



Regional Branch  
Division

Rules of Procedure

July 2007

# REGIONAL BRANCH DIVISION

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## Article I – Rules of Procedure

These Rules of Procedure (“Rules”) shall govern the affairs of the Regional Branch Division in accordance with Article VI of the Constitution and Bylaws of the Screen Actors Guild (“Guild”).

## Article II – Name, Affiliation and Scope

This Division shall be identified as the Regional Branch Division, with its scope, authority, and geographic area established and functioning at the direction of and by resolution of the National Board of Directors (“National Board”) in accordance with Article VI of the SAG Constitution and Bylaws.

## Article III – Regional Branch Division Board of Directors

Section 1.

The Regional Branch Division shall be governed by a Board of Directors (the “Division Board”).

Section 2.

The Division Board shall consist of all National Board Directors or their seated Alternates as elected by each Regional Branch membership in accordance with the rules of procedure of each Branch in the Division. Branch rules of procedure are subject to approval by the National Board.

Section 3.

The term of office for members of the Division Board shall be the same as the term that those individuals serve as a National Board Director or as a seated Alternate.

Section 4.

All voting on the Division Board as specified in Article VI Section 7 of the SAG Constitution and Bylaws shall be in accordance with Article V Section 1 Paragraph F and Appendix A of the SAG Constitution and Bylaws (weighted voting).

## Article IV – Membership

Section 1.

Membership in the Guild shall be obtained in accordance with such requirements as may be established by the National Board.

Section 2.

Assignment of members of the Guild to the Regional Branch Division shall be determined by the National Board pursuant to Article VI, Section 4 of the SAG Constitution and By-laws.

Section 3.

Members of the Guild who wish to transfer their membership from another Division to the Regional Branch Division must request such a transfer in writing addressed to the “Membership Department” at National Guild Headquarters.

## Article V – Alternate Directors

Section 1.

Each Branch in the Regional Branch Division shall elect Alternate Directors in accordance with each Branch’s Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board).

Section 2.

Alternate Directors elected by each Branch shall serve as Alternate members of the National Board of Directors and the Division Board of Directors when a National Board Director from the Branch is absent for a National Board meeting or a Division Board meeting. The Alternate Director shall be called upon to serve as needed as determined by the Branch’s Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board).

Section 3.

The number of Alternate Directors elected by each Branch in the Division shall be determined by each Branch's Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board).

Section 4.

Alternates may serve in the place of a National Director for any part of a National or Division Board meeting during which time the National Director is absent. However, a National Director may be replaced by an Alternate Director for only one continuous period of time during any one day.

## Article VI – Permanent Replacements

Section 1.

A permanent vacancy shall exist whenever a National Board Director or Alternate Director shall resign or become deceased.

Section 2.

In the case of a permanent vacancy for a National Board Director, each Branch in the Division shall have the power to fill such vacancy in accordance with each Branch's Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board). In the case of a permanent vacancy for an Alternate Director, each Branch Council shall have the power to fill such vacancy from the membership of the Branch in accordance with each Branch's Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board).

Section 3.

Any member chosen to be a permanent replacement must be qualified to be a candidate for, and hold, that office pursuant to Article V of the SAG Constitution and By-laws.

Section 4.

Any Permanent Replacement shall thereafter serve as a National Board Director until the next annual election in accordance with each Branch's Rules of Procedure (Branch Rules of Procedure are subject to approval by the National Board).

## Article VII – Meetings

Section 1.

The Regional Branch Division Board shall hold no fewer than 4 regular meetings annually. These meetings shall be face-to-face Plenaries, and any additional meetings shall be by teleconference.

Section 2.

At all Teleconference Meetings of the Regional Branch Division Board, the first Alternate Director from each Branch in the Division may attend and participate in all discussion and debate, but shall not make motions or vote.

Section 3.

Additional Regional Branch Division Board meetings may be called by the Regional Branch Division Vice President, by the Deputy National Executive Director for Branches, or by a majority vote of the Regional Branch Division Board at a meeting. Regional Branch Division Board members shall be provided no less than three business days notice of such meetings.

