

CONSTITUTION & BYLAWS

THE COSTUME DESIGNERS GUILD
LOCAL 892
INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES
AND MOVING PICTURE TECHNICIANS, ARTISTS AND ALLIED CRAFTS
OF THE UNITED STATES, ITS TERRITORIES AND CANADA, AFL-CIO, CLC

PLEDGE

I, as a condition of my membership in the International Alliance of Theatrical Stage Employees and Moving Picture Technicians, Artists and Allied Crafts of the United States, its territories and Canada, do solemnly pledge myself to accept and abide by the provisions of the Constitution and Bylaws of the International and Local 892, as now in force and as hereafter legally amended. I hereby express my consent to be governed thereby in the conduct of my trade and in my relationship with the International.

ARTICLE I

SECTION 1 - IDENTITY

- A. NAME. The name of this Local shall be "The Costume Designers Guild, Local 892" (hereinafter referred to as the "Costume Designers Guild", "Guild", or "Local"), of the International Alliance of Theatrical Stage Employees and Moving Picture Technicians, Artists and Allied Crafts of the United States, its territories, and Canada, AFL-CIO, CLC (hereinafter referred to as the International, IA, or IATSE)
- B. SEAL. The seal of the Guild shall consist of two concentric circles. The inner circle shall have the logo of the International, with the figures 892 centered, and the outer circle shall have the words "Costume Designers Guild."

SECTION 2 - AUTONOMY/ALLEGIANCE

- A. LOCAL AUTONOMY. Except as limited in this Article I, Section 2, the Guild shall have and exercise full autonomy over its own affairs including the right to act as collective bargaining agent for its members individually and collectively.
- B. ALLEGIANCE. This Guild hereby pledges its allegiance to the International and agrees to exercise its rights and control its affairs in such manner as not to conflict with the Constitution and Bylaws of the International and in a spirit of cooperation with the International to the end of greater strength by greater unity. Nothing in

this Constitution and Bylaws shall be construed as to be in conflict with the Constitution and Bylaws of the International.

SECTION 3 - PURPOSE

- A. To preserve and promote the right of self-organization and collective bargaining and to represent its members as collective bargaining agent and in all concerted activity for their mutual aid and protection.
- B. To maintain a fair rate of wages and working conditions for services rendered competently.
- C. To achieve by organization and mutual endeavor the improvement of economic and social conditions of its members, together with other members of the International, and to secure by such unity of action such benefits as its members are rightfully entitled to through wise, honorable and constructive negotiation.
- D. To assure the rights of our members in all areas of the jurisdiction of this Guild now or hereafter acquired.
- E. To foster the future and increase the importance and contribution of Costume Design in all its applications.
- F. To increase our value, importance, and contribution to Moving Pictures: Film, Television, including commercials, video and digital productions, and other Electronic Media as sources of entertainment, education, and cultural advancement.

SECTION 4 - HEADQUARTERS

Suitable offices for the Executive Director and staff shall be maintained out of the General Funds of this Guild in the County of Los Angeles in the State of California.

ARTICLE II

PRIVILEGES AND DUTIES OF MEMBERSHIP

SECTION 1 - CATEGORIES OF MEMBERSHIP

There shall be two (2) categories of members: Active and Inactive (Honorably Withdrawn, Retired, Resigned, and Expelled).

SECTION 2 - MEMBERSHIP

Except as otherwise set forth in this Constitution and Bylaws, any person who, at the time of the filing an application for membership in this Guild, is employed or is about to be employed, in the jurisdiction of the Guild, and who qualifies under contract requirements, shall be eligible for membership. This member shall be considered an active member.

There shall be no discrimination against any person in respect to membership in this Guild by reason of race, color, creed, national origin, gender, sexual orientation, disability as defined in the Americans with Disabilities Act or age.

SECTION 3 - ADMISSION TO MEMBERSHIP

- A. Any eligible person employed or capable of being employed in occupations within the jurisdiction of this Guild shall file an application for membership with this Guild upon the official forms prescribed by the Guild and the International and supplied to the applicant by this Guild. The application shall be accompanied by the proper entrance fee. Applicants for membership may make immediate payment of the entire entrance fee and be admitted to membership upon the completion of the remaining procedural steps set forth in this Section 3. Pursuant to the provision in the International Constitution allowing for waiver of the requirement of immediate payment of the entire entrance fee, applicants for membership may be afforded the opportunity to make periodic payments of their entrance fee pursuant to a standard payment agreement approved by Guild's Executive Board, provided that the applicant also makes all dues payments otherwise payable by a member which come due during the payment period. The applicant's application will not be considered complete and the applicant will not be admitted to membership until the applicant has paid the entire entrance fee as well as all dues which become due during the payment period; provided, however, that during such period any applicant who has made timely entrance fee and dues payments pursuant to the payment agreement shall be considered to be, during the time period the applicant is current in such payments, in "good standing" for purposes of Section 8(a)(3) of the National Labor Relations Act. Any applicant who becomes delinquent in the payment of dues or periodic entrance fee payments during the payment period shall forfeit the amount paid and be required to re-apply for membership.
- B. An application for membership properly received, reviewed and processed if accepted by the Guild membership committee shall be sent by this Guild to the General Secretary-Treasurer of the International for the acceptance or rejection, and if rejected by the General Secretary-Treasurer of the International, the applicant shall be deemed rejected.
- C. Upon acceptance by the International, the applicant shall be admitted to membership.
- D. The applicant accepted to membership shall be required to read thoroughly the Constitution and Bylaws of this Guild together with the Constitution and Bylaws of the International and attend an orientation meeting.
- E. The applicant for membership, whose application has been favorably acted upon by this Guild and who has read the Constitution and Bylaws of this Guild and the International, shall then be inducted into membership by swearing or affirming intention to preserve the provisions of the Constitution and Bylaws of this Guild

and the Constitution and Bylaws of the International, and to accept such laws as conclusive as to the rights within this Guild or the International.

SECTION 4 - MEMBERSHIP RIGHTS

- A. Members in good standing shall enjoy all rights, privileges and benefits of the Guild as set forth in this Constitution and Bylaws. The term "Member In Good Standing" as used in this Constitution and Bylaws only, shall be construed to mean that the member has fully complied with all the obligations to the Guild.
- B. Each active member in good standing shall be entitled to: one (1) vote on each question to be voted on by members; the privilege of holding any elective or appointive office in this Guild for which she/he is qualified; the right of employment under the jurisdiction of this Guild in compliance with wage scales, hours, and working conditions as outlined by this Guild.
- C. Each member of this Guild in good standing shall have the right to receive mailings and, subject to such reasonable restrictions or conditions the Guild may impose, the right of use and enjoyment of all membership benefits on a nondiscriminatory basis in common with all other members of this Guild in good standing at all times during the existence of this Guild.
- D. Each member of this Guild having voting rights shall be that person who is an active member in good standing present at the time the vote is taken or the date the ballot is mailed.
- E. Members shall be entitled to be listed on the Guild Availability List.

