

# American Federation of Television and Radio Artists

## Articles of Agreement and Constitution

As Amended

Revised 2007

WE, THE UNDERSIGNED, all being persons of full age, hereby constitute ourselves a voluntary Association to advance, foster, promote and benefit all those connected with performances in the fields of radio, television and phonograph recordings as defined in the attached constitutions; to protect and secure the rights of the above described persons in their professional activities; to secure proper legislation upon matters affecting their professions; to promulgate and carry into effect such policies as shall secure the united action of all members of the said professions for the common good; to prevent and abolish abuses from which those coming under the jurisdiction of this Association shall or may suffer; to assist such persons in securing just and equitable contracts, agreements, working conditions and minimum compensation in their dealings with employers, producers, networks, stations, advertising agencies, sponsors, independent packagers, transcription companies, phonograph recording companies, agents, managers, impresarios and others connected directly or indirectly with the radio, television or phonograph record business; to establish that there shall be no discrimination in the hiring of performers by reason of race, color, creed, sex, sexual preference, or age; to investigate the practices of such employers, producers, networks, stations, advertising agencies, sponsors, independent packagers, transcription companies, phonograph recording companies, agents, managers, impresarios and others, and to take united action to abolish any unfair dealings or abuses or other conditions which are detrimental to persons engaged in the said professions; to take such suitable action with regard to the unauthorized use of any means of mechanical or electronic reproduction or transmission, as will protect the members in the practice of their profession; to collect and distribute government mandated or other compulsory royalties or remunerations that are subject to collective administration in the United States and overseas; to do or cause to be done or to refrain from doing such other acts or things as may be lawfully done or as the Association may lawfully refrain from doing which shall be advantageous to the members of the Association; to combine and coordinate the activities of the Association with the activities of other organizations, whenever such combination or coordination shall be to the best interests of the members of the Association, and to enter into agreements for united action for the common good with other associations or artists, technicians, stage hands or other persons whose cooperation shall be deemed helpful; and to bargain collectively on behalf of its members and to deal with employers, producers, networks, stations, advertising agencies, sponsors, independent packagers, transcription companies, phonograph recording companies, agents, managers, impresarios and others whose activities affect the members, concerning grievances, standard contractual

relations, minimum wages and conditions, and concerning all related and collateral abuses that may affect the welfare of members.

AND, WE THE UNDERSIGNED, hereby agree that the said Association and the signers hereto, and such persons as may hereafter become members of this Association or of any affiliated Local or other subdivision thereof, are and will hereafter continue to be governed by the following Constitution, by such amendment thereto as may hereafter be lawfully made, and by any By-Laws which may hereafter be lawfully enacted pursuant to such Constitution or any amendments thereto, all of which amendments are hereby agreed to be binding upon each of the signers hereto and each subsequent member of the Association or any Local or other subdivision thereof, as of the date of their lawfully taking effect regardless of the rights vested in the various members, Locals, and other subdivisions of this Association prior to such amendment.

## CONSTITUTION

### ARTICLE I

#### Name and Seal

The name of this Association shall be the AMERICAN FEDERATION OF TELEVISION AND RADIO ARTISTS (hereinafter referred to as AFTRA). It is, and shall be, a voluntary association under the laws of the State of New York. The Association shall continue until dissolved in accordance with this Constitution. Its seal shall be circular and bear the name of the Association and year of organization.

### ARTICLE II

#### Membership

Section 1. Any person who has performed, or intends to perform, as an actor, singer, dancer, announcer, newscaster, narrator, commentator, lecturer, analyst, MC, sound effects artist, graphic artist, manual artist, demonstrator, moderator, panel member, specialist, quiz person, disc jockey, sportscaster, specialty act, puppeteer, model, walk-on, extra, supernumerary, or stunt person, in the fields of radio, television and phonograph recordings as contained in the charter granted by the Associated Actors and Artistes of America, shall be considered as eligible for membership.

Section 2. Any person in the field of radio, television, and phonograph records, who sings, speaks, acts, announces, demonstrates, plays, dances, or creates sound effects by mechanical or electronic means or by any other devices now existing or hereafter discovered, shall be considered eligible for membership, except in such fields as may be otherwise defined in the charter granted by the Associated Actors and Artistes of America.

Section 3. Where, in the opinion of the National Board, the exigencies of collective bargaining on behalf of performers require the representation of non-performing personnel working for radio or television employers, the National Board, in its discretion,

may declare that such non-performing personnel shall be eligible for membership in the Association upon such terms and conditions as the Board may prescribe.

### ARTICLE III Classifications

Section 1. Members shall be divided into five classes, to wit: active members, associate members, non-resident members, provisional members and honorary members.

**Active Membership.** Citizens of the United States of America, its dependencies or possessions, or citizens of the Dominion of Canada, or persons who are resident thereof and domiciled therein, who have performed for compensation in any capacity within the jurisdiction of the Association, as contained in the charter granted by the Associated Actors and Artistes of America, shall be eligible to active membership upon such terms and subject to such qualifications as may be established by their affiliated Local with the approval of the National Board.

Each active member and no other shall have one vote in the Local and in any referendum of the membership of the Association, and shall be entitled, subject to Article VI, Section 4, to hold any office or sit on any Board of the Association, Regional Divisions, or the Local, provided that no employee of the Association, a Regional Division, or a Local shall be eligible to vote, to hold any office, or to sit on any Board or to serve as a Convention delegate without the prior approval of the National Board. Anyone who is an active member in one Local in good standing shall have the status of active member in any other Local to which transfer may be made.

Any persons designated as active members in the American Federation of Radio Artists shall retain their active status in AFTRA.

Any member who has paid dues to either Television Authority or to the American Federation of Radio Artists during the period between February 1st, 1951 and August 1st, 1952, except provisional and honorary members, shall be active members of AFTRA.

**Associate Membership.** Citizens of the United States of America, its dependencies or possessions or citizens of the Dominion of Canada, or persons who are resident thereof and domiciled therein, who have performed for compensation in any capacity within the jurisdiction of the Association, as contained in the charter granted by the Associated Actors and Artistes of America, but who are not eligible for active membership, shall be eligible for associate membership upon such terms and subject to such qualifications as may be established by their affiliated Local with the approval of the National Board.

**Non-Resident Membership.** Persons who are active in radio, television or phonograph recordings as actors, singers, dancers, announcers, puppeteers or lecturers, and all others who sing, speak, act, dance or play in any capacity within the jurisdiction of the Association, as contained in the charter granted by the Associated Actors and Artistes of America, who are not eligible for active or associate membership, may in the discretion of the National Board, be declared eligible for non-resident members in their affiliated

Local, upon such terms and conditions as the National Board may from time to time prescribe. The decision of the National Board as to the citizenship, residence or domicile of any person shall be conclusive .

Provisional Membership. Executives and other persons regularly employed by broadcasting companies, agencies, independent producers, or sponsors, or self-employed, for purposes other than performing on radio or television programs, or phonograph recordings as artists, may be eligible for Provisional Membership in a Local, for the purpose of performing a part in a particular broadcast or recording subject to such terms and conditions as may be determined by the Local Board. Provisional members may not vote, hold office, attend meetings, become members of any committee, or have any property or other rights in AFTRA, except at the discretion of the Local Board.

