

**DRAFT CONSTITUTION**

**FOR**

**GAMBIA ASSOCIATION OF MUSIC PRODUCERS AND PROMOTERS (GAMPP)**

**PREAMBLE**

Born in the dire need of a vibrant Music Industry for the Gambia and in compliance with the National Centre for Arts and Culture’s mandate for the execution of the Copy Right legislation, the Music Promoters and Producers are in formation of an Association for those who are producing musical instruments in recording and all other fields/ sectors in the development of the Music Industry such as Private Audios, Audiovisual Products, CD Rom Recording Companies, Television Productions, Multimedia Distributions, Albums Cassettes, Signature Tunes, Jingles, Commercial Advertisements, Stage Shows, Live performance, Broadcast, etc., and it shall, in the following rules, be referred to as the "Gambia Association of Music Producers and Promoters" AND for brevity’s sake “GAMPP”.

**RULE NO: 1**

The name of the Association shall be **GAMBIA ASSOCIATION OF MUSIC PRODUCERS AND PROMOTERS,**  
**(GAMPP), WITH**

The registered office at .....

**MISSION STATEMENT..**

**To inspire, innovate and achieve financial success with ending worth.**

**RULE NO: 2**

**OBJECTIVES:**

The objects of the Association shall be:

- a. [I] To be a Non-Political and Non Partisan Association.
- [II] To produce, organize, unite and assist the Professional music producers and promoters engaged in, as mentioned in the Preamble and to conduct, control, regulate and guide their relations with their employers/employees.
- [III] To try directly to inform its members for music recording dubbing, shows, etc. and live performances, as required by the [ Producers, Promoters and Recording Companies]

- b. To secure to the members fair conditions of life & services.
- c. To try to redress their grievances.
- d. To try to prevent any reduction of wages, and if possible to obtain an advance whenever circumstances allow;
- e. To endeavour to settle disputes between employers and employees amicably so that a cessation of work may be avoided;
- f. To endeavour to provide against sickness, unemployment, infirmity, Old Age and Death.
- g. To endeavour to secure compensation for members in cases of accidents under the workman's compensation act;
- h. To endeavour to provide legal assistance to members in respect of matters arising out of, or incidental to their employment;
- i. To endeavour to render aid to the members during any strike or a lock-out brought about with the sanction of the Association.
- j. To obtain information in reference to the Musical industry in the Gambia and abroad;
- k. To co-operate and federate with organisations [of artistic genres] particularly musical or having similar objects, in Gambia and abroad;
- l. To help secure royalties fairly, in accordance with the Gambia Copy Right Act, for its members;
- m. Generally, to take such steps as may be necessary to ameliorate the social, economic, civic and political conditions of the members.

**AIMS: RULE NO: 2**

- B. I] For the attainment of these objects, the Association may organize centres in various localities.
- II] To promote, improve and maintain the high standards for the production of Professional musical competence, conduct, and integrity.
- III] To foster brother-hood among the stakeholders of Copy Right and other artistic genres with similar interests through the Confederation and all other sectors mentioned to promote and safe guard the economic and cultural interest of its members.

- IV] To affiliate, to amalgamate, cooperate or federate with any organization as may be decided by the General Body.
- V] To negotiate with state and/or Central Govt. for the enactment of suitable legislations for adequate safe guards, of the interest of the members and furtherance thereof.
- VI] To endeavour to get it's recognition from the Govt. approach Minister of Tourism and Culture for unemployment, Insurance Scheme, Artists Endowment Funds, Performing Rights, Intellectual and Royalty Rights from users and employers also protection of performers of the members rights globally [individually or collectively]
- VII] To engage in such other legitimate activities as such are incidental and conducive to the attainment of the aforesaid objects.
- VIII] To render justice and equality and promote the welfare of all its members and shall not discriminate any member on grounds of caste, creed, [religion] race & sex.
- IX] To respect and uphold the dignity and respect the ideals of the Association and render his/her professional services to the Association when called upon to do so.
- X] Do all such things specified herein, to the attainment of the objects of the Association.
- XI] To provide standard contracts.

## **ADMISSION OF MEMBERSHIP**

### **RULE NO: 3A [ELIGIBILITY]**

Definition of GAMPP membership means a member, who contributes with his/her professional skills in the capacity of PRODUCING a playing professional musical player and who render their professional services, towards making a Private Recording, Albums Cassettes, and CD Rom Recording Companies, Jingles, Commercial Advertisements, Signature Tunes, Stage Shows, Live broadcast, etc, and all types of Recording Companies, etc, for commercial purposes.

