



Association Bylaws as of January 22, 2021

BYLAWS

THE DEEP SUBMERGENCE GROUP ASSOCIATION

**A non-profit (organized in conformity with 501(c)(19)) organization
formed in the State of California**

**Adopted January 21, 2021 at the Annual Board Meeting, San Diego, California
and comprises the first revision to the BYLAWS**

ARTICLE I - NAME

The name of the organization shall be THE DEEP SUBMERGENCE GROUP ASSOCIATION informally referred to as THE DEEP SUBMERGENCE GROUP (heretofore referred to as "Association"). This organization is in no way directly associated with or connected to the United States Navy or any other government entity.

ARTICLE II – OBJECTIVES

SECTION I

Mission: Through the mutual association of its United States Naval service veterans to perpetuate the memory, and provide social and recreational activities for former members, their spouses, widows and first degree relatives, of all deep submergence assets including but not limited to the following: Trieste I, Trieste II DSV-1, Alvin DSV-2, Turtle DSV-3, Sea Cliff DSV-4, Mystic DSRV-1, Avalon DSRV-2, USS Dolphin AGSS-555, NR-1, Unmanned Vehicles Detachment, Submarine Rescue Unit and its successor units, and all who served aboard each unit, as well as those who would otherwise be eligible to wear the U.S. Navy Deep Submergence Insignia per MILPERSMAN 1200 020. To exchange mementos and memories of each vessel's missions, events and service member's tours of duty. This Association shall be an unincorporated, unregistered non-profit organization.

SECTION II

Such objectives include:

- a) To provide social and recreational activities for members including reunions and other fraternal events

- b) To maintain a high level of patriotism, cooperation, friendship and morale among the survivors as existed amongst the personnel attached to all deep submergence units as described in Article II, Section I
- c) To research historical documents and accounts through the news media, educational activities, the Library of Congress and all other appropriate channels
- d) To recognize and reward outstanding accomplishments in furtherance of the deep submergence program
- e) To stimulate the exchange of information by means of publications, meetings and reunions
- f) To cooperate with other clubs and activities, which are mutually beneficial to all
- g) To locate former shipmates
- h) To contribute mementos, pictures, plaques, artifacts, insignia, papers, letters and other memorabilia relating, in any way, to the activities of the deep submergence community
- i) To informally share information on current and future deep submergence operations around the globe
- j) To establish, administer and accept voluntary contributions to accomplish the purpose of any approved program or function of the Association

SECTION III

In the event of dissolution of the Association, monies and any other effects will be turned over to the U.S. Naval Undersea Museum, Keyport, Washington.

ARTICLE III – CONSTRAINTS

SECTION I

The powers of the Association reside in its members. An elected Board of Directors will exercise the powers on behalf of the members.

SECTION II

The Association is an unregistered non-profit, non-sectarian and non-partisan. It cannot endorse or disparage a commercial enterprise, a political platform or a candidate for political office. With the exception of honored guests designated and approved by the Board of Directors, no part of any funds collected or received from any source shall inure to the benefit of any member or individual and no Officer or Director of the Association shall receive any compensation for service as an Officer or Director. Expenses such as transportation meals and hotel accommodations for honored guests will be separately accounted and paid from the general fund.

SECTION III

Only persons authorized by the Board of Directors and only for organizational purposes, singularly or in combination, may use the Association's name and seal. Richard Bilskis owns the copyright to the official seal and has granted an exclusive use provision to the Association and its members for their official use.

SECTION IV

The private property or funds of any member of the organization shall not be liable for the debts of the organization, but shall be wholly exempt therefrom.

SECTION V

No member of the Association, including Board members and Officers, shall make a contract, commitment or expend organizational funds for amounts of less than \$500

without the written consent of the Chairman of the Board. No member of the Association, including Board members and Officers shall make a contract, commitment or expend organizational fund for amounts of \$500 or more without the written consent of the Board of Directors.

SECTION VI

No Board Member or Officer may use a "title", "name" or any other assumed title in any communication, letter or memoranda, other than that bestowed by the Association and only for official business of the Association.

SECTION VII

Any Board Member or Officer may succeed himself, in any office, provided he is nominated and elected, according to the BYLAWS of the organization. Any Board Member or Officer may be elected to any other office or position on the Board, provided he is properly nominated and elected according to the BYLAWS.

SECTION VIII

Any Board Member or Officer, upon leaving office, shall immediately and within five (5) business days turn back to the Chairman of the Board all records, reports, monies, property or any other memorabilia connected to such office.

SECTION IX

The Board of Directors shall be empowered to direct the Treasurer to transfer funds from one account to another, but not exceeding the grand total of the bi-annual budget if a budget is utilized.

