



# **ADULT PERFORMANCE ARTISTS GUILD**

Constitution and Bylaws  
Volume I  
created February 17, 2021



## **Member's Pledge**

Please raise your right hand and repeat the following:

In the presence of honored guests and the members here assembled I, (your name), do solemnly promise and pledge that I will faithfully follow the Constitution and Bylaws of the Adult Performance Artists Guild, to the best of my knowledge and ability, to further the objectives of this Guild and work to strengthen our community. In Solidarity!

## **Officer's Pledge**

Please raise your right hand and repeat the following:

In the presence of honored guests and the members here assembled I, (your name), do solemnly promise and pledge that I will faithfully execute the duties of my position as officer of the Adult Performance Artists Guild, to the best of my knowledge and ability, to commit myself to our Constitution and Bylaws, to further the objectives of this Guild and assume full responsibility for this honorable organization.

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# APAG MISSION STATEMENT

The needs of performers in the adult industry are understood better by those who have worked in the trenches, as performance artists. The demands of any industry can be difficult to understand by outsiders, but in the adult industry, performance artists are put into difficult situations every day. Members of A.P.A.G., including our officers and board, have made the decision to work together to make the adult industry a better place for performers now, and in the future. We are organizing to give performers a voice and support from their industry peers and to create a better performer, and a stronger industry. The goal of APAG is to earn employee rights, set performer responsibilities, negotiate fair practices and fair wages, to fight occupational discrimination, and help performers provide themselves with a better future.

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## **Article I Organization**

Sec. 1. This Organization shall be known as the Adult Performance Artists Guild or A.P.A.G. (Also referred to herein as the "Guild".)

Sec. 2. This Guild shall be composed of all workers, either employed, independent contractors, or sub-contractors that are working as adult performance artists on any type of platform be it online, on stage, or on screen. Retired performers are also welcome to join.

Sec 3. This Document shall be known as the Adult Performance Artists Guild Constitution.

## **Article II Jurisdiction**

Sec. 1. There shall be no geographical limitations on the jurisdiction of this union.

## **Article III Government**

Sec. 2. The following By-laws shall be subject to, and governed by, the California Non-Profit Act and the Articles of Incorporation of Organization. In the event of a direct conflict between the herein contained provisions of these By-laws and the mandatory provisions of the California Non-Profit Act, said Non-Profit Act shall be the prevailing controlling law. In the event of a direct conflict between the provisions of these By-laws and the Articles of Incorporation of Organization, it shall then be these By-laws which shall be controlling, for which this said Guild holds an unincorporated status.

**Article IV  
Fiscal Year**

Sec. 1. The Fiscal Year of the Guild shall begin January first (1st) and end December thirty first (31st) of the succeeding year.

**Article V  
Special Provisions**

Sec. 1. This guild, shall abide by any and all special restrictions, licensing, permits, zoning requirements and all or any other special provisions established by the original county of origin, regardless of the uniqueness of this guild.

Sec. 2. The members of the guild shall submit their right to collective bargaining to the Guild for determination of their proper representation.

Sec. 3. The members further consent to follow the bylaws in the manner provided by this Constitution and By-Laws.

**Article VI  
Objectives and Purpose**

The objectives and purpose of the Guild shall be the following:

Sec. 1. Working to unite workers in all areas of adult entertainment regardless of race, creed, religion, color, sexual orientation, gender, nationality, gendered expression, immigration status, marital status or ancestry.

Sec. 2. Advancing and strengthening the rights of all people affiliated with adult entertainment to bargain collectively.

Sec. 3. Cooperating with and helping other National and International Unions through

moral, monetary, or other means to share experiences, pool resources, and learn from each other's best practices.

Sec. 4. Working to provide members, officers and subordinate bodies resource centers, education, help lines, classes, mental health resources, collective bargaining, advocacy work, direct action committees, unity partnerships with other compatible organizations, and resources.

Sec. 5. Improving the lives and working conditions for members of the Guild in all aspects of their work in the adult entertainment industry.

Sec. 6. Administrating and expanding the Guild, in best the interest of all its members.

Sec. 7. Participating and engaging in civil, social, legal, economic, and charitable activities, which will advance the Guild's standing in the community and further the interests of this organization, and its members, either directly or indirectly.

Sec. 8. Establishing peaceful and harmonious relations among its members and their officers, to increase open communication to ensure our members voices are represented.

Sec. 9. Working to fight occupational discriminations on platforms, in banking, housing, and future employment.

Sec.10. Working to obtain health insurance benefits for members.

Sec.11. Providing information and resources to help members qualify for Social Security, unemployment benefits, Medicaid, and other government programs.

Sec. 12. Supporting class-action lawsuits for discriminatory behavior against adult performance artists.

Sec. 13. Working to provide free or low-cost HIV and other STD testing to all Union members.

Sec. 14. Working to provide emergency resources to individuals, in the community, who are in crisis. We will work in connection with other organizations to provide or procure necessary care.

Sec. 15. Working to establish relationships with counseling programs and rehab centers catering to the unique needs of the individuals in this industry.

Sec. 16. Working with OSHA to establish safety protocols and procedures for workers of our community.

Sec. 17. Working to provide an emergency fund to help industry workers with counseling, housing, and any other needs for those workers who contract an infectious disease while performing.

Sec. 18. Working to establish resources so that Guild members have options to invest in retirement accounts, and work to provide low-cost money management professionals.

Sec. 19. Working to provide discount programs that help union members save money for daily life expenses such as Union Plus or Working Advantage.

Sec. 20. Work to keep trafficking out of our industry for the health and safety of our performers.

## **Article VII Membership Qualifications**

Sec. 1. Qualifications for Membership; A person shall be eligible for membership if they are;

a) Must be at least eighteen (18) years of age.

b) Has been working, or is working, in the adult entertainment business as a performance artist on any type of adult content such as adult film, webcam or live stream, adult content, phone sex, or live stage, whether self-employed, employed, or multi-employed.

Sec. 2. The Guild has discretion to deny membership to any applicant if their admittance would not be in the best interest of the Guild or its members. Any dispute of membership shall be decided by the Executive Board, by filing an appeal specified in Section XV of this Constitution and Bylaws.

Sec. 3. The Guild shall not discriminate against any member on the basis of race, creed, color, sex, sexual orientation, gender, nationality, immigration status, marital status or religion.

Sec 4. Each member of the Guild in "Good Standing" shall be entitled to a membership card, once initiation fee has been processed.

Sec. 5. Members agree that the Guild shall be the exclusive representative of the classified employees in the unit described below. The Guild recognizes that the Executive Board is the legally responsible agency charged with the operations and agrees to represent workers without discrimination.

Sec. 6. Members recognize the Guild as the sole and exclusive bargaining agent for employees and independent contractors included in the collective bargaining unit for the purpose of representing such workers in the negotiation of salaries, wages, hours and working conditions.

- a) Employees
- b) Independent Contractors

### **Article VIII Membership Applications**

Sec. 1. All persons seeking membership shall;

- a) File for membership through the Guild Website.
- b) Provide official, government documentation as proof of the applicant's true age at any time the Guild deems necessary.
- c) Pay an Initiation Fee to the Guild for the membership card.

Sec 2. Applications must include the following:

- a) Applicant's true, full, legal name
- b) Applicant's true legal date of birth
- c) A valid email addresses
- d) A valid mailing addresses
- e) Proof of employment within the industry.

Sec. 3. Any applicant that is guilty of making false statements on the application will be denied membership.

- a) Applicant, who is guilty of making false statements on the application, shall forfeit any fees and dues paid and may be held liable for any and all costs which may have been incurred.

Sec. 4. Membership applications shall be processed upon receipt, but no later than two weeks after application is received.

Sec. 5. All applicants shall agree to abide by this Constitution and Bylaws, and make themselves acquainted with its purpose and principles.

Sec. 6. Upon the creation of additional Guild chapters, all membership applications and dues will be processed by the Guild, not the chapters.

a) Any officer of the Guild, or it's chapters, who has access to any membership information must sign a legally binding contract stating that the membership information will be kept private, not to be shared, sold, nor distributed outside of the Guild.

b) Membership cards will be distributed by the Guild.

Sec. 9. When submitting an application, all applicants agree to the member's pledge and membership responsibilities within the Guild.

### **Member Responsibilities**

Sec. 10. The following is a list of responsibilities each member agrees to when joining the Guild;

- a) The responsibility to attend meetings, vote on issues, and be involved in collective bargaining agreements.
- b) The responsibility to treat all other Guild members with respect.
- c) The responsibility to always be tested based on industry standards when performing with others.
- d) The responsibility to always respect others' boundaries and consent.
- e) The responsibility to maintain a standard of professionalism, including good hygiene.
- f) The responsibility to never discriminate against a performer based on their race.
- g) The responsibility to participate in union strikes.
- h) The responsibility of maintaining proper and unexpired identification.
- i) The responsibility of coming to the Guild when you have an issue or knowledge of wrong doing by an employer, agent, producer, director, or other performers.

**Article IX**  
**Withdrawal from Membership**

Sec. 1. Any member who wishes to resign from the Guild membership must do so by:

- a) Sending a written and signed letter of resignation, addressed to the Secretary of the Guild, stating and declaring that they do not want to continue membership in the Guild, by either email or direct mail. This will become effective upon receipt of such notice. Dues and initiation fees are nonrefundable.
- b) A letter shall be sent before the end of the year period. If owed dues remain unpaid, the membership is considered withdrawn and the former member is released from any further Guild obligations.

Sec. 2 Any member resignation whether in “Good Standing” withdrawal, withdrawal by non-compliance or any other type of resignation will be kept on file with the Guild Secretary for the minimum of five (5) years.

Sec. 3. Resigned member forfeits all rights, benefits and privileges of membership to the Guild and all its affiliates upon receipt of resignation.

Sec. 4. Non-payment of dues or fees past one hundred and twenty (120) days from which the such amount becomes due, will establish person’s membership into one of “Bad Standing”.

**Article X**  
**Reinstatement of Membership**

Sec. 1. Members who have paid their financial obligations to the Guild, including any charges incurred, may reapply to the Guild to be restored to a “Good Sanding” status, in which case all member benefits and rights are automatically reinstated.

Sec. 2. Dues can be waived in special circumstances based on the discretion of the membership committee.



**Article XI**  
**Members in “Bad Standing”**

Sec. 1. The Guild shall be prohibited from employing members in “Bad Standing” as officers or staff until such members have been reinstated and placed back into a “Good Standing” status by the Guild.

**Article XII**  
**Union Standard**

Sec. 1 . The following acts will not be tolerated by this Guild and shall result in an automatic trial by the Guild's Executive Board per Article XV & Article XVI. Once accepting membership in this guild, as well as any such officer position or leader inside this said Guild, you are agreeing to abide by this Constitution and Bylaws. If found guilty of the following actions after acceptance and after all trial remedies following Article XV have been resolved by the Guild's Executive Board, infractions may result in outside legal actions in state or federal courts.

