

PACIFIC NORTHWEST SWIMMING - Board Meeting Minutes January 11, 2021

CALL TO ORDER: 7:00 P.M. via Zoom Video Conference

In Attendance:

Bob Keller - General Chair
Lesleigh Watson - Safe Sport/Risk Mgt. Coordinator
Lorraine Masse – Treasurer
Colleen Buchanan – Registrar
Laurae Briggs – Secretary
John Gagliardo - Officials Chair
David Orr – Age Group Vice Chair
Suzanne Rychlik – Program Ops Vice Chair (past GC)
Ken Spencer – Senior Vice Chair
Nick Chevalier - Program Dev. Vice Chair
Rick Cox – At Large Rep
John Skroch - Admin Vice Chair
Dave Leonard – At Large Rep
Grace Brown – Athlete Rep

Kieran Watson – Athlete Rep
Alice Godfred - Coach Rep
Iris Yang – Athlete Rep
Linda Vicik- Sanction Chair
Dave Baer – Finance Vice Chair
Wendy Neely – Coach Rep
Kiko VanZandt – Disability Swimming
Lauren Rhode – Athlete Rep
Emily Murray – Diversity, Equity & Inclusion
Carolyn Ackerley - At Large Rep
Emily Murray – Diversity, Equity & Inclusion
Molly Cady
Jay Giroto
Susan Pappalardo

APPROVAL OF MINUTES:

11-09-2020 BOD Meeting **MSA**
10-19-2020 Executive Committee Meeting **MSA**
11-16-2020 Executive Committee Meeting **MSA**

OFFICER REPORTS

Treasurer's Report - Lorraine Masse, see attached.

Membership Report - Colleen Buchanan, see attached.

Officials Report - John Gagliardo.

- 237 Officials USA Swimming registered officials

Age Group Report - David Orr – no report

Senior Report – Ken Spencer - no report

Program Operations Report - Suzanne Rychlik

- Will discuss in old business.

Program Development Report – Nick Chevalier - no report

Admin VC Report – John Skroch - no report

- Will discuss in new business.

Athlete Report – Grace Brown

- Has been selected for Club Development National Committee
- Committee Chairs – Athletes have stated that they have not heard from their committee chairs, please make sure to reach out to your athletes. Reminder to follow MAAPP.

Coach Report – Alice Godfred

- New guidelines are a struggle for some pools.

Safe Sport Report - Lesleigh Watson

- Continuing to communicate Safe Sport information.

Finance Report – Dave Baer, see attached.

- Income and Expenses are both running below normal. We are currently net positive.
- Received 27K in donations for our diversity programs (outreach).

- Investments have performed well.

Diversity Report – Emily Murray - no report

- Reminder that Wednesday at 9:00 am is the start of our DEI workshop.

Disability Report - Kiko VanZandt - no report

OLD BUSINESS

- March PNS BoD Meeting Schedule
 - March 8, 2021
- Nominations for Governance Committee
 - John Skroch – one year
 - Grace Brown - athlete rep
 - Linda Vicik – two year
 - Molly Cady – three year
 - Jay Giroto – four year
 - Motioned to approve the above individuals to the PNS Governance Committee.

MSA

- USAS Zoom License
 - Now have reduced rate with higher capacity.
- Guidance from Jan. 5 “Road to Recovery”
 - Phase I – outdoor meets possible, no indoor meets
 - Phase II – potentially have indoor competition
 - KCAC is still not open
- 2020-21 Meet Calendar
 - Teams might be able to organize something, but with restrictions such as capacity and 6 feet distance it will be tough.

NEW BUSINESS

- By-Law Updates Approval (PNS Revisions) – see attached
 - Submitted to USA Swimming – incorporated recommended changes.
 - Motioned to approve Bylaws with changes as presented.

MSA

- Will send out to delegates with notification that they have 5 days to review.
- Proposed Policy Changes
 - AD-97-01 Registration Rules and Procedures
 - Changes to align with USA Swimming recommendations – see attached
 - Motion to approve changes as presented.

MSA

- AD-14-01 PNS Travel Policy – see attached
 - Updated address.

MSA

- Club Assistance Program Proposal
 - Motioned for PNS to initiate a **PNS Covid-19 Grant Program**
 - Each team that applies would be eligible to receive \$70 for each registered year-round athlete or outreach athlete on their team. Athlete registrations must be received by the PNS Office by Friday, January 22 for the purposes of the grant.
 - Each team must have:
 - Suffered demonstrable financial losses of the economic effects of Covid-19.

- Incurred continued operating expenses.
- Develop a return to competition plan through the use of the grant and other resources.
- Each team must submit a grant request emailed to finance@pns.org with a copy sent to office@pns.org. The grant request must be sent by Friday, January 22 to be eligible.
- Estimating to spend 150K to 300K, depending on how many athletes are registered.
- There will be stipulations on what the money can be spent on.

MSA

- Motioned for PNS create a subcommittee to develop a plan to support pool construction and maintenance.
 - Discussion that pools are a necessity for our sport.
 - Many of the pools are aging facilities which require significant maintenance to continue operating and many have been shut down. For the sport to continue, we must maintain the existing infrastructure as well as build new pools.

MSA

- Shared Services Proposal
 - Share a single camp director between Oregon and PNS.
- Lobbyist Funding Proposal
 - Motioned for PNS to continuing to engage and fund the lobbyist for 5 a month period; through the end of May 2021.

MSA

- Facilities Development (SplashForward)
 - SplashForward update – on PNS website
 - Requesting 50K pledge from PNS
 - 10K before March 2021
 - 40K pledge fulfilled over 2021-22
 - Conflict of Interest Disclosure - let it be recorded that I abstain from discussion on voting on any SplashForward facilities development as I am a member of the SF Board. – Lorraine Masse
 - Motioned to authorize the PNS Executive Committee to evaluate and make a decision regarding the 10K award and then have the Executive Committee return to the PNS board with a recommendation for the remainder of the 40K pledge.

MSA

- HOD Schedule
 - May 8, 2021
- Are we sanctioning any meets? Language states outdoor intrateam competitions are allowed.

No further topics were proposed.

Next Meeting:

March 8, 2021 Location: Video Conference

MOTION TO ADJOURN

MSA

Meeting adjourned at 9:30 pm.

Treasurer's Report

Pacific Northwest Swimming

BALANCE SHEET

As of December 31, 2020

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
INVESTMENT INCOME	721,089.77
Fidelity Investment	251,988.51
Total INVESTMENT INCOME	973,078.28
WF Checking	121,801.16
WF Savings	10,468.60
Total Bank Accounts	\$1,105,348.04
Accounts Receivable	
Accounts Receivable (A/R)	8,534.70
Total Accounts Receivable	\$8,534.70
Other Current Assets	
Payroll Corrections	0.00
Undeposited Funds	0.00
Total Other Current Assets	\$0.00
Total Current Assets	\$1,113,882.74
Fixed Assets	
Furniture & Equipment	34,445.14
Accumulated Depreciation	-34,445.14
Total Furniture & Equipment	0.00
Total Fixed Assets	\$0.00
TOTAL ASSETS	\$1,113,882.74

Pacific Northwest Swimming

BALANCE SHEET

As of December 31, 2020

	TOTAL
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable (A/P)	201.01
Total Accounts Payable	\$201.01
Credit Cards	
AMEX	0.00
WF CC AgeGroup	0.00
WF CC Office	0.00
WF GC Credit Card	0.00
Total Credit Cards	\$0.00
Other Current Liabilities	
Direct Deposit Payable	0.00
Payroll Liabilities	45.33
Dept of Labor and Industries	-657.06
Federal Taxes (941/944)	1,073.84
WA Paid Family and Medical Leave Tax	141.88
WA SUI Employer	-0.94
WA Workers Compensation	443.82
Total Payroll Liabilities	1,046.87
Pre Paid Expenses	16.79
USA-S Registration	1,032.00
Athlete - Annual	11,616.00
Athlete - Outreach	-145.00
Athlete - Seasonal	-90.00
Club	-1,995.00
Dual Membership Credit	1,432.00
Flex Athlete/USA	1,987.50
Flex Upgrade to Premier/USA	3,826.00
Non-Athlete Family	0.00
Non-Athlete Individual	11,016.00
Total USA-S Registration	28,679.50
Total Other Current Liabilities	\$29,743.16
Total Current Liabilities	\$29,944.17
Long-Term Liabilities	
Payroll Protection Program (PPP) Loan	13,174.00
Total Long-Term Liabilities	\$13,174.00
Total Liabilities	\$43,118.17

Pacific Northwest Swimming

BALANCE SHEET

As of December 31, 2020

	TOTAL
Equity	
Net Assets	547,257.77
Retained Earnings	419,095.99
Net Income	104,410.81
Total Equity	\$1,070,764.57
TOTAL LIABILITIES AND EQUITY	\$1,113,882.74

