

SOUTHWEST / GULF COAST REGIONAL COUNCIL OF SMART

BYLAWS

APPROVED

09/22/2023

These bylaws as amended shall be effective on September 22, 2023 and **the** Regional Council as amended shall come into existence and start operations on that **date**. These Bylaws **shall** be subordinate to the provisions of **the** Constitution of **the** International Association of Sheet Metal, Air, Rail and Transportation Workers (**SMART**), **AFL-CIO**, (hereinafter called "**the** International" **or** "International Union"). In case of **conflict** between these provisions and **the** provisions of the Constitution, the latter shall govern. All questions and disputes concerning the meaning or application of these Bylaws shall be decided by **the** General President of the International Association, whose decision shall be final and binding.

Article One (1) - Name

This organization is a regional council governed by the provisions of Article 9 of the SMART Constitution (2019) and shall be known as the Southwest/Gulf Coast Regional Council (Council) of SMART.

Article Two (2) - Council Powers

Section 1 - General Powers and Territory

Sec. 1. The Council shall be composed of Local Unions 54, 67, 68 and 214 and any Local Union which is added to **the** jurisdiction of the Council by the International Union's General Executive Council. **The** Council shall **be** the central governing body **over** and shall have legislative and executive powers on all matters relating to **the** general interest and welfare **of** affiliated Local Unions and their members. It shall have the power to collect and retain all dues, assessments, fines and other payments due from members of local unions which belong to **the** Council. All persons employed on matters **within the** jurisdiction of the Council, including Regional Managers, Council Representatives and Organizers, shall be employees of **the** Council. No person shall be an employee of an affiliated Local Union. Furthermore, **the** Council shall have all other powers provided for in **the** Bylaws. All powers of **the** Council **shall** be exercised by its various officers according to **the** authority given to them in these Bylaws. **The** Council

shall be subject to **Article Three, Section 2 of the International Constitution. The Council's** headquarters office shall be located **within** the geographic jurisdiction of Local 67 ("Headquarters Region").

Section 2 - Negotiations

Sec. 2. The Council shall have the exclusive power and authority to negotiate, ratify and execute collective bargaining agreements for and on behalf of its affiliated Local Unions, except to the extent the International **Union** exercises its jurisdiction or authority. The **method** of collective bargaining ratification, **which** may include a **vote** of the membership, shall be decided by **the** Council. Furthermore, **the** Council shall have the authority to adopt rules and procedures governing the **method of** ratification.

Section 3 - Consolidation of Trust Funds

Sec. 3. The Council and the affiliated Local Unions shall wherever possible consolidate jointly-trusted health, pension, training, and labor-management funds in order to achieve greater efficiency and consistency.

Article Three (3) - Council Objectives

The objectives of the Council are to further the objectives of the International Union, organize the unorganized, to bring about harmony and unity between Local Unions; to establish a minimum rate of wages in the Council; to enforce a code of working rules governing hours, wages, and other terms and conditions of employment; and to create a marketplace in which an atmosphere of labor/management cooperation will enhance prosperity for Union employers while, at the same time, insuring job security, safety, training and excellent wages and benefits for our members.

Article Four (4) - Council Jurisdiction

Section 1 - Territorial Jurisdiction

Sec. 1(a). The territorial jurisdiction of the Council shall be the State of Texas except the territorial jurisdiction of Local 49, **the State of Louisiana**, and the territorial jurisdiction of Local 214 in the **State of** Mississippi. Territorial jurisdiction may be altered at any time by the General President in accordance with **the** International Constitution. All Local Unions **of** the International **Union** within the territorial jurisdiction of the Council shall come under the jurisdiction of the Council and shall be affiliated with the Council.

Sec. I(b). A local union which becomes affiliated with the Council after its initial formation shall be bound by these Bylaws in their entirety and shall have all the rights and privileges thereunder including but not limited to representation on the Council's Executive Committee.

Section 2-Work Jurisdiction

Sec. 2. The work jurisdiction of the Council shall be as set forth in Article One of the International Constitution and such other work as may be obtained and maintained through organizing and collective bargaining agreements.

