

CONSTITUTION of Texas Gulf Coast Council of Diving Clubs

(As revised and updated through the Special Business Meeting held January 22, 2014. Additional meeting types were added, Deep Sea Digest was discontinued.)

ARTICLE I. NAME

The name of this organization shall be the Texas Gulf Coast Council of Diving Clubs (herein referred to as TGCC or the Council).

ARTICLE II. PURPOSE AND OBJECTIVES

The purpose and objectives of the TGCC are:

- a) To promote education in the dive community.
- b) To support higher education for members of the dive community.
- c) To provide recognition for outstanding contributors to the dive community.
- d) To foster environmental awareness in the dive community.
- e) To provide and participate in an annual trash clean-up event that utilizes diving skills.
- f) To provide or participate in various events that utilize diving skills.
- g) To promote safe skin and Scuba diving.
- h) To encourage, coordinate and promote cooperation and water safety among all divers, member and non-member clubs.
- i) To encourage and facilitate communication among its various member clubs.
- j) To enable the individual dive clubs to participate jointly in the dive and local communities.
- k) To defend and advance the legal rights and privileges of all divers through appropriate state and federal legislation.
- l) Provide information to the clubs and proposed rules, regulations and actions that effect them and their members.

ARTICLE III. MEMBERSHIP

Section I.

1. Diving Clubs may be admitted to Full Membership by the Executive Committee, after submission of their club's constitution and/or by-laws or charter. Full Member clubs shall have the privilege of voting and being represented at all general meetings of the TGCC.
2. A Diving Club may be admitted as an Affiliate Member by the Executive Committee, after submission of their club's constitution and/or by-laws or charter. Affiliate Member clubs shall have the privilege of being represented at all general meetings of the TGCC, but do not have the privilege of voting.

3. A Diving Club may be admitted as an Associate Member by the Executive Committee, after submission of an application. Associate Member clubs do not have the privilege of voting.

Section II. Individuals who are members of recognized member club may join TGCC as individual members and will have the privilege of attending all general meetings of the TGCC; will be eligible to hold office (if a certified diver); and will be entitled to purchase and wear or display such insignia as the TGCC may adopt.

Section III. Individuals who are certified divers but not members of a recognized member club may be accepted to Individual TGCC membership by the Executive Committee. They shall have the privilege of being present at all meetings of the TGCC, but may not vote or hold office. They will be entitled to purchase and wear or display such insignia as the TGCC may adopt. Note: Individuals who have lost their membership in a member club or TGCC due to misconduct may be declined TGCC membership by the Executive Committee.

Section IV. Individuals who are recognized by TGCC with Life Time Achievement Awards will have the privilege of attending all general meetings of the TGCC; will be eligible to hold office; and will be entitled to purchase and wear or display such insignia as the TGCC may adopt.

ARTICLE IV. EXECUTIVE COMMITTEE

Section I. The Executive Committee of the TGCC shall consist of the following elected officers: President, First Vice-President, Second Vice-President, Secretary, and Treasurer. If the previous years President is not currently a member of the TGCC Board of Directors, then the Executive Committee shall also include the immediate past TGCC President.

Section II. Each elected officer shall be a certified diver and shall be a member of a member-club, or is a recipient of the TGCC Life Time Achievement Award.

Section III. These appointed officers shall be selected at the November General Meeting and shall hold office for a 2 year term beginning the following calendar year.

ARTICLE V. DUTIES OF THE EXECUTIVE COMMITTEE

Section I. The Executive Committee shall be responsible to the Board of Directors and under it shall perform the day to day administrative function of the TGCC, including:

- a) Consider and act upon applications for membership in the TGCC.
- b) Appoint special officers and committees.
- c) Act as the Appeals Committee for the purpose of settling disputes. Such appeals shall be in writing and shall be addressed to the President. All decisions of the Appeals Committee are final.
- d) Act as the Credentials Committee to determine authorized club representatives to the Board of Directors.