Honorary Members. Persons in sympathy with the objects and purposes of the Association and having no business or other associations antagonistic thereto are eligible to election as honorary members. Honorary members may not attend meetings or conventions except with the consent of the majority of those present and shall not be subject to dues or assessments or any of the obligations of membership.

The term “members” wherever hereinafter used does not include honorary members. Section 2. The National Board, with the subsequent approval of the Association given at the next biennial convention, or at any special convention, may alter, reclassify, change, enlarge, diminish or terminate: (1) the rights and/or membership of any member or group of members, and/or (2) the present and future membership, and define the qualifications for membership of present members and/or persons becoming members in any present, changed, new or additional classes. Should such action diminish, alter, change or destroy the vested rights of any person then a member in good standing who challenges such action, the concurrence of two-thirds (2/3) of the votes cast at the convention shall be necessary.

Section 3. Whenever a person becomes inactive in the jurisdiction of the Association, as contained in the charter granted by the Associated Actors and Artistes of America, such person may request and be issued an Honorable Withdrawal subject to rules and regulations adopted by the National Board. Upon issuance of such Honorable Withdrawal, such person shall be subject to the rules and regulations of the Association but shall not be entitled to vote during the period of withdrawal.

#### ARTICLE IV

##### Application for Membership

No person shall become a member of the Association, or of any Local thereof, unless and until such person signs an application which shall substantially provide that such person agrees to be bound by the respective Constitutions of the Association and Local and by such amendments thereto as may thereafter be lawfully made, and by any by-laws, rules, regulations and orders existing or thereafter lawfully enacted pursuant to such constitutions and any amendments thereto.

Said application may contain such further terms and provisions not inconsistent with this constitution and such further information as to the applicant's qualifications as the National Board, or any Local with the approval of the National Board, may from time to time prescribe.

All members of the American Federation of Radio Artists, and all members of Television Authority who have paid dues to Television Authority, shall be deemed to be members of the Association and subject to the constitutions, amendments, By-laws, rules, regulations and orders thereof, as herein described.

## ARTICLE V

### Anti -Discrimination

There shall be no discrimination against any person by reason of race, color, creed, national origin, ancestry, sex, sexual orientation, gender identity or expression, marital status, disability, age, political affiliation or veteran status, in the eligibility for membership or holding office in this Association.

## ARTICLE VI

### Government

Section 1. The general management, direction and control of the affairs, funds and properties of the Association, the determination of the relations and obligations of the members, the Association, the Locals and the Regional Divisions, to one another and the carrying out of the objects and purposes of the Association except as they are controlled or limited by the Constitution and By-Laws, shall be vested in a National Board, which shall consist of not less than fifty-two (52) members, each of whom shall be an active member in good standing. If any member of the National Board ceases to be an active member in good standing, the position on the Board shall automatically become vacant.

It is the purpose of the Association that its National Board be a representative body composed of active members representing the different professions who perform on radio, television and phonograph recordings, and that the Board be truly representative of the Locals from various parts of the United States and Canada.

Section 2. In addition to the powers set forth in the preceding section, the National Board shall have authority to authorize contracts, to determine in what banks the funds of the Association are to be deposited, to designate a member or members of the Board to represent the Association officially in any corporation, firm or partnership in which it may have invested its money, to appoint delegates to represent the Association at any and all conventions, conferences or meetings other than those provided for in this Constitution, to frame suitable By-Laws not inconsistent with this Constitution; to determine and impose such penalties, either by fine, suspension, expulsion or withdrawal of charter, in case of default by any Local or its members or any act of omission or commission by any Local or its members contrary to this Constitution, lawfully adopted

By-Laws, or lawfully adopted orders of the Board, as such Board may in its discretion determine; to determine the compensation of any officer or other person performing services for the Association, and to vote monies to pay any loss incurred by any officer, Board member or employee in carrying out its orders. The National Board shall cause an annual audit and financial report to be made by a Certified Public Accountant of the financial transactions and condition of the organization and such audit and financial report shall be submitted annually to the National Board or whenever requested.

Except as otherwise provided herein, the Board may not take any action contrary to any resolution passed by a two-third (2/3) vote of the delegates voting thereon either in person or by proxy at any biennial or special convention.

Section 3. Members of the Board may act by proxy but the proxy must likewise be a member of the Board. Fifteen (15) members shall constitute a quorum of the Board and the act of the majority at a meeting at which a quorum is present in person or by proxy shall be the act of the Board, provided that no less than eleven (11) Board members are present in person. Notwithstanding anything herein contained, each member of the Board shall hold office until a successor qualifies.

Section 4. Officers of the Association shall be citizens of the United States of America or the Dominion of Canada and shall consist of a President, a First Vice President, a Second Vice President, seven (7) additional Vice Presidents, a Recording Secretary and a Treasurer, and shall be elected by the delegates at the biennial convention for a term of two (2) years or until their successors qualify and are installed.

In case of death, resignation or inability to serve of a President, the First Vice President shall serve as President until the next plenary meeting of the National Board. If, for any reason, the First Vice President is unable to serve in this capacity, the Second Vice President shall serve as President until the next plenary meeting of the National Board.

At the next plenary meeting of the National Board following the death, resignation or inability to serve of any National Officer of the Association, the National Board shall nominate and elect a replacement for such officer to serve until the next biennial convention or until the successor qualifies and is installed. Candidates for replacement of an Officer shall have the same qualifications as candidates for election as an Officer and, if elected, shall have the same rights and responsibilities as if elected by the delegates at the National Convention.

Section 5. All regular and special meetings of the Board shall be held at the office of the Association or at any other place at its discretion and at such time as said Board may determine.

Section 6. The President, Executive Director or any five (5) members of the Board may, at any time, by sending written or telegraphic notice, or notice in person or by telephone, call a special meeting of the Board.

Section 7. The National Board shall establish rules to provide for consideration of all matters of general policy by National Board members sitting in the eastern, central and western regions, and shall also establish rules to provide for a poll of the entire National Board on such matters as may require an expression of opinion of the entire National Board.

Section 8. Except as provided in Section 11, National Board members shall be elected to serve for four (4) years. In case of death, resignation or removal of a member of the Board, the Local represented by said member of the Board shall nominate and elect a successor and such individual shall hold office from the date such person was elected by the Local until the end of the unexpired term. It shall be optional with the Local concerned to nominate and elect such successor by vote of the Local Board or the Local membership, as the laws of such Local provide with respect to Local elections.

Section 9. Except as provided in the next Section, when a member of the National Board is absent for a period of three (3) months from the jurisdiction of a Major Local which elected such person, such Local may, within a period of ninety (90) days after the expiration of said three (3) months' absence, order and hold an election for the purpose either of reelecting said absent Board member, or replacing such person with a resident member. Said absent Board member shall, however, remain in office until a successor is elected and qualifies, and furthermore, if properly nominated under the Local constitution, may be elected to succeed themselves.

Any National Board member resident in a city where the National Board meets, who is absent from three (3) consecutive board meetings, shall forfeit their place on the Board unless the failure to attend meetings has been due to causes deemed satisfactory by the Board.