- a) Working either directly, indirectly or associating with any persons working in the adult entertainment business who are under eighteen (18) years of age.
- b) Misappropriating use of money or property.
- c) Committing any act of a malicious nature with the intent to disrupt the progress of the Guild.
- d) In which any member or officer informs any outside parties of any type of privileged information regarding the Guild.
- e) Unauthorized voice recording, video recording or streaming of Guild activities, meetings and conversations.
- f) Working without following city, county, state and federal laws relating to the industry.
- g) Discriminating or advocating discrimination against any other member, or fostering prejudice among fellow members.
- h) No hate speech or sexual harassment will be tolerated.
- i) Accepting bribes from any member, personal service, vendors, in the name of the Guild.
- j) Any personal misconduct which reflects poorly on your personal reputation, or your ability to continue employment with the Guild, or has the potential to cause harm to the Guild, or its reputation with members, potential members, any other organizations, or the general public.
- k) Any act of union busting, or repeated violations of any section of the Constitution and Bylaws.

**Article XIII**  
**Complaint and Conflict Resolution**

Sec. 1. A complaint by a member or officer of the Guild, regardless of the member's subordinate body shall be in writing, within seven (7) business days, of the incident.

Sec. 2. A member may be in "Good Standing" or "Bad Standing" to make such complaint. Complaint is allowed to be made anonymously, but evidence or details must be provided to support complaint.

Sec. 3. The complainant needs to send the written request to the designated Sergeant at Arms officer of the body in which member belongs. If there is no Sergeant at Arms, complaint is to be sent to the Secretary.

Sec. 4. The request shall include:

- a) Date, time, and place in which incident occurred.
- b) A written statement which describes in detail the complaint.
- c) Any and all evidence to support claim.
- d) Names and contact information of all parties involved, as well as any witness statements.

Sec. 5. A complaint form shall be made available for grievances on the Guild website.

Sec. 6. If more than one person is involved in matters, a complaint form must be filed separately for each person or officer.

Sec. 7. If a complaint regards matters that are not of Guild membership, the Guild's Executive Board may resort to any legal action the Board deems necessary.

Sec. 8. The Sergeant at Arms of the Guild, at that time, will arrange a confidential meeting with the complainant. Contact must be made no more than ten (10) business days after the incident was reported.

Sec. 9. If charges are brought to the SAA under said Constitutions and Bylaws Article XIII Sec. 1, The SAA shall bring charges directly to the Guild's Vice President following Article XV.

Sec. 10. If complaint is against a member who is not a part of the same chapter, complaints shall be submitted to the office of the Sergeant at Arms of the Guild. If at any time the Sergeant at Arms has not arranged a meeting, the complaint at that time may be submitted to the Guild's Secretary for further action. If there is still no arrangement at that time, please contact the Vice-President of the Guild for further filing instructions.

Sec. 11. Within thirty (30) days of the Sergeant at Arms mediation meeting, a copy of the complaint shall be sent to the Vice President of the Guild to conduct a hearing or for legal filing, which will submit its findings together with complaints and evidence following Article XV.

Sec. 12. All conflicts must use mediation to try and resolve conflicts which do not present an imminent danger to this said Guild's reputation as well as to its chapters. If an imminent danger is presented the Guild has full legal authority to quickly resolve conflict matters, withdraw membership, or resort to legal remedies in any state or federal court.

Sec. 13. Any member placed in a "Bad Standing" status, after going through the Guild's trial process, may not hold any officer position, nor shall they have voting rights in any said Guild matters.

#### **Complaint Process summary:**

- 1)** 1st - File a complaint with the Sergeant at Arms of your chapter after filling out the grievance form from website.
  - i)** Make sure to include all information per article XIV. Section 4.
- 2)** 2nd - Within ten (10) business days, the designated officer will contact you to discuss your complaint.
  - i)** Your witness may be questioned before the designated officer contacts you.
- 3)** 3rd - A mediation meeting between yourself, the accused and the designated officer shall be set within a fifteen (15) day period of the date in which grievance was submitted.
  - i)** There must be a minimum of two (2) mediation meetings before a trial date can be set.

## **Article XIV Mediation & Trials**

Sec 1. The person filing the complaint is the person who brings a case against another. That person will be considered the Plaintiff in all Guild trial matters, while the accused individual shall be the defendant.

Sec. 2. All complaints regardless of the act must be brought to the Guild's attention by following Article XIII of this said constitution.

Sec. 3. If designated officer / Sergeant at Arms finds that the complaint is within Article XII of Union standards, proof of the incident must be provided. At that time, the complaint shall be sent to the Guild's SAA for mediation.

Sec 4. There shall be two (2) mediation meetings within the thirty-day period set forth in Article XIII, between Plaintiff, Defendant and designator officer who shall be the mediator. If at that time mediation cannot resolve the issue, the plaintiff may request officer to file complaint for a trial.

Sec. 5. If mediation resolves complaint, the Sergeant at Arms has full rights to require signing of all legal documents officer deems necessary. All documents, files and full reports must be sent to the the Guild's Secretary by email for legal record keeping within five (5) business days.

Sec. 6. If mediation cannot resolve complaint, a trial may be brought to the Guild's Board, regardless of subordinate body, until further notice.

Sec. 7. The Sergeant at Arms of the said body must file for a trial within fifteen (15) days of the final mediation date, to the Guild's Secretary.

Sec 8. Once a trial has been filed, the Guild has thirty (30) days to set a trial date. The date shall be announced to all Guild members of the subordinate body asking for nine (9) members in "Good Standing".

a) Seven (7) members are to sit on the trial body, and two (2) members shall be on trial body standby.

b) If at any time not enough members volunteer for the trial body, the Vice President has full rights to call upon members to be appointed.

c) Trial body members shall not be announced until the day of trial.

Sec. 9. No officer of the Guild shall have a vote in trial, nor shall anyone with any personal references to the plaintiff or the defendant sit on the trial body.

Sec. 10. Trial shall take place during a conference call or live web program and any member in "Good Standing" is allowed to sit in on trial.

Sec. 11. At any time, the Defendant does not appear to trial, the trial will proceed regardless.

Sec. 12. The Sergeant at Arms must email the Guild's Vice President all and any evidence the plaintiff and defendant wish to present during trial as well as state any witnesses five (5) days prior to trial date.

- a) Evidence will be distributed to the trial body for review prior to trial.
- b) Evidence and witnesses not presented (5) five days prior will not be allowed.

Sec. 13. A Trial Secretary shall be appointed to all trial proceedings to record all statements, trial minutes, and record vote.

Sec 14. At time of trial the Guild's Vice President shall chair trial meeting and in the following manner:

- a) Calling trial to order
- b) State day and date of trial
- c) Announcement of plaintiff and defendant
- d) Roll call of trial body
- e) Read the complaint
- f) Calling forth plaintiff for statement and showing of evidence.
- g) Trial body questioning
- h) Calling forth any plaintiff witnesses.
- i) Trial body questioning
- j) Calling forth defendant for statement.
- k) Trial body questioning
- l) Calling forth any defendant witnesses
- m) Trial body questioning
- n) Calling forth of designated officers report on matters
- o) All matters stated by designated officer must be based upon proof presented during trial.
- p) Closing statement or argument of plaintiff
- q) Closing Statement or argument of defendant.
- r) Meeting Adjournment

Sec. 15. Once meeting is adjourned all members of trial body must remain for a private vote which shall be witnessed by the appointed Trial Secretary.

Sec. 16. The announcement of trial decision shall be emailed by the Secretary to the Guild's Vice President so that trial decision will be distributed to members involved in trial and announced to membership within fifteen (15) days of trial decision.

Sec. 17. The decision of the trial body, shall be the decision of the Guild.

Sec. 18. If trial body finds defendant guilty and the defendant does not agree to withdraw membership or position status, the Guild can vote to remove membership.

Sec. 19. All documents and information deemed Guild property must be returned to the Guild's President upon termination of membership. The Guild may seek legal action against removed member if member refuses to turn over Guild property.

Sec. 19. An appeal can be filed following Article XV of this Constitution.

## **Article XV Appeals**

Sec. 1. A person may be a member in "Good Standing" or "Bad Standing" of the Guild to file an appeal on a Guild matter.

Sec. 2. An appeal by any member must be submitted within thirty (30) days of the decision, in writing to the Guild's Vice President, regardless of subordinate body.

Sec. 3. The appeal must detail the following information:

- a) Date of submission of appeal
- b) Members Full Name, E-mail address, Phone Number
- c) The Subordinate body in which the member belongs to
- d) Decision being
- e) Reason of appealing
- f) Date decision was made
- g) If appeal is regarding a membership (member) vote, an appeal must contain a minimum of three (3) other membership signatures for appeal to be proceed.

Any appeal not filled with the required information will be returned to the complainant for correction. Complainant has five (5) days to resubmit or appeal will be denied.

Sec. 4. The Guild Vice President receiving the appeal shall provide copies of the appeal to all parties of the complaint being appealed, including the Vice President of the subordinate body in which the decision was made.

Sec. 5. An appeal committee (body) of five (5) members, hereafter "the appeal committee," shall be requested from the membership of the body with jurisdiction by the Vice President of said body, within fifteen (15) business days of submission.

Sec. 6. The appeal committee must be announced, as well as the appeal voting date, to the Guild's Executive Board as well as to all subordinate bodies membership to be a valid appeal body. No persons with any personal or business relationships with the Plaintiff or Defendant shall sit on appeal body. The appeal body members cannot be members from the original jury.

Sec. 7. The appeal body has thirty (30) business days from its election to issue a decision by vote. The decision vote must come from the appeal committee. The Vice President may not vote on appeal. The decision may confirm, modify or reverse the decision being appealed and/or a prescribed remedy. The appeal body has authority to have documents the Guild Board deems necessary legally signed from Plaintiff and Defendant.

Sec. 8. The appeal decision shall be e-mailed to the Vice President of the subordinate body within 24 hours of appeal body vote, at which time it shall then be forwarded to all members involved, including the Guild's Vice President, and the subordinate body's President, for legal record keeping.

Sec. 9. At that time, the appeal body shall be disbanded.

Sec. 10 The decision made by the appeal board will be considered binding by the Guild unless challenged by the member. If the member is not satisfied with the decision of the appeal board, the member may bring the appeal back to the Guild's board for a trial of membership after sixty (60) days have passed. At that time, the Guild's Board shall follow the trial process, Article XVI. This step is the final appeal available.

### **Summary of Appeals**

1)1st - You must file an appeal within 30 days of decision with the Guild Vice President.

i)Make sure to include all required information.

2)2nd - Your chapters Vice President shall request 5 members to volunteer on an appeal body

i)The announcement of appeal body shall be announced to membership within 15 days of creation.

3)3rd - The appeal body has 30 days after its creation, to investigate, to vote and announce decision of appeal.

i)After 60 days, you may file a trial by membership to the Guild's Board.

**Article XVI**  
**Trial by Membership**

Sec. 1. No trial by membership may take place until after the 1st appeal has been brought to vote. After that time, a request for trial by membership may be made to the Guild's Vice President.

Sec. 2. The Guild will have the final decision of proceeding to a trial by membership.

Sec. 3. Once a trial by membership has been announced, only members of that subordinate body shall take part.

Sec. 4. All trials by membership must be publicly acknowledged after approval of Guild within sixty (60) days of submission.

Sec. 5. All trial information will also be made public on the Guild's website as well as the Subordinate bodies website of said member making request for membership trial.

