



 **PMAN**
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**PERFORMING MUSICIANS EMPLOYERS
ASSOCIATION OF NIGERIA**



**CONSTITUTION AS AMENDED
 (2023)**

with the established procedures for reintegration.

F. The decision to reinstate a dissolved state chapter lies within the discretion of the National Working Committee.

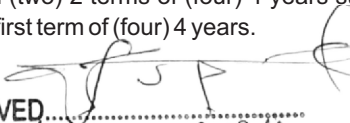
ARTICLE 23: DISSOLUTION 2

A. The Association shall not be dissolved except with the consent of two-thirds of the total membership.

B. Upon dissolution of the Association, the assets (if any) remaining after settling all its liabilities must be applied by transfer to one or more other bodies having objects similar to the objects of the Association or as may be determined by a Court of competent Jurisdiction.

ARTICLE 24: TENURE OF ELECTED OFFICERS

A. An elected officer of this association shall hold office for not more than (two) 2 terms of (four) 4 years subject to re-election after the first term of (four) 4 years.


APPROVED.....
DATE..... 9th JAN 2024.....
REGISTRAR OF TRADE UNIONS
FEDERAL MINISTRY OF
LABOUR AND EMPLOYMENT ABUJA



**CONSTITUTION
AS AMENDED
(2023)**

THE AMENDMENTS OF PMAN CONSTITUTION 2023

APPROVED.....
 DATE 9th JAN 2024.....
 REGISTRAR OF TRADE UNIONS
 FEDERAL MINISTRY OF
 LABOUR AND EMPLOYMENT ABUJA

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We the musicians in Nigeria, having realized the immense potentials in the music industry and having noted that these potentials are not being employed in the best interest of the entire musicians in the case of benefits, now hereby resolve to establish a strong and virile association to promote the best interest of music and Nigerian musicians.

INTERPRETATION

In this Constitution, unless the context indicates another meaning:

Chapter: Chapter means a local branch of the Association within each state or such geographical area in Nigeria as may be determined by the National Executive Council;

Conflicted member means a member of the National Executive Council, National Working Committee, or any of the standing committee, or any of the standing committee in respect of whom a conflict of interest arises or may reasonably arise because such member or a Connected Person is receiving or stands to receive a benefit (other than as permitted by Articles 8.B) from the Association, or has some separate interest or duty in a matter to be decided, or in relation to information which is confidential to the Association;

Connected Person means a person with whom a member of the National Executive Council, National Working Committee, or any of the standing committees, shares a common interest such that the member may reasonably be regarded as benefitting directly or indirectly from any material benefit received by that person, being either a part of such member's family or

household or a person or body who is a business associate of that member, and (for the avoidance of doubt) does not include a company with which the member's only connection is an interest consisting of no more than 1% of the voting rights;

Trade Dispute has the same meaning as in the Trade Unions Act CAP T14 LFN.

Member means any person who is a member of the Association in accordance with Article 4 of this Constitution;

Musician means any person who plays a musical instrument, sings, composes, arranges or conducts and directs musical performances, teaches music, is a copyist of sheet music, or provides some services within the profession requiring musical skill;

Officer means any of the persons referred to in Article 12(A) of this Constitution;

Works means any and all musical works created by Members which shall include but not be limited to compositions and sound recordings embodying compositions.

ARTICLE 1: NAME

The name of the Association shall be "Performing Musicians Employers' Association of Nigeria" otherwise known as "PMAN" and herein after referred to as the "Association".

ARTICLE 2: OFFICES

The registered office of the Association shall be located at 4B

Hammed Kasumu Street Chevy View Estate Lekki Lagos State, Nigeria. Or such other places as may be decided upon by the members through a resolution of the National Executive Council.

ARTICLE 3: OBJECTIVES

A. To organize an association of musicians who are engaged in the employment of the services of musical instrumentalists, producers, entertainment managers, arrangers etc. in the performance of their duties, under a virile, strong and united body for their mutual benefits and welfare.

B. To promote the study, practice and dissemination of the knowledge of music and musicology throughout the Federal Republic of Nigeria.

C. To establish a machinery for negotiations between the Association, on behalf of its Members, and the representatives of other persons or bodies engaged in the use of the Members' Works.

(I) To determine by negotiations between the Association and to organize an association of musicians who are engaged in music entertainment at all levels, in the performance of their duties under a virile, strong and a united front for their mutual benefits and welfare.

(ii) To establish the machinery for negotiations between the Association and the representatives of affiliates at the national level.

(iii) To secure observance of agreements reached after conclusion of the negotiations referred to in 3.C (i) and (ii) above.

D. To support Members bearing in mind their area of musical interest and their geographical area of operation.

E. To engage in and organize the training and education of Members generally and to set up institutions to facilitate such training and education in Nigeria.

F. To eradicate or reduce the infringement of copyright in musical works throughout Nigeria by promoting the legislation and enforcement of relevant laws.

G. To protect Members from persons whose character and circumstances render them unworthy of practice and participation in the Nigerian music industry.

H. To protect the creative and performing rights of all Members in Nigeria.

I. To enter into agreements with Phonograph producers; Record label owners; Manufactures of photograph records and Music audio/visual at all levels; Broadcasting organizations; Hotels; Night clubs; Concert halls; Cinema houses and other venues where music is used for public entertainment, for the payment of Royalties to members through the Association, as PMAN deems fit. This rule relieves anybody or group hitherto from the responsibility and places it on PMAN henceforth.

J. To take such action as may be necessary and reliable for the purpose of avoiding Trade Dispute.

K. To give Members all such possible assistance as is in the opinion of the Members proper and desirable.

L. To engage in the importation, exportation, manufacturing or distribution of musical instruments and accessories.

M. To liaise, affiliate or co-operate with bodies of musicians in other countries and other international organizations for the achievement and furtherance of the objects of the Association.

N. To publish and distribute periodicals, newspapers, books, leaflets, documents, magazines, sheet music and other related publications and documents that the Association may deem desirable in the promotion of its interest and that of its Members.

