

# MAURITIUS SOCIETY OF AUTHORS

## STATUTES 2018

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### **Section 1 – Name**

The Society shall bear the name of:

“Mauritius Society of Authors” and hereinafter referred to as “MASA”.

### **Section 2 – Interpretation**

“Associate member” means:

A person who is a copyright owner in respect of a work satisfying the criteria for membership but who has deposited a work which had not yet generated economic rights up to rupees 50,000/-;

“Author” means the natural people who created the work;

“BIEM” means Bureau International des Sociétés gérant les Droits d’Enregistrement et de Reproduction Mécanique ;

“Board” means the Board of Mauritius Society of Authors – MASA;

“CISAC” means International Confederation of Societies of Authors and Composers;

“Copyright” has the same meaning as defined in the Copyright Act 2014;

“Copyright owner” means where–

- (a) the economic rights are vested in the author;
- (b) the economic rights are originally vested in a natural person other than the author or in a legal entity, that person or entity;
- (c) the ownership of the economic rights has been transferred to a natural person or legal entity, that person or entity;

“CMO” means Collective Management Organisation

“Equitable remuneration” means –

- (a) such remuneration as may be prescribed; or
- (b) where no such remuneration has been prescribed, such remuneration as may, in default of agreement between the relevant parties, be determined by a recognized dispute settlement mechanism or a court of law;

“Depositor” means a person having deposited an unpublished work which generates no remuneration;

“Dormant Member” means any member or associate member who has not received any royalties from MASA for five consecutive years;

“IFRRO” means International Federation of Reproduction Rights Organisations;

“Mauritius” means the territory of the Republic of Mauritius;

“Member” means a person or legal entity satisfying the criteria for membership whose work is exploited and generates economic rights exceeding rupees **50,000/-**;

“Society” means -Mauritius Society of Authors–MASA;

“WIPO” means World Intellectual Property Organisation;

“Work” means a production in the musical, artistic, literary, dramatic, audio-visual, visual art, photographic, lecture, scientific and computer programs;

### **Section 3 – Legal Domicile**

3.1. MASA shall have its legal domicile at MASA House, Avenue des Artistes, Beau-Bassin, Mauritius.

3.2. Representation

The MASA shall be validly represented by the Director or his representatives in any matter, litigation, suit, civil proceedings and/or criminal proceedings.

### **Section 4 – Assignments of Rights**

4.1. Every member or associate member shall, on admission assign or cause to be assigned to the Society all rights to be administered on his behalf.

4.2. Each assignment to the Society pursuant to Article 4.1 shall be in such form as the Board may from time to time prescribe and shall operate for and during the period of membership.

4.3. (i) The rights to be administered by the Society on behalf of a member shall be those listed in Section 45(i)(a) of the Copyright Act 2014 and such other rights, or such parts of the rights mentioned in the aforesaid section as the Board may direct.

(ii) Any decision that the Society shall administer rights other than performing rights shall be binding upon any member at the time of the decision unless the latter contests, in writing that the decision shall not apply to him.

4.4. (i) By virtue of the assignments of his rights to the Society every member or associate member shall entrust to the Society, the sole power and authority to institute civil proceedings and report such matter to the police against all persons infringing the said rights.

(ii) If the Society in its discretion thinks fit to defend or oppose any proceedings taken against any Member in respect of such rights it may compound, compromise, refer to arbitration or submit to judgement in any proceeding, and generally to represent the members in all matters concerning the said rights.

4.5. A member may at any stage of the procedure in relation to any infringement of Copyright or any other law, require that an action initiated by the Society on his behalf be discontinued. He shall refund the Society any expenses already incurred therefor.

- 4.6. With respect to members of the MASA and those of the CISAC, each and every member/associate member shall be required to fill in the log sheet which will be used for its distribution exercise prior to or after a public performance and return it to the Society within a delay of three months. The same rule shall be applied to event organisers.
- 4.7. (i) A member/associate member shall declare that he is the genuine creator of his work and guarantee that the work is neither a plagiarism nor a copy – in part or full – of some other works.
- (ii) The member shall produce a proof of the work to the Society.

