



**San Francisco – Northern California
Local Constitution**

March 31, 2019

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**San Francisco – Northern California
SAG-AFTRA Local Constitution**

PREAMBLE

This Constitution is in effect for the governance and the affairs of the San Francisco - Northern California Local of SAG-AFTRA with its scope, authority, and geographic area established and functioning at the direction and by resolution of the SAG-AFTRA National Board of Directors in accordance with Article X of the Constitution of Screen Actors Guild-American Federation of Television and Radio Artists (“SAG-AFTRA”).

Mission and Objectives

Adopted on behalf of the active members in good standing of SAG-AFTRA who reside in the San Francisco - Northern California area by the San Francisco - Northern California Local Board of Directors, this Constitution is hereby established having received approval by the National Board of Directors of SAG-AFTRA on April 19, 2013. The members of SAG-AFTRA who reside in the San Francisco - Northern California area hereby constitute the SAG-AFTRA San Francisco - Northern California Local whose purpose is to advance, foster, promote and benefit all those who are employed as actors, announcers, broadcast journalists, dancers, DJs, news writers, news editors and Directors, program hosts, puppeteers, recording artists, singers, stunt performers, voice over artists and other media professionals whose work is seen and heard in theaters, on television and radio, sound recordings, the internet, games, mobile devices, home video and all forms of media distribution platforms; to secure and protect the rights of those so employed in all matters affecting their professional activities; to assist all those who work in these areas in securing just and equitable compensation and working conditions in their employment; to take united action to abolish any unfair dealings or abuses or other conditions which are detrimental to persons engaged as employees in the said professions; to seek to widen the employment opportunities through organizing work available to members and prospective members of the San Francisco - Northern California Local of SAG-AFTRA; and to combine and coordinate the activities of the Local with activities of other organizations, whenever such combination or coordination shall be in the best interest of the members of SAG-AFTRA and the Local in carrying out these objectives.

Article 1 - Members

1.1 Geographical Scope: This Local is composed of SAG-AFTRA members who reside within the Local's jurisdiction as determined by the SAG-AFTRA National Board. Membership in this Local shall be automatically extended to all such SAG-AFTRA members.

1.2 Definition: The term "members" or "membership" as used in this Local Constitution means members in good standing as defined in the SAG-AFTRA Constitution.

Article 2 - Membership Meetings

2.1 Regular and Special Meetings: Regular meetings of the Local membership shall be held at least twice per year, or at more frequent intervals as determined by the Local Board. One meeting shall be held in the spring of each calendar year, the other in the fall. Special meetings of the membership may be called at any time by the Local President or by a majority vote of the Local Board members voting on the matter.

2.2 Notice: Except as otherwise set forth in this Constitution, notice of any membership meeting shall be given by written or electronic means at least thirty (30) calendar days in advance. Notice shall also be posted in the Local's office (if one exists) and published on the Local's website or page. Notice of special membership meetings shall be given in the same manner at least ten (10) calendar days in advance. An emergency membership meeting may be called by the President and two (2) of the elected officers and held upon twenty-four (24) hours' notice if circumstances require that immediate action be taken. Notice of any membership meeting shall state the date, time, and place of the meeting and, in the case of special and emergency meetings, a description of the business purpose of the meeting.

2.3 Locations: All membership meetings shall be held at the Local's principal office (if one exists) or at such other location as the Local Executive Director or Local Board shall determine.

2.4 Quorum Requirement: Thirty-eight (38) active members in good standing shall constitute a quorum for any membership meeting. At the Local Board meeting immediately preceding the membership meeting, the Local Board may take action if it so chooses to reduce the quorum requirements to twenty (20) members in good standing. In the event a quorum is not present at any membership meeting, those present may constitute themselves as a Committee of the Whole which shall have the right to make

recommendations to the Local Board for action. Each member who is present shall have one (1) vote.

2.5 Conduct of Business: Any regular membership meeting at which a quorum is present may transact any business coming before the meeting and all such business shall be advisory to the Local Board. A special or emergency meeting may not conduct any business other than the business for which the meeting was called. Unless this Constitution otherwise provides, all decisions shall be by a majority of those voting.