Sec. 6. Voting by membership must take place on the Guild's website, following the link, dates and instructions set forth by Guild.

Sec 7. Once voting of membership has ended, the vote shall be final, in which case all Guild remedies have been exhausted.

Sec. 8. All parties accepting membership shall agree to all terms of said grievances and all involved agree that once all trials, mediation, and appeals listed in the APAG By-laws have been exhausted, the ruling shall be considered final and irrevocable.

**Article XVII**  
**Meetings**

Sec. 1. The guild shall provide for meetings of membership at least six (6) times during the fiscal year.

Sec. 2. The board of the guild shall meet at least once a month.

Sec. 3. The Secretary shall be responsible for the recording of all minutes of each and every meeting of the Board. However, in the event that the Secretary is unavailable, the Board Chair shall appoint an individual to act as Secretary at the meeting if the treasurer is absent. The Guild's meeting minutes must be given to Guild Secretary within five (5) business days after meeting. Minutes must be available for membership viewing and be placed on the minute books which shall be kept on record for four (4) years.



Sec. 4. All membership meetings must be announced ten (10) days prior to meeting by the Secretary, unless the Guild's board calls for an emergency meeting.

Sec. 5. At any time, if an officer has missed six (6) meetings in a row, in which officer position requires officer to be present, without having given a valued excuse, it shall be deemed the officer is no longer capable or willing to fulfill their duties and at that time, the officer's seat, no matter what position the officer holds, will automatically be called vacant. Officer shall have the right to an appeal as in Article XV.

Sec. 6. All and any valued excuses shall be at the discretion of the President or committee leader.

Sec. 7. The President shall be the chair of meetings, and shall have full right to turn over chair to any attending officer, as long as President is in attendance to do so, and shall have final vote in the case of any tie. In the case of the President's absence, the chair shall go to the Vice President.

Sec. 8. The chair of any meeting may have a right to vote as any other member or officer has the right to vote, in which place the chair is taking place of the President because of President being absent. The chair shall vote last, in case of tie.

Sec. 9. The meeting rules within these Constitution and Bylaws shall override any other rules of parliamentary procedures. In the absence of a standing rule to apply to questions before the Guild, recourse shall be had to Robert's Rules of Order.

Sec 10. All meeting conflicts shall be under the direction of the Sergeant at Arms, in which the Vice President shall act in case of absence of SAA.

Sec. 11. All meetings, with the exception of meetings stated above, should comply with the traditional buddy system, in which a minimum of two officers or members, at any time, have a meeting where any type of information or discussion of the Guild takes place. In other words, two people shall make phone calls together on three-way calls. This section is to support honesty and reduce miscommunication.

Sec. 12. Any action required by law to be taken at a meeting of the Board, may be taken without a meeting if consent in writing setting for the action to be taken and shall be signed by all Board members. Such consent shall be placed in the minute book of the Guild and shall have the same force and effect as a unanimous vote of the Board taken at an actual meeting. The Board members' written consent may be executed in multiple counterparts or copies, each of which shall be deemed an original for all purposes. In addition, facsimile signatures and electronic signatures or other electronic "consent click" acknowledgments shall be effective as original signatures.

Sec. 13. If only officers of the same Board are attending meeting they may vote to skip section 14- part: b, c, f, k, n and l if no expenses are to be reported. However, if at any time, anyone at all is included in meeting besides the officers of the same Board, meetings must follow protocol.

Sec. 14. All meetings to the Guild Board, subordinate bodies or committees shall be in order of business following these steps;

- a) Calling meeting or order / President
- b) Officer Pledge to be read / President
- c) Reading of meeting rules /
- d) Roll call and announcement of guest(s) / Secretary or VP
- e) Any Special announcements (optional)
- f) Unfinished Business / President
- g) Reports of Committees / Leader
- h) New Business / VP
- i) Voting Matters / President
- j) Reading of Membership / Secretary
- k) Monthly report of financial standing, including reading of receipts and expenses by Treasurer
- l) Open Discussions
- m) Closing Statement / VP or President
- n) Meeting Adjournment / President

Sec. 20. All meeting agendas shall be given to all meeting attendees forty-eight (48) hours before said meeting, including all documents in which may be needed for review.

Sec. 21. All meetings may be conducted on any application available on mobile devices.

## **Article XVIII Conventions**

Sec. 1. The purpose of Conventions shall be to update the Guild leaders with information regarding Employment Law and Workers' rights.

Sec. 2. Until which time the Guild is large enough to create Conventions on its own behalf, each Guild Officer is required to attend a Union Labor Conference at least once every two years.

Sec. 3. Once this Guild has conventions of its own, a Convention of the Guild shall meet every two (2) years and shall convene at such time and place as the Guild may determine, upon recommendation of the Guild President.

a)The Guild Secretary shall issue call for the Convention and notify each subordinate body at least one hundred twenty (120) days prior to the date of Convention and shall furnish a certification of delegation form containing the names of registered delegates to the subordinate bodies and spaces for the signatures of the President and Secretary of the subordinate bodies

b)The Certification of delegation form must be returned to the Guild Secretary at least 30 days prior to the opening of Convention.

c) If regular delegates are unable to attend, such alternates shall be selected by the Guild.

Sec. 4. The order of Business at a convention shall be as follows:

a)Call to order;

b)Report of credentials;

c)Reading of Convention rules;

d)Reports of officers and Executive Board of the Union;

e)Report of committees

f)Nomination and election of officers;

g)Installation of officers;

h)New business;

i)Unfinished business;

j)Adjournment

Sec. 5. The rules and order of business governing the Convention shall be enforced from the opening of any convention of the Guild until new rules have been adopted by action of the Convention.

Sec. 6. All subordinate bodies of the Guild must be in "Good Standing" with said Guild to be entitled to representation in the Convention at least one month prior to the opening of Convention.

Sec. 7. The number of votes in which subordinate bodies shall be entitled to vote in the Convention shall be determined by the number of said members at the time of election

Sec. 8. The Guild shall have the authority to appoint those committees which are not required by the Constitution or the Convention to be elected if deemed necessary.

Sec. 9. Any Guild member in “Good Standing” is welcome to attend the meetings of the Conventions.

Sec. 10. Officers of the Guild may have the privilege of speaking at Convention, but no officer is allowed to Vote.

Sec. 11. No legislation conflicting with the Constitution of the Guild shall be passed by subordinate body.

Sec. 12. All subordinate bodies shall file a certification of delegation form containing names of registered officers attending convention including signatures to the Guild Secretary within thirty (30) days of said Convention date.

Sec. 13. The Guild President shall preside over the convention of the Guild and conduct the same in conformity with the Constitution. The Guild President shall have deciding vote in case of a tie on any question that is being voted on by the Convention. The Guild President shall fill any vacancy among the officers of the Guild, subject of the approval of the majority of the Guild's Executive Board. The Guild President shall act to the best of their ability in furthering the interests of the organization.

### **Article XIX Special Conventions & Meetings**

Sec. 1. Special Conventions or meetings may be called by the Executive Board or President and shall be called upon on the request of twenty percent (20%) of the members of the Guild.

Sec. 2. The date and place of a special convention or meeting shall be specified on the calls thereof.

Sec. 3. Action of said call, shall be confined to the matters in which it was called.

Sec. 4. The Secretary of the Guild, within twenty four (24) hours of the receipt of call, shall issue for a special meeting to be held no later than five (5) days after the date of the call.

Sec 5. A meeting of purpose must be stated on record for all special meetings called.

Sec. 6. Special meetings shall follow all meeting requirements and shall be ran in the following order.

- a) Calling meeting to order
- b) Meeting pledge
- c) Meeting Rules
- d) Purpose of meeting statement
- e) Topics of concern
- f) Additional comments of concern
- g) Closing statement
- h) Meeting adjournment

## **Article XX**

### **Quorum**

Sec. 1. The membership in attendance at any duly authorized meeting shall constitute a quorum.

Sec. 2. Quorum at any duly authorized meeting of the Executive Board or Representative Council or any committee shall be the majority in attendance.

Sec. 3. If at any time the Board consists of an even number of members and a result in a tie, then the vote of the Board Chair shall be the deciding vote.

Sec. 4. The act of the majority of the Board members serving on the Board or Board Committees and present at a meeting in which there is a quorum, shall be the act of the Board or Board Committees, unless otherwise provided by the Guild's Bylaws.

Sec. 5. If a quorum is not present at a meeting, the Board members present may adjourn the meeting from time to time without further notice until a quorum shall be present.

Sec. 6. A Board member who is unable to attend a meeting of the Board or a Board Committee may vote by signed email confirmation given to the boards, the Board member shall be considered present at such meeting and counted toward the number of Board members needed to be present to constitute a quorum.

Sec. 7. All voting meetings must be given a two (2) day prior notice to all officers and members, regardless of the emergency of the situation.

## **Article XXI Committees**

Sec. 1. Shall be formed by the direction of any Executive Board upon Quorum of vote to exercise all or any portion of the authority of the Board, for the extent of the powers specifically delegated in the resolution of the Board or in these Bylaws.

Sec. 2. The President of this guild shall have power to appoint organizers, representatives, coordinators, and organizing committees.

Sec. 3. Each said committee shall be made up of a minimum of three (3) volunteers of membership in "Good Standing" but no more than fifteen (15). Board members are allowed to volunteer to any said committee.

Sec. 4. Within the volunteer committee members two persons shall be appointed at the discretion of the board as Lead and 2nd Lead Directors of said committee.

Sec. 5. A director has the authority to replace any committee member who is absent at any meeting of the committee as well as give direction of the function of committee so that the time frame and the obligations are able to be met.

Sec. 6. The duties of each committee shall be created during the creation and shall only perform duties in which it was created for.

Sec. 7. Meetings and actions of all committees shall be governed by the appointed committee directors and held and taken in accordance with this Constitution and Bylaws.

Sec. 8. Special meetings of committees may also be called by resolution of the Board of Directors. Notice of special meetings of committees shall also be given to any and all alternate members, who shall have the right to attend all meetings of the committee. Minutes shall be kept of each meeting of any committee and shall be filed with the Guild records.

Sec. 9. The Guild's Executive Board may adopt rules not inconsistent with the provisions of these Bylaws for the government of any committee.

Sec. 10. A director shall perform all the duties of a director, including, but not limited to, duties as a member of any committee of the board on which the director may serve in such a manner as the director deems to be in the best interest of the Guild and with such care, including reasonable inquiry, as an ordinary prudent and reasonable person in a similar situation may exercise under similar circumstances.

Sec. 11. The director of each committee shall send to the Secretary summary reports of said committee in a time frame the Board deems necessary. That time frame must be set as a condition of creation of the committee.

Sec. 12. Any person who performs the duties of a director in accordance with these Constitution and Bylaws shall have liability based upon any failure or alleged failure and may be discharged from said position and released from obligations as a director by the decision of the Guild's Executive Board and by the request of the subordinate body board.

Sec. 13. Any member of a committee who shall refuse or neglect to perform their duty, shall be removed by the committee leader unless a reasonable excuse is given.

Sec. 14. Once committee has achieved its goal for which it was created, the committee shall be disbanded and any property or documents pertaining to committee shall, at that time, be turned over to the executive board.

