Council member appointed by it.
3. The Treasurer keeps the accounts books as the law provides and is responsible for the collections, and supervises the appropriate function of the financial services. The Treasurer elaborates the budget and the financial management report. In case the Treasurer cannot perform any of these duties she / he is replaced by an Administrative Council member appointed by it.
4. The members of the Administrative Council perform the duties assigned to them by the President, the General Secretary or the Treasurer, and in general they contribute to the administration and management of the Collecting Society
5. All the above powers and competence can be transferred to members of the Administrative Council or third parties after a relevant decision of the Administrative Council.

**ARTICLE 18**

**SUPERVISORY BOARD**

1. The Supervisory Board is comprised of three (3) members that are elected from the General Assembly.
2. The same member cannot be member of both the Administrative Council and the Supervisory Board. The members of the Administrative Council and the Supervisory Board cannot be related up to second-degree relation.
3. The Supervisory Board controls the actions of the Administrative Council and the compliance to the legal regulations, to the statutes and decisions of the General Assembly. The Supervisory Board has the right as well as the duty to be informed on any book, document or data related to the Collecting Society, to perform accounting and managerial audits and monitor the development of the affairs of the Collecting Society. Up to three consultants or experts can be appointed to carry out accounting and managerial audits. In case the Supervisory Board establishes violations of the law, the statutes and the decisions of the General Assembly, or managerial irregularities, it suggests their correction to the Administrative Council and convenes the General Assembly if it deems that these violations or irregularities are serious and can harm the interests of the Collecting Society.
4. The Supervisory Board elaborates the report on the balance and the profit and loss account, which is submitted to the General Assembly. The report together with the balance and the profit and loss account should be available to the members five (5) days before the meeting.
5. The members of the Supervisory Board are liable for every misdemeanour.

**ARTICLE 19**

**ADMINISTRATION STAFF**

1. The Managing Director and the deputy Managing Director are hired by the Administrative Council. They exercise the powers assigned to them without the signed approval of any other body of the Collecting Society.
2. The Administrative staff of the Collecting Society is comprised by members of the Collecting Society or third parties that are non-members. The persons that comprise the managerial staff of the Collecting Society cannot: i) own or be partners, managers, directors or production managers in radio broadcasting organisations, whatever the visual or audiovisual signal transmission means could be, or in companies that trade or produce audio or audiovisual recording material, ii) be related through a salaried employment relation, or any other permanent co-operation with the above companies, iii) act as directors of a rights management company in Greece or abroad, unless they act on the order of the Administrative Council of the Collecting Society, iv) exercise similar duties in any legal entity of the private or public law (or in services of the state), in case of a possible conflict of the interests of this entity with those of the Collecting Society, v) to acquire interests that might conflict with those of the Collecting Society vi) to pursue their personal goals by employing the services of the Collecting Society, vii) to exercise the rights of a partner.

**ARTICLE 20**

**ACCOUNTING PERIOD**

The calendar year is defined as the accounting period. The first accounting period will start from the date the Ministry of Culture grants the licence for the operation of the Collecting Society and will finish on December 31st of the next year.

**ARTICLE 21**

**RESERVE CAPITAL**

1. 1/10 of the net income of every accounting period is to be withheld in order to accumulate the reserve capital, unless this amount reaches the total value of the Collecting Society shares.
2. The General Assembly has the authority to decide on the accumulation of special extraordinary reserves.

**ARTICLE 22**

**PRINCIPLES GOVERNING THE DISTRIBUTION REGULATION**

1. The General Assembly approves or amends the distribution regulation.
2. The product of the collection management is principally distributed on the basis of the participation of each performance in this product.
3. Deviations from this principle will be accepted if it is impossible or non feasible to calculate the actual use of every performance or the number of beneficiaries for every use. Even in these cases however the distribution should be based on objective and verifiable criteria.

A percentage of the net income can be allocated for the creation of a Mutual Assistance Fund or the support of political activities after a relevant decision of the General Assembly.

**ARTICLE 23**

**DISSOLUTION OF THE COLLECTING SOCIETY**

The Collecting Society will be dissolved:

1. if membership falls below the number of 10 members
2. when its period of operation expires and no extension has been decided by the General Assembly
3. after a relevant decision of the General Assembly
4. if bankruptcy is declared as provided in article 11 of law 1667/1986

**ARTICLE 24**

**MERGING OF COLLECTING SOCIETIES**

Two or more Collecting Societies can merge. The requirements for the merger are: a decision of the General Assemblies of the Collecting Societies and registration of the new statutes in the Collecting Societies’ Registry of the District Court in the area of which the Collecting Society that will result after the merging will establish its headquarters. After this registration the resulting new Collecting Society will take upon the rights and obligations of the Collecting Societies that have merged. The pending court cases will be pursued by the new Collecting Society.

**ARTICLE 25**

**LIQUIDATION**

The liquidation is carried out by an auditing council. The pending cases are settled, in particular the claims are collected, the assets of the Collecting Society are liquidated and its debts are paid. The balance after these acts is distributed to the members according to the distribution regulation.

**ARTICLE 26**

**PROVISIONAL ADMINISTRATIVE COMMITTEE**

Until the Administrative Council is established after the approval of the statutes by the General Assembly, the Collecting Society will be managed by a Provisional Administrative Committee consisting of the following seven members:

1. HARIS ALEXIOU
2. GALANI DIMITRA
3. DALARAS GIORGOS
4. AIDONIDIS HRONIS
5. ARVANITAKI ELEFTHERIA
6. PAPAKONSTANTINOU VASILIS
7. HALKIADAKI LIDA

For the operation of the Provisional Administrative Committee the articles of these statutes relevant to the Administrative Council are considered as valid.

**ARTICLE 27**

**FINAL CLAUSE**

These Statutes consisting of 27 articles, it was approved by the founding members in Athens and in 130 Patision Street, where they met, and signed as follows:

 For the Collecting Society ERATO L.L. CO-OP

 THE MEMBERS OF THE ADMINISTRATIVE COUNCIL