2.6 Minutes: Minutes shall be kept of all membership meetings.

Article 3 - Officers

3.1 Officer/Terms: Except as provided for in Article 5 Section 5.1, the Local's members shall directly elect the following officers:

- President
- Broadcast Vice President
- Performer Vice President *
- Recording Secretary

All officers shall serve two (2) year terms. The officers shall serve as delegates to the SAG-AFTRA Convention and shall be assigned priority in ranking order within the delegation following the President and National Board positions.

** The Performer Vice President category includes all work categories other than Broadcast, e.g., Actor/Performer, Recording Artist, Singer, Dancer, Stunt Performer.*

3.2 Principal Officer: The President shall be the principal officer of the Local and shall preside at all membership and Local Board meetings. The President shall oversee the keeping of the Local's records and minutes and the publication of all notices required by this Constitution. The President shall serve as a delegate to the SAG-AFTRA Convention.

3.3 Absence of the President: The Local Board shall designate a Vice President to serve in the President's absence. If both Vice Presidents are unavailable, the Local Board shall designate an officer to serve as President.

Article 4 - Local Board

4.1 Composition: The Local Board shall consist of the Local's elected officers and at least twelve (12) additional members elected by the Local's membership. The National Board Member(s) shall be entitled to attend all meetings of the Local Board and to participate in its discussions and debate for the length of his or her National Board term, but without any right to vote, make motions or otherwise be considered a member of the Local Board. The Local Board members shall serve two-year terms.

If the Local is entitled to two (2) seats on the National Board, one shall be from the Broadcast work category and the other from the Performer work category.*

** The National Board and Local Board Performer work categories include all work categories other than Broadcast, e.g., Actor/Performer, Recording Artist, Actor, Singer, Dancer, Stunt Performer.*

Members may run concurrently for a National Board, Local Officer, Local Board, and convention delegate positions. However, a member may not serve concurrently as a Local Officer and a Local Board member. In the case of a member who runs concurrently for National Board and convention delegate or for Local President and convention delegate, the member shall be seated in the National Board or Local President position (as applicable) and the candidate who received the next highest number of votes for convention delegate will be seated as delegate.

4.2 Size and Apportionment: The additional members of the Local Board shall consist of two (2) from the Broadcaster work category and ten (10) from the Performer* work category. Subject to approval by the Local Board and the SAG-AFTRA National Board, the Local may increase or decrease the number of Local Board members.

4.3 Authority: The Local Board shall be responsible for the general management of the business affairs of the Local and the general oversight of the Local's budget. The Local Board shall consult with the Local Executive Director in his or her responsibility to prepare and submit the proposed budget for the Local. The Local Board may adopt rules and policies that it deems necessary or appropriate to conduct the Local's business.

The National Executive Director shall secure the approval of the Local Board prior to, and as a condition of, hiring a Local Executive Director.

4.4 Meetings: Regular meetings of the Local Board shall be held at least four (4) times per year. Special meetings may be called at any time by the Local President, Local Executive Director, or by a majority of the Local Board. Meetings shall take place in the Local's

principal office unless otherwise determined by the Local Board. At least ten (10) days' notice shall be given to the Local Board members of any Local Board meeting at which the Local Board will select a replacement for any vacant Local or National Officer or Board member position.

4.5 Notice: Notice of all Local Board meetings shall be mailed or electronically delivered to Local Board members at least ten (10) days in advance. In the case of emergencies, notice shall be given by telephonic/electronic means at least twenty-four (24) hours in advance. The notice must state the date, time and place of the meeting and, in the case of special meetings, the purpose of the meeting.

4.6 Quorum Requirements: At least eight (8) members of the Local Board shall constitute a quorum for the conduct of any business, provided that both Performer and Broadcaster work groups are represented. Except as otherwise provided in this or the SAG-AFTRA Constitution, all decisions shall be made by a majority of those present and voting. Minutes shall be kept of all meetings.

