

AGMA

AMERICAN GUILD *of* MUSICAL ARTISTS

Changes to the AGMA Constitution Board of Governors Revision

This document is designed to explain the Board of Governors Revision of the AGMA Constitution. It goes Article by Article, detailing the changes, and providing the reasoning behind each change. Throughout the document, we refer to AGMA as AGMA, the Union, and the Guild, interchangeably.

The full Revision, the current Constitution, and an Annotated Board of Governors Revision (containing the explanations in this document, directly beneath each Article) may be found on the AGMA website.

Preamble

1. **Change:**

The Revision rewrites the Preamble to AGMA's Constitution. The Preamble is now a clear, concise, and powerful statement about AGMA, our members, our history, and our mission.

Reasoning:

The preamble is the introduction to AGMA's most important document. The Board wants members who read the Constitution for the first time to feel connected to the generations of artists who came before them, to understand their responsibility to the artists who will follow in their footsteps, and to be called to do the hard work of improving AGMA and fighting for dignity, safety, respect, and compensation that properly values the tremendous talents, accomplishments, and work of our members in our workplaces.

Article I: Name and Principal Office

1. **Change:**

Removed the requirement that AGMA’s seal be circular.

Reasoning:

This change was intended to allow AGMA members in the future to adapt AGMA’s seal as they believe necessary to accurately reflect our union.

Article II: Justice and Equality

1. **Change:**
New Article on Justice and Equality.

Reasoning:

This Article was added to provide a constitutional commitment for AGMA to work to redress discrimination and harassment in our industries.

AGMA is already working on anti-harassment initiatives, both in bargaining and through our new partnership with FMCS and Opera America to address these issues throughout our industry. This is an extension of that work.

Constitutions should be statements of the values of a union. This is a statement of our values, a commitment to our BIPOC (Black, Indigenous, People of Color) members, and an affirmation of the right of all members to a safe workplace, free of harassment and discrimination.

While this Article calls on AGMA to work with signatory employers to bring about these changes, there might be instances where collaboration is not appropriate—for instance, if a signatory company wants to use an agreement with AGMA as window-dressing instead of making real changes that will keep our members safe. The article allows AGMA that flexibility, while still underscoring the commitment of the union to ensure a safe and just work environment for all of our members.

Article III: Membership

1. **Change:**
Changed the definition of who is eligible for membership. Now, only an Artist who “works, has worked, or is about to work under an AGMA collective bargaining agreement” is eligible for membership.

Reasoning:

In the current constitution, an artist who “performs, has performed, or intends to perform under the jurisdiction of the Guild” was eligible for membership in AGMA. There are several reasons for the change.

First, “work” is a more accurate verb, as many AGMA members don’t “perform” in the traditional sense of the term.

More importantly, the current language, particularly the requirement that a person who only “intends to perform under the jurisdiction of the Guild” is very broad and allows people who may never work under an AGMA collective bargaining agreement (CBA) to join the union.

Changing this language to require that an individual be “about to work under an AGMA collective bargaining agreement” ensures that the union will be made up of members who are working or have worked in our industries. This language is also similar to the standards of many of our sister entertainment unions.

2. **Change:**

Removed language about AGMA’s desire to cooperate with the AFM.

Reasoning:

While AGMA still intends to cooperate (and often does cooperate!) with the AFM, the Board found this language to be anachronistic and written for another era. As AGMA was founded by singers and instrumentalists, it probably made sense in the past to have this statement in the Constitution.

Today, the language makes less sense. The language has no practical impact, which makes its inclusion confusing. It’s also worth noting that our other sister entertainment unions are not mentioned in the Constitution, and AGMA can and does cooperate with those unions regularly, through direct cooperation or through the AFL-CIO and the 4As. The Board felt that including language about cooperation with AFM, and only AFM, didn’t make sense in 2020.

Article IV: Classification

1. **Change:**

The Revision adds a definition of an “active member in good standing.” Previously, there was a definition in the Bylaws, but not in the Constitution, and that definition only applied to eligibility for voting in AGMA elections.

Now, an active member in good standing is anyone who is current on dues and/or on a payment plan for an initiation fee and isn't subject to any discipline.

Reasoning:

The Constitution needs a definition of “active member in good standing” because in a lot of circumstances, only active members in good standing have certain rights (e.g., running for union office, voting on collective bargaining agreements, etc.). The rest of the document uses the term “active member in good standing” often.