Pacific Northwest Swimming

BUDGET VS. ACTUALS: FY2020-21

September 2020 - August 2021

	TOTAL	
	ACTUAL	BUDGET
Income		
ADMINISTRATION		
Club Penalties	100.00	1,200.00
Total ADMINISTRATION	100.00	1,200.00
AMEX opensavings.com	3.66	500.00
OFFICIALS		
Donations		500.00
Officials Clinics	765.00	2,800.00
Total OFFICIALS	765.00	3,300.00
PROGRAM DEV		
Donations to Heidloff Outreach Fund	5,000.00	
Sponsorships/Grants	22,000.00	20,000.00
Total PROGRAM DEV	27,000.00	20,000.00
PROGRAM OPS		
Meet Tap	6,403.45	145,000.00
Sanction Fees	390.00	4,300.00
Total PROGRAM OPS	6,793.45	149,300.00
USA-S REGISTRATION/PNS		
Athlete - Annual	52,890.00	90,000.00
Athlete - Seasonal		7,000.00
Athlete - Transfer Fee	1,145.00	150.00
Club	9,520.00	1,500.00
Flex Athlete	3,490.00	1,900.00
Flex Upgrade to Premier	20.00	7,500.00
Non-Athlete - Individual	4,778.00	8,900.00
Total USA-S REGISTRATION/PNS	71,843.00	116,950.00
Total Income	\$106,505.11	\$291,250.00
GROSS PROFIT	\$106,505.11	\$291,250.00
Expenses		
ADMINISTRATION		
Athlete Activities		1,500.00
Board Enhancement/Workshop		
Clean Sport		500.00
Governance/Swimposium	41.12	
Hall of Fame		1,000.00
HOD Meeting		500.00
Safe Sport		2,000.00
Taxes & Licenses		50.00
Total ADMINISTRATION	41.12	5,550.00
AGE GROUP		
All-Star Meet		7,909.00

Pacific Northwest Swimming

BUDGET VS. ACTUALS: FY2020-21

September 2020 - August 2021

	TOTAL	
	ACTUAL	BUDGET
Zone Championship		18,720.00
Total AGE GROUP		26,629.00
DISABILITY		
Disability Travel Funding		5,694.00
Paralympic Trials Funding		4,219.00
PNS Disability Camp		1,635.00
Total DISABILITY		11,548.00
DIVERSITY & INCLUSION		
Heidloff Outreach Program	188.00	6,000.00
LGBTQ+ Initiatives		1,200.00
NW Diversity Select Camp		3,000.00
Promoting Inclusion	540.31	1,200.00
Team Training Support		20,600.00
USA-S Outreach Registration	240.00	800.00
Western Zone D&I Select Camp		1,200.00
Women in Leadership		3,100.00
Workshop USA or Other		1,289.00
Total DIVERSITY & INCLUSION	968.31	38,389.00
FINANCE & MARKETING		
Accountant		4,000.00
Bank Charges		200.00
Payroll - Bookkeeping	105.60	1,000.00
Total FINANCE & MARKETING	105.60	5,200.00
OFFICIALS EXPENSES		
Officials Championship Meet Travel	912.00	8,000.00
Officials Equipment Rental		1,500.00
Officials Evaluator Visits		2,000.00
Officials Workshop Travel		1,600.00
Total OFFICIALS EXPENSES	912.00	13,100.00
Paid & Unpaid Employees		
Compensation		66,000.00
Mileage		200.00
Per Diem		4,600.00
Taxes		5,150.00
Total Paid & Unpaid Employees		75,950.00
Payroll Expenses		
Taxes	1,512.56	
Wages	17,960.00	
Total Payroll Expenses	19,472.56	
PNS OFFICE		
Internet Services	361.00	1,200.00

Pacific Northwest Swimming

BUDGET VS. ACTUALS: FY2020-21

September 2020 - August 2021

	TOTAL	
	ACTUAL	BUDGET
Office Rent	1,600.00	5,000.00
Office Supplies	276.48	2,000.00
PNS Storage Unit & PO Box	243.00	1,200.00
Postage		500.00
Repair & Maintenance		500.00
Telephone	256.19	1,100.00
Total PNS OFFICE	2,736.67	11,500.00
PROGRAM OPERATIONS		
PNS Meet Awards		19,947.00
Scheduling		53.00
Total PROGRAM OPERATIONS		20,000.00
QuickBooks Payments Fees	45.50	
SENIOR SWIMMING		
LC Senior Championship		1,318.00
Open Water		527.00
Season 1	3,952.00	10,547.00
Season 2		3,955.00
Season 3		7,910.00
Season 4		52,731.00
Season 5		1,055.00
Senior Training Practices		1,371.00
Senior Zones		10,546.00
Total SENIOR SWIMMING	3,952.00	89,960.00
Uncategorized Expense	3,577.78	
Total Expenses	\$31,811.54	\$297,826.00
NET OPERATING INCOME	\$74,693.57	\$ -8,576.00
Other Income		
Gain/Loss on Investment	35,711.65	
Interest Income	0.35	
Other Miscellaneous Income	1,157.78	
Total Other Income	\$36,869.78	\$0.00
Other Expenses		
Miscellaneous	-10.46	
Total Other Expenses	\$ -10.46	\$0.00
NET OTHER INCOME	\$36,880.24	\$0.00
NET INCOME	\$111,573.81	\$ -8,576.00

Membership Report

REGISTRATION/MEMBERSHIP – Colleen Buchanan

With 12/31/20 expiration date for 2020 memberships I anticipate many will submit in January when they realize (are reminded) that they have not yet renewed membership.

2021 YTD Registration

ATHLETES – 3898 TOTAL

- Premium – 3497
- Flex – 352
- Outreach – 49

NON-ATHLETES – 520 TOTAL

- Individual – 511 / Life Members – 9

CLUBS – 40

Organization – 4

52 Clubs last membership year.

Difference of those 12 as follows:

2 club ceased operations (ESC, PSA).

BTST – may renew when facility available

NSC – had indicated renewing, but no application received to date

OST – no word from anyone and no application received to date

SEAT – Seattle U college team and may renew (normally renews March or so if athletes attending Sectionals)

BYST, HFY, PTRF, SAC, WAC and WSY – may renew if YMCA, City, Parks Dept. re-evaluate budget, etc.

8/31/20 REGISTRATION TOTALS

ATHLETES – 6475 TOTAL

- Premium – 5652
- Flex – 648
- Season 1 – 1
- Season 2 – 15
- Outreach – 159

NON-ATHLETES – 832 TOTAL

- Individual – 823 / Life Members – 9

CLUBS – 53 (due to MAB and MET both being listed as club)

Organization - 4

Finance Report

We have engaged Hersman Serles Almond to prepare our IRS 990 filing and perform a financial review as required by USA Swimming. We have requested a six month filing extension and plan to have the 990 and financial review completed and reviewed by the BOD in March so we are ready for the House of Delegates meeting.

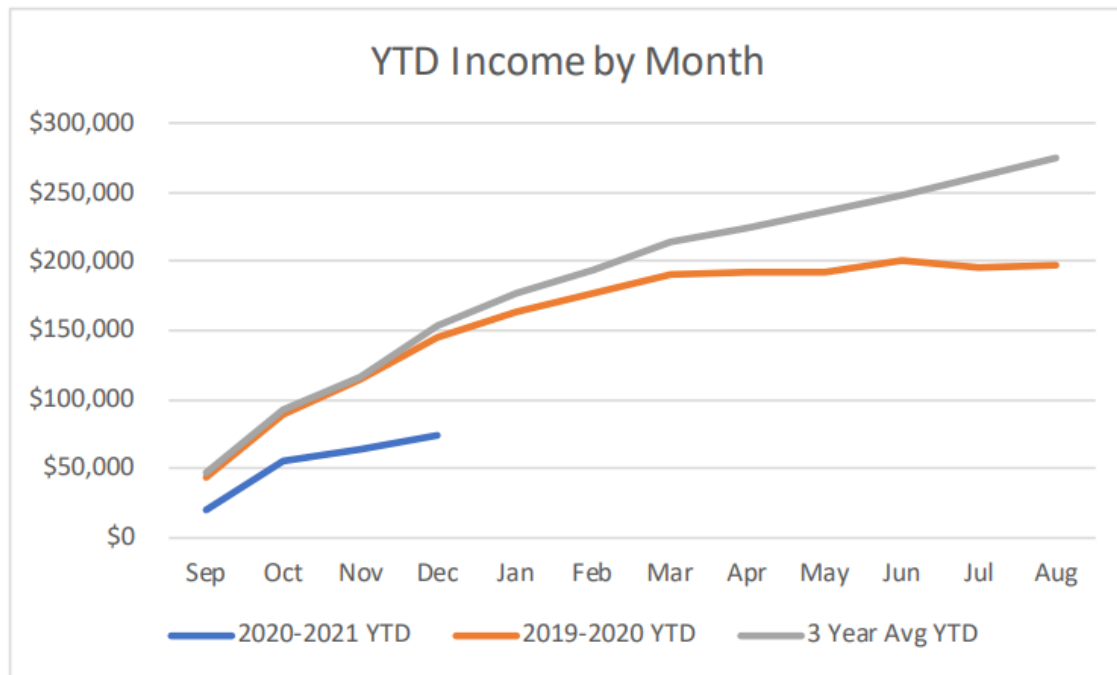
Attached are the charts tracking our YTD income and expenses.

Through December, our fiscal 2020-2021 income is down roughly 50% (\$73K). Meet tap income is 17% of a "normal" year while USA Registrations are 64% of a "normal" year.

Fortunately, expenses are also down YTD (\$38K) so we are net cash positive at this point in the year.