## **Section 5 – Requirements – Members/Associate Members**

- 5.1. MASA shall administer the rights of authors, other copyright owners or exclusive licensees (hereinafter called “the right-holders”) registered with the Society and henceforth mandate it with such administration.
- 5.2. A member, associate member or depositor shall mandate MASA in writing, which mandate shall include the assignments or transfer of the rights to MASA for a determined period.
- 5.3. MASA is under no obligation of providing a mandate as at 5.2.
- 5.4. Membership/Associate membership may apply:
- (i) In the case of authors, to all works that have already been or may in the future be created by them;
  - (ii) In the case of publishers, to all works on which they have acquired copyright;
  - (iii) In the case of heirs and their legal representatives, to the copyrights which have been transferred to them.
- 5.5. Works which an author or publisher does not wish to entrust wholly or partly to the Society may be excluded from the operation at 5.4 above.
- 5.6. The membership of an associate member shall be valid for all countries in which the associate member may enjoy copyright at the time when the mandates are granted.

## **Section 6 – Equal Treatment**

- 6.1. MASA shall observe the principle of equal treatment in dealing with all the rights it administers.

## **Section 7 – Membership**

- (i) The membership of an author, publisher, producer and/or copyright owner shall commence on the 1<sup>st</sup> day of the month following the decision of the Board to accept him as member or associate member.
- (ii) Membership shall within a period of three months be approved by the Board on the recommendation of the Director under such terms and conditions as may be decided by the Board.

- (iii) For a publisher to be eligible for membership he should have published at least five Artistic, Literary or Scientific Works.
- (iv) Members are deemed to produce adequate documents for proof of works. In case MASA is not satisfied with the document submitted, the party should endeavour to resolve the matter.

## **7.2. Subscription Fees**

- (a) The Board may determine a membership fee to be paid at the time of application to the MASA.
- (b) The amount for such fee shall be fixed by the Board.

## **7.3. Membership of the MASA shall cease by:**

- (i) winding up of business;
- (ii) disposal of interest;
- (iii) decision of the Board;
- (iv) the death of the member or associate member;
- (v) in case of gross misconduct and after disciplinary proceedings as provided in the Rule;
- (vi) transfer of membership;
- (vii) Resignation.

## **7.4. Resignation**

Notice of resignation must be submitted in writing at least three months in advance at the registered office of the Society. All encumbrances and dues to the Society must have been cleared before any withdrawal by any member, failing which membership will automatically continue.

## **7.5. Dormant Member**

A Dormant Member shall not have the right to vote or be entitled to stand as candidate in the General Assembly.

## **7.6. Membership – Conditions**

MASA shall accept as members and associate members:

- (a) authors/composers/arrangers/publishers/play writers/ visual artists and copyright owners who are –
  - (i) Citizens of Mauritius or
  - (ii) Resident of Mauritius for at least one year.
- (b) Publishers having invested in Mauritius, provided that only one publisher in a publishing company shall be eligible for membership.

(c) Exclusive Licensees and Performers.

### **7.7. Transferability**

Membership shall not be transferrable.

### **7.8. Take-over of Publishers**

On the take-over of a publishing house, membership shall be passed on to the transferee provided that the requirements for membership are fulfilled.

## **Section 8 – Administration of Copyright and Related rights**

### 8.1. Administration of Copyright –

- (i) MASA may offer its services to Copyright Owners of the Republic of Mauritius and other countries.
- (ii) It shall ensure that the copyright fees resulting from the use of works can be collected with minimum cost.
- (iii) It shall as far as possible, perform its tasks in collaboration with stakeholders in all areas of intellectual property.
- (iv) MASA may authorise any applicant, in return for an appropriate royalty, the use of a protected work.

8.2. The economic rights (herein called “the rights”) to be administered by the MASA shall be determined by the Board.

8.3. MASA shall exercise all rights that are assigned or transferred to it. It shall be the competent body to deal with all legal businesses, to institute legal proceedings and to effect compromises regarding Copyright and Related Rights.

8.4. It may refuse such assignment or transfer of rights if the applicant fails to abide by or distort in any way or manner in the use of protected works, or if he is unable to offer sufficient guarantee for the payment of the royalties.

8.5. MASA shall draw up and publish general applicable fees for the various kinds of uses.

8.6. It may waive claims to such rights if, under special circumstances, it appears inopportune to assert them.

8.7. MASA shall safeguard such rights as assigned to it by authors, composers, publishers, play writers, visual artists, or any copyright owners or transferred to it by foreign societies.

8.8. For the fulfilment of its duties and objectives abroad, the Mauritius Society of Authors shall forfeit the rights assigned to it and transfer same to foreign sister societies.