- e) Prepare a budget at the beginning of each year for approval of the Board of Directors. This budget may be amended by the Board of Directors.
- f) In addition, the Executive Committee shall have such other powers and duties as the Board of Directors may direct.

Section II. President. The President shall preside at all meetings of the TGCC and perform other duties as may be delegated by the Board of Directors.

Section III. First Vice-President. The First Vice-President shall perform all duties as may be delegated by the President or Board of Directors; and in case of absence or incapacity of the President perform the duties of the President. It shall also be the duty of the First Vice-President oversee the TGCC awards and recognition programs

Section IV. Second. Vice-President. The Second Vice-President shall perform all duties as may be delegated by the President or Board of Directors; and in case of absence or incapacity of both the President and First Vice President perform the duties of the President. It shall be the responsibility of the Second Vice President to keep informed of all legislation affecting sport divers, be the TGCC's liaison with other diving Councils, regional or national diving organizations. The Second Vice President shall also be the TGCC liaison for efforts to promote and encourage diver safety training.

Section V. Secretary. The Secretary shall keep an accurate record of the proceedings of all meetings of the Executive Committee and the Board of Directors. The Secretary duties also include a correct roll of all the clubs which are members of the TGCC, and of the delegates from such clubs; and of the individual members of the TGCC. The Secretary is responsible for compiling each year's annual file and for maintaining them in storage.

The secretary shall provide a copy of the record of minutes to each board member within 3 weeks after the close of the meeting.

Section VI. Treasurer. The Treasurer shall collect and receive all monies and deposit same in the name of the TGCC in such bank as may be approved by the Executive Committee. The Treasurer shall pay all bills authorized by the Executive Committee and/or Board of Directors and keep an accurate statement of this account. The Treasurer shall make a detailed report at each monthly meeting of all receipts and expenditures of the TGCC and a summary at the Annual Meeting. All checks are to be signed by the Treasurer and either the President or First Vice-President. The Treasurer is responsible for payment coordination with the annual TGCC College Scholarship winner (s) and their college (colleges, university or universities). Payments are made directly to the appropriate college (s) and/or university (universities). The Treasurer is responsible for filing annually the Texas State Franchise Tax form and any IRS filings.

ARTICLE VI. ADDITIONAL OFFICER POSITIONS

In addition to the Executive Committee TGCC relies on the following officers:

Section I. These Officers of the TGCC shall consist of the following appointed officers: Deep Sea Digest Editor (position eliminated effective January 1, 2013), Web-Master, Donations Committee Chairperson and Trashfest Chairperson.

Section II. Each appointed officer shall be a certified diver and shall be a member of a member-club.

Section III. These appointed officers shall be selected at the November General Meeting and shall hold office for a one year term beginning the following calendar year.

Section IV. Deep Sea Digest Editor (Position and requirements eliminated effective January 1, 2013). The Deep Sea Digest Editor maintains the TGCC newsletter, posts it on the Web, and makes distribution as necessary.

Section V. Web-Master. The Web-Master maintains the TGCC web site and updates it as necessary.

Section VI. Donations Committee Chairperson. The TGCC Donations Committee Chairperson provides the TGCC with an annual donations budget and coordinates the annual TGCC College Scholarships search.

Section VII. Trashfest Chairperson. The TGCC Trashfest Chairperson coordinates the annual TGCC Trashfest weekend. (Location at New Braunfels dropped effective November 1, 2013)

ARTICLE VII. BOARD OF DIRECTORS

The Board of Directors shall consist of the Executive Committee and one (1) authorized representative from each Full Member Club. Each must be a certified diver.

ARTICLE VIII DUTIES OF THE BOARD OF DIRECTORS

Section I. The Board of Directors shall direct the activities of the TGCC.

Section II. Fill vacancies among offices of the Executive Committee.

