

STATUTES OF THE HUNGARIAN CINEMATOGRAPHERS' ASSOCIATION

We, the founders,

Hungarian cinematographers, have decided to create an organisation to gather the most prominent Hungarian cinematographers ever.

It is important to us

- to respect the universal human values, i.e. freedom of thought and of art, belief in development, respect of traditions, solidarity with those in need, fraternity, equal opportunities, humanity;
- to preserve the values of Hungarian culture; to keep the traditions of Hungarian film art alive, and to look for new ways worthy of these traditions;
- to be parties to, and shapers of international film art.

Universal and Hungarian film history proves that the essential task of film art is to sensitively reflect on social problems. This is what we represent as artists; at the same time, we want to preserve the political independence of our organisation.

We believe in art being indispensable. We are aware of the power of the film image, which we want to use responsibly and with humility for the content represented by the film.

Based on the above, we have decided to create our organisation, the Hungarian Cinematographers' Association, that is independent of politics. In compliance with the relevant provisions of Act V of 2013 on the Civil Code (Ptk.) and Act CLXXV of 2011 on the Freedom of Association, Non-profit Status and the Operation and Support of Civil Organisations (Ectv.), we adopt the Statutes of the Organisation with the following content:

I

Data of the Association

1. Name of the Association: Hungarian Cinematographers' Association
2. Abbreviated name of the Association: HCE
3. Registered seat of the Association: H-2094 Nagykovácsi, Farkas u. 3.
4. The list of the founding members of the Association constitutes Annex 1 to the Statutes.
5. Address of the Association website: www.hca.camera
6. First president of the Association: Gábor Szabó

II

Purpose and activities of the Association

1. The purpose of the Association is to represent, as professional and non-governmental organisation, the professional, financial, moral and social interests of cinematographers and filmmakers in general; to serve the development of Hungarian cinematographic culture; to preserve the values of Hungarian culture; to keep the traditions of Hungarian film art alive and find new ways worthy of them and, furthermore, to be

Statutes of the Hungarian Cinematographers' Association

parties to and shapers of international film art.

2. Activities of the Association to realise its objectives:

- a) representation of its members vis-à-vis other legal persons in order to improve the terms and conditions applicable to cinematographers;
- b) contact-keeping and cooperation with domestic and international partner organisations, including in particular the organisation of joint programmes at home and abroad;
- c) efforts to join IMAGO, then active participation in the organisation;
- d) efforts to acquire more freedom through the specification/choice of the technical conditions of filmmaking;
- e) establishment of a forum to allow Association members to show their works to each other and exchange opinions, to jointly watch and analyse professionally special and instructive films, to provide career-starters feedback on their new work;
- f) organisation of in-house further training addressing professionally relevant issues;
- g) improvement of the technical conditions of screening in Hungarian cinemas;
- h) prolongation of the life and availability of films (how long cinemas should play a film after its première); reconsideration of their “beyond-the-cinema” afterlife; making them available in cinemas and via the digital media (possibility to replay and archive films; decision on providing access via streaming/through what distribution media);
- i) ensuring HCA members’ access to film premières;
- j) establishment of HCA special awards;
- k) organisation of technical and professional presentations and testing, and introduction to/familiarisation with new camera/lamp/grip devices;
- l) proposal-making concerning the technical parameter requirements of television broadcasting (image size and quality, captions on pictures, channel logos, interruptions of screenings);
- m) creation and operation of ‘book-shelf’ on the Association website to present (technical) literature considered important by Association members;
- n) expression of opinions on crucial issues associated with the cinematographer profession;
- o) active participation in cinematographer training, in educating the next generation of cinematographers.

III

General rules of operation of the Association

The Association does not engage in direct political activity; the organization is independent of parties and does not provide them financial support; it does not conduct party political activities; it does not nominate candidates to parliamentary, European Parliamentary and municipal elections.

