



CONSTITUTION of the TEXAS COMMUNITY COLLEGE TEACHERS ASSOCIATION

Preamble

Dedicating ourselves to the pursuit of excellence in teaching and to the advancement of education in the community, junior, and technical colleges of Texas,

We, the educators in the community, junior, and technical colleges of Texas, do hereby establish this CONSTITUTION.

Article I

Official Name and Relationship With Other Professional Associations

Section 1. This organization shall be called the TEXAS COMMUNITY COLLEGE TEACHERS ASSOCIATION, and is hereinafter referred to as "the Association."

Section 2. The Association will cooperate with other professional organizations in matters of mutual concern and interest but shall become formally affiliated with another organization only by adoption of an amendment to this Constitution.

Article II

Meetings

The membership of the Association shall meet in general convention once each year. The date, time, and location of the annual convention shall be determined by the Executive Committee.

Article III

Membership

There shall be the following categories of membership in the Association:

Section 1. *Professional Members.* Any educator engaged in professional activities as a full-time employee of a community, junior, or technical college in Texas is eligible for professional membership in the Association. Additionally, any educator employed full-time by a four-year or upper-level university and who is assigned responsibilities principally in a program leading to a certificate or degree below the baccalaureate level is eligible for professional membership. These provisions apply to individuals whose primary responsibilities are within the areas of instruction, administration, student services, learning resource services, media services, consultation, and research.

Section 2. *Associate Members.* Any employee of a community, junior, or technical college in Texas not eligible for professional membership is eligible for associate membership in the Association. This provision applies to part-time instructors and college staff members generally considered classified personnel.

Section 3. *Retired Employees.* Any individual who has retired from full-time professional employment in a community, junior, or technical college in Texas is eligible for professional membership or associate membership, at the individual's own option.

Section 4. *Student Members.* Any student enrolled in an accredited institution of higher education who is not eligible for professional or associate membership is eligible for student membership in the Association.

Section 5. *Institutional Members.* Any community, junior, or technical college in Texas which has been granted membership or candidacy for membership in the Commission on Colleges of the Southern Association of Colleges and Schools is eligible for institutional membership in the Association.

Section 6. *Unaffiliated Members.* Any friend of the Association not eligible for the foregoing types of membership is eligible for unaffiliated membership in the Association.

Article IV

Dues

Membership dues shall be established in the bylaws of the Association.

CONSTITUTION AND BYLAWS of the TEXAS COMMUNITY COLLEGE TEACHERS ASSOCIATION

(As adopted Feb. 21, 1975, and amended through Feb. 21, 2008)

Article V

Fiscal and Membership Years

Section 1. *Fiscal Year.* The fiscal year of the Association shall begin April 1 each calendar year and shall end March 31 of the next calendar year.

Section 2. *Membership Year.* The membership year of the Association shall begin September 1 each calendar year and shall end August 31 of the next calendar year. Membership shall be effective September 1 each year for members whose dues are paid by October 15; thereafter, membership shall become effective upon payment of dues.

Article VI

Officers

Section 1. *Officers.* The officers of the Association shall be the President, President-Elect, Vice President, Secretary, Treasurer, and Immediate Past President. The President-Elect shall automatically succeed to the office of President upon the expiration of his or her term of office as President-Elect.

Section 2. *Election of Officers.* Officers of the Association shall be elected in the manner prescribed in the Bylaws of the Association.

Section 3. *Term of Office.* Elected officers of the Association shall be installed effective April 1 following their election. If the election should be held subsequent to April 1, then the elected officers shall be installed effective at the time of their election. Officers shall serve until March 31 of the calendar year following their election, or until their successors have been elected and qualified.

Section 4. *Powers, Responsibilities, and Duties of Officers.* Officers of the Association shall possess such powers and responsibilities and perform such duties as may be prescribed by the Bylaws of the Association.

