

## Articles of Association for The Icelandic Visual Art Copyright Association - Myndstef



### Art. 1 Purpose

Myndstef (The Visual Artists Copyright Association of Iceland) is a visual arts copyright association whose role is to safeguard its members' copyright for public presentation of their works and other comparable use. Members are those that have given Myndstef its power of attorney, or by special and provable commission, either by individual membership or via the member society of Myndstef. Power of attorney and membership give Myndstef the authority to make comprehensive contracts on the basis of extended collective licensing, cf. Art. 12 b. and paragraph 3 Art. 14 of the copyright law, furthermore it grants custody of rights concerning use and publication of works by artists already in the public domain. Myndstef's domicile and venue are in Reykjavík.

Besides general protection of its members copyright, the association's tasks shall be to collect information about the use of members material for public presentation, to set up an office and system for collecting royalties for such use and for payment of them to members, and to compile tariffs and fees in this respect. Myndstef's tariffs is accessible via the homepage of the association, [www.myndstef.is](http://www.myndstef.is), it shall be reviewed every year prior to the General meeting and confirmed there. A 100% increase will be added to the tariffs when use is in violation of the tariffs terms, moral rights, or in any other way forbidden. Use not outlined in the tariffs requires specific negotiations.

Myndstef also undertakes collection of royalties for non-members in cases where contracts are made for the use of visual art works and at the same time takes responsibility for the payment of these fees to the respective authors, whereby they are on an equal basis to members with respect to collection and payment of such fees. In reference to, inter alia, Art. 12 b and Art. 14. of the copyright law. Furthermore, Myndstef is granted authority to grant extended collective licensing based on paragraph 2. Art. 26 a, meeting further conditions and obtainment of recognition, cf. paragraph 2.-4. of the same Art.

Myndstef undertakes collection of droit de suite royalties for the commercial resale of works of art. The Board may take over the tasks of the Visual Arts Fund of Iceland to this end, cf. Art. 25 b of the Copyright Act no. 73/1972, as amended by Art. 9 of Act no. 57/1992, and as per Section V (cf. paragraph 6 of Art. 23) of the Act respecting Professional Commerce no. 28/1998. Collection of these fees is also subject to the provisions of Regulation no. 486/2001.

Furthermore, to handle relations with comparable bodies in other countries and represent members in relation to Fjölís (photocopy licensing association) and other authors associations in accordance with the association's purpose.

Myndstef also monitors the development of laws, regulations and business practices in this area, and negotiates with public and private bodies on its members behalf in matters involving their copyright interests for the public presentation and use of their works.

Members are not obliged to assign Myndstef to safeguard any other copyright interests apart from those concerning the public presentation of works or other comparable use. Furthermore, authors can prohibit the use of their works altogether, or partially, by notifying Myndstef to that effect.

## **Art. 2 Membership**

The founders of Myndstef were the Association of Icelandic Visual Artists, the Association of Icelandic Illustrators and Graphic Designers, and the Association of Professional Photographers in Iceland.

Organisations and institutions handling the copyright to works of art as defined in paragraph 1 of Art. 1 above are entitled to be members of Myndstef. The Council discusses such applications and approval by a two-thirds majority of member associations is required in order for such membership to be approved.

The member society of Myndstef: The Association of Icelandic Architects, the Association of Icelandic Clothes designers, the Icelandic Society of Furniture- and Interior Architects, the Association of Stage- and Costume Designers, the Association of Goldsmiths, the Association of Icelandic Landscape Architects, The Association of Icelandic Visual Artists, the Icelandic Contemporary Photography Association, the Association of Icelandic Illustrators, the Association of Product- and Industrial designers, Grafía, Iceland Design Centre, the Icelandic Printmakers Association, the Icelandic Pottery Association, the Association of Professional Photographers in Iceland, Reykjavík Sculpture Association, the Art Association, the Association of Icelandic Visual Artists, the Icelandic Textile Association.

Members belonging to the above associations are considered to have met requirements for membership and automatically become members of Myndstef, if they have given their specific and provable consent for such membership. Such consent is considered given when the beneficiary is accepted by one of the member societies, provided that the beneficiary has received satisfactory information regarding obligations and rights of membership.

Visual artists are allowed to opt out of membership but gain a so called individual membership, if they have interests relating to the public presentation and other comparable use of their works. In such cases members must sign a power of attorney stating in which manner Myndstef should represent their rights in connection to reuse of works or copyright. Such a form can be found on the homepage of Myndstef and its signature grants membership according to the role and obligations of Myndstef, including access to free legal advice.

Legal successors or heirs to deceased artists must likewise turn in a power of attorney to Myndstef, following internal agreement regarding who shall represent the heirs in cases where there is more than one. The power of attorney will automatically become void 70 years after the death of the author.

Myndstef represents foreign authors by power of attorney, or in accordance to reciprocity agreements between Myndstef and other copyright societies.

The Council may decide that individual members of Myndstef may form a group and nominate a representative to the Myndstef's Council and Board, cf. Art 3. The same principle applies to membership of heirs and other legal successors that have obtained copyright by gift or inheritance.

In order for an application to resign from the association to be valid, it must be received by the Board with at least six months' notice from the beginning of the year. Furthermore, the Board is authorized to deny a member individual membership, if he does not qualify for such membership, as well as expelling a member from the association if he has been found guilty of violating its Articles of Association or membership mandate.

Regarding membership to Myndstef, otherwise then here stated, the membership rules of Myndstef apply, as they are at any given time.