O. To collect and disseminate statistical and other data and information relating to music and the music industry to all the appropriate authorities and bodies in Nigeria.

P. To effect the settlement of disputes between Members and their recording companies in respect of payments of royalties and other fees and entitlements, and other Trade Disputes whenever such occur.

Q. To promote cooperation, assistance and unity amongst Members as well as mutual understanding amongst related industries, unions, and associations.

R. To co-operate with, advice and make representations to governments on all matters affecting musicians, performing artistes and the music industry in Nigeria.

S. To control and enforce all rules and regulations guiding the use of musical works and sound recordings of non-Nigerians in Nigeria; including the sales of records and royalties thereon.

T. To build union halls, theatre halls, recording studios and other related facilities subject to the availability of funds.

U. To organize joint recordings and musical performances by Members to promote unity and raise funds for the Association and / or any charitable cause which relates to the music industry in Nigeria.

V. To raise and maintain high standards of performance and conduct of practicing Musicians in Nigeria.

W. To set up awards in recognition of outstanding and worthy contributions to musical endeavors and in furtherance of it in Nigeria.

X. To develop and maintain a database of information and promote opportunities for continuous employment for Musicians in Nigeria by keeping an up-to-date register of all Members and their fields of specialization.

Y. To take adequate steps to protect Members from exploitation in any way and to actively oppose all forms of harassment, prejudice and unfair discrimination whether on the grounds of sex, ethnic group, religion, class, marital status, disability, age, or other status or personal characteristic.

Z. To regulate the musical performances of non-Nigerian musicians in Nigeria through the issuance of performance permits. Such musical performances shall include but not be limited to concerts, live recordings, operas etc.

AA. To perform and engage in the pursuit of other activities which in the opinion of the Association are lawful and incidental or conducive to the attainment of the above objects of the Association.

BB. To ensure that every practicing or performing musician becomes a member of the Association.

ARTICLE 4: MEMBERSHIP

A. Membership of the Association shall be open to:

- i. all musicians in the Nigerian music industry;
- ii. any musician, who in the course of the performance of his/her musical work, engages other musicians as his/her employees; and
- iii. Any non-Nigerian musician who has resident or working permit.

B. Any person, who having become a Member continues to fulfill the membership obligations as provided in this Constitution shall unless, where the Member resigns or is expelled from the Association, continue to be a Member.

C. Membership of a special or honorary character may be conferred by the National Executive Council on persons who have made outstanding contributions to the development of music in Nigeria ("Special Members"). However, Special members shall have the same privileges as other Members.

D. A person who wishes to become a member of the Association ("Applicant") shall complete the application forms issued by the Association and submit the completed forms to the Chapter operating in the Applicant's usual place of residence or to the National Headquarters, if a Chapter does not yet exist where he resides.

E. Membership shall be granted only on the approval of the National Working Committee of the Association.

F. A successful Applicant shall be issued the Association's card (the "Card") which the Member is expected to carry at all times and produce upon demand by any of the Association's officials, the Police or any person or group of persons intending to use the services of the Member. The Card carrier shall be entitled to the protection of the Association in whatever form, subject to the determination of the National Executive Council.

G. The Association shall also issue a successful Applicant a copy of the Association's Code of Conduct by which the Applicant and all Members shall be bound.

H. A Member who changes residence shall be entitled to automatic membership of the Chapter in his new area, if the Member obtains a notification from his previous Chapter confirming that he is not in arrears of the Association dues or levies and not in any way indebted to the Association. The notification shall be obtained from the Headquarters if a member is transferring from an area where a Chapter of the Association does not yet exist.

I. All Members shall be in possession of a job license before they can seek or accept jobs from any person or institution or engage in any paid activity requiring their musical skills (the "License"). The License shall be renewable periodically as specified by the National Working Committee.

J. All Members must bind themselves faithfully to be governed by the decisions of the Association or its representatives so nominated by the Association to act on its behalf.

K. All Members shall be just and fair in all their dealings with one another and shall not undermine the Association as an institution, or destroy or weaken the Association as a collective bargaining agency, or slander or libel any Member or Officer of the Association.

L. Every Member shall have the right to participate fully in the affairs of the Association and enjoy all other rights and privileges of membership including the right to vote and be voted for, as long as he/she has paid his/her dues and levies and met all necessary requirements.

M. A right, privilege or obligation which a person has by reason of being a member of the Association.

i. Is not capable of being transferred or transmitted to another person, and terminates on cessation of the person's membership.

ii. The Association shall maintain a register of members ("Register") which shall be maintained by the General Secretary. The names and addresses of Members shall be entered into the Register.

ARTICLE 5: REQUIREMENT FOR CANDIDACY/LEADERSHIP

A. MEMBER: must pay his or her dues for one year to be qualified to contest for any elective position.

B. In order to qualify for the esteemed positions of the president within the prestigious performing Musicians Employers Association of Nigeria (PMAN) or State Chapter Governor, aspiring candidates are expected to showcase a robust musical background, underscored by a minimum of one accredited musical album.

C. Moreover, candidates should exhibit a commendable history of adept administrative skills and a substantial duration of experience within the realm of proficiency and dedication to the industry.

ARTICLE 6: THE CONSTITUTION AND GOVERNMENT

A. This document or any subsequent amendment shall be known as the “Constitution of Performing Musicians Employers Association of Nigeria”.

B. The Constitution shall be the basis of the contract between the Members to establish and operate the Association.

C. Every Member shall uphold and defend the Constitution at all times, and pay the prescribed fees and dues.

D. The Constitution shall not be altered, added to, amended or rescinded except by a resolution supported by the votes of not less than two thirds of the delegates at the National Delegates Conference.

E. Every Chapter of the Association shall have the power to make supplementary rules which are necessary for the smooth conduct of the affairs of the Chapter subject to the provisions of this Constitution.

F. All Chapters shall forward all supplementary rules made by them to the General Secretary of the Association who shall bring them to the attention of the National Executive Council.

G. The National Executive Council may revoke any supplementary rule made by a Chapter if in its opinion, the rule is against the interest of the Association.

