

STATUTES OF THE POLISH FILMMAKERS ASSOCIATION

(consolidated text)

§1.

NAME AND LEGAL NATURE OF THE ASSOCIATION

1. The Polish Filmmakers Association (hereinafter the “**Association**”) is an organisation of filmmakers and other entities whose activities are connected with filmmaking activities, established in order to represent their professional and creative interests, to protect their rights resulting from the Act on Copyright and Related Rights, to exercise the collective management of those rights, and also to provide members of the Association with any legal, social and organisational assistance.
2. The Polish Filmmakers Association may use the abbreviated name “**SFP**” in its transactions.
3. The Association shall have a legal personality.

§2.

TERRITORY OF OPERATION AND SEAT OF THE ASSOCIATION

1. The Association shall operate in the entire territory of the Republic of Poland and its seat shall be in the Capital City of Warsaw.
2. In order to achieve its statutory objectives, the Association may operate in other countries, in accordance with their respective laws and regulations.

§3.

RELATIONS WITH OTHER ENTITIES

1. The Association shall have a right to be a member of national, foreign and international organisations and to establish such organisations.
2. While exercising the collective management of copyright and related rights, the Association may enter into representation agreements with foreign collective management organisations.
3. The Association may conduct business activities pursuant to the general rules set out in the law and these Statutes. The proceeds from business activities shall be used for the purpose of pursuing the statutory objectives of the Association.

4. In its activities, the Association shall rely on the voluntary work of all its members. The Association may hire employees to carry out its activities.

§4.

IDENTIFICATION OF THE ASSOCIATION

The Association may use:

- 1) a round seal with the words “Stowarzyszenie Filmowców Polskich” (The Polish Filmmakers Association) around the rim and the words “Zarząd Główny” (Management Board) in the middle;
- 2) rectangular seals with the words “Stowarzyszenie Filmowców Polskich” (The Polish Filmmakers Association) followed by, respectively: “Zarząd Główny” (Management Board), “Zarząd Sekcji” (Section Board) /name of the section/;
- 3) rectangular seals with the words: “Stowarzyszenie Filmowców Polskich – Związek Autorów i Producentów Audiowizualnych” (The Polish Filmmakers Association – The Union of Audiovisual Authors and Producers);
- 4) a logo and badge of the organization.

§5.

OBJECTIVES AND TASKS

1. The Association brings together people connected with film community, including filmmakers, audiovisual producers and supporting creative film workers, in order to:
 - 1) protect the filmmaker’s profession;
 - 2) protect copyright and related rights;
 - 3) exercise the collective management of copyright and related rights of audiovisual authors or producers;
 - 4) support the development of the filmmakers’ community and shape the principles of professional ethics;
 - 5) strive to ensure appropriate conditions for the full development of cinematic art and culture and the observance of freedoms of artistic creation;
 - 6) support the development of the teaching and learning process and the filmmaking culture.
2. In particular, the Association shall achieve its objectives by carrying out the following tasks:
 - 1) representing the community of Polish audiovisual authors and producers in Poland and abroad, formulating and expressing their opinions and demands, protecting their artistic, moral and financial interests and, in particular, exercising the collective management of and protecting copyright and related rights which the Association was entrusted with;
 - 2) cooperating, in cinematography-related matters, with the minister responsible for culture and protection of national heritage, parliamentary lower- and upper-house committees for culture and media, the Polish Film Institute, public administration bodies, television broadcasters, and other entities engaged in activities related to the creation, organisation of production or distribution of audiovisual works;

- 3) cooperating, in cinematography-related matters, with European Union institutions, and international institutions and organisations;
- 4) promoting Polish cinematic works in Poland and abroad, collaborating in the development of film studies and the history of film, and in popularising the cinematic culture in the society;
- 5) providing assistance to members of the Association and their families within the scope and in accordance with the rules defined by the Statutes and the rules and regulations regarding activities of social, cultural and educational nature;
- 6) consolidating the ties within the community, collaborating in forming appropriate relationships between audiovisual authors and producers, and actively participating in drafting legal regulations applicable to such relationships;
- 7) supporting scientific, educational and cultural projects in the area of cinematography, including activities to originate and manage such projects;
- 8) supporting the education and development of filmmakers, especially through film schools and film studios;
- 9) supporting cultural activities, including activities conducted by other entities, in order to ensure for the Polish filmmaking community good conditions of work, discussion and exchange of creative concepts and views, especially as part of activities of creative work centres.

§6.

TERMS AND CONDITIONS GOVERNING THE ACQUISITION OF MEMBERSHIP

1. To become a member of the Association one must have connections with the film creation. Such persons may include audiovisual authors and producers owning copyright or related rights to an audiovisual work or a legal title to the proceeds from those rights who meet the criteria specified in paragraphs 2 to 4.
2. A member of the Association shall be a natural person who meets the conditions specified in paragraph 3 or a legal person who meets the conditions specified in paragraph 4, provided that such person is a citizen of a member state of the European Union or a member state of the European Free Trade Agreement (EFTA) – a party to the agreement on the European Economic Area, or has a place of residence or registered office in such a member state.
3. With respect to natural persons referred to in paragraph 1, one may be accepted into the Association upon satisfaction of at least one of the following criteria:
 - 1) one shall entrust the Association with the management of his or her copyright, related rights or a legal title to the proceeds from those rights as part of collective management of such rights at least in the territory of the European Union and the territory of the member states of the European Free Trade Agreement (EFTA) – parties to the agreement on the European Economic Area;
 - 2) one shall be a graduate of a school of higher education authorised to grant at least a bachelor's degree in the area of film art or film studies;
 - 3) one shall have practised for a period of at least 3 years one of the following filmmaking professions: director, scriptwriter, audiovisual producer, director of photography, set designer, costume designer, interior designer, make-up artist, editor, sound editor or a supporting creative film worker related to film production.

4. In relation to legal persons referred to in paragraph 1, to be accepted into the Association, one shall entrust the Association with the management of his or her copyright, related rights or a legal title to the proceeds from those rights as part of collective management of such rights at least in the territory of the European Union and the territory of the member states of the European Free Trade Agreement (EFTA) – parties to the agreement on the European Economic Area.
5. The General Meeting of Members may grant honorary membership to persons who have greatly contributed to the development of cinematography but are not members of the Association.
6. The General Meeting of Members may give the title of Honorary Chairperson or Honorary Vice Chairperson to members who have greatly contributed to the development of the Association.
7. Candidates for members of the Association shall submit a written declaration in accordance with the template agreed on by the Management Board, which is available on the Association's website, together with documents confirming that the candidate meets the requirements for becoming a member of the Association.
8. The Management Board shall appoint, from among its employees, associates or members of the Association, a Membership Committee, which shall have the task of examining the accuracy and completeness of the documents submitted by candidates for members of the Association and issuing opinions on whether or not such candidates meet the formal requirements.
9. The Membership Committee may seek the opinion of the director of the Union of Audiovisual Authors and Producers or the Repartition Board as to whether a given candidate meets the membership requirements.
10. After issuing an opinion about a candidate, the Membership Committee shall submit a declaration to the Management Board, which shall adopt a resolution on acceptance or refusal to accept the candidate into the Association.
11. A refusal by the Management Board to accept a candidate as a member shall include a statement of reasons and shall be delivered to the candidate in a written form or by e-mail. A candidate may be refused acceptance into the Association only due to his or her failure to meet the membership requirements specified in the Statutes, and in the case of an application for re-acceptance, failure to meet the conditions referred to in § 7 paragraph 4 of the Statutes.
12. In the case of refusal to accept someone as a member, a given candidate shall have the right to file an appeal with the Audit Committee within 30 days from the date of delivery of the resolution referred to in paragraph 11.
13. A candidate for member of the Association is obligated to update his or her data stated in the declaration within 7 days of the date of any changes thereto. Any correspondence sent to the most recent address, including e-mail address, provided by the candidate shall be deemed effectively delivered upon expiry of 14 days from the date on which such correspondence was made available for collection at such address.

