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A CORPORATE COUNSEL SONG AND DANCE Keeping Your Corporation in Tune and Out of Court

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According to Edward Coke, “corporations cannot commit treason, nor be outlawed, nor be excommunicated, for they have no souls.” But they can be sued for copyright infringement. Times have changed. Corporate counsels are dealing with matters formerly left to rock and roll lawyers and their offspring (hip hop lawyers?). Corporations are using music as they have never before. Gone are the days when IBM looked only to its advertising agencies to clear rights to music used in their commercials. All major and minor corporations in the world today are utilizing music on their websites, on phone lines, and in their offices, lobbies, and meeting rooms. Holiday parties feature “Do You Hear What I Hear” and “Little Drummer Boy,” not to mention “I Saw Mommy Kissing Santa Claus.” Websites include music

clips to bring down the age of their visitors and to characterize them as more hip than their competitors.

Many of my clients in recent years are institutions that have greatly increased their use of copyrighted musical and other material—a challenge when in-house corporate counsels’ awareness of the rights and obligations of users of music is less than complete. Even when their knowledge is in fine tune and they are able to communicate the responsibilities of corporations to copyright owners, the turnover within corporations is such that no sooner are these employees taught the right stuff than they are replaced, or added to, by new employees who are as mystified as their predecessors were as to these responsibilities.

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