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# Welcome to Board of Directors Orientation 2021

Presented by the PNS Governance Committee

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# Legal Organization

- Local Swimming Committee of USA-S
- Group tax-exemption under IRC Sec. 501(c)(3)
- State of Washington Nonprofit Corporation



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# Mission of Pacific Northwest Swimming Association

Provide leadership and opportunities for excellence in aquatics through competitive swimming.



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# Vision of Pacific Northwest Swimming Association

Achieving Excellence While Fostering Growth



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# USA Swimming Local Swimming Committee

- 1.1 NAME - The name of the corporation shall be Pacific Northwest Swimming Association. (PNSA).
- 1.2 OBJECTIVES - The objectives and primary purpose of PNSA shall be the education, instruction and training of individuals to develop and improve their capabilities in the sport of swimming. PNSA 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 PNSA and its Articles of Incorporation.
- 1.3 GEOGRAPHIC TERRITORY - The geographic territory of PNSA is as set forth in Article 603 of the USA Swimming Rules and Regulations.
- 1.4 JURISDICTION - PNSA 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 PNSA'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 (as those terms are defined in Part Six of the USA Swimming Rules and Regulations). PNSA 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.
- 1.5 COMPLIANCE WITH USA SWIMMING AGREEMENTS – PNSA shall comply with all agreements between PNSA and USA Swimming.



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# USA Swimming Mission Statement

USA Swimming Mission Statement USA Swimming is the National Governing Body for the sport of swimming. We administer competitive swimming in accordance with the Olympic & Amateur Sports Act. We provide programs and services for our members, supporters, affiliates, and the interested public. We value these members of the swimming community, and the staff and volunteers who serve them. We are committed to excellence and the improvement of our sport. We are committed to providing a safe and positive environment for all members.



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# USA Swimming Vision Statement

To inspire and enable our members to  
achieve excellence in the sport of  
swimming and in life



# USA Swimming Mission Core Objectives

Core Objectives USA Swimming's mission is to grow and strengthen the sport of swimming.

Specifically, we seek to:

**BUILD the Base** – We seek to expand our membership and strengthen the sport at the grassroots level in order to engage as many people as possible in the sport of swimming.

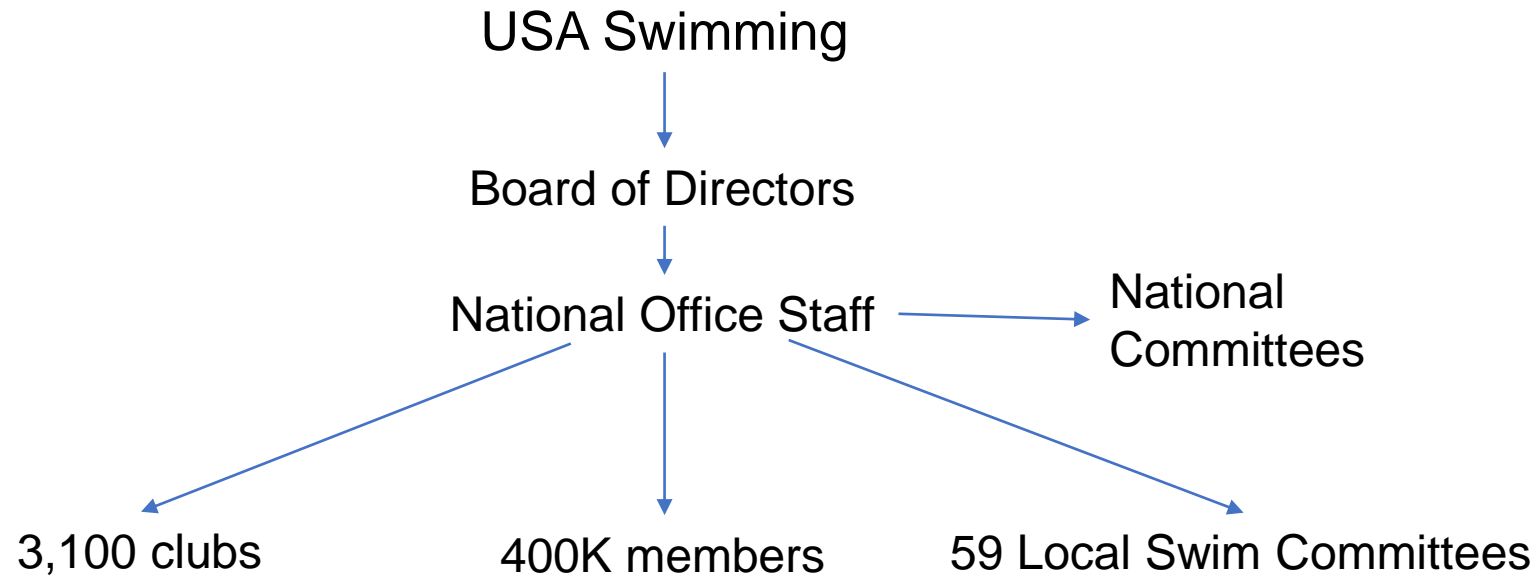
**PROMOTE the Sport** – We seek to promote awareness of the sport and our organization to inspire participation in swimming, and raise financial support to benefit the overall mission of USA Swimming and the USA Swimming Foundation.