§7.

REASONS FOR AND MANNER OF MEMBERSHIP TERMINATION

1. The membership shall terminate as a result of:
 - 1) voluntary resignation from one's membership in the Association submitted to the Management Board in writing;

- 2) dismissal by virtue of a resolution of the Management Board due to delay in paying membership fees or other charges imposed by the Management Board for more than twelve months – after a prior ineffective written request to settle any overdue payments within 30 days from the date of delivery of the request;
 - 3) expulsion from the Association by virtue of a decision issued by the Arbitration Panel of Fellow Members;
 - 4) death;
 - 5) loss of legal capacity.
2. A member who has been dismissed by the Management Board due to delay in paying membership fees or other charges shall have a right to file an appeal with the Audit Committee within 30 days from the date of delivery of a copy of the relevant resolution of the Management Board. If a member files an appeal and simultaneously settles any and all overdue payments, the member shall regain his or her membership with effect from the day on which the Audit Committee adopts a resolution on that matter.
 3. Management Board resolutions on dismissal which have not been appealed against within the set time limit and Audit Committee resolutions issued upon considering an appeal shall not be subject to any further appeals. Resolutions shall be made in writing and shall include a statement of reasons.
 4. A member who has been expelled from the Association may seek re-acceptance no earlier than upon the lapse of 3 years from expulsion on condition that the member meets the membership requirements specified in the Statutes and the reasons for expulsion no longer exist.
 5. Termination of membership in the Association shall not result in termination of an agreement for the collective management of copyright or related rights.

§8.

RIGHTS AND OBLIGATIONS OF MEMBERS

1. Pursuant to the terms and conditions specified in the Statutes, members of the Association shall have a right to:
 - 1) elect members of the Association's bodies;
 - 2) be elected to the Association's bodies;
 - 3) vote and take part in General Meetings of Members and meetings of the Association's units referred to in § 16 and § 17 of the Statutes;
 - 4) use facilities, benefits and protection of the Association within the scope of its statutory activities.
2. Any members of the Association shall be obliged to:
 - 1) take care of the good name of the Association;
 - 2) contribute to activities to increase the role and significance of the Association;
 - 3) actively participate in the work of the Association and collaborate in pursuing its objectives and performing its tasks;
 - 4) observe the provisions of the Statutes, rules and regulations, resolutions and orders of the Association's bodies;
 - 5) comply with the principles of professional ethics;
 - 6) regularly pay membership fees and other charges imposed by the Management Board.

3. After two years from the date of acceptance to the Association, a member shall have a right to vote at the General Meeting of Members, including to elect members of the Association's bodies.
4. After three years from the date of acceptance to the Association, a member shall have a right to be elected to the Management Board, the Audit Committee, and the Arbitration Panel of Fellow Members.
5. After one year from the date of acceptance to the Association, a member shall have a right to receive from the Association benefits related to social activities pursuant to the rules specified in the Statutes, rules and regulations, and resolutions of the Association's bodies.
6. A member of the Association is obligated to update his or her contact data within 7 days of the date of any changes thereto. Any correspondence sent to the most recent address, including e-mail address, provided by the member shall be deemed effectively delivered upon expiry of 14 days from the date on which such correspondence was made available for collection at such address.

§9.

UNION OF AUDIOVISUAL AUTHORS AND PRODUCERS (ZAPA)

1. The Association carries out activities related to the collective management of copyright or related rights through the Association's organisational unit – the Union of Audiovisual Authors and Producers (Związek Autorów i Producentów Audiowizualnych - "**ZAPA**").
2. ZAPA's most important tasks include:
 - 1) concluding and performing agreements for the collective management of copyright or related rights and the related services for the benefit of audiovisual authors and producers who are rightholders;
 - 2) applying for the approval of the tables of tariffs for the use of audiovisual works;
 - 3) negotiating and concluding agreements with the users of audiovisual works;
 - 4) negotiating and concluding representation agreements with foreign collective management organisations;
 - 5) monitoring the scope of use of audiovisual works and checking the accuracy of payments made by users;
 - 6) seeking claims for payment of remuneration and fees for audiovisual authors and producers who are rightholders;
 - 7) distribution and paying out the proceeds from copyright or related rights;
 - 8) monitoring market practices and the current legal status in matters that are important from the point of view of managing copyright or related rights to audiovisual works;
 - 9) undertaking actions to counteract infringements on copyright or related rights;
 - 10) applying to the minister responsible for culture and protection of national heritage, other state authorities, European Union institutions and international organisations in matters that are important from the point of view of exercising rights to audiovisual works.
3. ZAPA acts in the name of all persons who have concluded with the Association an agreement for the collective management of copyright or related rights, or have entrusted the execution of those rights to collective management organisations with which the Association has concluded representation agreements. ZAPA also acts on behalf of entities that have not entrusted the Association with the management of their rights within the scope defined in the concession, the

Act on Copyright and Related Rights, and the Act on Collective Management of Copyright and Related Rights.

4. ZAPA treats all rightholders equally regardless of the legal basis of the collective management of their rights.
5. ZAPA is headed by the director of ZAPA with the assistance of the ZAPA office, in accordance with ZAPA's rules and regulations approved by the Management Board.
6. The director of ZAPA shall be appointed and dismissed by the Management Board.
7. The director of ZAPA shall be authorised to carry out, on behalf of the Association, any legal and procedural acts regarding any matters that involve the Association exercising the collective management of copyright and related rights, and any matters that involve conducting and organising the activities of ZAPA, including entering into agreements with the employees and associates of the ZAPA office.
8. Prior to taking his or her position, a candidate for the director of ZAPA shall provide the Management Board with a declaration referred to in Article 23.2 of the Act on Collective Management of Copyright and Related Rights.
9. In order to avoid a conflict of interests within the Association, the director of ZAPA shall provide, during his or her term of office, a declaration referred to in Article 23.3 of the Act on Collective Management of Copyright and Related Rights, in accordance with the rules specified in § 10 paragraphs 9 to 11 of the Statutes.

§10.