4.7 Executive Session: The Local Board may conduct an executive session limited to its members to discuss personnel matters, collective bargaining strategy, or other sensitive matters.

4.8 Resolutions: The Local Board shall not take any action contrary to any resolution passed by a majority of the members voting at any membership meeting at which at least thirty percent (30%) of the Local members were present in person. The Local Board may submit any membership meeting resolution to a secret-ballot mail or electronic referendum of the membership.

4.9 Emeritus Status: In recognition of their years of service and contributions to the San Francisco - Northern California Local Board of Directors and the membership, in order to avail itself of the experience, knowledge and historical perspective of retiring Officers and Board Members for purposes of the Board's deliberations and otherwise, the Local Board of Directors may from time to time, at its discretion, grant "Emeritus Status" to these individuals. Those granted Emeritus Status shall be known as Director Emeritus and are eligible to attend Local Board meetings at the invitation of the President or his/her designee. Directors Emeritus shall not have a vote in any Board proceeding, but may be called upon to participate in discussion and debate as may be determined by the Local Board of Directors.

Article 5 - Elections, Eligibility and Vacancies

5.1 Nominations: The nomination and election of Local Officers, Local Board members, National Board members, and delegates to the SAG-AFTRA Convention shall be conducted on a schedule established by the SAG-AFTRA National Board, and in accordance with the SAG-AFTRA Constitution and election policies and procedures adopted by the SAG-AFTRA National Board. All nominations shall be by petition signed by at least seven (7) qualified members.

5.2 Non-Balloted Election: Should the number of candidates nominated by petition not exceed the number of open seats, they shall be deemed elected to the position(s) for which they petitioned for and there shall be no requirement for a mailed ballot election. Should this be the case, the Local Board, at its first meeting following the conclusion of the nomination period, shall cast a ceremonial unanimous ballot for those candidates selected.

5.3 Candidate Committee and Elections Committee:

(a) Candidate Committee: The Local Board shall appoint a Candidate Committee consisting of members in good standing. For purposes of this section, service on the Candidate Committee shall be deemed to commence immediately upon appointment to the Candidate Committee.

Candidate Committee members may, upon request, sign a candidate's petition. Neither the ballots nor any materials published or distributed by the Local may indicate whether a Candidate Committee member signed a candidate's petition. The identity of petition signers shall not appear on the ballot or any materials published or distributed by the Local.

The Candidate Committee may solicit members to run for local office by taking reasonable steps to notify all members of the positions to be filled and the procedures for submitting nominating petitions for any such position.

If reasonable solicitation of the entire membership does not result in candidates for any particular office, the Candidate Committee may take further reasonable steps to notify and solicit the membership, provided however, that the Committee may not solicit any individual members to run for office.

(b) Elections Committee: The Local Board shall establish a Local Elections Committee to oversee all nomination procedures and elections consistent with the SAG-AFTRA Constitution and SAG-AFTRA policies and procedures.

The Local Board shall establish a five (5) member Elections Committee consisting of one (1) member of the Local Board, appointed by the Local Board, whom shall serve as chair of the Committee provided however, that if no Board member is willing to serve, the Local Board may appoint a member at large to serve as the Chair, and four (4) additional members at large in good standing, none of whom may be candidates for President, Secretary-Treasurer, National Board, Local Board, Local Officers or Convention Delegates in that year's election. Three (3) members of the Committee shall constitute a quorum.

The decision of the Local Elections Committee on all election matters except the election of the National President and Secretary-Treasurer shall be final. The Local Board may adopt additional election procedures governing the conduct of nominations and elections consistent with SAG-AFTRA policies and subject to approval by the SAG-AFTRA National Board.

5.4 Eligibility to Serve: To be eligible to serve as an officer or member of the Local Board, a member must have been a member in good standing, as defined by the SAG-AFTRA Constitution, of the Local throughout the dues period prior to, and throughout the current dues period including the date of his or her nomination, and must remain in good standing during his or her term of office.