**ACHIEVE Sustained Competitive Success** – We seek to continue the rich tradition of performance success at the Olympic Games and other high-level international competitions.

# Types of Memberships

- Athletes
- Coaches
- Officials
- Non-Athlete

# USA Swimming Overview



4 Zones – Western Zone – 17 LSC's - 110,000 athletes

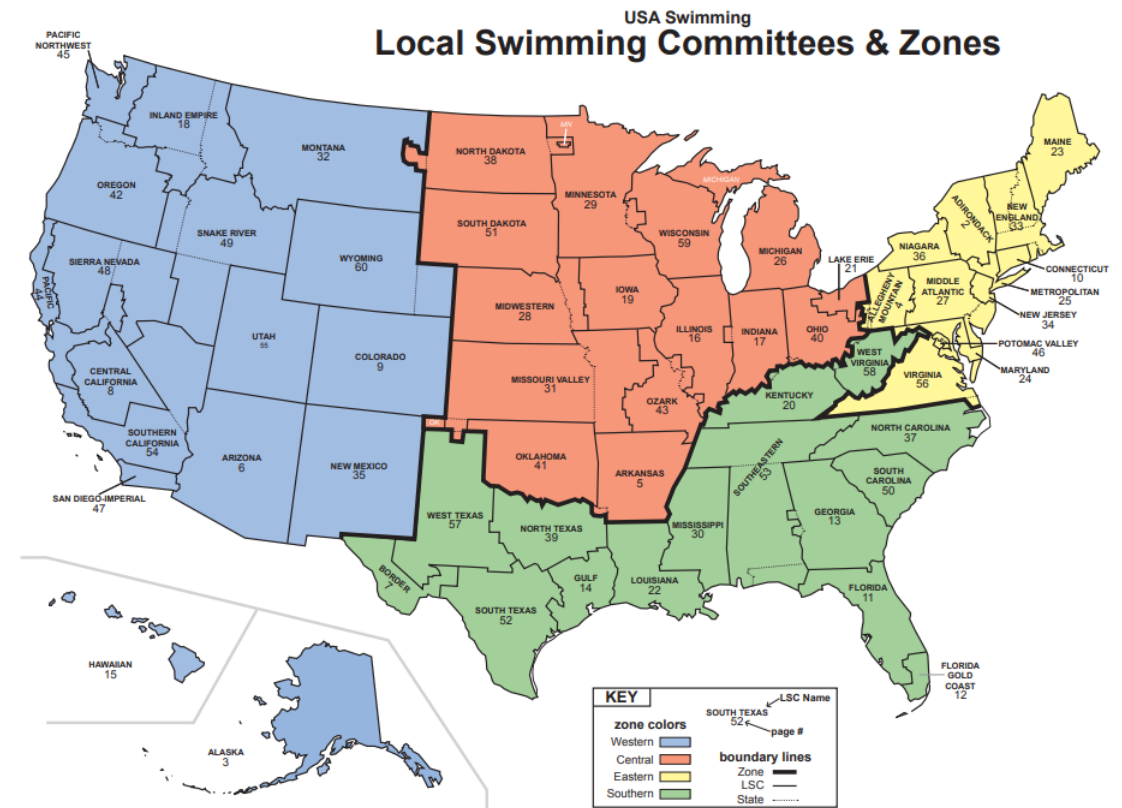
Pacific Northwest      40 Clubs      6,000 Athletes