Dave Baer
Finance Vice-Chair

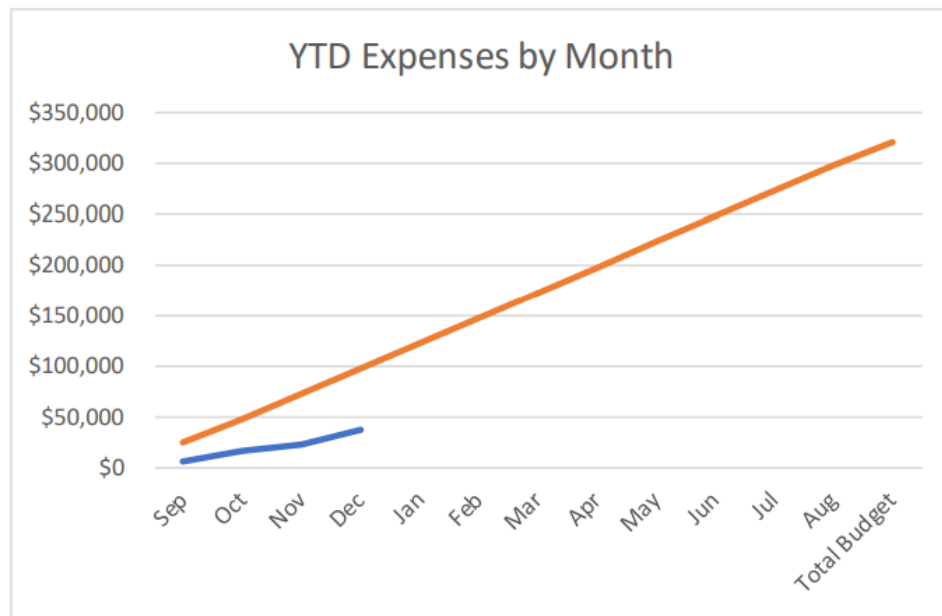
Pacific Northwest Swimming



2020-2021 YTD	\$19,048	\$55,022	\$64,432	\$73,110								
2019-2020 YTD	\$42,790	\$89,562	\$114,355	\$145,221	\$164,206	\$177,165	\$190,577	\$192,709	\$192,807	\$201,033	\$196,043	\$197,451
3 Year Avg YTD	\$46,131	\$91,796	\$115,891	\$152,735	\$176,442	\$194,035	\$215,185	\$224,861	\$236,256	\$248,360	\$262,231	\$276,048

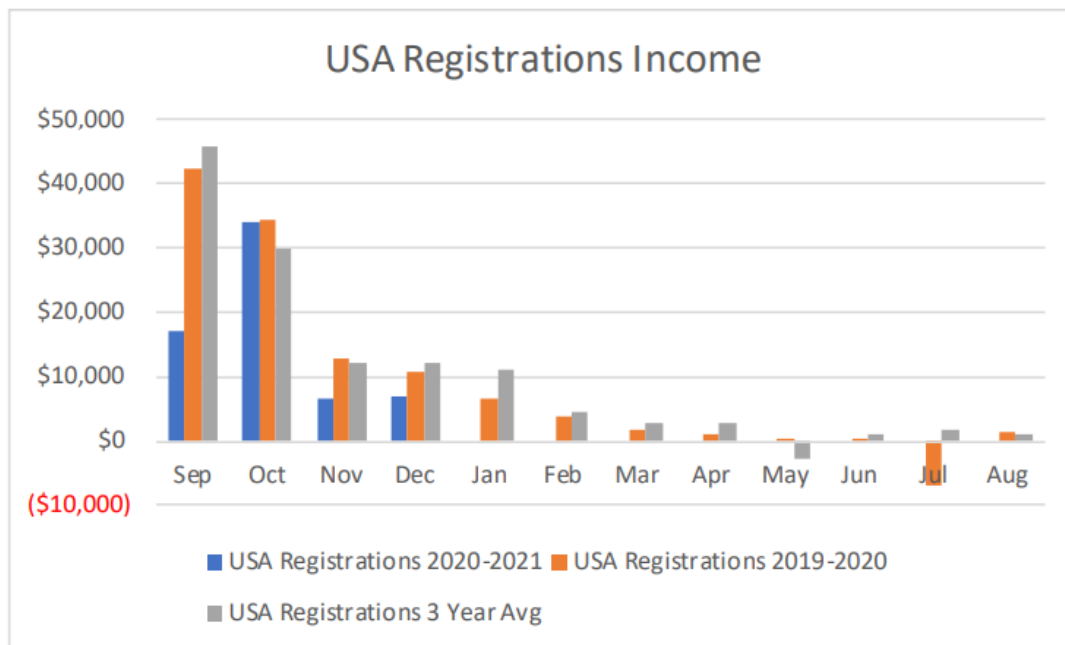
1/6/2021

Pacific Northwest Swimming



Total Expenses	\$6,431	\$17,777	\$23,226	\$38,192													\$297,826
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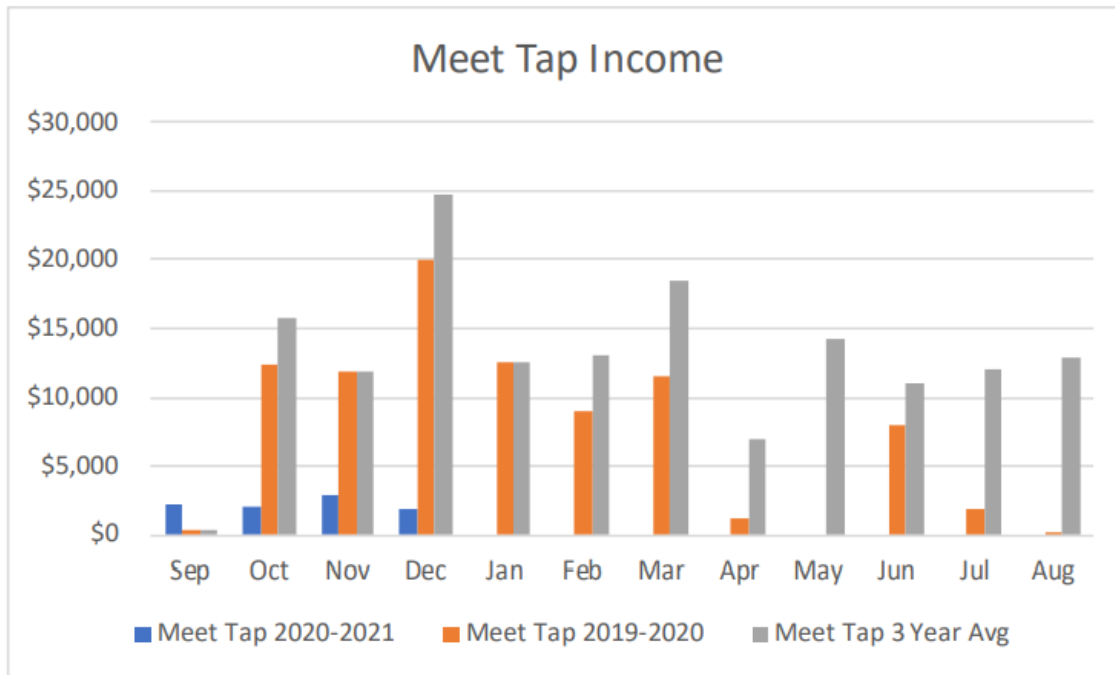
Pacific Northwest Swimming



USA Registrations 2020-2021	\$16,865	\$33,846	\$6,553	\$6,870	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
USA Registrations 2019-2020	\$42,498	\$34,358	\$12,852	\$10,785	\$6,466	\$3,959	\$1,840	\$883	\$98	\$186	(\$6,826)	\$1,243
USA Registrations 3 Year Avg	\$45,767	\$29,888	\$12,250	\$12,168	\$11,205	\$4,490	\$2,623	\$2,658	(\$2,879)	\$1,144	\$1,911	\$1,000

1/6/2021

Pacific Northwest Swimming



Meet Tap 2020-2021	\$2,183	\$2,128	\$2,857	\$1,809	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Meet Tap 2019-2020	\$292	\$12,414	\$11,941	\$20,081	\$12,519	\$9,000	\$11,572	\$1,249	\$0	\$8,040	\$1,836	\$165
Meet Tap 3 Year Avg	\$364	\$15,777	\$11,845	\$24,676	\$12,502	\$13,103	\$18,527	\$7,018	\$14,274	\$10,959	\$11,960	\$12,817

1/6/2021

To the extent these bylaws conflict with applicable law, applicable law prevails.

Bylaws of
Pacific Northwest Swimming, ~~Inc.~~ Association
January 1, 2020



ARTICLE 1
NAME, OBJECTIVES, TERRITORY AND JURISDICTION

- 1.1 **NAME** - The name of the corporation shall be Pacific Northwest Swimming, ~~Inc.~~ Association, (PNSIPNSA).
- 1.2 **OBJECTIVES** - The objectives and primary purpose of PNSIPNSA shall be the education, instruction and training of individuals to develop and improve their capabilities in the sport of swimming. PNSIPNSA 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 PNSIPNSA and its Articles of Incorporation.
- 1.3 **GEOGRAPHIC TERRITORY** - The geographic territory of PNSIPNSA is as set forth in Article 603 of the USA Swimming Rules and Regulations.
- 1.4 **JURISDICTION** - PNSIPNSA 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 PNSIPNSA'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). PNSIPNSA 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** - PNSIPNSA shall comply with all agreements between PNSIPNSA and USA Swimming.

