



Constitution of Screen Audio Ireland Guild

ARTICLE 1: NAME

The name of the body shall be The Screen Audio Ireland Guild (hereinafter referred to as the “Guild” or “SAI”).

ARTICLE 2: AIMS

The aims of the Guild shall be to protect the interests of its members and to inspire, teach and preserve the legacy of the Sound Department in the film and television Industry in Ireland. We strive to encourage and educate members present and future, to share expertise and knowledge for the betterment of our craft, to acknowledge the creative work of all film workers both past and present, thereby promoting excellence in our field, both nationally and internationally.

ARTICLE 3: FUNCTIONS

- (a) provide leadership in relation to matters affecting the common interests of its members
- (b) represent and further the common interests of its members including, but not limited to, communications with the Screen Guilds of Ireland, Screen Producers Ireland, SIPTU, Screen Skills Ireland, other Government bodies and the wider Audio-Visual Community
- (c) promote a co-operative spirit and sense of solidarity amongst Members
- (d) advance the education, welfare, social life, and networking activities of Members
- (e) represent and protect Members in matters affecting their interests and rights
- (f) promote equal opportunity and affirmative action in its policies and activities
- (g) co-operate with and affiliate to other organisations having similar purposes in whole or in part
- (h) co-ordinate Member representation on industry decision-making bodies where appropriate
- (i) facilitate greater recognition and appreciation of the standard of service made by our members
- (j) to advise & coordinate the Grading system of our Members within the SAI Guild

ARTICLE 4: POWERS

The Guild may only exercise its powers in furtherance of its functions as described above. The Guild may:

- (a) Raise money
- (b) Open bank accounts
- (c) Engage 3rd party services
- (d) Organise courses and events
- (e) Work with other groups and exchange information
- (f) Do anything that is lawful which will help it to fulfil its aims



Constitution of Screen Audio Ireland Guild

ARTICLE 5: MEMBERSHIP

(a) Application for membership in one of the following categories shall be open to persons engaged professionally in sound or image generation, recording, manipulation or reproduction for motion pictures, television and associated media.

Full Membership: Open to individuals with six or more years' experience in a skill or skills recognised by the Committee under clause (a) above. They have normal voting rights, are eligible for nomination for election to Committee and to so nominate others. They may use the initials SAI after their name. Sponsorship by two full Members, at least one of whom is from the same professional grade as the applicant, is normally required.

Associate Membership: Open to individuals with between three and six years' experience in a skill or skills recognised by the Committee under clause (a). They have normal voting rights including nominating others for election to Committee, but cannot themselves become Committee Members. Sponsorship by two full Members, at least one of whom is from the same occupational category as the applicant, is normally required.

Supplementary Membership: Open to individuals with less than three years' experience in a skill or skills recognised by the Committee under clause (a). They have no voting rights. In the case of trainees, a supporting letter from their employer or trainer may be necessary. Sponsorship by two full Members, at least one of whom is from the same occupational category as the applicant, is normally required.

Honorary Membership: Extended to those who have retired from the Industry on invitation by the Committee. This is in recognition for laying the foundation and setting the standards which current members strive to uphold and further advance.

(b) If the applicant is unable to secure the number of Full Member sponsors stipulated in the above categories, the Committee may nevertheless consider their application if it is accompanied by a verified c.v. and two or more letters of recommendation to include one or more internet links or email addresses from an appropriate person, e.g. senior technician, director, producer or employer, with whom they have worked. The Committee will consider the application on an individual basis, and its decision shall be final.

(c) Submission of applications will be made via the online application form found in the Membership section on the SAI website. The Committee will approve or reject such applications in its absolute discretion without being required to assign any reason therefor. No person whose application is accepted by the Committee shall be entitled to any of the privileges of membership until their first annual subscription and any applicable entrance fee shall have been paid.

(d) Membership of the Guild shall be open to any person of any grade working within the field of Sound Department for screen in Ireland, who



Constitution of Screen Audio Ireland Guild

(i) meets the criteria for membership as outlined in our Membership Criteria and Application Process Document

(ii) is interested in helping the Group to achieve its aims, willing to abide by the rules of the Guild and

(iii) willing to pay any subscription agreed by the Committee.

(e) Membership shall be available to anyone without regard to gender, race, nationality, disability, sexual orientation, religion, or belief.

(f) The membership of any member may be terminated for good reason by the Guild Committee, but the member has a right to be heard by the Guild Committee before a final decision is made.

(g) Membership Subscriptions

(i) The amount of the Membership Subscription shall correspond to the equivalent of the 'hourly rate' of the Professional grade applied for and will be determined from time to time by motion passed by a Special Majority of the Committee.

(ii) Any change to the amount of the Membership Subscription for any grade determined during the course of a calendar year will not take effect until the commencement of the following calendar year.

(h) Refund of Membership Subscriptions; there will be no refund of any part of the Membership Subscription paid by a Member following the resignation of a Member or upon the suspension of a Member as the result of any disciplinary action taken by the Guild against the Member.