# Western Zone

- USA Swimming – 4 zones, Eastern, Southern, Central, and Western
- 17 LSC's in the Western Zone with 110,000 athletes
- Western Zone Representatives

Keith Moore - Coach Director  
 Dale Ammon - Non-Coach Director  
 Deb Baldwin - Secretary/Treasurer  
 Jody Rash - Championship Meet Coordinator  
 Rhys Winter – Athlete Rep  
 Joan Cho – Athlete Rep  
 Mike Dill – Zone Officials Chair  
 Michael Kinross – Open Water Coordinator  
 Hailey Beranbaum – Disability Coordinator  
 Veronica Hernandez – DEI Chair  
 April Walkley – Safe Sport Chair

- Zone programming
  - 14&U Championship
  - Sr Championship
  - Open Water Championship
  - Select Camps
  - Workshops



# PNS LSC

- Pacific Northwest
  - 6,000 athletes
  - 800 Coaches, Officials, Other
  - 40 Clubs
- House of Delegates
  - Team Reps
    - 1 Athletes, 1 Coach, 1 Non-Athlete
  - Board of Directors
  - General Chair Appointed Delegates

## Pacific Northwest Swimming (PN)

### Western Zone

That portion of the State of Washington west of the counties of Okanogan, Chelan, Kittitas and Yakima; and north of Cowlitz and Skamania counties.

### Cities (all in Washington)

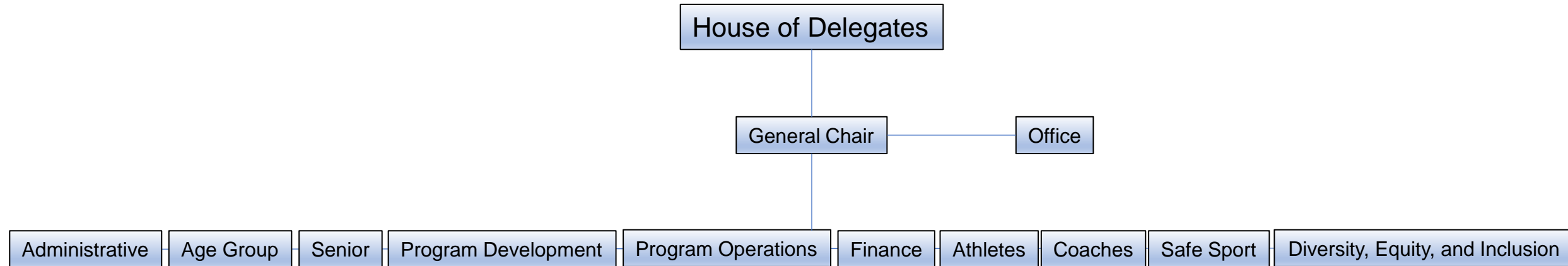
- 1 – Bellingham
- 2 – Seattle
- 3 – Tacoma
- 4 – Olympia



# PNSA Governance

- House of Delegates
  - Ratify
    - Bylaws/Policies
    - Meet Calendar
    - Budget
  
- Board of Directors
  - Governance
    - Bylaws
    - Policies
    - USAS Rulebook
  - Fiscal
    - Budget
    - Travel Funding
  - Programming
    - Meet Calendar
    - Meet Structure
    - Camps/Clinics
    - Meet Delegations
  - Communication
    - Weekly E-News
    - Crisis Events
  
- Committees/Task Force
  - Working Group
    - Ideas/Research
    - Implementation

# PNSA Organizational Chart - Divisions





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# Board of Director Positions

## Odd Years

Administrative Vice Chair  
Program Operations Vice Chair  
Senior Vice Chair  
Athlete Representative (1)  
Athlete At-Large (1)  
Coach Representative (1)  
Treasurer  
Officials Chair  
At-Large Representative (1)  
Safe Sport/Risk Management Vice Chair