Sec. 15. If committee is in need of funding to perform duties of committee, director shall request Fundraiser Committee to be formed to supply such funds. At no time shall funds for committees come from membership dues or fees, unless proper vote is taken by membership.

Sec. 16. All committee members must be willing to commit to committee goals, and be willing to accepting obligations of the committee seriously. If a committee member does not agree to such terms, after accepting committee membership, member may send in a resignation request from the committee to the committee leader. Thus, said person shall be replaced in order to keep committee in strong standing.

Sec. 17. Committees may include, but not limited to,

- a)Assessment Committee
- b)Trial Committee
- c)Appeal Committee
- d)Fundraiser Committee
- e)Grant Committee
- f)Election Committee

- g)Convention Committee
- h)Audit Committee
- i)Membership Committee

Sec. 18. No committee, regardless of Board resolution, may:

- a)Approve of any action that violates applicable laws
- b)Fill vacancies on, or remove the members of the Board of Directors, or in any committee that has the authority of the Board.
- c)Fix compensation of the directors serving on the Board or on any committee.
- d)Amend or repeal the Articles of the Constitution and Bylaws or adopt new Bylaws.
- e)Amend or repeal any resolution of the Board of Directors.
- f)Appoint any other committees of the Board of Directors or their members.
- g)Approve a plan of merger; consolidation; voluntary dissolution; bankruptcy or reorganization; or for the sale, lease, or exchange of all or considerably all of the property and assets of the Guild otherwise than in the usual and regular course of its business; or revoke any such plan.
- h)Approve any self-dealing transactions.

Sec. 19. In the performance of the duties of a director, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:



a) One or more officers or employees of the Guild whom the director deems to be reliable and competent in the matters presented;

b) Counsel, independent accounts or other persons as to the matters which the director deems to be within such person's professional or expert competence;

c) A committee of the Board upon which the director does not serve, as to matters within its designated authority, which committee the director deems to merit confidence.

d) The director must act in good faith, after reasonable inquiry when the need may be indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Sec. 20. Assessment Committee :

a) Assessment committees shall follow the instructions and Bylaws of Article XXXV Sec. 1.

Sec. 21. Trial Committee:

a) Trial committees shall follow the instructions and Bylaws provided in Article XIV.

Sec. 22. Appeal Committee:

a) Shall follow the instructions and Bylaws provided in Article XV.

Sec. 23. Fundraiser Committee:

a) There may be many fundraising committees within any time period, as the board deems necessary, based on individual committees.

b) All fundraiser committees shall follow the following steps.

1) Each member of fundraiser committee who handles money or finances must be placed under the Guild's bond and insurance as temporary place holders.

2) Members have thirty (30) days after accepting committee membership to provide necessary information to be added to board's insurance and bond. Committee heads must not have been convicted of any felony within thirteen (13) years of placement on committee.

3) Fundraisers may be in the form, but not limited to; raffles, auctions, car washes, bake sales, music events, private industry and public events, and member and public contributions and shall be open to any unique fundraising idea suggested by membership.

4)The purpose of a fundraiser event shall be to support an object or goal stated in Article VI, or shall be by request of a committee to provide funding needed.

5)All items for fundraisers must come from the donations of any said type of business, vendors, services, or from members of the Guild. The Guild, at no time, is responsible for suppling funds to purchase properties.

6)All donated items will receive a receipt for tax purposes.

7)The lead director has the authority to submit receipts to the Guild Treasurer for 501c Stamp of approval and authentication, at which time it shall be sent back to the lead director for proper disbursement.

8)It shall be the duty of the lead director to keep a ledger of statement recording every receipt, types of expenses, as well as money raised. At the end of the event it is the responsibility to turn over ledger to the Guild Secretary. All receipts of expenses shall be stapled separately to a paper receipt, with the amount of receipt and the purpose written on the bottom right hand side and organized in a proper, neat and orderly matter. All receipts are to be submitted with the ledger. The ledger must be submitted within twenty (20) days of the end of event.

9)Upon the approval of the Fundraiser Committee a volunteer of membership shall be announced in which submission shall be sent to the Secretary. Once there is the minimum requirement of five members that shall be the beginning of the committee. Additional members may be added.

d) Each member on the Fundraiser committee shall be given 3% of funds raised, the 3% shall be in addition to the goal of funds.

e) If event exceeds funding goal or event did not meet goal. The 3% of funds shall be divided in accordance to the amount received.

f) Members of the committee which has requested fundraiser committee shall have authority to also sit on the fundraiser committee, and shall send volunteer request to the Guild Secretary , with the exception of the directors. No persons on main committee can accept director position of fundraiser committee.

g) The Secretary shall set up a conference meeting in which to introduce committee members to each other. At that time members who wish to be elected directors shall be appointed as such, at the discretion and decision of the Guild President at that time.

h) During the first introduction meeting the following are required:

1) Purpose of the committee

2) Goal of the amount to be reached

3) Event which will be conducted to reach said goal

4) Who will oversee creation of publication materials

5) Summary of fundraiser details report from 2nd director which shall be given to Secretary to be placed for review at next meeting. Secretary shall produce summary within ten (10) days of introduction committee meeting.

i) The Board has ten (10) days after the submission of summary to express any comments or concerns or ask any questions pertaining to fundraiser, and to approve or deny event. If ten (10) days has passed without proper notification, please contact the Guild Secretary.

j) All fundraisers must abide by any and all county, state or federal requirements, and shall be subject to the Non-profit Act and at no time shall fundraiser be of poor taste.

k) All funds received from event shall be placed in a separated funds account in which the Guild's Board, within the above stated ten (10) days, shall provide account information to committee director.

l) At any time, any member shall have full right to request an audit of said funds and funds statement shall be furnished for membership viewing within twenty (20) days of end of event. Funds may also be public knowledge during the time of event taking place.

m) Company logos or any other type of advertising may be used in conjunction with event in order to raise donatable items.

n) Once ledger is turned to the Guild Secretary, the Secretary shall issue to the Treasurer an audit of ledger within five (5) days. All audit information is public.

o) The funds from the event shall be available in three (3) days of stated audit report for use by Committee Director who can request payment vouchers for all and any expenses. At that time, the 3% will be distributed to fundraiser committee members individually. All funds shall remain separate and untouched in the provided bank account until committee calls upon said funds. No other committee shall use the funds which were created to support another committee.

p) The committee director has authority to appoint fundraiser interns, which do not need to be of Guild membership, to help raise donation status, to help promote and spread for public viewing and information and all any others necessary to provide help needed. Interns are not allowed to handle funds.

q) Interns shall donate time and efforts without the 3% of reimbursement options. The committee director has authority to appoint as many interns as they deem necessary.

#### Sec. 24. Grant Committee:

a) This Guild has full legal authority to award grant-writing certificate for use of college credit, internship, and experience.

b) The Adult Performance Artists Guild shall be a federally registered 501c 5, which can apply for any grant of 501c 3 or higher in education.

c) A person does not need to be of Guild membership to sit on said committee.

d) The purpose of the Grant Committee is not to be subjected to the actual writing

e) If, however, any member of the Grant Committee wishes to take on the duty of writing said grant, member may do so if they receive full Guild support.

f) The Grant Committee may also have authority to hire outside grant writing agencies and experienced individuals as well as seek assistance from other nonprofit organizations. Funding for such hiring shall come by the request of a Fundraiser Committee.

g) Interns interested in volunteering for Grant Committee, must submit a resume to the Guild's Executive Board for review and approval.

h) An intern must meet the following requirements for approval;

- 1)Must be a high school or College Graduate.
- 2)Must have knowledge of grants.gov requirements.
- 3)Must have at least two years of writing background and experience.
- 4)Have knowledge of a variety of documents, such as a cover letter, project narrative,and supporting information, which might include things like letters of endorsement from members of the community.
- 5)To have the ability to explain why a cause is important and how the funds will be used.
- 6)Be able to meet strict deadlines and work under pressure.
- 7)Must not have been convicted of a felony within thirteen (13) years of applying.
- 8)Before any grant be submitted to federal office, it must be reviewed by the Grant Committee.
- 9)Submission of grant review by Grant Committee shall be submitted at least 21 days prior to due date.
- 10)Grant Committee has 5 days at that time to review, amend or approve writing.
- 11)Once Grant Committee has approved it must be submitted to the Guild's Secretary for Board approval.
- 12)Guild's Board has additional 5 days to approve and to submit.
- 13)The Guild's Secretary shall be the holder of the Duns Grants membership numbers. That information is Guild property, and is considered privileged Guild information; therefore, the Secretary shall submit the final papers for legal government filing. Updated status of grants is required at each board meeting.
- 14)A Grant Committee at all times shall be in play with in the Guild, receiving internship acceptance on a constant basis and submitting grants throughout the year.
- 15)It is the duty and obligation of the Grant Committee to ensure that the grant writing process is always at work.

16) Each member of the Grant Committee shall be awarded up to 2% of the grant received for the labor work involved in said grant, if such payment is legal and follows the terms of the grant. There shall be no more than five (5) active grant members in this said committee.

17) The funds, which committees will receive, shall be distributed within twenty (20) days of receipt of funds, through the Guild's Treasurer Office.

18) At any time, a member wishes to resign from committee they shall do so by submitting a resignation letter to Committee Director.

19) The Committee Director shall stay the Committee Director until which time they choose to step down. However, the maximum is five years. If the director is not making sure the Grant Committee stays in full function mode throughout year, the Guild's Board upon noticing such actions, has authority to reappoint Committee Director.

20) All Certificates shall be stamped with the Guild's Seal of approval, and shall be issued by the Guild Secretary, who has the right to hold said seal.

#### Sec. 25. Election Committee

The duties of the election committee shall;

a) Follow the instructions and Bylaws provided in Article XXVII.

b) Conduct the affairs of the election in accordance with the provisions of the Constitution and applicable law;

c) Establish safeguards to insure a fair and democratic election;

d) Validate the eligibility of candidates for office;

e) Act as initial judge in all matters arising from the election procedures, including post-election protests;

f) Approve the form of the ballots (All ballots shall reflect slates of candidates, if such exist.)

g) Tabulate and certify the results of the election.

h) No member of the Election Committee may be a candidate for office, or a member of the Executive Board.

Sec. 26. Convention Committee:

a) Shall follow instructions and guidelines provided in Article XVIII.

Sec. 27. Audit Committee:

a) The Board, at its discretion, shall appoint an Audit Committee, which shall oversee the Guild's operations.

b) The membership of the Audit Committee shall not include the following persons:

1) The President of the Board;

2) The Treasurer of the Guild or any subordinate body;

3) Any employee of the Guild;

4) Any person with a material financial interest in any entity doing business with the Guild.

5) In the event that the Guild should appoint a Finance Committee, the members of said Finance Committee must compose less than one-half (1/2) of the membership of the Audit Committee and the Chair of the Finance Committee shall not serve on the Audit Committee.

6) The Audit Committee shall make recommendations to the Board of Directors regarding the hiring and termination of an auditor, who shall be an independent certified public accountant, and may be authorized by the Board to negotiate the auditor's salary.