SECTION 5 - MEMBERSHIP OBLIGATIONS

- A. Obligations of membership include full payment of entrance fees and quarterly dues, attendance at General Membership Meetings, reporting current work status, providing the office with a copy of any and all current and future employment contracts, including deal memos, and providing accurate contact information to the office of the Guild, honoring all IATSE-authorized picket lines and obeying this Constitution and Bylaws and all lawful orders of the Guild and the IATSE. Failure on the part of the member to pay any financial obligation to the Guild shall result in such member being declared not in good standing. A member not in good standing shall be deprived of the right to work under a union contract, to hold office, to attend meetings, and to vote.
 - 1. Every member shall be assessed quarterly dues as outlined in Article II Section 7, paragraph B.
 - 2. In order for the Guild to safeguard and defend members' collectively bargained rights, each member shall notify the Guild immediately upon accepting any employment in or outside the jurisdiction of the Guild stating the name of the employer, the starting date of employment and such other information as the Guild may require. Such other information

shall include, but not be limited to, any deal memo or other agreement, memorandum or written understanding setting forth the member's working conditions.

3. Each member shall notify the Guild upon any lay-off, termination or completion of any such work or employment.
4. No member of the Guild shall waive any benefits or render any services on a union project for less than scale, as set forth or provided for, in any agreement then in effect between the Guild and any employer for which such member is rendering services.
5. Any member upon accepting non-union work must report such work to the Guild office, including the project name, crew list, deal memo, production company, and phone number.
6. Any member working under any International negotiated contract, must meet or have met the financial obligation for the classification in which he or she is working.

SECTION 6 - MEMBERSHIP STATUS

A. ACTIVE MEMBERSHIP

1. Any person meeting the membership requirements set forth in Article II Section 2 shall be considered an active member.

B. INACTIVE MEMBERSHIP (Honorably Withdrawn, Retired, Resigned, Expelled)

1. Honorably Withdrawn. Any member in good standing, who is not otherwise indebted to the Guild, may withdraw at any time without prejudice, and upon such resignation, membership shall terminate.
 - a. Any active member in good standing and not under charge of misconduct may apply in writing for honorable withdrawal from the Guild and the International. The member must declare under written oath that he or she is not working, intending to work, or seeking work, under the IATSE contracts over which this Guild has jurisdiction.
 - b. Reinstatement may be granted by applying to the Guild in writing and paying all back dues as determined by the IATSE Constitution and Bylaws.
 - c. Reinstatement from honorable withdrawal can only take place after submission of the member's name to the General Secretary Treasurer of the International and the General Secretary Treasurer's approval of reinstatement; and while on honorable withdrawal, the applicant must not have committed any acts detrimental to the International.

- d. A person on honorable withdrawal may choose to pay an annual fee set by the Executive Board for the privilege of receiving select Guild publications and such other non-work related notices and privileges as the Guild Executive Board deems appropriate.
2. Retired at 65. A member aged 65 or greater, in good standing, and who is no longer working or seeking covered work in the industry may retire and not pay Guild dues. Retirees in this category may reactivate only once. Each shall be issued a retired membership card.
3. Retired at 75. A member aged 75 or greater, in good standing, and who is no longer working or seeking covered work in the industry may retire and not pay Guild dues. Each shall be issued a gold membership card.
4. Resigned. A member has chosen to leave the Guild owing money but has not reached the level of expulsion. Resigned members are not members in good standing and do not receive a withdrawal card.
5. Expelled. Membership is terminated for non-payment of dues as outlined in Article III, Section 1, or the member has been expelled after conviction by a trial board and/or any appeal therefrom, and the member leaves the Guild "not in good standing".

SECTION 7 - FEES, DUES, FINES, ASSESSMENTS

- A. ENTRANCE FEES. Every person to be admitted to membership in this Guild shall pay an entrance fee on such terms and conditions as may be determined by the Executive Board and approved by the membership.
- B. DUES. The general policy of this Guild shall be to collect sufficient dues from its members to defray normal operating expenses. The dues of Guild members shall be paid each twelve (12) month period, starting on January first and ending the following December thirty-first. Annual dues are based on the Basic Agreement contractual weekly guarantee of the member's proper union classification divided by 2.36. Dues may be paid annually or quarterly and are due January 1 or the first day of each quarter respectively. With the acceptance of a new member's application, or change of membership status for current members, dues will commence in the quarter of acceptance or reclassification.

The Executive Board has the authority to acknowledge extraordinary uncompensated service to the Guild by forgiving or waiving a portion of dues otherwise due and payable by the member.
- C. FINES. A fine shall be assessed against each member for each quarter of delinquency of dues as determined by the Executive Board.
- D. ASSESSMENTS. The Executive Board shall have the power to recommend assessments on the members as may be necessary. Assessments for any purpose require approval by the membership. Such approval shall require a majority vote

of those voting by secret ballot in a duly noticed vote, which may be conducted at a membership meeting or in any other manner that preserves the secrecy of the ballot.

- E. EXECUTIVE BOARD AUTHORITY TO PAY DUES FOR CERTAIN MEMBERS. The Executive Board shall have the authority to promulgate and implement rules for payment from the Guild's treasury, or from any fund established for such purpose, dues for members who are disabled or who have demonstrated other good and sufficient cause for such extraordinary relief. The Executive Board shall have the authority to authorize any payments made pursuant to such rules.

ARTICLE III

SUSPENSION AND TERMINATION OF MEMBERSHIP

SECTION 1 - DELINQUENCY OF DUES PAYMENT

Any member who is delinquent in the payment of dues for two quarters shall be sent an email and a notice by United States Postal Service regular mail that the member shall be automatically suspended from membership and shall not be entitled to any of the rights and privileges of membership in this Guild. If such delinquency shall continue for one additional quarter (for a total of three quarters), a written notice shall be sent by certified United States Postal Service directed to their home address as last entered in the records of the Guild requiring payment in full and advising that if payment in full is not made within ten (10) days, the member shall be expelled. Such notice shall be automatically effective if payment in full of all arrearages is not made within that ten-day period. The notice shall itemize the arrearage by amount, date, and the nature thereof.