IV

Membership

1. The ordinary member of the Association may be a natural person who is a decisive Hungarian cinematographer in the professional, artistic and/or human sense, agrees with the objectives of the Association and accepts the provisions of the Statutes.
2. Forms of membership:
 - ordinary member
 - supporting member
 - honorary member

(in the following, the term “member” shall mean ‘ordinary member’; if a supporting or honorary member is meant, the relevant attribute will always be indicated).

Statutes of the Hungarian Cinematographers' Association

3. For a list of members, and of the supporting and honorary members of the Association, see Annex 1 to the Statutes.

V

Creation of membership

1. For founders, Association membership is established at the moment of the registration of the Association. After the establishment of the Association, membership is created with the approval of the entry declaration. The entry declaration – together with the recommendations of two Association members – shall be submitted to the Board, the unit that shall decide on the member's admission within 30 days starting from the receipt of the application, by simple majority and open vote. Its decision shall be sent to the applicant within 8 days after its adoption, in writing, in a verified manner. Where the application for membership is refused, there shall be no appeal.
2. A supporting member of the Association may be a natural person who, although unable to participate in the operation of the Association permanently, for understandable reasons (e.g. long-term stay abroad), nevertheless undertakes to provide regular and continuous financial support for the activities of the Association. A supporting member of the Association may also be a legal person committing itself to providing to provide regular and continuous financial support for the activities of the Association. The representative of the natural person or legal person supporting member may take part at the Assembly meetings of the Association, but has no voting right, cannot be elected for an office and does not pay membership fee; otherwise, his/her/its rights and obligations are identical to those of the members.
3. A member may also request – with reference to understandable reasons as indicated in Clause VI.2 below –, concurrently with the termination of his/her membership, admission as supporting member.
4. The Board shall decide on the admission of a supporting member in consideration of the opinion of the Presidency.
5. An honorary member of the Association – invited by the Board – may be a natural person who, through his/her activities, significantly supports/assists the achievement of the objectives of the Association.
6. Honorary members shall be invited to the events of the Association. An honorary member cannot be elected for an office, has no voting right, does not pay membership fee but, otherwise, has identical rights and obligations to members.
7. The admission of an honorary member shall be decided by the Assembly meeting, based on the proposal of the Board, by simple majority of its attending members.

VI

Termination of membership

1. Membership shall be terminated upon:
 - a) the member's withdrawal;
 - b) the member's death or the termination of a legal person supporting member without legal successor;
 - c) the exclusion of the member.
2. The member may terminate his/her membership any time, without justification, by written statement addressed to the President of the Association. Membership ends on the day when the President of the

Statutes of the Hungarian Cinematographers' Association

Association receives the statement. The President of the Association shall inform the Board of the exit of the member orally at the next Board meeting. The same rules apply also to supporting and honorary members.

3. The Board may exclude from among the members of the Association a member who commits a serious or repeated infringement of the provisions of these Statutes or an Assembly decision by open vote and simple majority.

The exclusion procedure shall be conducted by the Board on the initiative of any member or body of the Association. In the exclusion procedure, the member shall be invited to the Board meeting in a verifiable manner, with the warning that his/her absence despite being duly invited shall not prevent holding the meeting and taking a decision. The member shall be given an opportunity to defend himself/herself at the meeting. The member may also be represented at the meeting. The decision to exclude a member shall be put in writing and justification shall be given. The justification shall include the facts and evidence on which exclusion is based, as well as information on the possibility of redress. The Board shall take the exclusion decision within 30 days of the commencement of the member exclusion procedure, and communicate it to the member concerned in a verifiable manner within 8 days.

An excluded member may file an appeal against the first-instance decision of the Board within 15 days of its receipt, addressed to the Assembly of the Association and sent to the Presidency. Upon receipt of the appeal, the Presidency shall convene an extraordinary Assembly meeting immediately, but no later than within 30 days, and also notify the Board thereof. The Assembly shall decide on the exclusion by open vote, by simple majority. The Assembly meeting shall announce its resolution orally when it is made, and shall notify the member concerned of it in writing and in a verifiable manner within eight days.