7) The Audit Committee shall consult with the auditor to assure its members that the Guild's financial affairs are in order and after review shall determine whether to accept the audit.

8) It shall be the responsibility of the Audit Committee to ensure that the auditor's firm adheres to the standards for auditor independence, as set forth in the latest revision of the Government Auditing Standards, which have been published by the controller of the United States.

9) The Audit committee is subject to Bylaws Article XXXVI Sec. 10 & 13.

10)Additional Audit Committee Bylaws may be added or amended by direction of the Guild's Board.

Sec. 28. Membership Committee:

a)The responsibilities of the Membership Committee are, but not limited to, the following;

1)To recruit new membership

2)Develop/Revise annual members

3)Recruitment, goal and retention plan

4)Implement methods to recognize and reward members

5)Determine and implement methods to involve members in chapter committees, programs and activities

6)Hold committee recruitment and retention campaigns/contents

7)Provide marketing tools (brochures, flyers, etc.)

b)Create fundraising committee. Funding requests may also be submitting to Guild Treasurer.

c)All members of the Membership Committee must attend a on-line or conference call orientation on the organization, membership, the member benefits and services. They must have a solid understanding of what benefits, support, and services members receive, as well as the cost of membership. Once orientation is completed, they shall be issued a certificate.

d)All materials used for membership in the Guild must be uniform in design.

e)Director of committee must report to board meetings for updates on membership activities.



**Article XXII**  
**Subordinate Bodies**

Sec. 1 Subordinate bodies in the Guild Constitution shall include any Local, Chapter, Foundation, Association and Committee whether International or National, which is created under the Guild in alliance to the objects and goals set forth in the Guild's Constitution.

Sec. 2. No subordinate body shall be created which grants jurisdiction that conflicts with another subordinate body.

Sec. 3. All subordinate bodies shall promptly forward to the Guild's Treasurer, copies of all annual audit reports and copies of all financial reports, setting forth a statement of assets and liabilities, as well as, a statement of all receipts and disbursements, which are required by federal law every quarter for review and legal record keeping on Sept 1st of every year (as well as any time documents are called forth.)

Sec. 4. Subordinate bodies shall furnish to any person designated by the Guild President to examine its books, within five (5) business days. Books can mean all records, accounts, receipts, as well as any documents whenever requested and shall be subject to audit.

Sec. 5. All records of subordinate bodies pertaining to income, or any type of financial statement of any kind, whatsoever, must be kept by the Guild for a period of at least five (5) years or longer if required by applicable law.

Sec 6. Insurance, retirement and any other benefit plans shall be created for all subordinate bodies through a creation of committees by the Guild so that all resources and benefits can be shared with all members of this Guild.

Sec. 7. Subordinate bodies shall not adopt bylaws or take action which would impair their ability to meet their financial obligations to the Guild.

**Article XXIII**

**Trusteeship**

Sec. 1. The Guild will create trusteeship language and modify this Constitution and Bylaws upon the creation of Guild chapters or subchapters.

## **Article XXIV**

### **Membership Dues & Fees**

Sec. 1. Any officer who shall handle any type of funds, fees, dues, receipts, financial ledgers or any other type of membership information must be insured and bonded for theft and dishonestly, which is a federal legal requirement. The Guild's Board will acquire Board Insurance to cover all Executive Board Members.

Sec. 2. A fee may be charged for the initial membership package which contains the membership card, a copy of this Guild's Constitution and Bylaws, and other applicable documents.

Sec. 3. Upon each quarter of accepting such dues, the Treasure and Secretary(s) shall submit a report for membership viewing no later than ten (10) days after said submission.

Sec. 4. Dues are to be paid on a quarterly or yearly basis. A dues payment covers the quarterly fiscal year regardless of the day it was paid.

Sec. 5. Fees and dues shall be reviewed once a year or as the Guild determines necessary.

Sec. 6. Failure to pay required dues could result in loss of membership, based on the discretion of the Guild. Membership will be reinstated once dues payment is made.

Sec. 7. If member upon submitting application cannot afford initial fee as well as the dues fee in the same period, member submitting application may apply for a fee waiver that can be obtained from the Guild's Secretary.

Sec. 8. The funds for such dues shall be used for unique needs that this Guild deems necessary, in which a creation of a working website to accept membership is required at such time. The funds from dues of the Guild may be used for paying all Guild bills such as, but not limited to website hosting and phone systems as well as, political, legal enforcement, additional financial support on the request of this Guild, or any of means the Guild's board deems necessary.

Sec. 9. Payment of any financial obligation due by a member of the Guild shall be enforceable by, suspension or expulsion.

Sec. 10. All books are subject to a yearly audit by the Guild's Board.

Sec. 11. A sixty (60) day notice must be given to all members upon any raise in dues and may be subject to membership vote. A members fee ( dues) cannot be raised during the paid year of membership. Fee changes are only allowed at the time of membership renewal.

Sec. 12. 5 USC 7115 -- Allotments to representatives – If an agency has received from an employee in an appropriate unit a written assignment which authorizes the agency to deduct from the pay of the employee amounts for the payment of regular and periodic dues of the exclusive representative of the unit, the agency shall honor the assignment and make an appropriate allotment pursuant to the assignment. Any such allotment shall be made at no cost to the exclusive representative or the employee. Any such assignment may not be revoked for a period of 1 year.

## **Article XXV Election of Officers**

Sec. 1. No such person with any type of prior felony for the past thirteen (13) years shall run for any type of Guild office or board member within the Guild to stay within requirements of federal law.

Sec. 2. All members who shall run for election must be in “Good Standing” within the Guild.

Sec. 3. An officer may not hold more than one office in a labor organization.

Sec. 4. A member in “Good Standing” shall nominate oneself by sending the following documents to the Secretary, within the announced time, calling forth all members that wish to run for office.

a) A signed petition containing signatures of three additional members.

b) Digital Image of themselves- must be 4x6in ( 1200 x 1800 pixels) 72 dpi  
ok

c) (Real) Name including mailing address, home address, email address and contact phone number.

d) A bio consisting of a minimum of forty (40) words describing any past educational experience, any past union or organizing experience, past work experience in this Guild's jurisdiction, as well as a brief statement as to why you would like to be elected.

Sec. 5. All Elections for the guild shall be held every four (4) years and shall have a running period of three (3) months. First election officers are appointed by Section 12 of this Article and Article XVII Section 5.

Sec. 6. Any member who accepts nomination for an official position;

a) Must be willing to agree to all terms and conditions of officer position.

b) Must be willing to sign a legal binding document provided by the Guild that will hold member responsible in acting out all officer duties.

c) Must be willing to swear alliance to the Guild and to be pledged into officer position by the Guild President. New Presidents are to be pledged by the Guild's Sergeant At Arms.

d) Must be added to the Guild Insurance Policy.

e) Shall not use Guild funds to run for any type of election campaign.

Sec 7. All Elections of the guild shall be conducted by;

a) Member voting of all members in "Good Standing" of the Guild.

b) The Guild website and shall be only during the final announced dates.

c) Public Acknowledgment.

d) Be within the Voting Quorum Article XX of the Constitution and Bylaws.

e) If the election is disputed, the Guild's board may invoke the power of any other federally recognized union to oversee our elections.

Sec. 8. All voting members, must also be a member in "Good Standing" to cast a vote and only one vote per member.

Sec. 9. Each term of office shall be four (4) years, no persons shall serve more than four (4) consecutive terms. After serving a total of four (4) terms, or two terms and one year, a Board member may be eligible for reconsideration as a Board member after one year has passed since the conclusion of such Board members service for reconsideration.

Sec. 10. A member must be a member in "Good Standing" of the Guild, for a minimum of two years to run for any Officer or Board Member Position of the Guild, after the first election. The creation period for the Guild is six (6) months from the date federal recognition is received.

Sec. 11. In creation of the Guild, all initial officers shall be a temporary officer position of a maximum of one (1) year, in which time a full and adequate election shall take place. The ideal amount of time for the initial creation period is six (6) months.

Sec. 12. All election records must be maintained for four (4) years after election as required by federal law and shall be kept with the Secretary of office.

Sec. 13. Once elected the officer will be known as an Official Representative of the Guild and shall pledge to act and present oneself in an orderly and professional manner within all aspects of one's everyday life and shall be subject to all and any state and federal laws governed by the Guild as well as all Nonprofit governed laws, including any such laws binding in this Constitution. Failure may result in a civil or federal suit in accordance with those laws.

Sec. 14. An election committee shall be formed to oversee election and accept all nominations.

Sec. 15. Steward Election Process:

a)Volunteers, with approval of the Guild Representative(s) for that bargaining unit, may fill Steward positions and offices in the Steward Craft. If there are more volunteers for a position, or if requested by a member, an election shall be held for newly vacated Steward Office or positions open in newly created bargaining units.

b)The election process for filling vacant Steward positions shall vary from bargaining unit to bargaining unit. The Union Representative(s) for the bargaining unit in which the election is to take place shall determine how and when an election is to take place. This should be done in consultation with the Steward Craft.

c)The Guild Representative(s) in consultation with the Steward Craft shall decide on the number of Stewards for each bargaining unit. As a guide, the ratio of one Steward for every 50 members should be used to determine the number of Stewards for a particular worksite and/or bargaining unit.

d)A Steward shall remain in their position unless they leave the bargaining unit, or is removed for cause, voluntarily resigns as a Steward, or is no longer able to fulfill the duties of a Steward, or where fellow Members have requested, in writing, to have a new Steward election.

e)The Executive Board, on the recommendation of a Chief Steward and/or Board Steward may remove a Steward for cause. The Steward shall have the right to request a hearing on the matter. The request shall be made within fourteen (14) days of the receipt of written notification of removal. A committee of Executive Board members appointed by the President, including one Steward deemed appropriate, shall conduct the hearing and the Steward on Trial will be allowed to address all points that have been raised in support of removal. The committee shall make a recommendation to the full Executive Board, which will have the final decision on the matter.

f) In order to avoid bias or possible Conflict of Interest, regardless of rank or Office, the Steward or Stewards recommending or petitioning removal of the Steward in question may not sit upon the Removal Committee tasked to Investigate and Evaluate the Recommendation for Removal and Decertification of Stewardship, although they shall be expected to provide the Committee with a thorough and in-depth Statement to warrant their Recommendation of Removal, and they shall attend a portion of the Hearing which they invoked, in order to further outline and defend their Recommendation.

g) A Chief Steward position may be created in those bargaining units of 9 or more Stewards. Bargaining units with 18 or more Stewards may have an additional Chief Steward, otherwise there shall be no more than one Chief Steward in any bargaining unit.

h) Elections shall be held for the office of Chief Steward. Elections shall be held at least every two years for this position. The Election Process shall vary in each bargaining unit, and shall be decided by the Guild Representative for that unit in consultation with the Steward Craft. This same process will also apply to the office of Board Steward, although the Elections for this office shall be held using the same Election Cycle and process of that of the main Executive Board.

## **Article XXVI Removal of Officer**

Sec. 1. All officer removals shall be subject to final vote of the Guild.

Sec. 2. Any officer of the guild who is absent for six (6) consecutive meetings shall have their office declared vacant unless they can give an acceptable excuse to the Secretary of said officer body.