Section 5. *Vacancies.* In the event of a vacancy in the office of President, the President-Elect shall succeed to the presidency. In the event of a vacancy in the office of President-Elect, the Vice President shall succeed to that position. In the event of a vacancy in the office of Vice President, Secretary, or Treasurer, the Executive Committee shall select an individual to fill the vacancy. A President-Elect who shall have succeeded to the presidency as provided for in this section shall serve for the remainder of the term to which he or she shall have succeeded and shall thereafter serve as President for one full term. A Vice President who shall have succeeded to the office of President-Elect shall serve for the remainder of the term to which he or she shall have succeeded and shall thereafter succeed automatically to the office of President as provided for in Section 1 of this article; provided, however, that if the office of President shall be occupied by an individual who shall have succeeded to that office as provided for under the provisions of this section, the President-Elect shall continue to serve as President-Elect for one full term, and thereafter succeed to the presidency. An individual who shall have been selected to fill a vacancy in the office of Vice President, Secretary, or Treasurer, as provided for in this section, shall serve for the remainder of the term to which he or she shall have succeeded. A vacancy in the office of Immediate Past President shall remain unfilled.

Section 6. *Qualifications.* No person shall be eligible for election to an office in the Association who shall not, at the time of such election, be a professional member of the Association. If any officer, subsequent to the election, shall cease voluntarily to be a professional member of the Association, as provided for in Article III of this Constitution, his or her office shall be declared vacant by the remaining members of the Executive Committee, and the vacancy shall be filled in the manner prescribed in Article VI, Section 5 of this Constitution.

Section 7. Removal from Office.

(A) An individual may be removed from office for failure to carry out the duties of office prescribed in the Constitution and Bylaws, failure to carry out responsibilities assigned by the President or Executive Committee, or actions detrimental to the best interests

of the Association.

(B) A motion to remove an individual from office may be made by any officer at a regular or called meeting of the Executive Committee. An affirmative vote of at least four members of the Executive Committee is required to sustain the motion to remove an officer.

(C) If the motion is sustained, the individual subject to the removal motion may accept the action of the Executive Committee and resign from office.

(D) The individual subject to the removal motion may request within 10 days a hearing on the charges. Such hearing shall be held as soon as possible after the vote of the Executive Committee, but not later than 30 days following the vote. The hearing shall be called by the President (or the Immediate Past President if the President is the officer subject to the removal motion). The hearing panel shall be composed of five former officers of the Association, none of whom may have been a member of the Executive Committee for the 24 months immediately preceding the hearing. Two members of the hearing panel shall be selected by the Executive Committee; two members shall be selected by the officer requesting the hearing; and the four members thus chosen shall select the fifth member. The hearing panel shall select its own chair and establish its own rules of procedure, consistent with commonly recognized principles of due process.

(E) If the individual officer fails to submit a written resignation or to request a hearing within 10 days of adoption of the motion by the Executive Committee, the office shall be declared vacant.

(F) Upon completion of the hearing of charges against the officer and the refutation of those charges, the hearing panel shall vote on the question, "Is the evidence sufficient to sustain the prior action of the Executive Committee to remove the individual from office?" If at least four members of the hearing panel vote to sustain the Executive Committee action, the officer immediately shall be removed from office.

(G) At any time during the proceedings set forth in this Section up to the announcement of the vote of the hearing panel, the officer against whom removal action has been taken may resign from office, whereupon further proceedings shall cease.

(H) In the case of resignation or removal from office as provided in this Section, a vacancy shall be filled as provided in Section 5 of this Article.

Section 8. *Liability.* An officer of the Association shall not be liable to the Association or its members for monetary damages for an act or omission in the officer's capacity as an officer, except that this Section does not eliminate or limit the liability of an officer for:

(A) A breach of an officer's duty of loyalty to the Association or its members;

(B) An act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law;

(C) A transaction from which an officer received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the officer's position; or

(D) An act or omission for which the liability of an officer is expressly provided for by statute.

If the Texas Non-Profit Corporation Act is amended hereafter to authorize action further eliminating or limiting the personal liability of officers, then the liability of an officer of the Association shall be eliminated or limited to the fullest extent permitted by such statutes, as so amended. Any repeal or modification of this Section shall not adversely affect any right or protection of an officer of the Association at the time of such repeal or modification.

