



Portland
Local Constitution
July 21, 2018

1 Members

1.1 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 automatically include all such SAG-AFTRA members.

1.2 The terms "member" and "membership" as used in this Local Constitution mean members in good standing as defined in the SAG-AFTRA Constitution.

2 Membership Meetings

2.1 Regular meetings of the Local membership shall be held at least once per year, or at more frequent intervals as determined by the Local Board. 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 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. An emergency membership meeting may be called by a President and two elected officers and held upon forty-eight (48) 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 All membership meetings shall be held at the Local's principal office (if one exists) or at such other location as the Local Board shall determine.

2.4 A quorum for any membership meeting shall be five percent (5%) of the membership, present in person. If a quorum is not achieved, any action taken by the members at such a meeting shall constitute an advisory recommendation to the Local Board. Each member who is present shall have one vote. The Local Board shall have sixty (60) days to review and vote on an advisory recommendation from a Membership Meeting. If the decision of the Local Board on an advisory recommendation from the General Membership Meeting is not acceptable to the maker of the advisory recommendation, the maker may address the outcome at a subsequent Local Board meeting within ninety (90)

days of the Local Board Meeting at which the decision on the advisory recommendation was made.

2.5 Any regular membership meeting at which a quorum is present may transact any business coming before the meeting without prior notice of the business to be transacted, except that the meeting notice shall specifically state if the business will include:

2.5.1 Any nomination or election of SAG-AFTRA National Board members, Local officers, Local Board members, or delegates,

2.5.2 A vote on changes to the Local Constitution, or

2.5.3 A vote requiring an expenditure of union funds.

2.6 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.

2.7 Minutes shall be kept of all membership meetings.

3 Officers

3.1 The Local's members shall directly elect a minimum of three officers: President, Vice President and Secretary. All officers shall serve two-year terms.

3.2 The President shall be the principal officer of the Local and shall preside at all membership and Local Board meetings. In the absence of the Local President, the highest ranking Officer present shall preside over a Board or Local meeting. The President shall oversee the publication of all notices required by this Constitution. The President shall serve as a delegate to the SAG-AFTRA Convention.

3.3 The President, with the approval of the Local Board, may appoint 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. The Local Board may appoint the President as a voting member of any committee, other than the noted exceptions.

3.4 The Vice President shall have such powers and perform such duties as the Local Board shall determine. If the President is unable to serve, the Vice President shall carry out the duties of the President. If the Vice President is unable, the Secretary shall serve as President.

3.5 The Secretary shall record and keep the minutes of all membership meetings and meetings of the Local Board. Minutes shall be retained in the Local Office.

3.6 The National Board Member(s) shall represent the Local as a member(s) of the National Board of Directors and shall keep the Local and the Local Board informed of the activities of the National Board.

3.7 The National Board Member(s) shall serve such term as the National Constitution shall determine.

4 Local Board

4.1 The Local Board shall consist of the Local's elected Officers including the National Board Member(s) representing the Local during the first two years of their elected terms and at least one (1) additional Board Member at large per every one hundred (100) members not to exceed fifteen (15) Board Members at large. To implement this provision, the Local Board will conduct a review of the most recent census to determine the total number of members at large. The Local Board Members shall serve two-year terms.

4.2 Members may concurrently run for a National Board, local officer, local board and convention delegate position, but may not hold more than one position, except as provided in 4.3, below.

4.3 Any member may serve concurrently as a National Board member and Local Board member, provided such member shall not have more than one vote on the Local Board. During the first two years of his or her term, the National Board member(s) shall serve as a member of the Local Board until the next regular biennial election. At the next regular biennial election, the National Board member may run for a two-year Local Board term including an officer position pursuant to this Constitution. In the event the National Board member fails to run or to be elected to a Local Board seat at that time, the National Board member shall be entitled to attend all meetings of the Local Board and to participate in its discussions and debate for the remainder of his/her National Board term, but without the right to vote, make motions or otherwise be considered a member of the Local Board. A

member may serve concurrently as a convention delegate and an officer, National Board member and/or Local Board member.

4.4 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.