H. Any supplementary rule which contradicts, derogates from, or is inconsistent with the provisions of this Constitution or the Trade Unions Act shall to the extent of its inconsistency be regarded as null and void and of no effect.

I. GOVERNMENT OF THE ASSOCIATION

The Government of the Association shall be vested in the following organs:

- i. National Delegate Conference;
- ii. National Executive Council;
- iii. National Working Committee
- iv. Chapter Executive Council

ARTICLE 7: REPRESENTATIVES OF MEMBERS

A. In the case of a Member that is a company or organization, such Member may be represented at meetings of the Association by a duly authorized person in its employment.

B. A Member shall be deemed to be present in person at any meeting when such member is represented by a duly nominated representative or alternate.

ARTICLE 8: FINANCE

A. The funds of the Association shall be derived from annual subscriptions of members, donations and, such other sources as the Governing Council may determine.

B. Membership Dues (Monthly Obligation): Members of the PMAN (Performing Musicians Employers Association of Nigeria) shall contribute to the financial stability of the association by paying monthly dues.

C Minimum Requirement: The minimum monthly dues for each member shall not be less than one thousand Naira (₦1,000).

D Determining Dues: The specific amount for monthly dues may be subject to adjustment as determined by the National Working Committee (NWC) of PMAN.

E National Working Committee Authority: The National Working Committee holds the authority to review and set the monthly dues based on the financial needs and operational requirements of the association.

F Transparent Communication: Any adjustments to the monthly dues shall be communicated transparently to the members by the National Working Committee through official channels.

G Due Date: Members are required to remit their monthly dues on or before the specified due date determined by the National Working Committee.

H Consequences of Non-Payment: Failure to pay the monthly dues within the stipulated time may result in

consequences as outlined in the PMAN constitution, including but not limited to suspension of certain membership privileges.

I Financial Accountability: The National Working Committee shall ensure proper financial accountability and utilization of the collected dues for the benefit of the association and its members.

J Amendment Procedure: Any proposed amendment to this article regarding the amount or structure of monthly dues must follow the constitutional amendment procedures outlined in the PMAN constitution.

K Enforcement: The PMAN NWC is empowered to enforce the provisions of this article and take necessary actions to ensure compliance with the established monthly dues.

L Review Period: The National Working Committee shall periodically review the adequacy of the monthly dues, taking into consideration the financial needs and objectives of PMAN.

M. Members shall pay monthly subscription of such sums as may be determined from time to time by the National Executive Council. Each Member shall pay the monthly subscription to the executive committee of his Chapter.

N. All monthly subscription collected by the Chapters shall be forwarded to the National Headquarters. The National Headquarters shall keep accounts of all monthly subscriptions received and remit 35% (Thirty-Five percent) of each sum

received from a Chapter to that Chapter for the funding of the Chapter.

O. Monthly subscriptions collected by the Association shall be distributed in the following manner:

National 50%

Chapters 35%

Investment/emergency at the National level 10%

Investment/emergency at the Chapter 5%

P. Any Member who defaults in the payment of monthly dues or any applicable levy for a period of [3 months] consecutive months or [3 months] months in a six (6) months period may be denied the usual privileges of Membership.

Q. Special levies

The National Executive Council may, if it considers it necessary, impose levies upon Members and Members shall be required to pay such levies (the "Levies"). The Levies shall be forwarded to the National Headquarters of the Association. Such Levies shall include but not be limited to:

- i. Foreign performances levy: (by way of percentage of earnings while in the country and as distinct from government tax etc.)
- ii. Entertainment Hall proprietors levy i.e. dancers Hall levy
- iii. Local bands and group levy (for non-members)
- iv. Entertainment Promoters Levy (for non-members)
- v. Recording Houses levy (for non-members)

vi. Royalties from television, radio etc. after due percentage have been paid to copyright owners and government tax deducted.

R. Fund raising Activities, Donations and gifts

The Association shall from time to time organize fund raising activities including musical performances and joint recordings at the National and Chapter levels. The National Executive Council may make further rules guiding such activities. The following rules shall also apply to fund raising activities by Chapters:

- (i) Chapters shall involve the National Headquarters in all fund-raising activities and both parties shall agree on working terms and the formula for sharing any fundings raised through such activities.
- (ii) Where any Chapter organizes a fund-raising musical performance, the National Headquarters shall collect performance levy from such Chapter.
- (iii) The Association shall accept donations, gifts, grants, subscriptions from individuals, organizations and Government agencies to further the objects of the Association.

S. Application of Funds

- (i) The funds of the Association shall be applied by the Treasurer acting upon the instructions of the National Working Committee to the following:
 - (a) payment of salaries of the Officials;

- (b) payment of the Association's running costs and expenses;
- (c) investment in assets;
- (d) any other payment which is required to further any of the objects of the Association.

(ii) **The property and funds of the Association must be used only for promoting the objects of the Association and do not belong to, and cannot be appropriated by any Member of the Association, regardless of the Member's position in the Association.**

T. Investments -Any fund of the Association not required for current expenses shall at the discretion of the National Executive Council be invested by and in the name of the Association, provided that the fund shall not be invested in pyramid schemes, or illegal/unethical/shady business activities. The National Executive Council shall engage a reputable investment adviser to advise on how and where the fund is to be invested.

U. Financial Year - The financial year of the Association shall be 1st January- 31st December.

V. The National Treasurer shall be in charge of the accounts of the Association. The National Executive Council shall ensure that accurate and complete accounting and other financial records are maintained for the Association in accordance with the requirements of applicable law and IFRS which shall be audited at least once in every year by a reputable auditing firm and the audited financial statement shall be submitted to the National Executive Council.

W. The Auditor's report shall be sent to the Association and forwarded to the Registrar for approval. The Auditor shall thoroughly examine all the books of accounts kept by the National Treasurer, check all receipts and payments and certify them accordingly. He shall have access to all the books, accounts vouchers and other documents of the Association which he may consider necessary to carry out the audit.

