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The EU Songbook Association - Danish non-profit NGO without financial support from EU - is supported by:



The European Union Songbook Association

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ARTICLES OF ASSOCIATION

of

The European Union Songbook Association

1. NAME

- 1.1 The name of the association is The European Union Songbook Association
- 1.2 The Association has its registered address in the Municipality of Copenhagen.

2. OBJECTIVES

- 2.1 The purpose of the Association is to work for the creation and dissemination of the songbook of the European Union, and to work for an equal distribution of the EU Songbook in the European Union member states, with specific focus on the educational systems and music organisations and institutions.

3. MEMBERSHIP

- 3.1 Members of the Association are the following three board members of the board prior to the transition into a European umbrella association:

- 3.1.1 Jeppe Marsling

Jens Boutrup

David Drachmann Laureng

- 3.1.2 Regional and national music organizations, wishing to support the in clause 2.1 mentioned objectives, and are,

- established as an organization in the member state of application,
- has been an established organization for at least five years before applying for membership, and
- having at least one hundred members

- 3.1.3 National music conservatories/academies,

- being established for at least five years before applying for membership.

4. GENERAL MEETINGS

- 4.1 The general meeting is the ultimate authority of the Association.
- 4.2 The annual general meeting is held every year before the end of March.
- 4.3 An extraordinary general meeting is held when the board of directors or at least one third of the members of the Association submit a written request to that effect. An extraordinary general meeting must be convened no later than one month after a request has been made.

- 4.4 General meetings may be transacted electronically and are convened electronically by the board of directors to the members of the Association giving at least two weeks' notice. The notice convening the meeting must specify which issues should be transacted at the general meeting. If any proposals for the alteration of the articles of association are to be transacted at the general meeting, the material contents of the proposal must be stated in the notice convening the meeting.
- 4.5 Items that are requested to be transacted at the general meeting must be submitted in writing (including electronically) to the board of directors no later than 7 days after the notice has been issued.
- 4.6 The agenda of the annual general meeting must include the following:
1. Election of chairman of the meeting.
 2. The directors' report of the activities of the Association in the past year.
 3. Presentation of annual report for approval.
 4. Proposals received from the board of directors or the members of the Association.
 5. Determination of membership fee for the following year.
 6. Election of members to the board of directors.
 7. Appointment of auditors.
 8. Any other business.
- 4.7 The chairman of the meeting conducts the negotiations at the general meeting and decides all issues concerning the transactions of the agenda, the voting and its outcome.
- 4.8 The items transacted at the general meeting are decided by a simple majority of votes, except for amendments to the articles of association and decision to terminate the association, which shall be decided by at least two third of the members of the Association represented at the meeting.
- 4.9 Every admitted member who has paid membership fee has the right to vote at the general meeting.
- 4.10 Minutes are prepared of the business transacted at the general meeting and shall be signed by the chairman of the meeting.
- 4.11 In case of elections for the board of directors, votes must be cast for the number of candidates up for election.

5. BOARD OF DIRECTORS

- 5.1 The Association is managed by a board of directors of 7 members with complementary skills corresponding to the requirements and development of the Association. The board of directors shall be composed as follows:

- 5.1.1 Jeppe Marsling, Jens Boutrup and David Drachmann Laureng.
- 5.1.2 Four members of the board elected by the general meeting for two years at a time so that it is aimed that the members of the board are elected on a staggered basis. The members may be re-elected.
- 5.2 Among the members of the board to be elected by the general meeting in accordance with clause 5.1.2, there can be a maximum of 1 representative per EU member state in the board of directors.
- 5.3 In order to fulfil the objectives of the Association, members, whose representatives through utterances or actions have counteracted the objectives of the Association or the EU Songbook, are not eligible to be a member of the board of directors.