SECTION 2 - REINSTATEMENT OF SUSPENDED MEMBERS

Any member who has been suspended from membership shall be required to pay a reinstatement or similar fee however denominated, as determined by the Executive Board, together with all back dues that may have accrued prior to suspension.

SECTION 3 - REINSTATEMENT OF EXPELLED MEMBERS

Any member who has been expelled shall be required to make application as a new member and shall be governed by all conditions pertaining to new membership.

ARTICLE IV

RECLASSIFICATION

Because a member's dues and initiation fee are determined by the employment classification which he or she occupies, if a member accepts a job in a higher classification, reclassification to that higher classification is mandatory. Members must promptly notify the Guild office of the need to reclassify. Reclassification of a member to a higher classification shall subject the member to dues for such classification together with an additional entrance fee to conform with the entrance fee for the classification to which the member has been promoted and which is currently in effect at the time of reclassification.

ARTICLE V

SECTION 1 - MEETING OF MEMBERS

- A. **REGULAR MEETINGS.** For the purpose of considering the reports of the affairs of this Guild and transacting such other business as may properly be brought before the membership, the General Membership Meeting of the Guild shall be held in the County of Los Angeles three (3) times per year as determined by the Executive Board.
- B. **SPECIAL MEETINGS.** Special meetings of the members of the Guild shall be held whenever called by the Executive Board. Special meetings shall also be held within thirty (30) days after the Guild's receipt of a request in writing signed by at least twenty percent (20%) of the members of the Guild then in good standing. The request shall specify the purpose of such meeting and shall be addressed to the Secretary of the Guild.
- C. **NOTICE OF MEETINGS.** Notice of the time and place of meetings, whether regular or special, shall be sent by United States Postal Service, e-mail, or any official Guild publication, not less than ten (10) days, inclusive of weekends, before the date of said meeting. All such notices shall be addressed to the members at the last address registered with the Guild.
- D. **MEMBERSHIP MEETING ATTENDANCE.** All members are required to attend membership meetings unless there is an objectively verifiable reason for the absence. Members must notify the Guild office of the absence before the meeting occurs. Failure to attend or notify the Guild office before the meeting will result in a \$25 fine per regularly scheduled membership meeting.

- E. QUORUM. The presence at any General Membership Meeting of forty (40) active members in good standing residing in Los Angeles County shall constitute a quorum.
- F. ATTENDANCE. Only members in good standing shall be allowed to attend a General Membership Meeting unless they are an agenda item guest.

ARTICLE VI

Qualification for Elective or Appointive Office

SECTION 1 – QUALIFICATIONS FOR ELECTIVE OR APPOINTIVE OFFICE OTHER THAN DELEGATE

In accordance with Article 19 of the IATSE Constitution, only members in good standing of the Guild are eligible to hold Guild office. In addition, to be eligible for elective or appointive office, a member must have been actively engaged in the industry within the Guild’s jurisdiction and have worked for at least one hundred and twenty (120) days in the past thirty-six (36) months and have been a member in good standing for two years except where such requirement has been waived in accordance with the IATSE Constitution. Time served as an officer of the Guild shall be applicable towards the “one hundred and twenty (120) days in the past thirty-six months” requirement. The continuous good standing for two years is not broken unless the member has been suspended under the provisions of this Constitution and Bylaws. For purposes of Article 19 of the IATSE Constitution and this Article VI of this Constitution and Bylaws, the position of delegate is not an “elective office.”

SECTION 2 - ADDITIONAL QUALIFICATIONS FOR OFFICER, EXECUTIVE BOARD OR BOARD OF TRUSTEES MEMBERSHIP

No member who is employed on a full-time basis by the Guild shall, while so employed, be eligible to hold office as an officer, member of the Executive Board or member of the Board of Trustees of this Guild. No member may hold more than one of the following offices: officer, member of the Executive Board or member of the Board of Trustees of this Guild.

ARTICLE VII

Officers and Other Members of the Executive Board

SECTION 1 - EXECUTIVE BOARD

Subject to the limitations of the Constitution and Bylaws, the elected Executive Board shall conduct, manage, and control the business and the affairs of this Guild.

- A. The Executive Board of the Guild shall be composed as follows: President, Vice-President, Secretary, Treasurer, Assistant Designer Representative, Costume Illustrator Representative, four (4) members at large and four (4) alternates; no member of the Executive Board of the Guild shall be a board member or employee of any other union.
- B. No person may hold more than one (1) office at a time.
- C. To be eligible to run for any officer or other position on the Executive Board, a member must be eligible to hold elective or appointive office under Article VI of this Constitution and Bylaws and Article 19 of the IATSE Constitution. To be eligible to run for the positions of Assistant Designer Representative or Costume Illustrator Representative, a member in good standing must also be listed by the Guild as a member in good standing in that classification.
- D. In the event the Guild organizes other classifications of employees under its jurisdiction, those newly organized classifications shall become a new classification of membership and shall have a representative elected in the next regularly scheduled Guild election if the number of members in good standing in that classification at the time of the election is at least five (5). Such new representatives shall be elected and serve under the same terms as provided in this Constitution and Bylaws.

SECTION 2 - DUTIES

The duties, powers and functions of the officers are as follows:

- A. **PRESIDENT**
 - 1. The President shall be the Chief Executive Officer of the Guild and shall see that the Executive Director and any assistants thereto perform their duties as prescribed by this Constitution and Bylaws and any operative employment agreement, and shall serve as the Executive Board's liaison to the Executive Director except in any specific circumstance in which a conflict of interest precludes such a liaison role in which event the role of liaison shall be filled by the highest ranking officer having no such conflict. The President shall establish the proposed agenda for, and preside at, all meetings of the General Membership and the Executive Board and shall

conduct all such meetings in accordance with this Constitution and Bylaws, the Constitution and Bylaws of the International, and Robert's Rules of Order.

2. The President shall see that all officers perform their duties as prescribed by this Constitution and Bylaws.
3. The President shall sign all informational and financial reports required to be filed by the Guild under Title II of the Labor Management Reporting and Disclosure Act of 1959 and perform such other duties as may be required of the "President" of a labor organization under said Act, or any subsequent Acts which may become law.
4. The President, with the approval of the Executive Board, shall establish and may disestablish all committees. The President shall be a non-voting member of all committees, except the Election Committee. The President shall have the discretion and authority to appoint members of, and remove members from, all committees, except that the President's appointments to the Election Committee must be ratified by the Executive Board prior to assuming office and no one, once ratified, may be removed from the Election Committee without the prior approval of the Executive Board. The President shall designate one or more members of any negotiating committee the chair or co-chair thereof, who shall serve at the President's pleasure.
5. The President shall be reimbursed to cover expenses, as approved by the Executive Board.
6. The President shall be a delegate to the District and International Conventions by virtue of the office.
7. The President shall deliver to the successor in office all records, reports and correspondence belonging to the Guild.
8. The President shall be bonded in the amount required by law.
9. When operational needs so require, the President may designate, by means of a signed and dated writing, any member of the Executive Board or alternate as a temporary assistant treasurer for the purpose of facilitating the execution of documents, including checks or other similar instruments. Such an appointment may be renewed, but shall, in each instance, have a duration of not more than one month.