VII Members' rights

1. A member of the Association shall have the right to
 - a) take part in the activity of the Association;
 - b) use the services of the Association;
 - c) participate at the Assembly meeting, exercise his/her voting right; speak, ask questions and make proposals and observations in accordance with the order of the Assembly meeting;
 - d) access the documents of the Association;
 - e) be elected official of the Association if he/she is not subject to a statutory reason for exclusion;
 - f) use the abbreviation HCA after his/her name.
2. A member may also exercise his/her right to vote through another member authorised by him/her to act as proxy. The authorisation granted to the proxy shall be in writing, in the form of a document of full probative value and shall be handed over to the chairperson of the Assembly meeting at the start of the latter.
3. Members entitled to vote at the Assembly meeting shall have equal votes.

VIII Members' obligations

A member of the Association

- a) shall not jeopardise the achievement of the purpose of the Association and the activity of the Association;

Statutes of the Hungarian Cinematographers' Association

- b)* shall pay membership fee by the due date;
- c)* shall observe the applicable instructions/provisions of the Statutes of the Association and the decisions of the decision-making bodies;
- d)* shall notify the Presidency of any change in his/her e-mail address and/or residential address within 8 days.

IX Membership fee

1. The members of the Association shall pay membership fee as financial contribution. The membership fee is HUF 2 000 per month, payable after the establishment of the Association, by the end of the month following the date when the order for its registration becomes final and by the 15th day of each month thereafter, by transfer to the bank account of the Association. Depending on the member's financial means, the membership fee payment obligation can be fulfilled in one amount – HUF 24 000 – for the whole year (in the year of establishment: for the remaining fraction of the year).
2. A new member joining the Association after its establishment shall start the monthly payments of the membership fee within 8 days from becoming a member in the first year, or may transfer the time-proportional amount of the membership fee for the given year.

X Bodies of the Association

1. The bodies of the Association are the following:
 - a)* Assembly,
 - b)* Presidency,
 - c)* Board.

Assembly

2. The Assembly is the main decision-making body of the Association.
3. The Assembly shall have the power to:
 - a)* approve and amend the Statutes;
 - b)* decide on the termination, merger and division of the Association;
 - c)* elect and dismiss senior executives (Presidency members), Board members and the Honorary President;
 - d)* approve the annual budget and set the membership fee;
 - e)* approve the annual report – including the report of the executive body, the Presidency, on the financial situation of the Association;
 - f)* exercise the employer's rights over the senior executive if the senior executive is employed by the Association;
 - g)* approve contracting by the Association with its member, senior executive or their relatives;
 - h)* decide on the enforcement of claims for damages against current and former members of the Association and against senior executives;
 - i)* decide on any issue assigned to its competence by the legislation or the Statutes.
4. The Assembly shall meet at least once a year and its meeting shall not be public.
5. The Assembly shall be convened by the Presidency by an invitation sent at least 15 days before the date

Statutes of the Hungarian Cinematographers' Association

of the meeting, primarily to the registered seat of the Assembly, or to a venue suitable for holding the Assembly meeting, in writing, in a verifiable manner. Delivery in a verifiable manner in writing means e.g. registered or return delivery or delivery to the member's e-mail address with conformation of delivery (electronic return receipt).

6. If the Assembly Meeting has not been duly convened, the meeting may be held if at least three quarters of those entitled to attend it are present and they unanimously agree to hold the meeting.
7. The invitation to the Assembly meeting shall specify the name and seat of the Association, the venue of the Assembly meeting and the proposed agenda items. The agenda items shall be recorded in the invitation with sufficient detail to allow members with voting rights to formulate their position. The invitation shall also include the venue and date of the repeated Assembly meeting if the quorum is not met, and notification that the repeated Assembly meeting shall have quorum regarding the original agenda items regardless of the number of attendants, if it is convened to a date at least 3 and at most 15 days after the original date.
8. The invitation to the Assembly meeting shall be published at the registered seat and on the website of the Association. Within three days of the delivery or publication of the invitation to the Assembly meeting, the members and bodies of the Association may request the Presidency to supplement the agenda, giving reasons for the addition. The Presidency shall decide on any additions to the agenda within two days. The Presidency may reject the addition of the agenda or grant the request. In all cases, it shall communicate its decision and, in the event of adoption, the supplemented agenda items, to the members in a verifiable manner no later than two days after adopting its decision.
9. If the Presidency does not decide on the request to supplement the agenda or rejects it, the Assembly meeting shall decide on the addition to the agenda separately prior to adopting the agenda, provided that at least three quarters of those eligible to participate are present and they unanimously agree to discuss the issue that is not on the agenda.
10. The Presidency shall immediately convene the Assembly meeting to take the necessary measures if
 - a) the assets of the Association do not cover the debts due;
 - b) the Association is expected to be unable to meet its obligations as they fall due, or
 - c) the achievement of the Association's objectives is jeopardised.