(i) The Guild Secretary will ensure that the Guild keeps an accurate and up-to-date register of members ("Register of Members"). The Register of Members will be kept on file in the SAI GOOGLE WORKSPACE or similar software package. The Register will contain the membership number (if applicable), full name and at least one means of contact for each Member and will state the category of Membership and Professional Grade for each Member.

ARTICLE 6: MANAGEMENT

(a) The Guild shall be administered by a Committee of Officers elected at the Group's Annual General Meeting (AGM) or by electronic vote in accordance with the CODE OF PRACTICE.

(b) The Officers of the Committee shall be five members, sharing the roles of

- Chairperson
- SIPTU Representative & Screen Guilds Ireland Representative
- Skills Development /Training Representative
- Secretary
- Treasurer



Constitution of Screen Audio Ireland Guild

- (c) The Committee shall meet at least four times a year. With one of those meetings being opened to all Guild members.
- (d) The Chairperson shall Chair all meetings of the Guild, in the event that the Chairperson cannot be present another committee member will be nominated.
- (e) The quorum for Guild Committee meetings shall be three members.
- (f) Voting at Guild Committee meetings shall be by show of hands. If there is a tied vote, then the Chairperson shall have a second vote.
- (g) The Guild Committee may by a two-thirds majority vote and, for a good and proper reason, remove any Committee member, provided that person has the right to be heard before a final decision is made.
- (h) The Guild Committee may appoint another member of the Guild as a Committee member to fill a vacancy provided the maximum number is not exceeded.

6.1 Duties & Obligations of the Committee officers

By nominating for election or accepting appointment, Officers agree to comply with this Constitution, the Policies and Code of Practice of the Guild. All Officers will:

- (a) act honestly and in good faith
- (b) not make improper use of their position or information obtained in their position to gain directly or indirectly an advantage for themselves or another person or to cause detriment to the Guild
- (c) disclose conflicts of interest in accordance with the Code of Practice
- (d) exercise reasonable care and diligence
- (e) endeavour to attend all scheduled meetings of the Committee
- (f) provide updates at each scheduled meeting of the Committee on the actions, resolutions or policy of their office or portfolio of allocated responsibilities
- (g) represent Policy Position Statements made by the Committee to the membership and outside bodies.

6.2 Committee Roles and responsibilities

1. The duties of the Chairperson are to

- chair meetings of the Committee and the Guild
- represent the Guild at functions/meetings that the SAI Guild has been invited to, such as SGI Committee meetings
- act as spokesperson for the Guild when necessary
- be responsible for submissions and representations on behalf of the Guild and the Committee



Constitution of Screen Audio Ireland Guild

- and be responsible for ensuring that the Departments fulfil their duties and meet the goals set by the Guild.
2. The duties of the Secretary are to
- take and keep minutes of meetings
 - prepare the agenda for meetings of the Committee and the Guild in consultation with the Chairperson
 - maintain the Register of Members
 - deal with correspondence
 - collect and circulate any relevant information within the Guild.
3. The duties of the Treasurer are to
- supervise the financial affairs of the Guild
 - keep proper accounts that show all monies collected and paid out by the Guild
 - compile annual financial report and present at AGM
 - present projected budget for forthcoming year
 - assist the Secretary in accurate recording of the Register of Members
4. The duties of the SIPTU representative are
- to make sure there is effective communication between the members and the SIPTU officials
 - to attend SIPTU meetings on behalf of the Guild and relay the minutes of any such meeting to our members
 - to assist in strengthening the position of the Union in representing our concerns by ensuring all Guild members, new and existing, are aware of the benefits of Union membership
 - to assist SIPTU in defining the Union membership status of a Guild member, where SIPTU has been asked to engage on their behalf.
5. The duties of the Screen Guilds Ireland representative are to
- make sure there is effective communication between the Guild, its members and SGI
 - to ensure that the concerns and policies of the Guild are known to the SGI
 - to attend SGI meetings where individual Guild representation is requested or required and to relay the minutes if any of any such meeting to the Guild committee and general members



Constitution of Screen Audio Ireland Guild

- to make representation on behalf of the Guild members to the SGI or other Guilds on matters concerning them.
6. The duties of the Skills Development / Training representatives are
- to lead discussion amongst our membership on how to source and deliver training
 - to facilitate skills needs analysis for our department and head the sub-committee appointed to formalize the competency & skills development frameworks
 - to coordinate with other Guilds, SGI & Screen Skills Ireland, and other relevant bodies in the setting up and implementation of training modules
 - to encourage and support a culture of continuous learning & development within the domain of the Sound Department and the wider screen community

IN RELATION TO ALL THE OFFICER ROLES ABOVE, FOR THE PURPOSE OF TRANSPARENCY ALL FORMAL CORRESPONDENCE MADE BY THE VARIOUS OFFICERS ON BEHALF OF THE GUILD MUST USE THE NOMINATED ALIAS EMAIL ACCOUNTS - These dedicated alias email accounts shall serve as a filing system as well as a reference point for future Committee Members should they wish to track back on conversations or actions of previous officers when they take up office.