Section 10. A National Board member entering the armed forces of the United States of America shall remain in office while in the service of the United States of America; providing, however, that the Local or Regional Division which such person represents shall elect an interim National Board member as an alternate who shall serve for the unexpired term or until the original National Board member returns to civilian life, whichever period is shorter, and providing further, that at any one time only one of them shall be permitted to vote on matters coming before the National Board. All questions of procedures or interpretation arising under Section 9 and 10 shall be determined by the National Board.

Section 11. The Board shall be elected by a proportional representation, pursuant to the following procedures:

(a) Not later than October 1st of each year the National Board shall make a computation applying the principle of proportional representation to the end that each Local and Regional Division shall, to the extent that it is practicable, have the same proportion of National Board members as its membership in good standing bears to the entire paid-up membership of the Association on the preceding May 1st.

(b) In determining the unit of proportional representation for purposes of computing the number of National Board members to which each Local and Regional Division is entitled under proportional representation, the entire paid-up membership of the Association, as of the preceding May 1st, shall be divided by one hundred and five (105). This result shall be called the “first quotient.” Every Local whose paid-up membership equals or exceeds one and one-half times the “first quotient” shall for the purpose of this article be referred to as a Major Local. Every Local whose paid-up membership does not equal one and one-half times the “first quotient” shall be referred to as a Field Local.

(c) In computing the number of votes to which each Major Local is entitled under proportional representation, a ratio of members in good standing of the Major Locals per National Board vote representing the Major Locals shall be determined, which shall be called the “second quotient.” This “second quotient” shall be calculated by dividing the number of members in good standing of the Major Locals by one hundred and five (105) to determine the number of votes for each Local, the total of which shall not be less than one hundred and four (104) and not more than one hundred and six (106) as is necessary to take care of major fractions in the computation. The quotient, to the nearest integer, obtained by dividing the figure representing the number of members in good standing of each Major Local by double the “second quotient,” shall determine the number of National Board members which shall represent each Major Local and each such National Board member elected for a term beginning in 2006 and subsequent years shall have two (2) votes except as provided in paragraph (h). In addition to the said National Board members representing the Major Locals, the National Board shall further include members representing the Field Locals, as hereinafter provided in this section.

(d) The National Board shall then allocate to the Field Locals the proportionate number of National Board members to which that classification is entitled, according to the ratio of total paid-up membership of the Field Locals to the “second quotient.”

(i) The North American continent shall be divided into three Regions: namely, Eastern, Central and Western. Each of these Regions shall be at all times directly allocated one National Board member-at-large who will represent the Field Locals in that Region that are not entitled to their own Board Member pursuant to Subsection (d)(ii) below. Should all of the Field Locals in a given region be entitled to a National Board member by virtue of Subsection (d)(ii), then no National Board Member-at-large shall be allocated to that Region, and the total number of National Board Members-at-large shall be reduced accordingly. If the Field Locals as a classification are entitled to a total of more than three National Board members-at-large then these additional National Board members-at-large shall be distributed among the three Regions as nearly as possible in the same proportion that the total paid-up membership of Field Locals in each Region bears to the entire paid-up membership of all Field Locals.

(ii) Notwithstanding the foregoing, there shall be deducted from the total paid-up membership of Field Locals, for the purpose of determining the number of “members-at-large” to which such Field Locals are entitled, the paid-up membership of any Field

Local having a paid-up membership equal to or greater than one third (1/3) of the “first quotient” or 150, whichever is higher; each such Field Local shall be entitled to elect one National Board member directly. National Board members representing Field Locals shall have one (1) vote each.

(iii) In addition, Major and Field Locals may be represented by an alternate National Board member or member-at-large who may attend, participate in and vote at National Board meetings in the absence and in the place and instead of the regular National Board member or member-at-large representing such Local(s). Such alternate shall be elected in the same manner that the regular National Board member or member-at-large is elected. Alternatively, Field Locals with a paid-up membership equal to or greater than one third (1/3) of the “first quotient” or 150, whichever is higher, may appoint the alternate in such manner as may be prescribed by the Constitution or rules of procedure of such Local, provided however that only an elected official of such Local shall be eligible for such appointment. Local Constitutions shall be amended, if necessary, to conform to the foregoing. Alternate National Board members shall have the number of votes provided for the National Board member whom they are replacing.

(e) The computation shall be submitted in writing by the National Board to the Executive Director or any other appropriate officer of each Local on or before October 15th each year and shall contain a statement of the number of places on the Board to be filled by each Local and by each of the three Regions. If a question arises as to the computation of Board members from any Local or Region, including questions arising because of a Board member’s change of residence or place of work, such question shall be determined by the National Board, after consultation with the Local or Region involved.

(f) No member of AFTRA who is employed as management or performs the functions of management in AFTRA’s jurisdiction shall be eligible to serve on the National Board, Local Boards, Wages and Working Conditions Committees, Negotiating Committees, or as delegate to the Convention. The term “Management” shall be defined as anyone who has the authority to hire or fire members of AFTRA on a regular basis or who has the authority to determine who shall be hired or fired as a performer even though such person may not actually do the hiring or firing. This section shall not apply to members who elect to receive income through their own corporate entity, or offer their services through such corporate entity or personal service corporation, nor shall it apply to singer contractors, stunt coordinators or assistant choreographers as defined and negotiated in AFTRA contracts.

(g) Any active member in good standing of any Major or Field Local may propose a candidate for nomination from their own Local, or Region in the case of locals represented by member-at-large, provided twenty (20) such members sign a petition setting forth the name of the candidate or, in the case of members-at-large candidates, ten (10) such members sign a petition setting forth the name of the candidate. Additionally, a candidate may be proposed by a duly constituted nominating committee as provided in the constitution of the Local. Such petition, or nomination, shall be filed with the Local

Executive Director, or the National Executive Director in the case of locals represented by a regional member-at-large, not later than thirty (30) days after notice of the election, which notice shall be given to the membership no later than April 1st. On or before June 1st of each year, each Major Local, and Field Local entitled to elect its own board member, shall conduct an election, when required to fill vacancies or expired terms, by ballot of the active members in good standing to elect Board members on the National Board from the candidates so proposed by petition or nomination. In the case of Locals represented by a regional member-at-large, the office of the National Executive Director shall conduct such election or elections. The candidates receiving the highest votes in the respective Local or Regional elections sufficient to fill the places designated by the National Board, shall be the Local's or Region's representation on the National Board.

(h) The term of office for National Board members shall be four (4)\* years. Such members shall be entitled to serve out the full four (4) year term for which they were elected despite the fact that they may represent a Major Local that has more Board members whose terms continue beyond the next election than it is entitled to under the principle of proportional representation, and despite the fact that they may represent a Major Local that is reclassified as a Field Local. Such holdover members representing Major Locals will have one (1) vote. Nothing herein contained shall be deemed to alter the computation of the number of National Board members to which any Local or Region is entitled, as set forth in this section. In the event that a Major Local is reclassified as a Field Local, it shall not participate with other Field Locals in the election of Board members-at-large while it retains its own Board members set forth in this paragraph. In the event that a holdover National Board member dies, resigns, or is otherwise unable to continue in office, the office shall be deemed terminated upon death, resignation, or inability to perform and no successor shall be elected. The same rules shall apply in the case of members representing Field Locals which are entitled to elect Board members directly. If, during a Board member's term in office, his or her local is reclassified from Field Local to Major Local or from Major Local to Field Local, the number of votes the member is entitled to cast will be adjusted, up or down, accordingly.

