

Audio Marketing Association (Europe)



CONSTITUTION

Introduction

1. The name of the Association shall be 'Audio Marketing Association (Europe)' - referred to as 'AMA (Europe)'.
2. AMA (Europe) was established on 4th October 2007
3. AMA (Europe) defines Audio Marketing as the use of music and professionally recorded voices for marketing purposes.
4. AMA (Europe) has the following mission statement –

'The Association will be the voice of the Audio Marketing industry in Europe speaking on behalf of its Members, clients and future clients.'

Objectives

5. AMA (Europe) shall have the following objectives:
 - a. To promote the Audio Marketing industry.
 - b. To be a central representative body for the European Audio Marketing community.
 - c. To define and promote a set of industry standards to benefit both Members and consumers.
 - d. To be a research and statistical centre, to aggregate and publish statistics and to provide analysis on Audio Marketing and other relevant market information.
 - e. To be a technical centre providing commentary, guidance and advice on all legal and other regulatory developments of relevance to Audio Marketing.
 - f. To provide a forum for exchange of non-competitive information.
 - g. To be a point of contact for providers and users of Audio Marketing.

Membership

6. Membership of AMA (Europe) is available to companies, which conform to the Membership Requirements. Admission to the Association is at the absolute discretion of the Committee.
7. The Committee shall at its discretion, admit as an Associate / Affiliate of AMA (Europe), any organisation meeting the Membership Requirements of Associates / Affiliates. Associates and Affiliates shall be entitled to receive most publications and other literature prepared under the auspices of AMA (Europe), and otherwise be entitled to participate in the affairs of AMA (Europe) as decided by the Committee.

Finance

8. AMA (Europe) is a 'non-profit making' organisation and may not apply funds other than
9. to realise the Objectives of the Association as determined by the Committee including:
 - a. Development and maintenance of a website
 - b. Production of an Association newsletter
 - c. PR & advertising
 - d. Costs of seminars, meetings, conferences and special events
 - e. Operating costs of the Association
10. The financial year of AMA (Europe) shall be the calendar year.
11. The Committee shall set the annual subscriptions.

Meetings

12. AMA (Europe) shall hold an annual general meeting not later than four months after the end of each financial year.
13. At least ten Members of AMA (Europe) or four Members of the Committee may at any time require the Secretary to convene an extraordinary general meeting of AMA (Europe).
14. The Secretary shall give not less than 21 days written notice to all Members of a meeting.
15. Votes at a meeting will be conducted by a show of hands by those present.

Committee

- 16.**A Committee comprising a Chairman and four further members shall direct the affairs of AMA (Europe).
- 17.**At the first meeting in each financial year, two members of the Committee shall retire from office. The members to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- 18.**Vacancies on the Committee shall be filled by show of hands at a meeting of AMA (Europe) from a list of candidates who have declared their willingness to stand. Retiring members may be reappointed. No vacancy can be filled by a candidate that would result in two members of the Committee being employed by the same Member organisation.
- 19.**A member of the Committee shall cease to be such immediately if he resigns or if he ceases to hold a senior office in a Member organisation, or if the other four members of the Committee agree.
- 20.**Each member of the Committee shall have one vote. The Chairman shall have a second or casting vote in the event of equality.
- 21.**The Committee shall appoint or replace a Secretary and Treasurer as officers of AMA (Europe).
- 22.**The Committee shall at its first meeting in each financial year, elect a Chairman to hold office until the first meeting in the following financial year. In the event of the Chairman ceasing to be a member of the Committee, the Committee shall have the power to elect a replacement to serve for the remainder of the term.
- 23.**If the Chairman is not present at a meeting of the Committee, the Committee shall elect a deputy Chairman for the meeting by show of hands or failing this by lot.

Publicity

- 24.**The Association shall publish an annual report on its activities and a list of subscribing Members. Both these documents will be published on the Association's website with a regularly updates membership list.
- 25.**Members of AMA (Europe) may use the AMA (Europe) logo and AMA (Europe) Guarantee logo, and publicise themselves as being a Member of AMA (Europe). Logos may not be altered other than resized, nor used in any way other than to indicate that the Member is a member of AMA (Europe). If a Member ceases to be a member of AMA (Europe), they agree to stop using the logos and publicising themselves as being a Member of AMA (Europe) as soon as is reasonable to do so.

Sub-Committees, Panels and Delegation

26. The Committee may establish and maintain sub-committees, project groups and technical panels and may delegate matters to them.
27. The Committee may delegate any of its powers.