Section 9. *Indemnification.* Each person who at any time shall serve, or shall have served, as an officer, employee, or agent of the Association, or any person who is or was serving at the request of the Association as an officer, trustee, employee, agent, or similar functionary of another association, corporation, trust, employee benefit plan, or other enterprise

(hereinafter referred to as "Indemnitee") shall be entitled to indemnification as and to the fullest extent permitted by the Texas Non-Profit Corporation Act or any successor statutory provision, as from time to time amended (hereinafter referred to as the "Statute"). The foregoing right of indemnification shall not be deemed exclusive of any other rights to which those to be indemnified may be entitled as a matter of law or under any agreement or other arrangement.

The Association shall pay in advance or reimburse Indemnitee expenses actually and reasonably incurred or anticipated by him or her in connection with his or her appearance as a witness or other participant in a proceeding whether or not he or she is a named defendant or a respondent in the proceeding.

To obtain an indemnification or expense advance, Indemnitee shall submit to the Association, at its State Office, a written request with such information about the expenses incurred or anticipated as is reasonably available to him or her. If the expense advance is to be paid prior to final disposition of the proceeding, there shall be included a written statement of Indemnitee's good faith belief that he or she has met the necessary standard of conduct under the Statute and an undertaking to repay any amount paid if it is ultimately determined those conduct requirements were not met. Upon receipt of the request, the Executive Committee shall determine Indemnitee's entitlement to indemnification or expense advance. If the Indemnitee is a member of the Executive Committee, he or she shall not participate in the committee's deliberations or determination. If the request is rejected, the Association shall notify Indemnitee of such action and the reason(s) therefor. If within 20 days of the Association's receipt of the request, the payment for an approved request is not made or the request for payment is rejected or not acted upon, the Indemnitee shall have the right to an adjudication in any court of competent jurisdiction of his or her entitlement to such indemnification or expense advance. Any such proceeding shall be conducted in all respects as a *de novo* trial on the merits.

Article VII

State Office and Executive Director

Section 1. *State Office.* A state office for the Association shall be established and maintained in the City of Austin, Texas.

Section 2. *Executive Director.* An Executive Director shall be employed by the Executive Committee. The Executive Director shall be appointed for a period not to exceed three calendar years. The Executive Director shall be employed under such terms and conditions as may be established by the Executive Committee.

Article VIII

Committees

Section 1. *Executive Committee.* The Executive Committee of the Association shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, and Immediate Past President.

Section 2. *Standing Committees.* There shall be three standing committees of the Association, as follows: Professional Development Committee, Legislative Committee, and Membership Services Committee. Each standing committee shall consist of 15 members, appointed for terms of three years each. Terms of standing committee members shall be established in such a way as to provide for the expiration of the terms of five members each year.

Section 3. *Special Committees.* There shall be seven special committees of the Association, as follows: Nominating Committee, Membership Committee, Resolutions Committee, Auditing Committee, Convention Committee, Publications Committee, and Election Committee. The Nominating Committee shall consist of seven members, no two of whom shall be from the same college district. Each other special committee shall consist of a number of members as determined by the Executive Committee. Members of all special committees shall be appointed for terms of one year.

Section 4. *Ad Hoc Committees.* The President, with the consent of the Executive Committee, shall have the power to establish and dissolve such *ad hoc* committees as may be considered necessary.

Section 5. *Qualifications.* No person shall be eligible for appointment to any committee of the Association who shall not, at the time of such appointment, be

a professional member of the Association. No person shall be eligible to serve on more than one standing committee concurrently. No person may be appointed to a standing committee if any current member of that committee is employed by the same college district as the appointee. However, this provision shall not be construed as to make ineligible from committee membership a person who in changing positions relocates to a college district where another committee member is employed.

Section 6. *Manner of Appointment.* Members of committees shall be appointed by the President, subject to approval by a majority vote of the Executive Committee.

Section 7. *Powers, Responsibilities, and Duties.* Committees of the Association shall possess such powers and responsibilities and perform such duties as may be prescribed in the Bylaws of the Association.

Section 8. *President as Ex Officio Member.* The President shall be a member *ex officio* of all standing, special, and *ad hoc* committees of the Association, except the Nominating Committee.

Article IX

Publication

The official publication of the Association shall be the *TCCTA Messenger*, to be published in accordance with policies established by the Executive Committee.