B. VICE-PRESIDENT

1. In the event a vacancy occurs in the Office of the President, the Vice-President shall succeed to the office of President.
2. The Vice-President shall assist the President and, in the latter's absence, shall perform the duties and exercise the powers of the President.

3. The Vice-President shall be a member of all committees, except the Election Committee, ex-officio.
4. The Vice-President shall be the alternate delegate to the President to District and International Conventions by virtue of the office and shall attend in the President's stead if the President is unable to attend.
5. The Vice-President shall deliver to the successor in office all records, reports and correspondence belonging to the Guild.
6. The Vice- President shall be bonded in the amount required by law.

C. SECRETARY

1. The Secretary shall keep or cause to be kept a book of the minutes of all meetings of the Executive Board and General Membership Meetings.
2. After the Executive Board approves the minutes, a copy of the minutes of the meeting with all attachments, will be filed in a designated place at the Guild office.
3. If the Secretary is unable to attend either the Executive Board meeting or the General Membership Meeting, the President shall appoint a temporary replacement from the Executive Board or office staff, which staff member shall be, for purposes of this appointment, under the supervision of a member/alternate member of the Executive Board.
4. The Secretary shall periodically bring to the Executive Board's attention past motions that have been tabled or need continued actions.
5. The Secretary is the official custodian of the Guild's minutes and any other records of official actions taken by vote of the Guild's Executive Board and members, as well as of any disciplinary records, including charges, and shall deliver to the successor in office, all records, reports and correspondence belonging to the Guild upon leaving office.
6. The Secretary shall be bonded in the amount required by law.

D. TREASURER

1. The Treasurer shall keep or cause to be kept accurate books, and accounts of all monies, properties, and other assets of this Guild, and of all business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, and surplus.
2. The books shall be open for inspection by any Executive Board member at all reasonable times.
3. The Treasurer shall be responsible for the submission of an annual report of receipts and disbursements to complete an annual audit.

4. The Treasurer shall deliver a copy of the financial report given at an Executive Board or General Membership Meeting to the Secretary to be included in the minutes.
5. The Treasurer shall deliver to the successor in office, all records, reports, and correspondence belonging to the Guild.
6. The Treasurer shall be bonded in the amount required by law.

E. EXECUTIVE BOARD POWERS AND OBLIGATIONS

The powers of said Executive Board shall include, but not be limited to, the following:

1. The Executive Board shall interpret this Constitution and Bylaws.
2. Conduct, manage and control the affairs and business of the Guild, and to make such rules, regulations, and orders not inconsistent with law, or the Constitution and Bylaws of the Guild or the International. The control of the business affairs of the Guild shall include the authority, by resolution, to provide the Executive Director with authority to approve nonrecurring expenditures not to exceed a specified amount under such conditions as the Executive Board may deem appropriate.
3. Select, remove, supervise, provide policy, fiscal and other direction to the Executive Director of the Guild and prescribe the compensation and other terms and conditions of employment of the Executive Director, including the review and approval of actions taken by the Executive Director between meetings and reported to the Executive Board.
4. Designate any place within the County of Los Angeles, State of California, for the holding of membership and Executive Board meetings.
5. Make all financial decisions regarding the Guild's monies, including, but not limited to, the number and classification of employees employed by the Guild, and their compensation, and to borrow and incur indebtedness for the purposes of the Guild.
6. Hire or otherwise retain such other experts, assistants, professionals, or representatives as the business of the Guild may require, who may or may not be members of this Guild, to perform such duties as determined by the Executive Board; however, the Board of Trustees shall have the authority to hire professional assistance for the purpose of conducting an audit.
7. Review and, where applicable, approve or disapprove the reports and other work product of all committees.
8. Determine whether it is appropriate under the circumstances to negotiate and enter into Guild only collective bargaining agreements with Costume Houses or any other employer or employers of members of the Guild and to ratify any such Guild only agreements

9. Deliver to the successor in office all records, reports and correspondence belonging to the Guild.

SECTION 3 - TERM OF OFFICE

- A. All elected officers and members of the Executive Board, including the President, Vice President, Assistant Designer Representative, Secretary, Treasurer, Costume Illustrator Representative, four (4) members at large, and four (4) alternates shall be elected to a three (3) year term in an election held in September of the applicable year and shall take office in October of that same year.
- B. In each election cycle, the four (4) candidates receiving the greatest number of votes in the election for Executive Board members at large position shall be the four (4) candidates elected to the Executive Board member at large positions. The four (4) candidates receiving the next greatest number of votes shall be the four (4) candidates elected to the alternate positions. The alternate receiving the greatest number of votes shall be the first alternate, while the alternates receiving the second, third, and fourth greatest number of votes shall be the second, third, and fourth alternates, respectively.
- C. The new Executive Board members will be announced promptly after the election. Executive Board members will assume office at the Executive Board meeting held in the month immediately following the election and shall be introduced to the membership at the General Membership Meetings immediately following the election. All newly elected officers and Executive Board members shall be sworn in at the first Executive Board meeting held in the month in which they are scheduled to assume office.

SECTION 4 - MEETINGS

- A. **REGULAR MEETINGS.** The Executive Board shall meet once a month at a stipulated time and place as determined by the President or Executive Board.
- B. **SPECIAL MEETINGS.** The President shall be empowered to call special meetings of the Executive Board at the President's discretion or when petitioned to do so by a majority of the Executive Board. Upon written demand of ten percent (10%) of the members of this Guild in good standing a special meeting of the Executive Board may be called. A demand for an Executive Board meeting by members shall state the purpose for which the meeting is called. If the President is absent, or unable to act, the Vice-President shall call such meeting. Transaction of any special meeting of the Executive Board will be as valid as a regular Executive Board meeting.
- C. **NOTICE OF MEETINGS.** Notice of the monthly meeting of the Executive Board shall be given to all Executive Board members by United States Postal Service, fax, or email to the last known address of the Executive Board member at least five (5) days prior to such proposed meeting. Special meetings may be called with at least

forty-eight (48) hours prior notice of such meetings. Notice of special meetings shall be delivered by fax, messenger, or email. Such notice shall state whether it is to be a regular or special meeting, by whom it was called, the time and place, and the purpose. It shall be within the power of the Executive Board to waive notice of meetings set on specified dates.