Article Five (5) - Officers

Section 1- Council Officers

Sec. 1. The Officers of the Council shall be: President, Financial Secretary-Treasurer, and members of the Executive Committee. Each local union affiliated with the Council shall be entitled to two Executive Committee members. The initial officers shall be: President: Billy Kenyon; Financial Secretary-Treasurer: Edward Gonzalez, Executive Committee members: Armando Aguirre (Local 54); Jeffrey Berryman (Local 54); James May (Local 67); Mark Garcia (Local 67); Scott Tobin (Local 68); Frank Robinson (Local 68); James Parrish (Local 214); Jesse Sibley (Local 214). The President and Financial Secretary-Treasurer must reside in the Headquarters Region when they assume office.

Section 2- Council Office Elections

Sec. 2. The Officers of the Council shall be elected in June 2026 and every three years thereafter. Elected officers shall take office on July 1 following the election. The President and Financial Secretary-Treasurer shall be elected at large by the members of all local unions affiliated with the Council. The members of the Executive Committee shall be elected by the members of the local unions of which they are members. The Council will hold a meeting in each local union affiliated with the Council, either in the month of May of an election year or early in the month of June, for the purpose of making nominations for Council officers. No member may be nominated for or elected to more than one (1) office or position in any local union. Any member who is nominated for local union office and who is not present at the meeting at which nominations are made shall be dropped from the list of nominees unless within five (5) days of such nomination they notify the Financial Secretary-Treasurer in writing of their willingness to run for such office. When there is no contest for an officer position, the Financial Secretary-Treasurer shall declare the properly-nominated candidate(s) elected. The Financial Secretary-Treasurer shall be responsible for designing, printing and distributing the ballots for the election should

balloting become necessary. The President **may** appoint an election committee from among members in good standing of **the** local unions affiliated with **the** Council to take charge of the **election**

process.

Section 3 - Qualifications for Council Office

Sec. 3. Candidates for a Council office must be members in good standing of a local union affiliated with **the** Council for a period of **at least two** (2) consecutive years immediately preceding **their** nomination and **election**. They must also at the time of their nomination and **election** either (i) **be** working at **the** trade for **at least two** (2) years immediately prior thereto, (ii) **be** salaried officers **or** representatives of this Association, (iii) **be** salaried officers or representative **of a** local union **or** council, or (iv) **be** salaried officer or representative **of the** AFL- CIO or an affiliate or subordinate unit of thereof.

Section 4 - Duties of the President

Sec. 4(a). The President shall be responsible **for** the management and supervision of **the** field activities, business office(s), and for conducting the daily business of **the** Council.

Sec. 4(b). **The** President shall have the authority to appoint, hire, suspend, promote or terminate Regional Managers, Council Representatives and Organizers. **The** President **may** appoint members of the Executive Committee to such positions but membership on **the** Executive Committee is not a condition or a guarantee of appointment. A majority **of the** Executive Committee may convene a meeting to consider any suspension **or** termination **of a** Regional Manager, with notice to all members of **the** Executive Committee and at a date, time and place **which** gives each member **of the** Executive Committee a reasonable opportunity to attend, and may reverse any such suspension or termination by a two-thirds vote. **The President shall** direct and supervise Regional Managers, Council Representatives and Organizers in **the** employ of **the** Regional Council in the performance **of their** duties and assign them to any territory or task. The President shall exercise the union powers of appointment under the trust agreement for each fund sponsored by a local union **affiliated with the** Council, provided that the pattern of local representation prior to the Council's formation shall be retained.

Sec. 4(c). **The** President **with** the approval **of the** General President of SMART may reduce or increase the number of Council Representatives and/or Organizers as financial conditions **of the** Council may dictate.

Sec. 4(d). **The** President shall have responsibility for negotiation of **all** collective bargaining agreements covering members of **the** Council.

Sec. 4(e). **The** President shall have the authority to hire, suspend, promote or terminate all clerical **or** custodial employees and determine their duties, assignments, compensation,

hours of employment and conditions and to purchase **and** utilize such equipment and supplies as he or she deems necessary for **the** proper operation **of** Council offices.

Sec. 4(f). The President shall be responsible **to** the Council, **the** affiliated Local Unions, and the General President for results in organizing **the** jurisdiction **of the** Council, for establishing working relations with employers, and for protecting **the** jurisdiction **of** SMART.

Sec. 4(g). The President shall have exclusive responsibility for granting Resolution 78 relief.

Sec. 4(h). **The** President shall establish hiring hall procedures.

Sec. 4(i). **The** President is authorized to make expenditures to pay salaries and benefits of Council employees and to purchase office equipment and supplies, to pay all obligations owed **to the** International **Union**, and to pay recurring expenses previously authorized by the Executive Committee.