Sec. 3. All Guild members have the right to an adequate procedure for the removal of an elected officer of the Guild.

a) The officer must be found guilty of serious misconduct by a two-thirds referendum vote of the members.

b) Once an officer has received three (3) complaints against them, after receiving such notice of the third (3rd) complaint, the officer will be informed and if issue still consists after the 3rd complaint, the officer position may be brought to trial.

Sec. 4. In the event where a guild officer is requested to be removed from office, a ballot vote within all guild members shall be held, to validate such removal. The officer will then be removed if a vote of two thirds (2/3) majority votes to do so. The Guild's board, upon removal of an officer, shall send a certified letter stating the removal.

Sec. 5. The representative removed may file for an appeal following Article XV.

Sec. 6. Upon leaving officer position, regardless if it is voluntary or involuntary, the officer shall turn over any and all documents, passwords, and property of the Guild to the Guild Secretary, within forty eight (48) hours. If in the case that removed officer is the Secretary, the officer shall turn over any and all documents to the Guild's Vice President. Failure to do may result in civil damages, which shall be served by the Guild in any state or federal court. At no time shall an officer share or copy any Guild documents, papers, passwords, or any other items related to their position which are deemed private, without written prior approval of the Guild.

Sec. 7. Any and all vacancies on the Board shall be filled by a interim appointed member and shall be appointed by this Guild's president within 15 days of seat being declared vacant.

Sec. 8. No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires.

Sec. 9. The interim officer must be a member of the Guild in "Good Standing" and shall hold position until such time that a special election takes place to fill the vacant seat. Interim officer may run for seat in special election.

Sec. 10. Any member who wishes to protest the election of an officer may do so with "Good Reason" and by filing a written appeal statement following Article XV of this Constitution.

a) In case of death or resignation of the President of the Guild, the Vice President shall immediately assume the office, powers and duties as the President of the Guild.

b) In the event the President is temporarily unavailable for a period of time, the Vice President shall exercise all the powers and duties of the office, until which time of the return of President.

c) If the President is unable to discharge the powers and duties of office for two (2) months the Secretary shall convene a meeting of the Guild to determine if the President is permanently unable to discharge the duties and powers of their office. The executive board shall declare a vacancy in the office of the President which shall be filled by the Vice President of Guild. The Vice President's position would then be filled upon a vote of the executive board.

## **Article XXVII Officer Duties**

Sec. 1 The board of the Guild shall include a minimum of a President, Vice President, Secretary, Treasurer, Sergeant at Arms, Steward, and three (3) board members.

a) All officers are subject to TITLE V Safeguards for labor organizations regarding officer responsibilities.

b) All officers are responsible for their personal behavior, in which reflects on the reputation of the Guild in which they represent, and are subject to Article XII of this Constitution.

Sec. 2. This board shall consist of the following;

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer
- e) Sergeant at Arms
- f) Steward
- g) Three (3) Board Members

Sec. 3. Additional Board positions may be added while in creation of the Guild or if the Guild's Board deems necessary, or by member vote during a special election.

Sec. 4. Each minimum board position must be occupied at all times. However, additional positions are, until stated otherwise, optional.

Sec. 5. All officers of the Guild shall be appointed during the creation period of the Guild, which shall be no longer than six (6) months from the date the Guild receives approved filing with the Department of Labor. At the end of the creation period, the Guild will hold elections for positions specified in Article XXV. All officers of the Guild are identified as Executive Board Officers.

Sec. 6. All officers shall be added to the Guild's Board Insurance plan required by federal law.

Sec. 7. The Guild shall be governed by a Board of Directors (the "Board" or "Executive Board"), which shall have all the rights, powers, privileges and limitations of liability of directors of a non-profit organization under the Federal Non-Profit act, as well as the California Non-profit Act.



Sec. 8. The Board shall establish policies and directives governing business and programs of the Guild and shall delegate to the Executive Officer's subject to the provisions of these Bylaws, authority and responsibility to see that the policies and directives are appropriately followed.

Sec. 9. LMRDA imposes a duty on union officers to manage the funds and property of the Guild solely for the benefit of the Guild in accordance with its Constitution and Bylaws, in which case property does include; membership information.

Sec. 10. Officers may have a personal or family membership between other officers. However, that relationship must be brought to the Guild's attention in writing before voting of officer acceptance, regardless of subordinate body and officer position.

Sec. 12. Every officer must sign the following documents within ninety (90) days after being sworn in as an Officer or Executive Board Member. No officer position is legal without full signature of all documentation;

- a) Adequate Financial and Document Records and Controls
- b) Conflict of Interest
- c) Code of ethics
- d) Governance Principles Contract
- e) Liability Contract
- f) Mission and Procedures
- g) Officer Sworn Pledge
- h) Officer Duties
- i) Pledge of Confidentiality
- j) Sarbanes-Oxley Act
- k) Any and all required Legal DOL and IRS
- l) Whistleblower Policy

Sec. 13 All Required documents shall be;

- a)Downloadable from the Guild's Website.
- b)Signed and returned to the Guild Secretary within ninety days of being sworn in.
- c)Kept on record for legal record keeping for six (6) years.

Sec. 14. Any officer of the Guild must be present at all board meetings and shall have all books and information available for said meetings. A board member may receive clearance from attending a meeting but must notify other board members in advance.

**Sec. 15. The President;**

a) Is hereby authorized and empowered to take any lawful action not inconsistent with this Constitution to safeguard and protect the Guild's rights, duties and privileges of all officers, members or affiliated associates

b) Has authority to employ the necessary staff and retain counsels, accountants, and any other professional personal they deem necessary.

c) Have authority, without the approval of the Executive Board, to appoint a member within the Guild as an Executive Assistant to the President.

d) Power to appoint organizers, representatives, coordinators and organizing committees. Article XXI Sec. 2

e) Have general direction and supervision over all the affairs of the Guild and committees chartered from it.

f) Sign all official documents of the Guild, and shall have authority to examine any books, or records affiliated to this Guild. Article XXIII Sec. 10.

g) Is authorized to call for meetings, seminars, and conferences that they may deem necessary. Article XX Sec.

h) Preside at all meetings.

i) Be chairman of all meetings of the Guild. Article XVII Sec. 7.

j) Shall call each meeting to order and follow meeting duties. Article XVII Sec. 14a

k) Have the deciding vote in case of a tie in any question. Article XVII Sec. 8

l) Approves all final publication of newsletters and press releases of the Guild. Approves all final committee projects before moving forward.

m) Be empowered to negotiate and to enter into International, National, regional, or area wide collective bargaining agreements, including, but not limited to company-wide, multi-employer, or industry division on behalf of this Guild. Article XXXI Sec. 1.

n) May not hold any other seat on any other subordinate body, yet may hold seat on any committee.

o) Turnover all books and records at the end of their term to the Guild Secretary.

***Sec. 16. The Vice President shall;***

a) Work under the direct supervision of the President.

b) Perform all and any duties assigned to them by the President.

c) Temporarily exercise all the powers and duties of the Guild's President. Article XXVI section 10, a, b, and c.

d) Supervise full-time and part-time personnel.

e) Forwards all committee projects approved by the President of the Guild to the executive board for written final approval.

f) Preside at ALL meetings.

g) Announce all New business at all meetings.

h) Receive complaints in absence of the Sergeant at Arms. Article XIII Sec. 9.

i) Receive and administrate all trial request. Article XIV Sec. 8. b)

j) Chair all trial meetings. Article XIV Sec. 14.

k) Receive all local members appeals and shall appoint members to assist in all appeal bodies. Article XV Sec. 2, Sec. 4, Sec. 5, and Sec. 8.

l) Chair meetings in the absence of the President and and following other said meeting duties. Article XVII Sec. 7.

m) Have full rights to bring to board a trial by membership and to appoint a trial body. Article XVI Sec. 1.

n) Shall hold all website and social media information and passwords. Article XXXI section 2.

o) Appoint members of the bargaining committees for the bargaining units who have failed to select bargaining under the provision of the said Constitution. Article XXXI Sec. 2.

p) Be the holder of the custodian seal of this local, in which all official documents shall be attached over their official signature. Article XXXII Sec. 3

t) Turn over all said books and records at the end of their term to the Guild's Vice President.

**Sec. 17. The Secretary shall;**

a) Be under the direction of the President as well as the Vice President.

b) Fill in for any officer duties when absent from meetings. Is also authorized to pass duties to board members who are present.

c) Stand in for Treasurer on Treasurer's behalf if absent.

d) Answer Guild emails and office phone calls.

e) Perform all and any other secretarial duties in which officers of this board shall request.

f) Be under legal contract to submit new members and hold all Guild members information.

g) Submit the Required LM DOL Forms yearly with the assistance of the President and Treasurer.

h) Stand in the behalf of the Sergeant at Arms if absent.

i) Receive Withdrawal of Membership forms and keep records. Article IX Sec. 1.

j) Keep a correct record of all minute meetings of the Guild, as well as any trial body as stated in Article XVII Sec. 3.

k) Call for meetings and notify each Guild Member at least fourteen (14) days prior to meeting.

l) Issue all calls for conventions and notify members at least one hundred (100) days prior to the date of the convention.

m) Receive complaints in case of noncompliance of Sergeant at Arms officer. Article XIII section 10.

n) Record all trials and stand as trial vote witness. Article XIV Sec. 15.

o) Be under legal contract to submit access to new members and hold all Guild members' information.

p) Keep all federal and state legal documents for legal record keeping and shall provide documents if called for review by the Guild's Board.

q) Keep on file for four (4) years all election records required by federal law. Article XXV section 5.

r) Hold all website and social media information and passwords. Article XXXI section 2.

s) Disburse the use of supplies such as, but not limited to, books, due stamps, to the officers and organizing affiliations specified in Article XXXI Sec. 1 and Sec. 3.

t) Be the holder of the custodian seal of the Guild, in which all official documents shall be attached over their official signature. Article XXXIV Sec. 3

u) Turn over all said books and records at the end of their term to Guild Vice President.

***Sec. 18. The Treasurer shall***

a) Under the direction of the President as well as the Vice President.

b) Stand in for Secretary in all matters in case of absence.

c) Assist Secretary in filing all legally required DOL forms.

d) Keep a correct record of all the proceeding of the Guild's meetings pertaining to income, disbursements, or any financial transactions of any kind for a period of five (5) years as required by Federal Law.

- e) Shall submit payments of proper bills and expenses of the Guild's Secretary, when evidenced by statement vouchers
- f) Make a full monthly report of all matters relating to their office, to President.
- g) Prepare, publish and distribute an instructed quarterly financial statement which shall list the total assets, liabilities, receipts and disbursements of the Guild.
- h) All books and records shall be open for inspection by the officers of the Guild and shall be subject to a yearly audit by the President.
- i) Shall work closely with a certified license accountant which may be hired by the Board, if Treasurer is not a certified accountant.
- j) Be the holder of the custodian seal of the Guild, on which all official documents shall be attached over their official signature. Article XXXIV Sec. 3
- k) Shall file all the Guild's State and Federal Taxes required by law, as well as all and any documents required by the DOL with the assistance of Secretary and approval of President.
- l) Announce financial statements at all meetings following meeting steps. Article XVII section 14.
- m) Be under legal contract to submit access to new members and hold all Guild members information.
- n) Disburse the use of supplies such as, but not limited to, books, due stamps, to the Guild specified in Article XXXI Sec. 1 and Sec. 3.
- o) Keep all federal and state legal documents for legal record keeping and shall provide documents if called for review by the Guild's Board.
- p) Pay the payments of proper bills and expenses of the Guild when evidenced by statement vouchers, and by checks counter signed by the Guild's President.
- q) Turn over all said books and records at the end of their term to the Guild's Vice President.