Section 4.

The presence of at least one-half of the Regional Branch Division Board members and Alternates sitting for Division Board members shall constitute a quorum.

Section 5.

**A.** All voting at meetings of the Regional Branch Division Board shall be done in person and not by proxy. However, this shall not preclude the right of the Division Board to act by written assent of 60% of the votes of its members, or such higher percentage of the Division Board votes as may be required by the SAG Constitution or National Board.

**B.** Written assent motions may be submitted to the Division Board by the 3<sup>rd</sup> Vice President, the Deputy National Director for Branches or the Division Executive Committee. In the event that any Division Board member requests a secret ballot on the written assent motion(s), or requests the written assent

motion(s) be placed on the agenda of the next regularly scheduled Division Board meeting, said motion(s) shall be placed on the agenda of the next regularly scheduled Division Board meeting. The voting period for written assent motions shall be eight (8) business days following the notification and/or publication of the written assent motion(s).

Section 6.

Meetings of the Regional Branch Division Board shall be conducted pursuant to Robert's Rules of Order.

## Article VIII – Regional Branch Conference

Section 1.

The Regional Branch Conference shall consist of all Regional Branch Division National Board members and Regional Branch Presidents.

Section 2.

In the event that a Branch President is unable to attend the Regional Branch Conference, or a Branch President is serving as the seated alternate for a National Board Member during a Regional Branch Conference, an additional member from the affected Branch may, at the sole discretion of the affected Branch, serve as an alternate for the Branch President at the Regional Branch Conference. The alternate for the Regional Branch President shall be selected in accordance with the Rules of Procedure of the affected Branch.

Section 3.

The Regional Branch Conference shall meet in face-to-face Plenary once each year.

## Article IX – Election of the Regional Branch Division Vice President and Members of National Committees (except National Executive Committee)

Section 1.

The Regional Branch Division Board shall elect the Regional Branch Division Vice President from among the National Board members of the Division Board. The election of the Regional Branch Division Vice President shall take place prior to the election of members, or alternate members, of the National Executive Committee.

Section 2.

In the event the Regional Branch Division Vice President is a member of one of the three largest Branches, the Regional Branch Division Vice President shall serve as the allocated NEC member from that Branch.

Section 3.

The Regional Branch Division Board shall elect members of the Strategic Planning Committee and the Finance Committee from among the National Board members of the division board.

Section 4.

The Regional Branch Division Board shall elect any national committee chairs, national committee co-chairs and national committee members allocated to the Regional Branch Division.

Section 5.

The Regional Branch Division Board shall elect those trustees, delegates or representatives of the Guild to outside organizations, including, but not limited to, the Screen Actors Guild Producers Pension and Health Plans, designated for selection by the Regional Branch Division board.

Section 6.

Voting on all matters referred to in this Article IX shall be in accordance with Article III, Section 4 of these Rules of Procedure (weighted voting).

## Article X – Election of National Executive Committee Members and Alternates

Section 1.

In the event there are fewer than four NEC seats allocated to the Regional Branch Division, and, except as provided in Article IX, Sections 1 and 2, the NEC members shall be elected by the Regional Branch Division

Board from among the National Board members representing the three largest Branches.

#### Section 2.

In the event that there are four or more NEC seats allocated to the Regional Branch Division, and except as provided in Article IX, Section 2, the Branch Councils of the three largest Branches shall each elect the National Board member from that Branch who shall serve on the NEC. The remaining NEC seats allocated to the Division shall be elected by the Division Board from among the National Board members of the Division Board by weighted voting. Division Board members from the three largest Branches shall not be nominated or vote for these additional NEC members.

#### Section 3.

Each of the three largest Branches in the Division may elect up to two NEC Alternates in accordance with their Branch Rules of Procedure, provided that any of the three largest Branches with more than one National Board member shall designate the National Board member(s) not elected to the NEC by their Branch Council as an NEC Alternate.