## Even Years

General Chair  
Finance Vice Chair  
Program Development Vice Chair  
Age Group Vice Chair  
Athlete Representative (1)  
Athlete At-Large (1)  
Coach Representative (1)  
Secretary  
At-Large Representative (1)  
Diversity Equity Inclusion Chair

Ex-Officio Member

Immediate Past General Chair, USA Swimming Board of Directors Members, USA Swimming Committee Chairs





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# Committee Lists

Age Group Committee  
Athletes Committee  
Audit Committee  
Awards Committee  
Budget/Finance Committee  
Coaches Committee  
Disability Committee  
Diversity, Equity, and Inclusion Committee  
Electronic Publications Committee  
Executive Committee  
Governance Committee

Hall of Fame Committee  
Meet Sanctioning Committee  
Meet Scheduling Committee  
Officials Committee  
Open Water Swimming Committee  
Personnel Committee  
Program Development Committee  
Safe Sport Committee  
Safety Committee  
Senior Committee  
Technical Planning Committee



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General Chair	House of Delegates	Board of Directors	Executive Committee	Personnel Committee	Budget/Finance Committee	Program Development	Hall of Fame	
Administrative	House of Delegates	Board of Directors	Executive Committee	Personnel Committee	Audit Committee	Budget/Finance Committee	Electronic Publications	
Finance	House of Delegates	Board of Directors	Executive Committee	Personnel Committee	Audit Committee	Budget/Finance Committee		
Secretary	House of Delegates	Board of Directors						
Treasurer	House of Delegates	Board of Directors	Budget/Finance Committee					
Program Operations	House of Delegates	Board of Directors	Executive Committee	Budget/Finance Committee	Program Development Committee	Meet Sanctioning Committee	Safety Committee	Officials Committee
Program Development	House of Delegates	Board of Directors	Executive Committee	Budget/Finance Committee	Program Development Committee	Technical Planning Committee		
Age Group	House of Delegates	Board of Directors	Executive Committee	Budget/Finance Committee	Program Development Committee	Disability Swimming Committee	Age Group Committee	
Senior	House of Delegates	Board of Directors	Executive Committee	Budget/Finance Committee	Program Development Committee	Open Water Swimming Committee	Senior Committee	
Officials	House of Delegates	Board of Directors	Officials Committee					
Sr Coach Rep	House of Delegates	Board of Directors	Budget/Finance Committee	Audit Committee	Program Development Committee	Coaches Committee		
Jr Coach Rep	House of Delegates	Board of Directors	Coaches Committee					
Sr Athlete Rep	House of Delegates	Board of Directors	Executive Committee	Budget/Finance Committee	Program Development Committee	Athletes Committee		
Jr Athlete Rep	House of Delegates	Board of Directors	Athletes Committee					
Oper.Risk/Safety/Safe Sport	House of Delegates	Board of Directors	Safe Sport Committee					
At-Large	House of Delegates	Board of Directors						
Athlete-at-Large	House of Delegates	Board of Directors	Athletes Committee					

# Board of Directors Fiduciary Duties

## **Duty of Care**

Use your best judgment and exercise reasonable caution in making decisions.

## **Duty of Loyalty**

Put your personal and professional interests aside for the good of the organization.

## **Duty of Obedience**

Be true to the mission and vision and follow all the laws and regulations that may apply to non-profits.

## **Duty of Transparency**

Establish a system of operation that allows outsiders to see how the organization operates, makes decisions, and uses resources; an important aspect to ensure trust in an organization.

