

## Headings for an agreement between RROs

### Who are the parties

#### Agree what the parties allow each other to do (“Authorisations”):

[Explain what each RRO needs and the other RRO agrees to, using annexes for detailed information]:

- An RRO
  - licenses [or administers remuneration under a statutory exception regarding]
  - rightsholders’ material
  - for uses
  - by users
  - in a territory

[Each of these items needs to be defined for the purposes of each RRO. Common definitions might be arrived at but it is likely that each RRO needs its own section. The agreement to allow the other RRO to license might extend to one or to several countries. The agreement to allow the other RRO to license might, where appropriate, also deal with licensing users whose reach extends across borders (e.g. subsidiaries of multinational corporations established in one of these countries, distance learning institutions or libraries sending material to students or other users abroad)].

### Pricing/ tariffs

- Agree on the tariff / pricing structure and any choices or instructions to be made

### Mechanisms to administer the agreement:

- Payment of licence fees: when, how and how often to be transferred to the other RRO
- Deductions from these payments
- Which information needs to be transmitted, how, in which format and how often
  - On payments and deductions
  - On usage of the repertoire
  - On the repertoire
  - On the licences
  - On the RRO as an organisation
  - And any changes to any of these items

[leave details for the annex/online access/databases or any other tool you may find useful]:

### General Clauses

- Confidentiality
- Audits
- Diligence and care
- Enforcement
- Compliance and copyright education activities
- Non-exclusive nature of the agreement

- Opt-out procedures and arrangements (where applicable)
- No sub-contracting
- Warranties and indemnities
- Applicable law
- Applicable forum and/or alternative dispute resolution
- Term and termination
- Severability
- Notices
- How the Code of Conduct and the REM Key Principles are dealt with.