

FILM PRODUCERS' PROFESSIONAL ASSOCIATION REGULATION "FIYAB"

FIRST SECTION General Provisions

Name, headquarters and field of activity of the association

Article 1 – A new professional association named "Film Producers' Professional Association (FIYAB)" has been incorporated according to the Article 42 of the Art and Intellectual Property Law No. 5846, changed with Law No. 5101 and to the "Regulation on Professional Associations and Federations of Owners and Related Beneficiaries of Art and Intellectual Properties", with its headquarters at Bestekar Sokak No. 66/4 06680 Kavaklıdere Ankara.

This Professional Association is active in the field of "Producers who realize the first shooting of the films", according to Article 7 of the "Regulation on Professional Associations and Federations of Owners and Related Beneficiaries of Art and Intellectual Properties".

Descriptions

Article 2- In this kind of regulation, the meanings of the following are:

- a) **The Ministry:** The Ministry of Culture
- b) **The Federation:** The Top Organization of Associations of Owners and Related Beneficiaries of Art and Intellectual Properties.
- c) **Professional Association (Association):** An association which is formed according to the Turkish Laws and Legislations, in order to protect the mutual benefits of the members of the Associations of Owners and Beneficiaries of Art and Intellectual Properties, to administer and to follow the rights given by the Law, and to collect the fees and distribute them among the members who have the rights to receive.
- d) **The Law:** is the Art and Intellectual Properties Law dated 5/12/1951, no. 5846.
- e) **The Regulation:** is the Regulation on Professional Associations and Federations of owners and related beneficiaries of Art and Intellectual Properties.
- f) **Owner:** The real person who has created the art and craft.
- g) **Related beneficiary:** Provided that no harm is given to the moral and financial rights of the owner, the people who have related rights, such as performing artists, phonogram makers and radio-television enterprises and the film producers who have shot the films the first time.
- h) **Financial rights owner:** Owner and the real or juridical person who has taken over the financial rights, within the frame of the Article 48 of the Law.

The Goals of the Association

Article 3- The Goals of the Film Makers' Professional Association are:

- a) By overtaking the rights of using the financial rights of the owners and performing artists according to article 80 of the Arts and Intellectual Property Law, to protect the mutual rights of the film producers who have shot the films the first time, to pursue their rights, to administer and follow the rights given by the Law No. 5846 and to organize the collection of the fees and to arrange for their distribution among the persons who have the rights to receive.
- b) To assist the film producers who have shot a film the first time in developing themselves and in recognition by the public, in improving their production techniques.

Article 4- This Association which has applied to the Ministry after complying with the requirements stipulated in Article 8 of the Regulation, can start operating after receiving the necessary permissions from the Ministry, according to the aforementioned article.

If the Ministry identifies any discrepancies or missing points in the association incorporation declaration and its annexes, and in the legal standing of the Regulation and the founders, the Association rectifies these discrepancies or the missing points within 30 days of receiving the notification. Otherwise, the Ministry takes legal action against the Association, to be terminated, according to the general provisions.

Provisional board of directors

Article 5- The provisional board of directors carries out the duties of and represents the Association. In addition, determines the measures for membership. The provisional board of directors can administer the authorities given to the general assembly, depending on the necessity and characteristics of the jobs.

Juridical personality

Article 6- This association assumes juridical personality after presenting to the Ministry, the incorporation declaration, attached with the Regulation prepared in conformity to the Typical Regulation, prepared by the Ministry and approved by the board of Ministers.

The First general assembly of the Association

Article 7- The Association is obliged to gather the general assembly and to form its organs, after the application date to the Ministry and latest within six (6) months after the permission is granted. If this obligation is not met, a legal action is taken by the Ministry, for the abolition of the Association, according to the general provisions.

In order to complete the first general assembly, the number of the full members attending the general assembly has to be equal to the minimum number of the founder members foreseen in the Regulation.

Representation of the members and pursuing of the rights

Article 8 The association, in its relations with the public institutions and establishments, real and juridical persons, on pursuing the rights of the related benefiting members, is authorized as much as the authorization transferred by the members.