BODIES OF THE ASSOCIATION

1. The bodies of the Association are as follows:
 - 1) the General Meeting of Members;
 - 2) the Management Board;
 - 3) the Audit Committee;
 - 4) the Arbitration Panel of Fellow Members;
 - 5) the Repartition Board.
2. The term of office of the Management Board, the Audit Committee, the Arbitration Panel of Fellow Members and the Repartition Board lasts four years. Members of the Association's bodies are elected by secret vote .
3. Members of the Association's bodies, with the exception of the Management Board, the Audit Committee and the Repartition Board, shall perform their functions free of charge.
4. If the mandate of a member of the Management Board, the Audit Committee, the Repartition Board or the Arbitration Panel of Fellow Members expires before the end of their term of office, a body the composition of which is to be completed shall appoint from among the deputies a new member who has received the largest number of votes in the elections. The term of office of a new member shall end on the same day as the term of office of the other members. If members are elected in groups representing different occupations, a new member shall be a deputy who belongs to the same group and has received the largest number of votes in the elections. If there are no deputies in the same group, a new member shall be one of the other deputies who has received the largest number of votes in the elections.

5. If members cannot be replaced in the manner specified in paragraph 4, a given body may operate in an incomplete composition until new members are elected at the nearest General Meeting of Members.
6. Unless the Statutes provide otherwise, resolutions of all of the bodies of the Association are valid if they are adopted by a simple majority of votes in the presence of at least half of the members of a given body.
7. Candidates for members of the Management Board, the Audit Committee and the Arbitration Panel of Fellow Members shall be put forward in the Association's office at least 3 weeks before the date of the General Meeting of Members. To put forward a candidate, one must submit:
 - 1) a candidate's consent to stand for election if he or she has been put forward by another member of the Association;
 - 2) in the case of candidates for members of the Management Board – a statement on the choice of an occupational group which the candidate represents, in accordance with § 12 paragraph 9 of the Statutes, and in the case of candidates for members of the Audit Committee – a statement on whether or not the candidate represents audiovisual producers;
 - 3) a candidate's statement on fulfilment of the criteria for being elected to a given body specified in the Statutes and in the Act on Collective Management of Copyright and Related Rights (a form of the statement shall be agreed on by the Management Board and made available in the Association's office and on the Association's website).
8. In the case of candidates for members of the Management Board or the Audit Committee, the submission referred to in paragraph 7 shall also include the statement referred to in Article 23.1 of the Act on Collective Management of Copyright and Related Rights. A form of the statement shall be agreed on by the Management Board and made available in the Association's office and on the Association's website.
9. Once a year, members of the Management Board and the Audit Committee shall submit the statement referred to in Article 23.3 of the Act on Collective Management of Copyright and Related Rights in the Association's office no later than two weeks before the first General Meeting of Members in a given calendar year. A form of the statement shall be agreed on by the Management Board and made available in the Association's office and on the Association's website.
10. If there are any changes to the facts presented in the statements referred to in paragraphs 7 to 9 in the period between the submission and the General Meeting of Members, a person who submitted the statement shall make an update.
11. Every member of the Association may read, in the Association's office, the statements of candidates who meet the criteria for being elected to a given body, as specified in paragraph 8, as well as the statements specified in paragraph 9, during the General Meeting of Members, or within a period of 2 weeks before the General Meeting of Members, upon a prior notification of an intention to do so. Access shall be granted under conditions of confidentiality.
12. One may not simultaneously stand as a candidate for the Management Board, the Audit Committee and the Arbitration Panel of Fellow Members.
13. Members of the Management Board, the Audit Committee and the Repartition Board may take part in meetings of those bodies using the means of electronic communication. A notice of a meeting shall include an accurate description of how to take part and exercise the voting right. The use of the means of electronic communication in voting at the meeting of the above bodies shall ensure transmission of the meeting in real time and two-way communication in real time, enabling a member of the bodies to speak during the meeting.

§11.

GENERAL MEETING OF MEMBERS

1. The General Meeting of Members is the supreme authority of the Association and may be held as an ordinary or extraordinary meeting.
2. The General Meeting of Members has the following powers:
 - 1) to determine the guidelines for essential statutory and financial activities of the Association;
 - 2) to assess and approve the Association's report on operations for the preceding financial year;
 - 3) to approve the reports of the Management Board, the Audit Committee and the Arbitration Panel of Fellow Members;
 - 4) to confirm, at the request of the Audit Committee, the discharge of duties by members of the Management Board;
 - 5) to confirm the discharge of duties by members of the Audit Committee;
 - 6) to choose a statutory auditor to audit the Association's financial statements and other financial data contained in the report on operations of the Association;
 - 7) to elect the Chairperson of the Association;
 - 8) to elect the remaining 12 members of the Management Board and 12 deputy members of the Management Board in the manner specified in § 12 paragraphs 9 and 13 of the Statutes;
 - 9) to dismiss members of the Management Board;
 - 10) to elect 5 members of the Audit Committee and 3 deputy members of the Audit Committee;
 - 11) to dismiss members of the Audit Committee;
 - 12) to specify the rules and amounts of remuneration of members of the Management Board and the Audit Committee and other monetary and non-monetary benefits awarded in connection with a function performed;
 - 13) to elect 12 members of the Arbitration Panel of Fellow Members and 3 deputy members of the Arbitration Panel of Fellow Members;
 - 14) to dismiss members of the Arbitration Panel of Fellow Members;
 - 15) to approve the rules and regulations of the Arbitration Panel of Fellow Members;
 - 16) to adopt the Statutes and make amendments thereto;
 - 17) to adopt the rules and regulations of the General Meeting of Members;
 - 18) to adopt the rules of submitting and examining complaints about matters regarding membership in the Association by the Audit Committee, including appeals against resolutions of the Management Board on refusal to accept someone as a member of the Association and on dismissal from the Association;
 - 19) to adopt the rules of submitting and examining complaints about the performance of collective management by the Repartition Board;
 - 20) to adopt a resolution on dissolution of the Association, allocation of the assets of the Association and appointment of a liquidator;
 - 21) to approve the rules and regulations regarding repartition which specify the conditions for distribution of amounts from copyright or related rights due to audiovisual authors and

