

MEIA Statute – FINAL DRAFT

Article 1

(a) With this statute, the Malta Entertainment Industry and Arts Association (also called the MEIA) is established. Temporarily the address to be used is The Malta Chamber of Commerce, Enterprise and Industry 64, The Exchange Buildings Republic Street Valletta, Republic St, Valletta VLT, 1117

(b) The MEIA was initiated by Howard Keith Debono in the end of March during the Covid 19 pandemic and officially set up on 31 May 2020 by 4 associating members Howard Keith Debono (489371m), Mark Grech (141490m), James Cassar (110189m) and Anton Attard (11572m)

c) The Association shall be an autonomous non-profit, public benefit organisation set up in terms of the Second Schedule of the Civil Code, Chapter 16 of the Laws of Malta, with a distinct legal personality and subject to the provisions of this Statute, shall be capable of entering into contracts, of acquiring, holding and disposing of property, movable and immovable, by any title; borrowing money and granting security also by means of hypothecs and privileges on its assets; of suing or of being sued; and of doing all such things and entering into such obligations and transactions as are incidental and / or conducive to its proper functions.

(d) The Association is a non-profit making organisation as defined in the Laws of Malta, and accordingly, save for the payment of employee wages and/or a reasonable honorarium which does not prejudice the achievement of the Association's purposes to the members of the Executive Committee (as and where allowed by Maltese law) and any employees of the Association and out of pocket expenses incurred in connection with its purposes, no part of the capital, assets, property or income of the Association is available directly or indirectly to any promoter, associating member, administrator, member of the Executive Committee, donor or any member of a supporting organisation of the Association or any other private interest.

Provided that the Association shall continue to be deemed as non-profit making notwithstanding that:

- (i) it acquires assets or income gratuitously, by way of sponsorship, donation, endowment, fund-raising or public collection;
- (ii) it obtains a pecuniary gain from its activities when such gain is not received or credited to its members but is exclusively utilised for its established purposes; and /or
- (iii) it buys or sells or otherwise deals in goods or services where such activities are exclusively related to its principal purposes.

Provided further, that any excess of income over expenditure shall form part of the assets of the Association and shall be re-employed by the Executive Committee for the achievement of the purposes of the Association or to augment its capital.

Article 2 - Objectives

(a) The MEIA is an association of people working in the entertainment industry, autonomous and independent of any political party, union or other association with the aim:

- (i) to raise awareness of problems in the industry & encourage feedback for its members, the community and advisory committee and sub-committees;
- (ii) to bring together all the professionals, semi-professionals as well as part-timers in the Maltese industry having different roles within the industry covering all sectors namely: Music, Theatre, Film, Art & Dance, The various roles include creators, performers, promoters, producers, suppliers & all technical people who work in the entertainment industry covering all different sectors. ;
- (iii) to work for the protection of the rights of all individuals and companies;
- (iv) to establish links with other associations and unions which share the same views;
- (v) to have all sectors, roles & genres come together under one roof representing the Malta Entertainment and Arts Industry and to have one common voice through this association:
- (vi) to run different programs, impact assessments on industry and other studies & incentives through the help of funding.
- (vii) to create at least 1 general meeting as explained in more detail below for its members. This can be also done virtually through a webinar as long as voting mechanisms are included.
- (viii) to apply for funding mechanisms and raise funds in order to purpose the Association's purposes, whether this is national funding or EU funding;
- (ix) to conduct all other necessary activities in the attainment and pursuit of the MEIA's purposes.

Article 3 - Membership

MEIA can be of use to individuals who have an interest, both direct and indirect in the world of Maltese entertainment and spectacle.

Article 4

Members must accept this statute which should be approved by a General Meeting and to be updated from time to time.

Article 5

- (a) Members have the right to vote in General Meetings, to contest and to vote in elections to the Executive Committee of the association & to participate in the MEIA member's section
- (b) Members shall pay the membership fee fixed by the Executive Committee.
Eligible for General Meetings, all those who may have paid the membership fee up to 24 hours before the annual general meeting of the same association.

Article 6 - Organization

The MEIA is chaired by a General Meeting, the Executive Committee, and by the committees set up by the Executive Committee, by order of hierarchy

Article 7 - General Meeting

An Annual or Extraordinary General Meeting is held in the presence of a quorum of one third of the members of the membership. However, if after ten minutes this quorum is not reached, the members present shall constitute a quorum.