Importantly, this new definition ensures that those AGMA members on initiation fee payment plans are considered full-fledged members of the union as long as they are current on their payments. They should have the rights of membership and making this clear will have a positive impact on prospective new members.

2. **Change:**

Divided the types of membership into “active” and “non-voting” membership categories. In the current constitution, this was organized in a confusing way—with all members in the same Section of Article IV—and it's unclear the difference between the types of membership.

Active members now include any working members, Charter Members, and any Active Life Members for Distinguished Service.

We then created a section of “non-voting” members, who include Honorary Members and any other non-voting members the Board may wish to create (students, etc.).

Reasoning:

This is mostly about clarity; the new structure makes clear that the working members of the Guild are “members” for the purpose of rights and privileges in the Guild, and that “honorary members” or other members are not.

This change gives the Board the flexibility to create memberships, like a student membership, to organize, to increase AGMA's reach, or for other reasons that develop over time.

3. **Change:**

Added an employment category: Staff performers and Actors.

Reasoning:

These individuals are dues-paying members of our union and did not previously have a category in the Constitution.

4. **Change:**

Included “fight instructors” and “intimacy directors” as part of definition of Stage Directors.

Reasoning:

These are new representational categories that have developed in response to the needs of performing artists and their art form. While AGMA acknowledges the need for these roles and we represent some of these individuals, until there are greater numbers, the Board did not think these roles justified a new category of membership at this time.

5. **Change:**

Removed language that said that the Board could diminish, reduce, terminate, or alter the membership or the rights of membership for any member or group.

Reasoning:

The old language did not accurately describe the Board’s legal authority under federal law. Union members have due process rights in their union membership; it’s not legally correct to say that that authority rests with the Board.

6. **Change:**

Removed language that said that the Board had to approve a resignation before a member could leave AGMA.

Reasoning:

This was not legally enforceable, as our members may resign their membership at any time without Board approval.

Article V: Application for Membership

1. **Change:**

Provided that membership applications may be submitted electronically.

Reasoning:

This is part of the overall attempt to modernize and “green” the Constitution through this Revision.

2. **Change:**

Redrafted for clarity and to remove awkward or legalistic language.

Reasoning:

Part of the overall goal of the Revision is to make the Constitution readable for all of our members.

3. **Change:**

Took out Section 2, which says that the Board is the final arbiter of membership questions.

Reasoning:

This language came out for several reasons. First, the language was superfluous—the Board is, by law, the final arbiter of who is admitted into membership in the union. The language was overbroad in terms of Board’s legal authority; while the Board may have good reason to bar an otherwise qualified individual from membership (for instance, if a prospective member had engaged in grave misconduct, like committing a serious crime or crossing a picket line), the Board generally may not discriminate against qualified individuals who want to join AGMA.

Governance Sections (Articles VI – VIII)

The next several Articles of the Revision concern with Governance of AGMA. Article VI deals with the Board of Governors, Article VII concerns with the National Officers, and Article VIII deals with Standing Committees and Area Committees.

These sections represent a significant change from the current Constitution and are designed to promote greater transparency and democracy in AGMA. In the current Constitution, the roles, responsibilities, and rules governing the Board, our Officers, and our Standing and Area Committees are scattered across various Articles or contained in AGMA’s Bylaws or Board of Governors policies. National Officers didn’t even have an Article. Including these crucial items in AGMA’s governing document is a way to make sure that AGMA members know how their Union is run.

Putting these governance rules in the Constitution also gives our members greater control over AGMA. The Board may amend any rule governing the Board of Governors contained in a Board policy or in a Bylaw at any time. By putting these rules in the Constitution, we ensure that major changes to AGMA's governance must be approved by the membership.

Because of the thorough reorganization, this part of the document will list the contents of each Article, and then highlight substantive changes. Most of the information listed below does not constitute a change but rather a move of existing operational policy into the Constitution.

Article VI: Board of Governors

Contents

1. General Authority of the Board

This section lays out the general authority of the Board of Governors: directing and controlling the affairs, funds, and properties of AGMA.