- producers who are rightholders, detailed rules of using the funds which, despite the Association making every effort to do so, could not have been paid out to the rightholders (the so called non-distributable amounts), and the rules of making deductions from proceeds from rights collected by the Association;
- 22) to approve the rules and regulations regarding the conditions for making deductions from proceeds from copyright or related rights for the purposes of social, cultural or educational activities;
 - 23) to approve the rules and regulations regarding investments which specify the general conditions for managing proceeds from rights until they are paid out to the rightholders, including the conditions for investing such proceeds;
 - 24) to approve the rules and regulations which specify the general conditions for conducting social, cultural or educational activities.
 - 25) to resolve on the principles of professional ethics.
3. Unless the Statutes provide for the competence of other bodies, a given matter shall be subject to the resolutions of the General Meeting of Members.
 4. Only members of the Association who have entered into an agreement for the collective management of copyright or related rights with the Association shall have the right to vote in matters specified in paragraph 2 items 21 to 24.
 5. The Ordinary General Meeting of Members shall be convened by the Management Board once a year, no later than 6 months from the balance-sheet date.
 6. The Extraordinary General Meeting of Members shall be convened by the Management Board:
 - 1) on its own initiative;
 - 2) at the request of at least 1/5 of all members of the Association;
 - 3) at the request of the Audit Committee.
 7. The Extraordinary General Meeting of Members shall be convened within three months from the date of receipt of the relevant request and its agenda may only cover matters indicated in the resolution of the Management Board on convening the Extraordinary General Meeting of Members, including matters specified in the request for the Meeting.
 8. The date, place and the proposed agenda of the General Meeting of Members shall be notified by the Management Board in writing or via electronic means to all members of the Association no later than 2 months before the date of the General Meeting of Members. The notice of the General Meeting of Members may specify two dates when the Meeting is to take place. The difference between the first and the second start date may not be shorter than half an hour.
 9. The General Meeting of Members is attended by:
 - 1) with decisive role – members and proxy-holders of members, in accordance with the rules specified in paragraphs 12 to 15;
 - 2) with advisory role – honorary members and persons invited by the Management Board, including the Association's employees;
 - 3) with no right to vote – advisors of members of the Association, in accordance with the rules specified in paragraph 16.
 10. The General Meeting of Members is capable of adopting resolutions if at least half of the members are present at the first meeting date, and regardless of the number of members present at the second meeting date – if the Management Board set such a second date when convening the General Meeting of Members.
 11. The agenda of the Ordinary General Meeting of Members may be changed by virtue of a resolution of the General Meeting of Members adopted with the majority of 2/3 of the votes.

12. A member of the Association may give another member a power of attorney to participate in, and exercise the right to vote at, the nearest General Meeting of Members, subject to the provisions of paragraphs 13 to 15.
13. A proxy-holder at the General Meeting of Members may not be:
 - 1) a person in the case of whom the granting of a power of attorney would lead to a conflict of interests, in particular a proxy-holder representing a principal who belongs to a different category of rightholders than the proxy-holder;
 - 2) a member of the Management Board or the Audit Committee, or an employee of the Association.
14. A proxy-holder may not represent more than 7 members at the General Meeting of Members.
15. A power of attorney shall have a written form, otherwise being null and void, shall be submitted together with a proxy-holder's statement that there is no conflict of interests (to be prepared in accordance with a form specified by the Management Board), and shall be appended to the minutes of the General Meeting of Members.
16. A member of the Association who takes part in the General Meeting of Members may take advice from a person who is not a member of the Association. An advisor may be allowed to take part in the General Meeting of Members on the following conditions:
 - 1) the relevant member notifies the Association in writing of his or her intention to invite an advisor to participate in the General Meeting of Members, which shall take place no later than 14 days before the date of the General Meeting of Members;
 - 2) the advisor submits a statement on non-disclosure of the contents of the General Meeting of Members (to be prepared in accordance with a form specified by the Management Board), which shall be appended to the notification referred to in item 1;
 - 3) there is no conflict of interests between the advisor of the member of the Association and the Association, provided that such a conflict of interests is deemed to exist especially in a situation where the advisor is involved in a legal dispute with the Association or represents a person who is involved in such a legal dispute with the Association.

§12.

MANAGEMENT BOARD

1. The Management Board shall manage the affairs of the Association and represent the Association to third persons. The work of the Management Board shall be managed by the Chairperson of the Association.
2. Apart from the matters mentioned in other sections of the Statutes, the powers of the Management Board include:
 - 1) adopting resolutions on convening General Meetings of Members;
 - 2) executing the resolutions of the General Meeting of Members;
 - 3) appointing and dismissing 3 members of the Repartition Board;
 - 4) appointing and dismissing the director of ZAPA from his or her position;
 - 5) adopting the rules and regulations of the Management Board and other internal rules and regulations related to the way the Association operates;
 - 6) adopting the rules and regulations of the Membership Committee which specify the rules of its operation and the procedure of examining applications for membership in the Association;

- 7) electing members of the Membership Committee;
 - 8) adopting a form of the membership declaration referred to in § 6 paragraph 7 of the Statutes;
 - 9) adopting a form of the declaration referred to in § 10 paragraphs 8 and 9 of the Statutes;
 - 10) adopting resolutions on acceptance of, or refusal to accept, a given person to the Association;
 - 11) dismissing members in cases specified in the Statutes;
 - 12) referring matters to the Arbitration Panel of Fellow Members;
 - 13) examining requests submitted by the Audit Committee;
 - 14) determining the logo and badge of the Association;
 - 15) determining the rates of membership fees and other membership charges as well as the rules of making payments, including possible reductions in the rates or exemptions from payments on a case-by-case basis;
 - 16) managing the assets of the Association, including adopting resolutions on the divestiture of the business or an organised part thereof or shares therein, with the exception of matters reserved in the Statutes for the Audit Committee;
 - 17) determining the accounting rules applicable to the Association, including the chart of accounts;
 - 18) adopting the Association's financial plan and accepting periodic financial reports;
 - 19) adopting resolutions on the commencement and termination of business activities, and on the rules of conducting business activities;
 - 20) if the Association joins another organisation or a new entity is created – adopting a resolution on the election of a person or persons who will perform, on behalf of the Association, the rights and obligations of the Association in such an organisation or entity;
 - 21) supporting the Association's sections and clubs in their activities;
 - 22) appointing permanent and ad hoc committees to work on special matters or to carry out specific tasks;
 - 23) adopting resolutions concerning the establishment of new sections or clubs of the Association;
 - 24) specifying the rules and amounts of remuneration for members of the Repartition Board and other monetary and non-monetary benefits awarded in connection with a function performed;
 - 25) adopting resolutions on the enforcement of the rules and regulations which specify the conditions for conducting social, cultural or educational activities in matters reserved in those rules for the Management Board;
 - 26) adopting the compliance management policy ensuring that the operation of the Association is compliant with the law and the resolutions of the Association's bodies, which includes, *inter alia*, the employment policy, the violation prevention policy, and the rules of reporting violations by whistle-blowers.
3. The Chairperson of the Association acting individually, and in his or her absence – one of the Vice Chairpersons acting together with the Treasurer, shall represent the Association to third persons, which includes the right to take on financial liabilities.
 4. In agreements between a member of the Management Board and the Association, and in disputes between them, the Association shall be represented by a member of the Audit Committee indicated in its resolution or an attorney appointed by virtue of a resolution of the General Meeting of Members.