### **Definition of Music Producer, Executive Producer and Concert/Event Promoter**

#### **MUSIC PRODUCER:**

an individual who either directs arranges, composes, creates, writes, or organizes a musical production. generally a music producer oversees the creation of a music recording.

A music producer has many roles that may include, but are not limited to, gathering ideas for the project, selecting songs and/or musicians, coaching the artist and musicians in the studio, controlling the recording sessions, and supervising the entire process. Music producers also often take on a wider entrepreneurial role, with responsibility for the budget, schedules, and negotiations.

#### **EXECUTIVE PRODUCER:**

an individual who either finances, directs, or organizes a musical production. generally an executive producer oversees a project's finances.

An executive producer is usually a person within a record label who works in senior management, making executive decisions over the label's artists. Their role varies greatly but in essence, they can oversee one, or many, aspects of a record label, including contracts, management, publishing, production, manufacture, marketing/promotion, distribution, copyright, touring, as well as other things.

**CONCERT PROMOTER / EVENT PROMOTER:**

an individual or company responsible for organizing a live concert or special event performance. The event promoter makes an offer of employment to a particular artist, usually through the artist's agent, manager, or record label. The promoter and agent then negotiate the live performance concert.

The event promoter assumes all the financial risk in putting on a show, so compensation also depends on how successful the promoter is at negotiating with vendors and creating sold-out shows. Additionally, in-depth knowledge of their operating market and audience characteristics are critical success factors for any event promoter.

Included among the promoter's various job responsibilities are:

(1) obtaining venue, concert hall, entertainment centre, theater, nightclub or arena bookings; (2) pricing the event or tour; and (3) providing air, sea or land transportation (optional).

However the promoter must have upfront cash and or sponsorship financing to pay for advertising the tours of the artists. Such advertising costs, commonly include television and radio advertisements, posters, newspaper and magazine adverts, online marketing and so on.

**RULE NO: 3B**

However in exceptional cases of outstanding calibre [or in case of prodigy] age and educational qualification may be relaxed. The application for membership shall be scrutinized by the Managing Committee who shall arrange for an audition with regard to the Musical Production abilities of the applicant in the sector of his/her choice before a panel of three or more distinguished and competent judges appointed by the Managing Committee, for the above Audition. The applicant shall be accepted as a member if he/she is successful at the audition according to his/her ability as per the decision of the judges which shall be final and binding. The successful candidate will be eligible to become a Member on payment of fees which are non-refundable as per the fee structure mentioned below

**RULE NO: 3C**

**[I] MEMBERSHIP FEES**

Registration Fees payable is D 1000 one time.

Yearly membership fees is D1000.

However a Paying member shall be entitled for any benefit of the Association and shall have all rights to be in the Managing Body and shall have voting rights.

The above fees may be enhanced by the Association as per the decision of the General Body from time to time.

#### **RULE NO: 3 D**

If the membership [application] is granted, a copy of the Rules Book will be supplied at a nominal charge, to the member together with a Membership Card and he/she shall be deemed to know and shall be bound by the Rules and Regulations or any alterations thereof or rulings thereon which are duly made from time to time.

#### **RULE NO: 3 E**

A member desiring to resign may submit his/her resignation which may be accepted by the Managing Committee subject to settlement of any dues to be recovered from him/her.

#### **RULE NO: 3 F**

#### **ADMISSION OF HONORARY MEMBERS**

Eminent persons who are not eligible to become ordinary member of the Association may be admitted as honorary member of the Association for purposes of being elected or co-opted to the Managing Committee and he/she shall be honorary member of the association

Such Honorary member may be re-elected for another term of 1 year as may be decided at the Annual General Body Meeting from time to time.

An honorary member may attend and speak at the meetings only by invitation, and shall not be entitled to vote in any meeting.

#### **FINES, FORFEITURES & EXPULSIONS**

#### **RULE NO: 4**

An ordinary member who fails to pay his annual subscription on or before (designated date) shall be deemed to have ceased to be a member. However he/she may apply for a fresh membership as per clause No. 3A.

#### **RULE NO: 4A**

A member may be expelled from the Association by the vote of not less than three fourths of the members present and voting at a General Body Meeting of the Association on a motion that in the opinion of the meeting, such member has been guilty of embezzlement or defalcation of the

funds of the said Association or moral turpitude in context of the affairs of the said Association or of persistently harassing and /or unnecessarily troubling the Association or any of its office bearers and/or persistently indulging in activities detrimental to the working of the Association or against its interest or reputation.

**RULE NO: 4B**

The Managing Committee shall give a member one month's written notice of the proposal to expel him. The member's explanation, if any, shall be placed before the General Body Meeting for consideration.