2. Specific Authority of the Board

This section lays out the more granular authority of the Board, including:

- Interpreting and enforcing the Constitution
- Establishing Union policy and adopting Bylaws
- Preparing and adopting an annual budget and overseeing AGMA's annual audit
- Approving collective bargaining agreements and waivers
- Calling for a strike after the local negotiating committee and bargaining unit vote to strike
- Sending a referendum out to the membership
- Hiring and supervising a National Executive Director
- Establishing AGMA's policy agenda, organizing strategy, and strategic plans
- Appointing AGMA representatives to organizations with which AGMA is involved
- Proposing amendments to AGMA's Constitution and sending them for consideration by the membership
- Establishing committees and subcommittees
- Hearing and determining appeals from internal union disciplinary hearings
- Delegating certain authority to the Executive Council

3. Composition and Size

The Revision increases the size of the Board of Governors to 85 members, in addition to the National Officers. The increased members are to afford geographic Areas and non-resident Artists at-large seats on the Board.

4. **Elections**

This section provides for staggered elections, with roughly 1/2 of the Board being elected every 2 years. The Board decided to keep this system, as it makes sure that there is continuity of knowledge and experience after every election.

5. **Vacancies in Office**

This section provides that if a member of the Board cannot serve out their term, their replacement will be selected by the Board, and that person will serve until the next biennial election, after which there will be an election to fill the seat. If there is still time remaining on the term at the time of the election, the person elected will serve the balance of the time remaining.

6. **Quorum and Voting**

This section sets the Board's quorum at 35 members and limits the number of proxies any Board member can hold to 2.

7. **Meetings**

This section sets out how Board meetings may be called. It also provides for the Board to use videoconferencing for Board meetings. This section also sets out the procedure by which the Board can do a poll instead of meeting, and how Special Meetings of the Board of Governors may be called.

8. **Limitations on Individual Action**

This section says that the Board has to act as a Board; an individual member of the Board may not use the authority of AGMA without using the proper procedures.

9. **Recall and Removal of a Board Member for Serious Misconduct**

This section provides that a petition seeking the removal of a member of the Board of Governors for serious misconduct, signed by 10% of the membership, may be filed with the National Executive Director to initiate a removal proceeding. This section also provides that any Board member may file charges seeking the removal of another Board member.

Changes

1. **Change:**

The Revision increases the size of the Board from 75 to 85. The additional 10 seats are at-large seats, for Areas and for non-resident artists.

Reasoning:

In order to comply with federal law, the Revision proposes some changes to the way that we elect and nominate our Board of Governors. Because of those changes, the Board thought it was important to guarantee the representation of all Areas on the Board of Governors. Additionally, one seat will go to AGMA members who do not reside in the United States.

2. **Change:**

Limiting the amount of proxies any individual can hold to 2 proxies.

Reasoning:

Because the AGMA Board of Governors is made up of working members of the union, it is not always possible for individuals to attend a particular meeting. The proxy system, where one Board member entrusts their vote to another member, allows the full Board to weigh in on important issues, even if someone has a rehearsal or performance call they cannot miss. However, the Board wanted to limit the number of proxies any individual can hold to ensure that Board members attend meetings and participate in discussion and debate to the maximum extent possible.

- * **Please see President Menard's November 9 statement (posted on the Constitutional Referendum page on the AGMA website) regarding AGMA Member's right to recall members of the Board of Governors, by petition followed by a referendum vote, for serious misconduct.**

Article VII: National Officers

Contents

1. **National Officer Positions**

This section lists the National Officer positions: President, Secretary-Treasurer, 4 Regional Vice Presidents (New York, Midwest, Eastern and Southern, and Western, and 4 Employment Category Vice Presidents (Choristers and Actors, Soloists, Dancers, and Stage Staff).

2. **Authorities and Duties of the President**

This section sets out the authorities and duties of the AGMA President:

- Carrying out the policies of AGMA
- Presiding at meetings of the Board, the Executive Council, the Committee on Committees, a National Convention, and any Conferences. Provides that the President cannot chair a Standing Committee other than the Executive Council
- Serving as a non-voting member of the Personnel Committee
- Delegating tasks to other elected leaders

This section also provides that if the President cannot finish their term, the Board of Governors will select a replacement from among the other Officers, until the next biennial elections.

3. **Authority and Duties of the Secretary-Treasurer**

This section provides that the Secretary-Treasurer is responsible for the financial administration of AGMA and submitting an annual budget to the Board. Also provides that the Secretary Treasurer is the chair of the AGMA Finance and Budget Committee.

4. **Authority and Duties of the Vice-Presidents**

This section provides that the Board of Governors may assign Vice-Presidents duties and responsibilities.

5. **Recall and Removal of a National Officer for Serious Misconduct**

This section provides that a petition seeking the removal of a member of the Board of Governors for serious misconduct, signed by 15% of the membership, may be filed with the National Executive Director to initiate a removal proceeding. This section also provides that any Board member may file charges seeking the removal of another Board member.