5. All resolutions of the Management Board must be signed by the Chairperson of the Association and one member of the Management Board present at a meeting at which a given resolution is adopted, and if the Chairperson is absent at a meeting – by a Vice Chairperson holding the meeting and a member of the Management Board present at the meeting.
6. The Management Board shall operate pursuant to the rules and regulations approved by itself.
7. Any technical services that the Management Board may need in order to carry out its work shall be provided by the office of the Association. The office of the Association shall also provide assistance to the Audit Committee and the Arbitration Panel of Fellow Members for their work.
8. The organisation and scope of activities of the office of the Association shall be determined by the Chairperson of the Association. The director of the office of the Association shall be appointed and dismissed by the Management Board.
9. The Management Board is composed of:
 - 1) The Chairperson of the Association elected by the General Meeting of Members under observance of the following rules:
 - a) the candidate who has received more than half of the votes cast shall be elected as the Chairperson of the Association;
 - b) if none of the candidates has received the required majority, the voting shall be carried out again and the election is made from among the two candidates who received the largest number of votes in the first voting;
 - c) the candidates who has received more votes in the repeated voting shall be elected;
 - 2) 12 members elected by the General Meeting of Members, provided that those members shall include:
 - a) 4 members elected from among directors (including one director of documentary films and one director of animated films);
 - b) 3 members elected from among scriptwriters;
 - c) 2 members elected from among audiovisual producers;
 - d) 1 member elected from among directors of photography;
 - e) 1 member elected from among set designers, costume designers, interior designers or make-up artists;
 - f) 1 member elected from among sound editors or editors.
10. A candidate for a member of the Management Board who belongs to more than one of the occupational groups referred to in paragraph 9 item 2 may only stand as a candidate of one of those groups.
11. To be a member of the Management Board one must be a natural person who has been a member of the Association for a period of at least 3 years and has entrusted the Association with the management of his or her copyright, related rights or a legal title to the proceeds from those rights as part of collective management of such rights, and one must meet at least one of the criteria specified in § 6 paragraph 3 items 2 and 3 of the Statutes.
12. Members of the Management Board shall not be members of the Audit Committee or the Arbitration Panel of Fellow Members.
13. A deputy member of the Management Board may only be a person who meets the criteria specified in paragraph 11. The General Meeting of Members shall elect 12 deputy members of the Management Board who shall represent the occupational categories indicated in paragraph 9 item 2. Deputy members of the Management Board shall be the candidates for Members of the Management Board who have not been elected to the Management Board, but have received the

second best number of votes – the number of deputy members shall correspond to the number of members of the Management Board elected from a given occupational category.

14. The Management Board shall elect from among its members two vice chairpersons and a treasurer.
15. Meetings of the Management Board shall be held when needed, but no less frequently than once a quarter.
16. Meetings of the Management Board shall be convened by the Chairperson of the Association on his or her own initiative, upon request of the Audit Committee or 1/3 of the members of the Management Board.
17. Subject to paragraph 8, resolutions of the Management Board shall be adopted by a simple majority of votes, with at least half of the members of the Management Board present at a meeting.
18. In the event of a tied vote, the Chairperson shall have a decisive vote, and in the absence of the Chairperson – the Vice Chairperson presiding over a given meeting shall have a decisive vote.
19. The Management Board may adopt resolutions in writing by the absolute majority of votes cast in favour, provided that all the members of the Management Board have been notified of a proposed resolution in advance and at least half of the members of the Management Board have exercised their right to vote.
20. A member of the Management Board may be dismissed from his or her function by virtue of a resolution of the General Meeting of Members.
21. The mandate of a member of the Management Board shall expire upon:
 - 1) the end of his or her term of office and the election of a new Management Board by the General Meeting of Members;
 - 2) his or her dismissal from the Management Board;
 - 3) the expiry of his or her membership;
 - 4) resignation from his or her function.
22. If the mandate of a member of the Management Board expires, the Management Board may continue to represent the Association in an incomplete composition and manage its affairs until the composition is completed in accordance with § 10 paragraphs 4 and 5 of the Statutes.

§13.

AUDIT COMMITTEE

1. Apart from the matters mentioned in other sections of the Statutes, the powers of the Audit Committee include:
 - 1) constant supervision over the Association's activities;
 - 2) control over the Association's financial participation in the activities of the foundations, companies and societies of which the Association is a founder, shareholder or member;
 - 3) submitting post-audit reports, resolutions, motions and requests for explanations to the Management Board;
 - 4) submitting a request to the Management Board to convene an Extraordinary General Meeting of Members;
 - 5) submitting a motion to the General Meeting of Members regarding the discharge of duties by the Management Board and its members;
 - 6) confirming the strategy for risk management;

- 7) giving consent to the acquisition and sale of real property, perpetual usufruct, shares in real property and shares in perpetual usufruct, and establishing limited property rights thereon; giving consent to the acquisition of an enterprise, an organised part thereof, or shares therein;
 - 8) giving consent to the granting and taking out of a borrowing or the taking out of a loan and to the establishment of a collateral for the repayment of a borrowing or a loan;
 - 9) giving consent to the establishment of new entities, including subsidiaries of the Association considering the fact that the Association has the possibility of electing or dismissing the majority of members of the governing bodies of those subsidiaries, the managing bodies of those subsidiaries or the controlling bodies of those subsidiaries, the possibility of holding the majority of votes in the bodies of those subsidiaries, or the possibility of exerting decisive influence on the activities of those subsidiaries;
 - 10) dealing with complaints about the membership in the Association;
 - 11) giving consent to the Association acquiring membership in a different legal person.
2. The Audit Committee is composed of 5 members.
 3. Members and deputy members of the Audit Committee shall be elected by the General Meeting of Members from among the candidates put forward pursuant to § 10 paragraph 7 of the Statutes. Five candidates who have received the largest number of votes, including at least one vote representing audiovisual producers, shall be elected as members of the Audit Committee; three members who have received the second best number of votes shall be elected as deputy members of the Audit Committee.
 4. To be a member of the Audit Committee one must be a natural person who has been a member of the Association for a period of at least 3 years, and one must meet at least one of the criteria specified in § 6 paragraph 3 items 2 and 3 of the Statutes.
 5. The persons referred to in Article 27.2 of the Act on Collective Management of Copyright and Related Rights and members of the Arbitration Panel of Fellow Members may not be members of the Audit Committee.
 6. The Audit Committee shall operate pursuant to the rules and regulations approved by itself.
 7. The Audit Committee shall perform its functions jointly; it may, however, delegate its members to perform specific supervisory actions independently.
 8. The Audit Committee shall elect a chairperson, a vice chairperson and a secretary from among its members.
 9. A member of the Audit Committee may be dismissed from his or her function by virtue of a resolution of the General Meeting of Members.
 10. The mandate of a member of the Audit Committee shall expire upon:
 - 1) the end of his or her term of office and the election of a new Audit Committee by the General Meeting of Members;
 - 2) his or her dismissal from the Audit Committee;
 - 3) the expiry of his or her membership;
 - 4) resignation from his or her function.
 11. Meetings of the Audit Committee shall be held when needed, but no less frequently than once a quarter.
 12. The chairperson of the Audit Committee or a member appointed by the chairperson shall be entitled to participate in meetings of the Management Board in the capacity of advisors.

13. If the mandate of a member of the Audit Committee expires, the Audit Committee may continue to operate in an incomplete composition until the composition is completed in accordance with § 10 paragraphs 4 and 5 of the Statutes.

§14.