Section III. The Board of Directors may remove any officer of the Executive Committee, Director, or individual member whose conduct is, in the opinion of four-fifths (4/5) of the voting power of the Board, not in the best interests of the TGCC.

Section IV. Determine the general direction of the club and adopt it to meet any changing conditions in the dive and dive club scene.

ARTICLE VIX. VOTING

Section I. Voting is a privilege of the **Representatives of Full Member Clubs**. Each club has one vote.

Section II. No member of the Board of Directors may exercise more than one (1) vote at any meeting.

Section III. The Executive Committee (known as Council Officers) shall have no vote except in the case of a tie when the presiding officer shall have one (1) vote. Members of the Executive Committee may serve simultaneously as a Council Officer and as Full Member Club Representative, however the Council Officer acting as the presiding officer may serve as a Full Member Club Representative, but may not vote as a Full Member Club Representative.

Section IV. There shall be no proxy vote.

Section V. Voting method shall be governed by the TGCC By-Laws.

ARTICLE X. MEETINGS

Section I. There shall be a regular meeting at such time and place as the Executive Committee may determine, at a minimum of every other month. Meetings may be at a physical location, by telephone conference or web based as determined by the Executive Committee.

Section II. The Annual Meeting shall be the November meeting. The election of the Executive Committee and appointment of other officers shall be held at the Annual Meeting.

Section III. Special Meetings of the TGCC may be held upon the written or electronic request of 2/3rds of the member clubs. Such request shall be sent to the president of the TGCC, who shall forthwith call the meeting to be held within six (6) weeks upon receipt of such requisitions, at such time and place as the President may designate.

Special General Meetings of the TGCC may also be called by the Executive Committee, to be held at such time and place it may designate.

Section IV. Fifteen (15) days' notice of meetings called by the President or Executive Committee pursuant to the provisions of Section III shall be given by mail or electronic notification with electronic confirmation to each Director.

Section V. E-mail and Phone Meetings are unique meetings called to resolve specific time sensitive issues. These involve individual contact and require no prior notification. The President or his/her designate chair the Phone Meeting; the President, or his/her designate, or the chairperson of a project committee chairs the e-mail meeting.

Section VI. A majority of the Full Member clubs shall constitute a quorum at all meetings of the TGCC. A simple majority vote of the Full Member clubs present at the meeting will suffice to approve matters brought before the TGCC except amendments to the Constitution or the By-Laws.

ARTICLE XI. DUES

Dues shall be as stated in the By-Laws.

ARTICLE XII. ORDER OF BUSINESS

Section I. At all meetings the order of business shall be:

- a) Roll call of all member clubs.
- b) Secretary's minutes from the last meeting.
- c) Treasurer's report.
- d) Reports of committees and officers.
- e) Reports by member clubs.
- f) Unfinished business.
- g) New and miscellaneous business.
- h) Election of officers and Executive Committee members, as needed.
- i) Adjournment.

Section II. Roberts Rules of Order, Revised, shall control the proceedings of all meetings where not controlled by this Constitution or By Laws.

ARTICLE XII. AMENDMENTS

Section I. Amendments to this Constitution may be adopted at a Special or General Meeting of the TGCC by a two-thirds (2/3) vote of the authorized member-club representatives, provided that notice of the meeting shall have contained such amendments in full, or by an unanimous vote of the clubs represented at such meeting where the notice of the meeting shall not have contained such amendments.

Section II. The By-Laws may be amended by the same process as amendments to the Constitution.

Approved and ratified on January 22, 2014 by:

TGCC 2014 Officers:

_____ President
Todd Hasken

_____ First Vice President
Randy Widaman

_____ Second Vice President
George Clark

_____ Treasurer

TGCC 2014 Full Member Representatives:

_____ Mark Leiserowitz-City of Houston Underwater Mariners

_____ Randy Widaman – Bay Area Divers

_____ Frank Burek – H. Underwater Photographic Society

Mark Leiserowitz

Tom Burns – Lunarfilms

Secretary
Frank Burek