**RULE NO: 4C**

The decision of such General Body Meeting as to what constitutes moral turpitude on the part of a member in context of the affairs of the said Association will be final.

**RULE NO: 4D**

2<sup>nd</sup> chances (examine the wording please)

**RULE NO: 4E**

No member shall decide upon or take any course of action [publicly] against the policies and interest of the association.

**BENEFITS.:**

**RULE NO: 5**

**FAMILY BENEFIT FUND**

Only a Royalty member will be entitled for Family Benefit Fund to his/her nominee on completion of five years as per tabulation set up by the General Body from time to time.

**RULE NO: 7**

A member of the Association who is in arrears with his subscription or dues shall not be entitled to any benefits unless and until all arrears have been paid

**RULE NO: 8**

Should the members of the association go on strike without the sanction or approval of the Managing Committee, they shall not be entitled to any benefits whatsoever.

**REGISTER OF MEMBERS**

## **RULE NO: 9**

The Association shall keep a register of all its members containing their names and particulars of their identification.

## **RULE NO: 10**

The register shall be open to inspection by any member or officer of the Association at the Head Office during the hours which the office of the Association is open on any week day excluding holidays. [With prior permission from the Managing Committee]

## **OFFICE BEARERS**

### **RULE NO: 11**

[I] The Association shall have a President, a Vice President, an Executive Secretary, an Assistant Secretary, Treasurer, Internal Auditor and Public Relations personnel. All of them shall be elected at the Annual General Body Meeting of the association for **One Year** and they shall be eligible for re-election after a 1 year term.

[II] All of them should have sound administrative abilities and at least 3 years experience in Music production and/or Promotion.

[III] Such office bearers shall not be entitled to act as such if he or she, at the time of election is convicted by a Court in the Gambia of any offence involving moral turpitude and sentenced to imprisonment unless a period of five years has elapsed since his release or unless he is acquitted of the charge, whichever is earlier.

## **MANAGEMENT OF THE ASSOCIATION**

### **RULE NO: 12**

The Managing Body, subject to the provision of section 21 of the Registrar of Associations Act, 1997, the affairs of the Association, financial and otherwise shall be conducted by a Managing Committee consisting of the office bearers and five other members appointed as the Administrative staff of the Secretariat.

[a] Any Two Committee members preferably office bearers shall be appointed by the Committee from among themselves before the AGM to be in the next incoming

administrative staff, to keep smooth transition/continuity in the affairs of the Association.

[b] The Managing Committee shall be the sole custodian/guardian and shall be responsible to protect the interest of the association and its members.

## **VACANCIES AND REMOVALS**

### **RULE NO: 13**

Should a vacancy occur among the office bearers or the members of the Managing Committee, it shall be filled by the Managing Committee by co-opting a registered member of the association.

### **RULE NO: 14**

Any Office Bearer of the Association or a member of its Managing Committee can be removed by the General Meeting of the members by a three fourth majority for committing any fraud or having acted against the interest of the Association provided the office bearer or the member is given adequate opportunity to explain his conduct. Any office bearer of the Association or member of the Managing Committee shall de facto be deemed to have vacated his office if he should fail to attend THREE consecutive meetings of the Managing Committee without prior leave of absence granted to him by the Managing Committee.

## **MEETINGS OF THE MANAGING COMMITTEE & ITS POWERS**

### **VACANCIES AND REMOVALS**

### **RULE NO: 15**

The Managing Body shall meet at least once every 3 months and on a need to meet basis on such days and such places as may be fixed by the Secretaries in consultation with the President.

### **RULE NO: 16**

The presence of at least 3 members of the Managing Committee shall be necessary to form a quorum and a minimum of 5 if it involves voting. All arranged meetings shall be done through physical media. No quorum is necessary for adjourned meetings.

### **RULE NO: 17**

At least three day's notice shall be given for a managing Committee meeting.

### **RULE NO: 17A**



The Managing Committee shall be authorised to take decisions in all matters of the Association keeping in view the interest of its members for their benefit and that of the Association, & its decisions, in all such matters shall be binding on all the members.

**RULE NO: 17B**

No office bearer or member of the Managing Committee of the Association shall divulge any proceedings of the meetings, and report or represent the Association or issue statements unless he/she is authorised to do so by the Managing Committee.

No important documents of the Association shall be taken out of the office without any prior permission of the President/ Executive Secretary or Two Office Bearers.

**RULE NO: 17C**

Members compulsorily shall have equal self-respect for each other, any insult or defamatory remark shall be taken to task.

**DUTIES OF THE OFFICE BEARER RULE NO: 18**

The President and Vice President:

The President shall preside over all meetings of the Association and of the Managing Committee, preserve order, sign all minutes and shall be allowed to give a casting vote only. The President shall have power, if necessary to call special meetings of the Managing Committee and or of the Association, whenever necessary One of the Vice Presidents shall function in the place of the President in his absence.