***Sec. 19. The Sergeant at Arms shall;***

- a) Be under the direction of the presiding President.
- b) Maintains order and decorum among the members as well as the officers and all persons present at meetings.
- c) Keep meetings to follow protocol.
- d) Has the authority to call for a Meeting Session during meetings to resolve any disruptions.
- e) Has the authority to file against members or officers pertaining.
- f) Receive all complaints within the Guild. Article XIII Sec. 3.
- g) Oversee all mediation processes and investigations of all complaints filed with the Guild. Article XIV Sec. 4 -7
- h) Shall take roll call and announce all guests following meeting duties.
- i) Turn over all said books and records at the end of their term to Secretary.

***Sec. 20. The Steward shall;***

- a) Fully and effectively administer the Grievance and Investigation Process, for the benefit and well-being of the Union and Membership, that any Grievance be fulfilled to the best of the Steward's ability.
- b) Advise and assist Members and Officers to perform their duties in adherence to the Constitution and Bylaws, as well as higher jurisdictions and laws, and shall coordinate with all committees in an advisory capacity. Enforce the Constitution and Bylaws, as well as any Contractual or MOU obligations.
- c) Receive ongoing training available to any Guild Member. Develop and disseminate Guild Training Modules and Manuals relating to the Steward Craft, including, but not limited to – Grievance, Investigation, Arbitration and Negotiation, Worker's Rights, Workplace Safety, Guild History, Collective Bargaining, Constitution and Bylaw, as well as Contractual Interpretation and Application.
- d) Keep a correct and timely list of all work given out or issued to members by the Guild or via MOU or Guild -Bargained Contract with a Guild-approved Employer.

- e) Investigate and Report to Chain of Command, all credible and substantial violations, against Membership or the Guild, by Employer or Agent, as well as those committed by members, of the laws of the Guild.
- f) Perform such duties and projects as requested by their Chain of Command, within reasonable relation to Steward Craft, by the Membership or by the Executive Board between membership meetings.
- g) Full charge of the office of the Guild, represent their bargaining unit and Membership in all dealings with employers as On-Set Steward, or as Board Steward in a Labor/ Management Relations role, but shall at all times be held responsible to their Chain of Command and the Executive Board.
- h) Keep a duplicate copy of all Grievances and Investigation-related ephemera, for a number of years agreed upon between the Steward Craft and the Executive Board. At the end of the agreed-upon date, the copies shall be physically destroyed, but may be first digitized for the Guild's Archive.
- i) Strive to always conduct themselves with the Dignity of their Craft and Office while on duty. Speak truth while maintaining their best tact and diplomacy.

***Sec. 21. The Board Members shall;***

- a) Be the final and highest government body of the Guild.
- b) Insure the bonding of all officers and employees of the Guild in accordance with the requirements of this said Constitution and federal laws.
- c) Hold meetings at least two (2) times within one year, at times and places that best serves the needs of the board members.
- d) Call for an audit of the books annually. The result of the audit shall be published to all Guild members.
- e) Establish and maintain, as well as dissolve, any organizing, publicity, education, research, seminars, fund raisers, and all types of promotion with the purpose of promoting the Guild, as board deems necessary.
- f) Terminate the service of a full-time representatives of the Guild, in such cases where fraud or dishonesty are proven.
- g) Review Guild website and establish updates a minimum of once a month.



h) Have the right to bring adoption of Bylaws to Guild members for a vote.

i) Consist of a minimum of three (3) members, all of whom have been a member of the Guild for two (2) years, in which must be in continuous “good standing” after the creation period and the first election. Until such members are eligible, a section of board members will be appointed by the Guild President during the creation period. During the first election, Board member nominees must have been a member during the creation period.

j) Vote on all matters of this Guild.

k) Be the final decision to bring any trial forward to membership.

l) Review any complaints which violate the Constitution and Bylaws of the Guild, establishing reasonable appeal procedures within the Guild.

m) Review any State, Federal, Labor Documents & IRS forms required.

Sec. 22. If any Guild officer is convicted of a felony while in position, that officer upon conviction will be removed from office.

### **Article XXVIII Collective Bargaining**

Sec. 1. When any collective bargaining negotiations or memorandum of understanding have been concluded by the Collective Bargaining Committee, the Guild will be advised, in writing, of the number of employees covered and the expiration date of the contract. To maintain a file, and for informational uses, copies of the collective bargaining agreements and contracts entered into by the Guild's Collective Bargaining Committee shall, after signing, be sent to the Guild's Executive Board. Such notifications to or filing with the Guild's Collective Bargaining Committee shall not operate to impose any liability on the Guild or its officers or to make them parties to any such collective agreements or memorandum of understanding.

Sec. 2. Vice President may appoint members of the bargaining committees for the bargaining units who have failed to select bargaining under the provision of the said Constitution.

Sec. 3. The Federal Labor Relations Authority (FLRA) has the final say about who is in a bargaining unit. Determinations are made based on definitions and provisions in 5 USC 71.

Sec. 4. 5 USC 7112 (b) Sets out exclusions from appropriate bargaining units:

- **Management officials**
- **Supervisors**
- **Confidential employees**
- **Personnel Work**
- **Administering the Labor Statute**
- **Unit containing both professionals and non-professionals**
- **National Security**
- **Investigation/audit**

**XXIX**  
**Right to Work States**

Sec. 1. The Guild has the right to full authority of the bargaining unit with the Secretary of State in all right to work states, within the industry which we serve, following the Guild's Constitution and Bylaws.

**XXX**  
**Strikes**

Sec. 1. The Guild shall not strike without the previous notification and approval of the Guild President.

Sec. 2. If the Guild fails to give such notice, the Guild's President may withhold sanction for the strike called by subordinate body, based on the recommendation of the Guild's Executive Board.

Sec. 3. Any picket lines established from strike shall submit to all state and federal laws and requirements. At no time is the said Guild or its officers responsible for the unlawful actions of Guild members during such time.

Sec. 4. It is a criminal offense for pickets to:

- a) Use threatening or abusive words or behavior in a threatening manner towards others passing close to picket line.
- b) Get in the way of other people attempting to enter or leave premises being picketed.
- c) Be in the possession of an offensive weapon.
- d) Damage property, either deliberately or recklessly.
- e) Cause or threaten to cause a breach of the peace.

Sec. 5. All strikes will be considered industrial actions, in which the following actions must take place to be protected by law;

- a) The dispute relates to a dispute between workers and their employers or workplace establishment.
- b) A secret ballot has been held and the majority of the members voting has supported the action.
- c) Detailed notice about the action has been given to the employer or workplace establishment at least seven days before it commences.

## **Article XXXI Union Publication**

Sec. 1. The Guild shall distribute to its members an official publication pertaining to matters and activities of the Guild by means of newsletters sent via email and on membership sites.

Sec. 2. The President, Vice President, and Secretary shall hold all website and social media information and passwords as well as post Guild messages and news.

a)At no time is any officer allowed to change, alter or edit any passwords regarding media without the permission of 2 Executive Board members. If officer does change any information without board approval they must inform the board as soon as possible and may be subject to Article XIV.

Sec. 3. All officers shall have the use and privilege of posting articles, blogs and more on the local website. At any time, an officer misuses this privilege they may be subject to punishment. All posting must be in good taste and shall be within the Guild's objects and goals.

Sec. 4. All officers and members are to abide by the ethic policies of this Guild. No such statement of this Guild shall be given by any member of the Guild, on record that may conflict with this Guild's Objectives and Goals. Officers and members have the right to free speech, but on their own platform.

Sec 5. All publications must have final approval by the Guild's President before being submitted.

## **Article XXXII Supplies**

Sec. 1. The Guild shall procure and use supplies such as, but not limited to, books, due stamps, official buttons, labels, badges, T-shirts, supplied and authorized by the Guild's Secretary.

Sec. 2. All such supplies are to be in uniform design.

Sec. 3. The President, Vice President, and Secretary shall be the holder of the custodian seal of the Guild in which all official documents shall be attached over their official signature.

## **Article XXXIII Non-Liability**

Sec. 1. The hired or appointed employees, pursuant to this Constitution, shall have full and complete authority and protection with respect to any actions taken, suffered, or omitted by this Board, or any member of it, and shall not be liable to any persons or organizations, for any act, willfully misconducted, or in bad faith in effectuation of the purposes and objects of this Constitution and the interest of its members of this organization.

Sec. 2. Neither the Guild nor any its officers shall be held responsible for the wrongful and unlawful act of any subordinate bodies; unless where the Guild or its officers have actually participated in, or authorized such acts, or have ratified such acts after the knowledge thereof.

## **Article XXXIV Amendments**

Sec. 1. No Clause or amendment of the Constitution and Bylaws shall be considered valid unless carried by referendum vote and inserted into the Constitution and Bylaws, or by being deemed necessary by the Guild's President during the creation of all subordinate bodies, in which this Constitution and Bylaws will be completely amended for all and any conflicts that may arise.

Sec. 2. The Guild's Executive Board shall be the final authority in fulfilling, interpreting and enforcing this Constitution and Bylaws, subject to review by an International Convention.

Sec. 3. All subordinate bodies determined by the Guild shall comply with the Guild's Constitution and Bylaws, and shall not conflict in any such matter with this Constitution and Bylaws.

Sec. 4. Upon the adoption of an amendment to this Constitution and Bylaws, the Secretary may correct punctuation, grammar, or number where appropriate, if the correction does not change meaning.

Sec. 5. Any amendments must be voted into the constitution by vote of the Guild's Executive Board, after such vote, amendments may be added to the end of the Constitution and Bylaws for additional publication.

Sec. 6. All amendments shall effectively take effect immediately in regard to all subordinate body Constitutions and Bylaws as the acting supreme laws of the Guild.

## **Article XXXV Revenue**

Sec. 1. The revenue of the Guild shall be derived from Membership Dues, Initiation fees, charter fees, Government Grants, fund raisers, donations, and any other source that the Guild's Executive Board shall determine. A special assessment may be initiated by the Assessment Committee in accordance with Article XXI. The sums collected by assessments under this section shall be used only for the purpose of the assessments, except that any unexpended surplus of such assessment shall be allocated to the contingency fund of the Guild and may be reallocated by the Convention. A complete record of all monies collected by assessments under this and all sections of this Constitution, shall be available for inspection.

Sec. 2. The funds of this guild whether to invest or reinvest, in all property such as real or personal, tangible or intangible, shall be held for the effectuation of the purposes and objects of the Guild and the members interest. No part of the net earnings, properties, or assets of this Organization, on dissolution or otherwise, shall inure to the benefit of any person or any member, director or officer of this guild. Otherwise all such funds shall remain in authorized bank account unvested.