In the above cases, the members shall take measures to eliminate the circumstance(s) giving rise to the convening or decide on the dissolution of the Association at the convened Assembly meeting.

11. The Assembly meeting shall have quorum if more than half of those with voting rights are present /represented. Quorum shall be examined at each decision-making.
12. Following the opening of the Assembly meeting, first the quorum, i.e. the number of members present and entitled to vote relative to the total number of members ever, must be examined. Before discussing the agenda items, the Assembly meeting shall elect the chairperson, the keeper of minutes and the verifier of the minutes and, if necessary, the two-strong vote-counting committee, by simple majority and open vote.
13. An attendance register shall be drawn up of members present at the Assembly meeting, specifying the

Statutes of the Hungarian Cinematographers' Association

name and place of residence of the member and, as soon as the Statutes allow for participation and voting by proxy, the name and place of residence of the proxy and, if the members do not have the same number of votes by proxy, the number of votes to which the given member is entitled. The attendance register shall be authenticated by the chairperson and the keeper of the minutes of the Assembly meeting by their signatures.

14. Minutes shall be drawn up of the Assembly meeting, containing
 - a) the name and registered seat of the Association;
 - b) the place and date of the Assembly meeting;
 - c) the names of the chairperson, the keeper of minutes and the verifier of minutes, respectively, of the Assembly meeting;
 - d) the main events of the Assembly meeting and any motions made there;
 - e) the decision proposals, the number of votes cast for and against these and the number of abstentions.

The minutes shall be signed by the keeper of the minutes and the chairperson of the Assembly meeting, and shall be authenticated by the member elected for this purpose who is present at the Assembly meeting. The minutes and the attendance register shall be placed and preserved among the Association's documents, which shall be the responsibility of the Association's Presidency.

15. The decision of the members shall be taken by the majority of the votes taken into account in the determination of the quorum. The following shall not vote to make a decision:
 - a) a person whom the decision relieves of any obligation or liability or upon whom it confers another kind of advantage to the detriment of the legal person;
 - b) a person to be contracted according to the decision;
 - c) a person against whom an action must be brought according to the decision;
 - d) a person whose relative who is not a member of the Association is interested in the decision;
 - e) a person who party to a relationship based on majority influence in another organisation interested in the decision or
 - f) who is otherwise personally interested in the decision.
16. The Assembly meeting shall pass its decision – unless specified otherwise in the Statutes or the legislation – by simple majority and open vote. An Assembly meeting decision taken with three-quarters majority shall be needed for the amendment of the Statutes of the Association, its merger or division. The amendment of the purpose of the Association and the Assembly meeting decision to terminate the Association both require the three-quarters majority of all members with voting rights.
17. The Assembly may elect a member who has been active in the field of film art for a prolonged period Honorary President of the Association for an indefinite term. The Honorary President may take part at the Presidency and Board meetings without voting right, with consultation right. If an Honorary President is elected, his/her name shall be indicated in Annex 4 to the Statutes.
18. The Chairperson shall announce the Assembly decisions orally at the Assembly meeting and communicate them in writing to the member(s) concerned within eight days after the decision is made in writing, in a verifiable manner, while also displaying them on the website of the Association.
19. If necessary and especially if it is expected that it cannot be held in the presence of all members due to the circumstances, the Assembly meeting may be held with the members' participation by electronic