Article 8

Members shall receive written notice that an Annual General Meeting will be held. Five (5) working days in advance in the case of an Annual General Meeting, and forty-eight (48) hours in the case of an Extraordinary General Meeting.

Article 9

- (a) A General Meeting is called once a year
- (b) An Extraordinary General Meeting is convened whenever:
 - (i) the Executive Committee of the MEIA thus deciding that it may have a simple management;
 - (ii) This request may be made in writing to the Secretary-General stating the reason for the request and by a majority group. This means it requires 4 members from the Executive committee or 3 members from the Advisory committee. If other advisory members are added this would still require the majority. Such request must be made within ten (10) days of receipt by the Secretary-General.

Article 10

The agenda of the General Meeting may be as follows:

- (i) Chairman of the Appointment of
- (ii) Reading of the minutes and issues arising of the previous year's General Meeting;
- (iii) Approval of Minutes;
- (iv) Reading of the Annual Report;
- (v) Discussion and Approval of the Annual Report
- (vi) Reading and Approval of the Financial Report
- (vii) Reading and Approval of Motions
- (viii) Appointment of the Electoral Commission
- (ix) Appointment of an Auditor if required
- (x) Appointment of the Disciplinary Board
- (xi) Election to the executive committee and Result of the election.

Article 11 - Disciplinary Board

(a) The Annual General Meeting shall appoint three members of the MEIA to form the Disciplinary Board, of which at least one may be the Chairman of the Board, who has been in charge. A mandatory post in a former executive, and three other members forming the Board of Appeal, in accordance with the decision of sub-article (g).

Members may not be:

- (i) members of the Executive Committee;
 - (ii) candidates for elections to the same Committee;
 - (iii) members of the Electoral Commission, or;
 - (iv) have been convicted by the same Disciplinary Board of any Regulation.
- (b) Any member of the MEIA may refer to the Disciplinary Board disciplinary matters concerning the conduct of a member or office of the MEIA.
- (c) In the event of a vacancy on the Disciplinary Board during the previous year, the Executive Committee shall appoint a member of the Board on the same application as paragraph (a). of this article.

(d) The Disciplinary Body shall convene before it the member(s) concerned or written representation of both the others and third parties. For each case brought before it, the Disciplinary Board shall consider their disciplinary use.

(e) A member who is required to appear before the Disciplinary Board, as constituted by the preceding sub-article, may not fail to attend without being able to give the institution a reasonable reason for his absence.

(f) In the absence of reasonable justification, as contemplated in the preceding sub-article, the Disciplinary Board may be able to take all appropriate steps.

(g) An accused member shall have a right of appeal from the decision of the Disciplinary Board up to fifteen (15) days from the date of notification of the decision of the Board.

This appeal is heard by a Board of Appeal composed of three persons who held a mandatory position in a former MEIA Executive.

Article 12 - Executive Committee

(a) The committee elected at a General Meeting shall consist of a minimum of three (3) people and a maximum of eighteen (18) depending on the nominations. The elected executive committee shall appoint the following officers:

(i) President

(ii) Vice President

(iii) Secretary General

(iv) Assistant Secretary General

(v) Financial Officer

(vi) Public Relations Officer, 'Web Portal' and 'Social media'

(vii) Coordinator for activities

(b) The Administrative subcommittee shall be composed of the Chairperson, the Secretary-General, the Vice-Chairperson, the Financial Officer, the Public Relations Officer, and the Activities Officer.

(c) The sub-committee on administration is responsible for the general management of the association.

(d) Each sub-committee may take decisions in its field with the approval of the Chair, Vice-Chair and Secretary-General.

Article 13

(a) In elections of the Executive Committee the members of the MEIA shall vote by making a cross next to the name of the respective post of the Executive Committee for which an election is being held. These elections can be held both virtually so that this method is felt to be safe and so it is felt to require it.

(b) In the event of a tie between the candidates for the last seat or seats on the Executive Committee, another election shall be held between those candidates who have been tied. This election shall be called by the Electoral Commissioner immediately after the counting of votes and shall be held not less than forty-eight (48) hours after the counting of votes and not more than four (4) working days after the same counting of votes. Even if there is a tie in this election, candidates will be elected by ballot.

Article 14

Every member of the Executive Committee has the right to be consulted in all matters concerning him. In a case where a member feels offended by a lack of consultation, he may refer the matter to the President as contemplated by article 24 (h).