The related benefiting members can pursue their rights individually, for their rights that they did not transfer to the Association.

The rights of the related benefiting members that are identified by the law can not be pursued by associations, trade associations and similar organizations other than those established in the country according to the Regulation.

Pursuing the Shootings

Article 9- The Association is obliged with pursuing the shootings of the members who have shot their films for the first time and to take the necessary actions for the unauthorized users.

Activities of the association

Article 10- The Association, in order to reach its goals, gets involved in the following activities, within the limitations of the legislations:

- a) Administers, pursues and protects the rights of its members in all types of institutions and establishments and takes administrative and legal actions,
- b) Assists in the collection of its members' fees and compensation fees arising from the utilization of the members' shootings.
- c) Establishes administrative and professional relations with public institutions and establishments, real and juridical persons, in the country and abroad,
- d) Publishes professional literature, organizes training courses for the members and non-members on the field of activities,
- e) Establishes social facilities and clubhouses for its members and operates these,
- f) Establish provident funds for its members and realizes other social activities,
- g) Controls and pursues the commercial utilization of all kinds copies of film shootings of its members and takes the necessary precautions against illegal utilization of these,
- h) Establishes professional cooperation and collaborations with other related professional associations, for signing contracts for its members' film shootings to be utilized, for the implementation of these contracts and for resolving the disputes.
- i) Gets involved in other activities according to the characteristics of the Professional Association;
 1. Organizes national and international scientific panels and conventions for introducing the Turkish Culture,
 2. Promotes and introduces the cinema and television productions of Turkey, nationally and internationally,
 3. Gives technical and consultation support to the cinema and television productions of the public institutions and establishments.

Founders of the professional association

Article 11- The founders of the professional association are listed in (Annex 1).

The names and surnames, birth places, birth dates, occupations or professions, nationalities, birth certificate copies, trade registrations and tax numbers of the juridical people and a membership application form stating that they carry the necessary qualifications for being a full member are enclosed. (Annex 1)

SECOND SECTION Association Membership

The right of membership and provisions

Article 12- Everyone that carries the characteristics stipulated in the Regulation can become a member of the Association. They all have the same rights except for the limitations stipulated in the Articles 13 and 14 of the Regulation. No one can be forced to become or remain a member of the Association. The memberships of the juridical persons depend on their establishment according to the Turkish Laws. According to the Regulation, the members of this Association, can not be members of other associations in similar field of activities. Those producers who have

produced the first shooting of the film that they are the related beneficiaries of, can become members of different associations regarding the variety of the productions which they have undertaken. The members are obliged to pay their admission fees and the annual membership fees set by the general assembly.

Types of membership

Article 13- There are three (3) types of memberships in the Association, namely full, benefiting and candidate members.

Full member

Article 14- To become a full member to the Association, following qualifications are required:

- a) To be a real or juridical related beneficiary person,
- b) To have the license to use the civil rights,
- c) To comply with the measures brought in by the Associations,
- d) To be a producer registered in the trade for at least six (6) months and to actively produce films.

Benefiting Member

Article 15- Benefiting members are defined below:

- a) The people who have not produced the property but have received the financial rights by means of inheritance or by transfer of ownership,
- b) Guardian or parents of those who have not the rights of using their civil rights. The benefiting members can not participate in the organs of the Association, but can participate in the general assembly, provided that they do not vote.

Candidate members

Article 16- Those who are accepted as suitable for paragraph (d) of the Article 14 can become members for a period of six (6) months. In this period, they can not vote in the general assemblies and they can not be elected to the seats in the administration organs of the Association. After six months, these can become full members with the resolution of the board of directors.

Membership application and acceptance

Article 17- The juridical person who wishes to become a member applies to the Association in writing. Those who comply with the qualifications and the measures stated in the Law, Regulation and the Regulation of the Association are accepted to the membership. The applications are concluded by the board of directors and the results are informed to the applicants, in writing, within thirty (30) days of making the application.

The accepted members are registered into the books kept for the full, benefiting and candidate members in numerical order.