- D. CONDUCT OF MEETING BY ELECTRONIC TRANSMISSION OR COMMUNICATION. Members of the Executive Board may participate in a meeting through use of conference telephone, electronic video screen communication, or electronic transmission. Participation in a meeting through use of conference telephone or electronic video screen communication constitutes presence in person at that meeting if all Executive Board members participating in the meeting are able to hear one another. Participation in a meeting through use of electronic transmission other than conference telephone and electronic video screen communication constitutes presence in person at that meeting if both of the following apply:

(1) Each Executive Board member participating in the meeting can communicate with all the other Executive Board members concurrently; and

(2) Each Executive Board member is provided the means of participating in all matters before the board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.

- E. ACTION WITHOUT MEETING. An action required or permitted to be taken by the Executive Board may be taken without a meeting if all Executive Board members individually or collectively consent in writing to that action

- F. VOTING. Each Executive Board officer member, Executive Board at-large member, Assistant Costume Designer and Costume Illustrator Representatives shall have one (1) vote. In no event shall an Executive Board member vote by proxy.

1. In the event of the absence of an Executive Board member, the Secretary shall announce the alternate(s) voting in place of the absent Executive Board member(s).

2. In the absence of a voting Executive Board member at an Executive Board meeting, the order of voting for alternates will be determined by seniority and, within seniority groups by the number of votes that alternate received.

3. Except with respect to personnel matters, attorney-client privileged communications, negotiation, including, but not limited to, collective bargaining or labor dispute strategy, issues related to the financial condition of a member seeking relief with respect to dues payments, or other matters determined to be appropriate for executive or closed session by the Executive Board by majority vote, Executive Board meetings

shall be open to the Guild's membership, but only members of the Executive Board shall vote.

- G. QUORUM. Six (6) of the authorized number of Executive Board members and alternates voting for absent Executive Board members shall be necessary to constitute a quorum for the transaction of business. Every decision made by six (6) of the Executive Board members shall be regarded as the determination of the Executive Board.

SECTION 5 - RESIGNATION AND REMOVAL

- A. Officers and Executive Board members shall have the privilege of resigning at any regular meeting of the Executive Board or General Membership Meeting. They may otherwise submit their resignations in writing to the Executive Board. Pending charges by the International or the Guild against such members shall not be excused by resignation.
- B. Any Executive Board member of this Guild may be removed for a violation of his official duties, or for any infringement of the Constitution and Bylaws of this Guild or the Constitution and Bylaws of the International, or for serious misconduct in office as outlined in the Constitution and Bylaws of the International. Executive Board members may be removed according to the Constitution and Bylaws of the International.
- C. Any member of the Executive Board missing two (2) consecutive meetings or three (3) meetings within a one (1) year period without an excuse acceptable to the Executive Board, shall be subject to removal. When a member of the Executive Board has missed the requisite number of meetings, the Executive Director will notify the Guild secretary and the charged Executive Board member of the specific charges in writing and of the referral of the issue to the Executive Board's trial and potential disciplinary action, including what disciplinary action the Executive Board may take. The remaining members of the Executive Board shall act as the trial committee and the member will have the opportunity to appear and to request consideration of his/her situation at the next regularly scheduled Executive Board meeting in accordance with the trial procedures in the Constitution and Bylaws of the International. The Executive Board will then vote on the proposed action, which must be passed by a majority of the Executive Board present. Nothing herein shall limit any trial or appellate rights of an officer or Executive Board member under the Constitution and Bylaws of the International.

SECTION 6 - VACANCIES

- A. OFFICERS. In the event of an Executive Board officer's unwillingness or inability to complete the term, the Executive Board shall appoint a replacement to serve the balance of the term in office. The exception is in the event of a vacancy in the office of President in which case the Vice President would assume the office of President for the balance of that term. In the event of vacancies in the both the

offices of President and Vice-President, the Executive Board shall appoint replacements to both offices, each to serve the balance of that officer's term in office.

- B. BOARD MEMBERS. In the event of an at-large Executive Board member's unwillingness or inability to complete the term, the first alternate at-large Executive Board member would move up to fill the balance of that term. Subsequent vacancies shall be filled, in order, by the second, third, and fourth alternate at-large Executive Board members. The alternate at-large Executive Board member vacancy would be filled by the member who received the next greatest number of votes for an at-large position in the most recent Executive Board election. Vacancies in the Assistant Designer or Costume Illustrator position(s) would be filled by the member who received the next greatest number of votes in the most recent Executive Board election for such office. Any such replacement must be by a member within the applicable classification. In the event that no member is available in compliance with the foregoing requirements, the Executive Board may appoint a member to fill the position by a majority vote of the Executive Board.

ARTICLE VIII

SECTION 1 - NOMINATIONS OF OFFICERS AND EXECUTIVE BOARD

For each election, an election committee of not less than two nor more than three members shall be appointed by the President with the approval of Executive Board, according to this Constitution and Bylaws. The President shall name one (1) alternate to serve on the election committee in the event of the inability or unwillingness of any election committee member to serve out her/his term. Any member employed full-time by the Guild or seeking to be nominated shall not serve on the election committee or as an alternate to any election committee member. Members of the election committee agree to not be placed on the ballot and shall be immediately removed therefrom if they are related by blood, marriage, or domestic partnership to any candidate.

- A. Fifteen (15) days prior to the General Membership Meeting prior to the election during election years, but in no event less than thirty (30) days before the election, written notice of the nomination meeting date, nomination procedure, election calendar, and positions to be filled, will be sent to the membership to solicit interest in serving as an officer or member on the Executive Board. Procedures for nominations are as follows:
1. Members in good standing may submit written nominations to the Guild office.

2. The election committee shall meet to form preliminary nominations, using the responses from the membership, and recommendations by the election committee.
 3. At the appropriate General Membership Meeting, nominations shall be taken from the floor to complete the ballot.
- B. No candidate shall appear on the ballot unless the candidate has personally announced acceptance of the nomination on the floor of such membership meeting or if not present when nominated, has filed a written statement of acceptance with the Secretary at this Guild's office not later than five (5) business days after the nominations are closed. Any candidate who has previously accepted the nomination may withdraw his/her candidacy by filing a written statement of withdrawal with the Election Committee at this Guild's office by a date prior to the date ballots are sent specified by the Election Committee.