Sec. 4(j). The President is also authorized to make such expenditures as they deem appropriate to promote and protect **the interests of the** membership, provided that any such expenditures exceeding \$10,000 must be approved in advance by **the** Executive Committee and provided that such expenditures are not prohibited by resolution adopted by **the** Executive Committee. All checks **or** electronic payments shall be co-signed by the President and the Financial Secretary- Treasurer or a member **of the** Finance **Committee**

Sec. 4(k). The President shall serve as a trustee and appoint all labor trustees of **jointly-**administered trust funds where **this** power **of** appointment is given by the respective trust fund documents.

Sec. 4(l). The President shall review with **the** Executive Committee **of the** Council **all** minutes of any trust funds with a copy of same **to** remain at the office of **the** Council.

Sec. 4(m). The President by virtue of office shall automatically be deemed an elected Delegate from **the** Council to the conventions of SMART, state building and construction trades councils, labor federations, and any **other** organizations' conferences or meetings with **which the** Council may participate or become affiliated.

Sec. 4(n). **The** President may delegate any **of their** authority to another officer or agent of this Council when **they** deem it necessary.

Section 5 - Duties of the Financial Secretary-Treasurer

Sec. 5(a). **The** Financial Secretary-Treasurer shall receive and record on official receipts all

monies paid to **the** Council and keep a correct record **in the** membership dues ledger of the account, obligations and payments **of** each applicant for membership and member, issue **official** receipts in either electronic format approved by **the** General Secretary-Treasurer, or in printed triplicate form. In each instance **when** payments **are** made to him or her by applicants **or** members and no other form of a receipt shall be issued.

Sec. 5(b). All monies paid into **the** Council shall be deposited by **the** Financial Secretary-Treasurer in the name of **the** Council in such bank or banks as properly designated by **the** Executive Committee.

Sec. 5(c). **The** Financial Secretary-Treasurer shall furnish each Local Union **with** a copy of the quarterly financial report of the Council certified by the Finance Committee of **the** Council.

Sec. 5(d). **The** Financial Secretary-Treasurer shall maintain a current list **of** names and addresses **of all** members of **all** affiliated Local Unions, keep a correct record of each meeting, keep **all** documents and correspondence, issue **all** calls for a special meeting, keep a record **of** all charges, trials and fines, take charge of the seal **of the** Council and affix **same to** all official documents, sign all legal orders, keep a correct account between the Council and the Local Unions, receive all **monies** paid to **the** Council. The Financial Secretary-Treasurer shall be responsible for issuing transfer cards and receiving members traveling from other jurisdictions and shall report these actions promptly to **the** President **or his or her** designee.

Sec. 5(e). The Financial Secretary-Treasurer shall furnish to each Local Union a correct record of each meeting **of the** Executive Committee.

Sec. 5(f). **The** Financial Secretary-Treasurer shall take charge **of all the** ballots cast in any election of the Council and shall preserve said ballots and other records relating to the election for a period of one (1) year after **the election date**, and shall report the results **of the** election to the General Secretary-Treasurer.

Section 6 - Executive Committee

Sec. 6. The Executive Committee shall consist **of the** President, **the** Financial Secretary- Treasurer, and the members elected by **each** local union affiliated **with** this Council. Each member **of the** Executive Committee must remain a member in good standing **of** a local union affiliated with **the Council as a condition of** continued service **on the** Board.

Section 7 - Meetings of the Executive Committee

Sec. 7. The Executive Committee shall meet **at** least once each calendar quarter on a date and **at** a place and time determined by the President. **The** President may call additional meetings but is

not required to do so. **The** President shall give all members **of the** Executive Committee at least 15 days advance notice **of** each meeting. Meetings may **be** held by teleconference **with the** consent of a two-thirds majority **of the** Executive Committee. **The** Executive Committee shall act by majority vote. Regional Managers who are not Executive Committee members may attend Executive Committee meetings at the invitation of the Executive Committee, but may not vote **on any** matter. **The** Executive Committee shall approve any purchases, sales or long-term leases **of real** property.

Section 8- Finance Committee

Sec. 8(a). The Finance Committee shall consist of four members **of the** Executive Committee, with **at** least one from each affiliated Local Union, to **be** elected by **the** Executive Committee at its first regular quarterly meeting each year. **The** President and the Financial Secretary-Treasurer may not be on **the** Finance Committee.