REPARTITION BOARD

1. The Repartition Board has the powers to:
 - 1) accept the classification of audiovisual works for the purpose of carrying out the distribution of the amounts due to rightholders;
 - 2) examine appeals against decisions of the director of ZAPA on refusal to consider an audiovisual production an audiovisual work or classify a given work into a specific category;
 - 3) examine complaints filed by rightholders or collective management organisations with whom the Association has entered into a representation agreement for the collective management of copyright or related rights by the Association;
 - 4) adopt resolutions on the enforcement of the rules and regulations which specify the conditions for distribution in matters which, in accordance with those rules, are reserved for the Repartition Board;
 - 5) approve remuneration rates for authors or projected tables of tariffs proposed by the director of ZAPA;
 - 6) adopt ZAPA's financial and substantive plan and accepting periodic reports prepared by the director of ZAPA;
 - 7) approve the rules and regulations of the Repartition Board.
2. The Repartition Board is composed of 9 members appointed for a four-year term of office:
 - 1) 3 members elected by the Management Board from among the members of the Association;
 - 2) 6 members elected during the ZAPA Election Meeting, provided that 3 members shall be elected by the Authors Team and 3 members shall be elected by the Producers Team.
3. Each of the Authors Team and the Producers Team shall elect one deputy member of the Repartition Board.
4. During the ZAPA Election Meeting, persons who have signed with the Association an agreement for the collective management of copyright or related rights shall form part of the Authors Team or the Producers Team. If, given the scope of the entrusted rights, a rightholder may belong to both teams, he or she shall, when entering into a collective management agreement, declare to which team he or she will belong. The rightholder referred to in the preceding sentence may notify the Association of any change to his or her declaration no later than two weeks before the date of the ZAPA Election Meeting.
5. The Management Board shall convene ZAPA Election Meetings by sending a notice of the time and place of the meeting in writing or by electronic means no later than one month before the date of the meeting. ZAPA Election Meetings shall take place no later than two months before the expiry of the term of office of the Repartition Board.
6. Each member of the Authors Team and the Producers Team may authorise another member of a given Team to participate in, and exercise their voting right at, the nearest ZAPA Election

Meeting. A proxy-holder may not represent more than 1 member of the Authors Team or the Producers Team at the ZAPA Election Meeting.

7. The Repartition Board shall elect a chairperson, a vice chairperson and a secretary from among its members.
8. Meetings of the Repartition Board shall be convened by the Chairperson of the Board or by the Management Board, as needed, but no less frequently than once a quarter. Members of the Repartition Board should be notified of a meeting date in writing or by electronic means at least 7 days in advance and such a notice should include a planned agenda.
9. A member of the Repartition Board elected by the Management Board may be dismissed from his or her function by virtue of a resolution of the Management Board.
10. The mandate of a member of the Repartition Board shall expire upon:
 - 1) the end of his or her term of office and the election of a new Repartition Board;
 - 2) his or her dismissal from the Repartition Board;
 - 3) the member's resignation from his or her function;
 - 4) death.
11. If the mandate of a member of the Repartition Board expires before the end of his or her term of office, the Repartition Board may continue to operate in an incomplete composition until the composition is completed in accordance with § 10 paragraphs 4 and 5 of the Statutes, which shall apply accordingly.

§15.

ARBITRATION PANEL OF FELLOW MEMBERS

1. The Arbitration Panel of Fellow Members considers cases and issues decisions in situations where members of the Association commit violations against the Statutes, resolutions or decisions of the Association's authorities, or where members' actions are contrary to the principles of professional ethics, the principles of social co-existence or are detrimental to the Association.
2. The Arbitration Panel of Fellow Members is composed of 12 members.
3. Members and deputy members of the Arbitration Panel of Fellow Members shall be elected by the General Meeting of Members from among the candidates put forward pursuant to § 10 paragraph 7 of the Statutes. Twelve candidates who have received the largest number of votes shall be elected as members of the Arbitration Panel of Fellow Members; three members who have received the second best number of votes shall be elected as deputy members of the Arbitration Panel of Fellow Members.
4. To be a member of the Arbitration Panel of Fellow Members one must be a natural person who has been a member of the Association for a period of at least 3 years, and one must meet at least one of the criteria specified in § 6 paragraph 3 items 2 and 3 of the Statutes.
5. A member of the Arbitration Panel of Fellow Members may not be a member of the Management Board or the Audit Committee.
6. The Arbitration Panel of Fellow Members shall elect a chairperson, two vice chairpersons and a secretary from among its members.
7. A member of the Arbitration Panel of Fellow Members may be dismissed from his or her function by virtue of a resolution of the General Meeting of Members.
8. The mandate of a member of the Arbitration Panel of Fellow Members shall expire upon:

- 1) the end of his or her term of office and the election of a new Arbitration Panel of Fellow Members by the General Meeting of Members;
 - 2) his or her dismissal from the Arbitration Panel of Fellow Members;
 - 3) the expiry of his or her membership;
 - 4) resignation from his or her function;
 - 5) the Arbitration Panel of Fellow Members issuing a final and binding decision pursuant to which he or she will be given one of the penalties specified in paragraph 13.
9. Every member of the Association individually and the Management Board collectively shall have a right to request that a case be brought before the Arbitration Panel of Fellow Members.
 10. The bench of the Arbitration Panel of Fellow Members in the first instance shall be composed of 3 members.
 11. Appeals against decisions issued in the first instance shall be examined by a second-instance panel composed of 3 members, none of whom shall be the member who considered a given case in the first instance. An appeal shall be filed with the Arbitration Panel of Fellow Members in writing within a maximum time limit of 30 days from delivery of the relevant decision.
 12. Decisions issued by the Arbitration Panel of Fellow Members of the first instance against which an appeal has not been filed within the above time limit and decisions issued by the Arbitration Panel of Fellow Members of the second instance shall be final and non-appealable.
 13. The Arbitration Panel of Fellow Members shall be authorised to impose the following penalties:
 - 1) warning;
 - 2) reprimand;
 - 3) expulsion from the Association.
 14. Detailed scope of activities of the Arbitration Panel of Fellow Members and its procedures shall be set forth in the rules and regulations adopted by the Arbitration Panel of Fellow Members and approved by the General Meeting of Members.
 15. The proceedings conducted before the Arbitration Panel of Fellow Members are confidential. The obligation to keep confidence is applicable to all members of the Association taking part in the activities of the Arbitration Panel of Fellow Members, including members of the Arbitration Panel of Fellow Members, the parties to the proceedings and witnesses. Decisions of the Arbitration Panel of Fellow Members are open. The Arbitration Panel of Fellow Members may adopt a resolution to keep confidential fragments of the statement of reasons for the decision. Each member of the Association may read the decision and the open part of the statement of reasons in the office of the Association.

§16.

