

North Texas Swimming Inc.

BYLAWS

ARTICLE 601
NAME, OBJECTIVES, NTSI BOUNDARIES AND JURISDICTION

- 601.1 NAME - The name of the corporation shall be North Texas Swimming, Inc. (“NTSI” herein).
- 601.2 OBJECTIVES - The objectives and primary purpose of the NTSI shall be the education, instruction and training of individuals to develop and improve their capabilities in the sport of swimming. NTSI shall promote swimming for the benefit of swimmers of all ages and abilities, in accordance with the standards, rules, regulations, policies and procedures of FINA, USA Swimming, and NTSI and its Articles of Incorporation and these Bylaws.
- 601.3 GEOGRAPHIC BOUNDARY - That portion of the State of Texas east of the counties of Hardeman, Foard, Knox, Haskell, Jones, Callahan, Brown, Mills and Lampasas; and north of the counties of Bell, Milam, Robertson, Leon, Houston, Angelina, Nacogdoches and Shelby; and excluding Bowie County and the city of Waco in McLennan County.
- 601.4 JURISDICTION – NTSI shall have jurisdiction over the sport of swimming as delegated to it as a Local Swimming Committee by USA Swimming to conduct swimming programs consistent with NTSI’s objectives and those of USA Swimming and to sanction, approve, observe and oversee competitive swimming events within the Territory and to conduct competitive swimming events within the Territory, its Region and its Zone. NTSI shall discharge faithfully its duties and obligations as a Local Swimming Committee of USA Swimming in accordance with these Bylaws, the USA Swimming Rules and Regulations and all applicable policies and procedures.

ARTICLE 602
MEMBERSHIP

- 602.1 MEMBERS - The membership of NTSI shall consist of the following:
- .1 GROUP MEMBERS - Group Members are organizations operating in the NTSI Boundaries which have, upon application, been granted membership in USA Swimming and NTSI and paid the fees established by USA Swimming and NTSI pursuant to Article 603. An organization may be denied membership by the Membership/Registration Chair or the Board of Directors for failure to satisfy the criteria for membership or for any reason for which a Group Membership could be terminated. Any denial of membership may be appealed to the Board of Review. An organization's status as a Group Member is subject to its continued satisfaction of the criteria for membership and compliance with its responsibilities under these Bylaws, the USA Swimming Code, the rules, regulations, policies, procedures and codes of conduct and ethics of NTSI and USA Swimming and may be terminated by a decision of the Board of Review or the National Board of Review. Except for Affiliated Group Members, Group Members in good standing shall be entitled to participate in the program of swimming conducted by NTSI, and competitions sanctioned or approved by USA Swimming, in accordance with Section 609.2.
 - A. Club Members - A Club Member is an organization which is in good standing as a Group Member of NTSI and USA Swimming, has athletes and coaches and participates in the sport of swimming. All athletes and coaches of the organization must be Individual Members in good standing of NTSI and USA Swimming.
 - B. Affiliated Group Members - An Affiliated Group Member is an organization which supports the sport of swimming and the objectives and programs of NTSI and USA Swimming, which is in good standing as a Group Member of NTSI and USA Swimming, but which does not have athletes and coaches who all are Individual Members of NTSI or USA Swimming.

C. Seasonal Club Members - A Seasonal Club Member is an organization which has joined NTSI and USA Swimming for one or two periods, as determined annually by NTSI, not longer than 150 days each in a registration year, and is in good standing as a Group Member of NTSI and USA Swimming. All Seasonal Club Member coaches must be Coach Members in good standing of NTSI and USA Swimming. All athlete members of seasonal clubs must be Seasonal Athlete or Athlete Members in good standing of NTSI and USA Swimming.

- .2 INDIVIDUAL MEMBERS - Individual Members are individuals involved in the sport of swimming in the NTSI Boundaries who have, upon registration, been granted membership in USA Swimming and NTSI and paid the dues established by USA Swimming and NTSI pursuant to Article 603. An individual may be denied membership by the Membership/Registration Chair or by the Board of Directors for failure to satisfy the criteria for membership or for any reason for which an Individual Membership could be terminated. Any denial of membership may be appealed to the Board of Review. An individual's status as an Individual Member is subject to the Individual Member's continued satisfaction of the criteria for membership and compliance with the individual's responsibilities under these Bylaws, the USA Swimming Code, the rules, regulations, policies, procedures and codes of conduct and ethics of NTSI and USA Swimming and may be terminated by a decision of the Board of Review or the National Board of Review. Individual Members in good standing shall be entitled to participate in the program of swimming conducted by NTSI, and competitions sanctioned or approved by USA Swimming, in accordance with Section 609.1.
- A. Athlete Members - An Athlete Member is an individual who participates or competes in the sport of swimming and is in good standing as an Individual Member of NTSI and USA Swimming.
 - B. Coach Members - A Coach Member is an individual, whether or not affiliated with a Group Member, who has satisfactorily completed all safety and other training required by NTSI and/or USA Swimming and who is in good standing as an Individual Member of NTSI and USA Swimming. Any individual desiring to act in any coaching capacity at any competition sanctioned by USA Swimming must be a Coach Member in good standing of NTSI and USA Swimming.
 - C. Active Individual Members - An Active Individual Member is an individual other than a Coach Member or an Athlete Member who is a trainer, manager, official, meet director, marshal, Board Member, At-Large House Member, officer, coordinator or committee chair or committee member of NTSI or a Group Member Representative or alternate and any other individual desiring to participate in the sport of swimming and who is in good standing as an Individual Member of USA Swimming and NTSI.
 - D. Seasonal Athlete Members - A Seasonal Athlete Member is an individual who participates or competes in the sport of swimming and has joined for one or two periods of time not longer than 150 days each in a registration year and is in good standing as an Individual Member of NTSI and USA Swimming.
 - E. Affiliated Individual Members- An Affiliated Individual Member is an individual interested in the objectives and programs of NTSI who resides, formerly resided, or formerly participated in the sport of swimming in the Territory and who is in good standing as an Individual Member of NTSI and USA Swimming.
 - F. Life Members - A Life Member is an individual who is a life member of USA Swimming, who resides, formally resided, or participated in the sport of swimming in the NTSI Boundaries and who is in good standing as a member of NTSI and USA Swimming.
- .3 MEMBERSHIP A PRIVILEGE NOT A RIGHT - Membership in NTSI and USA Swimming is a privilege and shall not be interpreted as a right. Membership (including a Life Membership) may be terminated by the Board of Review or the national Board of Review for any violation of a member's responsibilities under Section 602.2, for any of the reasons set forth in Article 404.1.3 of the USA Swimming Rules and Regulations or for any other reason determined by the Board of Review or

National Board of Review to be in the best interests of the sport of swimming, USA Swimming or NTSI.

602.2 MEMBERS' RESPONSIBILITIES

- .1 **COMPLIANCE** - Each Group and Individual Member shall abide by the codes of conduct and ethics, policies, procedures, rules and regulations adopted by USA Swimming and NTSI, including its obligations and responsibilities set forth in these Bylaws. Each Group and Individual Member shall not take or allow to be taken, any action, or conspire with or instigate any other person to take or allow to be taken, any action which could bring the sport of swimming, NTSI or USA Swimming into disrepute. By applying for and accepting membership in NTSI and USA Swimming, each Individual Member agrees to so abide and represents, except to the extent disclosed to NTSI and USA Swimming, that he or she has never been convicted of a crime involving sexual misconduct, child abuse, violation of a law specifically designed to protect minors, or similar offenses, or to have been found by a Board of Review or the National Board of Review to have committed actions which would be the basis for a conviction and that she or he has never acted in a manner which might bring into disrepute NTSI, USA Swimming or the sport of swimming.
- .2 **RESPONSIBILITY FOR INFRACTIONS** - A Group Member may be held responsible for infractions of the policies, procedures, rules, regulations or codes of conduct or ethics adopted by USA Swimming or NTSI, including its responsibilities as set forth in these Bylaws. Infractions of a Group Member include those committed or allowed to happen by its members, representatives, officials or coaches or by athletes who are competing as representatives of the Group Member or who are competing with the Group Member as unattached swimmers. Also included are infractions committed or allowed to happen by a person instigated by the Group Member or with whom the Group Member through any of those individuals conspired. Any Individual Member may be held responsible for any infractions committed or that were allowed to happen by the Individual Member. Also included are infractions committed or allowed to happen by a person instigated by the Individual Member or with whom the Individual Member conspired.

ARTICLE 603

DUES AND FEES

- 603.1 **CLUB MEMBERS** - Every Club Member and Seasonal Club Member shall pay an annual or seasonal fee, respectively, consisting of a national club fee established by USA Swimming and a local club fee established by NTSI, together with any other charges, fees, etc. as may be established by NTSI.
- 603.2 **AFFILIATED GROUP MEMBERS** - The Board of Directors shall establish the annual membership fees and any other charges, fees, etc., for Affiliated Group Members.
- 603.3 **ATHLETE** - Each Athlete Member and Seasonal Athlete Member shall pay an annual or seasonal fee, respectively, consisting of a national fee established by USA Swimming and a local fee established by NTSI.
- 603.4 **COACHES** - Each Coach Member shall pay an annual fee consisting of a national fee established by USA Swimming and a local fee established by NTSI, together with any other charges, fees, etc. as may be established by NTSI.
- 603.5 **ACTIVE INDIVIDUAL MEMBERS** - Each Active Individual Member shall pay an annual fee consisting of a national fee established by USA Swimming and a local fee established by NTSI, together with any other charges, fees, etc. as may be established by NTSI.
- 603.6 **AFFILIATED INDIVIDUAL MEMBERS** - the Board of Directors shall establish the annual membership fees and any other charges / fees etc. for Affiliated Individual Members.

603.7 LIFE MEMBERS - The Board of Directors shall establish the annual or other membership fees, if any, and any other charges, fees, etc., for Life Members.

603.8 SANCTION, APPROVAL AND OTHER FEES

- .1 SANCTION AND APPROVAL FEES - The Board of Directors shall establish reasonable fees, procedures, and documentation required of an applicant for a sanction or approval for, or observation of, a swimming competition to be conducted within the NTSI Boundaries.
- .2 SERVICE CHARGES - In addition to, or in place of; a sanction or approval fee, the Board of Directors may establish a reasonable service charge consistent with the nature of the event. For example, the service charge may be a flat amount, an amount related to the number of events swum, the number of individual swims, the number of athletes entered, the cost of equipment and pool time provided, a percentage of receipts or profits or a combination of one or more of these or other bases.
- .3 PAYMENT - Each applicant for a sanction, approval, or observation shall submit with its supplication the fees and any service charges specified by NTSI. If any of the sanction or approval fees or service charges are due at a time following the submission for sanction or approval, the applicant shall promptly pay those fees or service charges to NTSI when due in accordance with NTSI's fee schedule.

603.8 FAILURE TO PAY

- .1 GROUP, COACH AND ACTIVE INDIVIDUAL MEMBER OBLIGATIONS - The failure of a Group Member, Coach Member or Active Individual Member to pay dues, fees, service charges, fines or penalties imposed by NTSI or USA Swimming, within the time prescribed, as evidenced by a final decision of (i) a court of law, and/or (ii) the NTSI Board of Review or the National Board of Review, shall preclude the delinquent member from (a) participating in events sanctioned or approved by USA Swimming, (b) participating in any capacity in the affairs of USA Swimming, NTSI or any other LSC or (c) serving as a Group Member Representative, coach, manager, official, trainer or in any other capacity with any Club Member or Seasonal Club Member or with any group member of any other LSC until the debt is satisfied.
- .2 ATHLETE MEMBER OBLIGATIONS - The failure of an Athlete Member or Seasonal Athlete Member to satisfy any financial obligations to USA Swimming, NTSI or their former LSCs, within the time prescribed, as evidenced by a final decision of (i) a court of law, and/or (ii) the NTSI Board of Review or the National Board of Review, shall preclude the delinquent member from (a) competing in any competition sanctioned by USA Swimming, (b) obtaining a reportable time achieved in events swum at any USA Swimming sanctioned, approved or observed meet, (c) participating in any capacity in the affairs of USA Swimming, NTSI or any other LSC or (d) practicing, exercising or otherwise participating in the activities of any Group Member or any group member of any other LSC until the debt is satisfied.
- .3 CLUB/INDIVIDUAL OBLIGATIONS - If a Club Member or a Seasonal Club Member has secured a final court judgment or final Board of Review or National Board of Review decision against an Individual Member for non-payment of financial obligations owed to the Club Member, then until the decision or judgment is satisfied, the Individual Member shall not (a) compete in any competition sanctioned by USA Swimming, (b)) obtaining a reportable time achieved in events swum in any USA Swimming sanctioned, approved or observed meet, (c) participate in any capacity in the affairs of USA Swimming, NTSI or any other LSC or (d) practice, exercise or otherwise participate in the activities of any Group Member or any group member of any other LSC.
- .4 INDIVIDUAL/CLUB OBLIGATIONS - If an Individual Member has secured a final decision of (i) a court of law, and/or (ii) the NTSI Board of Review or the National Board of Review against a Club Member for non-payment of financial obligations (such as a refund of training fees) to the Individual Member, then until the decision or judgment is satisfied, the delinquent or offending Club Member shall be precluded from (a) participating in events sanctioned or approved by USA Swimming and (b) participating in any capacity in the affairs of USA Swimming, NTSI or any other LSC, including being represented in the House of Delegates by its Group Member Representative.

- 5 CONTINUED FAILURE TO PAY; TERMINATION OF MEMBERSHIP - Continued failure to pay, within a reasonable period of time after a final decision of a court of law, the NTSI Board of Review or the National Board of Review, as determined by the NTSI Board of Review or the National Board of Review shall be cause for termination of membership.

ARTICLE 604
HOUSE OF DELEGATES

604.1 MEMBERS - The House of Delegates of NTSI shall consist of the Group Member Representatives, the Athlete Representatives, the Coach Representatives, the Board Members designated in Section 605.1, and the At-Large House Members.