Membership disputes

Article 18- The disputes on which Association the applicant should be a member of, are resolved by the federation formed in that field. If there are no federations formed in that field, then the disputes are resolved by the decision of the Ministry. The disputes between the members regarding their memberships are resolved by the general assembly of the Association.

Termination of the membership and the dissolution of the relations

Article 19- The membership is terminated with death, dissolution of the juridical person, resignation or dismissal from the membership. In such a case, including the explanation given by the board of directors, the member's registration is written off the books.

The bilateral provisions of the Association and terminated member continue for a period of one (1) year from the termination of the last authorization letter issued.

Resignation from the membership

Article 20- The members can resign by applying in writing. The membership terminates with this application.

Dismissal from membership and objections

Article 21- Under the conditions stated below, the full, benefiting and applicant members can be dismissed from membership with the suggestion of the board of directors and the resolution of the disciplinary board:

- a) Blocking the works and for preventing the Association for achieving its goals by intentional actions and activities,
- b) Not paying the annual fees, despite several written reminders, for a year's period,
- c) Continuing to act against the authorization letter issued, despite written notification,
- d) For the full members, not participating in the three (3) consecutive general assemblies, without

giving any excuses.

The dismissal decision is notified to the person concerned, through the notary public in seven (7) days.

THIRD SECTION

Organs of the Association

Organs of the Association

Article 22- The compulsory organs of the Association are as follows:

- a) General Assembly
- b) Board of Directors
- c) Board of Supervisors
- d) Technical-Scientific Board
- e) Disciplinary Board

With the decision of the general assembly, the arbitrary organs can be formed along with the requirements of the Association. The formation and authorities of these organs are as follows:

1. Advisory Commission

The advisory commission is an arbitrary organ, formed by at least six members. In addition to the three principle and three reserve members elected by the general assembly, consists of three principle and three reserve members elected by the board members and other principle members who have worked previously as the president of the Board of Directors of the Association. Those who receive the Advisory Commission Member title for being the president of the Board of Directors previously, continue their positions for a life time, without having any restrictions on duration.

The members who are elected by the Board of Directors are elected within the week following the general assembly, three principle and three reserve members. Within two weeks of each general assembly, Advisory Commission chooses a president among the principle members. The duties of the advisory commission are stated below:

To research and investigate on the issues deemed necessary by the compulsory organs of the Association and to present suggestions on these issues,

To research and investigate on the issues related to the administration of the Association or in any issue that the commission deem necessary and to make suggestions on these issues,

To form any number of commissions to study, analyze and research on any subject that will direct the Advisory Commission, to direct these commissions and to make suggestions according to the outcome of the supervisions and studies.

2. Radio and television broadcasting commission

Broadcasting commission is an arbitrary organ. It is formed by three principle and three reserve members elected by secret ballot by the general assembly for a period of two (2) years and three principle and three reserve members elected by the board of directors. The commission, within three (3) days of being elected, chooses a president among the principle members. The broadcasting commission produces projects regarding broadcasts, makes suggestions and prepares communications such as bulletins, etc. Makes connections with the written and visual media, participates in preparation of broadcasting agreements.

3. IT commission

IT commission is an arbitrary organ. Consists of at least three principle members elected by the general assembly among the full members by secret ballot for a period of two (2) years. In addition, reserve members can also be elected up to the same number of principle members. The commission elects a president among the principle members within three (3) days of being elected. The commission works on computer software, data base, web sites, which are in the field of IT and presents opinions and suggestions to the board of directors. Also assists the board of directors in evaluating membership applications from the IT sector.

General Assembly

Article 23- The general assembly is formed of the full members of the Associations.