AMA Guarantee

28. Members shall be entitled to promote the AMA (Europe) Guarantee, and use the AMA (Europe) Guarantee logo and wording. The logo and wording must not be altered.
29. In the event of any Member's business ceasing to trade, any customer of that Member who is the beneficiary of the AMA (Europe) Guarantee may apply to the Secretary for the burden and benefit of their agreement with the Member to be taken over by and the contract novated to another Member on the same commercial terms.
30. The Secretary will notify the Committee, who will offer any such contracts to other Members selected on as fair and equitable basis as they in their absolute discretion may decide, taking account of the Member's ability to fulfil the contractual obligations.
31. The Member offered the contract must accept or reject the contract within 2 working days. If they accept the offer, the Member agrees to take on the contract without any change to the commercial terms. If they reject the offer, the Committee will offer it to other Members, selected in the same way.
32. If the customer objects to the proposed Member, the customer may request an alternative Member from the Committee, and the Committee will offer it to other Members, selected in the same way.
33. In the unlikely event of no Member being willing to take on the contract on the same commercial terms, the Committee shall invite Members to submit revised commercial terms, and the most beneficial terms shall be submitted to the customer for their consideration.

Grievance and Disciplinary Procedure

34. Members must conduct themselves in accordance with the Code of Conduct.
35. A Member may be reported to any member of the Committee by any other Member or third party, who will, as soon as reasonably possible, bring the matter to the attention of the other members of the Committee.
36. The Committee (excluding any Committee member whose employer is alleged to have breached the Code of Conduct) shall investigate the matter, and if in their absolute

discretion they find the Member has contravened the Code of Conduct, they shall, at their absolute discretion, suspend or terminate the Member's membership of AMA (Europe).

37. Complaints must be logged via the AMA website, and the Committee will respond to the complainant within 28 days.

Revision of the Constitution

38. This constitution may be amended if amendments circulated with the notice of a meeting of AMA (Europe) are approved by at least 75% of the Members present at the meeting.

Membership Requirements

Full Membership

Full Membership is open to Organisations that are engaged in providing Audio Marketing services to end users.

1. Members must offer comprehensive Audio Marketing services, principally played through telephone systems. These must include the ability to provide all of the following:
 - Equipment supply and installation
 - Service and support
 - Recording copywriting, production & delivery
2. Members must meet at least one of the criteria below
 - a. Revenues in excess of £500,000 per annum must be generated from long term, marketing focused Audio Marketing services
 - b. 75% of a member company's revenues must be derived from the provision of long term, marketing focused Audio Marketing services.
3. Member companies must be committed to emphasizing the power of Audio Marketing; it's ability to build brand awareness and its effectiveness as a direct response marketing tool.
4. Member companies must exhibit expertise with the delivery systems they support.
5. Only those companies that have exhibited consistently high standards are eligible to join. The members of AMA (Europe) must be committed to offering high standards of service and professionalism, which is vitally important to the health, and reputation of the Association.
6. Members must either have a minimum of three years trading in the Audio Marketing industry, or failing that be able to demonstrate a material commitment to and expertise in the industry.
7. Members must be nominated by two current members and approved by the Committee.
8. The membership application forms must have been signed by a Director/Owner or person entitled to legally bind the applying organisation, and should be accompanied by a cheque for the annual subscription fee.

Associate Membership

Associate membership is open to organisations that offer direct support services exclusively to companies engaged in the Audio Marketing industry. (I.e. copywriters, production houses etc).

Applications for Associates membership are welcome and applications should be sent to the Secretary.

Associate Membership Requirements are at the discretion of the Committee

Affiliate Membership

Affiliate membership is open to Organisations that have an interest in the Audio Marketing industry but that do not work exclusively in the industry (e.g. manufacturers, insurance companies, leasing companies etc)

Applications for Affiliate membership are welcome and applications should be sent to the Secretary.

Affiliate Membership Requirements are at the discretion of the Committee

Membership Subscription Fees

Subscription fees are set at the discretion of the committee, and may be changed by the Committee from time to time.

Full Members: £250 per annum (a reduced fee of £150 per annum applies to members with a turnover of less than £500k in their previous financial year)

Associates Members: At the discretion of the Committee

Affiliate Members: At the discretion of the Committee

AMA (EUROPE) GUARANTEE

The AMA Guarantee is:

Customers of Audio Marketing Association (Europe) members benefit from the peace of mind that if the member ceases to trade, they may apply to the AMA for their contract to be assumed on the same commercial terms with no extra charges and minimal interruption of service by another member under the detailed terms of the AMA Constitution.”