Sec. 3. On liquidation or dissolution, all remaining properties and assets of the guild, shall be distributed and paid over to an organization dedicated to non-profit purposes which has established its tax-exempt status pursuant to Section 501(c) of the Internal Revenue Code.

Sec 4. Approved payments of salaries, expenses, and disbursements for its officers and employees, shall be paid by the Guild from the dues, fees and funds accounted for. The Salaries, expenses and disbursements must all be agreed upon by which is to be decided on vote of the Guild's Executive Board members and payable in twelve (12) equal monthly installments or by how many hours they have worked. No said officer shall be paid until officer has been an active officer of a min of three (3) months.

Sec. 5. At no time may the Guild obtain loans from any banks, firms, corporations or institutions.

Sec. 6. No Guild funds shall be contributed or applied to promote the candidacy of any person running for Guild office or no such funds shall be used for issuing statements involving candidates in Guild elections.

Sec. 7. The Guild shall furnish to any person designated by the President to examine its books, records, accounts, receipts, as well as, all and any documents whenever requested.

Sec. 8. This Executive Board shall promptly forward to the Guild Treasurer copies of all annual audit reports and copies of all financial reports setting forth a statement of assets and liabilities, as well as a statement of all receipts and disbursements which are required by law.

Sec. 9. All records of the Guild pertaining to income, or any type of financial statement of any kind whatsoever must be kept by the Guild's Secretary and President for a period of at least six (6) years or longer if required by applicable law.

Sec. 10. No officer of the Guild may receive compensation of any kind from the intermediate body, except for the minimal stipend or expenses, and agreed upon wages, as which shall seem appropriate.

Sec. 11. In creation of the Guild, retirement, insurance, discount programs and all other member needs shall be subject to review every two years.

Sec. 12. All money matters, covered by this Constitution and Bylaws, including without limitations in the name of the Guild shall at all times be subject to a yearly audit by the Guild's Executive Board.

Sec. 13. There is no Work Permit rate required specifically to the Guild, unless it is required by law following the Article V Section 1 of this Constitution and By-laws, however a working rate may be established when deemed necessary by the calling of a special convention called by the Guild's Secretary, at which time the issuing of such permit shall be determined.

Sec. 14. Payment of any financial obligation due by a member to the Guild shall be enforceable by suspension or expulsion.

Sec. 15. A Guild officer or employee who embezzles Guild funds or other assets, including membership information, is committing a federal crime punishable by a fine and/or imprisonment.

Sec. 16. All checks over \$500 are to be counter-signed by the President.

Sec. 17. When funding exists, at which time officers of the Guild shall be paid, Officers shall be paid an hourly wage for the effort which they have dedicated to the Guild. No officer shall be paid, however, until they have been an active officer of a minimum of three (3) months.

Sec. 18. All Guild members' rates, dues, permit fees, transfer fees, and initiation fees are subject to change within the first four (4) years of the creation of the Guild, at which time a Committee board will be established to vote and regulate such fees by the Guild's Executive Board.

a) Dues will be decided by vote of membership during the creation period. All members of the Guild who have an annual earning of sixteen thousand dollars (\$16,000.00) or more, shall contribute, as dues, a sum equal to a minimum of one dollar (\$1) per year, to a maximum of one hundred dollars (\$100.00) per year. For earnings under sixteen thousand dollars (\$16,000.00) the dues shall equal one dollar (\$1) a year.

b) Initiation fees shall be at the rate of the regular rate of \$5.00 and shall begin effective after creation period and first election.

Sec. 19. There is no Work Permit rate required specifically to the Guild, unless it is required by law following the Article V Section 1 of this Constitution and Bylaws, however a working rate may be established when deemed necessary by the calling of a special convention called by the Guild's Secretary in at which time the issuing of such permit shall be determined.

Sec. 20. A member can request the initiation fee to be deferred by a written contract, over a maximum of six (6) months. Said contract must include language specifying an individual's obligation, should they fail to fulfill the written contract's terms.

**Article XXXVI**  
**Documents, Reports, Passwords & Privileged Information**

Sec. 1. 402.10 Dissemination and verification of reports. Every labor organization is required to submit reports under section 201a of the Act, shall make available to all its members information required to be contained in such report, including the Constitution and Bylaws required to be filed therewith, and every such labor organization and its officers shall be under the duty to permit members, with just cause to examine books, records, and accounts necessary to verify such reports.

28 FR 14381

Sec. 2. 452.134 Preservation of Records - The credentials of delegates and all minutes and other records pertaining to election of officers or conventions, must be preserved for one year by the secretary in office. This preservation requirement applies to the subordinate bodies as well.

Sec. 3. All Guild documents, pertaining to all and any financial records, meeting minutes, membership information as well as any and all other Guild information shall be considered property of the Guild and shall be considered assets.

Sec. 4. All time frame of all above are subject to the Bylaws of this Constitution and this Guild shall have all and any rights to safeguard such access. Failure to do so, is a misdemeanor according to the Non-profit Act.

Sec. 5. All Guild property shall be turned over to the Guild Secretary at end of term.

Sec. 6. All officers shall be under strict contract with the Guild and shall uphold all Bylaws.

Sec. 7. If any Guild officer is convicted of a felony while in position, that officer upon conviction will be removed from office.

Sec. 8. The President and Treasurer or the corresponding principal officers of the parent labor organization are personally responsible to sign the yearly LM Form for the parent organization as well as for the subordinate bodies as a group form, until the parent executive body decides otherwise. Under the LMRDA, officers subject to criminal penalties for willful failure to file a required report. Sections 1001 of the Title 18 and 1746 of Title 28 of the United States Code.

**Article XXXVII**  
**Political Levy**

Sec. 1. The Guild's Executive Board shall have the authority to make expenditures from the general funds in amounts not exceeding \$25,000 for any single transaction for lobbying and other political purpose, including contributions to candidates for state and local offices if such contributions are not prohibited by state law on the approval vote of the Guild's Executive Board.

Sec. 2. The Guild's Executive Board shall have all rights under state law requirements to establish a political fund policy and adopt political fund rules under a Certificated Officer approval. In which the Guild can maintain funds for a period of ten years.

Sec. 3. Political arrangements shall be made public acknowledgment, with the approval of all members of the Guild binding all subordinate bodies and charters created from it as one vote.

**Article XXXVIII**  
**PRESIDENT EMERITUS**

Sec. 1. The President Emeritus title shall hold as an individual status, and at no time shall be removed from the Guild's Constitution. It shall be honored until this said Guild and all the subordinate bodies chartered from it, have been dissolved.

**Article XXXIX**  
**Savings Provisions**

Sec. 1. If any provisions of these Constitution and Bylaws shall be modified or declared invalid or inoperative by any competent authority of the executive, judicial, or administrative branch of federal or state government, the Executive Board shall have the authority to suspend the operation of such provision during the period of its invalidity or modification and to substitute in its place a provision that will meet the objections to its validity and that will be in accord with the intent and purposed of the invalid or modified provisions. If any article or section of these Constitution and Bylaws should be modified or held invalid by operation of law or by any tribunal of competent jurisdiction, the remainder of this these Constitution and Bylaws or the application of such article or section to persons or circumstances, other than those as to which it has been held invalid or modified, shall not be affected thereby.



## **Article XL**

### **Meaning of Terms**

***“Adult Entertainment”*** shall include all business types, whether directly or indirectly, that consists of adult age material regarding any type of adult age entertainment. Whether live, recorded, printed or associated with sexually explicit or graphic material designed for adult viewing in which one must be of or over the age of eighteen (18) years of age. Any type of adult sports, activity, entertainment, profession, services, sells, or any or all professions in which you must be of over the legal age of eighteen (18) to be employed or participate within. This includes, but is not limited to adult performance artists, adult actors and actresses, content creators, phone sex operators, exotic entertainers, live web cam performers, pole dancers, adult film industry workers, and decriminalized escorts.

***“Adult Entertainment Industry”*** shall include all business containing Exotic Entertainer Dance Clubs, Adult Video, Adult Production, Adult Actors or Actresses, Adult Organized Events, web cam sites, content platforms, phone sex companies, and any other type in which you must be of or above the age of eighteen (18) to partake in.

***“Affiliated Bodies”*** Shall include State and Provincial Councils, Joint Councils, Service Councils, area, regional, or industry Conferences and Divisions, Charities, organizing committees, and provisional locals, national or international, guilds, chapters and locals and union committees.

***“Bad Standing”*** Any member of the Guild may be placed in Bad Standing for not making dues payments when required, as well as any member in which has been suspended or expelled. No member in bad standing may hold office.

***“Bargaining Unit”*** A group of employees who are represented by the Guild and make up the Collective Bargaining Committee.

***“Bonding”*** All Guild Officers as well as all subordinate Officers shall be included on Board's insurance policy. The Guild's Treasurer may direct an increase on the amount of any bond whenever they deem it necessary.

***“Constitutional Officers”*** Refers to a person holding a position identified as an officer to represent the labor organization and whose duties are confined to the promoting the interests of members and the rules of the organizations By-laws and Constitution.

**“Executive Board”** The Executive Board shall consist of the President, Vice President, Secretary, and Treasurer. It is often empowered to make time-sensitive decisions when consulting the entire Board of Directors is unfeasible. Their decisions are to be brought to the next Board of Directors meeting and are subject to reversal or amendment.

**“Good reason”** Shall mean gainful employment, illness, family emergency or for such other reason as the National Council may deem valid.

**“Good Standing”** The term good standing ,as used in this Constitution and Bylaws, shall be construed to mean that the member has fully complied with all of their obligations to the Guild, not only financially but in all other regards as well.

**“Labor relations consultant”** as any person who, for compensation, advises or represents an employer, employer organization, or labor organization concerning employee organizing, concerted activities, or collective bargaining activities.” 29 U.S.C. 402

**“Management official”** An individual employed by an agency in a position the duties and responsibilities of which require or authorize the individual to formulate, determine, or influence the policies of the agency.

**“Officer”** Any constitutional officer, any person authorized to perform the functions of President, Vice-President, Secretary, Treasurer, or other executive functions of a labor organizations, and any member of its executive board or similar governing body.

**“Picketing”** A way of increasing support for industrial actions, in which workers involved in industrial action attend a workplace to increase support for their cause.

**“Picket Line”** a boundary established by workers on strike which others are asked not to cross.

**“Reporting Requirements”** All Guild chapters and subordinate bodies by its Secretary or Treasurer shall forward to the Guild Secretary the correct name, address and phone numbers of all its members, and other membership information, each month, as well all financial reporting documents. Submitting all changes of members addresses and phone numbers within three (3) days.

**“Subordinate Body”** All and any said units created under the International Board such as, but not limited to, all locals, chapters, charters, guilds, associations, foundations, affiliations and committees.

S- 1 OLMS regarding bond report

The Application for Federal Assistance (SF-424) is an OMB form with no agency additions

Labor-Management Cooperation Grants Program, Federal Mediation and Conciliation Service, 250 E Street SW., Washington, DC 20427

Labor-Management Standards, U.S. Department of Labor, 200 Constitution Avenue NW., Room N-5609, Washington, DC 20210, (202) 693-0123 (this is not a toll-free number), (800) 877-8339 (TTY/TDD).