8.9. The Mauritius Society of Authors may become a member of international associations and/ or organisations.

8.10. MASA shall administer over the whole world or such part or parts thereof, any works or parts of works, present and future, of which its members are the authors, composers, publishers, play writers, visual artists or any other copyright owners.

8.11. MASA may exercise and enforce the rights of its members and/or any member of any sister society pursuant to the terms of any reciprocal agreement or contract now existing or which may hereafter be made between the MASA and such affiliated Society.

8.12. MASA may exercise and enforce rules governing copyright belonging to persons who are not members or associate members of the Society or members of any affiliated Society pursuant to the terms of any contract which may be made between the Society and such persons.

8.13. Every member or associate member shall, for and during the period of membership, empower MASA in writing:

- (i) to authorise, permit or forbid the exercise of the rights to be assigned by MASA on behalf of the member;
- (ii) to grant licences on his behalf for the exercise of such rights;
- (iii) to collect fees, subscription, or monies whether for authorised use of any members' works, or by way of damages or compensation for the authorised use of such works;
- (iv) to institute and initiate proceedings against all persons infringing the said rights and, if the Society in its discretion thinks fit, to defend or oppose any proceedings taken against any member in respect of such rights and to compound, compromise, refer to arbitration or submit to judgement in any such proceedings, and generally to represent members in all the said rights;
- (v) to protect generally the said rights in the member's works; and
- (vi) to delegate authority to do any act as aforesaid to any Affiliated Society and to any agent or representative in territories overseas, for the purpose of exercising the said rights in such territories.

## **Section 9 – General Assembly**

9.1. The MASA shall hold an Annual General Meeting in addition to another meeting during that year and not more than three (3) months after the close of financial year.

9.2. No business shall be transacted at any General Assembly unless a quorum representing one fifth of the Member is present at the time of the opening of the Meeting.

9.3. Subject to clause 9.1, the AGM and any other general meeting shall be held at the time and place as the Board shall approve.

9.4. In case of lack of quorum, within thirty (30) minutes after the time appointed for the Meeting, the General Assembly shall be adjourned to a date to be fixed by the Board and which shall not be less than one (1) week but not more than three (3) weeks after the adjournment.

- 9.5. Each member shall have one vote in the General Assembly.
- 9.6. The General Assembly shall be presided over by the Chairperson of the Board and in his unavoidable absence by one of its members to be appointed by the Board.
- 9.7. The General Assembly shall have the powers to:
- (i) elect members of the Board in accordance with the Copyright Act and the Statute of the Society;
  - (ii) approve the accounts of the Society;
  - (iii) ratify the allocation of fund disbursed:
    - (a) In favour of members for their social welfare,
    - (b) For cultural promotion,
    - (c) For provision to the Provident and Benevolent Funds.
  - (iv) decide upon the administration of other rights and works;
  - (v) change, modify and amend the present Statute;
  - (vi) deal with any cognate matters put before the Annual General Meeting by the Board.
- 9.8. The Society shall call for a General Meeting with associate members and members once a year to review the activities of the Society and ratify a programme thereof for the following year.
- 9.9. (i) The date of the General Assembly and General Meeting shall be communicated to members at least one month in advance;
- (ii) Pursuant to the above, the Board shall convene the members to the said meeting in writing at least 15 days before it is held.
- 9.10. The Board may convene an extraordinary General Assembly to deal with any urgent and important matters which it deems fit to be put before the Assembly.
- 9.11. (i) It shall be the Board's duty to convene an extraordinary General Assembly at the request of at least 50% of the Compliant Members or by vote during a General Assembly;
- (ii) The request shall be in writing and the holding of the extraordinary General Assembly shall be within a delay of 45 days from the date of the receipt of the request and shall include an agenda specifying clearly the matters or motion to be determined;
- (iii) In case a motion has been presented for an amendment to the Statutes, the particulars of the amendment as well as the text to be modified and the proposed one shall be appended therewith.
- 9.12. Except so far as the law may provide the General Assembly with due quorum shall be competent to pass any resolution by simple majority except for the following decisions which shall require a two-third majority:

- (i) the administration of other rights; and
- (ii) the modification of the Statutes.

- 9.13. (i) Unless otherwise required votes at the General Assembly or any other meeting shall be carried out by raise of hand;
- (ii) However, if requested by the Chairperson of the meeting or one tenth of the members present, votes shall be held by secret ballot;
- (iii) In case of equality of votes whether on show of hands or on poll, the Chairperson of the meeting shall be entitled to a casting vote;
- (iv) Abstention shall not be counted as votes.