Changes

1. **Change:**

Combining offices of Treasurer and Recording Secretary into Secretary-Treasurer.

Reasoning:

Many of the traditional functions have been made easier by technology or are now assisted by staff. Both current officers support this change. In addition, combining these offices makes sense in light of the additional Vice Presidents provided for in the Revision.

2. **Change:**

This Article increases the number of AGMA Vice Presidents from 5 to 8. This is one of the biggest and most important changes in the Revision.

- 4 VPs will be elected by and from Regions (New York, Midwestern, Eastern and Southern, and Western)
- 4 VPs will be elected by and from employment category (Soloists, Choristers and Actors, Stage Staff, and Dancers)

Reasoning:

This new structure with additional Vice Presidents guarantees that each Election Region and each Employment Category has direct representation at the highest levels of AGMA's leadership. These individuals will be nominated by and voted on by the members of each Election Region and Employment Category.

3. **Change:**

If the President vacates their office, the Board will choose the replacement from among the VPs to serve until the next biennial election.

Reasoning:

The Revision eliminates the office of First Vice President (and the rest of the "numbered" Vice Presidents), so in the event that the President cannot finish their term, the Board will elect one of the other Officers to finish their term.

4. **Change:**

The threshold for filing charges to remove a National Officer by petition was changed from 10 to 15%.

Reasoning:

The Board felt that a slightly higher threshold for removal of an Officer was appropriate to ensure that a sufficient number of members supported such a serious action.

- * **Please see President Menard’s November 9 statement (posted on the Constitutional Referendum page on the AGMA website) regarding AGMA Member’s right to recall AGMA National Officers, by petition followed by a referendum vote, for serious misconduct.**

Article VIII: Standing and Area Committees

Contents

1. Executive Council

a. Composition and Size

The Executive Council will be comprised of 19 members, the 10 National Officers and another 9 members selected by the Board of Governors.

b. Authority and Duties

This section lists the authority and duties of the Executive Council:

- To act for the Board in between meetings on matters requiring immediate attention
- To make recommendations to the Board
- To help establish priorities for AGMA
- To facilitate the coordination of work among the Board’s committees
- Overseeing the work of the National Executive Director
- Initiating long-range planning
- Other duties as the Board may provide

This section also requires that the Executive Council report on their actions at each subsequent Board meeting, and prohibits the Executive Council from acting in contravention of the Board’s policies, actions, or authorities.

c. Selection of Non-Officer Executive Council Members

The Board of Governors will elect the 9 non-Officer members of the Board of Governors after each biennial election.

d. Term

Officers will serve on the Executive Council for their full 4-year term. Non-Officers will serve for 2 years.

e. **Meetings**

The Executive Council is required to meet regularly. The President or a majority of members of the Executive Council may call a special meeting.

f. **Voting**

Proxy voting is not allowed.

g. **Permanent Vacancy**

This section provides that the Board can fill any permanent vacancy on the Executive Council.

2. **Area Committees**

a. **Composition and Size**

This section provides that the Board can establish areas and require elections of Area Committee members. Each Area Committee must have at least 5 members, including an Area Chair and Area Vice Chair. If there is a member willing to serve, there must be representation for each employment category on an Area Committee.

b. **Duties and Responsibilities**

This section lays out duties of Area Committees:

- Holding meetings and providing AGMA members in an Area with opportunities to discuss matters of concern.
- Facilitating communication in the Areas
- Reporting to the Board as necessary
- Providing input on CBAs

c. **Election of Area Committee Members**

- Elections will be held by secret ballot every 2 years.
- To be eligible to serve on an Area Committee, you must: 1) be an active member in good standing, and; 2) reside in the area and work under 1 AGMA CBA *or* work under an AGMA CBA in the Area in 2 of the last 4 years before nomination.

- To be eligible to serve as Area Chair or Vice-Chair, you must: 1) be an active member in good standing, and; 2) reside in the area and work under 1 AGMA CBA *or* work under an AGMA CBA in the Area in 2 of the last 4 years before nomination.

d. **Meetings**

- Meetings must be held at least annually. The Area Chair, the National Executive Director (at request of the AGMA President), a majority of the Board of Governors members representing the Area, or 10% of the active members in an Area may call a special Area meeting.
- This section provides that members who can't physically attend Area meetings will be allowed to fully participate in Area Meetings.

e. **Quorum**

A quorum for an Area Meeting is a majority of the Area Committee members.

f. **Term**

Area Committee members serve 2-year terms.

g. **Vacancies**

Any vacancies will be filled by the Area Committee.