X. Indemnification - Every member or officer who has been duly authorized by the Association to act on its behalf shall be indemnified by the Association against all damages, fines, costs, losses or expenses which such persons may, acting reasonably and legally incur, or become liable to pay by reason of any act or thing done by him in such a capacity as aforesaid or in any way in the discharge of his duties, provided that the damage or loss suffered by the Member/officer is not due to the Member or officer's negligence in discharging his duties or wrongful actions done by such Member or officer.

Y. Reimbursement- **The Association shall reimburse any Member or officer who has been duly authorized by the Association to act on its behalf for any reasonable out-of-pocket expenses incurred by the Member or officer in discharging his duties, provided that such Member or officer shall obtain the prior approval of the National Executive Council before incurring any expense exceeding an agreed limit. The Member or officer shall present receipts evincing the expense incurred to the Treasurer for approval and reimbursement.**

Z. Inspection of Accounts - The latest balance sheet and

account books of the Association shall be open to inspection on appointment by any Member during normal working hours at the registered office of the Association. The membership register containing the names of all the Members shall also be available for inspection.

AA. Allowances and Bonus: The National Working Committee shall determine allowances and bonuses to be paid to any Member, officer or staff when necessary in relation to any good service rendered in the interest of the Association.

BB. Honoraria: The National Delegates Conference of the Association may grant suitable honoraria from its funds to officers whose duties all call for past time service to the Association at the National or Chapter levels.

CC. Royalties, fees, and special Hours:

(I) To ensure that Members derive adequate benefit for their work, the National Executive Council shall from time to time, determine the minimum Royalties and Fees payable to Members within the music industry in Nigeria.

(ii) No Member shall accept to be paid less than the minimum Royalties or Fees determined by the Association.

(iii) The Association shall give all reasonable assistance to every Member to ensure that all Royalties and Fees due to every Member are paid.

(iv) To assist in funding the Association's activities, the National Executive Council shall determine the percentage of

Members Royalties or Fees which each Member shall cause to be deducted from source and paid to the Association. Such deduction shall not exceed 5% of a Member's Royalties or fees.

DD. The National Executive Council shall make regulations guiding the conditions and hours of work of all session musicians working in Nigeria. All Members shall abide by such regulations.

EE. Enforcement of performance fee on concert and promoters:

(i) All concert promoters organizing events in Nigeria must comply with the standardized performance fee structure established by the Union. Violation of the prescribed performance fees will lead to legal repercussions, fines, and potential suspension of event organizing privileges.

(ii) Mandatory Membership of Music Practitioners in Nigeria:

All individuals and entities involved in music practice within Nigeria's jurisdiction are required to be registered members of PMAN, Failure to obtain or maintain PMAN membership will result in constraints on professional activities and may incur legal consequences as per the union's bylaws.

(iii) Mandatory Allocation by Collective Management Organizations (CMO) to PMAN:

All Collective Management Organizations (CMOs) operating in Nigeria must allocate 7% of their total earnings to PMAN for the advancement and support of the music industry and its practitioners.

Non-compliance with this requirement may lead to legal actions and the revocation of the CMO's operating license within Nigeria.

(iv) Establish a dedicated business unit responsible for overseeing the marketing and sponsorship management of PMAN ventures, reporting to the General Secretary, who in turn reports directly to the President. This unit will consist of experienced corporate professionals with a strong business acumen.

(V) Introduce a Trust Foundation within the organization to oversee and monitor the union's spending and management of PMAN properties, ensuring transparency and responsible resource utilization.

ARTICLE 9: PROPERTY, BENEFITS AND CONFLICTS

A. The property and funds of the Association must be used only for promoting the objects of the Association and do not belong to the membership of the Association.

B. Member of the National Executive Council, National Working Committee, or any of the standing committees under Article 12, and Connected Persons shall not be entitled to receive any payment of money or other material benefit (whether directly or indirectly) from the Association except:

- i. benefits from membership of the Association on the same terms as any other Member of the Association;
- ii. reimbursement and indemnification under Article 8.X and 8.Y;
- iii. in respect of a contract (but not a contract of

employment) with the Association, provided the contract does not exceed any maximum value that may be determined by the National Executive Council from time to time.

C. Subject to Article 8.D, any member of the National Executive Council, National Working Committee, or any of the standing committees who becomes a Conflicted member in relation to any matter shall:

- i. declare the nature and extent of his or her interest before discussion begins on the matter;
- ii. withdraw any discussion on the matter after providing any information requested by the National Executive Council/ National Working Committee;
- iii. participate in any voting in respect of the matter.

D. This Article 8 does not permit any material benefit to a member of the National Executive Council, National Working Committee, or any of the standing committees or a Connected Person that is not otherwise authorized by this Constitution.

E. Subject to Article 8.B, a member of the Association may enter into a contract (except a contract of employment) with the Association provided the contract does not exceed any maximum amount that may be determined by the National Executive Council from time to time.

ARTICLE 10: NATIONAL DELEGATES CONFERENCE

A. The National Delegates Conference of the Association

shall be the highest policy making and legislative organ of the Association.

B. The National Delegates Conference shall consist of:
i. All members of the National Executive Council;
ii. All Chapter Chairmen and Secretaries;
ii. Delegates representing each Chapter, the number of which shall be determined from time to time by the National Executive Council based on the numerical strength of each Chapter.

C. The National Delegates Conference shall be held every four years in the month of October or in the event of any situation that prevents the holding of the conference in October, not more than 3 months after.

D. The National Executive Council shall decide the dates and venues of the National Delegates Conference.

E. **A Special National Delegate Conference may however be held on such a date and such venue as may be decided by a resolution of at least 2/3 of members of the National Executive Council or by a resolution of a majority of the Chapters forwarded to the General Secretary.**

F. The National Executive Council shall have the power to determine the items to be included in the Agenda for the National Delegates Conference. The Items for inclusion in the Agenda of the National Delegates Conference shall be

forwarded to the General Secretary no later than two months prior to the date of the National Delegates Conference.

G. The Agenda of the National Delegates Conference together with the supporting documents shall be forwarded to the Delegates no later than 14 days before the meeting.

