

**INTERNAL RULES**  
**of the**  
**EUROPEAN COMPOSER & SONGWRITER ALLIANCE**  
**an international non-profit-making association**

**Article 1<sup>1</sup>- General**

1.1 The European Composer & Songwriter Alliance, abbreviated as "ECSA" (the **Association**) is an international association with the principal aim to defend and promote the rights and interests of composers and songwriters at national, European and international levels by any lawful means.

1.2 These internal rules (these **Internal Rules**) are supplementary and subordinate to the Articles of Association of the Association. In case of a contradiction between the Internal Rules and the Articles of Association of the Association, the latter shall prevail.

1.3 The official language of the Association for Belgian legal purposes is French or Dutch. English is the working language of the Association and will be used for all internal and external communication, with the exception of those documents that need to be drafted in French or Dutch for Belgian legal purposes.

**Article 4 – Members**

4.1 The Association is composed of national composer associations legally established according to the laws and uses of the state to which they belong.

4.2 The national composer associations will be the full Members of the Association. To be admitted to Membership, the national composer association must defend the interests of composers and songwriters.

4.3 Each country may have maximum three voting Delegates (a **Delegate**), one per Committee (as defined below). However, one national composer association may be part of more than one Committee for its given country. As a result, such national composer association shall have the right to appoint up to three Delegates, one per Committee to which it belongs.

If a country has several full Members per Committee, such full Members need to agree amongst them upon the Delegate that will represent that country for the given Committee, upon simple majority of the full Members belonging to the same country and the same Committee. In case no simple majority can be found amongst such full Members, no Delegate will be able to represent such country for the given Committee.

4.4 Under exceptional national circumstances and after approval of the respective Committee, a second voting right can be attributed to a country which has more than one Member in a Committee, whilst adding simultaneously a second voting right to all Delegates representing the other Members/countries in the said Committee. This exception does not apply to the election of the Chair and Vice-Chairs in each Committee.

**Article 5 - Committees**

---

<sup>1</sup> The articles have been numbered in order to match the corresponding articles in the Articles of Association

5.1 The Association shall be structured around three Committees corresponding to the three composer and songwriter types set out in the previous clause (each a **Committee**): (i) the Committee for Composers of Film and Audiovisual Music (FFACE), (ii) the Committee for Composers of Popular Music (APCOE), and (iii) the Committee for Composers of Art and Classical Music (ECF).

5.1.1 Each Committee defines its own objectives and function, which shall be complementary to the ECSA mission and not conflicting with article 3 of the ECSA articles of association.

5.2 Each full Member (and, therefore, its Delegate(s)) will be part of one or more Committees in correspondence with the interests it is deemed to defend upon admission.

5.3 Each full Delegate shall have one vote in the Committee(s) to which it belongs as per article 4.3 of the Internal Rules.

5.3.1 Decisions can only be taken on items set on the agenda. In order to be eligible for taking decisions, a simple majority of voting Delegates of the respective Committee must be present.

5.3.2 Decisions are deemed valid if the following decision-making procedure is respected:

- i) The Chair explicitly introduces the decision item in collaboration with the Vice-Chairs, with the exception of the items regarding the revocation of one of them;
- ii) Decisions are taken by raise of hands or voting cards, or electronic vote of a simple majority of voting Delegates (not considering abstentions and spoiled votes);
- iii) The Committee shall vote by secret ballot in the event a voting Delegate wishes so.

5.4 Each Committee shall elect its Chair and its two Vice-Chairs to be appointed for a term of three years. Starting from 1<sup>st</sup> January 2025, any Delegate who has been elected three consecutive times as Chair or Vice-Chair cannot candidate as Chair or Vice-Chair for a fourth consecutive mandate. However, in the event that there are less than three candidates for the elections in a given Committee, Delegates who have been elected three consecutive times as Chair or Vice-Chair will be allowed to present their candidacies in this Committee.

5.5 To be eligible for the election of the Chair or Vice-Chair a candidate must be an official voting Delegate of the respective Committee full member association(s). Candidates can stand for both the positions of Chair and Vice-Chair.

5.5.1 Only one candidate from the same country is eligible for election in each Committee. If a country has multiple Delegates in a given Committee, the member organisations in that country must agree in advance on presenting only one candidate per Committee. If they fail to find an agreement, none of the candidates from that given country can candidate for the position of Chair or Vice-Chairs.

5.6 The election of the Committee Chair and Vice-Chair is held by secret ballot. Voting Delegates elect first the Chair and thereafter the two Vice-Chair by absolute majority (50%+1) of the votes cast (not considering abstentions and spoiled votes). In case all the votes cast are divided equally amongst all candidates and makes it impossible for a candidate to be elected with an absolute majority, voting Delegates proceed to a second vote. If this vote results in the same situation, the Secretary General, or his or her deputy, draws randomly one candidate who is disqualified from this specific election.

5.6.1 In case only candidates of one gender have already been elected as Chair and first Vice-Chair and there are at least two candidates of another gender in a given Committee, only the candidates whose gender is different from the one of the two first elected positions will be allowed to stand for the second Vice-Chair position.

5.6.2 Once two candidates from the same country are elected in any of the Committees, a third one from the same country cannot be elected for any other position in the same or another Committee.

This rule, however, does not apply if:

- i) there is no more than one candidate from a different country for a given following position, or if
- ii) in a given Committee, all candidates of the same gender have been elected for the positions of Chair and first Vice-Chair and there is at least one candidate of a different gender for the second Vice-Chair position.

5.7 The Secretary General, or his or her deputy, assembles the votes, counts the votes and announces the results.

5.8 The Committees' minutes and official transcript are taken by the Secretary General, or his or her deputy, and filed at the registered office of the Association.

### **Article 11 – Decision making within the General Assembly**

11.1 Except when the General Assembly is required by law to take place before a notary public, each proxy holder cannot hold more than two (2) written proxies and the proxy holder needs to belong to the same Committee or country as the Delegate it represents.

### **Article 13 – Composition of the Board**

13.1 The board of directors of the Association (the Board) is composed of the Chair and the two Vice-Chair of each of the Committees. The delegates shall use their voting powers within the General Assembly to this end.

13.2 The members of the Board elect from their midst a President, two Vice-Presidents and a Treasurer by an absolute majority (not considering abstentions and spoiled votes) of the Board members and by secret ballot. In case it is not possible to elect one President, Vice-President or Treasurer by absolute majority (because of an equality of votes), the rules applying for the equality of votes (art 5.6 of Internal Rules) at Committee level will apply *mutatis mutandis* to this election. The Board shall also have the right to appoint a Secretary General.

13.3 The President, Vice-presidents and Treasurer can be revoked by the Board by the 2/3 majority of the Board members representing each Committee.

13.4 Starting from 1<sup>st</sup> January 2025, a President who has been elected twice as President cannot candidate for the Presidency for a third consecutive mandate.

13.5 In the event of having the same person being President of the board and Chair of a Committee, the President shall let the Vice-Chair of his or her choice of the respective Committee preside over the Committee for the remaining period of his or her Presidency.

13.6 After being elected by the ECSA board, the President shall stand for acclamation at the subsequent General Assembly.