ARTICLE IV - MEMBERSHIP

SECTION I - ELIGIBILITY

There shall be two classes of membership and they shall be classified and administered as stipulated in this section.

SECTION II - MEMBER

- a) Any person who was or is now attached to a deep submergence unit or deployed aboard in a permanent or temporary status, whether ship's company, squadrons or staff, AND meets the criteria stipulated in Article II, Section I may become a member of the Association
- b) No less than seventy-five (75) percent of members must be past or present members of the United States Armed Forces.

SECTION III- ASSOCIATE MEMBERSHIP

- a) Wives, widows, widowers, children of qualifying members, whether members previously or not, and other first-degree relatives, deep submergence program support staff, contractors, and those who have demonstrated enduring dedication and support to the deep submergence program may become Associate Members.
- b) No more than twenty-five (25) percent of members may be Associate Members
- c) No more than two-point five (2.5) percent of all members may be deep submergence program support staff, supporting contractors and those who have provided enduring support and who do not meet the criteria found in Article II, Section I.
- d) Associate Members are eligible for all communications and functions, at the same fee as regular dues paying members. However, Associate Members may not vote, be nominated for or hold any office in the organization.

SECTION IV - MEMBERSHIP CHAIRMAN

- a) The office of Membership Chairman shall be appointed from a list of volunteers by the Chairman of the Board. In concert with the Secretary, Treasurer, Vice Chairman and Chairman, prepare and maintain an annual roster of Members and Associate Members.
- b) Deceased members shall be designated on a separate page.
- c) These lists will be prepared for publication, at least on a bi-annual basis, for distribution, as necessary at the reunion. Each new member shall receive a copy of the current roster, upon receipt of dues. After receipt of the initial roster, a member shall be asked to donate a nominal charge for a second copy and each subsequent roster, should he wish more than one copy.
- d) A current list of members shall be provided to Members and Associate Members, in electronic format, within 10 business days before, during or after a reunion. The Membership Chairman will become a member of the Board of Directors unless he is presently a member of the Board. The list of members shall include all the names of members who wish to volunteer their services for various duties or possess special skills that would be beneficial to the smooth operation of the Association. The volunteer list may be a separate list or contained within the membership listing.

ARTICLE V - DIRECTORS

SECTION I – BOARD OF DIRECTORS

The Board of Directors shall be the governing body of the THE DEEP SUBMERGENCE GROUP ASSOCIATION.

SECTION II - DUTIES

- a) A member of the Board of Directors shall use his energy, experience and knowledge for the benefit of the organization. These attributes are to be utilized for the positive direction of the organization, in concert with the Chairman of the Board of Directors. A Board Member is expected to assist all committees, local "mini-reunions" chairmen, participate in meetings, as required by the Chairman, and assist in the recruiting of new members.
- b) A Board Member may be elected for one, two or three years. Except in the case of death, a Board Member unable to complete his duties should submit a letter of resignation at the earliest opportunity to enable the Chairman of the Board to appoint a replacement for the remaining term of the vacated position. Appointed members must stand for election at the next bi-annual meeting.
- c) Board Members shall exercise the highest level of ethics, treat others with respect, comport themselves with professionalism in the exercise of their duties, and be a contributing member of the Board of Directors. Failure to do so can result in dismissal by vote of the remaining Board Members.
- d) Board Members shall meet at least annually, via face-to-face or virtual means. Intervals between meetings may be no more than 18 months from a previous meeting.

SECTION III

Board Members actions shall be subject to all BYLAWS and none of its actions shall conflict with actions taken by the general voting membership.

SECTION IV

Any Board Member or Officer of the organization who has not participated in a meeting, reunion, requested correspondence or fulfilled the duties of his office within a twelve

(12) month period or for any other conduct not in the best interest of the association, shall be requested to submit a letter of resignation, effective upon receipt of communication by registered, return receipt requested mail, from the current Chairman of the organization. Should the request be denied, the remaining Board of Directors will take action as stipulated in Article II, Section II, c.

SECTION V

A Board of Directors shall be elected at the bi-annual reunion meeting for a period of up to three (3) years and shall consist of up to five (5) members, but shall include all elected Officers during their term of office. A quorum for this meeting will be a minimum of three elected officers. The format for this meeting can be by electronic media or at an actual physical venue selected by the Chairman.

ARTICLE VI – OFFICERS

SECTION I

The following Officers shall be elected at a bi-annual meeting, as required, for a period of up to three (3) years.