4.5 The Local Board shall be responsible for the general management, conduct and control of the business affairs of the Local. The Local Board may adopt rules or policies that the Local Board deems necessary or appropriate to conduct the Local's business affairs. Such rules or policies shall not contravene this Constitution or the Constitution and policies of SAG-AFTRA. The National Executive Director shall secure the approval of the Local Board prior to, and as a condition of, hiring a Local Executive Director.

4.6 Regular meetings of the Local Board shall be held at least six (6) times per year. Special meetings may be called at any time by a Local President, Local Executive Director, or by a majority of the Local Board. All 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.

4.7 Notice of all Local Board meetings shall be mailed or electronically transmitted to Local Board members at least seven (7) 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.

4.8 At least one-third ($1/3$) of the members of the Local Board shall constitute a quorum for the conduct of any business. 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.

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

4.10 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 30% of the Local members were present in person unless:

- 4.10.1 A majority of the local Board votes to refer a membership meeting resolution to the general membership.
- 4.10.2 A majority vote of members in good standing shall determine the outcome of the referendum.
- 4.10.3 Such a referendum shall be sent to the membership by mail or electronic ballot within sixty (60) days of the next Board meeting.

5 Elections, Eligibility and Vacancies

5.1 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.

5.2 Nominations

5.2.1 Nominations for all elected positions of the Local shall be made either:

5.2.1.1 By the filing of a nominating petition:

5.2.1.1.1 The nominating petition shall be signed by five (5) members in good standing of the Local.

5.2.1.1.2 A petition must be filed with the Local no more than thirty (30) days after the General Membership Meeting. If this day falls on a Saturday, Sunday, or SAG-AFTRA recognized holiday, then the time for taking such action shall be by the close of the next business day immediately following.

5.2.1.2 By nomination at a Membership Meeting:

5.2.1.2.1 Nominations shall be accepted from the floor at a Membership Meeting.

5.2.1.2.2 The presence of no fewer than the number of member signatures prescribed in 5.2.1.1.1. above shall be required.

5.2.1.2.3 A member may nominate themselves.

5.2.1.2.4 Persons nominated for any position shall sign a written statement in accordance with Article V.G.1.b. of the SAG-AFTRA Constitution and applicable SAG-AFTRA election policy.

5.3 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 decision of the Local Elections Committee on all election matters 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 To be eligible to serve as an officer or member of the Local Board, a candidate 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 Any vacancies in Local officer and Local Board positions shall be filled from the Local membership by a majority of the Local Board members voting at any Local Board meeting, except that the Vice President shall succeed the President until the next meeting of the Local Board. All replacements shall serve until their successors are elected.

5.6 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 vacant if the person holding the position fails to appear at three consecutive Local Board meetings without good cause.

5.7 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.

6 Collective Bargaining Agreements

6.1 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.

6.2 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.

7 Relationship to SAG-AFTRA

7.1 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.

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

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

7.4 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.

8 Procedure for Removal of Local Officers and Local Board Members for Serious Misconduct

8.1 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.

8.2 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.

8.3 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.

8.4 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.

9 Amendments

9.1 Amendments to the Local Constitution may be proposed by:

9.1.1 A majority vote of the members at a General Membership Meeting.

9.1.2 A majority vote of the Local Board.

9.1.3 By petition signed by no less than twenty percent (20%) of the Local's members in good standing.

9.1.3.1 Petitions for constitutional amendment must be filed with the Local office.

9.1.3.2 Petition signatures for constitutional amendment will be verified by the Local Executive Director.

9.2 Subject to final approval by the SAG-AFTRA National Board, amendments to the Local Constitution may be adopted by:

9.2.1 A vote of two-thirds (2/3) of members attending a General Membership Meeting where a quorum is achieved.

9.2.2 A majority vote of members in good standing by mail or electronic ballot.

9.2.2.1 Members in good standing shall receive a summary description of the proposed amendments at least thirty (30) days before ballots are due to the Local office.

9.2.2.2 Notice containing the actual proposed language shall be posted in the Local's office and published on its website.

9.3 In addition to the above mechanisms, the Local Board shall have the power to approve amendments to the Local Constitution, subject to all of the following:

9.3.1 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

9.3.2 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

9.3.3 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 Miscellaneous

10.1 *Robert's Rules of Order Newly Revised* shall govern the conduct of all meetings.