SECTION 2 - ELECTIONS OF EXECUTIVE BOARD

- A. The Executive Board shall be elected by secret ballot and shall hold office until their successors are sworn in.
1. The election committee shall be responsible for conducting the Guild's elections for Officers, Executive Board members, and, when applicable, the members of the Board of Trustees and delegates in accordance with the Constitution of the IATSE and this Constitution and Bylaws. The duties of the election committee include, but are not limited to: preparing the notice of nomination and election; conducting the nomination process; determining candidate eligibility; preparing and mailing (or otherwise transmitting) the ballots to the membership; ensuring that the rules concerning the nomination process and election are embodied in writing and available to the membership, including candidates, in a timely manner; determining voter eligibility; counting the ballots; and hearing and deciding the challenges to the nomination and election process and procedures.
 2. The election committee will approve the final ballot and transmit the ballots by any means accurately reflected in the written election rules and compliant with applicable legal requirements to all members in good standing.
 3. Each member in good standing will be entitled to vote for one (1) candidate for President, one (1) candidate for Vice-President, one (1) candidate for Assistant Costume Designer representative, one (1) candidate for Secretary, one (1) candidate for Treasurer, one (1) candidate for Costume Illustrator Representative and four (4) candidates for Executive Board Member at large. The four (4) candidates for Executive

Board member at-large with the next greatest number of votes will be the alternates to the Executive Board.

4. Except with respect to candidates for delegate under Article X of this Constitution and Bylaws, who may also seek election as an officer, Executive Board member or member of the Board of Trustees, each candidate can run for only one position on the ballot.
5. The election committee will count the ballots on the date designated in the notice of election and prior to the Executive Board meeting scheduled for the month immediately succeeding the election. Candidates and members have a right to observe the counting of the ballots and will be informed of the time and place of counting.
6. Any challenge to a decision of the election committee on candidate eligibility or to the nomination or election process or to the election results must be submitted to the election committee, with a copy to the Secretary, in writing and in duplicate within fifteen (15) days of the date of the alleged violation and shall be decided in the first instance by the election committee. The decision of the election committee shall be considered the decision of a trial board and any appeal therefrom shall be appealed to the membership and processed in accordance with the applicable procedure outlined in Article Seventeen of the International Constitution and Bylaws. All subsequent appeals are also governed by Article Seventeen of the International Constitution and Bylaws.
7. Notice of the results of any election to the Executive Board shall be promptly delivered by telephone from the chairperson of the election committee to each candidate and the results shall be published in the next official Guild publication to the membership.

ARTICLE IX

SECTION 1 - BOARD OF TRUSTEES

- A. **POWERS.** Following the election of the Board of Trustees, it shall audit the financial books and records of the Guild every six (6) months during its first year. Thereafter it shall have the option of auditing the books and records annually for the balance of its term. The Board of Trustees shall have the authority to hire professional assistance for the purpose of conducting the audit and shall make a detailed report of its findings at the next regularly scheduled Executive Board meeting. The Board of Trustees shall ensure that each of the officers or employees of the Guild who handles the funds or property of the Guild is bonded to the extent and in the amount and form required by law. The expense of such bonds shall be borne by the Guild. The Board of Trustees shall also be responsible for ensuring

that the books and records used to prepare the reports required by law to be filed with governmental agencies are preserved for not less than seven (7) years from the dates that such reports were filed.

- B. DUTIES. It shall be the Board of Trustees' duty to examine the reports of the Treasurer and to make its own independent report to the Executive Board twice yearly at a Spring and Fall Executive Board meeting. Upon completion of the yearly audit, the Board of Trustees shall report its findings of the audit to the membership of the Guild at the next regularly scheduled General Membership Meeting.
- C. BOARD OF TRUSTEES COMPOSITION. The Board of Trustees shall consist of three (3) Trustees and shall be elected from the membership at large. Candidates cannot simultaneously stand for election to the Executive Board. There shall be one (1) alternate elected. At the first meeting of the Board of Trustees the Board members shall select their chairperson from among themselves. The chairperson shall serve for one (1) year and shall be rotated among the remaining two (2) members by selection among the Trustees by the end of each year.
- D. NOMINATION, ELECTION AND TERM OF OFFICE. The Board of Trustees shall be nominated, elections to be held simultaneously to the Executive Board and subject to the same requirements, procedures, and timeline as are applicable to elections for Executive Board. Challenges to any portion of the nomination or election process for delegates shall be handled in the same manner, and subject to the same formal requirements and time limitations, as are challenges to officer and Executive Board member elections. Members of the Board of Trustees shall serve a three (3) year term of office.
- E. REMOVAL OF BOARD OF TRUSTEES MEMBERS. The removal of any member of the Board of Trustees shall be in the manner set forth for the removal of the Executive Board members according to the Constitution and Bylaws of the Guild and the International.
- F. RESIGNATION AND VACANCIES
 - 1. Any Board of Trustees member of this Guild may be removed for a violation of official duties, or for any infringement of the Constitution and Bylaws of this Guild or the Constitution and Bylaws of the International, or for serious misconduct in office as outlined in the Constitution and Bylaws of the International. Board of Trustees members may be removed according to the Constitution and Bylaws of the International.
 - 2. Any Board of Trustees member may resign at any time by giving written notice to the Executive Board. Any such resignation shall take effect at the date of the receipt of such notice.
 - 3. In the event of a Board of Trustees member's unwillingness or inability to complete the term, the alternate Trustee shall complete the term and the

candidate who received the next greatest number of votes in the last Board of Trustees election shall be designated the alternate. In the event there is no one to complete the term, the Executive Board, by majority vote, shall appoint a replacement Trustee to complete the term.

- G. MEETING OF THE BOARD OF TRUSTEES. The Board of Trustees may attend all Executive Board meetings and shall have a voice, but no vote. In addition to Executive Board meetings, the Board of Trustees shall meet no less than every six (6) months of the first year of its term and shall meet no less than annually thereafter. The Board of Trustees shall keep or cause to be kept minutes of all meetings of the Board of Trustees. A copy of the minutes with all attachments of the meeting will be filed in a designated place at the Guild office. It shall review the financial books and records of the Guild. The Treasurer and Finance Committee shall fully cooperate with the Board of Trustees and shall provide to the Board of Trustees all financial books and records of the Guild. A quorum of the Board of Trustees shall be two.