### **Section 10 – Voting**

- 10.1. Election of members to serve on the Board shall be made during a General Assembly which shall be fixed by the Board.
- 10.2. (i) All members eligible and present at the General Assembly shall be entitled to vote at any election held by the Society.
- (ii) Any member may be represented by proxy.
- (iii) The proxy shall be a member of MASA but can only be so for one member subject to Section 20 Para. 20.4(d).

### **Section 11 – Eligibility to stand as Candidate**

- 11.1. To be eligible for election a candidate must be a member of the Society.
- 11.2. Subject to the following, no member shall be eligible to stand as candidate in more than one field-
- (a) A member willing to stand as candidate in music category must have received royalties during the last two distributions prior to the date of election;
  - (b) For Literature and Journalism - candidates whose work has been published at least once;
  - (c) For Audio-visual and theatrical - candidates should have deposited and performed at least 5 Audio-visual or theatrical works;
  - (d) For Publishers – Candidates should have published at least 5 Artistic, Scientific and Literary works;
  - (e) For Other Works candidates must satisfy the criteria fixed by the Board with evidence of knowledge and proof of work in any field on copyright matters other than the two above mentioned fields;



- (f) To be eligible to stand as candidate, a member should be an active contributor to the Society as far as authors and related rights are concerned.

## **Section 12 – Tenure of Office**

12.1. The elected members shall hold office for a continuous period of 3 years and shall be eligible for reappointment and re-election for one additional term.

12.2. The Board shall hold the next AGM within three (3) months of the expiry of the three (3) years for election of new office bearers.

12.3. In case of death, resignation, disqualification of a member, and/or incapability of holding office, the Board shall, within one (1) month appoint a new member, not elected at the last election but who came out next on the list in his respective category.

## **Section 13 – The Board and Committees**

13.1. The Board shall be the same as per the provision of the Copyright Act in force.

13.2. The Board shall consist of –

- (a) a Chairperson, appointed by the Minister;
- (b) a representative of the Ministry;
- (c) a representative of the Attorney-General's Office;
- (d) a representative of the Ministry of Finance and Economic Development;
- (e) a representative of the Ministry responsible for the subject of Industry and Commerce;
- (f) a representative of the Ministry responsible for the subject of Information and Communication Technology;
- (g) a representative of the Customs Department;
- (h) a representative of the Industrial Property Office;
- (i) a person having knowledge and experience in the field of Copyright and Related Rights, to be appointed by the Minister after consultation with such person as the Minister may deem appropriate; and
- (j) 7 members of the Society, to be elected in accordance with the Rules of Election specified out in the Schedule.

13.3. The Chairperson and Members of the Board shall hold office as stipulated in this Statute and any other provisions of Law.

13.4. Each member of the Board shall have one vote. Members of the Board may not act as proxies for absent members.

13.5. The meetings of the Board shall be conducted by the Chairperson. In his absence, the Board shall appoint one of its members to chair the meeting.

13.6. The Board shall be competent to take decisions on any matter.

13.7. Subject to Copyright Act 2014, the Board may set up such Technical Committees as it may determine to assist it in the discharge of its functions as provided in Section 45A.

13.8. Each member of a Committee shall have one vote.

- 13.9. The Board may appoint any competent person in an advisory capacity, in the proceedings of a Committee.
- 13.10. The Board shall nominate the Chairperson of any Committee among members of the Board.
- 13.11. The Committees shall meet whenever necessary. Three members of the Committee may at any time submit to the management a request for an urgent convocation of the Committee. The meeting must then take place within the next fortnight.
- 13.12. The Committee shall meet on the invitation of the management. Invitations to attend Committee meetings must be dispatched, at latest, five days (except in case of emergency) before the day of the meeting.
- 13.13. The Committees shall be competent to pass resolutions.
- 13.14. In the event of equality of votes, the Chairperson shall have a casting vote.
- 13.15. Members of Committees shall hold office for a consecutive period of three years. They shall be eligible for re-appointment for one additional term.
- 13.16. Members of Committees shall be paid an allowance to be fixed by the Board after consultation with the Minister.
- 13.17. The Board may appoint, and determine the composition of any ad-hoc Committee as it thinks fit.
- 13.18. All Chairpersons of Committees shall submit a report to the Board.
- 13.19. No member of the Board and/or Committees shall be absent from meetings without any valid reason.
- 13.20. Members of the Board or Committees representing the artists' community having three consecutive absences or more without informing the Board shall automatically be dismissed or disqualified as member from the Board or Committees. Thereafter the Board will upon the advice of the Director appoint the next best candidate on the list of representation during the last General Assembly election, if any.
- 13.21. The Board shall appoint an Internal Control Committee which shall assist periodically the financial, non-financial and operational performance of the Society.