ARTICLE 2
MEMBERSHIP

- 2.1 **MEMBERS** - The membership of PNSIPNSA shall consist of the clubs, organizations and individuals who have registered with PNSIPNSA as set forth in the USA Swimming Corporate Bylaws, including the optional categories of Affiliated Group Members and Seasonal Club members.
 - .1 **MEMBERS** - A Member's status is subject to the Member's continued satisfaction of the criteria for membership and compliance with the Member's responsibilities under these Bylaws, the USA Swimming Corporate Bylaws, the rules, regulations, policies, procedures and code of conduct of PNSIPNSA and USA Swimming.
 - .2 **MEMBERSHIP A PRIVILEGE NOT A RIGHT** - Membership in PNSIPNSA and USA Swimming is a privilege and shall not be interpreted as a right. Membership may be terminated by the National Board of Review or the U.S. Center for SafeSport in accordance with Part Four of the USA Swimming Rules and Regulations.

2.2 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 PNSIPNSA, including its obligations and responsibilities set forth in these Bylaws.
- .2 RESPONSIBILITY FOR INFRACTIONS - A Group Member or Individual Member, as defined in USA Swimming Corporate Bylaws, may be held responsible for infractions of the policies, procedures, rules, regulations or codes of conduct or ethics adopted by USA Swimming or PNSIPNSA, including its responsibilities as set forth in these Bylaws.

ARTICLE 3

DUES AND FEES

- 3.1 MEMBERSHIP FEES - Membership fees shall be as established in the USA Swimming Corporate Bylaws. Local fees, as permitted, shall be as established by the PNSIPNSA Board of Directors.
- 3.2 SANCTION, APPROVAL AND OTHER FEES
 - .1 SANCTION AND APPROVAL FEES - The PNSIPNSA 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 Territory.
 - .2 SERVICE CHARGES - In addition to, or in place of, a sanction or approval fee, the PNSIPNSA Board of Directors may establish a reasonable service charge consistent with the nature of the event.
 - .3 PAYMENT - Each applicant for a sanction, approval or observation shall submit with its application the fees and any service charges specified by PNSIPNSA. 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 PNSIPNSA when due in accordance with PNSIPNSA's fee schedule.
 - .4 FINES - The PNSIPNSA Board of Directors may establish fines for noncompliance with policies adopted by the PNSIPNSA House of Delegates and/or the Board of Directors.
- 3.3 FAILURE TO PAY - Membership rights may be suspended in accordance with the USA Swimming Corporate Bylaws (Delinquent Dues and Fees).

ARTICLE 4

HOUSE OF DELEGATES

- 4.1 MEMBERS - The House of Delegates of PNSIPNSA shall consist of the Group Member Representatives, the Board of Director Members, the Non-Athlete At-Large House Members, and Athlete At-Large House Members.
 - .1 GROUP MEMBER REPRESENTATIVES - Each Group Member in good standing shall appoint from its membership a Non-Athlete -Non Coach, Coach and Athlete Member Representatives and one or more alternates for each. The appointment shall be in writing, addressed to the Secretary of PNSIPNSA 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 PNSIPNSA and signed by the chief executive officer or secretary of the appointing Group Member. The non-athlete/non-coach representative of any Group Member is not required to be an Individual Member of PNSIPNSA or USA Swimming.
 - .2 BOARD OF DIRECTORS - Board of Director Members as designated in Section 5.
 - .3 NON-ATHLETE AT-LARGE HOUSE MEMBERS - Up to ten (10) non-athlete members of the House of Delegates may be appointed as At-Large House Members by the General Chair with the advice and consent of the Board of Directors. At-Large House Members shall hold office from the date of appointment through the conclusion of the annual meeting of the House of Delegates following such appointment or until their successors are appointed to the House of Delegates.
 - .4 ATHLETE AT-LARGE HOUSE MEMBERS - A sufficient number of athletes to ensure that Athlete Members constitute at least 20% of the voting membership of the House of Delegates may be appointed by the General Chair with the advice and consent of the Board of Directors and shall hold office from the date of appointment

through the conclusion of the annual meeting of the House of Delegates following such appointment or until their successors are appointed to the House of Delegates.

- 4.2 ELIGIBILITY - Only Individual Members in good standing shall be eligible to be elected or appointed as at-large members of the House of Delegates.
- 4.3 DOUBLE VOTE PROHIBITED - An Individual Member entitled to vote in House of Delegates meetings may only have one vote regardless of the number of positions held by such member.
- 4.4 VOICE AND VOTING RIGHTS OF MEMBERS - The voice and voting rights of members of the House of Delegates and of individuals shall be as follows:
 - .1 GROUP MEMBER REPRESENTATIVES, BOARD MEMBERS, AND AT-LARGE HOUSE MEMBERS - Each of the Group Member Representatives, the Board Members, and the At-Large House Members shall have both voice and vote in meetings of the House of Delegates.
 - .2 INDIVIDUALS - Individuals who are not members of the House of Delegates may attend open meetings of the House of Delegates and its committees and be heard at the discretion of the presiding officer.
- 4.5 DUTIES AND POWERS - The House of Delegates shall oversee the establishment of policies, procedures and programs. In addition to the duties and powers prescribed in the USA Swimming Rules and Regulations, USA Swimming Corporate Bylaws, or elsewhere in these Bylaws, the House of Delegates shall:
 - .1 Elect the officers, Non-Athlete At-Large Board Members, and the committee chairs and coordinators listed in Articles 6 and 7;
 - .2 Elect alternates to the USA Swimming House of Delegates in accordance with the USA Swimming Corporate Bylaws;
 - .3 Review, modify and adopt the annual budget of ~~PNSIPNSA~~ recommended by the Board of Directors;
 - .4 Call regular and special meetings of the House of Delegates;
 - .5 Ratify or prospectively modify or rescind policy and program established by the Board of Directors, except any action or authorization by the Board of Directors with respect to contracts or upon which any person may have relied shall not be modified or rescinded;
 - .6 Establish joint administrative committees, or undertake joint activities with other sports organizations where deemed helpful or necessary by ~~PNSIPNSA~~;
 - .7 Amend the Bylaws of ~~PNSIPNSA~~ in accordance with Section 9.3; and
 - .8 Remove from office any persons elected by the House of Delegates (Board Members, or committee chairs or coordinators) who have failed to attend to their official duties or member responsibilities or have done so improperly, or who would be subject to penalty by the National Board of Review for any of the reasons set forth in Article 404 of USA Swimming Rules and Regulations. However, no such individual may be removed without receiving thirty (30) days' written notice by the Secretary or other officer designated by the House of Delegates specifying the alleged deficiency in the performance of the member's responsibilities or specific official duties or other reason and an opportunity to respond in writing within twenty (20) days to such allegations.
- 4.6 ANNUAL AND REGULAR MEETINGS - The annual meeting of the House of Delegates of ~~PNSIPNSA~~ will be held in the spring. If the annual meeting cannot be held in the spring, the Board of Directors will determine a new date and time to hold the meeting. All members will be provided notice of the annual meeting consistent with the bylaws. Regular meetings of the House of Delegates may be held in accordance with a schedule adopted by the Board of Directors.
- 4.7 SPECIAL MEETINGS - Special meetings of the House of Delegates may be called by the Board of Directors or the General Chair. Should the Board of Directors or the General Chair fail to call the annual or scheduled regular meetings or should a special meeting be appropriate or helpful, a meeting of the House of Delegates may be called by a petition signed by at least ten (10) group members of the House of Delegates.
- 4.8 MEETING LOCATION AND TIME - All meetings of the House of Delegates shall take place at a site within the Territory. The House of Delegates or the Board of Directors shall determine the location and time of all meetings of the House of Delegates. If, due to extraordinary circumstances, the House of Delegates is unable to meet in person, members of the House of Delegates may participate in meetings of the House of Delegates through conference

equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at a meeting.

- 4.9 OPEN MEETINGS/CLOSED SESSIONS - House of Delegates meetings shall be open to all members of ~~PNSI~~PNSA. Issues pertaining to personnel, disciplinary action, legal, tax or similar affairs of ~~PNSI~~PNSA shall be deliberated and decided in a closed session which only House of Delegates members may attend. By a majority vote, the House of Delegates may decide to go into closed session on any matter deserving of confidential treatment or of personal concern to any member of the House of Delegates.
- 4.10 QUORUM - A quorum of the House of Delegates shall consist of those members present and voting.
- 4.11 VOTING - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before the House of Delegates shall be determined by a majority vote.
- ~~4.12~~ MAIL/ELECTRONIC VOTE - If unable to hold an in-person meeting, voting on any action which may be taken at any regular or special meeting of the House of Delegates, may be taken by (1) first class mail, postage prepaid, (2) email, with a ballot distributed to every Delegate entitled to vote on the matter, or (3) other electronic transmissions. The ballot shall set forth the name of each candidate or proposed action, provide an opportunity to specify approval or disapproval, and provide a reasonable time (but in no event less than the period specified in Section 4.14) within which to return the ballot to the Secretary at a designated address, location or electronic system. Action by 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.
- ~~4.13~~ PROXY VOTE - Voting by proxy in any meeting of the House of Delegates shall not be permitted.
- ~~4.14~~ NOTICES
- .1 TIME - Not less than twenty (20) days' written notice shall be given to each member of the House of Delegates for any annual, regular or special meeting of the House of Delegates. See Section 14.1.3 for the various permitted means of notice.
- .2 INFORMATION - The notice of a meeting shall contain the time, date and site. For special meetings of the House of Delegates, the expected purpose (which may be general) of the meeting shall be stated. If an expected purpose is the amendment of the Bylaws, a copy of the proposed amendment shall be included in the notice. Failure to have included in the notice any germane amendments subsequently adopted by the House of Delegates at the noticed meeting shall not be the basis for any claim that the amendments as so adopted are invalid.