H. The business of the National Delegate Conference shall include: (a) the consideration and determination of internal matters of policy affecting the members of the Association; (b) all items included in the Agenda; and (c) the election of new officers and Trustees, where applicable.

I. Each Chapter of the Association shall constitute one Constituency for the purpose of electing delegates to the National Delegates Conference of the Association.

J. To be eligible for nomination and election as a delegate, a Member must have been a financial member of the Association for at least one year.

K. Every delegate at the National Delegate Conference shall have the right to participate fully in all matters on the agenda for the conference. However no full-time employee of the Association shall vote at any National Delegate Conference.

L. The National Delegate Conference shall constitute one constituency for the election of the National Officers of the Association.

M. Every member of the Association who satisfies the

APPROVED by
DATE 9th JAN 2025
REGISTRAR OF TRADE UNIONS
FEDERAL MINISTRY OF
LABOUR AND EMPLOYMENT ABUJA

provisions of this Constitution shall be eligible for election into any of the National Offices in the Association. The fact that a Member is not a delegate shall not disqualify him from contesting in an election into any office of the Association.

N. The President of the Association shall preside over the National Delegate Conference. In his absence, the Vice Presidents or any other National Officer nominated by the majority of the Delegates present shall preside, in that order.

O. Forty percent (40%) of eligible delegates shall form a quorum for the National Delegate Conference.

ARTICLE 11: NATIONAL EXECUTIVE COUNCIL (N.E.C)

A. There shall be the National Executive Council (the "Council") which shall be responsible for administering the Association between National Delegate Conferences in accordance with the provisions of this Constitution.

B. The National Executive Council shall be made up of the:

- I. President
- ii. 1st Vice President
- iii. 2nd Vice President
- iv. National Treasurer
- v. One Member with a professional background or area of specialization
- vi. Chairmen of the National Standing Committees
- vii. Governors of all Chapters
- viii. General Secretary
- ix. Assistant General Secretary
- x. National Legal Adviser

C. To be eligible for nomination as one of the member of the National Executive Council in Section 10.B (e) above, a candidate must have been a financial member of the Association for at least one year.

D. The President, Vice Presidents, the National Treasurer and one (1) member of the National Executive Council in Section 10.B (e) above shall be elected at the National Delegates Conference.

E. Every member of the National Executive Council, except the General Secretary, the Assistant General Secretary and the National Legal Adviser, shall have the right to vote at the meeting of the National Executive Council.

F. The National Executive Council shall meet at least three times a year.

G. The General Secretary in consultation with the President shall convene meetings of the National Executive Council and determine items to be included in the agenda of the National Executive Council meetings. Such items shall be forwarded to the members of the National Executive Council at least three weeks before the meeting.

H. One third (1/3) of the total membership of the National Executive Council shall constitute a quorum for all meetings of the National Executive Council.

I. The President shall preside over the meetings of the

National Executive Council, in the absence of the President, the 1st Vice President, the 2nd Vice President, or any other Council member elected by a majority of the Council members present shall preside over the meetings, in that order.

J. The member of National Executive Council presiding at that meeting shall have a casting vote.

K. The business of the meeting of the National Executive Council shall be the consideration of any matter included in the agenda. However, the National Executive Council member presiding or a majority of the other members may approve the consideration and the determination of any matter not included in the agenda.

L. Decisions shall be taken at the National Executive Council meetings, by a simple majority of those members present. Voting shall be by show of hands or by secret ballot, unless otherwise stated elsewhere in this Constitution.

M. **The National Executive Council shall protect and further the interest of all members of the Association, implement policies decided up on by the National Delegates Conference, ensure that Members observe all the rules of the Association individually and collectively; safeguard the funds of the Association, set up any committee it deems necessary for the attainment of the aims and objectives of the Association and do such other things that may further the objectives of the Association to the provision of this Constitution.**

N. No member of the National Executive Council having pecuniary interest in a matter before the Council shall be entitled to vote on such a matter.

O. The National Executive Council shall report its activities to the National Delegate Conference.

P. Members of the National Executive Council shall have the right to participate in the activities of their Chapters but shall not hold offices in any Chapter except in the case of persons who are members of the National Executive Council by virtue of being Governors of Chapters.

Q. **The National Executive Council shall have the power to impose disciplinary measures on any Member who acts in any way contrary to the interest of the Association.**

R. Any member of the National Executive Council who wishes to resign from the Council shall give three months' notice of his/her intention to resign in writing to the National Executive Council.

S. The National Executive Council shall be dissolved at a Quadrennial National Delegates Conference and elections shall be held to appoint a new National Executive Council.

T. Where the National Executive Council is dissolved at a National Delegate Conference, a Caretaker Committee shall be elected to run the Association until the next National Delegate Conference.

ARTICLE 12: NATIONAL WORKING COMMITTEE

A. There shall be a National Working Committee of the Association and it shall consist of the following:

- i. President
- ii. 1st Vice President
- iii. 2nd Vice President
- iv. National Treasurer
- v. General Secretary
- vi. Assistant General Secretary
- vii. And one Ex-Officio who shall lead the National media department, overseeing its functions and ensuring regulatory compliance.

B. The National Working Committee shall administer the day-to-day affairs of the Association, between one National Executive Council meeting and another.

C. The National Working Committee shall meet regularly as required to carry out their functions.

D. The National Working Committee shall report its activities to the National Executive Council.

E. The General Secretary, in consultation with the President shall convene a meeting of the National Working Committee as and when the need arises and determine the items to be included in the agenda.

F. The President shall preside over the meetings of the National Working Committee and in his absence, the Vice Presidents in their order of seniority.

G. Six members of the National Working Committee shall form a quorum.

H. Voting at the meeting of the National Working Committee shall be by show of hands or by secret ballot.

I. The National Working Committee shall have the power to appoint staff of the Association including the General Secretary and determine their functions and remunerations. Provided that the appointment of the General Secretary and the Assistant General Secretary and their remuneration shall be subject to ratification by the National Executive Council.