The duties and authorities of the general assembly

Article 24- Duties and the authorities of the general assembly are stated below:

- a) To elect the principle and reserve members of the board of directors, board of supervisors, technical-scientific board and of the disciplinary board.
- b) To take the resolution to join the federation and to elect the representatives who are going to participate in the federation general assembly,
- c) To finalize the resolutions on the disputes regarding the types of memberships,

- d) To discuss and conclude the draft budget,
- e) To inspect and to conclude the reports stipulated by the boards,
- f) To inspect and to acquit the board of directors,
- g) To decide on establishing and closing of the headquarters and branches,
- h) To give authorization to the board of directors for buying and selling real estates and for forming real rights on these estates,
- i) To conclude the suggestions on changes in the Regulation of the Association and directives,
- j) To determine the admission and annual membership fees and the Association share in the fees to be collected and the compensations to be received,
- k) To take resolutions on Association to join international organizations of the similar goals or to cooperate with them,
- l) To discuss the issues that are proposed by the board of directors to be discussed at the general assembly and to take resolutions,
- m) To determine the measures regarding qualifications for memberships,
- n) To determine the precautions to be taken against unauthorized utilization of the film shootings and publications,
- o) To do other duties given by the Legislations and the Regulation of the Association.

Provisions to be applied to the general assembly

Article 25- The provisions of the regulation, articles 23, 24 and 25, titled "Gathering of the General Assembly", "Calling the General Assembly for Meeting" and "Majority for opening and the method of Meeting" respectively, are also applicable for this Association.

Board of Directors

Article 26- The board of directors is elected among the full members by the general assembly by secret ballot for a period of two (2) years and is formed of minimum five (5) members. In addition, same numbers of reserve members are elected, as the principle members.

The board members, within three (3) days of being elected, choose a president, a vice president and an account keeper

The board of directors meets at least once a month, by the call of the vice-president, if the president is not present.

Board of directors' majority for meeting and resolutions

Article 27- The board of directors meets with at least three (3) members. The decisions are taken with minimum absolute majority of all the board members. The board membership of a member, who does not participate in three (3) consecutive board meetings, drops.

Duties and Authorities of the board of directors

Article 28- The duties and the authorities of the board of directors are stated below:

- a) To protect the mutual rights of the related beneficiary members and to carry out the necessary actions for administrating and pursuing their rights and to make the necessary application to the relevant authorities in case of an invasion of the members' rights,
- b) To assign the Secretary General and the other personnel to the branches and to terminate their jobs, to determine their entities, wages, social benefits and working principles and other procedures and principles in all other matters,
- c) To prepare the budget and present it to the general assembly,
- d) To prepare any changes to made to the Regulation of the Association and to present it to the general Assembly,
- e) To prepare the tariffs and usage of the Association's share in the fees to be collected and the compensations to be received and to present it to the General Assembly,
- f) When there is more than one ownership over a shooting, then to prepare the directives for the distribution of the rights and to and to present it to the general assembly,
- g) To conclude the applications of the full, benefiting and candidate membership applications,
- h) To prepare the directives for operations of the branches and for pursuing the rights and to present it to the general assembly,
- i) To prepare the typical contracts for the rights which are to be followed by the Association and to prepare the typical contracts for the related beneficiaries, to assist them in signing the contracts with the authorities.
- j) To send a copy of the general assembly resolutions and the board of supervisors' decision to the Ministry, within three (3) days following the general assembly,
- k) To cooperate with the Ministry on the issues related to the incorporation goals of the of the Association and inform the Ministry of the activities to be organized by the Association,
- l) To determine the representatives of the of the Association who are going to participate in the commission which is going to be formed according to the article 81 of the Law,
- m) To use the right of complaint stipulated in article 75 of the Law, in case the members rights are violated,

n) To carry out other duties stipulated by the Legislations and the Association Regulation.

Representation of the Association

Article 29- The Associations are represented by the president of the board of directors. The authority of representation can be assigned to one or more of the board members, if necessary. On pursuing the rights, signatory rights can be assigned to general secretary and to the highest officials of the branches, by the board of directors' resolution, to be exercised in the relations of the Association with the public institutions and establishments and the third parties.

Board of Supervisors

Article 30- The board of supervisors is elected by the general assembly, for a period of two (2) years, by secret ballot, among the full members and consist of at least three (3) members. Also, reserve members are elected at the same number as the principle members. The board of supervisors elects a president among the principle members within three (3) days following the election of the Board of Supervisors.