- .1 GROUP MEMBER REPRESENTATIVES - Each Group Member in good standing shall appoint from its membership Group Member Representatives and one or more alternates for each. Athlete, as used in this Section shall mean an athlete member who is at least fifteen (15) years of age or at least a sophomore in high school. The appointment shall be in writing, addressed to the Secretary of NTSI 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 NTSI and signed by the chief executive officer or secretary of the appointing Group Member. Each Group Member shall appoint at least one coach and one athlete to be representatives for that Group Member. The number of representatives allowed for each Group Member shall correspond to the number of registered swimmers for that Group Member, but each Group Member shall always appoint at least one coach representative and one athlete representative. Athlete representatives shall always constitute at least 20% (twenty percent) of the total number of representatives for each Group Member. For example, where two (2) group Member Representatives are appointed, one shall be a coach and one shall be an athlete. The total number of Group Member Representatives for a given quarter shall be determined by the total number of non-seasonal swimmers registered seven (7) days before the end of March, June, September, and December. The following table illustrates how the foregoing rules shall apply by Group Member size

1-49 registered swimmers	2 representatives (coach and athlete)
50-149 registered swimmers	3 representatives (At least 1 coach and 1 athlete)
150-249 registered swimmers	4 representatives (At least 1 coach 1 athlete)
250-349 registered swimmers	5 representatives (At least 1 coach and 2 athletes)
350 or more registered swimmers	6 representatives (At least 1 coach and 2 athletes)

- .2 AT-LARGE HOUSE MEMBERS - Up to ten (10) at-large members of the House of Delegates may be appointed by the General Chair with the advice and consent of the Board of Directors. Additionally, a sufficient number of athlete members shall be appointed as Athlete At-Large House Members by the General Chair with advice and consent of the Board of Directors to constitute at least 20% of the voting membership of the House of Delegates (taking into consideration other athlete members of the House of Delegates already serving). The 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.
- .3 ATHLETE REPRESENTATIVE - Two (2) Executive Athlete Representatives, two (2) Senior Committee Athlete Representatives, two (2) Age Group Committee Athlete Representatives, and two (2) Technical Planning Athlete Representatives shall be elected, one of each pair each year, for a two-year term, or until their respective successors are elected. At the time of election, each Athlete Representative must (a) be an Athlete Member in good standing; (b) be at least fifteen (15) years of age or at least a sophomore in high school; (c) be currently competing in the program of swimming conducted by NTSI; (d) have his or her place or permanent residence in the Territory and expect to reside therein throughout at least the first half of the term (other than periods of enrollment in an institution of higher learning); and (e) be affiliated with a different Group Member than the athlete who will be senior in the pair. The election of the Junior Athlete Representative shall be conducted

annually in May and shall take place at a meeting of the Athletes Committee called for that purpose by the Senior Executive Athlete Representative, or failing that, at a time and in a manner designated by the Athletes Committee. The Athlete Representatives elected shall be determined by a majority of the Athlete Members and Seasonal Athlete Members in good standing present and voting who are thirteen (13) years of age or older. The Junior Athlete Representative's term shall begin on June 1 following the election at which time, the current Junior Athlete Representative will become the Senior Athlete Representative.

- .4 COACH REPRESENTATIVES - One Coach Representative shall be elected, in even numbered years for a two-year term, or until a successor is elected. The election of the Coach Representative shall be conducted prior to June 1 at a meeting timely called by the Coach Representative and determined by a majority of the Coach Members in good standing present and voting or, failing that, at a time and place and in a manner designated by the Board of Directors.
- 604.2 ELIGIBILITY - Only Individual Members in good standing shall be eligible to be elected or appointed members of, to be heard at or to vote at the House of Delegates in any capacity. Members of the House of Delegates must maintain their status as Individual Members in good standing throughout their terms of office.
- 604.3 VOICE AND VOTING RIGHTS OF MEMBERS - The voice and voting rights of members of the House of Delegates and of Individual Members shall be as follows:
- .1 GROUP MEMBER REPRESENTATIVES, BOARD MEMBERS, THE ATHLETE REPRESENTATIVES, THE COACH REPRESENTATIVES AND AT-LARGE HOUSE MEMBERS – Each of Group Member Representatives, the Board Members, the Athlete Representatives, the Coach Representative, and the At-Large Rouse Members shall have both voice and one vote each in meetings of the House of Delegates.
 - .2 AFFILIATED GROUP MEMBER REPRESENTATIVES - Group Member Representatives of Affiliated Group Members, unless entitled to vote under another provision of these Bylaws, shall have voice but no vote in meetings of the House of Delegates and its committees.
 - .3 INDIVIDUAL MEMBERS - Individual Members who are not members of the House of Delegates may attend open meetings of the House of Delegates and its committees and be heard in the discretion of the presiding officer. Unless entitled to vote under another provision of these Bylaws, Individual Members shall have no vote in meetings of the House of Delegates.

- 604.4 DUTIES AND POWERS - The House of Delegates shall oversee the management of the affairs of NTSI and the establishment of policies, procedures and programs. In addition to the duties and powers prescribed in the USA Swimming Rules and Regulations or elsewhere in these Bylaws, the House of Delegates shall:
- .1 Elect the officers, regular and alternate members of the Board of Review, and the committee chairs listed in Section 606.1 in accordance with Sections 606.2 through 606.5;
 - .2 Elect alternates to the USA Swimming House of Delegates in accordance with section 502.2 of the USA Swimming Rules & Regulations (see also Section 606.7.13.B);
 - .3 Elect the members of the Nominating Committee;
 - .4 Review, modify and adopt the annual budget of NTSI recommended by the Board of Directors;
 - .5 Call regular and special meetings of the House of Delegates;
 - .6 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,
 - .7 Establish joint administrative committees, or undertake joint activities with other sports organizations where deemed helpful or necessary by NTSI;
 - .8 Establish by NTSI Policies and Procedures Manual, one or more committees of its members. The committees shall have the powers and duties specified in the Policies and Procedures Manual, which may include delegation of one or more of the powers and duties of the House of Delegates other than the powers to amend these Bylaws or remove Board Members and other elected officers;
 - .9 Amend the Bylaws of NTSI in accordance with Section 611.3;
 - .10 Remove from office any Board Members, members of the Board of Review, or committee chairs or members 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 Board of Review for any of the reasons set forth in Section 410 of USA Swimming Rules and Regulations. However, no Board Member, Board of Review member or elected committee chair may be removed except upon not less than 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 member responsibilities or specific official duties or other reason. All notices and proceedings under this section shall be prepared, served and processed utilizing the procedures for a formal hearing pursuant to Section 406 the USA Swimming Rules and Regulations to the extent applicable. Should the Board Member, Board of Review member or elected committee chair contest the alleged deficiency or other reason alleged in the notice, the House of Delegates shall hold a hearing at which the defendant shall have the same rights as if the hearing were to be conducted by the Board of Review pursuant to Part Four of the USA Swimming Rules and Regulations.
- 604.5 ANNUAL AND REGULAR MEETINGS - The biannual meeting of the House of Delegates of NTSI shall be held no later than April 15 and November 15 of each year. Regular meetings of the House of Delegates shall be held at times set forth by the General Chair.
- 604.6 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 at least three (3) members of the Board of Directors or by a petition signed by at least five (5) members of the House of Delegates. Such meetings shall be called within three (3) weeks of receipt of the petition with proper notice of the meeting being given.

604.7 MEETING LOCATION - All meetings of the House of Delegates shall be take place at a site within the NTSI boundaries. The House of Delegates or the Board of Directors shall determine the location and time of all meetings of the House of Delegates.

604.8 NOMINATING COMMITTEE -

- .1 MEMBERS OF NOMINATING COMMITTEE; ELECTION - The Nominating Committee shall be comprised of the Immediate Past General Chair and not fewer than five (5) Individual Members elected annually by the House of Delegates or the Board of Directors if the House of Delegates does not act in a timely fashion to serve until their successors are elected. No more than two (two-fifths if there are more than five (5) members of the Nominating Committee) shall be Board Members. Section 606.5.3 shall apply to members of the Nominating Committee but service as the immediate past General Chair shall not be counted for that purpose. If any member of the Nominating Committee resigns or otherwise becomes unable to participate in its affairs, the General Chair, with the advice and consent of the Board of Directors, shall appoint a successor to serve until the next meeting of the House of Delegates. In no case shall the General Chair serve on the Nominating Committee.
- .2 CHAIR ELECTED BY NOMINATING COMMITTEE - The Chair of the Nominating Committee shall be elected annually by a majority vote of the members of the Nominating Committee present at a meeting called promptly after the members are elected or appointed.
- .3 DUTIES OF NOMINATING COMMITTEE - A slate of candidates for election as the officer, or committee chairs specified in Section 606.1 to be elected at the next annual meeting shall be prepared by the Nominating Committee. The Nominating Committee may in its discretion nominate a slate of one or more people for each position to be filled or may nominate more than one candidate for one or more of the positions.
- .4 PUBLICATION OF NOMINATIONS - Nominations by the Nominating Committee shall be published by distributing a slate of candidates together with the positions for which they have been nominated to each member of the House of Delegates and to each Group Member not less than fourteen (14) calendar days prior to the election. This notice may be combined with the notice of the meeting pursuant to Section 604.14.1 where convenient. See Section 616.1.5 for the methods, which may be used for the distribution.
- .5 ADDITIONAL NOMINATIONS - Additional nominations may be made from the floor of the House of Delegates by any member of the House of Delegates eligible to vote.
- .6 MEETINGS AND NOTICES - Meetings of the Nominating Committee shall take place at a site within the NTSI Boundaries at a time and place determined by the Chair or by any three members of the Committee with a minimum of six (6) days' notice required. Pertinent provisions of Sections 607.5 through 607.10 and Section 616.1.5 also shall apply to the Nominating Committee's meetings and notices.
- .7 QUORUM - A quorum for any meeting of the Nominating Committee shall consist of not fewer than four (4) members. The committee shall act by a majority vote of its members voting in any meeting at which a quorum is present.

604.9 MEETINGS OPEN; EXECUTIVE SESSIONS -

- .1 HOUSE OF DELEGATES - House of Delegates meetings shall be open to all members of NTSI and USA Swimming. Issues pertaining to personnel, disciplinary action, legal, tax or similar affairs of NTSI shall be deliberated and decided in a closed executive session, which only House of Delegates members may attend. By a majority vote on a motion of a question of privilege, the House of Delegates may decide to go into executive session on any matter deserving of confidential treatment or of personal concern to any member of the House.
- .2 HOUSE OF DELEGATES COMMITTEES - All meetings and deliberations of the Nominating

Committee shall be conducted in executive (closed) session. Meetings of all other committees established by the House of Delegates shall be open to all members of NTSI and USA Swimming unless otherwise provided by the House of Delegates resolution creating the committee or by a vote of the committee as provided by the rules of Parliamentary Authority.

- 604.10 QUORUM - A quorum of the House of Delegates shall consist of those members present and voting.
- 604.11 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. A motion or order calling for the removal of a member of the Board of Review pursuant to Section 604.4.10 shall be determined by a two-thirds vote after at least thirty (30) days' notice. See also Section 611.3 regarding amendment of these Bylaws.
- 604.12 PROXY VOTE - Voting by proxy in any meeting of the House of Delegates shall not be permitted.
- 604.13 MAIL VOTE - Any action which may be taken at any regular or special meeting of the House of Delegates, except elections, removals of Board Members, members of the Board of Review, 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 604.15.1) 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.
- 604.14 ORDER OF BUSINESS At all meetings of the House of Delegates the following shall be included in the order of business to the extent applicable. The order in which the various subjects are taken up may be varied.

Roll Call
Reading, correction and adoption of minutes of previous meeting
Presentation and approval of the annual budget
Presentation and approval of the annual audit pursuant to Section 608.5
Reports of officers
Reports of committees
Unfinished business
Elections
New business
Resolutions and orders
Adjournment

- 604.15 NOTICES
- .1 TIME - Unless otherwise specified, not less than fourteen (14) days written notice shall be given to each member of the House of Delegates and each Group Member for any annual, regular or special meeting of the House of Delegates. See Section 616.1.5 for the various permitted forms 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.

ARTICLE 605
BOARD OF DIRECTORS

605.1 MEMBERS - The Board of Directors shall consist of the following officers, committee chairs, and representatives of NTSI, together with those additional members designated in Sections 605.2 and 605.3:

- .1 General Chair
- .2 Administrative Vice-chair
- .3 Senior Vice-chair
- .4 Age Group Vice-chair
- .5 Secretary
- .6 Treasurer
- .7 Coach Representative
- .8 Executive Athlete Representatives (2)
- .9 Chairs of all standing Committees
- .10 At-Large Board Members

605.2 APPOINTED BOARD MEMBERS –

- .1 Athlete Members - With the advice of the Athlete Representatives and consent of the Board of Directors, the General Chair shall appoint sufficient Athlete Members to the Board as At-Large Board Members such that athlete representation on the Board comprises no less than twenty percent (20%) of the voting membership.
- .2 At-Large Members: The General Chair with the advice and consent of the Board of Directors may appoint up to five (5) additional non-athlete members. Diversity, Disability, and Times/Recognition Coordinators shall be among those appointed as At-Large Board members.

605.3 EX-OFFICIO MEMBER - The following person(s) should be an ex-officio member(s) of the Board of Directors during the time period in which they meet the defined status:

- .1 The Immediate Past General Chair of NTSI, if the Individual Member is in good standing.
- .2 Members of the USA Swimming Board of Directors who are Individual Members in good standing.
- .3 USA Swimming Committee Chairs who are Individual Members in good standing.

605.4 LIMITATIONS -No more than three (3) members or coaches of any Club Member or Affiliated Group Member shall serve on the Board of Directors at any time. This limitation shall be applied separately as to Athlete Members and other Individual members.

605.5 VOICE AND VOTING RIGHTS OF BOARD MEMBERS – The voice and voting rights of Board Members and Individual Members shall be as follows:

- .1 BOARD MEMBERS - Each Board Member, including the officio member and At-Large Board Members, shall have both voice and vote in meetings of the Board of Directors and its committees.
- .2 INDIVIDUAL MEMBERS -Individual Members who are not Board Members may attend open meetings of the Board of Directors and its committees and be heard in the discretion of the presiding officer. Unless entitled to vote under another provision of these Bylaws, Individual Members shall have no vote in meetings of the Board of Directors or its committees.