### **Art. 3 Representative body**

Each member association nominates a main member and deputy member to the Myndstef Council. Member associations shall notify Myndstef in writing of the nomination of representatives, which will remain in effect until withdrawn in writing. Revision of the total number of representatives at the Council shall take place if the body of representatives exceeds 20.

The main duty of the Council is the broad discussion of Myndstef's tasks and policies, cf. Art. 1 of these Articles of Association. The Council also supervises the association's activities, as well as voting/nominating 2 Board members to the Board of Myndstef. Proposals with nominees for Board membership must be handed in to Myndstef's office in good time before the General meeting each year.

The Council nominates its own Chairman. Meetings of the Council are chaired by the Chairman of the Board and shall not pass resolutions on matters which are not specified in the announcement of the meeting. Voting is decided by a simple majority unless otherwise agreed. Minutes of Council meetings shall be kept.

The Council shall assemble at least once a year at the General meeting. Otherwise Council meetings shall be held when requested by the Board or at least two member associations. Announcements of Council meetings shall be made in writing with at least two weeks' notice. The agenda shall be specified in the announcement of the meeting.

#### **Art. 4 Board**

Sím, Iceland Design Center and the Association of Professional Photographers in Iceland vote/nominate three Board members from their own ranks - one from the ranks of photographers, one from SÍM (Association of Icelandic Visual Artists), and one member from Iceland Design Center. The Board is then comprised of 5 members on the whole, 3 voted as stated above, in addition to the 2 members the Council has voted for. Each member of the Board appoints a deputy. At the first Board meeting following the General meeting a Chairman is voted for by the Board.

The Board manages Myndstef's Activities. Board meetings shall be announced with three days notice in writing, stating the agenda. A Board meeting must be held if requested by the Chairman or two members, or if a formal request to that end is put forth by the Council. A Board meeting is considered legitimate if it is legitimately announced and attended by a majority of main and/or deputy members. Voting at Board meetings is decided by a simple majority. Minutes of Board meetings shall be kept.

The Board handles Myndstef's day-to-day operation and in this respect may decide on the operation of office facilities and make contracts of appointment for staff, for example hire a managing director to handle day-to-day operations, the associations finances, accounting, correspondence and other matters of that nature, as well as a lawyer to handle contracts and consultation for members. Furthermore, the Board has final decision regarding suggestions or complaints from members or Council members pertaining to Myndstef's operations, allocation or other matters relating to the associations management or work procedure. The Board appoints representatives to sit on boards, councils and committees in which Myndstef may be involved. If votes are cast equally the chairman's vote determines the result.

The Council is entitled to appoint an observer to attend Board meetings with the right to speak and make proposals if so deemed necessary, the same right is extended to employees of the association in regards to Board meetings.

#### **Art. 5 General meeting**

The Council shall hold an annual meeting in spring each year, though no later than by the end of June. A General meeting is considered legitimate if it is legitimately announced. All valid members of the association, according to the membership register, have the right to attend General meetings.

The General Meeting shall be advertised with reasonable notice, at least 10 days prior.

The agenda of the annual meeting shall be as follows:

1. The Board's report, presented by the Chairman of the Board, which will become part of Myndstef's yearly transparency report.

2. Presentation of audited accounts for consideration, which will become part of Myndstef's yearly transparency report.
3. The Chairman of the Council presents the yearly supervisory report of the Council.
4. Individuals responsible for day-to-day operations of the joint administrative agency put forth a so called file of interests.
5. Presentation of nominations of Board members and deputy members.
6. Mynstef's tariffs presented for consideration.
7. Election of two auditors, at least one of whom shall be a state certified public accountant.
8. Other matters.

All binding decisions of the General meeting must receive a majority of votes.

Myndstef's yearly transparency report will be published on its homepage following the General meeting.

#### **Art. 6 Finance**

The funds that the association collects shall be allocated as far as possible to the respective copyright holders. Allocation takes place at least four times a year. Collection costs will be deducted from the allocation.

The Board is authorized to allocate funds which by their nature cannot be allocated directly on an individual basis in the form of grants to working visual artists after the associations operating costs have been deducted. Allocation due to extended collective licensing abides by these rules.

Members as well as non-members can apply for grants. The Board appoints an allocation committee that decides grants in accordance with allocation rules. The Board shall consult the state certified public accountant of the association before a decision is made regarding the amount which will be allocated in the form of grants.

The Board can decide on allocation of grants to member associations for special projects under their supervision.

## **Art. 7 Disputes**

Any dispute that may arise concerning a decision by the Board on the handling and sharing out of the association's funds shall be referred to a special tribunal, after it has been discussed by the Council and the Board. The tribunal shall also rule on matters concerning refusal of applications for membership and disputes between member associations concerning interpretation of Myndstef's Article of Association.

A summons shall be sent to the tribunal no later than two months after the Board has dealt with it and the outcome been made known to the relevant parties. In other respects, proceedings are subject to the rules on civil actions in district courts. The above tribunal shall comprise a panel of three persons nominated by the Chief Justice of Reykjavík Municipal Court for a term of two years at a time, of whom at least two shall be lawyers and one of them an expert on copyright law.

## **Art. 8 Entry into force**

These Articles of Association enter into effect when they have been approved with a majority of the votes at the first Council meeting. Amendments to them require three-quarters of votes at the annual Council meeting, with a quorum of representatives for four-fifths of member associations.

**Reykjavík, 26th of February, 1993**

**The Articles of Association where amended the 12th of September 2018**

**The Articles of Association where amended at the General meeting of the association the 28th of May, 2019**