Article X

Amendments to Constitution

Section 1. An Amendment to this Constitution shall be proposed by petition of at least 25 professional members of the Association, which must be submitted by November 15 to the President of the Association for publication in the *TCCTA Messenger*.

Section 2. For purposes of discussion, debate, and amendment, a Constitutional amendment proposed in accordance with Section 1 of this Article shall be submitted to the Association at the annual convention immediately following initial publication in the *TCCTA Messenger*.

Section 3. The Amendment, only in the form in which it emerges from the annual convention, shall be published in the *TCCTA Messenger* in the succeeding year and may be adopted, unamended, at the next annual convention by a two-thirds vote of professional members casting votes at the convention and by absentee ballot as prescribed in the Bylaws of the Association.

Article XI

Enactment and Amendment of Bylaws

Section 1. *Enactment of Bylaws.* Bylaws shall be enacted by the Association in its annual convention.

Section 2. *Amendment of Bylaws.* Proposed amendments to the Bylaws shall be published in the *TCCTA Messenger*, which shall be mailed at least 30 days prior to the annual convention; provided, however, that this requirement for publication of proposed amendments may be waived by a two-thirds vote of the professional members present and voting at a general session of the annual convention. Amendments to the Bylaws may be adopted by a majority vote of the professional members present and voting at a general session of the annual convention; provided, however, that if the publication rule be suspended as provided in this Section, the vote on adoption of the proposed amendments shall not be taken at the general session in which the publication rule is suspended.

Article XII

Dissolution and Disposition of Assets

In the event of the dissolution of the Association, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Act), as the Executive Committee shall determine. Any of such assets not so disposed of shall be disposed of by the court of competent jurisdiction of the county in which the principal office of

the Association is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

BYLAWS of the TEXAS COMMUNITY COLLEGE TEACHERS ASSOCIATION

Article I

Membership Dues and Condition of Membership

Annual dues for the respective categories of membership in the Association shall be as follows:

Section 1. *Professional Members*—\$45.00

Section 2. *Associate Members*—\$35.00

Section 3. *Student Members*—\$30.00

Section 4. *Institutional Members.* Dues of institutional members shall be based on total headcount enrollment for each college district as reported by the Texas Higher Education Coordinating Board for the fall semester of the preceding academic year. Institutional membership includes personal TCCTA membership for chancellors and presidents (personal liability insurance not included).

District

Headcount Enrollment Institutional Dues

Fewer than 1,000	\$200.00
1,000 to 2,499	\$250.00
2,500 to 4,999	\$300.00
5,000 to 7,499	\$350.00
7,500 to 9,999	\$450.00
10,000 to 14,999	\$500.00
15,000 to 19,999	\$550.00
20,000 to 24,999	\$600.00
25,000 to 29,999	\$700.00
30,000 to 34,999	\$750.00
35,000 to 39,999	\$800.00
More than 39,999	\$900.00

Section 5. *Unaffiliated Members*—\$35.00

Section 6. Dues of professional, associate, student, and unaffiliated members shall be used for the general operating expenses of the Association as determined by the Executive Committee. Dues of institutional members shall be used exclusively for defraying expenses of the annual convention and other professional development activities sponsored by the Association as determined by the Executive Committee.

Section 7. *Condition of Membership.* Adherence to the Code of Professional Ethics adopted by the Association shall be a condition of professional or associate membership. Interpretation and implementation of the Code shall be responsibilities of the Executive Committee, subject to such actions as may be taken by the Association in its annual convention. Implementation shall be consistent with commonly recognized principles of due process.

Article II

Voting Privileges

Professional members of the Association shall have the right to vote in elections conducted and business transacted by the organization as hereinafter provided for.

Voting privileges shall not be enjoyed by associate members, student members, institutional members, or unaffiliated members.

Article III

Nominations and Elections

Section 1. Nominations.

(A) *Nominations by Nominating Committee.* The Nominating Committee shall submit to the President of the Association a slate of candidates for the offices of President-Elect, Vice President, Secretary, and Treasurer of the Association. The report of the Nominating Committee shall be published in the *TCCTA Messenger* prior to the annual convention. The report shall include pertinent biographical and professional data concerning candidates nominated for offices in the Association.