3. **Finance and Budget Committee**

- This section provides that there will be 15 members of the Finance and Budget Committee, serving 2-year terms, at least 6 of whom must come from outside of New York. The Secretary-Treasurer chairs the Committee, and a majority of the Committee constitutes a quorum.
- The section also provides that the Finance and Budget Committee should make recommendations to the Board on financial issues, prepare and monitor the annual budget, and review the annual audit.

4. **Administration and Policy Committee**

This section provides that there will be 15 members of the Administration and Policy Committee, serving two-year terms, at least 6 of whom must come from outside of New York. The Committee will elect a Chair and Vice Chair. The Committee is responsible for overseeing and making recommendations on policy matters.

5. **Work Rules Committee**

This section provides that there will be 18 members of the Work Rules Committee, serving 2-year terms, with at least 2 members from each Employment Category. The Committee will elect a Chair and Vice Chair. The Committee is responsible for reviewing CBAs and waivers, and making recommendations on related issues.

6. **Membership and Member Relations Committee**

This section provides that there will be 22 members of the Membership and Member Relations Committee, serving 2-year terms, with at least 1 member per geographic Area. The Committee will elect a Chair and Vice Chair. The Committee is responsible for overseeing AGMA's communications strategy, AGMA's organizing strategy, member complaints, Area Committees, and other related matters.

7. **Committee on Committees**

This section provides that the Committee on Committees will be comprised of the President and the Area Chairs. The Committee will make recommendations for membership on committees, as well as recommendations for any vacancies on the Board of Governors.

8. **Personnel Committee**

This section provides that the Personnel Committee, which is responsible for AGMA's administrative structure and staff, will be comprised of 5 members of the Administration and Policy Committee or Finance and Budget Committee. At least 2 members must reside outside of New York and at least 2 must reside within New York. AGMA's President and National Executive Director serve as non-voting members.

Changes

1. **Change:**

Provide that all Officers will serve on the Executive Council, along with 9 members elected by the Board.

Reasoning:

This is a step to democratize the union. The membership will now directly elect a majority of members on the Executive Council, which acts for the Board in time-sensitive situations. When combined with the changes to categories of Vice Presidents, this ensures representation from every Region and Employment Category on the Executive Council. Other than the membership and the full Board of Governors, the Executive Council is the most important body in AGMA. This change ensures that the body is representative of the membership and chosen by the membership. The remainder of the Council will be appointed by the Board, to ensure diversity and a balanced Executive Council. Finally, the larger Executive Council simply means more elected leaders on this important body, increasing the democracy of the union.

2. **Change:**

Provide that the Executive Council may act on matters that require immediate attention.

Reasoning:

The Executive Council is currently only permitted to act on “emergency matters.” During COVID-19, the Executive Council has filled a vital function by approving contracts and waivers that have allowed our members to get needed aid or get back to work. These waivers, while time-sensitive, might not meet the definition of “emergency” in all instances. The Board, recognizing the need for this kind of action between Board meetings, recommended this slightly more forgiving standard.

3. **Change:**

This section makes significant changes to Area Committees. It adds requirements to serve on Area Committees, to ensure that Area Committees are staffed by members who live in the Area or work in the Area. It provides that there will be a seat on every Area Committee for each employment category. The section also requires that members who cannot physically attend meetings be allowed to fully participate in Area meetings, so that our traveling members are not disadvantaged.

Reasoning:

Area Committees are a vitally important part of AGMA, and the Board wanted to have them operating in a more regular manner. The Revision standardizes the way Area Committees are elected, setting everything out in the Constitution. This provides guidance to members and staff for

making sure each area has a strong and powerful committee representing the needs of its members in the area.

The Revision makes sure that members can fully participate in Area Committee meetings if they are not physically present—important for our soloists, production staff, and other itinerant members.

Article IX: Discipline of Members

1. Change:

This is a new section, taken from the Bylaws and from AGMA's Disciplinary Procedures.

Reasoning:

Unions can discipline their members if they engage in conduct that is against their responsibilities as members or if they do something adverse to the interests of the union or the members. In the current Constitution, there was only one section of one article (Article V, Government) that discussed discipline, and the rest was in AGMA's policies.

The Revision puts this into the constitution, so that every member very clearly understands their rights when it comes to internal union disciplinary procedures. This change is designed to increase transparency.