#### **Section 14 – Responsibility of the Board**

- 14.1. Subject to the Copyright Act and the Statutes, the Board shall be responsible for:
  - (i) Admitting and removing of members, as well as fixing the minimum amount of royalties for the admission of members;
  - (ii) Taking decisions concerning the distribution rules;
  - (iii) Dealing with all appeals lodged by members against any decision of the Director;
  - (iv) Preparing and convening meetings of the Annual General Assembly and Extraordinary meetings;

- (v) Preparing and presenting of annual reports;
- (vi) Preparing and presenting of Financial Statements;
- (vii) Supervising the conduct of business of the Society;
- (viii) Setting up of Committees, Sub-Committees, *Adhoc* Committees and Technical Committees for the purpose of dealing with specific matters;
- (ix) Designation of persons authorised to sign on behalf of the Society as stipulated under the Copyright Act, specifying the mode of signing;
- (x) Appointing the Director and unless otherwise stipulated, fixing his salaries and other conditions of service;
- (xi) Appointing the legal adviser/s and fixing fees to be paid and other conditions of appointment;
- (xii) Appointing such staff under such conditions as may be necessary for the proper discharge of the functions and duties under the Copyright Act.

14.2. The Board shall meet whenever necessary on the invitation of the Chairperson. The invitation must be dispatched, at latest five (5) working days before the meeting except in case of emergency.

14.3. The Chairperson, or one third of the other members of the Board, may at any time request the urgent convocation of the Board. The meeting must then take place at the earliest time within the next two (2) weeks.

14.4. The Board shall be entitled to pass resolutions only if the quorum is attained. The Chairperson and eight (8) other members shall constitute a quorum.

- (i) All decisions of the Board shall be taken by simple majority of the votes cast.
- (ii) In the event of equality of votes for and against a motion, the Chairperson shall have a casting vote.
- (iii) The members of the Board shall be paid such allowance or fees as the Board may decide after consultation with the Minister.
- (iv) The Chairperson shall be paid a fixed indemnity on a monthly basis.

14.5. Appointment of Secretary to the Board –

A Secretary to the Board shall be appointed by the Board on such terms, remuneration and condition as it may think fit and the Secretary may be removed by the Board. The Director shall not act as or in place of the Secretary to the Board.

## **Section 15 – Regulation of expenses and salaries**

The Board shall regulate the general expenses of the Society and unless otherwise stipulated, fix the salaries and emoluments of all employees, in consultation with the Director.

## **Section 16 – Finance and Auditing**

16.1. Subject to Section 48 of the Act, the Director of Audit shall audit the accounts of the Society each financial year.

16.2. Borrowing Powers

The Board may from time to time borrow, raise or secure the payment of such sum or sums of money as it may deem requisite for any purpose which it may deem expedient in the interests of the Society, but not so as to charge any right or interest of any member in respect of his works.

16.3. Financial year

MASA's financial year shall start on the 1<sup>st</sup> July of each year or on any date as may be prescribed by the law.

16.4. The liabilities of MASA shall be secured **only** by the Society's asset.

16.5. Any personal liability on the part of the members is hereby excluded.

16.6. Execution of cheques, etc.

All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Society, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by any two persons out of the following three signatories namely the Chairperson of the Board, the Director and the Chairperson of the Finance Committee.

16.7. Statement of Accounts

(i) All members shall be entitled to receive from MASA a statement of account for the last year of their membership and payment of the royalties due to them.

(ii) Members and associate members shall have no further financial claim against MASA over and above 5 years.

16.8. MASA will operate a separate and different bank account for each category of work so as to have a better insight into the dealings concerning these particular accounts.

16.9. This separate account system will enable MASA to deliver services only to those members/associate members who have contributed through their works to those respective accounts.

16.10. For any payment claimed in arrears, MASA shall apply a penalty fee of the order of not more than 15% per annum.

## **Section 17 – Notifications and Communications**

Notifications by MASA shall be published in two dailies. Communications to members and associate members shall be by circular letter or by registered letter or through the medium of its bulletins or any other electronic and digital communication medium.

