DUCAPRO

GOVERNANCE



A Member-based Organization

DUCAPRO is a member-based organization incorporated under the laws of Curacao, Dutch Caribbean.

Members include music composers, lyricists, and publishers, who meet annually to receive reports from the DUCAPRO Board of Directors and Management and to provide their input on the organization's activities and performance.

DUCAPRO administers the music public performance and communication rights of its members in the Dutch Caribbean territory. It acquires those rights from the members and licenses them to music users, including radio stations and music using establishments. It also represents the rights of affiliated foreign societies in DUCAPRO'S territories. Reciprocally, those foreign societies represent, in their respective territories, the rights of DUCAPRO members.

Board of Directors

The Board of Directors is elected by and from the membership every three years, with representation across each of the islands of the Dutch Caribbean, these being Aruba, Curacao, Bonaire, St. Marteen, Saba, and St. Eustatius. Its role is to oversee DUCAPRO's activities and to appoint and work with management on governance and policy matters, including creating and amending the organization's by-laws, licensing, and distribution rules, setting up committees, and otherwise guiding management on policy and strategic matters based on the input of the members they represent.

The DUCAPRO Board members will comprise a makeup of creator directors and publisher directors as available from the DUCAPRO membership. The Board members will be appointed by their peers through an organized election process supported by DUCAPRO and the Music Creators Associations across the islands.

Voting Rights

Only members of the organization shall be permitted to cast votes. The number of votes to be exercised by the members shall reflect the extent of performances of their respective musical works.

The rules applying to DUCAPRO Board elections shall stipulate and ensure that the number of elected music creators may be greater but shall never be less than the number of music publishers.

Management Team

The management team is led by a Chief Executive Officer who is appointed by the Board and is responsible for the day-to-day operations of the organization, including the hiring of executives and other staff. The management team is comprised of the following positions:

- Chief Executive Officer
- Head of Finance, Technology & Operations for Licensing and Distribution
- Head of Membership, General Office Administration, and Human Resources

August 2022 Page 2



By-laws and Other Rules

The following governance documents are available by contacting DUCAPRO at info@ducapro.com.

- Organization Chart
- Membership Agreements
- Distribution Rules

August 2022 Page 3