2. Change:

Changed statute of limitations for internal union charges to 45 days from when the complainant knew or should have known. Provided that the time limit may be waived if there is good cause. Also provided that the time limit will be tolled if AGMA or an employer is investigating the conduct at issue.

Reasoning:

The new time requirement strikes a balance by ensuring that members won't be brought up on internal charges for something that happened a long time ago. At the same time, it makes sure that a member can still be disciplined down the line for conduct that the member keeps hidden (i.e., sexual harassment).

The Revision also makes sure that the time limits may be waived if there is a good reason, which is important given the nature of some kinds of allegations. For instance, targets of sexual harassment often need time to process an incident before they are prepared to initiate a formal process.

The Revision also makes sure that a member can wait until AGMA or an employer finishes their investigation before bringing a charge.

Article X: Convention

1. Change:

This section of the Revision greatly expands the Convention process in the current constitution, which only talks about how conventions are called, the number of delegates each area gets, and other rules. The new version clearly sets out how to call a convention, the time and place of a convention, the delegates to a convention, the authority of a convention, etc.

Reasoning:

AGMA hasn't had a convention in quite some time. Now, if we do, we know the rules. Like many of the changes, this is about clarity and transparency.

2. Change:

Increased the threshold for members to call a convention, from 10% of each Area or 20% of the membership to 20% of each Area or 30% of the membership. Increased the time the Board has to schedule a convention after receiving a petition from 90 days to "a reasonable period of time."

Reasoning:

A convention is a massive undertaking and requires substantial resources, staff time, and planning from the Board of Governors. A convention would conservatively cost AGMA tens of thousands of dollars. Because of the cost and effort required, the Board thought it was appropriate to raise the threshold. The extended amount of time is included to allow the Board and AGMA staff to adequately prepare for a convention.

3. Change:

Provided that the number of delegates be selected in accordance with policies established by the Board of Governors. Allows the Board to establish procedures for choosing delegates.

Reasoning:

There is currently a mechanical formula for allocating delegates to a convention: 1 delegate for each 25 members in a geographic area. This

change affords the Board the flexibility to tailor the convention to the financial realities of the Union and to the purpose of the convention.

Article XI: Nomination and Election

1. Change:

The biggest change in this Article is a shift in the way that AGMA elects its Board of Governors. Instead of electing by Area, the Revision creates 4 Election Regions: New York, Midwestern, Eastern and Southern (comprised of New England, Pittsburgh, Philadelphia, Washington/Baltimore, New Orleans, and Texas/Oklahoma), and Western (comprised of Southern California, San Francisco, and Northwest).

In addition to the Regions, the Revision also provides for the election of At-large Governors, one for each Area and one for non-resident members.

Reasoning:

Currently, there are members of AGMA who would otherwise be eligible but still cannot run for a seat on the Board of Governors. The reason is that there are not enough members in each Area to qualify for a seat under our current system. For instance, there is neither a Dancer seat, a Stage Staff seat, or a Soloist seat on the Board of Governors for Pittsburgh. This is a legal problem—it's directly contrary to federal labor law. It is also a fairness problem: every member of AGMA should be able to run for the Board.

By making larger Election Regions, the Revision fixes these problems by ensuring that every member of AGMA will be able to run for the Board, now and in the future. The Revision also adds At-large seats for each Area and for non-resident members. The reason for this is to make sure that, under the new system, each Area still has guaranteed representation on the Board.

This change is a massive step towards democratizing the union:

- Every member who meets eligibility requirements can run for the Board of Governors
- Non-resident artists have a guaranteed voice on the Board
- At-large seats guarantee Area representation

2. Change:

Eligibility rules for running for officer and governor positions.

National Officers:

All Officers: active member in good standing for 24 months prior to nomination; worked under an AGMA CBA within 5 years or worked a total of 100 weeks under an AGMA Agreement.

Employment Category VPs: declared member of the Employment Category for at least 12 months before their nomination.

Regional VPs: declared member of the Region for at least 12 months before their nomination.

Board of Governors:

All Governors: active member in good standing for 12 months prior to the date of nomination; worked under an AGMA CBA within 5 years or worked a total of 80 weeks under an AGMA Agreement.

Employment Category Governor: declared member of the Employment Category and Region for at least 12 months before their nomination.

At-Large Governor: declared member of the Area for at least 12 months before their nomination.