(i) Each Local entitled to fifteen (15) or more votes on the National Board shall conduct its National Board elections so that all significant categories, as determined by the Local and subject to approval by the National Board, are represented.

(j) Any member in good standing of a Field Local in any region may propose a candidate for nomination as National Board member-at large from that Region, provided that said candidate is a paid-up member from the same Region and further, provided that twenty (20) such 14 members from that Region or seventy-five (75) percent of the members of any such Field Local whichever is less, sign a petition setting forth the name of the candidate and the Local to which such person belongs. Said petition shall be filed with the National Executive Director not later than May 1st. On or before June 1st, the National Board shall conduct an election by ballot of the active members in good standing of all the Field Locals in each of the three Regions to elect at least one Board member-at-large from each Region from the candidates so proposed by petition. The election shall be held under such rules and regulations as the National Board may

prescribe. The term of office for National Board members-at-large shall be for four (4) years. If a vacancy occurs other than by expiration of term, such vacancy shall be filled by appointment by the National Board. Notwithstanding the foregoing, a member of any Field Local which is entitled to elect a Board member directly, shall not be eligible for nomination as a Regional Board member-at-large, nor may such member propose, sign a petition for, or vote for a candidate for such office.

(k) The names of Board members elected by the Locals shall be filed with the Executive Director not later than June 20th of each year that an election is held. Newly elected Board members shall not succeed their predecessors in office until the National officers have been elected at the convention. In the non-convention year of 2006, the newly elected Board members shall succeed their predecessors in office on July 1st. Effective with the election of 2007, approximately one-half of the National Board shall be elected every other year to coincide with the year of the Biennial Convention.

(l) National officers shall be nominated from among the active members in good standing of the membership and elected by the delegates at the National Convention. The nominees for National office shall have been active members in good standing of the Union for a minimum period of not less than two (2) years prior to the date of nomination. The nominee elected as a National officer who is not then a member of the National Board shall nevertheless be a member of the National Board, with one (1) vote, during his or her term of office and the number of National Board members shall be deemed increased accordingly during this period. National officers elected at the preceding National Convention shall hold office until their successors are elected and installed. Notwithstanding anything to the contrary that may be contained in this Constitution, employees or others working for a Local or the National for compensation shall not be eligible for election to the National Board.

(m) In any elections required by Section 11(g) and (j) of this Article VI, not less than fifteen (15) days prior to the election, notice thereof shall be mailed to each member at the person's last known home address; voting shall be by secret ballot.

(n) A member who has been elected to the National Board or to a Local Board may not be nominated for election to the same Board on which he or she is serving at the time of such nomination unless the nomination is for a term of office which will begin upon or after expiration of such Board member's then current term of office on that Board. This paragraph (n) does not restrict the eligibility of any Board member, officer or other member for nomination to any position except as specifically stated herein.

Section 12. The Board shall appoint such committees as are recommended by a majority vote of the delegates at a convention of the Association. The Board shall have the power to appoint committees agents and assistants to officers and committees, to carry on the work of the Association, as it may deem proper, and it shall determine their authority, powers, duties, and compensation. The Board shall appoint and define the duties and compensation of the Executive Director and such assistant directors as it may, from time to time, deem necessary.

Section 13. For purposes of this Article the term “Local” shall be construed also to include “Chapter.”

## ARTICLE VII

### Establishment of Locals

Section 1. The National Board may in its discretion, and from time to time, authorize the organization or admission of Locals in any territory which is not included in the jurisdiction of a Local already organized; provided, that no Charter shall be granted to any Local unless the application for a Charter is signed by not less than eleven (11) persons eligible for active or associate membership who are bona fide residents of the territory for which the application for the proposed Charter is made, or whose radio and television activities are principally carried on in such territory.

Section 2. Each of the Locals shall have a Constitution and By-Laws which shall be consistent with the Constitution and By-Laws of the Association and approved by the National Board, and the Constitution and By-Laws of each of said Locals shall ipso facto be deemed amended, modified and changed in such respects as the Constitution and By-Laws of the Association may from time to time be amended, modified or changed in order to remain consistent with the Constitution and By-Laws of the Association provided, however, that the National Board shall not approve any Local Constitution and By-Laws which do not provide for at least one membership meeting in each calendar year.

Section 3. Each of the Locals shall have jurisdiction to organize within the territory covered by its Charter, subject always to the paramount authority of the Association acting through the National Board. Any dispute as to jurisdiction among the Locals or between any Local and the Association shall be determined by the National Board and its decision shall be conclusive.

Section 4. The acceptance of a Charter by a Local shall automatically bind the said Local to observe and conform with all the provisions of this Constitution and the Charter and Constitution, granted to such Local, any By-Laws, orders, regulations, resolutions or directions of any convention, the National Board, or any duly appointed subcommittee thereof, or any duly authorized officer or authority, then in force or thereafter made or enacted. A violation of any such provisions of the Constitution, By-Laws, orders, regulations, resolutions or directions shall subject such Local to expulsion, suspension or other disciplinary action at the discretion of the National Board. Any Local expelled, suspended, or subjected to any other disciplinary action, shall have the right of appeal to any succeeding National Convention. Any such convention may uphold or change the decision of the National Board. The decision of the convention, or any succeeding convention, shall be final.

Section 5. Subject to the provisions of the Charter and Constitution granted by the Association, and of this Constitution, each Local shall be autonomous and shall manage and govern its own affairs within the territory of its jurisdiction. It may appoint its own

officers, discipline its own members and exercise any other powers granted to it under its Charter and Constitution; provided, however, that in no event shall any Local take any action which in the opinion of the National Board is injurious to any other Local or detrimental to the best interests of the Association, nor shall any Local enter into any contracts or understandings on behalf of its members, or issue rules or regulations governing working conditions or compensation, without the approval of the National Board.

Section 6. In the interests of unified action for the common good, notwithstanding any other provision herein contained or which may be contained in any Charter or Constitution granted to any Local, the National Board expressly reserves the right, power and authority to require all Locals and the membership thereof to take united action to accomplish any purpose which may be validly accomplished under the Constitution.

Section 7. The Constitution and By-Laws (and amendments thereto) of each and every Local must be uniform and shall not vary except where required by the laws of the States where such Locals have jurisdiction; provided that the Board shall have the power to permit exceptions to this rule; and provided further, that all Local Constitutions and By-Laws and amendments thereto (and other rules, regulations, orders and resolutions of Locals) must be filed with the Association and approved by the National Board.

Section 8. The power to transfer members from one Local to another and the power to determine all questions as to membership dues upon such transfer shall be vested in the National Board. In the event any member engages in professional activities within the jurisdiction of this Association in the territory of a Local of which such person is not a member, such person shall forthwith be required to observe all lawful rules and regulations of such Local.