Sec. 8(b). The Finance Committee shall monitor all funds and properties **of the** Council subject to such instructions from **the** Executive Committee as they may receive from time to time. The Finance Committee **shall** audit all books and accounts of **the** President at least monthly and report their findings to **the** Council and perform such other duties as **the** Council may require. **The** Finance Committee shall audit all receipts and accounts of any other person authorized to collect funds. **The** Council shall engage a Certified **or** Registered Public Accountant for periodic audits, but not less than once a year, and such audit shall be examined by **the** Finance Committee for comparison **with the** Finance Committee's audit and shall report their conclusions in writing to **the** Executive Committee.

Section 9-Vacancies in Office

In the event of a vacancy in the office of President or Financial Secretary-Treasurer due to the incumbent's resignation, removal, **death or** long-term incapacity (as determined by the Executive Committee **with the** concurrence of **the** General President), the Executive Committee shall select the officer's successor by majority vote and the successor shall assume the office and duties of the office for the remainder of the term. Any vacancy as defined above in the office of an Executive Committee member shall **be** filled through **election** by the members of **the** local union **which** elected the Executive Committee member. **The** President shall announce to **the** Executive Committee the existence of the vacancy, and the election of the replacement shall **be held** within the next 90 days.

Article Six (6) - Compensation

Section 1 Compensation of Officers and Employees

Sec. 1(a). The compensation of the initial President and Financial Secretary-Treasurer shall be determined by the General Executive Council.

Sec. 1(b). The Executive Committee shall approve the compensation for all employees of the Council, including the President and Financial Secretary-Treasurer. All compensation decisions by the Executive Committee shall be subject to the approval of **the** General President and General Executive Council of SMART, who may correct the compensation approved by the Executive Committee if they determine that this action is necessary to attract capable members to service for the Council, promote the Council's financial health, or otherwise to promote the viability of **the** Council.

Article Seven (7) - Employment of Regional Managers, Council Representatives and Organizers

All Regional Managers, Council Representatives and Organizers working in **the** jurisdiction of **the Council** shall be employed by and placed under **the** supervision and **direction of the** President of **the** Council. **No** Regional Manager, Representative or Organizer shall have authority to act as such until he/she receives the proper **credentials** from the Council. **The** Local Unions shall not be **allowed** to employ anyone.

Article Eight (8) - Finances

Section 1 - Dues and Working Assessments

Sec. 1. The dues and working assessments of all members of local unions affiliated with the Council shall be paid directly to **the** Council. No dues or assessments may be increased except by a secret ballot vote of the affected members conducted by the Council.

Section 2 - Targeting / Equality Funds

Sec. 2(a). All "targeting", "equality" or other funds established for the purpose of assisting signatory contractors to obtain work through subsidization **of their labor** costs shall be transferred to and held by the Council. The funds shall be kept separate **for the** benefit **of the** members of **the** local union which created **the** respective funds. **The** President shall decide how to use such funds in consultation **with the** Regional Manager **of the** local union which created the fund to be used. **The** President shall send a monthly report to **the** members of the Executive Committee detailing the use **of each** fund, including **the** project, location, contractor(s) and number of jobs created or to be created. Any Regional Manager who questions a decision by the President to use **the** Regional Manager's local union's fund in a particular case may appeal the decision to **the** Executive Committee which appeal must be made within seven days after the Regional

Manager is notified **or** becomes aware of the use **of the fund made or** proposed to be made **by the President. The Executive Committee may overrule the President by the affirmative vote of two-thirds of its members.**

Sec. 2(b). Any existing Local Union Organizing Fund(s) shall be transferred to the Council Organizing Fund.

Section 3 - Political Action Funds

Sec. 3. Any existing Local Union political action funds shall be transferred to the Council political action fund for contributions to political parties and candidates and for independent expenditures on political issues. **The Council shall maintain separate accounting on behalf of each Local Union from which the Council receives said contributions and shall be responsible for the preparation and filing of all need paperwork to maintain PAC funds.**

Section 4 - Ancillary Corporations and Funds

Sec. 4. All "market recovery," strike and other funds held **or** controlled by local unions shall be transferred to and held by **the Council**. The Financial Secretary-Treasurer shall report **the activity in each of these funds to the Executive Committee at the intervals and in the form prescribed by the Executive Committee.** The managers of all ancillary union corporations and funds, including building corporations, shall be appointed and removed by the President and their governing documents shall be amended accordingly.