ARTICLE 5 BOARD OF DIRECTORS

- 5.1 MEMBERS - The Board of Directors shall consist of the following officers, committee chairs, and representatives of ~~PNSI~~PNSA, together with those additional members designated in Sections 5.2 and 5.3:
- .1 General Chair
.2 Administrative Vice-Chair
.3 Senior Vice Chair
.4 Age Group Vice Chair
.5 Program Development Vice Chair
.6 Program Operations Vice Chair
.7 Finance Vice Chair
.8 Secretary
.9 Treasurer
.10 Coach Representatives (2)
.11 Athlete Representatives (2)
.12 Safe Sport/Operational Risk Chair
.13 Officials Chair
- 5.2 AT-LARGE BOARD MEMBERS - The House of Delegates shall specify three (3) At-Large positions. Any reduction in the number of At-Large Board Members shall not take effect until the terms of office of the incumbents expire or become vacant. The Board of Directors shall have three (3) At-Large Board Members elected by the House of
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Delegates, two (2) in even numbered years, and one (1) in odd numbered years, each to serve a two-year term. Additionally, a ~~minimum of two~~sufficient number of athlete members shall be elected as At-Large Board Members. ~~If necessary, additional athletes-at-large shall be elected~~ such that athletes constitute at least twenty percent (20%) of the voting membership of the Board of Directors at any given time (taking into account the Athlete Representatives). The Athlete At-Large Board Members shall meet the same requirements and be elected at the same time and place as the Athlete Representatives set forth in Section 6.2.1. All At-Large Board Members shall hold office from the date of their election or appointment through the conclusion of the second annual meeting of the House of Delegates following such election or appointment, or until their successors are elected or appointed.

- 5.3 EX-OFFICIO MEMBERS - - The following persons shall be ex-officio members of the Board of Directors The Immediate Past General Chair of ~~PNSIPNSA~~, Members of the USA Swimming Board of Directors , and USA Swimming Committee Chairs.

5.4 LIMITATIONS -

- .1 No employee of ~~PNSIPNSA~~ may serve as a voting member of the Board of Directors.

- 5.5 VOICE AND VOTING RIGHTS OF BOARD MEMBERS - The voice and voting rights of Board Members and individuals shall be as follows:

- .1 BOARD MEMBERS - Each Board Member (other than the ex-officio members) shall have both voice and vote in meetings of the Board of Directors and its committees.
- .2 EX-OFFICIO BOARD MEMBERS - Unless entitled to vote under another provision of these Bylaws, the ex-officio members shall have voice but no vote in meetings of the Board of Directors and its committees.
- .3 GENERAL - Anyone may attend open meetings of the Board of Directors and its committees and be heard at the discretion of the presiding officer.

- 5.6 DUTIES AND POWERS - The Board of Directors shall act for ~~PNSIPNSA~~ and the House of Delegates during the intervals between meetings of the House of Delegates, except that it shall not remove a Board Member, or other person not appointed by the Board of Directors or amend these Bylaws. Any actions taken are subject to the exercise by the House of Delegates of its powers of ratification or prospective modification or rescission. 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 ~~PNSIPNSA~~;
- .2 Oversee the conduct by the officers and staff of ~~PNSIPNSA~~ of the day-to-day management of the affairs of ~~PNSIPNSA~~;
- .3 Elect Athlete At-Large Board Members if they are not elected in a timely fashion;
- .4 Provide advice and consent to appointments proposed by the General Chair as required under these Bylaws or the ~~PNSIPNSA~~ Policies and Procedures;
- .5 Cause the preparation and presentation to the House of Delegates of the annual budget of ~~PNSIPNSA~~ and make a recommendation to the House of Delegates concerning the approval or disapproval thereof;
- .6 Approve the annual review/audit;
- .7 Call regular or special meetings of the Board of Directors or the House of Delegates;
- .8 Retain such independent contractors and employ such persons as the Board shall determine are necessary or appropriate to conduct the affairs of ~~PNSIPNSA~~;
- .9 Appoint other officers, agents, or committees or coordinators, to hold office for the terms specified. These appointees shall have the authority and perform the duties as provided in these Bylaws, the ~~PNSIPNSA~~ Policies and Procedures 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 or coordinator the power to appoint any such subordinate officers, agents, or committees or coordinators and to prescribe their respective terms of office, authorities and duties; and
- .10 Remove from office any Board Members, committee chairs, or committee members or coordinators of ~~PNSIPNSA~~ who were appointed/elected by the Board 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 National Board of Review for any of the reasons set forth in Part Four of the USA Swimming Rules and Regulations. However, no At-Large Board Member, or committee chair or coordinator may be removed without receiving the thirty (30) days' written notice specifying the alleged deficiency in the performance of the member's responsibilities or specific official duties or other reasons and an opportunity to respond in writing within twenty (20) days to such allegations.

- 5.7 MEETINGS - Board of Directors meetings shall be open. Matters relating to personnel, disciplinary action, legal, taxation or similar affairs shall be deliberated and decided in a closed session which only Board Members are entitled to attend. By a majority vote on a motion of a question of privilege, the Board of Directors may decide to go into closed session on any matter deserving of confidential treatment or of personal concern to any member of the Board of Directors.
- 5.8 PARTICIPATION THROUGH COMMUNICATIONS EQUIPMENT - Members of the Board of Directors may participate in meetings of the Board of Directors through conference equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at a meeting.
- 5.9 REGULAR MEETINGS - Regular meetings of the Board of Directors shall be held in accordance with a schedule adopted by the Board of Directors.
- 5.10 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.
- 5.11 QUORUM - A quorum of the Board of Directors shall consist of a majority of the voting members.
- 5.12 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. A motion, order or other proposal the effect of which is to override policy or program established by the House of Delegates shall be determined by a two-thirds vote after at least fourteen (14) days' written notice.
- 5.13 PROXY VOTE - Voting by proxy in any meeting of the Board of Directors shall not be permitted.
- 5.14 ACTION BY WRITTEN CONSENT - Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if all the Board 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.
- 5.15 MAIL/~~ELECTRONIC EMAIL~~ VOTE - Voting on any action which may be taken at any regular or special meeting of the Board of Directors ~~or House of Delegates, except elections, or removals of appointed Board members, committee chairs and members,~~ may be taken without a meeting. If an action is to be taken without a meeting, the Secretary, by (1) first class mail, postage prepaid, (2) email, shall distribute a ballot to every Board Member ~~Delegate~~ entitled to vote on the matter, (3) other electronic transmissions. The ballot shall set forth ~~the name of each candidate or~~ 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 5.16) within which to return the ballot to the Secretary at a designated address, location or electronic system. Action by 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.
- 5.16 NOTICES -
- .1 TIME - Not less than six (6) days' written notice shall be given to each Board Member for any annual, regular or special meeting of the Board of Directors. (See Section 14.1.3 for the permitted means of notice.)
 - .2 INFORMATION - The notice of a meeting shall contain the time, date and site and in the case of special meetings, the expected purpose.

ARTICLE 6 OFFICERS AND DIRECTORS

- 6.1 OFFICERS - The officers shall be as listed herein and shall be elected by the House of Delegates at its annual meeting.
- .1 General Chair
 - .2 Administrative Vice-Chair
 - .3 Senior Vice Chair

- .4 Age Group Vice Chair
- .5 Program Development Vice Chair
- .6 Program Operations Vice Chair
- .7 Finance Vice Chair
- .8 Secretary
- .9 Treasurer

6.2 OTHER DIRECTORS

.1 ATHLETE REPRESENTATIVES -

~~Four (4)~~Two (2) Athlete Representatives shall be elected by the majority of the Athlete members present and voting at the House of Delegates, ~~once~~one each year, for a two-year term or until their respective successors are elected. At the time of election, the Athlete Representative must (a) be an athlete member in good standing; (b) be at least a sophomore in high school or at least 16 years of age, (c) be currently competing, or have competed within the three (3) immediately preceding years, in the program of swimming conducted by ~~PNSI~~PNSA or another LSC; and (d) have his or her place of 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 education).

.2 COACH REPRESENTATIVES

Two (2) Coach Representatives shall be elected by the majority of the Coach members present at the House of Delegates, one each year for a two-year term, or until a successor is elected. The election of the Coach Representatives shall be conducted at the annual meeting of the House of Delegates and determined by a majority vote of the coach members of the House of Delegates present and voting, or, failing that, at a time and place and in a manner designated by the Board of Directors.