## ARTICLE VIII Conventions

Section 1. After the convention of 1989, the convention shall be held on a biennial basis commencing upon a date in June, July or August to be fixed by the National Board. No convention shall be held in any meeting place where racial segregation is practiced.

Section 2. It shall be mandatory upon the National Board to call a special convention within sixty (60) days after receiving a written request therefor from two-thirds (2/3) of the Locals. The Board shall have power, on its own motion, to call a special convention, at any time that in its opinion, such special convention is necessary.

Section 3. Each Local shall be entitled to one delegate for every fifty (50) members in good standing or major portion thereof, provided that every such Local shall be entitled to at least one (1) delegate. In any Local where a single category of performers would be entitled to more than 100 delegates under the one delegate for each fifty (50) members in good standing provision, such category shall elect one delegate for each one hundred (100) members in good standing or may elect one delegate for each two hundred (200)

members in good standing. In all convention votes where a count is called for or where a secret ballot is used, each delegate elected under the one for one hundred (100) provision shall be entitled to two votes and all proxies held from such category shall entitle the delegate holding such proxies to two votes for each such proxy held. In all convention votes where a count is called for or where a secret ballot is used, each delegate elected under the one for two hundred (200) provision shall be entitled to four votes and all proxies held from such category shall entitle the delegate holding such proxies to four votes for each such proxy held.

All credential certificates which entitle a delegate to two votes or four votes shall be clearly marked by the National Office at the time they are issued. A majority of the delegates to whom credential certificates are issued (or their proxies or alternates, in the event the delegate is not present) shall constitute a quorum. The number of members shall be based upon the membership rolls in good standing on May 1st of the year prior to the year in which the convention is scheduled, unless the Board, by resolution, shall fix a different date. Representation or vote in any convention may be denied to any Local which has failed to pay in full to the Association, dues, assessments or other indebtedness due it up to and including July 1st (or up to and including such different date as the Board may fix), preceding the convention.

Section 4. At least fifteen (15) days preceding each convention, the Executive Director shall issue to each Local a credential certificate for each delegate, which must be filed at the convention before the vote of any delegate may be cast. Upon the violation, by any Local, of any of its obligations under this Constitution or any amendments thereto or By-Laws thereof, or of its Charter and Constitution, or of any rule, regulation or resolution of the Board, such credential certificate may be cancelled; and if such violation has occurred prior to the fifteen (15) days preceding the convention, no credential certificates shall be issued.

Delegates at any biennial or special convention may vote by proxy, but such proxy must be issued in the name of the Local which the delegate represents, and be signed by its President or other duly authorized officer. The proxy must be voted by a delegate or an alternate fully qualified as a delegate who has been duly elected or appointed by the same Local as that which elected or appointed the delegate giving the proxy. However, in the event of a delegate who is the only member of a delegation remaining at the convention being obliged to leave the convention, it may be permitted to assign a proxy and those proxies otherwise assigned, to a delegate or delegates from other locals providing that such transfer shall receive approval of a majority vote of the delegates voting thereon. A delegate shall be deemed an attending seated delegate of the convention upon filing of his/her credentials certificate with the Credentials Committee; the Credentials Committee shall report the total number of such attending delegates to the convention. Thereafter, no constitutional amendments, contractual recommendations, caucus category reports, membership resolutions, Health & Retirement or other Executive and Committee Reports, postponed agenda or any other old, new and/or unfinished business may be considered by the convention unless there is a quorum of attending delegates consisting of no less than twenty-five (25%) percent of the total number of attending delegates as

previously reported to the convention by the Credentials Committee. When the attending delegates do not meet quorum requirements, the remaining body may vote to act as a Committee of the Whole in order to deal with unfinished agenda items, other than constitutional amendments and election of officers. Their votes, including proxies if called for, will be recorded, but all their actions will be considered merely advisory to the National Board. The final decisions on unfinished agenda items will be determined by the full National Board within ninety (90) days after the close of convention, except as to constitutional amendments, election of officers, or any other business which requires the action of all delegates to a convention.

Section 5. Except as otherwise provided in Section 4 of this Article, no member shall be permitted to represent more than one Local nor shall any member be permitted to act as a delegate for a Local unless such person is an active member in good standing. Alternates may be selected for those delegates who may not be able to attend the convention, who shall be subject to the same rules and regulations as the delegates and may use the same credential certificate as the delegates. The National Board shall establish rules and regulations governing the decision of protests against the seating of delegates and alternates.

## ARTICLE IX Regional Boards

The National Board may from time to time delegate such of its functions and powers as it shall see fit to Regional Boards, with power to such Regional Boards to issue charters and constitutions to Locals within the territory allocated to such Regional Board, subject, however, to the power of the National Board to revoke such delegation at any time.

## ARTICLE X Finances and Membership Dues, Including Initiation Fees and Assessments

### Section 1.

(a) Membership dues as defined in this Constitution, and in the Constitution and By-Laws of all Locals, include dues, initiation fees, and assessments.

(b) The revenues of the National Association shall be derived from the membership dues which shall be fixed by the National Board, and paid to and collected by the Association from all members. Such membership dues shall be uniform except where, based on the circumstances, a dues reduction is approved by the National Board. The National Board shall have the authority to determine the date(s) upon which such uniform dues will be effective for all members.

(c) The National Board shall determine the allocation from membership dues to provide operating funds to Locals. Such allocation shall be based upon the budget prepared by a Local, subject to review and approval by the National Board.

(d) The National Board shall have the authority to consolidate treasuries maintained by Locals and shall have the authority to determine the date upon which such treasuries will be consolidated.

(e) The National Board is authorized to adopt rules, regulations and procedures for the administration of these provisions.

## Section 2.

(a) The National Board shall have the authority to administer any Local which it determines is not financially self-sustaining, including the authority to control the finances of any such Local. The National Board's authority in such cases shall include but shall not be limited to the ability to authorize payment of expenses, disbursements and salaries, and any other matters involving the funds, properties and financial affairs of such Local.

(b) In the event the status of such Local changes and it no longer falls within this section, the National Board shall release such Local from the financial restrictions imposed by this Section. The National Board may establish rules and regulations for the administration of this Section and may, in its sole discretion, authorize a Committee of the National Board to investigate and make recommendations regarding the enforcement of this provision in particular circumstances.

(c) Any Local whose financial affairs are being administered under this provision shall have the right of appeal to the Convention. Such Convention may uphold or change the decision of the National Board as to such Local's financial status. The decision of the Convention shall be final.

Section 3. Notwithstanding anything that may be contained to the contrary in this Constitution or the Constitution and By-Laws of any Local, no increase in periodic or regular dues or in initiation fees shall be effected and no assessments shall be levied under this Constitution except by a membership vote or by a majority vote of the delegates at a regular or special convention, provided however, that the authority of a regular or special convention to increase periodic or regular dues shall be limited to increases in dues that do not exceed five percent (5%) in any twelve (12) consecutive month period, and only by a two-thirds majority vote of the delegates.

Any such membership vote or vote of the convention delegates shall be subject to the restrictions of and in accordance with the procedures of the Labor-Management Reporting and Disclosure Act of 1959. In the event said Act or any provisions applicable hereunder are declared invalid, this Section 3 shall be null and void.