J. The National Working Committee shall be responsible for the approval of all applications for membership.

K. **The National Working Committee may impose a fine on or suspend any erring member subject to the provision of Article 4 of this Constitution.**

L. In the absence of the General Secretary and the Assistant General Secretary, the National Working Committee may appoint anyone to act as its secretary for the time being.

M. The National Working Committee shall have the power to establish standing committees and Ad-hoc committees, and to engage experts to advice on or deal with any issues affecting the Association.

ARTICLE 13: NATIONAL COMMITTEES

A. The following standing committees shall be set up and dissolved by the National Working Committee;

- i. National Advisory Committee

- ii. National Disciplinary Committee
- iii. Projects committee

B. NATIONAL ADVISORY COMMITTEE

I. There shall be a committee to be known as the National Advisory Committee (the "Committee"). The Committee shall be made up of all former Presidents of the Association and such other experienced and distinguished members as may be decided by the National Executive Council

ii. The Committee shall meet once a year at a date and venue to be decided by the National Executive Council in consultation with members of the Committee or at any other time as may be required.

iii. The members of the Committee shall select from amongst themselves a Chairman for each meeting of the Committee.

iv. The Committee shall offer advice and opinion to the National Executive Council, through the President on issues that are likely to have wide ranging effect on the Association.

v. The Committee shall have the power to summon any member or officer of the Association to appear before it.

vi. Other members of the Committee shall be appointed by the National Executive Council and shall serve at the pleasure of the Council.

C. NATIONAL DISCIPLINARY COMMITTEE

I. There shall be the National Disciplinary Committee.

ii. The National Disciplinary Committee shall be made up of a Chairman and four other members to be appointed by the National Executive Council.

iii. The National Disciplinary Committee shall consider allegation of misconduct and breach of the provisions of this Constitution or the Code of Conduct by a Member as may be referred to it from time to time by the National Working Committee.

iv. The National Disciplinary Committee shall have the power to summon any Member of the Association to appear before it in relation to any allegation of misconduct and breach of the provisions of this Constitution or the Code of Conduct being investigated by it.

v. The disciplinary committee shall:

(i) take into consideration any submissions made by the member in connection with the allegation being investigated by it;

(ii) where it deems necessary, review documents and interview the complainant, the relevant member and their witnesses;

(iii) observe the rules of natural justice in its proceeding; and

(iv) Make such recommendations as it deems appropriate to the National Working Committee in respect of the complaint within the period specified by the National Working Committee for determining the complaint.

D. THE NATIONAL PROJECTS COMMITTEE

- i. There shall be a National Projects Committee (the “Committee”).
- ii. It shall be responsible for formulating and developing proposals for special projects to raise funds continuously for the Association.
- iii. It shall be made up of a Chairman and four other members to be appointed by the National Executive Council.
- iv. The proposal of the Committee shall be forwarded to the National Working Committee for approval.
- v. The Committee shall have the power to appoint sub committees to co-opt such experts to advise it on carrying out its functions on behalf of the Association.

ARTICLE 14: CHAPTERS AND CHAPTER EXECUTIVE COMMITTEES

- A. There shall be a Chapter of the Association in each state of the Federation and Abuja or such geographical areas as may be determined by the National Executive Council.
- B. The name and geographical area of a chapter shall be approved by the National Executive Council before such a chapter can function.
- C. The name, geographical area and particulars of a

Chapter shall not be changed without authorization by the National Executive Council.

D. There shall be a Chapter Executive Committee in each Chapter which shall ensure the proper organization and participation by Members at the grass roots, represent members when necessary and implement the directives of National organs of the Association at grassroot level.

E. The Chapter Executive Committee shall ensure that the books of accounts of the Chapter are properly kept in accordance with applicable laws. They shall also ensure that dues and levies are forwarded appropriately to the National Headquarters in compliance with Article 7 of this Constitution.

F. Each Chapter shall hold a meeting (“General Meeting”) once every month at venues decided by the members or the respective Chapter Executive Committee.

G. The quorum for a Chapter's General Meeting shall be 10% of the total membership of that Chapter.

H. There shall be a Chapter Executive Committee for each Chapter, comprising the following:

- i. Governor
- ii. Deputy Governor
- iii. Treasurer
- iv. Secretary
- v. Publicity Secretary
- vi. Provost and
- vii. Two Welfare Officers.

I. The General Meeting of the Chapter shall form one Constituency for the election of the members of the Chapter Executive Committee who shall hold office for a period of four years and shall be eligible for re-election every four years.

J. The National Working Committee shall appoint a Chapter Secretary for each Chapter who shall be a paid employee of the Association and shall assist the General Secretary in the performance of his duties at Chapter level and carry out the directives of the Chapter Executive Committee.

K. Each Chapter shall have the power to make supplementary rules and regulations for the smooth conduct of the affairs of the respective Chapters, subject to the provision of Article 5 of this Constitution.

L. The National Working Committee shall have the power to implement such measures it deems necessary to ensure that the Chapter Executive Committee functions in the best interests of the Association, including the complete dissolution and or reconstitution of a Chapter by way of elections or appoint an administrator in such state chapter.

M. The Chapter Executive Committee shall be dissolved by a vote of no confidence passed by a simple majority of all the members of the relevant Chapter.

N. The Governor shall preside over the General Meetings of a Chapter and the meetings of the Chapter Executive Committee. In his/her absence, the Deputy Governor shall

preside and where the Governor and the Deputy Governor are absent, the Members present may elect any person from amongst themselves to preside.

ARTICLE 15: NATIONAL OFFICERS AND THEIR DUTIES.

A. The following shall be the National Officers of the Association:

- (i) President
- (ii) 1st Vice President
- (iii) 2nd Vice President
- (iv) National Treasurer
- (v) General Secretary
- (vi) Assistant General Secretary
- (vii) National Legal Advisers
- (viii) One Ex-Officio

B. The National Officers, save for the General Secretary the Assistant General Secretary and the National Legal Advisers, shall be elected at each quadrennial National Delegates Conference.

C. Other Officers of the Association including the General Secretary and the Assistant General Secretary shall be appointed by the National Working Committee.