Article Nine (9) - Membership and Obligations

Section 1 - Membership

Sec. 1(a). A member may lose his **or** her good standing in the organization by suspension or expulsion or other disqualification from membership after appropriate proceedings consistent with provisions of these Bylaws and the International Constitution, or by nonpayment **of** regular or administrative dues as provided by the International Constitution. A member who loses his or her good standing because of a failure to pay dues or other obligations as required by the International Constitution and these Bylaws may reinstate his or her good standing for the purpose of attending Local Union meetings and voting at elections by payment of all delinquent dues and other financial obligations prior to such meetings and elections as provided by the International Constitution. Expelled members may be reinstated only in accordance with the International Constitution.

Sec. 1(b). Every member, by virtue of the member's membership in a Local Union affiliated with the Council, authorizes the Council to act as his or her exclusive bargaining representative with full and exclusive power to execute agreements **with the member's employer governing terms and**

conditions of employment and to **act** for the member and have final authority in representing, processing and adjusting any grievance, difficulty or dispute arising under any collective bargaining agreement, or out of his **or** her employment with such employer in such manner as it deems within its discretion to be **in the** best interests of **the** Council. **The** Council Officers and Council Representatives may decline to process any grievance, complaint or dispute if, in their sole discretion and judgment, such grievance, complaint or dispute lacks merit.

Section 2 - Obligation

Sec. 2(a). Every member, by virtue **of** his or her membership in a Local Union affiliated with the Council, is obligated to adhere to and follow the terms of these Bylaws, the Bylaws of their Local Union and the provisions of the International Constitution with respect to their rights, duties, privileges and immunities. Each member shall faithfully carry out such duties and obligations and shall not interfere with **the** rights of other members.

Sec. 2(b). No member shall interfere **with** the elected officers **or** authorized representatives of this organization, the International Union or its subordinate bodies, in the performance of their duties, and each member shall, when requested, render such assistance and support in the performance of such duties as may be required of them, provided this does not interfere with the individual's right as a member. Each member shall adhere to the terms and conditions of pertinent collective bargaining agreements and the SMART Code of Excellence and shall refrain from conduct that would interfere with the performance by the International Union, its subordinate bodies, or **the** Council of its legal, contractual, and constitutional obligations.

Sec. 2(c). Every member shall be required to assist the Council and its subordinate bodies, by engaging in picketing, hand billing, salting and other organizing, political action **or** community service activities, and attending education and training and seminars, as directed and assigned by the Council's President or Executive Committee. Members shall be selected **in** a fair and equitable process. Members will be contacted by phone and/or electronic communications. When possible, **the** Council shall use the out of work list first to supply the necessary people. It is not the intent of this article to place an undue travel burden upon those selected to perform picket duty and every effort shall be made to select members in the area where picketing or other activity will be performed. No charges shall be filed or processed against any member for his or her decision to accept employment with an approved, targeted non-signatory employer for the purpose of organizing.

Article Ten (10) – Strikes

The President shall have the **sole** authority to hold a strike vote under Article 30, Section 3, and to decide when to call a strike which has been duly declared. The President shall perform the obligation to notify **the** General Secretary-Treasurer as required by Article 30, Section 3(b) of the SMART Constitution.

Article Eleven (11) -Amendments

These Bylaws may be amended by the affirmative vote of two-thirds of the members of the Executive Committee, subject to approval by the General Executive Council. An amendment may be proposed by: (a) any member of the Executive Committee; (b) any local union through its Business Manager; or (c) members of this Council by petition signed by at least fifty members in good standing. All proposed amendments shall set forth the exact text of the amendment and the submission of the proposed amendment shall include an explanation of the reasons why the amendment is being proposed. The Executive Committee by the affirmative vote of four members may submit one or more proposed amendments to a referendum vote by the members of the Council and shall be adopted if a two-thirds majority of those voting vote in favor of the amendment, subject to approval by the General Executive Council.

Article Twelve (12) - Savings Clause

If any provision of these Bylaws shall be declared invalid or inoperative by a competent authority of the executive, judicial or administrative branch of the federal, state government, the Executive Committee, subject to approval of the General President, shall have the authority to suspend the operation of such provision during the period of its invalidity and to substitute in its place a provision which will meet the objections to its validity and which will be in accord with the intent and purpose of the invalid provision. If any article or section of these Bylaws should be

held invalid by operation of law or by any tribunal of competent jurisdiction, the remainder of these Bylaws or the application of such article or section to person or circumstances other than those as to which it has been held invalid, shall not be affected thereby.