605.6 DUTIES AND POWERS - The Board of Directors shall act for NTSI and the House of Delegates during the intervals between meetings of the House of Delegates, subject to the exercise by the House of Delegates of its powers of ratification or prospective modification or rescission, except that it shall not remove a Board Member, a Board of Review member or other person elected by the House of Delegates or amend these Bylaws. In addition to the powers and duties prescribed in the USA Swimming Rules and Regulations

or elsewhere in these Bylaws, the Board of Directors shall have the power and it shall be its duty to:

- .1 Establish and direct policies, procedures and programs for NTSI;
- .2 Oversee the conduct by the officers of NTSI of the day to-day management of the affairs of NTSI;
- .3 Elect At-Large Board Members when the House of Delegates does not do so in a timely fashion;
- .4 Provide advice and consent to appointments proposed by the General Chair that require advice and consent under these Bylaws or the NTSI Policies and Procedures Manual,
- .5 Cause the preparation and presentation to the House of Delegates of the annual budget of NTSI and make a recommendation to the House of Delegates concerning the approval or disapproval thereof;
- .6 Receive presentation of the annual audit report pursuant to Section 608.5 and make a recommendation to the House of Delegates concerning the approval or disapproval thereof,
- .7 Retain such independent contractors and employ such persons as the Board shall determine are necessary or appropriate to conduct the affairs of NTSI;
- .8 Appoint agents or committees to have the authority and perform the duties as provided in these Bylaws, the NTSI Policies and Procedures Manual or as may be provided in the resolutions appointing them;
- .9 Admit eligible prospective Group Members and Affiliated Individual Members;
- .10 Call regular or special meetings of the Board of Directors or the House of Delegates;
- .11 Appoint other officers, agents, or committees, to hold office for the terms specified. These appointees shall have the authority and perform the duties as provided in these Bylaws, the NTSI Policies and Procedures Manual or as may be provided in the resolutions appointing them, including any powers of the Board of Directors as may be specified, except as may be inconsistent with any other provision of these Bylaws. To the extent not provided elsewhere in these Bylaws, the Board of Directors may delegate to any officer, agent, or committee the power to appoint any such subordinate officers, agents, or committees and to prescribe their respective terms of office, authorities and duties; and
- .12 Remove from office any officers, At-Large Board Members, committee chairs, or committee members of NTSI who were not elected by the House of Delegates and 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 Board of Review for any of the reasons set forth in Section 410 of USA Swimming Rules and Regulations. No officer, At-Large Board Member, or committee chair may be removed without receiving die thirty (30) days written notice specifying the alleged deficiency in the performance of the member's responsibilities under these Bylaws, the member's official duties or other reasons. All notices and proceedings under this section shall be prepared, served and processed utilizing the procedures for a formal hearing pursuant to Article 406 of USA Swimming Rules and Regulations to the extent applicable. Should the officer, At-Large Board Member, committee chair, or committee member contest the alleged deficiency or other reason set forth in the notice, the Board of Directors shall hold a hearing at which the member shall have the same procedural rights as if the hearing were to be conducted by the Board of Review pursuant to Part Four of USA Swimming Rules and Regulations.

605.7 EXECUTIVE COMMITTEE -

- .1 **AUTHORITY AND POWER** - The Executive Committee shall have the authority and power to act for the Board of Directors and NTSI between meetings of the Board and the House of Delegates.
- .2 **MEMBERS** - The members of the Executive Committee shall be the General Chair, who shall act as chair, Administrative Vice-chair, Senior Vice-chair, Age Group Vice- chair, Treasurer, Secretary, Technical Planning Committee Chair, Registration Chair, Junior and Senior Executive Athlete

Representatives, and Coach Representative, and with the exception of the Coach Representative and Executive Athlete Representatives, no more than two members may be affiliated with the same group member.

- .3 MEETINGS AND NOTICE - Meetings of the Executive Committee shall be held at any time or place when called by the General Chair or by any three (3) members of the Committee with a minimum of three (3) days' notice required. Pertinent provisions of Sections 607.5 through 607.10 and Section 616.15 shall apply to the Executive Committee meetings and notices.
 - .4 QUORUM - A quorum of the Executive Committee shall consist of four (4) members of the Committee.
 - .5 REPORT OF ACTION TO BOARD OF DIRECTORS OR HOUSE OF DELEGATES - At the next regular or special meeting of the Board of Directors or House of Delegates, the Executive Committee shall make a report of its activities since the last Board of Director's or House of Delegates meeting, whichever comes first, for ratification or prospective modification or rescission, provided, however, that any action of the Executive Committee upon which a third party may have relied (e.g., by signing, or authorizing the signing of a contract) may not be modified or rescinded by the Board of Directors or the House of Delegates.
- 605.8 MEETINGS OPEN; EXECUTIVE (CLOSED) SESSIONS - Board of Directors and Executive Committee meetings shall be open to all members of NTSI and USA Swimming. Matters relating to personnel, disciplinary action, legal, taxation or similar affairs shall be deliberated and decided in a closed executive session which only Board Members or Executive Committee members, respectively, are entitled to attend. By a majority vote on a motion of a question of privilege the Board of Directors or the Executive Committee may decide to go into executive session on any matter deserving of confidential treatment or of personal concern to any member of the Board of Directors or the Executive Committee.
- 605.9 PARTICIPATION THROUGH COMMUNICATIONS EQUIPMENT - Members of the Board of Directors or the Executive Committee may participate in meetings of the Board of Directors or the Executive Committee through conference telephone or similar equipment. Participation by such means shall constitute presence in person at a meeting.
- 605.10 REGULAR MEETINGS - Regular meetings of the Board of Directors shall be held in accordance with a schedule adopted by the Board of Directors.
- 605.11 SPECIAL MEETINGS - Special meetings of the Board of Directors may be called by the General Chair. Should the Board of Directors or the General Chair fail to call regular meetings or should a special meeting be appropriate or helpful, a meeting of the Board of Directors shall be called at the written request of any three (3) Board Members.
- 605.12 QUORUM - A quorum of the Board of Directors shall consist of a minimum of five (5) members of the Board of Directors.
- 605.13 VOTING - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before the Board of Directors shall be determined by a majority vote.
- 605.14 PROXY VOTE - Voting by proxy in any meeting of the Board of Directors or the Executive Committee shall not be permitted.
- 605.15 ACTION BY WRITTEN CONSENT - Any action required or permitted to be taken at any meeting of the Board of Directors or the Executive Committee may be taken without a meeting if all the Board Members or Executive Committee members entitled to vote consent to the action in writing and the written consents are filed with the records of the respective meetings. These consents shall be treated for all purposes as votes taken at a meeting.
- 605.16 MAIL VOTE - Any action which may be taken at any regular or special meeting of the Board of Directors, except elections, advice and consent to the General chair's appointments, or removals of officers,

committee chairs and members, may be taken without a meeting. If an action is to be taken without a meeting, the Secretary, by first class mail, postage prepaid shall distribute a written ballot to every Board Member 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 605.17) 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.

605.17 NOTICES -

- .1 Not less than fourteen (14) calendar days' notice shall be given to each Board Member for any annual, regular or special meeting of the Board of Directors. Separate notices need not be given for regular meetings that are designated in these Bylaws or otherwise scheduled and noticed well in advance.
- .2 INFORMATION - The notice of a meeting shall contain the time, date and site and in the case of special meetings, the expected purpose, which may be general.

605.18 ORDER OF BUSINESS - At all meetings of the Board of Directors the following shall be included in the order of business to the extent applicable. The order in which subjects are taken up may be varied.

- Roll Call
- Reading, correction and adoption of minutes
- Report of Executive Committee
- Reports of officers
- Reports of committees
- Unfinished business
- New Business
- Resolutions and orders
- Adjournment

ARTICLE 606
OFFICERS

- 606.1 ELECTED OFFICERS AND COMMITTEE CHAIRS - The officers and committee chairs who shall be elected by the House of Delegates are:
- .1 General Chair
 - .2 Administrative Vice-chair
 - .3 Senior Vice-chair
 - .4 Age Group Vice-chair
 - .5 Secretary
 - .6 Treasurer
 - .7 Technical Planning Chair
- 606.2 ELECTIONS - The House of Delegates, at its annual meeting, shall elect the General Chair, the Administrative Vice-chair, the Treasurer, and the Senior Vice-chair in even-numbered years; and the Age Group Vice-chair, the Secretary, and the Technical Planning Committee Chair in odd numbered years.
- 606.3 ELIGIBILITY - Only Individual Members in good standing shall be eligible to hold office and maintain their eligibility throughout their term of office.
- 606.4 DOUBLE VOTE PROHIBITED - An Individual Member entitled to vote in the House of Delegates by virtue of holding a position in NTSI may not also vote as a Group Member Representative in the House of Delegates.
- 606.5 OFFICES COMBINED OR SPLIT -
- .1 OFFICE HELD BY TWO PERSONS - Any office other than General Chair, Finance Chair and Treasurer, may be held jointly by two Individual Members. This may be accomplished by the Nominating Committee nominating two individual members to serve as co-officers or by the House of Delegates electing co-officers at the time of election. In the case of the Administrative Vice Chair, the House of Delegates, at the time of election shall designate one to be the successor to the General Chair; if no such designation is made, the person with the longer tenure in such office or as a Board Member shall serve as the successor.
 - .2 OFFICES COMBINED - Any office other than General Chair and Treasurer may be combined with any other office except that the offices of Treasurer may not be combined. This may be accomplished by the House of Delegates so electing at the time of election.
- 606.6 TERMS OF OFFICE -
- .1 TERMS OF OFFICE - The terms of office of all elected members of the Board of Directors shall be two years.
 - .2 COMMENCEMENT OF TERM - Each person elected to a position shall assume office on June 1 and shall serve until a successor takes office.
 - .3 CONSECUTIVE TERMS LIMITATION - Except for the Treasurer and Membership/Registration Chair, no Individual Member who has been elected by the House of Delegates and served four successive years shall be eligible for re-election to the same position until a lapse of two years. A portion of any term served to fill a vacancy in the position shall not be considered in the computation of this successive terms limitation.
- 606.7 DUTIES AND POWERS - The duties and powers of the officers and other Board Members shall be to attend and participate in all meetings of the House of Delegates and the Board of Directors and as follows:
- .1 GENERAL CHAIR: The General Chair shall oversee and have general charge of the management, business, operations, affairs and property of NTSI, and general supervision its officers and agents;

shall call meetings when and where deemed necessary; shall preside at all meetings; and, except as otherwise provided in these Bylaws and with the advice and consent of the Board of Directors, shall appoint committee chairs and members for standing and special committees may be necessary to permit NTSI to effectively, efficiently and economically conduct its affairs. The General Chair shall report to the Board of Directors all matters within the General Chair's knowledge that the Board of Directors should consider in the best interests of NTSI.

- .2 SECRETARY: The Secretary, or a delegate, shall be responsible for keeping a record of all meetings of the House of Delegates and Board of Directors, conducting official correspondence, issuing meeting and other notices and making such reports to USA Swimming as are required by Article 608 of these Bylaws and shall perform the other duties incidental to the office of Secretary. The Secretary shall be custodian of the records of NTSI, and attest to the execution of all duly authorized instruments. The Secretary shall cause to be kept copies of all minutes, official correspondence, meeting and other notices, and any other records of NTSI.
- .3 TREASURER: The Treasurer shall be the principal receiving and disbursing officer of NTSI. Except as otherwise directed by the Board of Directors, the Treasurer shall receive all moneys, incomes, fees and other receipts of NTSI and pay all bills, salaries, expenses and other disbursements approved by an authorized Officer, committee chair, the Board of Directors or the House of Delegates, or required to be paid pursuant to these Bylaws. The Treasurer shall be a member of the Finance Committee but may not be its chair. The Treasurer shall prepare a periodic financial report listing the current budget variances by line item, all receipts, and all expenditures for the preceding period and for the fiscal year to date, together with such other items as the General Chair or the Board of Directors may direct. The Treasurer shall:
 - A. have charge of and supervision over and be responsible for the funds, moneys, securities and other financial instruments of NTSI;
 - B. cause the monies, securities and other financial instruments of NTSI to be deposited in the name and to the credit of NTSI in such institutions as shall be designated in accordance with Section 606.10 or to be otherwise invested as the Board of Directors may direct;
 - C. cause to be appropriately segregated and accounted for any endowment funds, scholarship or award funds and any similar special purpose funds or accounts;
 - D. cause the funds of NTSI to be disbursed by checks or drafts, automated debits or wire transfers upon the authorized depositories of NTSI, and obtain and preserve proper vouchers for all moneys disbursed;
 - E. cause to be kept correct books of account and other financial records of all its affairs and transactions and such duplicate books of account as the Board of Directors or the Treasurer shall determine. The Treasurer's custody of the books and records shall be as a fiduciary for NTSI and custody and fiduciary state shall end when the Treasurer leaves office and passes them on to the successor Treasurer;
 - F. upon request and at reasonable hours cause such books or duplicates thereof to be exhibited to any member of the Board of Directors and upon application and at reasonable hours cause the periodic financial reports and the annual audited financial statement to be exhibited to any member of NTSI or USA Swimming;
 - G. cause NTSI to be in compliance with the requirements of Section 608.4;
 - H. have the power to require from the officers, committee chairs, or agents of NTSI reports or statements giving such information as the Treasurer may determine to be appropriate or helpful with respect to any and all financial transactions of NTSI;
 - I. make the books and records available and otherwise fully cooperate with those conducting the annual audit of accounts of NTSI and cause the preparation and timely filing of all required

federal, state and local tax returns, and other financial and tax reports with the applicable government official, and forward a copy of the annual financial statement and audit report and any federal tax return to the Secretary for submission to the Board of Directors and USA Swimming national headquarters in accordance with Sections 608.2 and 608.3;

- J. with the consent of the Board of Directors, have the power to appoint one or more assistant treasurers and delegate to them one or more of the Treasury functions, or parts thereof, and
 - K. in general, performs all the other duties incident to the charitable non-profit corporate treasury function.
4. ADMINISTRATIVE VICE-CHAIR: The Administrative Vice-chair shall conduct meetings in the absence of the General chair and, at the request of the General chair or in the event of the disability of the General Chair, shall perform all of the duties of the General Chair, and when so acting shall have all of the powers of the General Chair. (See Section 606.9.) The Administrative Vice-chair shall chair, and have general charge of the business, affairs and property of the division that administers NTSI business and affairs. The Administrative Vice-chair shall aid in the development of policy and the coordination of the activities of the officers and committees within the division internally and with other divisions, and committees. The Administrative Division shall be responsible for the creation and maintenance of NTSI's Policies and Procedures Manual. See Section 607.1.1.
 5. SENIOR VICE-CHAIR: The Senior Vice-chair shall chair and have general charge of the affairs and property of the Committee that develops and conducts the senior swimming program of NTSI. The Senior Vice-chair serves a liaison to the Athlete Representatives and the Athletes Committee, and shall be responsible to see that the Athlete Representatives elections are held in accordance with these Bylaws. See Section 607.1.3.
 6. AGE GROUP VICE-CHAIR: The Age Group Vice-chair shall chair and have general charge of the affairs and property of the Committee that develops and conducts the age group swimming program of NTSI. See Section 607.1.2.
 7. ATHLETE REPRESENTATIVES: The Athlete Representatives shall serve as the liaison between the athletes who are members of NTSI and the Board of Directors and House of Delegates. The Senior Executive Athlete Representative shall chair the Athletes Committee.
 8. COACH REPRESENTATIVE The Coach Representative shall serve as a liaison between the coaches who are members of NTSI and the Board of Directors and House of Delegates.
 9. NTSI DELEGATES TO USA SWIMMING HOUSE OF DELEGATES -
 - A. Officer and Representative Delegates - The General Chair, the Administrative Vice-Chair, the Age Group Vice-chair, the Senior Vice-chair, the Senior Executive Athlete Representative and the Coach Representative shall attend the USA Swimming annual meeting as representatives of NTSI and voting delegates to the USA Swimming House of Delegates. Additionally, the Junior Executive Athlete Representative, the Technical Planning Committee Chair, and the Registration chair shall attend the USA Swimming House of Delegates Annual Meeting. Members of USA Swimming National Committees and additional NTSI Athletes, Coaches and Individual members may attend this meeting as determined by the Board of Directors.
 - B. Delegate Alternates - If any of the delegates is unable to attend, then the General Chair, with the advice and consent of the Board of Directors, shall appoint alternates who shall attend the USA Swimming annual meeting as delegates representing NTSI.
 - C. Athlete Representative Alternates - If an athlete delegate is unable to attend, the Athlete Representative next most senior in term of office shall attend. If seniority cannot be established or there remain no additional Athlete Representatives or alternates to attend, then the General Chair, with the advice and consent of the Board of Directors, shall designate one or more Athlete Members to attend as a representative of NTSI.

