#  ARTICLE 4

## HOUSE OF DELEGATES

4.1 MEMBERS ‑ The House of Delegates of WISI shall consist of the Group Member Representatives, the Board of Director Members*,* the Non-Athlete At-Large House Members, and Athlete At-Large House Members appointed.

 .1 Group Member Representatives- Each Group Member in good standing shall appoint from its membership two Group Member Representatives, one of whom must be an athlete, and one or more alternates for each. The appointment shall be in writing, addressed to the Secretary of WISI and duly certified by the chief executive officer or secretary of the appointing Group Member. The appointing Group Member may withdraw one or more of its Group Member Representatives or one or more of its alternates and substitute new Group Member Representatives or new alternates by written notice, addressed to the Secretary of WISI and signed by the chief executive officer or secretary of the appointing Group Member. The representatives of any Group Member are not required to be Individual Members of WISI or USA Swimming.

 .2 Board of Directors - Board of Director Members as designated in Section 5.

 .3 Non-Athlete AT-LARGE House Members  - Up to ten (10) non-athlete members of the House of Delegates may be appointed as At-Large House Members by the General Chair with the advice and consent of the Board of Directors. At-Large House Members shall hold office from the date of appointment through the conclusion of the annual meeting of the House of Delegates following such appointment or until their successors are appointed to the House of Delegates.

 .4 ATHLETE at-Large House Members - A sufficient number of athletes to ensure that Athlete Members constitute at least 20% of the voting membership of the House of Delegates shall beappointed by the General Chair with advice and consent of the Board of Directors and shall hold office from the date of appointment through the conclusion of the annual meeting of the House of Delegates following such appointmentor until their successors are appointed to the House of Delegates.

4.2 ELIGIBILITY ‑ Only Individual Members in good standing shall be eligible to be elected or appointed as at-large members of the House of Delegates.

4.3 DOUBLE VOTE PROHIBITED - An Individual Member entitled to vote in House of Delegates meetings may only have one vote regardless of the number of positions held by such member.

4.4 VOICE AND VOTING RIGHTS OF MEMBERS - The voice and voting rights of members of the House of Delegates and of individuals shall be as follows:

 .1 Group Member Representatives, Board Members, AND At-Large House Members  - Each of the Group Member Representatives, the Board Members, and the At-Large House Members shall have both voice and vote in meetings of the House of Delegates.

 .2 Individuals - Individuals who are not members of the House of Delegates may attend open meetings of the House of Delegates and its committees and be heard at the discretion of the presiding officer.

4.5 DUTIES AND POWERS ‑ The House of Delegates shall oversee the establishment of policies, procedures and programs. In addition to the duties and powers prescribed in the USA Swimming Rules and Regulations, USA Swimming Corporate Bylaws, or elsewhere in these Bylaws, the House of Delegates shall:

.1 Elect the officers, and the committee chairs and coordinators listed in Articles 6 and 7;

.2 Elect alternates to the USA Swimming House of Delegates in accordance with the USA Swimming Corporate Bylaws;

.3 Review, modify and adopt the annual budget of WISI recommended by the Board of Directors;

.4 Call regular and special meetings of the House of Delegates;

.5 Ratify or prospectively modify or rescind policy and program established by the Board of Directors, except any action or authorization by the Board of Directors with respect to contracts or upon which any person may have relied shall not be modified or rescinded;

.6 Establish joint administrative committees, or undertake joint activities with other sports organizations where deemed helpful or necessary by WISI;

.7 Amend the Bylaws of WISI in accordance with Section 9.3; and

.8 Remove from office any persons elected by the House of Delegates (Board Members, or committee chairs or coordinators) who have failed to attend to their official duties or member responsibilities or have done so improperly, or who would be subject to penalty by the National Board of Review for any of the reasons set forth in Article 404 of USA Swimming Rules and Regulations. However, no such individual may be removed without receiving thirty (30) days’ written notice by the Secretary or other officer designated by the House of Delegates specifying the alleged deficiency in the performance of the member’s responsibilities or specific official duties or other reason and an opportunity to respond in writing within twenty (20) days to such allegations.