D. An elected officer of this Association shall hold office for a term of four (4) years and may be re-elected to that office after the expiration of his/her initial term for a subsequent term of four (4) years.

E. DUTIES OF THE OFFICERS

1. THE PRESIDENT:

i) The President shall preside at the National Delegate Conference and at meetings of the National Executive Council and the National Working Committee.

ii) He shall be responsible for the proper conduct of business at all such meetings.

iii) He shall be principal signatory to the bank accounts of the association.

iv) Upon approval of the minutes of a previous meeting, the President shall sign minutes of a previous meeting(s) produced by the General Secretary.

v) In conjunction with the General Secretary, he shall be responsible for the general administration of the affairs of the Association and keep himself in close contact with the National Secretariat.

vi) He shall endeavor to ensure compliance with the provisions of this Constitution by all members of the Association.

vii) He shall perform such other functions and duties as are customary to his office or conferred on him under this Constitution.

2. THE VICE PRESIDENTS:

i) The Vice Presidents shall undertake the duties and

powers of the President in their order of seniority at any time the President is absent.

ii) They shall assist the President in the performance of his duties.

iii) They shall also be assigned specific duties by the National Executive Council and the National Working Committee.

3. THE GENERAL SECRETARY:

(i) The General Secretary who may also be known as Secretary General shall be a full-time employee of the Association and shall be in-charge of the National Secretariat and all other full time employees of the Association. He shall be a person who the National Working Committee is satisfied that he possesses adequate administrative ability, knowledge and education.

(ii) He shall be one of the signatories to the bank accounts of the association.

(iii) The General Secretary shall conduct the business of the Association in accordance with this Constitution and any bye-laws and rules of the Association and shall carry out the instructions of the National Executive Council and the National Working Committee.

(iv) The General Secretary shall be relieved of this appointment on three months' notice in writing or upon the payment of 3 months' salary in lieu of his notice.

(v) The General Secretary shall

(vi) Attend and make necessary arrangements for meetings of the National Working Committee, the National Executive Council and the National Delegates Conference. He shall take the minutes of the meetings and shall render such assistance as may be desirable for the smooth functioning of all national organs.

(vii) Implement all policies laid down by the Association and shall keep a register of members.

(viii) In conjunction with the National Treasurer, prepare or cause to be prepared annual returns of the Association in accordance with applicable legislation.

(ix) Report to the registrar of Trade Unions and inform members of the National Executive Council about all matters and developments that are likely to affect the Association.

4. **THE ASSISTANT GENERAL SECRETARY:**

(i) The Assistant General Secretary who may also be known as Assistant Secretary General shall be a full time officer and employee of the Association.

(ii) He shall attend the meetings of the National Working Committee, the National Executive Council and the National Delegate Conference.

(iii) He shall assist the General Secretary in the performance of his duties and perform all official duties that may be assigned to him by the General Secretary from time to time.

In the absence of the General Secretary, the Assistant General Secretary shall act for him.

5. **THE NATIONAL TREASURER:**

(I) The National Treasurer shall be responsible for the general supervision of all the finances and accounts of the Association.

(ii) He shall be one of the signatories to the bank accounts of the association.

(iii) He shall keep a record of all revenue and expenditure of the Association.

(iv) He may with the approval of the National Working Committee delegate some of his functions through the General Secretary to a full time officer employed for the purpose of accounting.

(v) He shall have access to all financial records and information of the Association and shall with the National Working Committee ensure the implementation of sound financial management and reporting system to ensure the provision of accurate financial records and prevention of fraud and financial mismanagement.

(vi) He shall be one of the signatories to the bank accounts of the Association.

6. **THE NATIONAL LEGAL ADVISER:**

(i) There shall be a National Legal Adviser for the

Association who shall be a legal practitioner of not less than five (5) years post call experience and shall be appointed by the National Working Committee.

(ii) He shall provide legal advice and consultation to members of the Association on matters relating to the Association and may also be appointed to act on behalf of the Association as its legal representative.

(iii) The National Legal Adviser shall be paid a fee to be approved by the National Executive Council for his services.

ARTICLE 16: TRUSTEES

A. There shall be appointed from time-to-time trustees for Association ("Trustees") who shall not be less than five (5) persons and not more than nine (9) persons. The Trustees shall as far as practicable, reflect diversity based on such consideration such as national spread, gender, experience and the various skill sets in the industry.

B. The real and personal estate whatsoever belonging to the Association shall be vested in the Trustees for the time being of the Association for the use and benefit of the Association and the Members and they shall deal with it in such a way as the National working committee Council may direct.

C. In addition to the qualifications listed in the Act, a person who is an undischarged bankrupt or has been convicted of an offence involving fraud or dishonesty, shall not qualify to be appointed a Trustee.

D. A Trustee shall hold office for a term of 4 years and may be re-appointed after the expiration of his/her initial term for not more than two (2) subsequent terms of 4 years each. A Trustee shall cease to hold office if he or she:

- (i) resigns his/her office;
- (ii) becomes incapacitated due to infirmity of mind or body to perform the functions of his/her office;
- (iii) is declared officially bankrupt;
- (iv) is convicted of a crime or other offence involving fraud or dishonesty by a Court of competent jurisdiction;
- (v) In the event of any discernible inadequacy or misconduct on the part of a trustee, it becomes the imperative for the National working committee to undertake the necessary measures to promptly instigate the seamless transition to a more fitting successor.

E. The president General:

The Crucial Role of PMAN President General in Property and Income Oversight.

Within the organizational structure of PMAN, the role of the President General holds significant importance. Appointed to serve a four-year term, with the possibility of reappointment, the President General works closely with the trustees to monitor the utilization of PMAN's property and income;

(i) Responsibilities/Property Oversight: The President General assumes a key role in safeguarding PMAN's assets.

(ii) This includes monitoring and ensuring the responsible use of properties owned or managed by the association. This oversight is critical in maintaining the integrity and longevity of PMAN's physical assets.

(iii) **Income Monitoring:** Efficient financial management is imperative for the sustainability of any organization.