Reasoning:

The Revision adds these requirements to make sure that the elected leaders of AGMA are working members of AGMA. The 5-year requirement is designed to be forgiving enough that the vast majority of AGMA's working members will meet the requirement. The 100/80-week requirement allows our retired members to continue their service to the union, so that AGMA can benefit from their experience.

Additionally, the Revision makes sure that the leaders representing Regions, Areas, and Categories are actually from those areas and categories.

3. **Change:**

Defined "Election Employment Categories": Soloists, Choristers and Actors, Stage Staff, Dancers.

Reasoning:

These categories have traditionally been combined for the purpose of elections, but at the moment that decision is entirely in the hands of the Board. This change increases transparency, as the system will be laid out in advance, and every member will know how they are counted for purposes of elections.

The Election Categories combine several of the smaller categories in order to increase representation for those groups, ensure that there are interested members to fill leadership positions, and to ensure geographic diversity on the Board of Governors. Combining Stage Staff increases their representation on the Board, and ensures that Stage Staff from every part of the country will be able to run for the Board of Governors.

4. **Change:**

The Revision adds a conflict of interest rules which states that a member can't be an officer or governor if they are management at a signatory. The Revision also adds a rule saying a member can't run for office if they are a member of AGMA's staff.

Reasoning:

The Conflict of Interest rules are a legal requirement, so it has been added to this section. The ban on staff members running for leadership is longstanding AGMA policy, which is now being included in the Constitution for transparency.

5. **Change:**

The Revision adds nomination and election process to the Constitution.

Reasoning:

This change was added for transparency, so that our members know in advance what the rules are for running for office. The section now includes important dates, deadlines, and procedures regarding the administration of the election.

6. **Change:**

The Revision removes Area Nominating Committees, and instead only provides for nomination by petition.

Revision:

This change is designed to increase the democracy of the union. All members of leadership will now be directly nominated by their coworkers.

7. **Change:**

To transition to the new system, Officers will get elected under the new system in 2023. AGMA will start the new census procedure in 2021 and immediately start counting Governors by Region. AGMA will elect at-large seats from non-resident artists, Southern Central, Pennsylvania, Northwest, and Southern California, with the rest elected in 2023.

Reasoning:

This transition plan is designed to move AGMA from one system to another in an orderly fashion. The current Officers, duly elected in 2019, will serve out their terms. By transitioning to the new system for the 2021 Board of Governors elections, we immediately bring our election system into legal compliance. Staggering the election of At-large seats—while prioritizing seats for Areas that have been combined into Election Regions—maintains the staggered elections of the Board of Governors, and allows members who were duly elected in 2019 to finish their terms.

Article XII: Referenda

1. **Change:**

This is a new Article, made up of what used to be Section 4 of Article XI (Elections). There are no substantive changes.

Reasoning:

Referenda are important enough to deserve their own Article, and separating it out will hopefully make it easier for our members to find the rules regarding referenda.

Article XIII: Dues, Initiation Fees, and Assessments

1. **Change:**

This is a new Article, which used to be part of the Bylaws. This lays out the AGMA dues structure, as it currently exists, and the process for any increases or changes. There are no proposed changes to dues in the Revision.

Reasoning:

AGMA’s dues structure should be in the Constitution for the sake of transparency. Also, because any increases in dues must be approved by the membership anyway, it makes sense to have this in the Constitution.

It’s important to note that the Revision does not include any increase to dues paid by AGMA members. The Petition Amendments do include a proposal to raise and eventually eliminate the dues cap, along with reducing the initiation fee temporarily.

The Revision does not include a proposal on dues for several reasons. First, the COVID-19 pandemic continues to disrupt the lives and livelihoods of many of our members, and the Board did not believe that this was the time to increase dues. AGMA is financially healthy at present and will be for some time.

Article XIV: Collective Bargaining

1. **Change:**

Section 1 is about ratification of CBAs. This section took requirements to ratify a CBA from the Bylaws and added them to the Constitution. The Revision adds a requirement that CBAs be voted on by the bargaining unit and removes the requirement that it be reviewed by Area Committees.

Reasoning:

Ratification of CBAs is incredibly important, so it belongs in the Constitution for transparency. Adding the requirement that CBAs be voted on by the bargaining unit is about union democracy. All members deserve a say on their CBA. This is already current practice, but this change codifies that.

Additionally, the Board knows that it’s important for Area Committees to review CBAs—that practice helps Area members know what is going on at nearby signatories. To ensure this, review of CBAs is a duty of Area Committees in Article VIII. Area Committees will continue to perform this function, even though its not a requirement prior to ratification.