- D. Coach Representative Alternates - If the *Senior* Coach Representative is unable to attend the USA Swimming annual meeting, then the General Chair, with the advice and consent of the Board of Directors, shall designate a Coach Member to attend as a representative of NTSI.

606.7 RESIGNATIONS - Any officer may resign by orally advising the General Chair or by submitting a written resignation to the Board of Directors specifying an effective date of the resignation. In the absence of a specified effective date, any such resignation shall take effect upon the appointment or election of a successor.

606.8 VACANCIES AND INCAPACITATES –

.1 OFFICE OF GENERAL CHAIR - In the event of a vacancy in the office of General chair, or of the General Chair's temporary or permanent incapacity, the Administrative Vice-chair shall become the Acting General chair until an election can be held at the next meeting of the House of Delegates to fill the remaining term, if any, of the former General Chair, or until the General Chair ceases to suffer from any temporary incapacity. While serving as Acting General chair, the Administrative Vice-chair shall vacate the office of Administrative Vice-chair, except in the case of the General Chair's temporary incapacity. If the General Chair is to be absent from the Territory, the General Chair may, but is not obligated to, designate the Administrative Vice Chair as Acting General Chair for the duration of the absence.

.2 OFFICES OF ATHLETE OR COACH REPRESENTATIVES - In the event of a vacancy in the office of Athlete Representative or Coach Representative, or of the permanent incapacity of a person holding the office of Athlete Representative or Coach Representative, the Athletes Committee or the coaches shall elect a replacement to serve until a successor takes office.

.3 OTHER OFFICES - In the event of a vacancy in, or permanent incapacity of the person holding, any office other than General Chair, Athlete Representative, Coach Representative or member of the Board of Review, the General chair shall appoint a successor, with the advice and consent of the Board of Directors, to serve until the next regularly scheduled meeting of the House of Delegates. In the event of a temporary incapacity, the General Chair may designate, with the advice and consent of the Board of Directors, an Individual Member to act for the incapacitated officer for the duration of the incapacity.

.4 DETERMINATION OF VACANCY OR INCAPACITY - The determination of when an office becomes vacant or an officer becomes incapacitated shall be within the discretion of the Board of Directors or the House of Delegates with, in the case of an Athlete Representative or a Coach Representative, the advice and consent of the Athletes Committee or the Coaches, respectively. The determination as to when the General Chair is temporarily incapacitated shall be made, where the circumstances permit, by the General chair and otherwise shall be within the discretion of the Board of Directors, subject to any subsequent action by the House of Delegates.

606.9 OFFICERS POWERS GENERALLY -

.1 AUTHORITY TO EXECUTE CONTRACTS, ETC. - The General Chair and Administrative Vice-chair each may sign and execute in the name of NTSI deeds, mortgages, bonds, contracts, agreements or other instruments duly authorized by the NTSI Policies and Procedures Manual, the Board of Directors or the House of Delegates, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to another officer or agent, expressly requires two or more signatures or is required by law to be otherwise executed. Additional signing authority may be provided by standing resolutions of the Board of Directors or the House of Delegates.

.2 ADDITIONAL POWERS AND DUTIES - Each officer shall have other powers and perform other duties as may be prescribed in NTSI's Policies and Procedures Manual or by the House of Delegates, the Board of Directors, the General Chair, the respective division Vice-chair, the delegating officer or these Bylaws. The division Vice-chairs shall have the additional duties and powers set forth in Section

607.1 and 607.3.

- .3 DELEGATION - Officers of NTSI may delegate any portion of their powers or duties to another Individual Member or to a committee composed of Individual Members, except that neither the Finance Committee Chair nor the Treasurer may delegate duties to the other without the consent of the Board of Directors. In addition, the authority to sign checks, drafts, and orders of withdrawal or wire transfers shall not be delegated other than by the Board of Directors. A delegation of powers or duties shall not relieve the delegating officer of the ultimate responsibility to see that these duties and obligations are properly executed or fulfilled.
- .4 ASSISTANT AND DEPUTY OFFICERS - The House of Delegates or the Board of Directors may by resolution or NTSI's Policies and Procedures Manual may create the office of deputy to one or more of die elected officers. The resolution or the Policies and Procedures Manual shall provide for the method of election or appointment and define the duties and powers of the respective deputies, which may include the power to act for the officer when the officer is out of the NTSI boundaries or temporarily incapacitated. The elected officers may appoint one or more assistant officers and define their respective duties.

606.10 DEPOSITORIES AND BANKING AUTHORITY -

- .1 DEPOSITORIES, ETC. - All monies of NTSI shall be deposited to a financial institution the Board of Directors may select, or as authorized by the Board of Directors to be selected.
- .2 SIGNATURE AUTHORITY - All checks, drafts or other orders for the payment or transfer of money, and all notes or other evidences of indebtedness issued in the name of NTSI shall be signed by the General Chair, the Treasurer or another Individual member of NTSI approved by and in the manner as shall be determined by the Board of Directors.

ARTICLE 607 DIVISIONS AND COMMITTEES

607.1 DIVISIONAL ORGANIZATION - The four divisions of NTSI shall have respective powers, duties, jurisdiction and responsibilities are described in Section 606.6. The responsibilities of each division may include but is not limited to the following:

.1 ADMINISTRATION DIVISION - Administrative Vice-chair

- Awards Banquet
- Bylaws/Legislation/Rules
- Club Development Committee
- Equipment Committee
- Executive Committee Athlete Representatives
- Financial Committee
- Insurance
- Legal
- Membership/Registration Chair
- Officials Committee
- NTV Committee
- Publicity/Promotions Committee
- Publications/Newsletter
- Policies and Procedures Manual
- Records/Top Times Tabulation
- Safety
- Secretary
- Special Events
- Treasurer

Webmaster

.2 AGE GROUP DIVISION - Age Group Vice-chair

Disability Swimming Chair
Age Group Committee Athlete Representatives
Age Group Committee
LSC Camps/Clinics
Meet Evaluation
Zone Team

.3 SENIOR DIVISION - Senior Vice-chair

Distance and Select Camps/Clinics
Meet Sponsorship
Open Water
Diversity
Safety
Senior Committee Athlete Representatives
Senior Committee

.4 PROGRAM DEVELOPMENT/TECHNICAL PLANNING DIVISION - Program Development and Technical Planning Chairs

Meet Evaluation
Meet Management
Meet Sanctions
Program Development Committee
Technical Planning Committee
Technical Planning Committee Athlete Representatives
Time Standards

.5 ATHLETES DIVISION – Senior Executive Athlete Representative

Athlete Representatives

.6 COACHES DIVISION –Senior Coach Representative

Coach Representatives

607.2 STANDING COMMITTEES

- .1 The standing committees of NTSI shall be as set forth below. Except as otherwise provided in these Bylaws or by the Board of Directors, members of each standing (or other committee) shall be appointed by the General Chair with the advice and consent of the respective division Vice-Chair and the chair of the committee. Notwithstanding anything herein to the contrary, a sufficient number of athlete members shall be appointed to each committee (standing or otherwise) to constitute at least twenty percent (20%) of the voting membership of such committee. The athlete committee members shall meet the same requirements as those of Athlete Representative set forth in Section 604.1.2. The division Vice-Chair shall be an ex-officio member (with voice and vote) of each committee within the respective division.

A. Registration/Membership

- (1) Registration/Membership - Chair, to be appointed by the General Chair with the consent of the Board of Directors and a representative appointed by each Group Member.
- (2) Duties - responsible for the registration of Athlete, Seasonal Athlete, Group and Individual

Members and shall make the reports required by Section 608.6, together with such additional reports as may be required by USA Swimming, the Board of Directors or the Administrative Vice-Chair

B. Officials Committee

(1) Officials –

(a) Chair, to be elected to a two year term in odd years by a simple majority of currently registered NTSI officials attending the annual meeting. Nominations will be taken from the floor and if elected, positive acceptance is required. The chair shall be a member of NT LSC, be certified as a Meet Referee and in good standing. In the event the chair becomes vacant, the officials committee will appoint a successor to complete the remaining term.

(b) Committee Members – The committee shall be comprised of no less than 6 members elected to a two year term in which one half to be elected in the even years and one half in odd years by a simple majority of currently registered NTSI officials attending the annual meeting. Nominations will be taken from the floor with positive acceptance if elected. All members of the officials committee must be NTSI certified officials with a minimum of two years experience. Any vacancies shall be appointed by the Officials Chair to complete the remaining term.

(2) Duties - The Officials Committee is authorized and obligated to recruit, train, test, certify, evaluate, retest, recertify and supervise officials for NTSI and such other activities as may be necessary or helpful in maintaining a roster of qualified, well- trained and experienced officials of the highest caliber.

C. Safety Committee

(1) Safety - Chair, to be appointed by the General Chair with the consent of the Board of Directors and a representative appointed by each Group Member.

(2) Duties - The Safety Committee is responsible for coordinating safety enhancement and training opportunities as needed and for the dissemination of USA Swimming safety education information to appropriate parties and shall develop, recommend, coordinate, and implement safety education programs and procedures to NTSI group members and Divisions as approved by the board of directors. The Safety Committee Chair shall prepare and transmit the reports required pursuant to Section 608.7.

D. Technical Planning Committee

(1) Technical Planning - Chair, to be elected by the House of Delegates. Members shall include the Age Group and Senior Vice-Chair, the chairs of the Program Development and Officials Committees, the Coach Representative, the Technical Planning Committee Athlete Representatives, and two additional members to be appointed by the Technical Planning Committee Chair.

(2) Duties - The Technical Planning Committee shall be responsible for long-range planning for the programs conducted by NTSI and for advice regarding the technical aspects of those programs. This committee shall prepare for submission to the House of Delegates a meet schedule, including meet formats where appropriate, for the following year. Following approval for the meet schedule by the House of Delegates, the Technical Planning Committee shall review for correctness the bid proposals received from club members for submission to and acceptance by the House of Delegates.

E. Athletes' Committee

(1) Athletes' - The chair shall be the Senior Executive Athlete Representative. Individual members

are elected by the athletes of each Group Member using the formula of one member of the Athletes' Committee for each 100 (or fraction thereof) athletes registered to that Group member on April 1.

- (2) Duties - From their membership, annually the Athletes' Committee shall elect the Junior Executive, Age Group, Senior, and Technical Planning Committee Athlete Representatives to a two year term, the second of which will be served as the Senior Athlete Representative to that committee. The members of the Athlete Committee shall serve as liaisons between the NTSI general Athlete membership and its governing body.

F. Finance Committee

- (1) Finance - Chair, to be appointed by the General Chair with the consent of the Board of Directors. Members shall be the General Chair, the Administrative Vice-Chair, the Age Group Vice Chair, the Senior Vice Chair, the Treasurer, and two additional members appointed by the General Chair.
- (2) Duties - The Finance Committee is responsible for preparation of and presentation of a proposed and balanced budget for the following year to the House of Delegates. The Finance Committee shall develop and recommend a policy for the placement of NTSI funds.

G. Program Development Committee

- (1) Program Development - Chair, to be appointed by the General Chair with the consent of the Board of Directors Members shall include the Age Group Vice- Chair, the Senior Vice-Chair, the Technical Planning Committee Chair, a senior referee appointed by the Officials' Chair, the Club Development Chair, the Coach Representative, the Technical Planning Committee Athlete Representatives and additional members as deemed necessary by the committee.
- (2) Duties - The Program Development Committee is responsible for the development and coordination of the long range planning for each level of swimming within NTSI while ensuring a smooth transition for swimmers from one level to another and for the long range planning of all other aspects of NTSI.

H. Sanctions Committee

- (1) Sanctions - Chair, to be appointed by the General Chair with the consent of the Board of Directors. Additional members may be appointed by the Sanctions Committee Chair as necessary.
- (2) Duties - The Sanctions Committee is responsible for issuing sanctions or approvals, where appropriate, to hosts that conform to the specific requirements of USA Swimming and NTSI rules and to the specifications set forth by the Technical Planning Committee and the House of Delegates through the bidding process.

I. Audit Committee

- (1) Audit – Finance Chair, to be appointed by the General Chair with the consent of the Board of Directors, the Administrative Vice Chair and the Senior Coach Representative. Additional members may be appointed by the Audit Committee Chair as necessary.
- (2) Duties - The Audit Committee is responsible for preparation of and presentation of an audit quarterly to the House of Delegates.

J. Investment Committee

- (1) Investment – Chair appointed by the General Chair with the consent of the Board of Directors, Members shall be the Administrative Vice-Chair, the Age Group Vice Chair, the

Senior Vice Chair, the Treasurer, and two additional members appointed by the General Chair.

- (2) Duties - The Investment Committee is responsible for the planning and investment of NTSI funds, with approval of the House of Delegates.

K. Personnel Committee

- (1) Personnel - Chair elected by the Board of Directors,, the Administrative Vice Chair, and the Treasurer.
- (2) Duties - The Personnel Committee is authorized and obligated to negotiate and set wages, compensation and other terms of employment, conduct an annual performance review, recommend hiring and termination of NTSI's paid staff (whether employees or independent contractors), within established, budgetary guidelines and policies and to review and approve the scope of duties delegated to the staff. The Personnel Committee shall also establish quality, survey and performance instruments to facilitate its oversight of NTSI's paid staff.