(B) *Nominations by Petition.* Names of other candidates may be put before the membership upon submission by them, or in their behalf and with their written consent, of petitions bearing the signatures of at least 75 professional members of the Association. Such nominating petitions shall be submitted not later than December 1 preceding the annual convention

of the Association to the Chair of the Nominating Committee. Upon verification of the validity of the signatures, the names of candidates thus nominated shall be included on the official ballot, and biographical and professional data concerning such candidates shall be included in the *TCCTA Messenger* prior to the convention.

(C) *Nominations from the Floor.* Names of other candidates may be placed in nomination from the floor during the general session of the annual convention, provided that any such candidate has given his or her prior written consent. Only professional members may offer floor nominations.

Section 2. *Electronic Voting.* The Association will provide a mechanism for electronic voting.

Section 3. The candidate who receives the largest number of votes for each office shall be elected. If the votes should be evenly divided between two candidates for an office, the candidates shall determine the winner by lot.

Article IV *Quorum*

In the general session of the annual convention of the Association, a quorum shall consist of the number of professional members in attendance, but not less than 200.

Article V *Duties of Officers*

Section 1. *President.* The President shall preside over all meetings of the Association and of the Executive Committee. The President shall provide executive leadership at all levels of the Association, issuing such instructions and directives to officers, committees, and employees of the Association as may be necessary to assure the efficient functioning of the organization. The President shall appoint members to Association committees and designate committee chairs and vice chairs, subject to confirmation by a majority vote of the Executive Committee. The President shall edit and approve all formal communications and statements of policy issued in the name of the Association. The President shall exercise such authority as may be vested in the office by law, by the Association's Constitution, or by delegation of the Association or its Executive Committee.

Section 2. *President-Elect.* The President-Elect shall preside over meetings of the Association and of the Executive Committee in the absence of the President. The President-Elect shall direct his or her efforts toward the development of an adequate understanding of the operations of the Association in preparation for his or her term as president.

Section 3. *Vice President.* The Vice President shall preside over meetings of the Association and of the Executive Committee in the absence of the President and the President-Elect.

Section 4. *Secretary.* The Secretary shall be responsible for the maintenance of accurate records of the proceedings of the Association and the Executive Committee.

Section 5. *Treasurer.* The Treasurer shall be responsible for the maintenance of all financial records required by law or by the Association.

Section 6. *Immediate Past President.* The Immediate Past President shall provide advice and counsel concerning operation of the business of the Association.

Section 7. *General Responsibilities.* In addition to the foregoing specific duties prescribed for officers of the Association, each officer shall perform other duties and assume other responsibilities as may be delegated by the Association or the Executive Committee.

Article VI *Duties of Committees*

Section 1. *Executive Committee.* The Executive Committee shall exercise general managerial authority and responsibility over the work of the Association. It shall establish policies of the Association, consistent with the TCCTA Constitution and actions of the Association in its annual conventions. It shall adopt the budget of the Association, confirm presidential appointments of committee members, contract for professional services of an Executive Director and delegate to him or her such duties, responsibilities, and authority as shall be deemed appropriate. The Executive Committee shall establish the general policies of the publications of the Association. It shall

exercise all other duties and assume all other responsibilities as may be required by law or directed by the Association.

Section 2. *Professional Development Committee.* As requested or directed by the Executive Committee, the Professional Development Committee shall promote the professional growth of Association members in all areas of development and performance. It shall maintain awareness of developments on the national, state, and local levels which would affect the professional status of members of the Association. It shall promote, in cooperation with other committees of the Association and as directed by the Executive Committee, the adoption of meaningful policies on academic freedom and responsibility and due process by all community, junior, and technical colleges in the state.

Section 3. *Legislative Committee.* The Legislative Committee shall develop and present to the Executive Committee recommendations concerning legislation affecting members of the Association and the profession. It shall promote and encourage greater interest in legislative matters on the part of the members of the Association.

Section 4. *Membership Services Committee.* The Membership Services Committee shall investigate proposals, offers, suggestions, and plans for additional benefits for Association members and transmit its recommendations to the Executive Committee.

Section 5. *Nominating Committee.* The Nominating Committee shall nominate highly-qualified candidates for offices in the Association.