The duties of the board of supervisors

Article 31- The board of supervisors inspects the accounts and the activities of the board of directors, according to the procedures and principles indicated in the Association Regulation in periods not exceeding 6 months each. The results are presented to the board of directors as the inspections are made and are presented to the general assembly by biannual reports. The Board of Supervisors also sends a copy of these reports to the Ministry.

Technical-Scientific Board

Article 32- The technical-scientific board is elected by the general assembly, for a period of two (2) years, by secret ballot, among the full members and consists of at least three (3) members. Also, reserve members are elected at the same number as the principle members. The board elects a president among the principle members within three (3) days following the election of the technical-scientific board.

The duties of the technical-scientific board

Article 33- The duties of the technical-scientific board are to carry out analyses and researches in the expertise field of the board, to make suggestions to relevant boards and to prepare reports on issues which are requested by the board of directors and to present a set of these reports to the board of directors and another copy to the board of supervisors and to carry out other duties stipulated in the Association Regulation.

If deemed necessary by the president of the board or by the board, the representatives of the relevant institutions and establishments or other people can be invited to the board meetings in order to receive their opinions and views on certain issues.

The Disciplinary Board

Article 34- The technical-scientific board is elected by the general assembly, for a period of two (2) years, by secret ballot, among the full members and consists of at least three (3) members. Also, reserve members are elected at the same number as the principle members. The board elects a president among the principle members within three (3) days following the election.

Duties of the disciplinary board

Article 35- The disciplinary board is responsible of implementing the disciplinary directives. The disciplinary directives are prepared by the disciplinary board, inspected by the board of directors and are accepted by the general assembly.

The disciplinary punishments, under the conditions stipulated in the Association Regulation, punishments such as dismissal from the membership and other punishments stipulated in the Association Regulation are given by the disciplinary board. It is possible to object the decisions of the Association disciplinary boards at the federation disciplinary board within seven (7) days. For the conditions where no objections are made, legal procedures are applicable.

Notification of the elected people to the association organs

Article 36- The names, surnames, fathers' names, birth places, birth dates, occupations and residential addresses of the elected people are informed to the ministry and the governorship by the board of directors, and to the Ministry of Internal Affairs through the governorship, in writing, within seven (7) days following the elections.

Headquarters and the branches

Item 7- The Association can establish branches a sit necessitates, by the proposal of the board of directors and resolution of the general assembly. The branches provide the link between the

members in their region and the headquarters of the Association. The personnel who are appointed to work at the branches are regarded as Association personnel. The headquarters is established by the proposal of the board of directors and resolution of the general assembly. The number of the personnel to be appointed here and their wages are determined by the general assembly.

FOURTH SECTION Financial Provisions

Accounts Period

Article 38- The first date of the accounts starts with the incorporation of the Association and ends with the acceptance of the budget by the general assembly.

The accounting period of the Association is one calendar year starting at January the first.

Incomes of the association

Article 39- The incomes of the Association are stated below:

- a) Admission and annual fees received from the members,
- b) Association shares to be deducted from collection of the financial rights,
- c) Published material incomes,
- d) Association shares to be deducted from the compensations received by the Association,
- e) Incomes from donations and possessions related to deaths,
- f) Interest, Treasury bonds and State bonds incomes,
- g) Other incomes.

Authorization Document

Article 40- The pursuing of financial rights and collection and distribution of these fees related to the film shootings stated in the authorization letter are carried out by the association.

For this reason, the members give a suitable authorization letter, within the frame of the general conditions in the legislations, prepared according to articles 20 and amended 80 of the Law.

The measures need to be considered in the contracts

Article 41- The Association should consider the following while preparing the contracts for utilization of the film shootings and the tariffs, within the frame of the authorizations they have received:

- a) Providing continuity in transmitting the film shootings to the public in a broad way,
- b) Establishing reasonable rates for utilization of the shootings in the broadcasts by taking national and international implementations into consideration,
- c) Avoiding formation of cartels,
- d) Broadcast areas of the broadcasting institutions (national, regional and local) and number of viewers/listeners,
- e) Frequency of utilization of the shootings,
- f) Market share
- g) Fee per each shooting utilized,
- h) Set fee
- i) Unit price per second or minute.