607.3 DUTIES AND POWERS OF CHAIRS GENERALLY - The duties and powers of the General Chair, the division chairs and vice-chair, and committees or subcommittees (in addition to those provided elsewhere in these Bylaws) shall be as follows:

- .1 Preside at all meetings of the respective division, committee or subcommittee;
- .2 See that all duties and responsibilities of the respective division, committee or sub-committee in his or her charge are properly and promptly carried out;
- .3 Appoint such committees or sub-committees as may be necessary to fulfill the duties and responsibilities of the division or committee, respectively;
- .4 Communicate with the respective division, committee or subcommittee members to keep them fully informed;
- .5 Keep the General Chair, the respective division vice-chair or committee chair informed of the respective coordinator, division, committee or subcommittee actions and recommendations;
- .6 Appoint a member as secretary of the division, committee or subcommittee charged with taking minutes of each meeting and forwarding reports or minutes of all meetings to NTSI's Secretary;
- .7 Refer to the Board of Directors any recommendation for action which would establish or change policies or programs for NTSI, except as otherwise provided in these Bylaws or by the Board of Directors; and
- .8 Perform the other specific duties listed in NTSI's Policies and Procedures Manual or as may be delegated by the General Chair, the respective division vice-chair or committee chair, the Board of Directors or the House of Delegates.

607.4 DUTIES AND POWERS OF COMMITTEES GENERALLY - Except as otherwise provided in these Bylaws, the duties and powers of the standing committees shall be prescribed by NTSI's Policies and Procedures Manual, the House of Delegates, the Board of Directors, the General Chair or the respective division vice-chair. Except as otherwise provided in the Bylaws, the duties and powers of any other committees and subcommittees shall be prescribed by NTSI's Policies and Procedures Manual, the House of Delegates, the Board of Directors or the officer, or chair pursuant to whose powers such committee or subcommittee was created.

607.5 REGULAR AND SPECIAL MEETINGS - Regular and special meetings of divisions, committees or subcommittees of NTSI shall be held as determined by the respective Vice-chairs or committee or subcommittee chair. In addition, meetings may be called where applicable by the division vice-chair, or

committee chair pursuant to whose authority a committee or sub-committee was established.

- 607.6 MEETINGS OPEN; EXECUTIVE (CLOSED) SESSIONS - Meetings of divisions, committees and sub-committees shall be open to all members of NTSI and USA Swimming. Matters relating to personnel, disciplinary action, legal, taxation and similar affairs shall be deliberated and decided in a closed executive session, which only the respective members are entitled to attend. By a majority vote on a motion of a question of privilege a division, committee or sub-committee may decide to go into executive session on any matter deserving of confidential treatment or of personal concern to any member of the division, committee or sub-committee.
- 607.7 VOICE AND VOTING RIGHTS OF DIVISION ON, COMMITTEE AND SUB-COMMITTEE MEMBERS - The voice and voting rights of Board Members and Individual Members shall be as follows:
- .1 MEMBERS - Each division, committee and sub-committee member shall have both voice and vote in the respective meetings.
 - .2 GENERAL CHAIR As Ex-OFFICIO COMMITTEE MEMBER - Except when named as a member of a committee, the General Chair shall be an Ex-Officio member (with voice only) of all other NTSI committees.
 - .3 INDIVIDUAL MEMBERS - Individual Members who are not members of the division, committee or sub-committee may attend open meetings of the division, committee or sub-committee and be heard in the discretion of the presiding officer. Unless entitled to vote under another provision of these Bylaws, Individual Members shall have no vote in those meetings.
- 607.8 ACTION BY WRITTEN CONSENT - Any action required or permitted to be taken at any meeting of a division, committee or sub-committee may be taken without a meeting if all the division, committee or sub-committee members entitled to vote consent to the action in writing and the written consents are filed with the records of the meetings. These consents shall be treated for all purposes as a vote taken at a meeting.
- 607.9 PARTICIPATION THROUGH COMMUNICATIONS EQUIPMENT - Members of any division, committee or sub-committee may participate in a meeting of the division, committee or sub-committee through conference telephone or similar equipment. Participation by such means shall constitute presence in person at a meeting.
- 607.10 QUORUM - Except as otherwise provided in these Bylaws or in the resolution or other action establishing a committee or subcommittee, a quorum of any committee or subcommittee shall consist of those members present of the committee or subcommittee.
- 607.11 VOTING - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before a division, committee or subcommittee shall be determined by a majority vote.
- 607.12 PROXY VOTE - Voting by proxy in any meeting of a division, committee or sub-committee of NTSI shall not be permitted.
- 607.13 NOTICES
- .1 TIME - Except as otherwise provided in these Bylaws or the resolution or other action establishing a committee or sub-committee, not less than forty-eight (48) hours' notice in the case of notice given by telephone, and six (6) days' notice in all other cases, shall be given for any meeting of a division, committee or sub-committee of NTSI. Separate notices need not be given for regular meetings that are scheduled well in advance. (See Section 616.1.5 for the various forms of notice.)
 - .2 INFORMATION - The notice of a meeting shall contain the time, date and site.
- 607.14 ORDER OF BUSINESS - At all meetings conducted under the authority of this Article, the following shall be included in the order of business to the extent applicable; the order in which subjects are taken up may

be varied:

- Roll Call
- Reading, correction and adoption of minutes
- Reports of committees and subcommittees
- Unfinished business
- New business
- Resolutions and orders
- Adjournment

- 607.15 RESIGNATIONS - Any committee or subcommittee chair or member may resign by orally advising the General Chair or by submitting a written resignation to the Board of Directors specifying an effective date of the resignation. If such date is not specified; the resignation shall take effect upon the appointment of a successor.
- 607.16 VACANCIES - The determination of when the position of an appointed committee or subcommittee chair or a committee member becomes vacant or the person becomes incapacitated; if not made by the person shall be within the discretion of the Board of Directors. (See Section 606.8 for provisions applicable to elected committee chairs). In the event of a vacancy or permanent incapacity the General Chair, with the advice and consent of the Board of Directors and the respective division head, shall appoint a successor to serve until the conclusion of the incumbent's term. A temporary incapacity may be left unfilled at the discretion of the General Chair or an appointment may be made for the duration of the temporary incapacity.
- 607.17 DELEGATION - With the consent of the Board of Directors or the respective division head, a committee or subcommittee chair may delegate a portion of their powers or duties to another officer of NTSI, or to another committee or subcommittee. Notwithstanding any delegation, the ultimate responsibility for the delegated duties and obligations shall remain with the delegator.
- 607.18 APPLICATION TO EXECUTIVE AND NOMINATING COMMITTEES AND BOARD OF REVIEW - Sections 607.4 through 607.14 shall apply to the Executive Committee, the Nominating Committee and any other committee of the Board of Directors or the House of Delegates, unless otherwise provided in these Bylaws, in the resolution creating the committee or in the NTSI Policies and procedures Manual. These provisions shall also apply to Board of Review meetings, but shall not apply to its hearings or deliberations.

ARTICLE 608
ANNUAL AUDIT, REPORTS AND REMITTANCES

- 608.1 MINUTES - The Secretary shall, within thirty (30) days after each meeting of the Board of Directors and the House of Delegates, transmit a copy of the minutes of the meeting to the respective members and to USA Swimming national headquarters.
- 608.2 FINANCIAL AND FEDERAL TAX REPORTS - The Secretary shall forward to USA Swimming national headquarters a copy of the annual closing Balance Sheet and Statement of Income and Expense for the preceding fiscal year following completion of the audit of the accounts and internal financial controls and procedures of NTSI and the report thereon prepared in accordance with Section 608.5, within fifteen (15) days of receipt of the audit report and shall advise USA Swimming national headquarters within thirty (30) days following acceptance by the House of Delegates. Copies of any corresponding federal income tax return required to be filed by NTSI under the IRS Code shall be included with the annual audit report sent to USA Swimming national headquarters.
- 608.3 STATE AND LOCAL REPORTS AND FILINGS - The Secretary shall cause to be made all reports and non-tax filings and shall requisition from the Treasurer checks with which to pay any applicable fees required by its state of incorporation and by any other state or municipality in which it operates.
- 608.4 PUBLIC AVAILABILITY OF CERTAIN INFORMATION - NTSI shall cause to be made available at reasonable location and time determined by NTSI to anyone requesting to see a copy of NTSI's federal income tax and information returns for each of the last three years, and a copy of the materials submitted by USA Swimming to include NTSI in USA Swimming's group exemption ruling as required pursuant to IRS Code section 6104 and any similar requirements of applicable state or local laws.

- 608.5 ANNUAL AUDIT - An annual examination or review of the accounts, books and records of NTSI shall be completed no later than the end of the third month following the end of its fiscal year. The audit shall be conducted by an audit committee of (3) members appointed by the Board of Directors, other than the Treasurer. The audit, or review, shall cover inspection of IRS Form 990 or 990EZ if filed or any federal, state or local income tax return that NTSI is required to file under the IRS Code or applicable provisions of state or local law, rules or regulations. The Audit Committee shall issue a report signed by all of its members and stating that the financial records and reports of NTSI have been reviewed and fairly present the financial condition of NTSI as of the date of the balance sheet and for the fiscal period of the statement of income and expenses and the report is true and correct to the best of the Committee's knowledge, information and belief. The Audit Committee shall examine the Balance Sheet, Statement of Income and Expenses, check register and bank statements, income receipts and expense vouchers, budgets and other records as are deemed appropriate.
- 608.6 MEMBERSHIP AND REGISTRATION REPORTS - The Membership/Registration Chair, or a delegate, shall forward in a timely manner all required reports to the Executive Director of USA Swimming. This report shall be accompanied by a remittance of the appropriate membership and registration fees due to USA Swimming. The Membership/Registration Chair shall make periodic summary reports to the Administrative Vice-chair, the Board of Directors and the House of Delegates.
- 608.7 SAFETY REPORTS -
- .1 INCIDENT/OCCURRENCE REPORTS - An occurrence report providing all of the information requested by applicable USA Swimming form should be completed at the time of the occurrence by the meet director, officer, coach or club officer with copies to USA Swimming national headquarters, the Safety Committee Chair, and the Administrative Vice-chair.
 - .2 REPORTS OF INJURIES - The Safety Committee Chair shall present a report concerning swimming-related injuries within the NTSI Boundaries at each House of Delegates and Board of Directors meeting.
 - A House of Delegates Reports - The report to the House of Delegates shall be written and shall provide in summary form the pertinent information including whether the injured Party is a member of NTSI and USA Swimming, the location of the occurrence and a brief description of the incident, the resulting injury and the emergency-care steps taken, together with any recommendation for action by NTSI and its members to reduce the likelihood of a re occurrence and the status of that recommendation. The written report shall include a review of the pertinent statistical information provided by USA Swimming national headquarters. The Safety Committee Chair is responsible for distribution of this report to each Club. A copy of each House of Delegates report shall also be sent to the USA Swimming national headquarters.
 - B Board of Directors Reports - The regular report to the Board of Directors may be a summary addressing primarily any recommendation for action by NTSI and its members.
 - .3 SAFETY EDUCATION - The Safety Committee Chair shall be responsible for disseminating safety information flowing from USA Swimming Headquarters and; with the assistance of the Committee member, exploring safety education opportunities and developing a safety education program tailored to NTSI and its members and Territory.
- 608.8 MAILING ADDRESS - NTSI shall notify in writing USA Swimming national headquarters of any change in its regular mailing address within 14 days of the change.
- 608.9 REPORTS GENERALLY - NTSI shall make all reports and remittances to USA Swimming as specified in the USA Swimming Code or by the National Board of Directors or National House of Delegates, in such a manner and on such written forms as may be requested by USA Swimming national headquarters.

ARTICLE 609
MEMBERS' BILL OF RIGHTS

- 609.1 INDIVIDUAL MEMBERS' BILL OF RIGHTS - NTSI, in furtherance of Article 301 of the USA Swimming Code, shall respect and protect the right of every Individual Member who is eligible under NTSI, USA Swimming and FINA rules and regulations to participate in any competition as an athlete, coach, trainer, manager, meet director or other official, so long as the competition is conducted in compliance with NTSI, USA Swimming and FINA requirements. Before any Individual Member is denied the right to participate in a competition, the individual shall have the right to request and have a hearing before, and a determination of; the Board of Review or the National Board of Review. If the Individual Member is permitted to participate subject to a protest, a hearing and determination may take place after the competition is concluded.
- 609.2 CLUB MEMBERS' BILL OF RIGHTS - NTSI shall respect and protect the right of every Club Member which is eligible under NTSI, USA Swimming and FINA rules and regulations to participate in any competition through its athletes, coaches, trainers, managers, meet directors and other officials, so long as the competition is conducted in compliance with NTSI, USA Swimming and FINA requirements. Before any Club Member is denied the right to participate in a competition, the Club Member shall have the right to request and have a hearing before, and a determination of; the Board of Review or the National Board of Review. If the Club Member is permitted to participate subject to a protest, a hearing and determination may take place after the competition is concluded.

ARTICLE 610
BOARD OF REVIEW ORGANIZATION

- 610.1 INTRODUCTION - USA Swimming was organized as the National Governing Body for the sport of swimming under the Amateur Sports Act of 1978, as amended by the Ted Stevens Olympic and Amateur Sports Act of 1998, both federal laws. That law requires USA Swimming to establish and maintain provisions for the swift and equitable resolution of all disputes involving any of its members. This Article, together with Section 602 and Article 609, and the USA Swimming Rules and Regulations are intended to provide a clear statement of member responsibilities, liabilities for infractions thereof and a mechanism for resolving in an orderly and fair way all manner and kinds of disputes that may arise among its members in connection with the sport of swimming. Accordingly, NTSI has established the Board of Review (the "Board") to hear complaints, protests and appeals regarding the administration and conduct (including acts and failures to act) of the sport of swimming in the NTSI Boundaries, conduct that may violate the USA Swimming Code of Ethics or otherwise violate the policies, procedures, rules and regulations adopted by USA Swimming or NTSI, or conduct that may bring USA Swimming, NTSI or the sport of swimming into disrepute. This Article, together with Part Four of the USA Swimming Rules and Regulations, is intended to provide a uniform method of appeal from any decision, act or failure to act to which a member of NTSI or, where the conduct occurred in the NTSI Boundaries, another LSC takes exception, and to provide an opportunity for a fair hearing before a group of independent and impartial people. This Article and Part Four of the rules shall be construed accordingly.
- 610.2 BOARD OF REVIEW ORGANIZATION -
- .1 ESTABLISHMENT - The Board of Review of NTSI shall be independent and impartial.
 - .2 MEMBERS -The Board of Review shall have *at least* five (5) regular members and at least three (3) alternate members. The Board of Review, and any panel hearing a case, shall have a sufficient number of athlete members to constitute at least 20% of its membership. The House of Delegates may increase the number of regular or alternate members by resolution but subsequent to the adoption of these Bylaws may only decrease the number of regular or alternate members upon the expiration of the term of office of any incumbent members. When a matter is being heard by less than the full Board of Review, the panel hearing the case shall include a sufficient number of athlete members so as to constitute at least 20% of the hearing panel. No hearing shall proceed without the required athlete representation.