.3 COMMITTEE CHAIRS /AT-LARGE BOARD MEMBERS

A. The following committee chairs / at-large Board members shall be elected as follows:

- (1) The Officials Chair shall be elected at the All Officials Meeting in accordance with ~~PNSI~~PNSA Policies and Procedures.
- (2) The Safe Sport/Operational Risk Chair and Non-Athlete At-Large Board Members shall be elected by the House of Delegates.
- (3) The Athlete At-Large Board members shall be elected by the athletes at the same time and in the same manner as the Athlete Representatives. A minimum of one athlete-at-large shall be elected annually.

6.3 ELIGIBILITY - Only Individual Members of ~~PNSI~~PNSA in good standing shall be eligible to hold office and must maintain their eligibility throughout their term of office.

6.4 DOUBLE VOTE PROHIBITED - An Individual Member entitled to vote in Board of Directors meetings may only have one vote, regardless of the number of positions held by such Member.

6.5 OFFICES SPLIT OR COMBINED -

- .1 OFFICE HELD BY TWO PERSONS - Any office other than General Chair, Finance Vice-Chair and Treasurer, may be held jointly by two Individual Members. Two individuals who are sharing an office shall share one vote.
- .2 OFFICES COMBINED - Any office other than General Chair may be combined with any other office except that the offices of Finance Vice-Chair and Treasurer may not be combined.

6.6 TERMS OF OFFICE -

- .1 TERM OF OFFICE - The terms of office of all members of the Board of Directors shall be two years.
- .2 COMMENCEMENT OF TERM - Each person elected or appointed to a position shall assume office upon election or appointment and shall serve until a successor is chosen.
- .3 CONSECUTIVE TERMS LIMITATION - Except for the Treasurer, no Individual Member who has served two successive terms shall be eligible for re-election or appointment to the same position until a lapse of one term. A portion of any term served to fill a vacancy in the position shall not be considered in the

computation of this successive term limitation.

- 6.7 DUTIES - The duties 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 defined in these Bylaws, the ~~PNSIPNSA~~ Policies and Procedures, and applicable state laws.
- 6.8 RESIGNATIONS - Any officer may resign by submitting a written resignation to 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.
- 6.9 VACANCIES AND INCAPACITIES -
- .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 OR ANY POSITION ELECTED - In the event of a vacancy or of the permanent incapacity of a person holding the office of Athlete Representative or Coach Representative, or person who has been elected, the General Chair may appoint, with the advice and consent of the Board of Directors, an eligible member to serve the remainder of the term of office or until the respective body shall elect a successor.
- .3 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 the advice and consent of the electing body. 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.
- 6.10 REMOVAL OF DIRECTORS - Directors may be removed in accordance with 4.5.9 and 5.6.10 of these Bylaws.
- 6.11 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 ~~PNSIPNSA~~ deeds, mortgages, bonds, contracts, agreements or other instruments duly authorized by the ~~PNSIPNSA~~ Policies and Procedures, 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 prescribed in the ~~PNSIPNSA~~ Policies and Procedures or by the House of Delegates, the Board of Directors, the General Chair, the respective division chair, the delegating officer, or these Bylaws.
- .3 DELEGATION - Officers of ~~PNSIPNSA~~ may delegate any portion of their powers or duties to an individual or a committee, except that neither the Finance Vice-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, orders of withdrawal or wire transfers shall not be delegated other than by the Board of Directors. Except as otherwise provided in these Bylaws and with the consent of the Board of Directors. Any officer may delegate any portion of that officer's powers or duties to the paid staff of ~~PNSIPNSA~~. 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.
- 6.12 DEPOSITORIES AND BANKING AUTHORITY -
- .1 DEPOSITORIES, ETC. - All receipts, income, charges and fees of ~~PNSIPNSA~~ shall be deposited to its credit in the banks, trust companies, other depositories or custodians, investment companies or investment management companies as the Board of Directors determines.

- .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 ~~PNSIPNSA~~ shall be signed by the General Chair, the Treasurer or other officer or officers or agent or agents of ~~PNSIPNSA~~, and in the manner, as shall be determined by the Finance Vice-Chair, the Finance Committee or the Board of Directors.

ARTICLE 7
DIVISIONS, COMMITTEES AND COORDINATORS

- 7.1 DIVISIONAL ORGANIZATION AND JURISDICTIONS, STANDING COMMITTEES AND COORDINATORS
- The divisions of ~~PNSIPNSA~~ shall each be chaired as indicated below with respective duties, jurisdiction and responsibilities described in the ~~PNSIPNSA~~ Policies and Procedures.

- .1 ADMINISTRATIVE DIVISION - Administrative Vice-Chair
- .2 AGE GROUP DIVISION - Age Group Vice-Chair
- .3 SENIOR DIVISION - Senior Vice-Chair
- .4 PROGRAM DEVELOPMENT DIVISION - Program Development Vice Chair
- .5 PROGRAM OPERATIONS DIVISION - Program Operations Vice Chair
- .6 FINANCE DIVISION - Finance Vice-Chair
- .7 ATHLETES DIVISION - Senior Athlete Representative
- .8 COACHES DIVISION - Senior Coach Representative
- .9 SAFE SPORT DIVISION- Safe Sport/Risk Management Chair

- 7.2 ELECTED, EX OFFICIO AND APPOINTED CHAIRS AND COORDINATORS

- .1 EX-OFFICIO CHAIR - Certain other committee chairs are designated ex-officio by virtue of an office currently held.
- .2 APPOINTED CHAIRS AND COORDINATORS - The chairs of all other committees and all other coordinators shall be appointed by the General Chair with the advice and consent of the Board of Directors and the respective division chair. The appointed committee chair or coordinator shall assume office upon appointment or the date designated by the General Chair and shall serve until a successor is appointed and assumes office.

- 7.3 COMMITTEES - In addition to the standing committees listed herein, the Board of Directors and the House of Delegates are each authorized to establish additional committees to meet programming needs. Except as otherwise provided in these Bylaws or the ~~PNSIPNSA~~ Policies and Procedures, members of each committee shall be appointed by the General Chair with the advice and consent of the respective division chair and the chair of the committee. Athlete members of each committee shall be appointed by the General Chair with the advice of the Senior Athlete Representative. Athlete membership shall constitute at least twenty percent (20%) of the voting membership of every committee. The division chair shall be an ex-officio member, with voice and vote, of each committee within the respective division.

- 7.4 STANDING COMMITTEES & COORDINATORS

- .1 ATHLETES COMMITTEE -
 - A. CHAIR - The Senior Athlete Representative or his/her designee shall be the chair of the committee.
 - B. MEMBERS - The Athletes Committee shall consist of the Athlete Representatives and the Athlete At-Large Board members.
 - C. DUTIES - The Athletes' Committee shall have general charge of the business and affairs of the Athletes of ~~PNSIPNSA~~, and shall undertake such activities (a) delegated to it by the Board of Directors or the General Chair or (b) undertaken by the Committee as being in the best interests of the Athlete Members, ~~PNSIPNSA~~, USA Swimming and the sport of swimming
- .2 FINANCE COMMITTEE -
 - A. CHAIR - The chair shall be the Finance Vice-Chair.
 - B. MEMBERS - The members of the Finance Committee shall be the Finance Vice-Chair, the Treasurer, Administrative Vice Chair, Program Development Vice Chair, Program Operations Vice Chair, Senior Coach Representative, Age Group Vice Chair, Senior Vice Chair and a sufficient number of athletes so as to constitute at least twenty percent (20%) of the voting membership of the Committee.

C. DUTIES -

- (1) To develop, establish where so authorized, or recommend to the Board of Directors, and supervise the execution of policy regarding the investment of ~~PNSI~~PNSA's working capital, funded reserves and endowment funds, within the guidelines, if any, established by the Board of Directors or the House of Delegates. The Finance Committee shall also regularly review ~~PNSI~~PNSA's equipment needs (both operational and office) and the various methods available to finance the acquisition of any needed equipment and make a determination and recommendation of the best financing method.
- (2) To conduct a review or audit or recommend an independent auditor to conduct the required annual review or audit of the books of ~~PNSI~~PNSA. If conducted internally, a minimum of three (3) committee members with a sufficient number of athletes to constitute at least 20% of the voting membership, must conduct the review or audit. The Treasurer cannot be a member of the group performing the audit, but can be present to provide clarification, information and answer questions.
- (3) To submit the review or audit and other reports and make recommendations to the Board of Directors with regard thereto.
- (4) To consult with the officers, committee chairs and coordinators and prepare and present a proposed budget for consideration and approval by the Board of Directors and the House of Delegates. The officers, committee chairs and coordinators shall provide promptly such financial information (current and projected) and budget proposals as the Finance Committee may request. The proposed budget may contain alternatives.
- (5) To complete and submit any state and local reports and filings.

.3 GOVERNANCE COMMITTEE -

A. CHAIR - The chair shall be elected annually by the Governance Committee from among its own members.

B. MEMBERS -

The Governance Committee members shall be appointed by the General Chair with advice and consent of the Board of Directors. The Committee shall be comprised of four (4) Non-Athlete Members and one (1) Athlete Member. Each Non-Athlete Member shall serve a four-year term, staggered so that one-fourth (1/4) of such members are appointed each year. The Athlete Member shall serve a two-year term. No more than one-half (1/2) of the Governance Committee members shall be members of the ~~PNSI~~PNSA Board of Directors at any given time. After completion of two consecutive terms, members are not eligible for re-appointment to the Governance Committee until after 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 the successive term limitation. In no case shall the General Chair serve on the Governance Committee.