ARTICLE X

SECTION 1 - DELEGATES

- A. REPRESENTATION. Representation shall be as under the International Constitution and Bylaws. Accordingly, the Guild shall be entitled to one (1) delegate for its charter and one additional delegate for every one hundred (100) members, or major portion thereof, based upon the average membership upon which per capita tax has been paid for the period between Conventions. Only those members for whom the full per capita tax is being paid by the Guild to the International shall be counted for the purpose of determining the average membership of the Guild. The Guild may elect the number of individual delegates to which it is entitled, or it may elect one (1) or more delegates empowered to cast the total number of votes to which the full delegation of the Guild would be entitled at the Convention.
- B. ELIGIBILITY. Any member in good standing shall be eligible to be a delegate to any Convention of the International provided that member is elected by the membership of this Guild on a secret ballot vote, or as provided by this Constitution and Bylaws, is accredited by virtue of having been elected to office in this Guild in accordance with the federal law. Except with respect to the President (who is a delegate by virtue of his/her office) and the Vice-President (who is the alternate delegate to the President by virtue of his/her office), in the event of a delegate's inability to attend the Convention, the first alternate delegate would fill the vacancy. The alternate delegate is the member who received the next greatest number of votes in the most recent delegate election. In the event that

no elected alternate is available, the Executive Board may appoint a member to fill the position by a majority vote of the Executive Board.

C. NOMINATION AND ELECTION OF DELEGATES

1. The election committee shall send written notice to the membership via either United States Postal Service, e-mail, or any official Guild publication sent to all members, to solicit interest in serving as one of the applicable allocation of delegates to serve for a three (3) year term. Such notice shall also explain the President's status as a delegate and the Vice-President's status as the President's alternate delegate by virtue of their offices as set forth in this Constitution and Bylaws. Procedures for nominations follow:
 - a. Members in good standing may submit written nominations to the Guild office.
 - b. In the month preceding the appropriate General Membership Meeting, the election committee shall meet to form preliminary nominations, using the responses from the membership, and recommendations by the election committee.
 - c. At the General Membership Meeting nominations shall be taken from the floor to complete the ballot.
2. No candidate shall appear on the ballot unless the candidate has personally announced acceptance of the nomination on the floor of such membership meeting or if not present when nominated has filed a written statement of acceptance with the Secretary at this Guild's office not later than five (5) business days after the nominations are closed. Any candidate who has previously accepted the nomination may withdraw his/her candidacy by filing a written statement of withdrawal with the Executive Director at this Guild's office prior to the date ballots are sent.
3. The applicable number of delegates (less the one (1) delegate spot allocated to the President by virtue of his/her office) shall be elected for a three (3) year term by secret ballot. Procedure for election follows:
 - a. The Election Committee will approve the final ballot.
 - b. Notwithstanding anything elsewhere in this Constitution and Bylaws, Guild members may run for an elected position as an officer, on the Executive Board or Board of Trustees and as a delegate simultaneously.
 - c. The ballot will be transmitted along with, and in the same manner as, the Executive Board ballots to all members in good standing. Members of the Election Committee shall not be candidates for delegates.

- d. Each member in good standing will be entitled to vote for as many delegates as provided for by this Constitution and Bylaws and the Constitution of the International.
 - e. The Election Committee will count the ballots along with the Executive Board ballots and announce the winners of the slate of delegates in order of the number of votes received. The slate of delegates will hold office for a three (3) year term.
 - f. Notice of the results of the election to the delegates shall be given by telephone from the chairperson of the Election Committee to each candidate and the results published in the next official Guild publication sent to the membership.
 - g. Delegates will assume role of standing delegate on October 1 of term year. If a convention begins prior to October 1, the previously elected delegates will continue to serve until the Convention is competed and the newly elected delegates can begin their term.
- 4. Delegates shall receive such expenses as the Executive Board shall determine in advance.
 - 5. Challenges to any portion of the nomination or election process for delegates shall be handled in the same manner, and subject to the same formal requirements and time limitations, as are challenges to any other election.
- D. DUTIES OF DELEGATE.
- The delegate shall represent the Guild in all matters and votes at a Convention of the International or District II.

ARTICLE XI

SECTION 1 - EXECUTIVE DIRECTOR

There will be an Executive Director who shall be hired by the Executive Board.

- A. The Executive Director shall report to the Executive Board, and be subject to the supervision and direction thereof, with day-to-day accountability through the President.
- B. The Executive Director shall be or become a member of the Guild and hold membership in this Guild as long as the Executive Director holds that position. So long as the Executive Director does not perform any work in the classifications within the jurisdiction of the Guild, the Guild shall pay any dues, assessments, or fees for the Executive Director. The Executive Director will have no vote on the Executive Board or Board of Trustees as a result of this position. The Executive

Director shall enforce, under the direction and control of the Executive Board, the Constitution and Bylaws of this Guild and of the International and report to the Executive Board any alleged violations by members of the Guild.

- C. The Executive Director shall have full charge of the office of this Guild and its staff. In this regard, subject to direction by the Executive Board as to Guild policy or other matters within its purview, the Executive Director shall provide day-to-day supervision of, including discipline, and may hire and remove an Assistant Executive Director subject to the approval of the Executive Board; provided that nothing herein shall preclude the Executive Director from taking such steps, including barring an employee, including the Assistant Executive Director, from the Guild office or Guild meetings where the Executive Director deems such action necessary to the health and/or safety of the Guild membership, officers, board members, staff or contractors/consultants. It shall be the duty of the Executive Director to enforce all agreements obtained by the Guild, to execute all lawful orders of the Executive Board, to keep written records of all transactions and activities, to carry on all correspondence pertaining to the business of the Guild, to oversee the processing of all membership applications, to maintain custody of the official seal of the Guild and of its written records, and to report all important activities and transactions to the Executive Board and Guild membership. Such reports shall include, but not be limited to, a monthly report of all actions to enforce the Guild's collective-bargaining agreements, all nonroutine and/or non-recurring expenditures, all nonroutine and/or non-recurring correspondence, and any other activity or transaction within the Executive Board's purview. The Executive Director shall serve as custodian of the records of the Guild, except those records specifically entrusted to the custody of the Guild Secretary. The Executive Director shall also oversee the day-to-day financial operations of the Guild, which shall include the authority to execute routine service agreements and to co-sign checks or other similar instruments, as well as to make such regular, recurring expenditures (such as rent/mortgage payments, utilities, employee salaries and the like) as are authorized by the Executive Board.
- D. The Executive Board may direct the Executive Director to represent the Guild in any specified transaction or other relation with one or more employers, other organizations, the International, other locals of the International, and the general public. The Executive Director shall act as the Local's official spokesperson on matters within the Executive Director's purview. At the request of the Executive Board, the Executive Director shall represent the Guild at political and social events.
- E. The Executive Director may recommend to the President or the Executive Board or any committee thereof, the calling of meetings of any kind.
- F. The Executive Director shall be a member and be charged with responsibility for keeping records of all meetings, of all negotiating committees. Contracts

negotiated by any such negotiating committee are subject to approval as required by this Constitution and Bylaws.