Article 15

(a) The task of the Executive Committee is to carry out the objectives of the MEIA by taking all necessary initiatives, and to be consistent with the Statute of the MEIA. The Executive Committee may therefore set up such sub-committees as it deems necessary to assist it in carrying out its duties.

(b) In the event that the Chair of a sub-committee is not a member of the Executive Committee of the MEIA, the Committee may request him to attend such meetings of the Committee as may be convened for the purpose to discuss the work of those sub-committees.

Article 16

(a) The Committee has the right to make the necessary contacts for the MEIA to join national or international organizations.

(b) Membership of such associations as well as resignation from the same associations must be ratified by an Annual or Extraordinary General Meeting.

Article 17

The Executive Committee shall have the power to make, approve or amend , by a two-thirds majority of its members present, rules of procedure for meetings of the Executive Committee and for meetings of sub-committees as established by the Executive. In accordance with Article 16 (a). These regulations shall be approved or amended at the first meeting of each Executive Committee.

Article 18

The Executive Committee is responsible for the reports to be presented at the Annual General Meeting. They must be read and approved at the last meeting of the Executive Committee Elections

Article 19

(a) Nominations to the Executive Committee shall be opened for five (5) consecutive days and closed up to five (5) days before the commencement of the General Meeting. Nominations for this Committee shall be closed on the item before the election of the members of the Executive Committee. This Article shall enter into force on the date set by the Annual General Meeting.

(b) Elections of the Executive Committee in accordance with Articles 13 and 14 shall be conducted by an Electoral Commission or an appointed third-party entity. This Commission shall be composed of an Electoral Commissioner and an Assistant shall be appointed by the General Meeting on the advice of the Executive Committee. In the case of failing to appoint an Electoral commissioner and assistant, an alternative Independent and trusted individual, group or entity can be found.

(c) In the event of a vacancy on the Executive Committee during the year, the Secretary-General shall be required to notify the Electoral Commissioner within five

(5) working days of the call for nominations from among the members of the association for this vacancy.

The election for this post shall be held no later than fourteen (14) days after the call. If there are no nominations, the Executive Committee has a duty to appoint a member to this vacancy.

(d) A seat on the Executive Committee shall become vacant when a member fails to attend three (3) consecutive meetings of the Executive Committee without valid reasoning which shall be given to the Secretary-General of the Executive Committee.

(e) A member of the Executive Committee who has failed to attend 3 consecutive meetings shall not be able to contest an election to the Executive Committee for one year from the date of his or her lapse in accordance with this Article.

Article 20

A registered member of the association may appeal in writing against the election of any person to the Executive Committee or to any office, provided that such appeal is made no later than two (2) weeks after the election or appointment has taken place.

This appeal is heard by a Board of three (3) people, including the presiding Electoral Commissioner, and two other members appointed by the same Electoral Commissioner.

Article 21

No member may vote in the elections of the Executive by proxy officials

Article 22 - Advisory Committee

(i) There shall also be an advisory committee, made up of individuals the Executive Committee deems fit for purpose in whatever area the Executive Committee wants to be advised upon.

(ii) This Advisory committee will be elected by the present members during the general meeting which will be advised accordingly.

(iii) If the need arises, the Executive Committee can add more people to this advisory committee which is non-executive and simply advisory to ensure all sectors are represented. This may include existing associations within the industry which already exist or individuals who enjoy the trust of the community within that particular sector or required area.

(iv) Furthermore, the executive committee can replace a member of the advisory committee if the Executive committee feel there is need to do so.

(v) The president can advise the advisory members elected to form a sub-committee. This will be normally made up of the other nominees presented at the general meeting or simply new members as required and deemed necessary by the President.

(vi) The President & general secretary will be copied in all correspondence between all sub- committees applied to the advisory committee.

Article 23

The President

(a) The President, also referred to as the chairperson is the representative and final speaker of the MEIA. It is his duty to promote the image and principles of unity by his action.

- (b) The President is responsible for the national policy of the association and shall take the initiative in this regard.
- (c) The President is an ex-officio member of each committee of the association.
- (d) The President has a duty to develop MEIA's relations with other associations, movements and organizations in Malta.
- (e) The President shall chair the meetings of the Executive Committee.
- (f) The President has a duty to ensure compliance with this Statute.