They are to be elected by an open or closed ballot:

CHAIRMAN OF THE BOARD

VICE-CHAIRMAN

SECRETARY

TREASURER

SECTION II

Duties and responsibilities of the Officers shall be as follows:

CHAIRMAN OF THE BOARD

- a) Shall be the Senior Officer of the Association
- b) Conduct all business meetings
- c) Receive and maintain all bi-annual reports from all other Officers as to the activities of the chairman under their jurisdiction
- d) Give a detailed report to the membership at the reunion or member's meeting
- e) Have final authority in appointing of committee chairman
- f) Abstain from voting in an "open" ballot, except to break a tie. Vote on "closed" ballot situations
- g) Appoint committee's as necessary

VICE-CHAIRMAN

- a) Perform duties of the Chairman of the Board in his absence or incapacity
- b) Supervise activities of the bi-annual reunion chairman and be responsible for coordinating of activities of other committee chairmen involved in reunion affairs, including Communications
- c) Have overall responsibility of the public relations, membership, and reunion site screening committees, as its chairman
- d) Supervise additions to and management of the Association website
- e) Supervise the counting of ballots in conjunction with a member volunteer of the Association
- f) Open all reunions with the Pledge of Allegiance

SECRETARY

- a) Keep minutes of all meetings attended, including annual meeting and make available for inspection by members upon request
- b) Maintain a file on all Association correspondence
- c) Maintain a MASTER file on all members current and deceased, as well as those who possess appropriate talents in support of the Association. This file shall be updated at least bi-annually
- d) Maintain a record of banks and addresses where Association documents and bank account numbers are kept
- e) Maintain the record of safety deposit box or boxes, number of keys and possessor of it, if one is used
- f) The Secretary and Treasurer positions may be combined if deemed appropriate by the Board of Directors

TREASURER

- a) The Treasurer is custodian of all funds and accounts of the Association and will maintain auditable and well-documented transaction information that includes date, amount, purpose and parties, by name, to the transaction; and maintain receipts and vouchers for same
- b) Responsible for the collection of all dues and recording of same
- c) Keeping full and accurate accounts of all receipts and disbursements in the organizational books for the calendar year including collection of membership dues; such accounts to be differentiated between funds designated for general use by the Association and for those designated for memorial or museum purposes
- d) Making payment of any and all approved bills of the Association on organizational check or electronic payment
- e) Inform the Chairman of all requests beyond the scope of the current effective budget or available funds. Payment shall be made for these expenditures only upon written approval and signature of the Chairman of the Board
- f) The Association Chairman may appoint an ASSISTANT TREASURER, who shall perform any of the duties of the Treasurer, as directed by the Treasurer or Chairman of the Association. In the absence of the Treasurer or inability to perform his duties as outlined in the BYLAWS, the Assistant Treasurer will assume these duties on the Board under the direction of the Executive Committee. In the absence of the duly elected Treasurer, the Assistant Treasurer shall have the vote of the Treasurer.
- f) Make all financial records available to anyone requesting to inspect them, any auditor or Auditing Committee, twenty-four (24) hours prior to a reunion, business meeting or other event through the Chairman of the Association
- g) The Secretary and Treasurer positions may be combined if deemed appropriate by the Board of Directors.

MEMBERSHIP AND COMMUNICATIONS CHAIRMAN

- a) The position of Membership and Communications Chairman is appointed by the Chairman of the Board, and is a voting member of the Board of Directors.

- b) Maintain a MASTER file of all dues paying members, which will include name, address, zip code, telephone number with area code in conjunction with the Membership Chairman, as well as a file on delinquent members.
- c) The member MASTER file maintained by the Membership Chairman and the Secretary's MASTER file may be one in the same, and they both will be responsible for periodic updates
- d) Ascertain that all members in attendance at meetings are paid up and current members of the Association at a designated check-in area
- e) Provide relevant communications to members including a newsletter
- f) Under the supervision of the Chairman of the Board and the Secretary, guidelines for the newsletter are:
 - Published periodically, numbered and dated
 - One edition to contain list of Board Members and officers for the current term
 - Copy of the minutes of the bi-annual meeting
 - Amendments and/or additions to the BYLAWS as adopted at the bi-annual general membership meeting
 - Report on any other relevant matters related to the business or activities of the Association.

ARTICLE VII - MEETINGS

SECTION I

A bi-annual meeting of the Association shall be held, in a locale designated by the Board of Directors at the bi-annual meeting for the ensuing two-year period.

SECTION II

The Chairman shall convene a Board of Directors meeting at least one day prior to the annual meeting. The Chairman shall also meet with all newly elected Board Members and Officers after the general meeting.

SECTION III

The Chairman shall conduct all meetings of the Association. In the event of absence or inability of the Chairman, the Vice-Chairman will perform these duties. In the event of either Officers being unable to conduct these required meetings, the next listed senior Officer shall act as Chairman for that meeting.