5.5 Filling Vacancies: Any vacancies in Local Officer and Local Board positions shall be filled from the Local membership and/or Local Board by a majority of the Local Board members voting at any Local Board meeting, except that the Local Board shall designate a Vice President to succeed the President until the next meeting of the Local Board. All replacements shall serve until their successors are elected.

5.6 Permanent Vacancy: A permanent vacancy arises upon the death or resignation of the person holding the position, or if the position remains unfilled in any election. In addition, the Local Board may declare that a position is permanently vacant if the person holding the position fails to appear at three (3) consecutive Local Board meetings without good cause.

5.7 Union Status During Term: Local Officers and members of the Local Board must adhere to the good standing and eligibility requirements set forth in Article VIII of the SAG-AFTRA Constitution throughout their elected or appointed term of office in accordance with policies and procedures established by the National Board. Failure to maintain good standing shall disqualify the member from attending meetings or voting until he or she returns to good standing. Failure to maintain eligibility for any other reason shall create a permanent vacancy.

Article 6 – Committees and Committee Appointments

6.1 Committee Appointments: The President, with the approval of the Local Board, may appoint committees in addition to those provided for in Section 6.2 (Standing Committees) to conduct any Local business, consistent with SAG-AFTRA policies. Except for any election or disciplinary committee, the Local President shall be an ex-officio, non-voting member of all Local committees.

6.2 Standing Committees:

- (a) Executive Committee: The Executive Committee shall consist of the Officers set forth in Section 3.1 above. The Executive Committee, as it deems necessary, shall have the authority to consult with other Local Board members with expertise on the subject being considered. The Executive Committee shall be given the authority to act on behalf of the Local Board based on current Local Board policy on matters which require timely action between regularly scheduled Board meetings. Local Board members will be notified via email of any actions of the Executive Committee.
- (b) Local Broadcast Steering Committee: The Local Broadcast Steering Committee shall consist of a member of the Local Board who shall serve as Chair of the Committee and a shop representative from at least four (4) broadcast stations with which the Local has collective bargaining agreements. The Committee shall be responsible for identifying areas of concern to broadcasters and making recommendations to the Local Board, including recommendations on standards for collective bargaining agreements, internal and external organizing efforts, public policy and other issues affecting members working in the broadcast sector.
- (c) Conservatory Committee: The Conservatory Committee shall consist of a member of the Local Board who shall serve as Chair of the Committee and at least four (4) members-at-large from the Local membership. Categorical and geographical representation should be strived for when appointing members to the Committee. It shall be the charge of the Local Conservatory Committee to encourage, supervise and create local programs through the Conservatory that inure to the educational benefit and opportunity of Local members to hone and develop their craft.
- (d) Organizing Committee: The Local Organizing Committee shall consist of the Officers set forth in Section 3.1 above and at least four (4) members of the Local Board. Categorical and geographical representation should be strived for when appointing members to the Committee. It shall be the charge of the Committee to

adopt, implement and oversee the internal and external organizing strategies of the Local, and implement national strategy as determined by the National Board or its designee. The Committee works in close consultation with Local and National staff.

Article 7 - Collective Bargaining Agreements

7.1 Ratification and Waivers: All Local collective bargaining agreements and amendments shall be ratified by majority vote of the members affected thereby and voting thereon. Such vote shall be conducted either in an electronic or mail referendum or in any meeting called for that purpose, subject to approval by the Local Board and final approval by the SAG-AFTRA National Board or its designee. The Local Board may approve waivers and minor amendments to such agreements, subject to policies and procedures established by the SAG-AFTRA National Board or its designee.

7.2 Work Stoppage: With the approval by the SAG-AFTRA National Board or its designee, the Local Board may call a strike in connection with any dispute with an employer upon a vote by seventy-five percent (75%) of the members affected thereby voting at any meeting called for that purpose or in a mail or electronic referendum.