## ARTICLE XI

### Members' Contracts

Section 1. The Association through this National Board may order the members of all Locals to refrain for a given time or until further order of the National Board under

specified conditions or in any manner whatsoever from working for, dealing with, or having any business or professional relations with, any one or more employers, producers, networks, stations, advertising agencies, sponsors, independent packagers, transcription companies, phonograph recording companies, agents, managers, impresarios or other persons connected with the radio, television or phonograph record business, provided that no such order of the Board shall be issued unless such order shall be concurred in by either (1) three-quarters (3/4) of the delegates who vote thereon at any biennial convention or at any special convention called for the purpose, or (2) two-third (2/3) of those of the members who vote thereon in a mail referendum vote ordered by the National Board under rules and regulations prescribed by it, or (3) a majority of the members of each of the New York, Chicago, Los Angeles and San Francisco Locals and any other Local included in the said order who vote thereon at any meeting called for that purpose as designated by the National Board. In the event that any Local fails to concur in such order, the votes cast in all Locals shall be totaled and if two thirds (2/3) of the votes cast concur, the National Board shall be authorized to issue the said order.

Concurrence as provided above shall constitute authorization to the National Board to issue such order, at any time, not to exceed twelve (12) months from the date of such vote. Upon notice of such proposed order any pending concurrence by the delegates or members thereon, the Board may order members to refrain from doing any act or making any contract which would make compliance with such proposed order impossible or unlawful, if the order is concurred in. In other respects, the time and extent of this issuance of such order shall be fixed by the National Board.

Section 2. Any Local may issue an order to its members to refrain from working for, or dealing with, or having any business or professional relations with, any one or more employers, producers, networks, stations, advertising agencies, sponsors, independent packagers, transcription companies, phonograph recording companies, agents, managers, impresarios or other persons connected with the radio, television, or phonograph record business upon the concurrence of not less than three-quarters (3/4) of the members of such Local who vote by referendum or at any meeting lawfully held pursuant to the Charter and Constitution of such Local, provided, however, that no such order may be issued by any Local without the approval of the National Board.

Section 3. Where the Association or any Local has a contract with any person, firm or corporation (which contract has been lawfully made as provided in this Constitution), and such person, firm or corporation breaches the same or has been found guilty of unfair dealing, the National Board may by a two-thirds (2/3) vote of its present and voting members, at any meeting, issue such order or orders in respect to such person, firm or corporation without securing the concurrence of the members or delegates provided in this Article.

Section 4. Under various collective bargaining agreements, checks payable to members and other performers represented by AFTRA are delivered to AFTRA for processing and transmitted to the performers entitled thereto. Such money is mailed by AFTRA to the performers at their addresses shown on AFTRA's records but in many instances are

returned by the post office because the performer is unknown at the address designated or has moved without leaving a forwarding address. Although AFTRA makes all reasonable efforts to locate such performers, it often takes considerable expense, time, and effort, and in some cases the performer is never located. Such monies shall be deposited by AFTRA in an interest-bearing trust account and, if not claimed by the performers entitled thereto within three (3) years after receipt of such sums by AFTRA, said sums together with accumulated interest shall be deemed to be forfeited and transferred to the general funds of AFTRA to defray the expenses of administration. This provision shall apply to all monies received by AFTRA for performers prior to the adoption of this provision as well as thereafter.

A performer entitled to a forfeited distribution of money shall be relieved from that forfeiture upon making a claim of proof of entitlement. In the event a performer ultimately is located or otherwise appears and claims any amounts held by AFTRA, whether before or after forfeiture, AFTRA shall have no obligation to pay interest on any amounts paid over to the performer.

## ARTICLE XII

### Ratification of All Other National Collective Bargaining Agreements, Contracts or Codes Jointly Negotiated and Ratified with Screen Actors Guild

Section 1. All bargaining proposals shall be formulated by Joint Wages and Working Conditions Committees of AFTRA and SAG. The Committees shall be National in scope. Each contract under such consideration shall be accorded its own such committee so composed as to reflect those performer-categories most affected thereby.

Section 2. The completed proposals of the Committees shall be submitted to the AFTRA and SAG National Boards meeting jointly in Los Angeles, New York and Chicago. A majority vote of those voting in the three (3) meetings shall be required to approve the proposals. No proxy voting shall be allowed.

Section 3 . A motion from the AFTRA and SAG National Boards for membership approval to authorize a strike shall be adopted under the conditions of Section 2. Such request for strike authorization from the membership shall be conducted by mail referendum and shall require a three-fourths (3/4's) affirmative vote of those members voting. Members of both unions shall be restricted to a single vote. Any order implementing such strike shall be adopted at a joint meeting of the AFTRA and SAG National Boards subject to the conditions of Section 2.

Section 4. Acceptance of jointly negotiated contracts by the AFTRA and SAG National Boards for the purpose of submitting them to the two (2) memberships for ratifications shall be subject to the conditions of Section 2.

Section 5. Ratification of such contracts shall be conducted by mail referendum of the AFTRA and SAG memberships only after joint membership meetings are held in the five

(5) Major Locals and any other local where the full pending package can be discussed and adopted by those members who are concerned. The contracts shall be deemed ratified if a majority of the total vote is affirmative. Those members who belong to both unions shall be limited to a single vote.

#### ARTICLE XIII

##### Ratification all Other National Collective Bargaining Agreements, Contracts or Codes

All other National Collective Bargaining Agreements, Contracts or Codes negotiated by the Union shall be submitted to the membership affected thereby for ratification either by (1) a majority vote of those of the members who vote thereon in a mail referendum ordered by the National Board under rules and regulations prescribed by it, or (2) by a majority vote for the members of each of the New York, Chicago, Los Angeles, San Francisco and Washington Locals and any other Local included in the said Agreements, Contracts or Code who vote thereon at any meeting called for that purpose as designated by the National Board. In the event that any Local fails to concur in such order, the votes cast in all locals shall be totaled and if a majority of the votes cast concur, the said Contract, Agreement or Code shall be deemed ratified.

#### ARTICLE XIV

##### By-Laws

Subject to the provisions to this Constitution, the National Board may at any time and from time to time adopt, amend or revoke the By-Laws of the Association. The Board shall have the further power to make rules, orders and regulations supplementing the Constitution and By-Laws. The term "By-Laws" as used herein is interchangeable with the words "rules" or "regulations" or "orders."

#### ARTICLE XV

##### Addresses and Notices

Each National Board member, National committee member, and Local (both on behalf of itself on behalf of each of its members) shall file with the Association an address to which all notices and referendum ballots may be sent. In the case of members, each Local shall also be required to file with the Association the names of all members of such Local, whether paid-up or not. If no such address is so filed, the office of the Association in the City of New York shall be deemed to be the mailing address of such Board member, Committee member, Local or member. Unless otherwise specifically provided by this Constitution, the service of all notices may be made either (1) by personal delivery; or (2) by mailing the same enclosed in a post-paid wrapper to the last address filed with the Association; or (3) by telegraphing to the last filed address; or (4) by inclusion in the official publication of the Association; or (5) by the sending of said notice to any Local for distribution by said Local or for publication in the official bulletin of said Local. The giving of such notice to a member may at any time be waived in writing by said member before or after any convention or meeting. All notices and referendum ballots provided for in this Constitution shall be deemed validly given or

sent, as the case may be, when sent as herein provided, and in such case, it shall be deemed immaterial whether such notice or referendum ballot has been actually received.