6 DUTIES OF THE BOARD OF DIRECTORS

- 6.1 The board of directors has the overall and strategic responsibility for the activities of the Association.
- 6.2 The board of directors may appoint a CEO to handle the day-to-day activities of the Association or delegate management and/or provision of services to another legal entity.
- 6.3 At least two board meetings are held every year, one of them a budget meeting and an accounting meeting, and the chairman must ensure that the board of directors meet when required. The chairman must convene the board of directors when a member of the board, the CEO or the auditor so requests.
- 6.4 The board of directors only forms a quorum when more than half of the board members, including the chairman or the vice chairman, participate in the meeting.
- 6.5 The board of directors makes decisions by a simple majority of votes unless otherwise specified in these articles of association. In the event of an equality of votes, the chairman has the casting vote.
- 6.6 Minutes of the board of directors meeting are prepared to be signed by all members of the board. A board member who does not agree to the decisions of the board of directors is entitled to have their opinion entered in the minutes. The management has the same right.
- 6.7 Through rules of procedure, the board must determine the performance of its duties.
- 6.8 In the absence of the chairman, the vice chairman takes the place of the chairman in all respects.
- 6.9 The board of directors can grant power of attorney (power of procuration).

7. POWERS TO BIND THE COMPANY, LIABILITY

- 7.1 The Association is bound by the joint signatures of the chairman of the board together with the treasurer of the board or by the chairman of the board or the treasurer of the board with two members of the board of directors.

- 7.2 Only the assets of the Association are liable for the liabilities of the Association. No liability rests on the members of the Association, including the board of directors, for the liabilities of the Association.

8. MEMBERSHIP FEE

- 8.1 The membership fee is determined by the general meeting.

9. FINANCIAL STATEMENTS

- 9.1 The financial year of the Association is the calendar year.
- 9.2 The board of directors or the CEO prepares, no later than four months after the expiry of each financial year, an annual report including an annual review, financial statements, balance sheet and notes, in compliance with the rules of law and the articles of association to that effect.
- 9.3 The annual report and draft budget shall be forwarded to the members of the Association no later than 7 days before a general meeting.

10. AUDITING

- 10.1 The annual report audited by the auditor is presented to the annual general meeting for approval.

11. DISTRIBUTION AND APPROPRIATION OF PROFIT

- 11.1 The board of directors determines the appropriation of the assets of the Association in compliance with the objectives' clause.
- 11.2 The board of directors may make reasonable provisions to consolidate the Association.
- 11.3 The board of directors may not grant to board members, auditors and persons, who have a managerial position in the Association, any benefits other than a remuneration which may not exceed what is considered usual according to the nature of the position and the extent of the work. Similar to those who are related to one of the said persons by marriage or an established live-in relationship or their minor children.
- 11.4 Advancing of loans and provision of security for loans for the group mentioned in clause 11.3 are not permitted.
- 11.5 Any asset that the Association owns or acquires in the future must be in the name of the Association and must, to the extent possible, be registered as belonging to the Association.
- 11.6 The Association may raise loans to finance the activities of the Association.

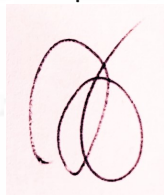
12. AMENDMENT OF ARTICLES OF ASSOCIATION AND DISSOLUTION

12.1 Proposals to amend the Association's articles of association or the dissolution of the Association can only be transacted when such proposals are included in the agenda of a general meeting, and in order to become valid they must be adopted by the general meeting, as regards amendments of articles of association by two thirds of the members of the association represented on the general meeting.

In regards of dissolution of the Association it must be joined by a majority of two thirds of the members of the Association represented on the general or extraordinary meeting. The dissolution shall hereafter be approved on a subsequent extraordinary meeting.

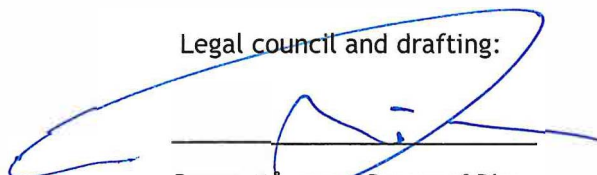
12.2 If a decision is made to dissolve the Association, any liquidation proceeds or profit on dissolution must accrue to another association or organisation domiciled in Denmark or another EU/EEA country and which has a charitable object decided by the general meeting.