By taking the above points as a base, in the contracts to be signed between the professional associations and the users, the place where the payments are going to be made and the principles and procedures of sharing between the professional associations are indicated.

Resolution of the disputes

Article 42- In the contracts made between the associations and the broadcasting institutions, it can be stipulated that the disputes can be resolved by arbitration or by forming a board of conciliation.

Distribution

Article 43- The fees collected by the associations, after the Association's share is deducted, are distributed four (4) times a year and the compensations collected are paid within fifteen (15) days following the collection.

The payment plans regarding the fees and compensations are reported to the Ministry in quarterly periods.

The payments to be made to the board members and the officers

Article 44- The participating members of the board of directors and supervisors, technical and scientific board and the disciplinary board, are paid an attendance fee, based on the minutes prepared and travel allowance and a daily allowance is also paid to the members who are

attending from other cities.

The amounts of the attendance fees, travel and daily allowances are determined by the general assembly.

FIFTH SECTION

Termination of the Association's Juridical Personality

Abolition, self decomposition and liquidation

Article 45- Articles 43, 44, 45 and 46 of the Regulation, titled "Abolition with the resolution of the general assembly", "Abolition with a court decision", "Self decomposition" and "Liquidation" respectively, are applicable for this Association as well.

SIXTH SECTION

Various Provisions

Books and records

Article 46- The Association is obliged to keep the following books:

- a) Full members book
- b) Benefiting members book
- c) Candidate members book
- d) Board of Directors' Resolutions Book
- e) Incoming and Outgoing documents book
- f) Incomes and expenses book
- g) Budget, final account and the balance sheet book
- h) Inventory book

The Board of Directors can also decide on other books to be kept as the operations and services of the Association necessitate.

It is compulsory that the books are page numbered and approved by the Notary Public.

Delivery of a copy of the film shootings to the Association

Article 47- The members are obliged to deliver a copy of the film shootings that they give the administration the rights of. For the samples that can not be copied, a cast, picture or photograph or recordings onto other physical media have to be delivered according to the information given by the Association, for the formation of an archive.

The Association can collaborate with public or private juridical persons active in their fields, for the archive to be formed.

SEVENTH SECTION

Last Provisions

Relations with the international institutions

Article 48- The Association can cooperate with the public institutions and establishments and private real and juridical persons abroad, sharing the same goals. The protocols to be signed as a result of this cooperation are informed to the Ministry.

The membership of the Association to the international professional associations is only possible with the granting of the necessary permission according to the relevant legislations.

Inspection of the Ministry

Article 49- The Association is open to the inspection of the Ministry on Administrative and Financial issues. The headquarters, branches, all auxiliary units, books, accounts and procedures of the Association can be inspected by the Ministry at any time.

During an inspection, it is compulsory to present or show any books, documents and letters asked, to the inspectors appointed, by the Association officials, to allow the control of the cash points and the safe deposits and to permit entrance into the headquarters, branches and all auxiliary units.

If it is observed that there are irregularities or if it is determined that the crimes of forgery or breach of trust are committed, then an official complaint is placed with the public prosecutor.

The outcome of the inspection is informed to the Association in writing.

Observer of the ministry

Article 50- The ministry may appoint a representative as an observer to the Association general assembly.

Related Legislations

Article 51- Under the conditions which are not stated in this Film Producers' Association

Regulation herein, the provisions of the “Regulation on Professional Associations and Federations of owners and related beneficiaries of Art and Intellectual Properties” are applicable.

Directives

Article 52- The Association, within six (6) months after the formation of the compulsory organs, puts the directives stipulated by the Regulation into force.

Enforcement

Article 53- This regulation comes into force after receiving the necessary permission from the Ministry.

Execution

Article 54- The provisions of this regulation herein are executed by the Board of Directors of the Film Producers’ Professional Association (FIYAB) on behalf of the general assembly.