2. **Change:**

Section 2 is about Do Not Work Orders and is taken from Sections 1 and 2 of old Article VI: Members’ Contracts. The Revision removes the ability of the Board to call for a boycott of *any firm or person* that breaches a contract with AGMA.

The Revision also rewrites the section on Do Not Work Orders, which now makes clear that the Board may direct members to not work with industry entities. The Revision removes the requirement that a Do Not Work Order be confirmed by referendum.

Reasoning:

The power in the current Constitution that allows the Board to call for a boycott is an overbroad power of the Board. It is not clear that it would be enforceable as a matter of law or appropriate. Under that language, AGMA could theoretically call on members to boycott a particular restaurant if AGMA was overcharged on a catering bill. The Board felt that it was prudent to remove this language.

The bigger substantive change is removing the member ratification requirement for Do Not Work Orders. Do Not Work Orders are a matter of grave and serious consequence. If the Board were ever to take that extraordinary step, we do not want our employers to think that the decision is not final, and therefore refuse to make necessary concessions. Additionally, similar to our practice with waivers, this change puts pressure on the Board and takes it off of the members; it removes the risk of companies soliciting individual members to vote no.

3. **Change:**

Adds procedure for strike votes. The Article requires: 1) recommendation from negotiating committee; 2) vote by bargaining unit (anyone with a contract in past or future 12-month period); 3) ratification by the Board or Executive Council.

Reasoning:

It's very important to have this consequential procedure spelled out, so the Revision puts it in the Constitution. The Revision provides that those with contracts in the last twelve months or in the next twelve months get to make the decision. This is necessary because the Board felt that is the best gauge of the bargaining unit, as well as people who will be impacted by the decision in the near future.

Article XV: Notices

1. **Change:**

The Revision requires that all members file a physical and email address with AGMA. The Revision specifies that notice is sufficient if it goes out by email, consistent with applicable law.

Reasoning:

AGMA needs to be able to communicate by email whenever allowed by federal law. This will reduce costs, help AGMA go green, and ensure that our members get important updates as soon as possible, rather than waiting for the mail. These two changes, taken together, make sure we can do that.

Article XVI: Affiliation

1. **Change:**

The Revision lowers the threshold necessary to merge or affiliate with another labor organization from 70% to 2/3.

Reasoning:

The Board wanted to make it easier to merge or affiliate if that is in the best interest of the Union. This threshold mirrors the dissolution threshold (though the dissolution threshold is 2/3 of *all* members, not 2/3 of all members *who vote*).

Article XVII: Member Contracts

1. **Change:**

Removed provision stating Article on AGMA not setting maximum compensation can never be amended.

Reasoning:

The Board recommends removing this provision because it is incorrect as a matter of law. Any Article may be amended, and having that language is confusing.

2. **Change:**

Moving the provision about confidentiality of members contracts from Article VI.

Reasoning:

The other provisions of Article VI have been removed or added into other Articles, as described above in the description of Article XIV. The Board wanted to retain this language about staff needing to keep member contracts confidential.

Article XVIII: Claims of Members

The Revision does not make any substantive changes to this Article, though it has been edited, including to remove gendered language.

Article XIX: Amendments

1. Change:

Increased the threshold for a petition amendment from 50 signatures to 10% of active members.

Reasoning:

The Revision makes this change because 50 members is a threshold for a smaller union. This threshold was written at a time when AGMA was a smaller union. At present, 50 members is less than 1% of the membership of the union.

Constitutional changes are vitally important and referenda on those amendments are costly and time consuming. While the Constitution can be amended, the Board feels that those decisions should be considered and enjoy broad support from AGMA's membership.

Raising the threshold to a sizable minority of the membership will ensure that AGMA doesn't spend money or time on potential changes that are only supported by a small fraction of our members. Additionally, raising the threshold makes it more likely that amendments will pass a referendum, because they will already gain significant popular support before they are sent to the full membership.

Article XX: Real Estate

The Revision does not make a change to this Article.

Article XXI: Dissolution

The Revision does not make a change to this Article.

Article XXII: Rules of Order

1. Change:

Added from the Bylaws the requirement that AGMA Meetings are governed by Roberts Rules of Order.

Reasoning:

This is a step for clarity and transparency. There is no substantive change because this was already in the Bylaws, but because this is about governance, it belongs in the Constitution with everything else.