C. QUORUM - When making nominations, a quorum for any meeting of the Governance Committee shall consist of a majority of its voting members. For all other meetings, a quorum shall consist of those members present and voting.

D. DUTIES

- (1) To assist in periodic evaluation of the mission and vision statements and the Bylaws of ~~PNSI~~PNSA;
- (2) To aid in the development of operating policies regarding conflict of interest (Board and staff), document retention, ethics, whistle-blower, procurement, contract review, grievance and other employment-related practices, etc.;
- (3) To aid in the development of personnel practices procedure including job descriptions and annual review of staff;
- (4) To ensure that the Board's focus remains on the strategic plan;
- (5) To aid in the development of expectations and processes for accountability of Board members;
- (6) To develop criteria for the qualities and required characteristics of Board officers;
- (7) To lead Board succession planning by assessing current and anticipated needs for Board composition and identifying and recruiting potential Board members;
- (8) To nominate Board members and other coordinator or chair positions to be elected by the House of Delegates consistent with the matrix of skills, demographics, and talents needed;
- (9) To publish the slate of candidates to the ~~PNSI~~PNSA membership at least twenty (20) days prior to the election. Additional nominations may be made from the floor of the House of Delegates by voting members of the House of Delegates;
- (10) To design and implement Board orientation and an ongoing program of Board education and development; and

- (11) To lead periodic assessment of the Board's performance (as a whole and of individual members) and make recommendations to enhance Board effectiveness.

.4 OPERATIONAL RISK COMMITTEE

- A. CHAIR - The chair shall be the Safe Sport/Operational Risk Committee Chair.
- B. MEMBERS - The Committee shall be comprised of the Operational Risk Committee Chair, at least 5 (five) members with a sufficient number of athletes so as to constitute at least twenty percent (20%) of the voting membership of the Committee.
- C. DUTIES - The duties shall be as outlined in the ~~PNSIPNSA~~ Policies and Procedures.

.5 EXECUTIVE COMMITTEE

- A. AUTHORITY AND POWER - The Executive Committee shall have the authority and power to act for the Board of Directors and ~~PNSIPNSA~~ between meetings of the Board and the House of Delegates. Limitations to the authority and power of the Executive Committee shall be determined by the Board of Directors and included in the ~~PNSIPNSA~~ Policies and Procedures.
- B. MEMBERS - The members of the Executive Committee shall be the
- (1) General Chair, who shall act as chair,
 - (2) Administrative Vice-Chair,
 - (3) Senior Vice-Chair
 - (4) Age Group Vice-Chair
 - (5) Secretary,
 - (6) Finance Vice-Chair,
 - (7) Senior Coach Representative,
 - (8) Senior Athlete Representative, and
 - (9) Junior Athlete Representative.
- C. MEETINGS AND NOTICE - Meetings of the Executive Committee shall be held at any time or place within the Territory when called by the General Chair or any three (3) members of the Committee with a minimum of five (5) days' notice required.
- D. QUORUM - A quorum of the Executive Committee shall consist of a majority of the members of the Committee.
- E. REPORT OF ACTION TO BOARD OF DIRECTORS - At the next regular or special meeting of the Board of Directors, the Executive Committee shall make a report of its activities since the last Board of Director's meeting 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.

7.5 DUTIES OF CHAIRS AND COORDINATORS GENERALLY - The duties of the General Chair, the division chairs, committee chairs, and coordinators (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 coordinator or 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 coordinator or division or committee, respectively;
- .4 Communicate with the General Chair, respective division, coordinator, committee or subcommittee members and the Secretary to keep them fully informed;
- .5 Appoint a member as secretary of the committee or subcommittee charged with taking minutes of each meeting and forward reports or minutes of all meetings to the Secretary; and
- .6 Perform the other specific duties listed in ~~PNSIPNSA~~'s Policies and Procedures or as may be delegated by the General Chair, the respective division chair or committee chair, the Board of Directors or the House of Delegates.

7.6 DUTIES OF COMMITTEES GENERALLY - Except as otherwise provided in these Bylaws, the duties of the

- committees shall be prescribed by the PNSIPNSA Policies and Procedures.
- 7.7 **REGULAR AND SPECIAL MEETINGS** - Regular and special meetings of committees or sub-committees of PNSIPNSA shall be held as determined by the respective Vice-chairs or committee or sub-committee chair.
- 7.8 **OPEN MEETING/CLOSED SESSIONS** - Meetings of committees and sub-committees, other than a Personnel Committee meeting, shall be open to all members of PNSIPNSA. Matters relating to personnel, disciplinary action, legal, taxation and similar affairs shall be deliberated and decided in a closed session which only the respective members are entitled to attend. By a majority vote, a committee or sub-committee may decide to go into closed session on any matter deserving of confidential treatment or of personal concern to any member of the committee or sub-committee.
- 7.9 **VOICE AND VOTING RIGHTS OF COMMITTEE MEMBERS** - Each Committee member shall have both voice and vote in their respective meetings.
- 7.10 **ACTION BY WRITTEN CONSENT** - Any action required or permitted to be taken at any meeting of a committee may be taken without a meeting if all the 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.
- 7.11 **PARTICIPATION THROUGH COMMUNICATIONS EQUIPMENT** - Members of any committee may participate in a meeting of the committee or through conference equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at a meeting.
- 7.12 **QUORUM** - Except as otherwise provided in these Bylaws or in the resolution or other action establishing a committee, a quorum of any committee shall consist of those members present.
- 7.13 **VOTING** - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before a committee shall be determined by a majority vote.
- 7.14 **PROXY VOTE** - Voting by proxy in any meeting of a committee shall not be permitted.
- 7.15 **NOTICES**
- .1 **TIME** - Except as otherwise provided in these Bylaws or the resolution or other action establishing a committee, not less than five (5) days' written notice shall be given for any meeting of a committee.
- .2 **INFORMATION** - The notice of a meeting shall contain the time, date, and site.
- 7.16 **RESIGNATIONS** - Any committee chair or member or coordinator may resign by submitting a written resignation to the General Chair or 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.
- 7.17 **VACANCIES** - The determination of when the position of an appointed committee chair, committee member or a coordinator becomes vacant or the person becomes incapacitated, if not made by the person, shall be within the discretion of the Board of Directors. 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 chair, 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.
- 7.18 **DELEGATION** - With the consent of the Board of Directors or the respective division chair, a committee chair or a coordinator may delegate a portion of their powers or duties to another officer of PNSIPNSA, or to another committee, subcommittee, or coordinator, or with the consent of the Board of Directors and the Personnel Committee, to the paid staff of PNSIPNSA. Notwithstanding any delegation, the ultimate responsibility for the delegated duties and obligations shall remain with the delegator.
- 7.19 **APPLICATION TO COMMITTEES** - Sections 7.5 through 7.18 shall apply to all committees, unless otherwise provided in these Bylaws, in the resolution creating the committee or in the PNSIPNSA Policies and Procedures. These provisions shall not apply to its hearings or deliberations.

ARTICLE 8 ANNUAL AUDIT, REPORTS AND REMITTANCES

PNSIPNSA shall submit any reports and remittances required by the USA Swimming Corporate Bylaws, by the USA Swimming Board of Directors, the President/CEO of USA Swimming or by any agreement between PNSIPNSA and USA Swimming. Reports required to be submitted to USA Swimming by PNSIPNSA include annual financial and federal tax reports and the annual audit or review.

ARTICLE 9
ORGANIZATION, AMENDMENT OF BYLAWS AND DISSOLUTION

- 9.1 NON-PROFIT AND CHARITABLE PURPOSES - PNSIPNSA 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, PNSIPNSA 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 PNSIPNSA 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.
- 9.2 DEDICATION OF ASSETS, ETC. - The revenues, properties and assets of PNSIPNSA are irrevocably dedicated to the purposes set forth in Sections 1.2 and 9.1 of these Bylaws. No part of the net earnings, properties or assets of PNSIPNSA shall inure to the benefit of any private person or any member, officer or director of PNSIPNSA.
- 9.3 AMENDMENTS - Any provision of these Bylaws not mandated by USA Swimming may be amended at any meeting of the PNSIPNSA House of Delegates by a two-thirds (2/3) 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. Changes to Required LSC Bylaws shall be effective on the date established in the amending USA Swimming legislation.
- 9.4 DISSOLUTION - PNSIPNSA may be dissolved only upon a two-thirds (2/3) vote of all the voting members of the House of Delegates. Upon dissolution, the net assets of PNSIPNSA shall not inure to the benefit of any private individual, unincorporated organization or corporation, including any member, officer or director of PNSIPNSA, 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 PNSIPNSA 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 10
INDEMNIFICATION

- 10.1 INDEMNITY - PNSIPNSA 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 PNSIPNSA, 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 PNSIPNSA specified in Section 10.3 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. PNSIPNSA may, to the full extent permitted by law, purchase additional insurance to that provided by USA Swimming, and maintain insurance on behalf of any Indemnified Person against any liability that could be asserted against the Indemnified Person.
- 10.2 EXCLUSION - The indemnification provided by this Article 10, 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 Rules and Regulations, of the USA Swimming Code of Conduct 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 similar offenses, or who is found by the National Board of Review or the U.S. Center for SafeSport to have committed actions which would be the basis for such 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.
- 10.3 INDEMNIFIED PERSONS - As used in this Article 10, "Indemnified Person" shall mean any person who is or was a Board Member, Group Member Representative, officer, official, coach, committee chair or member, coordinator, volunteer, employee or agent of PNSIPNSA, or is or was serving at the direct request of PNSIPNSA 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.
- 10.4 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 PNSIPNSA in advance of the final disposition of such action, suit or proceeding. If doubt exists as to the applicability of an exclusion to PNSIPNSA's obligation to indemnify, PNSIPNSA 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 PNSIPNSA determines that there is reasonable doubt as to such person's ability to make any repayment, PNSIPNSA 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 PNSIPNSA 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.