## Wearing Your “Board Hat”

3 Hats a board member wears:

1. **Volunteer:** like every other member
2. **Policy-maker:** during meetings of the board
3. **Implementer:** no power except at direction of the board/policy

# Board of Directors Meetings

- 2<sup>nd</sup> Monday of the scheduled months. Determined at first BoD meeting following HOD
- All Board members are expected to attend the meetings.
- Notify the General Chair if you are unable to attend
- Written reports submitted
- Agenda published
- Robert's Rule of Order
- Officers/Committee report
- Advice and consent to Appointments
- New business
  - New or amended policies or new resolutions 1 week in advance
- Unfinished (old) business

# Board Member Meeting Expectations

(6) Board Meetings per Year

(1) HOD Meeting per Year

Committee Meetings

# Board Responsibilities

- PNSA Administrative Calendar
- PNSA web site, social media sites
- PNSA blast emails
- LSC Excellence and Achievement Program (LEAP)
- LSC Abides by the USA-S Affiliate Agreement
- Audit/financial review and management letter
- Form 990 • Tax-exempt organization governance policies
- Self-evaluation of the board's performance when looking at the Strategic Plan
- Board member responsibilities (refer to separate documents)
- Athlete representation on all committees

# LSC Director & Officer Liability Insurance

- Provided through USA Swimming
- Coverage for defense costs and liabilities incurred by insured directors and officers arising out of claims alleging that an insured has committed “wrongful acts,” which means any error, misstatement, misleading statement, act, or omission, neglect or breach of duty by policy definition.
- This coverage excludes bodily injury or property damage claims which would likely be covered by the general liability policy.
- Check USA Swimming website for specific limits and coverage.





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# Conflict of Interest Policy and Disclosure Statement

Completed on an annual basis by each employee, board member,  
and anyone otherwise designated by the board.



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# LSC Online Leadership Course

All board members are expected to take the course before the first BoD Meeting following HOD.

[LSC Governance \(usaswimming.org\)](https://usaswimming.org)

Scroll down to the LSC Leadership Course and click Register.

# Why Committees?

1. Bylaws compliance
2. Goals set and work delegated
3. Equal opportunity to participate; contributions from all member groups (coaches, athletes, officials, volunteers)
4. Wider coverage for questions with input from members
5. Details and unintended consequences addressed
6. Transparency - meetings are open and minutes are recorded and posted
7. New people mentored up, future leaders identified
8. Provides back up for division head or committee chair
9. Model used at other LSC's - tools & information
10. Committee may utilize technology – conference calls, web conferencing, cloud based collaboration
11. Committee support includes – staff to assist with logistics, remote connection to meetings or actual meeting rooms, data, history, meeting agenda and minutes posted, recommend committee members

# Typical Committee Functions

1. Provide transparency of process and recommendations.
2. Study and evaluate existing programs of the LSC.
3. Create and develop new programs for the LSC or for recommendation to another committee, to the division head, Board of Directors.
4. Advise the Board of Directors through the division head to whom the committee is directly responsible.
5. Present resolutions for action items that should be referred to the division head for consideration by the Board of Directors.
6. Consider items which have been referred to the committee from the membership, the LSC officers, from another committee or from the Board of Directors.
7. Implement the policies of the Board of Directors and the LSC.
8. Help prepare a budget for the projects and the administration of the committee in the next fiscal year.
9. Conduct the activities of the committee within the approved budget for the current fiscal year

# Committee Chair Responsibilities

1. Schedule meetings of the committee.
2. Propose an agenda for all committee meetings and make sure information is submitted to the office for posting.
3. Preside at all meetings of the committee and guiding the business of the committee.
4. Keep committee members informed of the activities of the committee or of the LSC since the last committee meeting.
5. Introduce guests and presenters to the committee.
6. Serve as the spokesperson for the committee.
7. Appoint a secretary to take minutes of all meetings.
8. Review the draft of the minutes and making corrections as necessary so that they may be submitted to the members of the committee, the division head, and website.
9. Oversee the programs and activities of the committee within the approved budget.
10. Assume responsibility for the committee's compliance with the policies of the LSC.
11. Direct the committee's activities towards the completion of its goals.
12. Maintain regular contact with the division head.
13. Follow MAAPP protocol for communication practices within your committee.

# Committee Resources

- Office
- Calendar of activities, tasks, and decisions
- Committee page on website for committee members, announcements, agenda, minutes
- Zoom web conference services or,
- Room reservations at Auburn Chamber of Commerce
- Budget as approved by the House of Delegates
- Sample agenda and minutes from other LSCs



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**Questions?**

**Governance Committee thanks  
everyone for attending the  
orientation.**

John – Jay – Molly – Linda - Grace