ARTICLE 7: TERMS OF OFFICE

Committee members shall be elected from within the Guild Membership and serve until their successors are elected. Term of office of the Committee shall be 2 years. Three members shall be elected on even-numbered years, and two shall be elected on odd-numbered years, ensuring continuity within the Committee.

ARTICLE 8: FINANCES

The fiscal year of the Guild is from 1 January to 31 December

(a) Any assets and income obtained by the Guild shall be used only for the Guild, and applied exclusively to the promotion of its functions and aims as set out above.

(b) Any bank accounts opened for the Guild shall be in the name of 'Screen Audio Ireland Guild'

(c) A Letter of Resolution to Open a Bank Account detailing the names of the authorized signatories and a sample of their signature should be signed and dated at a special meeting of the Committee by the Chairperson and Secretary and a copy sent to the nominated Bank. Any changes to the authorized



Constitution of Screen Audio Ireland Guild

signatories shall be made by resolution passed by special majority at a meeting of the Committee Members and signed by all affected parties

(d) Any daily banking transactions shall be authorized by ONE of the authorized signatories to include but not limited to cheques, withdrawals, lodgements, standing order and direct debit mandates

(e) No portion of the Guild's profits, assets or income will be paid or distributed directly or indirectly to Members or Officers, except as bona fide remuneration for services rendered or expenses incurred on behalf of the Guild.

(f) No member may commit the Guild to any contract or expense without the consent of the body of members

(g) All expenses shall be funded in advance

(h) The Guild is a not-for-profit organization

ARTICLE 9: ANNUAL GENERAL MEETING

(a) The Guild shall hold an Annual General Meeting (A.G.M.) before the end of March of each year

(b) All members shall be given at least fourteen days' notice of the A.G.M. and shall be entitled to attend and vote as per the voting rights of their membership category.

(c) The business of the A.G.M. shall include

(i) receiving a report from the Chairperson on the Guild's activities over the previous year

(ii) receiving a report from the Treasurer on the finances of the Guild

(iii) welcoming a new Guild Committee and

(iv) considering any other matter as may be decided.

ARTICLE 10: SPECIAL GENERAL MEETING

A Special General Meeting may be called by the Guild Committee or by any five members to discuss an urgent matter. The Secretary shall give all members a minimum of 7 days' notice of any Special General Meeting together with notice of the business to be discussed.

ARTICLE 11: QUORUMS

The quorum for an AGM shall be fifteen members. The quorum for any Special General meeting shall be ten members. The quorum for Guild Committee meetings shall be three officers. The quorum numbers may be subject to change as the membership grows.



Constitution of Screen Audio Ireland Guild

ARTICLE 12: VOTING

Unless a secret ballot is required

(a) voting will be by show of hands and the declaration by the chairperson of the result of a vote, as recorded in the minutes, will be conclusive evidence of the vote.

(b) Any combination of 4 or more Members who are eligible to vote and are present at a General Meeting may request a secret ballot using appropriate software.

(c) a motion or amendment to a motion will be passed by Simple Majority. If an equal number of votes are cast for and against a motion or amendment, the chairperson will declare the motion or amendment lost.

(d) motions or amendments to motions in relation to the following, in addition to other matters specified in this Constitution, will be decided by Special Majority of at least two-thirds of the electorate present

(i) change of functions of the Guild

(ii) change of name of the Guild

(iii) the adoption, amendment, or repeal of this Constitution

(iv) changes to the Code of Practice

(v) Committee elections

(e) motions passed at General Meeting may be referred for decision by the entire membership by referendum.

(f) A decision by Referendum will override any decision made previously on the matter at a General Meeting.

(g) referendum will be held for a period of One Week unless a more immediate decision is required in which case a period of 48 or 24 hours will be applied

(h) Referendum will be conducted electronically via SURVEY MONKEY (or equivalent). Polling will be open at all times during the polling period.

ARTICLE 13: AMMENDMENTS TO THE CONSTITUTION

Any changes to this Constitution must be put to the general membership by referendum and agreed by a Special Majority of at least two-thirds of the electorate by electronic poll.

ARTICLE 14: DISSOLUTION

The Guild may be wound up if the management Committee, by a simple majority, decide at any time on grounds of expense or otherwise, that it is necessary or advisable to dissolve the Guild. It shall call a Special General Meeting in accordance with the procedures set out above. A minimum 7 days' notice will be given and the purpose of the meeting detailed. At the SGM (which must be quorate and minuted) a **Resolution to Dissolve** will be put to the membership.



Constitution of Screen Audio Ireland Guild

- (a) Any such resolution must be agreed by a Special Majority of at least two-thirds of the electorate present at the SGM.
- (b) In the event of winding up, any assets remaining after all debts have been paid shall be given to another Group with similar aims.
- (c) the bank account shall be closed

This document was ratified at a general meeting of the guild on Monday 11th December 2023

Signed by current committee members:

Chairperson:

Matthew Thompson

Secretary:

Hugh Fox

Treasurer:

Dean Murray

SGI/SIPTU Rep:

Trevor McKenna

Training/Development Officer:

Steve Jackson