OTHER UNITS OF THE ASSOCIATION

1. The Association shall have sections and clubs which group members of the Association by, respectively, type of their creative activity and professional, regional, age or other category, namely:
 - 1) Feature Film Section;
 - 2) Documentary Film Section;
 - 3) Animated Film Section;
 - 4) Television Section;
 - 5) New Film Forms Section

- 6) Film Directors' Club;
 - 7) Directors of photography Club;
 - 8) Scriptwriters' Club;
 - 9) Sound Directors' Club;
 - 10) Set Designers' Club;
 - 11) Film Producers' Club;
 - 12) Children's and Youth Filmmakers' Club;
 - 13) Literature Club;
 - 14) Senior Filmmakers' Club;
 - 15) Young Filmmakers' Club;
 - 16) Make-Up Artists' Club;
 - 17) Kraków Club;
 - 18) Łódź Club;
 - 19) Wrocław Club;
 - 20) Tricity (Gdańsk, Gdynia, Sopot) Club.
2. The objective of sections and clubs is to hold discussions within the filmmaking community, share experiences and present one's standpoints, opinions and demands concerning the professional activities of the Association's members.
 3. A decision to establish sections or clubs is made by the Management Board by way of a resolution:
 - 1) on its own initiative, or
 - 2) at the request of at least 15 members of the Association declaring their will to belong to a given section or club
 which shall specify the name and the scope of activity of a section or club and the membership requirements.
 4. The objectives and tasks of a section or club and the manner of their operation are specified in the rules and regulations adopted by the General Meeting of a section or club and approved by the Management Board.
 5. A member of the Association joins a section or club by submitting his or her declaration in writing in the office of the Association, if the candidate meets the membership requirements.
 6. The membership in a section or club shall terminate:
 - 1) upon loss of membership in the Association;
 - 2) when a member of a section or club no longer meets the membership requirements;
 - 3) as a result of withdrawal from a section or club by its member by submitting a statement in writing to that extent to the Board of a section or club, or to the Management Board if there is no Board of a section or club;
 - 4) as a result of expulsion by way of a resolution of the Management Board of the Polish Filmmakers Association, adopted at the request of the Board of a section or club due to:
 - a) repeated (many times) failures of a section or club member to observe the rules and regulations referred to in paragraph 4,
 - b) action detrimental to a section or club.
 7. If a section or club has less than 15 members, the Management Board may dissolve the section or club by way of a resolution.
 8. Any changes to the name, the scope of activity or membership requirements of a section or club shall be made by the Management Board by way of a resolution, at the request of the General Meeting of a section or club having the form of a resolution.

9. A member of the Association who belongs to more than one section or club may be elected to the Board of only one of those units.
10. The bodies of sections and clubs are as follows:
 - 1) the General Meeting;
 - 2) the Board.
11. The General Meeting of a section or club has the following powers:
 - 1) assessing reports on operations of the Board of a section or club;
 - 2) specifying the number of Board members of a section or club;
 - 3) electing and dismissing Board members of a section or club;
 - 4) adopting guidelines on the operation of a given section or club;
 - 5) applying to the Management Board with a request to change the name, the scope of activity or membership requirements;
 - 6) adopting the rules and regulations of a section or club and applying to the Management Board with a request for the approval thereof;
 - 7) considering requests submitted to the General Meeting of a section or club.
12. General Meetings of sections and clubs shall be convened by the Board of a section or club as needed. General Meetings of sections or clubs may also be convened by the Management Board on its own initiative or at the request of at least 1/4 of the members of a given section or club.
13. The date, place and proposed agenda of the General Meeting of a section or club shall be notified to the members of the respective section or club no later than ten days before the date of the General Meeting of the section or club. The notice of the General Meeting may specify two dates when the Meeting is to take place. The difference between the first and the second start date may not be shorter than half an hour.
14. The General Meeting of a section or club is capable of adopting resolutions if at least half of the members of the section or club are present at the first meeting date, and regardless of the number of the members present at the second meeting date – if two dates of the meeting were set.
15. Resolutions of the General Meeting of a section or club shall be adopted by a simple majority of votes.
16. The entity convening the General Meeting of a section or club may decide that the meeting be held by using the means of electronic communication or that the members of a section or club may participate in the General Meeting of a section or club by using the means of electronic communication. In such cases, the notice referred to in paragraph 13 shall indicate a description of the manner of participation and the agenda may not include either election or dismissal of Board members of a section or club.
17. A member of a section or club may give to another member of that section or club a power of attorney to participate in, and exercise the voting right at, the General Meeting of the section or club, provided that a proxy-holder may not represent more than 3 members. A power of attorney shall be given in writing, and in the case of the General Meeting of a section or club organised in the manner referred to in paragraph 6, it shall have the form indicated in the notice of convocation of the meeting.
18. The term of office of the Boards of sections and clubs shall last four years and shall run parallel to the term of office of the Management Board of the Association, provided that hitherto Board members of a section or club shall hold their functions until a new Board of a section or club is elected by the General Meeting of a section or club.
19. General Meetings covering the elections to the Boards of sections and clubs shall be convened by the Board of a section or club every four years no later than two months after the General

Meeting of Members of the Association at which members of the Association's bodies for a new term of office were elected. In the event of failure to convene the General Meeting within a time limit specified in the preceding sentence, the General Meeting shall be convened by the Management Board of the Association. .

20. The Board of a section or club shall be composed of 3 to 7 members elected at the General Meeting of the section or club.
21. The Boards of sections or clubs shall be elected by a secret ballot at the General Meeting of a section or club.
22. The mandate of a Board member of a section or club shall expire upon:
 - 1) the end of his or her term of office;
 - 2) his or her dismissal from the Board of a section or club;
 - 3) the expiry of his or her membership in the Association or in a section or club;
 - 4) resignation from his or her function.
23. A Board member of a section or club may be dismissed from his or her function by virtue of a resolution of the General Meeting of a section or club.
24. The Board of a section or club shall elect a chairperson, vice chairperson and secretary from among its members.
25. If as a result of expiry of the mandate of a Board member of a section or club the number of Board members of a section or club is less than 3 persons, the Management Board of the Association shall convene a General Meeting of the section or club in order to make supplementary elections of Board members of the section or club. The term of office of such a new member shall expire together with the expiry of the term of office of the remaining Board members of the section or club,
26. Board meetings of a section or club shall be held as needed. Resolutions shall be adopted by a simple majority of votes. For a resolution to be valid, at least half of the Board members of a section or club must be present.
27. The Board of a section or club shall perform resolutions adopted by the General Meetings of the section or club and resolutions adopted by the Management Board of the Association; the Board shall formulate the position of the section or club, represent the interests of the members of the section or club vis-à-vis the Management Board of the Association, and shall report to the General Meeting of the section or club and to the Management Board of the Association.
28. The Board of a section or club may adopt resolutions in writing by the absolute majority of votes cast "in favour", provided that all Board members of the section or club have been notified of a proposed resolution in advance and at least half of the members have exercised their right to vote.
29. The Management Board of the Association may repeal a resolution adopted by the General Meeting or the Board of a section or club if such resolution violates generally applicable laws and regulations, the provisions of these Statutes or the objectives and tasks of the Association specified in the Statutes.
30. The Chairpersons of sections and clubs of the Association may participate in meetings of the Management Board of the Association in the capacity of advisors. The Management Board of the Association shall meet with the Chairpersons of sections and clubs of the Association and during such meetings the parties shall discuss the affairs of sections and clubs as well as other matters related to the operation of the Association reported by the Chairpersons of sections and clubs of the Association or members of the Management Board of the Association.

§17.

OTHER FORMS OF ACTIVITIES IN THE ASSOCIATION

1. The Association may comprise clubs, creative groups, and other voluntary organisations of members.
2. The activities of the Association's organisational units must be in compliance with the Statutes and the applicable laws and regulations.
3. The initiative group shall notify the Management Board of the commencement or termination of a club, creative group, etc.
4. The above-mentioned organisational units shall receive assistance, support and resources from the Association subject to their then-current availability.