## **Section 18 – Distribution**

The royalties collected shall be distributed by MASA according to the distribution rules of the Society.

## **Section 19 – Advances**

- (i) The Director shall subject to the approval of the Board have the power to approve advance, and any other expenses or allowances to a maximum of Rs 50,000 per item or to the limit that applicant can obtain.
- (ii) The Finance Committee shall subject to the approval of the Board have the power to approve advance, and any other relevant expenditure as from Rs 50,000 up to Rs 100,000.
- (iii) The Board shall have the power to approve all sums above Rs 100,000/-.
- (iv) In case of emergency, the Chairperson of the Board and the Director may approve an advance of not more than Rs 100,000/-subject to prior notification to the Board.

## **Section 20 – Rodrigues**

20.1. The provisions of this Statute shall also apply to Rodrigues.

20.2. A panel of three members including a Chairperson shall be nominated by the Board to constitute a Consultative Committee for MASA Branch in Rodrigues in consultation with artists' community.

20.3. This Consultative Committee shall:

- (a) Meet once every three month in presence of the Officer who will act as Secretary for the purpose of the meeting and licensing officer;
- (b) Monitor the implementation of policy decisions decided by the Board;
- (c) Meet other organisations in Rodrigues in pursuance of the objectives of the Society;
- (d) Hold an Annual Members Assembly in Rodrigues at least one month before the Annual General Assembly in Mauritius and submit any suggestion and, or recommendation to the Board.

20.4. Members Assembly in Rodrigues:

- (a) The Members Assembly shall consist only of Members of MASA who have satisfied the provisions of the Statutes;

- (b) The Members Assembly shall meet once a year and shall be presided over by the Chairperson of the Consultative Committee;
- (c) The Chairperson of the Consultative Committee shall report back on the activities in Rodrigues during the General Assembly in Mauritius;
- (d) The representative shall hold power to vote as proxy on behalf of Members in Rodrigues;
- (e) The Chairperson of the Consultative Committee shall regularly report to the Chairperson of the Board through the Director on all matters pertaining to the policy and objectives of the Society;
- (f) Employee/s working in Rodrigues MASA Branch shall be under the administrative responsibility of the Director and shall report directly to the Director of the Society.

## **Section 21 – Appointment of Director**

22.1. The Board shall appoint a Director.

22.2. Duties and Powers:

- (a) The Director shall be responsible for the general administration and management of MASA.
- (b) The Director shall be accountable to the Board and shall be present in an advisory capacity at all the meetings of the General Assembly, the Board and Committees;
- (c) The Director shall prepare business to be submitted to the General Assembly, the Board and Committees. He shall ensure that all decisions are effectively implemented;
- (d) The Director may be assisted by such staff that may be assigned to him by the Board;
- (e) The Director may delegate to any other person all such of his administrative powers as aforesaid as he may deem necessary for the full and proper administration of the affairs of MASA.
- (f) The Director or his representative shall represent the interest of MASA for all national and international affairs pertaining to the objectives and functions of the Society.

## **Section 22 – Litigation**

Pending proceedings – continuation of control of rights

If any proceedings have been instituted by or against the Society in respect of a member's work, either in the name of the Society or of the member and such member ceases to be a member during the proceedings, any rights which have been vested in the Society by such member, or are controlled by the Society by virtue of his membership, shall remain so vested or controlled until such proceedings are finally disposed of.

**Section 23 – Miscellaneous**

**23.1. Deceased Member**

A death grant as may be decided by the Board will be payable, from the Benevolent Fund, to his/her heirs after the death of a member. For their dealings with MASA, heirs shall appoint only one representative to act on their behalf.

**23.2. Written Resolution**

23.2.1. A resolution in writing, signed by all duly appointed Board members shall be deemed to be valid instrument as if it has been passed in a proper meeting.

23.2.2. Notice of a proposed written resolution must indicate the delay by which it is proposed that the Board members should adopt it.

23.2.3. If it is convenient, written resolutions could be a single document, signed by each member.

**Date:** .....

# APPENDIX



**APPENDIX 1**

**Mauritius Society of Authors – MASA**

Pursuant to the authority given by Section 23.2 of the MASA’ Statutes, we, the undersigned, Board members duly entitled to receive notice of Board meeting, hereby resolve:

THAT

**(INSERT RESOLUTION)**

Dated this.....day of .....20xx

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(Signature)

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