Thus adopted at the general meeting on March 24th 2021



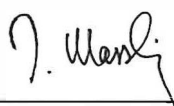
Jens Boutrup,
Chairman of the meeting

Legal council and drafting:

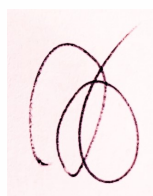


Bruno Mansson, Paragraf Plus

The Board of Directors:



Jeppe Marsling
(Chairman of the board)



Jens Boutrup
(Treasurer)



David Drachmann Laureng
(Vice chairman)



March 24th, 2021, held via Zoom (due to Covid-19):

The European Union Songbook Association (EUSA)

General Meeting 2021

AGENDA:

1. Election of leader of meeting
2. Annual Report 2020 by chairman
3. Annual financial statement 2020, budget 2021 and annual member fee
4. Election of board
5. Election of internal accountant
6. Proposals: New statutes for an umbrella organisation, drafted according to Danish law by Bruno Månsson
7. Eventualities

Re 1: Jeppe Marsling welcomed the attendees to the ordinary general meeting of The European Union Songbook Association, and proposed that Jens Boutrup, was elected chairman of the meeting.

The general meeting elected Jens Boutrup as chairman of the meeting unanimously and with all votes. Jeppe Marsling was elected to make the minutes. The chairman of the meeting confirmed that the general meeting could lawfully be held with the abovementioned agenda.

Re 2: Chairman Jeppe Marsling presented the main points of the The Annual report 2020 after which it was adopted unanimously without remarks.

Re 3: Treasurer Jens Boutrup presented the Annual financial statement 2020, revised by Jens Tage, as well as the budget for 2021. An application for copyright clearing and translations has been made to the Danish Art Council and more will be sent to those foundations suggested by The Danish Art Council and Gads Publishing. After the transition into an umbrella organisation the EUSA will be able to apply for structural support for the secretariat, which can be decentralized in several member organisations/institutions. Jens Boutrup suggested that the annual member fee was kept at it's current level of 50 dkr.

The Annual financial statement 2020, the budget 2021 and the membership fee were all adopted unanimously without remarks.

Re 4: Jeppe Marsling and Jens Boutrup were reelected as chairman and treasurer. David Drachmann Laureng was elected as Vice-chairman.

Re 5: Jens Tage was re-elected in absentia as internal accountant

Re 6: Jeppe Marsling explained to the general meeting the reasons for proposing a new set of articles of association at this stage, considering the entire development and production of the EU Songbook was realized through broad corporation among 22 music institutions and 22 music organisations in 27 member states, thus it makes sense to open the association for membership for these organisations and institutions in specific. The proposal shall also be seen in the light of the original founding membership being now only 2-3 persons, who will remain members to ensure continuity since 2015, but now joined by hopefully a wide range of both music organisations and institutions throughout Europe. The intension is that an extraordinary GM is to be held within the next 3-6 months so that new members can occupy the board.

The general meeting unanimously approved the proposal regarding adoption of new articles of association.

Re 7:

As there was no other business to transact at the ordinary general meeting the chairman concluded the meeting.