## ARTICLE XVI

### Affiliation

The Association may affiliate with, become a part of, merge into or make agreements with any other organization or association having objects harmonious with the objects of this Association, upon such terms, conditions and reciprocal obligations as shall appear by resolution of the Board to be advantageous to the Association; and may enter into contracts or agreements for cooperation with other employees, with other persons working in or connected with radio or television broadcasts or phonograph recordings, with artists engaged in other fields of professional activities, and with such other persons, firms or corporations as the Board may approve. Any agreement or resolution of merger must be ratified by sixty (60%) percent of the delegates casting their vote at any biennial or special convention, or by a sixty (60%) percent vote of the members voting thereon by a referendum taken by mail.

## ARTICLE XVII

### Maximum Compensation

Neither this Association nor any Local shall ever establish any maximum rates of compensation for any of its members and this Article may not be amended.

## ARTICLE XVIII

### Discipline

Section 1. Any member who shall be guilty of an act, omission, or conduct which in the opinion of the Board is prejudicial to the welfare of the Association, or of any of its Locals, or of any of its members, as such, or any member who shall fail to observe any of the requirements of the Constitution, or of any By-Laws, rules, regulations or orders lawfully issued by the Association, any Local or any duly authorized committee or agent of said Association or Local, or any member who shall in any way be indebted to the Association or any Local thereof may, in the discretion of the Board, be either fined, censured, suspended or expelled from membership. The Board may discipline a member for each and every offense or violation, and no member shall be exempt from disciplinary action because of any previous action of the Board upon some other or different charge.

Section 2. In such cases the National Board shall act upon charges preferred in writing and furnished to the accused and after a hearing at which the accused may be present and of which the accused shall have at least ten (10) days' notice.

Section 3. From any resolution of the National Board which fines, suspends, disciplines or terminates the membership of any member, said member may appeal to the Association. Said appeal shall be heard at the next biennial or special convention of the Association after said resolution is adopted by the Board. The accused may appear at

such convention and be heard. Of said convention the member shall have at least thirty (30) days' notice.

Section 4. Any member who shall, in the opinion of the Board, have a business association or shall engage in any business which places the member in antagonism to or at variance with any of the objects of the Association, may, in the discretion of the Board, be deprived of voting rights, or the privilege of holding any office or acting on any committee or Board of the Association, or any Local thereof, or both, on such terms and for such period as the Board may deem fit.

Section 5. The National Board shall have the right to entertain an appeal from any final decision of a Local in any disciplinary proceeding, or to review any such decision on its own motion, and the decision of the National Board shall be final and binding. In such matters this Article XVIII shall be deemed applicable to such disciplinary proceedings. It shall be incumbent upon each Local to file with the National Board copies of all charges, answers and other proceedings in disciplinary matters and to notify the National Board immediately of all charges, hearings, decisions, appeals and other proceedings in disciplinary matters. Such appeal shall be under such rules and regulations, and in such form as the National Board shall from time to time prescribe.

#### ARTICLE XIX Reserved Powers

The National Board shall be deemed to have all powers not expressly taken from it by this Constitution or by resolution passed by a two-thirds (2/3) vote of the delegates voting thereon either in person or by proxy at any biennial or special convention.

#### ARTICLE XX Dissolution

By resolution adopted by the National Board and ratified by a two-thirds (2/3) vote of the delegates present at a special convention called for the purpose, this Association may be dissolved. Upon such dissolution (unless by a two-thirds (2/3) vote said convention shall otherwise order) the net assets of the Association, after the payment of all debts and expenses, shall be distributed pro rata among the active members in good standing as of the date of the passage of the foregoing resolution and the National Board shall have full power to settle up the affairs of the Association and to sell and dispose of and to give good title to any and all of its property both real and personal and shall make division in accordance with the terms of this Article.

#### ARTICLE XXI Amendments

Section 1. This Constitution may be amended by a vote of two-thirds (2/3) of the delegates who vote upon the question either in person or by proxy at a biennial convention of the Association, or at a special convention called for that purpose, or by a

majority vote of the members voting thereon in a referendum taken in such manner as the Board may prescribe. Any proposition to amend the constitution shall be acted upon if it shall have been authorized by resolution of the National Board, or shall have been presented in writing to the Executive Director signed by at least one-hundred (100) active members in good standing or by at least one-third (1/3) of the Locals, acting through their governing boards. A notice containing a copy of a proposal to amend the Constitution by convention action shall be mailed to each Local at least sixty (60) days prior to the date of the convention. Notice of any proposal to amend the Constitution by a referendum vote, including the complete language of the proposed amendment, shall be given, as prescribed in this Constitution, to each member sixty (60) days prior to the mailing of ballots for voting on the amendment. The closing date for voting on such constitutional amendment shall be thirty (30) days after the mailing of ballots. In no event shall Article XI of this Constitution be amended except upon a three-quarters (3/4) vote of the delegates at the biennial convention, or a special convention called for the purpose.

Section 2. Constitutional amendments shall have top priority at biennial conventions.

Section 3. The Executive Director shall inform the National Board as to any amendment proposed by members of the Locals, and the National Board shall, on the submission of such amendment to the membership, report its opinion or opinions thereof.

## ARTICLE XXII

### Restrictions on Locals

No relationship is created by this Constitution whereby any Local, in the absence of consent or authority in writing from the National Board, shall have any right or power to act as agent or representative of this Association or bind it to any obligation whatsoever, or whereby any Local, in the absence of like consent of the chief authority in any other Local, shall have power to act as agent, or representative of any Local or bind it to any obligation whatsoever. The relation of each Local to this Association is that of an organization accepting certain rights vested in this Association, and agreeing, in consideration of the giving of said rights, to assume the obligations set forth in this Constitution; and the acceptance of rights hereunder by the several Locals shall not be deemed, at any time, to create any partnership or joint venture between them.

## ARTICLE XXIII

### Vote by Referendum

Section 1. All votes by referendum shall be taken by secret ballot in the manner prescribed by By-Laws enacted by the National Board.

Section 2. The Board may, at any time in its discretion, order a referendum vote on any question or measure whatsoever, whether of local, regional or national characters and in such case, the question of measure shall be decided by a majority of those members who cast their ballots; provided, that wherever in this Constitution any question or measure, but not including amendments to this Constitution, must be approved by more than a

majority of the delegates at a convention, or by more than a majority of the Locals, the same proportion of members voting by referendum ballot shall be required to pass on any such question or approve any such measure.

#### ARTICLE XXIV

##### Constitutional Revision Committee

Following each convention the President shall appoint a Constitutional Revision Committee to consult with all Locals and report back proposed Amendments to the constitution at the next convention.