- .3 ELECTION; TERM OF OFFICE; ELIGIBILITY –
- A Election -The House of Delegates shall biennially elect regular and alternate members of the Board of Review: Two regular and two alternate members shall be elected in even-numbered years and three regular and one alternate members in odd-numbered years.
- B Term of Office - The term of office shall be **two** years. Each member and alternate member shall assume office upon election¹ and shall serve until a successor is chosen² .
- C Eligibility - Each regular and alternate member of the Board of Review shall be a Individual Member of NTSI and USA Swimming. In no case shall the General Chair serve on the Board of Review or elected members of the Board of Directors constitute a majority of the Board of Review.
- .4 CHAIR ELECTED BY BOARD; OTHER OFFICERS - The Chair of the Board of Review (the “Chair”) who must be a regular member, shall be elected annually by a majority vote of the regular members of the Board of Review. The Chair shall annually appoint a Vice Chair and a Secretary of the Board of Review, each of whom must be regular members. The Chair may appoint a Presiding Officer, who must be a regular member of the Board, to preside over one or more pending cases.
- .5 MEETINGS - The Board of Review shall meet for administrative purposes as necessary, to elect the Chair, to adopt rules and procedures and to conduct other business as may be helpful or necessary to achieve the purposes of the Board of Review and efficiently exercise its duties and powers. Other meetings may be called by the Chair or any three *regular* members. When meeting for administrative purposes, those provisions of Article 606 shall apply to the Board of Review.
- .6 PARTICIPATION THROUGH COMMUNICATIONS EQUIPMENT - Members of the Board of Review may participate in a meeting or hearing of the Board of Review, and any hearing may be conducted, in whole or in part, through conference telephone or similar equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by these means shall constitute presence in person at such a meeting or hearing.
- .7 QUORUM - A quorum for any administrative meeting of the Board of Review shall be fifty percent (50%) of its regular members, including athlete members.
- .8 RESIGNATIONS - Any regular or alternate member of the Board of Review may resign by orally advising the Chair or by submitting a written resignation to the Chair, the General Chair or the Board of Directors specifying an effective date of the resignation. In the absence of a specified effective date, any such resignation shall take effect upon the appointment or election of a successor.
- .9 INCAPACITIES AND VACANCIES - Determination of Vacancy or Incapacity –
- A. Office of Chair - In the event of a vacancy in the office of the Chair, or of the Chair's temporary or permanent incapacity, the Vice Chair shall become the Acting Chair until an election can be held at a meeting of the Board of Review to fill the remaining term, if any, of the former Chair, or until the Chair ceases to suffer from any temporary incapacity. If the Chair is going to be absent from the Territory, the Chair may, but is not obligated to, designate the Vice Chair as Acting Chair for the duration of the absence.
- B. Presiding Officer - In the event of the death, resignation or permanent incapacity of a Presiding Officer, the Chair shall appoint another member, an alternate member or an attorney to serve until the completion of the hearings assigned to that Presiding Officer. Generally that event and appointment should have no impact on those pending hearings or rehearings other than delay for the benefit of the new Presiding Officer. The Chair or the new Presiding Officer may make such other orders as are in the interests of fairness, justice and the sport of swimming. In the case of a temporary incapacity of a Presiding Officer,

the Chair shall have discretion regarding appointment of a new Presiding Officer, a delay of the hearing or rehearing or such other order as may serve the interests of fairness, justice and the sport of swimming.

- C. Other Members - In the event of a death, resignation or permanent incapacity of a member of the Board of Review, the General Chair shall appoint an Individual Member, with the advice and consent of the Board of Directors, to serve as a Board of Review member until the next regularly scheduled meeting of the House of Delegates. In the event of a temporary incapacity, the Chair shall designate another member to act for the incapacitated member for the duration of the incapacity. If there are no members available to serve, the General Chair, with the advice and consent of the Board of Directors, shall appoint one or more Individual Members to serve as alternate members to serve until the next regularly scheduled meeting of the House of Delegates.
- D. Determination of Vacancy or Incapacity - The determination of when a membership on the Board of Review becomes vacant or a member becomes incapacitated shall be within the discretion of the Board of Review, subject to any subsequent action by the House of Delegates. The determination as to when the Chair is temporarily incapacitated shall be made, where the circumstances permit, by the Chair and otherwise shall be within the discretion of the Board of Review, subject to any subsequent action by the House of Delegates.

.10. SUBSTITUTIONS FOR MEMBERS - In the event that a member of the Board of Review or a Presiding Officer is unable or unwilling to promptly act for any reason, recuses herself or himself or is disqualified in any particular circumstance, the Chair (or, if the person so unable or unwilling to act or recused or disqualified is the Chair, the Vice Chair; or failing that, the General Chair) shall appoint another regular member or one of the alternate members or, if none of the alternate or regular members is available, a disinterested Individual Member to act in the member's place and stead in respect of that circumstance.

.11 ADVICE; ATTORNEY AS PRESIDING OFFICER -

- A. Legal and Other Advice - Where appropriate or helpful, the Chair or Presiding Officer may consult the USA Swimming General Counsel, the Chair of the USA Swimming Rules or Officials Committees or of the Bylaws Subcommittee or an attorney (who need not be a member of NTSI, USA Swimming or the Board of Review) retained by the Board or Review or the Chair regarding any issue raised by a proceeding.
- B. Attorney as Presiding Officer - The Board of Review or the Chair may retain an attorney (who need not be a member of NTSI, USA Swimming or the Board of Review) to act as Presiding Officer at any hearing where it is appropriate or helpful. A Presiding Officer who is not a Board of Review member may not participate in the deliberations of the Board of Review or the designated panel and shall not have a vote.
- C. Attorney's Fees and Expenses - Prior to retaining an attorney on any basis requiring the payment of fees to the attorney (the payment of expenses to an attorney providing services at no charge pro bono publico) shall not be considered as a payment of fees for this purpose), the Chair or the Presiding Officer shall consult with the General Chair and the USA Swimming General Counsel. The Treasurer is authorized and directed to pay any fee and expenses charged by the attorney and approved by the Chair.

610.3 GENERAL -

.1 ADMINISTRATIVE POWERS - The Board of Review shall have the powers and the duty to:

- A. administer and conduct the affairs and achieve the purposes of the Board of Review,

- B. establish policies, procedures and guidelines,
 - C. elect the Chair in accordance with Section 610.2.4,
 - D. elect or provide for the appointment of other officers, agents, committees or coordinators to hold office for terms, and to have the powers and duties, specified,
 - E. call regular or special meetings of the Board of Review,
 - F. retain attorneys, agents and independent contractors and employ those persons which the Board of Review may determine are appropriate, necessary or helpful in the administration and conduct of its affairs (see 610.2.11C) and
 - G. take such action as may otherwise be appropriate, necessary or helpful in the administration and conduct of its affairs, the achievement of its purposes and the efficient exercise of its duties and powers.
- .2 RULE MAKING POWERS -The Board of Review shall have the power and the duty to promulgate reasonable rules and procedures consistent with the corporation laws of the LSC with respect to any matter within its jurisdiction or appropriate, necessary or helpful in the administration and conduct of its affairs. Such rules and procedures shall have the same force and effect as if they had been adopted as part of these Bylaws.
- .3 EXERCISE OF POWERS AND DECISIONS - Except for authority and power granted to the Chair or the Presiding Officer, the exercise of the authority and powers of the Board of Review and the decision of matters which are the subject of a hearing shall be decided by a majority vote of the panel, the rehearing panel or the *regular* membership of the Board of Review. The views of any dissenters shall be included in the record of the proceeding if requested by the dissenters. The exercise of the Board of Review's authority and power shall lie solely in its discretion and the interests of justice and the sport of swimming. However, the Board of Review shall exercise its power in response to a timely Petition filed with it, subject, in appropriate circumstances, to the power and discretion of the Chair or Presiding Officer to dismiss a Petition with permission to refile for a stated period. In connection with any preliminary investigation, the Chair or Presiding Officer may offer the services of a Board of Review member to act as a mediator or similar positions under other alternative dispute resolution mechanisms.
- .4 TIMELINESS OF PETITION - The Board of Review need not exercise its jurisdiction with respect to a Petition the subject matter of which occurred, or concerns or is founded on events which occurred, more than ninety (90) days prior to the date the Petition is received (as determined under Article 406.1of the USA Swimming Rules and Regulations). A determination not to exercise its jurisdiction as a result of the untimeliness of a Petition may be made by the Chair alone and may be the subject of a request for rehearing and, thereafter, appeal to the National Board of Review pursuant to Article 408 of the USA Swimming Rules and Regulations.
- .5 FILING FEES - The Board of Directors or the House of Delegates may impose a schedule of generally applicable fees to be collected at the time a Petition, Request for a Rehearing or Request for Formal Hearing following an Emergency Hearing is filed with the Board of Review. If, on its own initiative or upon written request, the Board of Review determines it to be in the interest of justice and the sport of swimming, the filing fee may be waived on a case-by-case basis.

ARTICLE 611 ORGANIZATION, AMENDMENT OF BYLAWS AND DISSOLUTION

- 611.1 NON-PROFIT AND CHARITABLE PURPOSES - NTSI is organized exclusively for charitable and educational purposes and for the purpose of fostering national or international amateur sports competition within the meaning of section 501 (c)(3) of the IRS Code. Notwithstanding any other provision of these Bylaws, NTSI shall not, except to an insubstantial degree, (1) engage in any activities or exercise any powers that are not in furtherance of the purposes and objectives of NTSI or (2) engage in any activities not permitted to be carried on by: (A) a corporation exempt from federal income tax under such section 501(c)(3) of the IRS Code or (B) a corporation to which contributions, gifts and bequests are deductible

under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the IRS Code.

- 611.2 DEDICATION OF ASSETS, ETC. - The revenues, properties and assets of NTSI are irrevocably dedicated to the purposes set forth in Sections 601.2 and 611.1 of these Bylaws. No part of the net earnings, properties or assets of NTSI shall inure to the benefit of any private person or any member, officer or director of NTSI.
- 611.3 AMENDMENTS - Any provision of these Bylaws not mandated by USA Swimming may be amended at any meeting of the House of Delegates by a two-thirds (2/3rds) vote of the members present and voting. Amendments so approved shall not take effect until reviewed and approved by the USA Swimming Rules and Regulations Committee. These Bylaws shall be deemed amended ninety (90) days after the conclusion of any annual meeting of USA Swimming at which the corresponding provisions of Part Six of the USA Swimming Rules and Regulations are amended (or such later effective date established in the amending USA Swimming legislation) to the extent that such amendment affects a provision required to be included herein or is itself required to be included herein, unless XXSI shall have requested permission of the USA Swimming Rules and Regulations Committee not to have such amendment take effect with respect to these Bylaws.
- 611.4 DISSOLUTION - NTSI may be dissolved only upon a two-thirds majority vote of all the voting members of the House of Delegates. Upon dissolution, the net assets of NTSI shall not inure to the benefit of any private individual, unincorporated organization or corporation, including any member, officer or director of NTSI, but shall be distributed to USA Swimming, to be used exclusively for educational or charitable purposes. If USA Swimming is not then in existence, or is not then a corporation which is exempt under section 501(c)(3) of the IRS Code and to which contributions, bequests and gifts are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the IRS Code, the net assets of NTSI shall be distributed to a corporation or other organization meeting those criteria and designated by the House of Delegates at the time of dissolution, to be used exclusively for educational or charitable purposes.

ARTICLE 612
INDEMNIFICATION

- 612.1 INDEMNITY - NTSI shall indemnify, protect and defend, in the manner and to the full extent permitted by law, any Indemnified Person in respect of any threatened, pending or completed action, suit or proceeding, whether or not by or in the right of NTSI, and whether civil, criminal, administrative, investigative or otherwise, by reason of the fact that the Indemnified Person bears or bore one or more of the relationships to NTSI specified in Section 612.3 and was acting or failing to act in one or more of those capacities or reasonably believed that to be the case. Where specifically required by law, this indemnification shall be made only as authorized in the specific case upon a determination, in the manner provided by law, that indemnification of the Indemnified Person is proper in the circumstances. NTSI may, to the full extent permitted by law, purchase and maintain insurance on behalf of any Indemnified Person against any liability that could be asserted against the Indemnified Person.
- 612.2 EXCLUSION - The indemnification provided by this Article 612, shall not apply to any Indemnified Party whose otherwise indemnified conduct is finally determined to have been in bad faith, self-dealing, gross negligence, wanton and willful disregard of applicable laws, rules and regulations, of the USA Swimming Code, of the USA Swimming Code of Ethics or these Bylaws or who is convicted of a crime (including felony, misdemeanor and lesser crimes) involving sexual misconduct, child abuse, violation of a law specifically designed to protect minors or ~ offenses, or who is found by the Board of Review or the National Board of Review to have committed actions which would be the basis for a conviction and, in each case, the otherwise indemnifiable conduct (or failure to act) was, or was directly related to, the predicate acts of the conviction or finding.
- 612.3 INDEMNIFIED PERSONS - As used in this Article 612, "Indemnified Person" shall mean any person who is or was a Board Member, Board of Review Chair, Vice Chair, Presiding Officer or member, Group Member Representative, officer, official, coach, committee chair or member, coordinator, volunteer, employee or agent of NTSI, or is or was serving at the direct request of NTSI as a director, officer, Group Member Representative, meet director, official, coach, committee chair or member, coordinator, volunteer, employee or agent of another person or entity involved with the sport of swimming.
- 612.4 EXTENT OF INDEMNITY - To the full extent permitted by law, the indemnification provided in this Article shall include expenses (including attorneys' fees, disbursements and expenses), judgments, fines, penalties and amounts paid in settlement, and, except as limited by applicable laws, these expenses shall be paid by NTSI in advance of the final disposition of such action, suit or proceeding. If doubt exists as to the applicability of an exclusion to NTSI obligation to indemnify, NTSI may require an undertaking from the Indemnified Person obliging him to repay such sums if it is subsequently determined that an exclusion is applicable. In the case of any person engaged in the sport of swimming for compensation or other gain, if NTSI determines that there is reasonable doubt as to such person's ability to make any repayment, NTSI shall not be obligated to make any payments in advance of the final determination. This indemnification shall not be deemed to limit the right of NTSI to indemnify any other person for any such expenses to the full extent permitted by law, nor shall it be deemed exclusive of any other rights to which any Indemnified Person may be entitled under any agreement, vote of members or disinterested directors or otherwise, both as to action in an official capacity and as to action in another capacity while holding such office.
- 612.5 SUCCESSORS, ETC. - The indemnification provided by this Article shall continue as to an Indemnified Person who has died or been determined to be legally incompetent and shall apply for the benefit of the successors, guardians, conservators, heirs, executors, administrators and trustees of the Indemnified Person.