Article 24

- (a) The highest representation of the association shall be vested in the President
- (b) The President is therefore the competent authority for the interpretation of this Statute; this is without prejudice to the law of the Executive Committee, by a motion of simple majority determining the provisions of this Statute.
- (c) The Chairperson shall be responsible for ensuring that the correct procedure is observed and respected both in the meetings and in the practice of the Executive Committee and the subcommittees as established by Rule 16.
- (d) The Chairperson shall also be a depositary of conventions and procedural practitioners formulated in writing and accepted by members, as updated from time to time. To this end, the President shall maintain a form of conventions and procedural practices.
- (e) Regulations of any kind applicable to the Executive Committee shall be promulgated by the Chairperson after being approved or amended by the same Executive Committee in accordance with the provisions of this Statute.
- (f) The Chairperson shall also be an ex-officio member of the Disciplinary Board as constituted under Article 12. He shall hold office automatically except in cases concerning himself, in which case his post shall be filled by the Secretary General.
- (g) Where a member refers to a case of lack of consultation or involvement as contemplated above in Article 15, the Chair shall be obliged, having seen that there are valid reasons for such a complaint, to take the necessary steps to rectify the problem.

The President must therefore also make every effort to prevent such cases from occurring.

- (h) In the performance of duties to ensure compliance with this Statute, as provided for in sub-article (b) above, in order to ensure compliance with the rules of procedure, of conventions and practices as set out in sub-article (d), (e) and (f) above, and also in order to carry out his disciplinary duties as set out in this Statute, the President may take the Disciplinary steps.

Article 25

Secretary General

- (a) The Secretary-General is responsible for coordinating the organization of the social activities of the association.
- (b) It is his duty to keep copies of documents and correspondence.
- (c) The Secretary-General is in charge of the office of the MEIA.
- (d) The Secretary-General shall be responsible for keeping the minutes of the meetings of the Executive Committee.
- (e) The Secretary-General has a duty to maintain the archives of the MEIA.

Article 26

Assistant Secretary General

- (a) The Assistant Secretary-General is responsible for assisting the Secretary-General in the performance of his/her duties and obligations as set out in this Statute.
- (b) The Assistant Secretary-General shall be responsible for all matters relating to the relationship with other branches, committees and associations, as well as councils and commissions where the MEIA is represented or designates its candidates, except where otherwise indicated in accordance with the same statute.

Article 27

Public Relations Officer

- (a) The Public Relations Officer has a duty to take care of the public relations of the MEIA in the national sphere.
- (b) The Public Relations Officer may designate a Public Relations Assistant. This official will be in charge of broadcasting the MEIA as well as all media in general.
- (c) The Public Relations Officer may designate a Publications and Information Officer. This official is responsible for selecting the Publications Board, together with the Public Relations Officer. The Publications and Information Officer might also take on the role as the Editor of the official MEIA magazine if the need arises.
- (d) The Public Relations Officer is responsible for the MEIA website and social media.

Article 28

Financial Officer

- (a) The Financial Officer is responsible for the finances and bookkeeping of the MEIA.
- (b) The Financial Officer shall prepare a financial report every three (3) months and whenever requested to do so by the Executive Committee by a simple majority of the members present.
- (c) Any payment authorized by the Financial Officer shall be approved by the Executive Committee.
- (d) In the event of a payment by check, this check shall be signed by the Financial Officer together with the President.
- (e) The Financial Officer is also responsible for applying for funds that may assist the MEIA.

Article 29

Activities Coordinator

- (a) The Activities Officer is responsible for the organization of all social activities of the MEIA.
- (b) The Activities Officer shall work together with the Activities Coordinator and the Financial Officer regarding the funding of MEIA activities.
- (c) The Activities Coordinator shall look specifically at the fundraising element in the activities of the MEIA and shall work in conjunction with the Financial Officer.

Article 30

In the event of a tie in a vote on the Executive Committee, the Chair shall have the right to a casting vote.

Honorary Presidents

Article 31

It is at the discretion of the Executive Committee to appoint Honorary Chairs.

Article 32 - Accounts and Funds

(i) MEIA funds can be raised by members themselves, both through membership fees and donations as long as these donations are in accordance with the Laws of Malta. The MEIA may also apply for public funds related to its purpose and operation.

(ii) The financial year of the Association shall run from January 1st to December 31st every year.