#### ARTICLE XXV

##### Claims of Members

Section 1. Exclusive Remedy. Unless the National Board upon application to it grants an exemption from the provisions of this Article, the exclusive remedy of a member who has or asserts a claim against the Association, any of its Locals or other subdivisions or against any representatives or agents of the Association, its Locals or subdivisions, shall be as follows:

(a) Said claim must be filed with the National Board in writing within six (6) months of the date that the claimant became aware, or reasonably should have become aware, of the conduct giving rise to claim or, if the claim is heard by a local board or membership meeting, within six (6) months of a decision by that body. Such claim must be duly verified by the claimant, and shall set forth the name and address of the claimant, the claimant's status as a member of AFTRA, and all the facts and evidence upon which the claimant relies in substantiation of the claim, and shall further include duly acknowledged affidavits by the claimant and by the witnesses. The statement of the claim shall also contain any matter or statement of the law which the claimant desires to present, the amount claimed, and any other remedy demanded. Such full disclosure is required in order that the Board may make its decision with all the facts before it.

(b) Within thirty (30) days after the statement of claim and affidavits are filed with the Board, the Board shall set a date for the hearing of the claim, giving the claimant at least ten (10) business day's notice of hearing and an opportunity to be heard and to present evidence and the evidence of witnesses orally at such hearing or hearings. Where the claim is against a representative or agent, the Board shall also give such representative or agent at least one (1) week's notice of hearing and an opportunity to be heard, and to present evidence and the evidence of witnesses orally. The determination of the Board shall be final unless an appeal is taken as herein provided. The Board must reach a final determination within thirty (30) days after the hearings are closed, and must send the notice provided for in subdivision (c) hereof within ten (10) days after it reaches such final determination.

(c) If either the claimant, or the representative or agent (where the claim is against such representative or agent) against whom the claim is being made, is dissatisfied with such determination, they may, by filing written notice with the Board not later than thirty

(30) days after the sending of written notice by registered mail of the determination of the Board, appeal from said determination of the Board in either of the following manners:

(1) They may appeal to the membership of the Association, and said appeal shall be heard by the members present at the next biennial or special convention. Upon receiving said appeal, the delegates present at such convention shall refer the matter to a committee either appointed by the presiding officer at said convention or the delegates present, as it may elect by a majority vote and said committee shall meet and afford all parties an opportunity to be heard with their witnesses. After hearing both parties, the committee shall report its findings to the convention then in session or to the next biennial or special convention. On receiving and hearing said report, the delegates present shall, by a majority vote, confirm, modify, or reject said report, which decision shall be final. Either party may present evidence other than that presented before the Board, and that fact may be considered by the convention in arriving at a determination.

(2) They may demand that the claim be submitted to arbitration in accordance with the rules of the American Arbitration Association then existing, and upon making such demand for arbitration both the claimant, and the Association, its Locals, subdivisions, or its representative or agent, as the case may be, shall forthwith execute and deliver to the American Arbitration Association any and all documents, papers, consents, etc., necessary to create the foundation for a valid award. The findings of the Board of Arbitrators shall be final. Either party may present evidence other than that presented before the Board, and that fact may be considered by the Arbitrators in arriving at a determination.

(d) Should any member seek to assert, enforce or defend a claim in any manner contrary to this Article, said member shall be guilty of a breach of the Rules of AFTRA and shall be liable to such disciplinary action by the Board as it deems sufficient, and in addition, said member may be fined in an amount not to exceed the amount of claim, and AFTRA or its representatives or agents, as the case may be, shall have the right to set up the remedies provided for in this Article as a complete defense to any action or proceeding in law or in equity or in any administrative tribunal, such defense shall be final and binding in any such action or proceeding.

(e) Should this Article be held invalid as to any particular claim or class of claims, or any particular person or class of persons, then this Article shall be deemed to be rescinded as to such claims or persons as to which it has been held invalid, and the remainder of this Article shall be separable therefrom and shall remain in full force and effect as to all other claims and persons.

(f) In case any matter or procedure is not covered by this Article, the Board shall have the power to determine the same.

Section 2. Definitions. As used in this Article,

(a) the term "representatives or agents" means any Board member, officer, attorney, employee or other person representing AFTRA, its Locals or other

subdivisions, and shall include claims against such representatives or agents as individuals as well as in their capacity as such representatives or agents, to the end that any claim that such representatives or agents may have acted without authority shall be determined in accordance with this Article and not otherwise.

(b) The term “claim” means any claim, demand, action, suit or other proceeding either at law or in equity or before any administrative tribunal for whatever cause or reason arising, whether through the action of AFTRA, its Locals or other subdivisions, or their omission or neglect to act, or the action of any of its representatives or agents or their omission or neglect to act, or the misfeasance, malfeasance or nonfeasance or any of them. The term “claim” shall apply to all claims against representatives or agents whether or not such representatives or agents acted within their authority, but shall not apply to claims against such representatives or agents which are of a personal nature and which do not in any way concern or affect the property, business or affairs of AFTRA, its Locals, or other subdivisions, their management and administration, or the work done on behalf of AFTRA, its Locals, or other subdivisions by its representatives or agents.

(c) The term “member” means any person who is a member of AFTRA and includes members who are not in good standing for any reason whatever, members subject to discipline and members with an inactive status (e.g. Honorable Withdrawal).

## ARTICLE XXVI

### National Emergency

In the event the President of the United States of America declares a national emergency to exist, and by reason of such declaration, the procedures contained in this Constitution for the holding of a biennial convention are impossible to fulfill, the National Board in such case shall have the authority to take such action as in its judgement shall be deemed necessary in order to continue the operation of the Association without the holding of such biennial convention.

## ARTICLE XXVII

### Definitions

Whenever the context requires, the masculine gender shall include the feminine; the singular number shall include the plural and “person” shall include “corporation,” “firm,” “partnership,” “association” and the like.

## ARTICLE XXVIII

### Rules of Order

National meetings shall be conducted under Roberts’ Rules of Order.

## ARTICLE XXIX

### Separability

If any provision of this Constitution, or the application of such provision to any person or circumstance, shall be held invalid, the remainder of this Constitution or the application of such provisions to persons or circumstances other than those as to which it is held invalid, shall not be affected thereby.

#### ARTICLE XXX

##### Resignation

Members who resign or terminate their membership shall have no right or interest in any property of any Local or of the Association, including any dues or other financial obligations paid by them in advance of the effective date of such resignation or termination.

#### ARTICLE XXXI

##### 4A's Jurisdiction

It shall be conduct unbecoming a member of AFTRA to work in the jurisdiction of any other 4A's Branch for an employer whose employees are represented by the other Branch, unless the member seeking employment with the employer inquires of the other Branch to ascertain whether the employer is a signatory to a collective bargaining agreement with the other Branch. Such provision shall further provide that if the other Branch advises the member seeking employment that the employer is not a signatory, the member shall be in violation of such provision if she or he accepts employment with the employer after having been advised by the other Branch that:

- (a) The employer refuses to bargain in good faith for a collective bargaining agreement with the other Branch and the other Branch has declared the employer unfair or has otherwise directed its members not to work for the employer; or
- (b) If the employees of the employer are engaged in a primary strike ratified or approved by the other Branch.

#### ARTICLE XXXII

##### Effective Date

This Constitution shall take effect on September 20, 1952, as amended thereafter.