Section 6. *Membership Committee.* As requested or directed by the Executive Committee, the Membership Committee shall accept general responsibility for enlisting members in the Association.

Section 7. *Resolutions Committee.* The Resolutions Committee shall carefully study and evaluate proposed resolutions for possible consideration by the Association in its annual convention. Each resolution presented in the annual convention must be submitted first to the Resolutions Committee. If the Resolutions Committee declines to submit a proposed resolution for consideration in the annual convention, any professional member of the Association may be recognized to submit the resolution in his or her own behalf.

Section 8. *Auditing Committee.* The Auditing Committee shall conduct a general examination of the fiscal records of the Association, seek evidence to assure that the fiscal records of the Association have been maintained according to sound auditing procedures, and report its findings to the membership.

Section 9. *Convention Committee.* The Convention Committee shall be assigned appropriate responsibilities in connection with the Association's annual convention, including, but not limited to, providing assistance with registration of members and guests and serving as hosts and hostesses at convention social activities.

Section 10. *Publications Committee.* The Publications Committee shall solicit articles for possible inclusion in the *TCCTA Messenger*; shall referee articles submitted; and shall offer the Executive Committee recommendations regarding changes in publication guidelines and policies concerning such matters as copyright, style, format, and layout of the *TCCTA Messenger*.

Section 11. *Election Committee.* The Election Committee shall have general responsibility for conducting elections of officers and voting on proposed amendments to the Constitution and Bylaws and assuring that voting in such elections is conducted properly and in accordance with provisions of the Constitution and Bylaws.

Section 12. *General Responsibilities.* In addition to the foregoing specific duties prescribed for committees of the Association, each committee shall perform other duties and assume other responsibilities as may be delegated by the Association or the Executive Committee.

Section 13. *Quorum.* For all committees of the Association, a quorum shall consist of a majority of the number of members serving on the committee.

Section 14. *Committee Chairs.* The chair of each committee may participate fully in committee discussions and deliberations and may vote as does every other member.

Section 15. *Committee Minutes.* Each committee shall select its own secretary who shall prepare a

report of each meeting and file one copy with the State Office, one copy with each member of the committee, and one copy with the President.

Section 16. *Public Statements.* No statement, news release, public announcement, circular letter, or other communication shall be issued on Association stationery or under the Association's logo or in the name of the Association or any of its officers or committees unless it shall have been specifically authorized and approved by the President or by the Executive Committee.

Section 17. *Committee Meetings.* Each committee shall meet at the call of the chair; provided, however, that a majority of the duly appointed committee members may submit a formal request to the chair for the calling of a meeting of the committee. Within 30 days following the delivery of such request, the chair of the committee shall set a definite date, time, and place for a meeting of the committee and notify all members.

Section 18. *Removal of Committee Members.* The Executive Committee shall have the power to declare committee assignments vacant and to authorize the President to appoint replacements to fill such vacancies, provided that any committee member whose position is declared vacant shall first have ample opportunity to be heard by the Executive Committee, and provided further that no action shall be taken by the Executive Committee in pursuance of this section of the Bylaws which shall contravene any provision of the Constitution of the Association.

Article VII

Checks, Books, and Records

Section 1. *Checks.* All checks drawn against Association funds shall be cosigned by the Treasurer or the President.

Section 2. *Books of Account.* The Association shall keep and maintain correct and complete books and records of account and shall also keep and maintain minutes of the proceedings of the Association's annual conventions and meetings of the Executive Committee. Such books, records, and minutes shall be maintained in the State Office of the Association and may be inspected by any member for any proper purpose with reasonable notice and during normal business hours.

Section 3. *Independent Audit.* The Executive Committee shall cause the books of the Association to be audited at the close of each fiscal year by an independent certified accountant selected by the committee. Copies of the report of the auditor shall be provided to members of the Executive Committee and the Auditing Committee and shall be available in the State Office of the Association for inspection by any member with reasonable notice and during normal business hours.

Article VIII

Rules of Procedure

The Association shall have authority to make its own rules of procedure in the conduct of its business. When not otherwise provided, *Robert's Rules of Order (Newly Revised)* shall govern parliamentary procedure.