ARTICLE VIII - DUES

SECTION I – STANDARD DUES

Dues shall be \$10 per person and collected in addition to other operating costs. Dues will be allocated to the general fund to support furtherance of the Association's mission.

ARTICLE IX - ASSOCIATION PROPERTY

SECTION I

All material donated or purchased with organizational funds, including pictures, display materials, files, artifacts, printed material, etc. shall be actively or constructively in the custody of the Vice Chairman.

SECTION II

Museum curators are to provide the Vice Chairman with an itemized list showing the whereabouts of property entrusted to them for the purpose of display and safekeeping.

ARTICLE X - COMMITTEES

SECTION I

The Chairman of the Board shall have supervisory responsibility for all committees, but shall exercise such responsibility only through the designated elected Officer, if any, to oversee or supervise a committee. Committees may be utilized and appointed as deemed appropriate by the Board of Directors.

SECTION II

Committees shall be of three (3) types and chartered only if deemed appropriate by the Board of Directors:

- a) Special - whose Chairmen are appointed and report to the Chairman of the Board on temporary items of business
- b) Standing - whose Chairmen are appointed and report to the Chairman of the Board on permanent items of business
- c) Nominating - this Committee to be comprised of at least three (3) members as designated by the Chairman of the Board, but not to include any member standing for election.

SECTION III

Each appointed Chairman of a Committee shall select his own committee members, with the approval of the Board of Directors, except the Nominating Committee.

SECTION IV - AUDIT COMMITTEE

This committee shall be selected, from qualified members, by the Chairman to audit the books and records of the Treasurer bi-annually, twenty-four (24) hours prior to the bi-annual general membership meeting and reunion. The Treasurer shall forward the "books" to the Chairman if unable to meet the time restraints or be in attendance at the designated time.

SECTION V - STANDING COMMITTEES AND THEIR DUTIES

REUNION COMMITTEE

Under the overall supervision of the Chairman of the Board, the Reunion Committee Chairman shall select members from the area of where the reunion is to be held and plan and execute arrangements. The Reunion Committee Chairman may be a pre-existing member of the Board of Directors. The Chairman of the Reunion Committee for the next following reunion shall be appointed at the bi-annual meeting from voluntary members. The appointed Chairman shall receive an advance of five hundred dollars (\$500.00) for the necessary initial expense of the bi-annual reunion. These funds to be accounted for in the final report as stated in Article VI, Section II. This may be for a maximum of three (3) years. Once the reunion is over and his final report has been submitted and approved by both the Chairman and the Treasurer, his term and responsibilities are completed. The Reunion Committee is responsible for planning, site screening, reservations, and all logistical aspects of the reunion.

SECTION VI - RECORDS

Records related to Association business, including minutes, financial records, cancelled checks, receipts, contracts, etc., will be maintained for no less than 6 years by the Secretary.

ARTICLE XI – APPOINTMENTS

SECTION I - APPOINTMENTS BY THE CHAIR

The newly elected, or current Chairman of the Board, shall, as soon as possible after the bi-annual meeting, appoint a member to each of the following positions at minimum: a Communications Chairman, Membership Chairman, Audit Committee Chairman, other Committee Chairmen as deemed appropriate by the Board of Directors.

SECTION II - DUPLICATE APPOINTEE DUTIES

No member shall be elected or appointed to more than two offices so that he will be free to perform the duties assigned to him. Should any office become vacant, the Chairman may make a replacement until the next bi-annual meeting. At the next bi-annual meeting the position should be filled through the nominating and election process or by appointment.

ARTICLE XII – AMENDMENTS

These BYLAWS or any part thereof may be replaced, repealed, amended, altered or added to by submitting the proposition, in writing and signed by any member, in good standing of the Association, to the Board of Directors for consideration. Such proposition shall, if deemed valid by the Board of Directors, be published in the early edition of the newsletter and brought before the general membership at the bi-annual meeting for discussion. Adoption of the proposition shall be by a majority vote of the members, in attendance, in good standing: such proposition to take effect immediately.

ARTICLE XIII - PARLIAMENTARY PROCEDURE

The rules contained in ROBERT'S RULES OF ORDER, newly revised edition shall govern all meetings of the THE DEEP SUBMERGENCE GROUP ASSOCIATION in all cases in which they are applicable and which they are consistent with these BYLAWS.

Adopted January 21, 2021 at the Annual Board Meeting, San Diego, CA

**Terry Owen, Chairman
Charles Grandin, Vice Chairman
Pat O'Brien, Secretary
Joe Moisant, Treasurer
Merle Vogel, Communications and Membership Chairman**