As chairman of the meeting:

Treasurer, Jens Boutrup

The Board of Directors:

Jeppe Marsling (Chairman of the board)

Jens Boutrup (Treasurer)

David Drachmann Laureng (Vice-chairman)

Foreningen for EU Sangbogen / The EU Songbook Association

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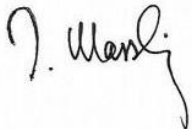
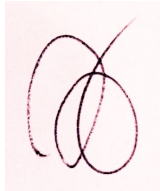
Registration CVR / SE: 36 28 56 99

Stiftet d. 7. januar 2015 / founded January 7th 2015**Annual Report 2020****Income Statement 2020**

(cp) : cash payment / (bt) : bank transaction / dkr. : Danish crowns

Periode: 01.01.20 – 31.12.20	
Income	
<i>Membership fee:</i>	
21.12. Jeppe Marsling (cp)	50,00
21.12. Jens Boutrup (cp)	50,00
21.12. Jon Egeris (cp)	50,00
21.12. David Drachmann Laurend (cp)	50,00
Subtotal	200,00
<i>Donations:</i>	
22.12. Ministry of Culture Luxembourg (bt)	23.396,15
Income Total	23.596,15
Expenses	
<i>Bank fees</i>	
02.01. Bank fee (bt)	175,00
31.03. Bank fee (bt)	150,00
30.06. Bank fee (bt)	150,00
25.08. Card, order fee (bt)	180,00
01.09. Bank fee (bt)	200,00
30.09. Bank fee (bt)	150,00
30.12. Bank fee (bt)	150,00
Expenses Total	1.155,00
Annual Result	22.441,15

Balance Sheet 2020	
Assets	
Bank (at the end of the year)	23.265,13
Cash (at the end of the year)	35,00
Assets total	23.290,13
Liabilities	
Equity (bank at start of the year)	848,98
Annual Result	22.441,15
Liabilities total	23.290,13

 <p>_____ Jeppe Marsling, chairman – 22.02.21 email: editor@eu-songbook.org</p>	 <p>_____ Jens Boutrup, treasurer – 22.02.21 email: jenssvane@gmail.com</p>
<p>Date for General Assembly: Copenhagen: d. 24.03.21</p>	<p>Name of Internal Accountant: Jens Tage</p> <p><i>Approved</i></p>

Budget 2021 (in Danish kr./ euro) – The EU Songbook Association & partners

TRANSLATION - 27 states (156 songs incl. one song Irish song in Gaelic)	624.000	83.871
NOTE-ENGRAVING - (164 song x 528,75 dkr. excl. vat)	86.715	11.655
CLEARING OF COPYRIGHTS (102 songs - 2 months of salary)	80.000	10.753
PRINT LAYOUT - (one hour per song)	43.358	5.828
TOTAL	834.073	112.107

Self-financed:

Translation	Applied for	Granted dkr.	euro
Ministry of culture Austria	18.000 (five songs)	18.000 *	2.419
Ministry of culture Croatia	24.000	24.000 *	3.226
Ministry of culture Cyprus	24.000	7.440 *	1.000
Ministry of culture Estonia	24.000	24.000 *	3.226
Ministry of culture Finland	24.000	24.000 *	3.226
Ministry of culture Hungary	24.000	24.000 *	3.226
Ministry of culture Luxembourg	24.000	24.000	3.226
Ministry of culture The Netherlands	24.000	24.000 *	3.226
Ministry of culture Slovenia	24.000	24.000 *	3.226
Ministry of culture Spain	24.000	24.000 *	3.226
Ministry of culture Portugal	24.000	pending	pending
Ministry of culture Belgium	24.000	pending	pending
Ministry of culture Poland	24.000	pending	pending
Ministry of culture Sweden	24.000	pending	pending
Ministry of culture France	24.000	pending	pending
Danish Art Council (DAC)	24.000	pending	pending
TOTAL	374.000	217.440	29.227

* this grant is administered by our partner organisations

1. TRANSLATION - (156 songs x 4.000 dkr / 525 euro)	624.000 – 217.440	406.500	54.637
2. NOTE-ENGRAVING (164 songs x 528,75 dkr. excl. vat)	Applied for 01.04	86.715	11.655
3. CLEARING OF COPYRIGHTS (103 songs, 2 months pay)	Applied for DAC	80.000	107.537
4. LAYOUT - (halv hour per song)	Applied for 01.04	43.358	5.827
TOTAL		616.553	179.656