4.6 ANNUAL AND REGULAR MEETINGS - The annual meeting of the House of Delegates of WISI shall be held in the spring. A regular meeting of the House of Delegates shall be held in the fall in accordance with a schedule adopted by the Board of Directors at their meeting coinciding with the LSC Annual HOD meeting.

4.7 SPECIAL MEETINGS - Special meetings of the House of Delegates may be called by the Board of Directors or the General Chair. Should the Board of Directors or the General Chair fail to call the annual or scheduled regular meetings or should a special meeting be appropriate or helpful, a meeting of the House of Delegates may be called by a petition signed by at least five (5) group members of the House of Delegates.

4.8 MEETING LOCATION AND TIME - All meetings of the House of Delegates shall take place at a site within the Territory. The House of Delegates or the Board of Directors shall determine the location and time of all meetings of the House of Delegates. If federal, state, or local law, policy, or regulation prohibits physical gathering sufficient to conduct a House of Delegates meeting within the Territory, a House of Delegates meeting may be conducted through conference equipment by means of which all persons participating in the meeting can hear each other at the same time. In that circumstance, participation by such means shall constitute presence at that meeting.

4.9 OPEN MEETINGS/CLOSED SESSIONS - House of Delegates meetings shall be open to all members of WISI. Issues pertaining to personnel, discipli­nary action, legal, tax or similar affairs of WISI shall be deliberated and decided in a closed session which only House of Delegates members may attend. By a majority vote, the House of Delegates may decide to go into closed session on any matter deserving of confidential treatment or of personal concern to any member of the House of Delegates.

4.10 QUORUM - A quorum of the House of Delegates shall consist of those members present and voting.

4.11 VOTING - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before the House of Delegates shall be determined by a majority vote.

4.12 PROXY VOTE - Voting by proxy in any meeting of the House of Delegates shall not be permitted.

### 4.13 MAIL/EMAIL VOTING

 .1 MAIL VOTE ‑ Any action which may be taken at any regular or special meeting of the House of Delegates, except elections, removal of Board Members, elected committee chairs or coordinators and amendments of these Bylaws, may be taken without a meeting. If an action is taken without a meeting, the Secretary, by first class mail, postage prepaid, shall distribute a written ballot to every member of the House of Delegates entitled to vote on the matter. The ballot shall set forth the proposed action, provide an opportunity to specify approval or disapproval, and provide a reasonable time (but in no event less than the period specified in Section 4.13.2 within which to return the ballot to the Secretary. Action by written ballot shall be valid only when the number of votes cast in favor of the proposed action within the time period specified constitutes a majority of the votes entitled to be cast.

 .2 EMAIL VOTE - The Secretary or designee, by the General Chair, shall send an email to every member of the House of Delegates entitled to vote on the matter. The email shall set forth the proposed action, provide an opportunity to specify approval or disapproval, or in the event of a vote, for example to select Meet Host(s) or Meet sites(s), to specify one or more options, and to provide a reasonable time period, but in no event less than fifteen (15) calendar days within which to send a return email vote to the Secretary or designee. Action by email shall be valid only when the number of votes cast for approval or selection of the proposed action within the time period specified constitutes a majority of the votes cast.

### 4.14 NOTICES

 .1 Time  ‑ Not less than twenty (20) days’ written notice shall be given to each member of the House of Delegates for any annual, regular or special meeting of the House of Delegates. See Section 14.1.3 for the various permitted means of notice.

 .2 Information ‑ The notice of a meeting shall contain the time, date and site. For special meetings of the House of Delegates, the expected purpose (which may be general) of the meeting shall be stated. If an expected purpose is the amendment of the Bylaws, a copy of the proposed amendment shall be included in the notice. Failure to have included in the notice any germane amendments subsequently adopted by the House of Delegates at the noticed meeting shall not be the basis for any claim that the amendments as so adopted are invalid.