#### Section 4.

In addition to the Alternates elected pursuant to Section 3, the Regional Branch Division Board shall elect by weighted voting additional NEC Alternates from among the National Board members of the Division Board in a number equal to the number of NEC members allocated to the entire Regional Branch Division. Division Board members from the three largest branches shall not be nominated or vote for these additional NEC Alternates.

#### Section 5.

Alternate NEC members shall be elected in a separate vote after the election of the NEC members in accordance with the provisions of this Article.

#### Section 6.

Alternate NEC members shall serve on the NEC in the absence of elected members of the NEC. NEC Alternates from each of the three largest Branches shall attend the NEC in place of the NEC member from their Branch. If no NEC Alternate from one of the three largest Branches can attend the NEC in place of their allotted NEC member, or if any other NEC member is unable to attend the NEC, the Regional Branch Division Board shall designate to attend the NEC that Alternate elected pursuant to Article X, Section 4 who received the highest number of votes and is available to attend the NEC meeting.

## Article XI – Officers

#### Section 1.

The Regional Branch Division Vice President elected by the Regional Branch Division Board of Directors pursuant to Article IX, Section 1 of these Rules shall serve as the Chairperson of the Regional Branch Division Board of Directors.

#### Section 2.

The Regional Branch Division Board of Directors may also elect a Vice Chairperson, 2<sup>nd</sup> Vice Chairperson, and a 3<sup>rd</sup> Vice Chairperson who shall also have been elected as National Directors. The Vice Chairperson may serve as the Chairperson of the Regional Branch Division Board of Directors in the absence of the Chairperson, the 2<sup>nd</sup> Vice Chairperson may serve as the Chairperson of the Regional Branch Division Board of Directors in the absence of the Chairperson and the Vice Chairperson, the 3<sup>rd</sup> Vice Chairperson may serve as Chairperson of the Regional Branch Division Board of Directors in the absence of the Chairperson, Vice Chairperson and the 2<sup>nd</sup> Vice Chairperson, but neither the Vice Chairperson, nor the 2<sup>nd</sup> Vice Chairperson, nor the 3<sup>rd</sup> Vice Chairperson shall serve as an Alternate Division Vice President.

#### Section 3.

The Regional Branch Division Vice President and the Vice Chairperson shall serve as Co-Chairs of the Regional Branch Conference.

#### Section 4.

If neither the Regional Branch Division Vice President nor any of the Regional Branch Division Vice Chairpersons, are present at any meeting of the Regional Branch Division Board or Regional Branch Conference, the Regional Branch Division Board shall elect an acting Chairperson. This acting Chairperson shall serve until relieved by the Regional Branch Division Vice President, or any of the Regional Branch Division Vice Chairpersons, or until the meeting is adjourned.

## Article XII – Regional Branch Division Executive Committee

### Section 1.

There shall be a Regional Branch Division Executive Committee that shall consist of members in accordance with Regional Branch Division policy.

### Section 2.

The RBDEC shall be chaired by the Regional Branch Division Board Vice President, or by an alternate chairperson elected by the members of the RBDEC.

### Section 3.

The RBDEC shall meet at such times as are designated by the Regional Branch Division Vice President, by a majority vote of the RBDEC members at a meeting, or by the Deputy National Executive Director of the Branches. RBDEC members shall be provided no fewer than three business days notice for such meetings.

### Section 4.

The RBDEC shall have such powers as may from time to time be delegated to it by the Regional Branch Division Board.

## Article XIII – Eligibility to Run for Office or to Serve

### Section 1.

No one may serve as a member of the Regional Branch Division Board who is not qualified to be a National Director pursuant to the Guild Constitution and each Branch's Rules of Procedure.

## Article XIV – Incorporation of the National Constitution and By-Laws

All Matters not covered by these Rules of Procedure shall be governed and covered by the Constitution and By-laws and Rules of the Guild and each Branch's Rules of Procedure as approved by the National Board, as interpreted and applied by the National Board. Any question or dispute as to the interpretation or application of these Rules of Procedure shall be submitted first to the Regional Branch Division Board of Directors for a decision, with the right of appeal to the National Board.



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