(iv) **The President General collaborates with the trustees to scrutinize the use of PMAN's income during their tenure, this involves assessing budgets, expenditures, and revenue streams to ensure fiscal responsibility.**

(v) **Compliance and Accountability:** Upholding transparency and accountability is paramount in any organization, and the President General acts as a crucial figure in ensuring PMAN's adherence to these principles by closely examining financial records and property management practices, contributing to a culture of responsibility and trust.

(vi) **Stipulated Timeframe:** The President General operates within a defined four-year timeframe, aligning with the standard term for officeholders in PMAN.

This limited tenure encourages a fresh perspective, fostering the introduction of new ideas and approaches to property and income management.

(vii) **Reappointment Possibility:** The potential for reappointment adds an extra layer of accountability and continuity.

If the President General has effectively fulfilled his or her duties and demonstrated a commitment to PMAN's interests, he or she may be reappointed for subsequent terms, ensuring a seamless transition in oversight responsibilities

(viii) **Conclusion:** In conclusion, the role of the PMAN President General is integral to the association's sustainable growth and responsible management of resources.

By diligently monitoring property use and financial activities, the President General contributes to PMAN's continued success. The four-year term, subject to reappointment, is a mechanism that balances continuity and adaptability, ensuring a dynamic approach to the challenges of property and income oversight within the organization.

(ix) **The appointment of the president General of PMAN is reserved for the past presidents based on their achievements during their time in office.**

ARTICLE 17: POLICY TITLE

A. **Approval Requirement from PMAN for Music Associations or Societies in Nigeria.**

(i) **Policy Overview:**

All music associations or societies, even if registered with the Corporate Affairs Commission (CAC), are required to seek approval from the Performing Musicians Employers' Association of Nigeria (PMAN) before commencing operations.

This policy is retroactive and serves to ensure that these sub-associations adhere to PMAN's specific regulations and standards within the Nigerian music industry ecosystem.

(ii) **Key Points:**

Requirement: All music associations or societies in Nigeria must obtain approval from PMAN before initiating their operations.

(iii) **Compliance:**

The approval process is mandatory for both existing and new associations, regardless of their registration status with the Corporate Affairs Commission (CAC).

(iv) **Retroactive Application:**

The policy applies retroactively to ensure that all existing associations align with PMAN's established regulations and standards within the Nigerian music industry ecosystem.

B. Importance:

(i) Ensures adherence to standardized regulations set by PMAN within the Nigerian music industry.

(ii) Facilitates a unified and structured approach to the functioning of music associations and societies in the country.

(iii) Promotes a collaborative and regulated environment for the development of the music industry in Nigeria.

C. Enforcement:

Non-compliance may result in regulatory actions and potential legal implications as per the guidelines established by PMAN and the regulatory authorities in Nigeria.

ARTICLE 18: MISCELLANEOUS FINES, SUSPENSIONS AND EXPULSION

A. Any member who fails to comply with this Constitution or acts in any way that is contrary to the interest of the Association, may subject to a finding of guilty by the Disciplinary Committee be fined, suspended or expelled from the Association by the National Working Committee.

B. A member may be fined or suspended from the Association for a period not exceeding four months by the resolution of the National Working Committee and for a period not exceeding 12 months by the National Executive Council

supported by not less than half of the members present in a meeting.

C. A member shall not be expelled from the Association except by a resolution of the National Executive Council supported by not less than two third of the members present at a meeting.

D. A member shall not be fined, suspended or expelled from the Association except reasonable opportunity has been given to him to be heard in person.

E. A member fined or suspended by the National Working Committee may appeal to the National Executive Council while a member fined, suspended or expelled by the National Executive Council may appeal at the National Delegate Conference. Such fine, suspension or expulsion shall subsist except and until the National Executive Council or the National Delegate Conference, as the case may be, decide otherwise.

F. A suspended member shall have no membership rights or privileges during the period of his suspension.

G. All expelled members shall have no rights whatsoever in the Association, or in the funds or property of the Association.

ARTICLE 19: RESIGNATION

A. A member wishing to resign his/her membership from the Association shall give 3 months' notice in writing to the General Secretary.

B. A member's resignation shall not in any way, affect any monetary debt owed to the Association.

C. A member who tenders his resignation shall not be entitled to any refund of subscriptions paid by him.

D. On the resignation of a member becoming effective, the member shall cease to have any interest in the funds or property of the Association.

ARTICLE 20: RE-ADMISSION

A. A member having resigned his membership may at any time after resignation re-apply for admission to membership.

B. An application for re-admission shall be considered by the National Executive Council.

C. A re-admitted member shall on re-admission be regarded as a new member.

ARTICLE 21: AMENDMENTS

A. This Constitution and any bye-laws made, thereunder may be altered, added to, amended or rescinded by a resolution supported by votes of not less than two thirds of the total membership at the National Delegates Conference.

B. Amendments or alterations to the Constitution by whatever process shall, however not be valid until they have been registered by the Registrar of Trade Unions.

ARTICLE 22: DISSOLUTION 1

A. Non-Remittance of Monthly Dues: State chapters of Performing Musicians Employers Association of Nigeria (PMAN) are obligated to remit monthly dues to the National Working Committee.

B. In the event that a state chapter fails to remit monthly dues consecutively for three months, the chapter shall be deemed at risk of dissolution.

C. Applicability: This provision applies to all state chapters, irrespective of the means by which the state executive was established.

(i) The obligation to remit monthly dues is fundamental to the continued existence and functioning of state chapters within PMAN

D. Dissolution Process: Upon the identification of non-compliance with the remittance of monthly dues for three consecutive months, the National Working Committee shall initiate the dissolution process.

(ii) The affected state chapter shall be duly notified of the impending dissolution and provided with an opportunity to rectify the default within a specified timeframe.

(iii) If the non-remittance persists beyond the stipulated timeframe, the National Working Committee reserves the right to dissolve the state chapter.

E. Reinstatement: State chapters that have been dissolved due to non-remittance of monthly dues may seek reinstatement by settling the outstanding dues and complying