§18.

ASSETS AND BUSINESS ACTIVITY OF THE ASSOCIATION

1. The assets of the Association shall include:
 - 1) membership fees and other membership charges;
 - 2) inheritances, grants and donations;
 - 3) subsidies and subventions;
 - 4) income from movable and real property of the Association;
 - 5) income from property rights;
 - 6) income from fundraising activities and public events;
 - 7) income from own cash resources;
 - 8) income from business activities;
 - 9) income from shares held by the Association in commercial partnerships and companies.
 - 10) funds acquired from deductions for the costs of collective management of copyright or related rights made in accordance with the rules and regulations referred to in § 11 paragraph 2 item 21 of the Statutes;
 - 11) funds acquired from deductions for the Association's social, cultural and educational activities made in accordance with the rules and regulations referred to in § 11 paragraph 2 item 22 of the Statutes.
2. The Association shall manage its finances in accordance with the applicable laws and regulations and the provisions of its internal acts, and pursuant to its annual financial plan.
3. The Management Board shall determine the rates of membership fees and other membership charges as well as the rules of making payments, including possible reductions in the rates or exemptions from payments on a case-by-case basis. The rules of making payments and the rates of fees are available on the Association's website.
4. The financial year of the Association shall be the calendar year.
5. Pursuant to the rules set forth in the rules and regulations referred to in § 11 paragraph 2 item 22 of the Statutes, 10% of proceeds from copyright or related rights collected by the Association is appropriated for social, cultural or educational activities.
6. In order to obtain funds for its statutory activities, the Association may carry on business activity, whether independently or in cooperation with other entities, in the following scope (according to the Polish Classification of Activities - PKD):

- 1) General secondary schools (PKD 85.31.B);
- 2) Technical secondary schools (PKD 85.32.A);
- 3) Lower secondary vocational schools (PKD 85.32.B);
- 4) Upper secondary vocational schools (PKD 85.32.D);
- 5) Post-secondary schools (PKD 85.41.A);
- 6) Teacher training institutions (PKD 85.41.C);
- 7) Higher education institutions (PKD 85.42.Z);
- 8) Non-school arts education (PKD 85.52. Z)
- 9) Non-school sports education and sports and recreation activities (PKD 85.51.Z);
- 10) Other non-school education n.e.c. (PKD 85.59.B);
- 11) Education supporting activity (PKD 85.60. Z);
- 12) Organisation of trade shows, exhibitions and conventions (PKD 82.30.Z);
- 13) Activities of professional organisations (PKD 94.12.Z);
- 14) Hotels and similar accommodation (PKD 55.10.Z);
- 15) Other accommodation (PKD 55.90.Z);
- 16) Restaurants and other permanent food service establishments (PKD 56.10.A);
- 17) Mobile eating places (PKD 56.10.B);
- 18) Preparation and delivery of food to external recipients (catering) (PKD 56.21.Z)
- 19) Other food service activities (PKD 56.29.Z);
- 20) Preparation and serving of beverages (PKD 56.30.Z);
- 21) Publishing of books (PKD 58.11.Z);
- 22) Publishing of newspapers (PKD 58.13.Z);
- 23) Publishing of journals and periodicals (PKD 58.14.Z);
- 24) Other publishing activities (PKD 58.19.Z);
- 25) Other software publishing (PKD 58.29.Z);
- 26) Motion picture, video and television programme production activities (PKD 59.11.Z);
- 27) Motion picture, video and television programme post-production activities (PKD 59.12.Z);
- 28) Motion picture, video and television programme distribution activities (PKD 59.13.Z);
- 29) Motion picture projection activities (PKD 59.14.Z);
- 30) Sound recording and music publishing activities (PKD 59.20.Z);
- 31) Free and subscription television programme broadcasting (PKD 60.20.Z);
- 32) Radio broadcasting (PKD 60.10.Z);
- 33) Computer programming activities (PKD 62.01.Z);
- 34) Data processing, hosting and related activities (PKD 63.11.Z);
- 35) Web portals (PKD 63.12.Z);
- 36) News agency activities (PKD 63.91.Z);
- 37) Other information service activities n.e.c. (PKD 63.99.Z);
- 38) Letting and management of own or leased real estate (PKD 68.20.Z);
- 39) Public relations and communication activities (PKD 70.21.Z);
- 40) Research and experimental development on social sciences and humanities (PKD 72.20.Z);
- 41) Advertising agency activities (PKD 73.11.Z);
- 42) Market research and public opinion polling (PKD 73.20.Z);
- 43) Photographic activities (PKD 74.20.Z);
- 44) Leasing of intellectual property and similar products, except copyrighted works (PKD 77.40.Z);
- 45) Activities of employment placement agencies (PKD 78.10.Z);

- 46) Pre-press services (PKD 18.13.Z);
 - 47) Reproduction of recorded media (PKD 18.20.Z);
 - 48) Activities of business and employers membership organisations (PKD 94.11.Z);
 - 49) Residential nursing care activities (PKD 87.10.Z);
 - 50) Residential care activities for the elderly and disabled (PKD 87.30.Z);
 - 51) Other residential care activities (PKD 87.90.Z);
 - 52) Archives activities (PKD 91.01.B);
 - 53) Museum activities (PKD 91.02.Z);
 - 54) Support activities to performing arts (PKD 90.02.Z);
 - 55) Operation of arts facilities (PKD 90.04.Z);
 - 56) Service activities incidental to land transportation (PKD 52.21.Z)
 - 57) Other professional, scientific and technical activities n.e.c. (PKD 74.90.Z).
7. A decision to commence and terminate any business activities shall be made by the Management Board.
 8. The Management Board shall determine the rules under which the Association will carry on its business activities.

§18a.

AMENDMENT TO THE STATUTES

1. Each member of the Association may apply to the Management Board with a request to make amendments to the Statutes no later than six weeks before the date of the General Meeting of Members. If such request has been received, the Management Board shall appoint a statutory committee which shall examine whether the proposed amendments to the Statutes are admissible and reasonable.
2. At the latest one week before the date of the General Meeting of Members, the statutory committee shall make public to the members of the Association the contents of the submitted requests and the standpoint of the statutory committee, including a recommendation to the General Meeting of Members to accept or reject the proposed amendments.
3. A resolution of the General Meeting of Members amending the Statutes may not include any amendments that have not been submitted in the procedure specified in paragraph 1 or recommended by the statutory committee or the Management Board.
4. A resolution of the General Meeting of Members on amendments to the Statutes shall be adopted by the absolute majority of votes.

§19.

DISSOLUTION OF THE ASSOCIATION

1. A resolution on dissolution of the Association shall be adopted by the General Meeting of Members by a majority of 2/3 of the votes cast in the presence of at least half of the members of the Association.
2. Simultaneously with the resolution on dissolution of the Association, the last General Meeting of Members shall adopt a resolution on the appropriation of the Association's assets and shall appoint

a liquidator. The assets of the Association, in the case of liquidation, shall be appropriated for statutory objectives which will be specified in more detail in the resolution on dissolution of the Association.