ARTICLE 613
PARLIAMENTARY AUTHORITY

- 613.1 ROBERT'S RULES - The rules in the then current edition of Robert's Rules of Order Newly Revised shall govern NTSI and any of its constituent or component parts, committees, etc., in the conduct of meetings in all cases to which they apply and in which they are not inconsistent with these Bylaws and any special rules of order NTSI, the House of Delegates, the Board of Directors or its divisions, committees, etc., may adopt or as set forth in the next paragraph.
- 613.2 VOICE AND VOTE - Where in these Bylaws an Individual Member is described as having voice but not the right to vote, that Individual Member may participate in debate and ask pertinent questions in the discretion of the presiding officer, but may not make or second motions, orders or other proposals.

ARTICLE 614
PERMANENT OFFICE AND STAFF

- 614.1 OFFICE - NTSI shall maintain an office in the Territory for the storage and maintenance of the books and records and equipment of NTSI and for other purposes as may be determined by the House of Delegates or the Board of Directors in accordance with these Bylaws.
- 614.2 STAFF - NTSI shall retain paid staff at the NTSI Office as the Board of Directors may determine to be appropriate or necessary. The staff shall be under the general supervision of the General Chair and the Treasurer. With respect to delegated functions of the officers, committee chairs and coordinators, the staff shall be responsible to the respective officer, committee Chair or coordinator. The powers and duties of the paid staff shall be established by the Board of Directors, except the Executive Secretary's duties shall be determined by these Bylaws.
- 614.3 EXECUTIVE SECRETARY - The Executive Secretary is paid staff and responsible for the following:
- .1 Registers athletes with USA Swimming. Submits electronic media to national headquarters, updates registrations on a monthly basis.
 - .2 Registers non-athlete members with USA Swimming. This includes officials, coaches, administrators, and others. Verifies safety requirements have been met for coach members. Maintains safety requirements verification and expiration date using USA Swimming software. Submits registration data on non-athlete members to national headquarters along with a check for the amount due for non-athlete registration dues. Upgrades non-coach members to coach member status when safety requirements have been met and proof of such requirement has been received in the permanent office.
 - .3 Registers all club members with USA Swimming from within our LSC. Gathers applications, collects annual dues, and dispenses membership information to all member clubs. Additional funds are collected from affiliate members who also receive copies of all correspondence from the NTSI office and meet information from clubs hosting meets. Submits club registration information to national headquarters along with funds for annual registration.
 - .4 Maintains an office with the records and files of NTSI, including an inventory of all NTSI equipment. All equipment belonging to NTST is housed in this office (e.g., copier, computer and etc.). Archival life of three years will be maintained for athlete, non- athlete, club, and general correspondence.
 - .5 Attends and records the minutes of all NTSI board meetings. Presents minutes to the board for approval.
 - .6 Sends to the national headquarters all required correspondence (e.g., printing, telephone, athlete travel, etc.)

- .7 Answers daily correspondence regarding registration of clubs, athletes, non-athlete members, and other miscellaneous correspondence from national headquarters. Order annual supplies from national headquarters.
 - .8 Receives sanction fees from clubs requesting sanctions.
 - .9 Makes regular deposits of funds collected from sanctions, registrations, surcharges and other miscellaneous income
 - .10 Assists general chair and other members of the Board of Directors in the daily operation of the LSC as required.
 - .11 Verifies registrations for national meets
 - .12 Is the registration database manager for the LSC.
 - .13 Perform a recon for all teams prior to the swim meet to verify that all participating swimmers are current members of USA Swimming.
- 614.4 APPROPRIATIONS - The Budget Committee shall include in its proposed budget a line item for the costs of NTSI's Office inclusive of the compensation and benefits costs of the paid staff. Once appropriated by the House of Delegates, the Treasurer shall be responsible, together with the General Chair, for the administration of those funds.

ARTICLE 615
MISCELLANEOUS

- 615.1 EFFECT OF STATE LAW CHANGES (SEVERABILITY) - If any portion of these Bylaws shall be determined by a final judicial decision to be, or as a result of a change in the law of the State of Texas become, illegal, invalid or unenforceable, the remainder of these Bylaws shall continue in full force and effect.
- 615.2 FISCAL YEAR - The fiscal year of NTSI shall correspond to the calendar year.
- 615.3 TAX STATUS; INTERPRETATION OF BYLAWS It is intended that NTSI shall have and continue to have the status of an organization which is exempt from federal income taxation under section 501(c)(3) of the IRS Code and to which contributions, bequests and gifts are deductible for federal income, estate and gift tax purposes under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the IRS Code, respectively. Similarly, it is intended that NTSI shall have that or similar status under the applicable state and local laws as will exempt it from taxation to the maximum extent possible to the extent not contrary' to applicable federal requirements. These Bylaws shall be interpreted accordingly.

ARTICLE 616
DEFINITIONS, CONVENTIONS AND RULES OF INTERPRETATION

- 616.1 CONVENTIONS AND RULES OF INTERPRETATION -
- .1 TERMS GENERALLY - Whenever the context may require, any pronoun or official title shall include the corresponding masculine, feminine and neuter forms. The words "include", "includes" and "including" shall be deemed to be followed by the phrase "without limitation". The singular shall include the plural and the plural shall include the singular as the context may require. Where the context permits, the term "or" shall be interpreted as though it were "and/or". Captions have been used for convenience only and shall not be used in interpreting the Bylaws.
 - .2 CAPITALIZED TITLES - Capitalized titles, such as Secretary or Treasurer, when appearing alone shall refer to NTSI positions and not to USA Swimming or another organization.
 - .3 PRINCIPAL RULE OF INTERPRETATION - The principal substantive rule of interpretation applicable to these Bylaws is set forth in Section 615.3.
 - .4 RULE OF INTERPRETATION APPLICABLE TO ARTICLE 610 - Article 610 shall be interpreted generously in order to achieve the intent expressed in Section 610.1.
 - .5 NOTICE DEEDED GIVEN; WRITINGS DEEMED DELIVERED; LAST KNOWN ADDRESS
 - A. Notice by Mail - Notice given and other writings delivered by first class mail, postage prepaid, and addressed to the last address shown on the records of NTSI shall be deemed given or delivered upon the postmark date for all purposes under these Bylaws
 - B. Notice by Fax or Email - Notice given and writing, delivered by facsimile or electronic mail shall be deemed given or delivered upon oral, telephonic, electronic or written confirmation of recipient for all purposes under these Bylaws.
 - C. Notice by Telephone - Notice given by telephone shall be deemed given only when actually transmitted to the person entitled thereto for all purposes under these Bylaws. (Thus, for example, a message left on an answering machine or similar equipment or with a person other than the intended recipient shall not be notice given prior to the actual receipt by the intended recipient.)
 - D. Last Known Address - For all purposes under these Bylaws, the last known address of a member of NTSI shall be the address given in the latest application for registration or membership in NTSI and USA Swimming filed with the Membership/Registration Chair or the address given in a

written notice of change of residence filed with the Membership/Registration. In all other cases the records maintained by the Secretary of NTSI shall be used to ascertain the last known address.

- .6 TIME PERIOD CONVENTION - In computing time periods established by these Bylaws, the initial time period (days or hours) shall not be included but the last period shall be included.
 - .7 WAIVER OF NOTICE CONVENTION - Untimely or insufficient notice for any meeting held under the authority of these Bylaws shall be considered to have been waived if a member attends or participates in the meeting to which such notice referred or to which notice was lacking without, at the earliest opportunity, raising an objection of untimely or insufficient notice having been given for such meeting. If the member is a Group Member Representative, then the relevant Group Member shall be treated as having waived the untimely or insufficient notice to the same extent.
- 616.2 DEFINITIONS - When used in these Bylaws, the following terms shall have the meanings indicated in this Section, and the definitions of such terms are equally applicable both to the singular and plural forms thereof. Where a cross-reference to another Section of the Bylaws appears within a definition, the definition is qualified by the more complete definition found in that Section. For an additional definition applicable solely to Article 612, see Section 612.3:
- .1 "Active Individual Member" shall mean an individual other than a Coach Member, an Athlete Member, or a Seasonal Athlete Member who is a trainer, manager, official, meet director, marshal, Board Member, At-Large House Member, officer or committee chair or member, or a Group Member Representative or alternate and any other individual actively participating in the affairs of NTSI or the sport of swimming and who is in good standing as an Individual Member of NTSI and USA Swimming.
 - .2 "Affiliated Group Member" shall mean any organization which supports the sport of swimming and the objectives and programs of NTSI and USA Swimming, but which does not have Athlete Members and Coach Members, which is in good standing as a Group Member of NTSI and USA Swimming, and which is neither a Club Member or Seasonal Club Member of NTSI.
 - .3 "Article" shall mean the principal subdivisions of these Bylaws.
 - .4 "Articles of Incorporation" shall mean the document filed with Texas Secretary of State pursuant to which NTSI was formed.
 - .5 "At-Large Board Member" shall mean those Board Members designated as such.
 - .6 "At-Large House Member" shall mean the Individual Members appointed by the General Chair to be members of the House of Delegates.
 - .7 "Athlete Member" shall mean any individual who is properly registered for the purpose of training and/or competition in the sport of swimming and who is in good standing as an Individual Member of NTSI and USA Swimming.
 - .8 "Athlete Representative" shall mean the Athlete Member elected to represent athletes in the House of Delegates and on the Board of Directors pursuant to Section 604.1.3.
 - .9 "Board Member" shall mean a member of the Board of Directors, including the At-Large Board Members.
 - .10 "Board of Directors" shall mean the Board of Directors of NTSI.
 - .11 "Board of Review" shall mean the investigative and judicial body of NTSI established pursuant to Section 610.3.
 - .12 "Boundary" shall mean the geographic territory over which NTSI has jurisdiction as a Local Swimming Committee.

- .13 "Business Day" shall mean a calendar day that is not a Saturday, a Sunday or a legal federal or state holiday anywhere within the NTSI boundaries.
- .14 "Bylaws" shall mean these bylaws as adopted by and in effect for, NTSI.
- .15 "Club" shall mean an organization that has athletes and coaches engaged in the sport of swimming.
- .16 "Club Member" shall mean any club or other organization that is in good standing as a Group Member of NTSI and USA Swimming and has athletes and coaches and participates in the sport of swimming. All athletes and coaches of the club or organization must be Individual Members in good standing with NTSI and USA Swimming.
- .17 "Club Member Representative" shall mean the individual appointed to represent a Club Member in the House of Delegates pursuant to Section 604.1.1.
- .18 [Intentionally Deleted.]
- .19 "Coach Member" shall mean any individual, whether or not affiliated with a Group Member, who has satisfactorily completed all safety and other training required by NTSI and/or USA Swimming and who is in good standing as a member of NTSI and USA Swimming.
- .20 "Coach Representative" shall mean the Coach Member elected to represent the coaches in the House of Delegates and the Board of Directors.
- .21 "Executive Committee" shall mean the committee of the Board of Directors, which may act, for the Board of Directors between meetings.
- .22 "FINA" shall mean the Federation Internationale de Natation, the international governing body for the sport of swimming.
- .23 "Group Members" shall mean Club Members, Seasonal Club Members, and Affiliated Group Members (See Section 602.1.1.).
- .24 "Group Member Representative" shall mean the individual appointed to represent a Group Member in the House of Delegates. See Section 604.1.1.
- .25 "House of Delegates" shall mean the House of Delegates of NTSI as established by Article 604 of these Bylaws.
- .26 "Immediate Past General Chair" shall mean the individual who is the immediate past General Chair of NTSI, except when that person became immediate past General Chair by virtue of the House of Delegates taking action pursuant to Section 605.5.10, the Board of Directors taking action pursuant to Section 604.4.6 or the House of Delegates failing to reelect that person to another term sought by that person. The Immediate Past General Chair shall serve for the duration of the successor General Chair's term. If the office of Immediate Past General Chair becomes vacant for any reason, including the exception set forth in the initial sentence of this definition, it shall not be filled by appointment or election, but shall remain vacant until another individual becomes Immediate Past General Chair.
- .27 "Individual Members" shall mean Athlete Members, Coach Members, and Active Individual Members, and Life Members and Affiliated Individual Members.
- .28 "IRS Code" shall mean the United States Internal Revenue Code of 1986, as amended from time to time, or the corresponding provision of any future United States internal revenue law, and shall, when appropriate, also include a reference to the Treasury Regulations issued thereunder.
- .29 "Life Member" shall mean any individual who is a life member of USA Swimming and NTSI and who

- resides, formerly resided or participated in the sport of swimming in the NTSI boundaries and who is in good standing as a member of NTSI and USA Swimming.
- .30 "Local Swimming Committee" or "LSC" shall have the meaning ascribed thereto in the USA Swimming Rules and Regulations. NTSI is a Local Swimming Committee.
 - .31 "Member" shall mean a Group Member or an Individual Member.
 - .32 "National Board of Review" shall mean the Board of Review of USA Swimming established pursuant to Part Four of the USA Swimming Rules and Regulations. Where the context requires, a reference to the National Board of Review shall include a reference to the USA Swimming Board of Directors when that body is acting upon an appeal from the National Board of Review.
 - .33 "Nominating Committee" shall mean the committee of the House of Delegates charged with nominating candidates for elective offices of NTSI.
 - .34 "NTSI" shall mean the not-for-profit corporation to which these Bylaws pertain.
 - .35 "Policies and Procedures Manual" shall mean the policies and procedures manual of NTSI, as amended, adopted by the Board of Directors or the House of Delegates.
 - .36 "Parliamentary Authority" shall mean the authority and any special rules of order designated in Article 613.
 - .37 "Seasonal Athlete Member" shall mean any individual who participates or competes in the sport of swimming and has joined for certain periods of time not longer than 150 days each in a calendar year and is in good standing as a Seasonal Athlete Member of NTSI and USA Swimming.
 - .38 "Section" shall mean the subdivisions of the Articles of these Bylaws.
 - .39 "Senior Executive Athlete Representative" shall mean the Executive Athlete Representative senior in term of office or, in cases where there are more than two Executive Athlete Representatives, the Executive Athlete Representative designated in accordance with Section 606.7.
 - .40 "Standing Committee" shall mean a committee of NTSI listed in Section 607.2.
 - .41 "Territory" shall mean the geographic territory over which NTSI has jurisdiction as a Local Swimming Committee.
 - .42 "USA Swimming" shall mean USA Swimming, Inc., a Colorado not-for-profit corporation which is the national governing body for the United States for the sport of swimming.
 - .43 "USA Swimming Board of Directors" shall mean the Board of Directors of USA Swimming.
 - .44 "USA Swimming Rules and Regulations" shall mean the published rules and regulations, as adopted and amended by USA Swimming.
 - .45 "USA Swimming House of Delegates" shall mean the House of Delegates of USA Swimming.
 - .46 "USA Swimming Rules and Regulations Committee" shall mean the Rules and Regulations Committee of USA Swimming created pursuant to Part Five of the USA Swimming Rules and Regulations.