Statutes of the Hungarian Cinematographers' Association

communication means, provided that the identification of the members and mutual and unrestricted communication among them are ensured. A conference meeting held via an internet platform, where the participating persons not only hear, but also see each other, i.e. both identification and mutual and unrestricted communication is ensured, fulfils these criteria. In such case, the invitation shall indicate the agenda in sufficient detail for those who are eligible to vote to be able to formulate their position on the issues to be discussed. In an Assembly meeting held this way, no attendance register is drawn up; instead, the names of the participants are included in the minutes. Proceedings and decisions at the Assembly meeting shall be recorded so as to allow their checking in retrospect. If a decision taken at such a meeting shall be submitted to the registration court, the participants and the Presidency member chairperson of the meeting shall draw up minutes of the attendants of the meeting, what has been said there and any decisions taken, and have the minutes signed by the chairperson or a Presidency member appointed by him/her by his/her signature.

20. Exceptionally, in urgent cases, an Assembly decision may also be taken without an Assembly meeting. In such cases, decision-making may be initiated by the Presidency, in agreement with the Board, by sending the draft decision(s) to the members, even by email. Members shall be given at least eight days from the receipt of the draft for sending their vote to the Presidency. For decision-making without a meeting, the quorum and voting provisions of the Status shall apply with the difference that the decision-making procedure shall be considered effective if at least as many votes are sent – if only by email – to the Presidency as the required number of attendants if an Assembly was held. A member's vote shall be effective if his/her identity can be clearly determined from it, the draft decision put up for voting – in case of several decision proposals, the serial number of the draft resolution -- is specified, as well as the vote cast for it. The Presidency shall determine the outcome of the voting within three days following the deadline set for voting – if the votes of all members are received before that, then within three days from the receipt of the last vote –, and communicate that to the members within another three days. The day of decision-making is the voting deadline or, if all votes are received earlier, the day of receipt of the last vote. If a decision taken by decision-making without having a real meeting must be submitted to the registration court, the President of the Association shall draw up minutes of the manner of decision-making, the participants and the decisions, and authenticate it by his/her signature.
- If, despite the initiative, a member insists on holding the meeting, an Assembly meeting shall be held.

Presidency

21. The Presidency is the executive body of the Association administering also its daily affairs, consisting of at least three Presidency members (president and two Presidency members), that takes decisions on matters not assigned to the exclusive competence of the Assembly or the Board by the legislation or the Statutes.
22. Presidency members – qualifying as senior executives of the Association –, are elected by the Assembly from among the members of the Association by secret voting and simple majority, for a fixed term of two years. If election takes place via an online Assembly meeting or by decision-making without meeting, where secrecy cannot be ensured, the members of the Presidency shall be elected by open vote. The office is established by its acceptance by the elected person.
23. A senior executive's mandate shall be terminated in case of
- a) the expiry of the term of the mandate;
 - b) recall;
 - c) resignation;