Article 8 - Relationship to SAG-AFTRA

8.1 Disaffiliation: This Local is an integral part of SAG-AFTRA and all of its assets and properties of whatever kind and nature and wherever located shall be deemed the property of SAG-AFTRA. The Local may not disaffiliate from SAG-AFTRA or be dissolved by vote of its members without the prior approval of the SAG-AFTRA National Board.

8.2 National Constitution: In the event of any conflict between this Local Constitution and the SAG-AFTRA Constitution, the SAG-AFTRA Constitution shall control.

8.3 Contravention: The Local may take no action in contravention of the policies and procedures and rules and regulations adopted by the SAG-AFTRA National Board.

8.4 Conformity: To the extent that this Constitution, any Local rules, policies or procedures, conflict with any provision of the SAG-AFTRA Constitution, any amendment thereto, or any SAG-AFTRA rules, policies or procedures, this Constitution, or any Local rules, policies or procedures shall be deemed to have been automatically amended to conform therewith.

**Article 9 - Procedure for Removal of Local Officers
and Local Board Members for Serious Misconduct**

9.1 Any member in good standing, any committee of the National or a Local Board established for such purpose, or the National Executive Director, or his or her designee, may file charges of serious misconduct with the Secretary-Treasurer, or his or her designee, against any Local Officer or Local Board member. The charges shall be in writing and state all the facts and circumstances showing serious misconduct. A copy of the charges shall be mailed to the Local Officer or Local Board member in question.

9.2 The Probable Cause Committee shall review the charges and evidence submitted in support of them and may dismiss the charges if they lack substantial merit or evidence in support. Otherwise, the Disciplinary Committee shall set a hearing and give the Local Officer or Local Board member in question at least fifteen (15) days written notice of the date, time and place of the hearing. The hearing shall be before the Disciplinary Committee unless otherwise determined by the National Board. The Local Officer or Local Board member in question shall have the right to have a representative at the hearing, which shall be conducted in accordance with rules and procedures established by the National Board and/or Disciplinary Committee.

9.3 The body conducting the hearing shall issue a written decision following the hearing. A decision to remove a Local Officer or Local Board member shall be considered a recommendation to the Executive Committee or to such other appeals committee designated by the National Board, unless otherwise determined by the National Board. A two-thirds (2/3) vote of the appellate body members voting shall be required to remove the Local Officer or Local Board member in question. The decision of the appellate body shall be final and binding.

9.4 In the event a Local Officer or Local Board Member is removed, a successor shall be selected in the manner for filling a permanent vacancy in that office as set forth in the Local Constitution.

Article 10 - Amendments

10.1 **Requirements:** Subject to final approval by the SAG-AFTRA National Board, the Local membership may amend this Constitution by a vote of two-thirds (2/3) of the members voting at any membership meeting, or by majority vote of the members voting in a mail or

electronic referendum directed by the Local Board. Written or electronic notice shall be given to the members at least thirty (30) days in advance and shall contain a summary description of the proposed amendments. At the same time, notice containing the actual proposed language shall be posted in the Local's office (if one exists) and published on its website or web page.

Separate and distinct from the requirements set forth in this Section 9.1, the Local Board shall have the additional power to approve amendments to the Local Constitution, subject to all of the following:

- (a) Written or electronic notice shall have been given to all members of the Local Board at least thirty (30) days in advance of the Local Board meeting at which such amendment is to be considered for adoption; and
- (b) Such amendment can only be adopted in the presence of a quorum and by an affirmative vote of two-thirds of those present and voting, and
- (c) Such amendment will only become effective upon the approval of the National Board of Directors (or the Executive Committee, if such authority has been delegated by the National Board of Directors).

10.2 Proposed Amendments: Amendments may be proposed by a majority vote of the members voting at a membership meeting, by the Local Board, or by petition signed by no less than one-third (1/3) of the Local's members filed with the President of the Local or his or her designee. Such proposed amendments shall be voted on at the next membership meeting except that in the case of a petition, such meeting shall be at least thirty (30) days after the filing of the petition.

Article 11 - Miscellaneous

11.1 Conduct of Meetings: Robert's Rules of Order Newly Revised shall govern the conduct of all meetings.