- G. The Executive Director shall have charge of the upkeep and operation of the Availability List, voluntarily reported by members, and cause it to be made available to signatory employers, if requested. In addition, the Executive Director shall record names, addresses, and places of employment of all members.
- H. Any expenses incurred by the Executive Director while transacting business, as approved by the Executive Board, for the Guild shall be reimbursed, based on receipts.
- I. The Executive Director shall be bonded in the amount required by law or such larger amount as the Guild's Executive Board deems appropriate.

SECTION 2 - ASSISTANT EXECUTIVE DIRECTOR

If the Executive Board deems it advisable to authorize the expense, there may be an Assistant Executive Director who shall be, subject to direction by the Executive Board as to Guild policy or other matters within its purview, under the day-to-day supervision of, the Executive Director, who may hire and may remove an Assistant Executive Director subject to the approval of, the Executive Board; provided that nothing herein shall preclude the Executive Director from taking such steps, including barring an employee, including the Assistant Executive Director, from the Guild office or Guild meetings where the Executive Director deems such action necessary to the health and/or safety of the Guild membership, officers, board members, staff or contractors/consultants provided, further, that nothing herein shall abridge the authority of the Executive Board to hire such staff as it deems necessary or advisable in the event of a vacancy in, or the absence of, an Executive Director.

- A. The Assistant Executive Director shall be or become a member of the Guild and hold membership in this Guild as long as the Assistant Executive Director holds that position. So long as the Assistant Executive Director does not perform any work in the classifications within the jurisdiction of the Guild, the Guild shall pay any dues, assessments, or fees for the Assistant Executive Director. The Assistant Executive Director will have no vote on the Executive Board or Board of Trustees as a result of this position. The Assistant Executive Director shall enforce, under the direction and control of the Executive Director, the Constitution and Bylaws of this Guild and of the International and report to the Executive Director any alleged violations by members of the Guild.
- B. The Assistant Executive Director shall be bonded in the amount required by law.

ARTICLE XII

STRIKES

In the matter of strikes, this Guild and its members shall be bound by the terms of Article Twenty Two of the Constitution and Bylaws of the International.

No member shall work in a place of employment in the jurisdiction of the Guild that is declared unfair or on strike by this Guild or the International. Any member continuing to so work shall be fined, suspended, or expelled, at the decision of the Guild if found guilty following charges and trial. Members shall not pass through a picket line sanctioned by the International or this Guild. Strike or picketing duty shall be the responsibility of every member.

ARTICLE XIII

NON-WAIVABILITY OF MEMBERSHIP OBLIGATIONS

No member of the Guild shall waive any benefits or render any services on a union project for less than scale, as set forth or provided for, in any agreement then in effect between the Guild and any employer for which such member is rendering services.

Any member upon accepting non-union work must report such work to the Guild office, including the project name, crew list, deal memo, production company and phone number.

ARTICLE XIV

SECTION 1 - DISCIPLINE OF MEMBERS

In matters of discipline of members this Guild shall be bound by the terms of the Constitution and Bylaws of the International. See Article XVI and XVII of the IATSE International Constitution and Bylaws or the successor provisions thereof.

ARTICLE XV

SECTION 1 - PERMANENCY

This Guild shall not dissolve itself while there are seven (7) dissenting members, nor shall this article of the Constitution be subjected to any alteration or amendment whatsoever.

ARTICLE XVI

SECTION 1 - SUMMONS

Any member who is summoned to appear at a meeting of the membership, the Executive Board, or a legally appointed committee of the Guild, and fails to appear, after receiving due notice of same, shall be penalized to such extent as the Guild may see fit, after a fair trial.

ARTICLE XVII

SECTION 1 - ADDRESS OF MEMBERS

Any member, on changing their address, shall notify the Guild office within thirty days. Any notice sent to the last address as shown on the books of this Local shall be deemed legal and sufficient notice.

ARTICLE XVIII

MISCELLANEOUS

SECTION 1 - PROVISIONS SEPARABLE. If any portion of this Constitution and Bylaws is found to be illegal, such portion shall be separable from the other portions of the Constitution and Bylaws and shall not affect them.

SECTION 2 - CORPORATION LAWS. Any matter pertaining to the operation of this Guild or affecting the powers, duties, rights, or obligations of this Guild, its officers, its Executive Board and members not specifically covered by this Constitution and Bylaws or the Constitution and Bylaws of the International, shall be subject to the laws of the State of California pertaining to non-profit corporations which are not in conflict with the provisions of the Constitution and Bylaws of the International.

SECTION 3 - Parliamentary procedures and rules and regulations governing General Membership, Executive Board, and Board of Trustees meetings shall be determined by the Executive Board so long as that determination is not inconsistent with the Constitution and Bylaws of the Guild and the International and applicable law. To the extent consistent therewith, Robert's Rules of Order shall be in effect at all meetings.

SECTION 4 - The Guild may not enter into any agreements or contracts that are in violation of its Constitution and Bylaws.

ARTICLE XIX

AMENDMENTS

This Constitution and Bylaws may be amended, or a new Constitution and Bylaws adopted, or the Constitution and Bylaws repealed, by a vote at a regular or special meeting of the Guild membership of two thirds (2/3) of the members attending. The Executive Board shall not have the right to amend or repeal this Constitution and Bylaws or adopt a new Constitution and Bylaws.

A copy of the proposed changes in the Constitution and Bylaws shall be sent to each member in good standing along with notice of the meeting wherein such changes shall be voted on. After membership acceptance, the proposed changes to the Constitution and Bylaws shall be submitted to the International President for signature.

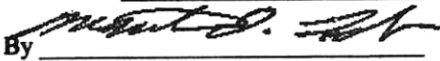
This Constitution and Bylaws revised _____, 2_____.

Endorsed by the International Alliance of Theatrical Stage Employees and Moving Picture Technicians, Artists and Allied Crafts of the United States, its territories and Canada, AFL-CIO, CLC.

By: Matthew D. Loeb, International President, I.A.T.S.E. & M.P.T.A.A.C.

Endorsed by
International Alliance of Theatrical Stage
Employees, Moving Picture Technicians,
Artists And Allied Crafts of The United
States, Its Territories and Canada

On Date of May 26, 2022

By 

International President