APPENDICES TO THE LSC BYLAWS

APPENDIX A

QUESTIONS AND ANSWERS ABOUT RESOLVING DISPUTES

INTRODUCTION

The form of the LSC Bylaws was substantially revised by USA Swimming in September of 1995, in September 2008 and again in September 2010; however, the basic structure used for resolving disputes has not materially changed. Members (and non-members) of USA Swimming who disagree with a decision or an action of taken by a meet official or any other LSC officer or who have a swimming-related dispute with another member may appeal those decision, or may submit those disputes, for resolution to the LSC Board of Review (formerly, the Review Section). The Board of Review is responsible for resolving these disputes quickly, fairly and with *due process*.

The purpose of this Appendix is to help with the details of preparing and filing complaints and appeals, and handling a Petition as a Board of Review member. Violation and interpretations of the Rules and Regulations of USA Swimming (the "Rules") and the Bylaws of the LSC can have serious consequences or involve relatively minor matters. The consequences can range from being barred from membership due to inappropriate recruiting to whether a club should be penalized for being slow in distributing final meet results. Yet, to the people involved, each dispute, each incident is just as important as the other.

Because serious matters are being handled by the Board of Review, several sections of Article 610 of the Bylaws were relocated to Part Four of the Rules, thus making them more accessible to the membership. Many of the sections may appear to be written in "legalese," but that was done to insure that--as much as possible--they would be interpreted uniformly, consistently and correctly. While the language may be technical, the ideas behind the Board of Review provisions are simple and basic. Anyone with a problem should receive a fair, impartial hearing and have the problem resolved promptly and with *due process*.

The rules and procedures set forth in Article 610 of the LSC Bylaws and Part Four of the Rules are meant to provide:

- a quick and effective remedy for the Petitioner and the Respondent;
- a hearing by objective unbiased persons, at first a panel of the elected members of the Board of Review, consisting of between three (3) and five (5) member, including at least one athlete member Article 406.2.2 of the Rules);
- several levels of appeal are provided; from the initial Board of Review panel to a rehearing by all the members of the Board of Review (or at least seven (7) members) (Article 406.3.1 of the Rules) with at least twenty percent (20%) athlete representation; and an appeal of the decision to the National Board of Review (Article 408 of the Rules); all the way to an appeal to the United States Olympic Committee under its Constitution in cases where an athlete is denied the right to compete in international competition.

COMMON QUESTIONS ABOUT COMPLAINTS AND THE BOARD OF REVIEW PROCESS

WHAT IS DUE PROCESS?

Procedural due process is the administration of applicable rules and regulations so that no member is denied his or her legal rights and the application of those rules and regulations in conformance with the fundamental and accepted legal principles. It is the way you would want to be treated if you were charged with misconduct. It includes:

- Notice, in writing, if at all possible, of the specific things that you are being charged with doing or not doing;
- The opportunity to defend yourself against the charges and the right to cross-examine witnesses against you;
- A reasonable amount of time to prepare and present your position;
- The right to have an attorney represent you, if you wish;
- A hearing before disinterested, fair and knowledgeable persons at a time and under circumstances that give everyone a full and fair opportunity to present their position;
- Notice of how to appeal from a decision that you feel is wrong.

WHAT KIND OF COMPLAINTS CAN BE DECIDED BY THE LSC BOARD OF REVIEW?

The responsibility of the LSC Board of Review is broad but does not cover every possible dispute that might come up. Article 403.1 of the Rules provides the list of the kinds of complaints that must go directly to the LSC Board of Review. For example, if a decision is made which affects your ability to compete in swim meets or how you place in swim meets and you think the decision is wrong you may appeal to the Board of Review. If you are prevented from participating in the administration of the sport of swimming or being an official you may appeal to the Board of Review. If a decision is made by the LSC that affects your ability to coach swimmers you may appeal to the Board of Review. However, there are some matters that should be submitted directly to the National Board of Review. See Article 403.1 and 403.2 of the Rules to determine where your complaint should go. Remember that the LSC Board of Review does not involve itself in disputes involving the administration of individual clubs unless it affects the ability of members to participate in competition.

WHAT KIND OF COMPLAINTS WILL BE DECIDED BY THE NATIONAL BOARD OF REVIEW?

Article 403.2 of the Rules lists the kinds of complaints that must, or in some cases, may go directly to the National Board of Review. They include most matters where members of more than one LSC are involved; matters which come up at a regional, national or international swimming competition; matters involving sexual misconduct, and matters in which the National Board of Review determines that a fair hearing will not be held quickly enough at the LSC Board of Review level to do justice to the affected parties.

HOW DO I CONDUCT A BOARD OF REVIEW HEARING?

The LSC Bylaws and Part Four of the Rules have \ sections that explain hearing procedures. Article 406 of the Rules provides a detailed outline of the steps to be taken and procedures to be used when a Petition is filed. The purpose of the Article remains the same as before, *i.e.*, to give **due process** to **any** individual or **any** entity, club or organization participating in **any** activity of any kind of the LSC or USA Swimming - not just athletes, but coaches, officers, committee chairs and members, officials, clubs, volunteers and all classes of members as well.

The process can be summarized as follows:

- A. The Petitioner must provide a written Petition to the Chair of the Board of Review setting forth Petitioner's complaint against Respondent(s). (See Article 406.1 of the Rules.)
- B. The Chair of the Board of Review *may* appoint someone to investigate or mediate to see if the dispute can be resolved without a formal hearing. It is not unusual to have disputes cleared up when an impartial party listens to both sides and tries to mediate a dispute. This kind of informal resolution is to be encouraged; however, the investigating party should not also serve on the Board of Review panel hearing the case.
- C. A written Notice of Hearing must be prepared by the Board of Review Chair and delivered to the Respondent or its counsel. (See Article 406.4.1A of the Rules and the suggested form of Notice of Hearing which is attached hereto as Appendix B.)
- D. A written response to the Petition may be filed by each Respondent. (See Article 406.4.1B of the Rules.)
- E. Petitioner may file a written Reply to Respondent's Response. (See Article 406.4.1C of the Rules.)
- F. A hearing must be scheduled by the Chair to take place no less than thirty (30) days and no longer than sixty (60) from the date the Chair of the Board of Review transmits the Notice of Hearing.
- G. A hearing shall then be held (if **everyone** involved agrees the Petition can be considered based only upon the written statements that have been submitted without a formal hearing where witnesses are heard; otherwise, the parties must be allowed the opportunity to present evidence and witnesses and otherwise be heard at the hearing). Use common sense in conducting the hearing. (See Article 406.4.1D of the Rules.) Make all parties feel that they have a fair chance to state their position, present evidence and witnesses, cross-examine the other side's witnesses and that the Board has an open mind as it listens to their position. In all events please **give the athlete the benefit of the doubt!**
- H. The Board of Review must decide the matter within fourteen (14) days after the conclusion of the hearing. (If time is not critical, it may be advantageous to delay the decision for a few days after the hearing to give full consideration to all the facts presented in a hearing rather than making a ruling immediately upon conclusion of the hearing.)
- I. The Board must send copies of its decision to all Petitioners and Respondents (or their respective counsel) and to the LSC General Chair and Secretary. (See Article 406.4.1E of the Rules)
- J. In the Board's decision, the parties must be given a statement telling them what they must do to request a rehearing before the full Board of Review (if applicable) or to appeal the Board of Review's decision and how long they have to appeal.

FOR EXAMPLE: THE MEET DIRECTOR JUST TOLD ME THAT MY SWIMMER'S PROOF OF TIME IS NOT ADEQUATE AND THE SWIMMER WON'T BE IN THE EVENT LATER THIS MORNING. THE MEET DIRECTOR IS WRONG AND WE CAN'T WAIT FOR A HEARING FROM THE BOARD OF REVIEW. WHAT DO I DO?

First, you should review the meet information to see if it provides for any kind of appeal such as the Eligibility Jury provided for at the National Championships. (Article 207.12.4 of the Rules.) If you still believe your swimmer is

being improperly kept out of the meet you should ask for an emergency hearing from the Board of Review. The Bylaws give the Board of Review a great deal of flexibility in handling emergency situations. Get on the telephone to the Chair of the Board of Review or the LSC General Chair and make arrangements to set up an emergency hearing under Article 406.4.2 of the Rules.

The Federal law which created National Sports Governing Bodies such as USA Swimming states that an athlete cannot be suspended from competition, *even temporarily*, without the opportunity for a hearing.

Members of the Board of Review should keep in mind their responsibility to conduct emergency hearings whenever they are at a swim meet and should alert the Meet Manager of their presence. The Chair of the Board of Review should always make arrangements in advance to see that a panel can be available at championship meets.

A meeting at the swim meet or an exchange of information by telephone, email, and fax can be arranged to permit a timely decision even if the athlete must compete under protest. (See Section 102.11 of the Rules.)

After the meet is concluded, a full formal hearing may be conducted at the request of the Petitioner or the Respondent.

HOW LONG DO I HAVE TO APPEAL A DECISION OF THE LSC BOARD OF REVIEW TO THE NATIONAL BOARD OF REVIEW?

An appeal must be taken within thirty (30) days from the date of receipt of the written Decision of the LSC Board of Review.

APPENDIX B

SAMPLE LSC NOTICE OF HEARING (Form may, and should, be modified to fit the actual circumstances)

NOTICE OF HEARING

To:

[INSERT RESPONDENT'S NAME(S) AND MAILING ADDRESS(ES)]

SUBJECT:

You are charged with having committed the following acts [or with having failed to act in circumstances] which are detrimental to the objectives, programs or ideals of USA Swimming and which tend to bring disrepute upon the sport of swimming:

[Insert details of charge; may be a summary if Petition is unnecessarily lengthy.]

This charge is based upon a Petition that was filed by [Insert Petitioner's name(s).] Attached is a copy of the Petition filed with the XX Swimming Board of Review.

ANSWER:

You are requested to file an answer in writing to these charges with the Presiding Officer of the Board of Review whose mailing address is [Insert Name and Address of the Chair of the Board of Review or other person designated as the Presiding Officer in this case]

and to [Insert Petitioner's name(s) and address(es) or that of its counsel, if so requested.]

at least ten (10) days prior to the date of hearing that is set in this Notice of Hearing. The hearing will proceed whether or not you file this reply.

HEARING DATE, TIME AND PLACE:

The initial date set for the formal hearing is (insert date, time and place of hearing) or to such other date, time or place as the Presiding Officer continues, adjourns or reschedules the hearing. You are requested to appear at that time with counsel and any witnesses. [This part would need to be rephrased if the proceeding were to be conducted entirely in writing or in writing with only oral argument at a hearing.]

HEARING AUTHORITY:

The power and authority of the XX Swimming Board of Review is established, and this hearing shall be held pursuant to Part Four of the Rules and Regulations of USA Swimming and Article 610 of the Bylaws of XX Swimming, Inc. A copy of Article 610 is enclosed for your information.

HEARING BODY:

The hearing body will be the following [three (3), four (4), or five (5)] member panel of the Board of Review of XX Swimming, [insert names of members of the Board of Review designated to serve on this panel] or such other persons as are appointed pursuant to the Bylaws of XX Swimming, Inc. and the Rules of USA Swimming. [This should be rephrased if the initial panel is the full Board of Review.]

POSSIBLE PENALTIES:

The Petitioner has requested that (here insert what the Petitioner has asked for). In addition the Board of Review, pursuant to Article 404.1.1 of the Rules of USA Swimming, has a broad range of sanctions, penalties and suspensions that it may impose on you if it believes that such are appropriate either in addition to or in lieu of those that the Petitioner is seeking.

APPEAL:

If you are dissatisfied with the decision of the Board of Review, you must file a request for a rehearing before the full Board of Review within fourteen (14) days of your receipt of the decision, unless the initial panel was the full Board of Review or had at least seven (7) members. The request must be filed with the Chair of the Board of Review [here give name and address]. [If your LSC has imposed a filing fee applicable to a request for a rehearing, this should be noted here.] Your request must be granted if the decision was rendered by a panel of six (6) or fewer members and the decision was not unanimous. Otherwise the Board of Review may either grant or deny a rehearing in its discretion. If the decision is not subject to a request for a rehearing, a rehearing request is denied or the decision is affirmed on a rehearing, an appeal may be made to the National Board of Review. The appeal must be filed with the USA Swimming Executive Director along with a filing fee of \$250.00 within thirty (30) days after the postmark date of written Decision of the Board of Review. (Article 408.1.1 of the Rules.) The address of the USA Swimming Executive Director is USA Swimming, Inc., 1 Olympic Plaza, Colorado Springs, CO 80909-5770.

GENERAL INFORMATION:

You are entitled to be represented by counsel at your own cost, or by such other representative as you may choose, to have witnesses testify in your behalf, to question witnesses testifying at the hearing and to submit any and all evidence in your defense, including hearsay and documentary evidence, so long as it is relevant to the issues. You are entitled to ask that the hearing date be reasonably rescheduled so that you may attend, secure witnesses or otherwise respond. Please direct all questions or correspondence to Chair of the Board of Review of XX Swimming, Inc., [insert name] at [insert mailing address].

Dated (Insert date on which notice is mailed)

Signed _____
Chair of the Board of Review

[If the notice is signed by the designated Presiding Officer, the title line should be changed accordingly.]