Statutes of the Hungarian Cinematographers' Association

- d)* death of the senior executive;
 - e)* limitation of the senior executive's capacity to act in the scope necessary for the performance of his/her activities;
 - f)* execution or conflict of interest involving the senior executive.
24. A senior executive may renounce his/her mandate any time by a statement addressed to the Presidency, to another senior executive of the Association. The Presidency shall immediately notify the Board of the resignation. If the viability of the Association so demands (i.e. the headcount of the Presidency drops to less than three persons due to the resignation), the resignation becomes effective after the election of a new senior executive or else on the sixtieth day following the announcement.
25. A senior executive can only be an adult person whose capacity to act in the scope required for performing his/her activity has not been restricted.
26. A senior executive shall fulfil his/her executive tasks personally. A person sentenced to imprisonment for a criminal offense cannot be a senior executive until he or she has been acquitted of the adverse consequences of his or her criminal record. A person subject to a sentence of disqualification from public affairs (Btk. §61 (2) (i)) cannot be a senior executive. A person legally banned from this occupation cannot be a senior executive. A person banned from a profession by final judicial decision cannot be the senior executive of a legal person pursuing the activity indicated in the sentence during the ban. A person banned from the activity of senior executive cannot be a senior executive for the period specified in the banning decision.
27. For the names of the senior executives of the Association (Presidency members) see Annex 2 to the Statutes.
28. The legal representation of the Association, including the right to dispose of its bank account(s), shall be provided by the President. Scope of exercising the right of representation: general. Method of exercising the right of representation: independent. The President may entrust certain tasks to a member of the Presidency, but not the right of representation. In the event of the President being unable to act, the right of representation, including the right to dispose of the bank account, shall be exercised jointly by two members of the Presidency.
29. Competences of the Presidency:
- a)* management of the day-to-day affairs of the Association, decision-making in matters within its competence;
 - b)* preparing the reports and submitting them to the Assembly meeting after obtaining the opinion of the Board;
 - c)* drafting of the annual budget and submitting it to the Assembly meeting after obtaining the opinion of the Board;
 - d)* management of the property of the Association, the adoption and implementation of decisions concerning the use and investment of the assets which do not fall within the competence of the Assembly;
 - e)* convening of the Assembly and Board meetings, notification of the members and the bodies of the Association;
 - f)* specification of the agenda items of the General Assembly convened by the Presidency;
 - g)* participation at the General Assembly and answering of questions concerning the Association;
 - h)* participation at the Board meeting;

Statutes of the Hungarian Cinematographers' Association

- i)* membership registration;
 - j)* keeping of decisions, organisational documents and other books of the Association;
 - k)* guarding of documents related to the operation of the Association;
 - l)* assessment of any reason for the termination of the Association at all times and, if such occurs, taking the relevant measures prescribed by legislation;
 - m)* decision-making on any matter assigned to its competence by the law or by the Statutes.
30. The Presidency shall have meetings as necessary, but at least once a year. The President shall convene the Presidency meeting primarily to the registered seat of the Association but, if necessary, to another venue, at least 15 days before its date, by sending out an invitation, in writing, in a verifiable manner. Delivery in a verifiable manner in writing means e.g. registered or return delivery or delivery to the member's e-mail address with confirmation of delivery (electronic return receipt).
31. The invitation to the Presidency meeting shall specify the name and registered seat of the Association, the venue of the Presidency meeting and the proposed agenda items. The agenda items shall be recorded in the invitation with sufficient detail to allow the Presidency members to formulate their position.
32. The Presidency takes its decision by simple majority, open vote. The Presidency shall have quorum if more than half of Presidency members not restricted in their right to vote is present. If the Presidency has only three members, in the presence of two Presidency members, decisions can only be made unanimously.
33. The following shall not vote on a decision:
- a)* a person whom the decision relieves of any obligation or liability or upon whom it confers another kind of advantage to the detriment of the legal person;
 - b)* a person to be contracted according to the decision;
 - c)* a person against whom an action must be brought according to the decision;
 - d)* a person whose relative who is not a member of the Association is interested in the decision;
 - e)* a person who is in a relationship based on majority influence with another organisation interested in the decision; or
 - f)* a person who is otherwise personally interested in the decision.
34. Presidency decisions shall be announced orally at the Presidency meeting and communicated in writing to the member(s) concerned within eight days from decision-making in writing, in a verifiable manner, concurrently with their publication on the Association website.
35. Instead of personal attendance, exceptionally, and in particular if several members of the Presidency are unable to attend personally (due to being on a trip abroad or to illness e.g.), the Presidency meeting may also be held by electronic communication means, provided that the identification of the members and mutual and unrestricted communication among them is ensured. A conference meeting held via an internet platform, where the participating persons not only hear, but also see each other, i.e. both identification and mutual and unrestricted communication is ensured, fulfils these criteria. In a Presidency meeting held this way, decisions taken there shall be recorded so that they can be checked in retrospect. If a decision taken at such a meeting shall be submitted to the registration court, the participants and the Presidency member participating at and chairing the meeting shall draw up minutes of the attendants of the meeting, the proceedings and any decision(s), and have the minutes signed by the chairperson or a Presidency member appointed by him/her by his/her signature.
36. Exceptionally, in urgent cases, a Presidency decision can also be taken without holding a meeting. In such cases, decision-making may be initiated by the Presidency, by sending the draft decision(s) to the