**RULE NO: 19**

The Executive Secretary and Assistant Secretary:  
Shall;

- [a] take minutes of all Association and Managing Committee meetings.
- [b] Convene all meetings;
- [c] Conduct all correspondence;
- [d] Together with the Treasurer prepare the Annual Balance Sheet;
- [e] Be responsible for the submission of all returns and notices that should be sent to the Registrar of Copy Right, Companies and Taxes.
- [f] In consultation with the President and with the approval of the Managing Committee engage such Assistants as may be necessary for organising and clerical purposes and

all such staff shall be under the direct control of the Executive Secretary.

**RULE NO: 20**

**The Treasurer:**

The Treasurer shall maintain and/or cause to maintain all accounts of the Association and shall make all payment, with the respective signatories, on the Authority of the Managing Committee. He shall essentially be one of the Office Bearers who shall operate the Association's funds and bank accounts and be directly responsible for all monetary transactions of the .Association

**GENERAL MEETINGS: RULE NO: 21**

The Managing Committee shall hold 2 general meetings every 6 months of all the members of the said Association to transact the following business;

- [a] to adopt the report of the work done by the Association and the audited statement of account ;
- [b] to select the office bearers, and other members of the Managing Body at the end of the term.
- [c] to transact such other business as may be brought forward with the permission of the President.

**RULE NO: 22**

The President may call a General Meeting of the members of the said Association whenever he thinks necessary and shall call it on a requisition signed by one fifth of the total strength of the Association within twenty days of the receipt of the requisition.

**RULE NO: 23**

At least fifteen days notice shall be given to the members, of the said Association for such a General Body Meeting by displaying the same on the notice board of the association's administrative office and on the press.

**RULE NO: 24**

The presence of at least one fourth members shall be necessary to form a quorum at a General Body Meeting. No quorum is necessary for adjourned meetings.

**RULE NO: 24[a]**

Any questions or information sought on the statement of accounts and the Managing Committee report, by the members, should be sent to the Association in writing at least 7 days prior to the date of meeting, to enable the office Bearers to give a clear and precise answer to the question.

#### **GENERAL FUNDS: RULE NO: 25**

[I] The General funds of the Association shall consists of Membership fees, Admission/Administrative / members Benefits Fund/Donation/Service Charges on Royalty Collections, event ticket sales and event merchandising, etc ..., which shall be deposited in a Bank or Banks in Savings or Fixed Deposits, in the vicinity of the Association approved by the Managing Committee by its resolution in the name of the Association. The said account shall be operated by the Executive Secretary, Treasurer and any of the President or Vice Presidents.

[II] The Managing Committee in its first meeting shall pass a resolution incorporating the names of the Office Bearers who shall so, operate the funds of the Association, In case of death or incapacity or expulsion, vacancy of such office bearers of the Managing Committee shall modify its said resolution to co-opt fresh office bearers for such purpose only.

[III] The Treasurer shall not keep more than D 10,000 at any given time with the office for current office expenses, which shall be revised by the association from time to time.

#### **OBJECTS ON WHICH THE GENERAL FUNDS CAN BE EXPENDED**

##### **RULE NO: 26**

Subject to the provisions of section 15 of the Act the General Funds of the association shall not be spent on any other object than the following namely:

[a] the payment of salaries, allowances and expenses to officers of the Association;

[b] The payment of expenses for the administration of the Association.

[c] the prosecution or defence of any legal proceedings to which the Association is a party when such prosecution or defence is undertaken for the purpose of securing or protecting any rights of the Association, as such or any rights arising out of the relations of any member with his employer/employee.

[d] The conduct of Trade duties, insurances and taxes on behalf of the Association.

[e] A charitable family fund for members affected by death, old age, sickness and/or accidents.

##### **ANNUAL AUDIT RULE NO: 27**

The Association shall make due provision for the Annual Audit of the accounts of the Association by competent Auditors appointed by the Managing Committee.

#### **INSPECTION OF BOOKS OF ACCOUNTS RULE NO: 28**

The Books of Accounts of the Association shall be open to the inspection of any member or officer at the Head Office of the association, during the hours which the office of the Association is open (9am to 5pm) on any week day (Monday to Friday) excluding holidays, on an application to the Managing Committee.

#### **DISSOLUTION**

General consensus of the membership shall be sort before it takes effects and pending to dissolution all assets shall be transfer to charities in four parts.

**AS AMENDED THIS.....DAY OF ....., 2012, BY A SPECIAL GENERAL BODY.**