(iii) Only in the case of necessity, and if required by Maltese Law, auditors may be appointed by the General Meeting for a period of one year to audit the Association's accounts and prepare a report in connection thereof. Such audit report shall be available to all Members on request to the Executive Committee.

(iv) The property and assets of the Association shall without limitation be formed and received from:

- admission and annual fees paid by Members;
- voluntary material or monetary contributions, donations or sponsorships;
- funds and grants from international and regional organisations;
- funds and grants from the Government of Malta and/or the European Union.

(v) All funds shall be kept in a bank account/s under the name of the Association and under the control of the Executive Committee.

(vi) For the purposes of this article, such class of income as may be prescribed by regulations made by the Minister derived from activities carried out by a voluntary organisation directly in the achievement of the purposes of such organisation shall not be considered to be a trading activity for the purposes of the Voluntary Organisations Act, of the Laws of Malta

Article 33 - Legal & Judicial

The Legal and Judicial representative of the Association shall be the President. The Executive Committee will have the authority to appoint another person to act as legal and judicial representative if the need arises.

Article 34 - Amendments

(a) Amendments to this Statute may be made after the motions written to this effect have been tabled:

(i) Up to seven (7) days before the Annual General Meeting;

(ii) The decision of the Executive Committee to be submitted to the Annual General Meeting in accordance with Article 10 (a);

(iii) At an Extraordinary General Meeting in accordance with Article 10 (b)

(iv) At both Annual and Extraordinary General Meetings if there is a 2/3 majority of those present agree

- (v) Unless it has been advised by a legal or accounting professional who deems it's necessary for the association to function and to be legally and financially protected.
- (b) Amendments may be passed after a vote with a simple majority in which not less than two-thirds present vote in favor of the amendments tabled in accordance with the preceding sub-article.

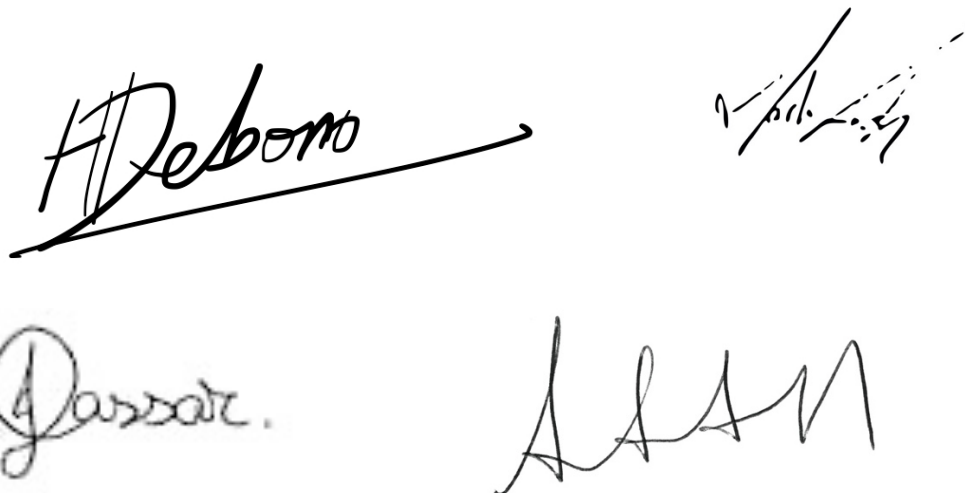
Term and Termination

Article 35

- (i) The Association is established for an unlimited period of time.
- (ii) The Members may decide to dissolve and wind up the Association by a vote taken at General Meeting, by a simple majority, when the purpose of the Association is achieved, exhausted or becomes impossible, and is not otherwise amended in terms of the Statute or in terms of applicable law.
- (iii) In the event that a decision is taken to dissolve and wind up the Association, any residual assets, after the satisfaction of any lawfully incurred debts and liabilities shall be distributed by the Executive Committee on behalf of the Association to another not for profit/public benefit organisation.
- (iv) In the event of a decision being taken for the dissolution and winding up of the Association, the outgoing Executive Committee shall inform the Commissioner for Voluntary Organisations within fifteen (15) days of the decision taken.

Members;

Howard Keith Debono; Mark Grech; James Cassar; Anton Attard



The image shows four handwritten signatures in black ink. The first signature, 'H Debono', is written in a cursive style with a long horizontal line underneath. The second signature is more stylized and less legible. The third signature, 'Cassar', is written in a cursive style. The fourth signature, 'A A M', is written in a cursive style.