Statutes of the Hungarian Cinematographers' Association

Presidency members, even by email. Presidency members shall be provided at least eight days from the receipt of the draft for sending their vote to the President. For decision-making without meeting, the quorum and voting provisions of the Statutes shall apply, with the difference that the decision-making procedure shall be considered effective if at least as many votes are sent – if only by e-mail – to the President as the required number of attendants if a meeting were held. A Presidency member's vote shall be effective if his/her identity can be clearly determined from it, the draft decision put up for voting – in case of several decision proposals, the serial number of the draft resolutions -- is indicated, as well as the vote cast for it. The President shall determine the outcome of the voting within three days following the deadline set for voting – if the votes of all members are received before that, then within three days from the receipt of the last vote –, and communicate that to the Presidency members within another three days. The day of decision-making is the deadline for voting or, if all votes are received earlier, the day of receipt of the last vote. If a decision taken this way must be submitted to the registration court, the Presidency member participating at and chairing the meeting shall draw up minutes of the participants, the proceedings and any decision(s), which shall be authenticated by the President or a Presidency member appointed by him/her by his/her signature.

If, despite the initiative, a Presidency member insists on holding the meeting, the Presidency meeting shall be held.

Board

37. The Board is the administrative body of the Association which directs the Association between Assembly meetings and decides on issues not assigned to the exclusive competence of the Assembly or the Presidency. The Board shall report on its activity to the Assembly.
38. The Board is a 13-strong body including, automatically, the Presidency of the Association. Members of the Board beside the Presidency (max. ten persons) are elected by the Assembly meeting by secret voting and simple majority, for a period identical with that for the Presidency, i.e. two years. If election takes place by online Assembly meeting or decision-making without meeting – where secrecy cannot be ensured – Board members other than those in the Presidency shall (also) be elected by open vote. The office is created by its acceptance by the elected person. For a list of the Board members, see Annex 3 to the Statutes.
39. A Board member's mandate is terminated:
 - a) upon the expiry of the term of the mandate;
 - b) by recall by the General Assembly;
 - c) resignation of the Board member;
 - d) death of the Board member;
 - be) limitation of the Board member's capacity to act in the scope necessary for the performance of his/her activities;
 - f) execution or conflict of interest in relation to the Board member.
40. The Board shall have meetings as necessary, but at least once a month, convened by the President of the Association or if he/she is prevented from exercising that function, by a member of the Presidency. The Board shall have quorum if at least half of its members + 1 person are present. The chairperson of the meeting is elected by the attending members from among themselves. The Board takes decisions by simple majority. Board members can only participate at the Board meetings personally, they cannot be represented by an authorised proxy.

Statutes of the Hungarian Cinematographers' Association

41. Instead of personal participation, in exceptional cases, in particular if several members of the Board are unable to attend personally (e.g. trip abroad, illness), the Board meeting can also be held by electronic communication means, provided that the identification of the members and mutual and unrestricted communication among them is ensured. A conference meeting held via an internet platform, where the participating persons not only hear, but also see each other, i.e. both identification and mutual and unrestricted communication is ensured, fulfils these criteria. In a Board meeting held this way, the proceedings and any decisions taken there shall be recorded in the memo so that they can be checked also in retrospect.
42. Exceptionally, in urgent cases, a Board decision can also be taken without holding a meeting. In such cases, decision-making can be initiated by the President by sending the draft decision to the Board members, even by email. Board members shall be provided at least eight days from the receipt of the draft for sending their vote to the chairperson. In decision-making without meeting, the quorum and voting provisions of the Statutes shall apply, with the difference that the decision-making procedure shall be considered effective if at least as many votes are sent – if only electronically, by e-mail – to the chairperson as the required number of Board member attendants if a meeting were held. A Board member's vote shall be effective if his/her identity can be clearly determined from it, the draft decision put up for voting – in case of several decision proposals, the serial number of the draft resolutions -- is indicated, as well as the vote cast for it. The chairperson shall determine the outcome of the voting within three days following the deadline set for voting – if the votes of all members are received before that, then within three days from the receipt of the last vote –, and communicate that to the Board members within another three days. The day of decision-making is the voting deadline or, if all votes are received earlier, the day of receipt of the last vote.

If, despite the initiative, a member insists on holding the meeting, the Board meeting shall be held.

43. Competences of the Board:
- a) decision on the activities to achieve the objectives of the Association referred to in Clause II.2 of the Statutes;
 - b) decision on the admission and expulsion of members;
 - c) decision on the admission of a supporting member;
 - d) invitation of an honorary member;
 - e) decision on issues assigned to its competence by the Statutes.

The Board shall take decisions on issues b)-d) indicated above by two-thirds majority of its attending (participating) members.

44. The Board shall develop its own operating rules. The chairperson shall draw up minutes of its meetings which shall be signed by two participants.

XI

Management of the Association

1. The Association operates on the basis of an annual budget.
2. The Association has the right to pursue business activities directly related to the achievement of its objectives, provided that this does not jeopardise its activity to achieve its main purpose. The Association uses its property in accordance with its intended purpose; it shall not divide its property among its members.
3. The revenues of the Association originate from

Statutes of the Hungarian Cinematographers' Association

- a) membership fees paid by members,
- b) income from business/entrepreneurial activities,
- c) any budget support,
- d) donation from another organisation or a private individual,
- e) investment activities,
- f) amounts obtained by tender.

XII

Termination of the Association

1. The Association shall not transform into another legal person; it can merge with another association or be divided into associations.
2. The Association shall be terminated without legal successor if
 - a) the General Assembly decides to terminate it;
 - b) it is terminated by a court;
 - c) the achievement of the Association's purpose becomes impossible and no new purpose is defined;
 - d) the Association has less than 10 members for six months.

XIII

Final provisions

Questions not regulated in the Statutes shall be governed by the provisions of Act V of 2013 on the Civil Code (Ptk.) and Act CLXXV of 2011 on the Freedom of Association, Non-profit Status and the Operation and Support of Civil Organisations (Ectv.).

The Statutes have been adopted with the content herein by the founders' Assembly meeting held online via the ZOOM internet platform on 21 December 2020.

Dated: Budapest, on the 12th day of December, 2020



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signature
(President of the Association)

Countersigned by

Budapest, 21 December 2020

Annex 1

List of founding members

1. Tamás Andor
2. Frigyes B. Marton
3. Tamás Babos
4. Miklós Buk
5. Eszter Csepeli
6. Tamás Dobos
7. Mátyás Erdély
8. Ádám Fillenz
9. Dániel Garas
10. Francisco Gózon
11. Ferenc Grünwalsky
12. Buda Gulyás
13. Márk Gyóri
14. Máté Herbai
15. Sándor Kardos
16. János Kende
17. Iván Márk
18. Balázs Márton
19. Tibor Máthé
20. Gábor Medvigy
21. Gyula Pados
22. Ferenc Pap
23. Gergely Pohárnok
24. Elemér Ragályi
25. József Rák
26. Marcell Rév
27. László Seregi
28. Gábor Szabó
29. Péter Szatmári
30. Widamon Máté Tóth
31. Zsolt Tóth

Annex 2

List of Presidency members

President: Gábor Szabó

Presidency members:

- **Francisco Gózon**
- **Sándor Kardos**

Annex 3

Members of the Board

- 1) Gábor Szabó (President of the Association)
- 2) Francisco Gózon (member of the Association Presidency)
- 3) Sándor Kardos (member of the Association Presidency)
- 4) Frigyes B. Marton
- 5) Babos Tamás
- 6) Miklós Buk
- 7) Eszter Csepeli
- 8) Mátyás Erdély
- 9) Dániel Garas
- 10) Buda Gulyás
- 11) Máté Herbai
- 12) Marcell Rév
- 13) László Seregi

Annex 4

Honorary President of the Association: Elemér Ragályi