- 10.5 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 11 PARLIAMENTARY AUTHORITY

ROBERT'S RULES - Robert's Rules of Order Newly Revised shall govern PNSIPNSA 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 PNSIPNSA, the House of Delegates, the Board of Directors or its divisions, committees, etc., may adopt.

ARTICLE 12 MISCELLANEOUS

- 12.1 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 Washington become, illegal, invalid or unenforceable, the remainder of these Bylaws shall continue in full force and effect.
- 12.2 FISCAL YEAR - The fiscal year of PNSIPNSA shall end on the last day of August.
- 12.3 TAX STATUS; INTERPRETATION OF BYLAWS - It is intended that PNSIPNSA 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 PNSIPNSA 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 13 INTENTIONALLY DELETED

ARTICLE 14 CONVENTIONS AND DEFINITIONS

- 14.1 CONVENTIONS -
- .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 PNSIPNSA positions and not to USA Swimming or another organization.
 - .3 NOTICE DEEMED GIVEN; LAST KNOWN ADDRESS -
 - A. Notice by Mail - Notice given and other writings delivered by first class mail, postage prepaid, and

addressed to the last known address shall be deemed given or delivered upon the postmark date for all purposes under these Bylaws.

B. Notice by Email - Notice given and writings delivered by electronic mail to the last known email address shall be deemed given or delivered for all purposes under these Bylaws.

C. Last Known Mail or Email Address - For all purposes under these Bylaws, the last known mail or email address of a member of ~~PNSI~~PNSA shall be the mail or email address on file with ~~PNSI~~PNSA or in SWIMS.

.4 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.

.5 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.

14.2 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.

.1 ARTICLE - a principal subdivision of these Bylaws.

.2 ARTICLES OF INCORPORATION - the document filed with the Secretary of State of the State of Washington pursuant to which ~~PNSI~~PNSA was formed.

.3 ATHLETE REPRESENTATIVE - an Athlete Member elected to represent athletes in the House of Delegates and on the Board of Directors.

.4 BOARD MEMBER - a member of the Board of Directors, including the At-Large Board Members.

.5 BOARD OF DIRECTORS - the Board of Directors of ~~PNSI~~PNSA.

.6 BYLAWS - these bylaws as adopted and amended from time to time by, and in effect for, ~~PNSI~~PNSA.

.7 COACH REPRESENTATIVE - a Coach Member elected to represent the coaches in the House of Delegates and on the Board of Directors.

.8 FINA - the Federation Internationale de Natation, the international governing body for the sport of swimming.

.9 GROUP MEMBER REPRESENTATIVE - an individual appointed to represent a Group Member in the House of Delegates.

.10 HOUSE OF DELEGATES - the House of Delegates of ~~PNSI~~PNSA as established by Article 4 of these Bylaws.

.11 IMMEDIATE PAST GENERAL CHAIR - the individual who is the immediate past General Chair of ~~PNSI~~PNSA.

.12 IRS CODE - the current United States Internal Revenue Code.

.13 LOCAL SWIMMING COMMITTEE / LSC - ~~PNSI~~PNSA as defined by the USA Swimming Corporate Bylaws.

.14 MEMBER - a Group Member or an Individual Member.

.15 NATIONAL BOARD OF REVIEW - the National 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.

.16 ~~PNSI~~PNSA - the State of Washington not-for-profit corporation to which these Bylaws pertain.

.17 POLICIES AND PROCEDURES - the principles, rules, and guidelines of ~~PNSI~~PNSA, as amended and adopted by the Board of Directors or the House of Delegates.

.18 SECTION - a subdivision of the Articles of these Bylaws.

- .19 TERRITORY - the geographic territory over which ~~PNSI~~PNSA has jurisdiction as a Local Swimming Committee.
- .20 USA SWIMMING - USA Swimming, Inc., a Colorado nonprofit corporation which is the national governing body for the United States for the sport of swimming.

Pacific Northwest Swimming Rules and Procedures	PNS Travel Policy
Index AD-14-01	Effective Date 6/25/2014
Original: June 25, 2014 Presented and Approved BOD.	

Pacific Northwest Swimming TRAVEL (VOLUNTEER) & EXPENSE REIMBURSEMENT POLICY

Pacific Northwest Swimming (PNS) will pay for reasonable travel expenses for volunteers that are incurred in the performance of their duties for PNS. The following requirements regarding travel arrangements apply to all PNS volunteers when traveling on PNS business. The requirements also apply to all contracted-service personnel, when travel arrangements are offered by PNS management and accepted by the contracted service personnel's employer. Volunteer travel procedures will be monitored by the Finance Division to ensure that policies and best business practices are followed. The responsibility and authority to implement and enforce this policy is placed with the Finance Vice Chair and General Chair.

1.0 Approvals. Travel approval must be obtained prior to making any reservations. The approved PNS Travel Request/Authorization form must be submitted by e-mail to the office for approval at least 21 days prior to departure. The travel authorization must include the following items:

- ☐ Event Name (ex. Convention)
- ☐ Approving Vice Chair or committee chair
- ☐ Name(s) of traveler(s)
- ☐ Date(s) of Program
- ☐ Travel dates
- ☐ Airport location

2.0 Travel Arrangements. All travel arrangements, excluding hotel reservations, may be made through your vendor of choice. In general, the PNS Office does not make travel arrangements.

2.1 Air Travel. All travel reservations shall be made through your own travel portal or agency and paid for by the traveler. Requests for reimbursement must be made within 60days following the travel, or will not be reimbursed.

Any arrangements not pre-approved will not be reimbursed.

- A. The traveler should reserve flights at least 21 days prior to travel to ensure the greatest opportunity to obtain the lowest fare and preferred itinerary. PNS reserves the right to refuse future travel to those that violate this and incur higher priced tickets.
- B. The least expensive routing for air travel based upon PNS's guidelines and the traveler's flexibility will be preferred. Discounted, coach fares will be used. Business class will be reserved only at the traveler's expense.

- C. Benefits accrued from frequent flyer programs may be retained and used by the individual traveler. However, a volunteer's participation in a particular airline's frequent flyer program should not override the selection of the most cost-effective, reasonable reservation.

The following criteria will be considered in determining the most reasonable airfare cost:

- 1) One stop or connecting flights will be required if savings of \$250 or more is achieved without extending the total one-way air travel time by more than two (2) hours.
- 2) Alternative airports should be considered.
- 3) Volunteers may select any flight or carrier within \$100 of the lowest fare offered, provided the flight is within a two-hour time window of the desired departure/arrival time (ex. Traveler wants to leave at 4 p.m.-range would be 2-6 p.m.).

Additionally, if the domestic airfare exceeds \$600, the traveler must send an explanatory note to the General Chair at generalchair@pns.org.

- D. **Alternate Airports.** Alternate airports should be considered for travel to cities where multiple commercial airports exist, e.g. Boston, New York, Dallas, Houston, Chicago, Los Angeles, San Francisco, etc.

Document Delivery. This passenger receipt must be submitted with the Volunteer Reimbursement form.

Note: In the case of a cancellation or flight change, it is imperative that the traveler arranges for proper credit or refund. PNS will not reimburse for flight reservations cancelled by the traveler.

- F. **Unused Tickets.** It is the responsibility of the traveler to cancel his or her reservation prior to the departure of the first flight on the itinerary. Ignoring this responsibility will result in additional costs for the traveler.

Charges for re-ticketing, schedule changes, etc. are reimbursable if incurred for a valid business reason and approved prior to travel. If there is a change in an itinerary that results in additional cost, the traveler must provide notification to the Finance Vice Chair upon completion of travel.

2.2 Ground Travel

- A. **Personal Vehicles.** Personal vehicles may be used if it saves time and is less expensive than renting a car, taking a taxi or using alternate transportation. When two or more people on PNS business share a vehicle, only the driver may claim reimbursement for mileage, parking and toll charges. If a traveler prefers to take his/her vehicle on approved PNS business, mileage costs up to the equivalent airfare expense may be claimed. (To determine the equivalent airfare, use an on-line booking tool—at least 21 days prior to departure date—to plot

the trip and then print the screen before purchase.) Mileage reimbursement amounts will be in accordance with the IRS regulations.

- B. Rental Cars.** A traveler may rent a vehicle when renting would be more advantageous to PNS than other means of commercial transportation, such as a taxi. Midsize cars (or more economical) should be used when possible. When traveling with a group, rental cars are to be shared to minimize costs.

The traveler should refuel the car prior to returning the vehicle to the rental agency to avoid the high fuel surcharges. Travelers should use self-park at hotels, versus valet parking.

Volunteers should decline all optional insurance coverage except when traveling internationally (including Canada). Your personal car insurance generally provides adequate liability protection for the vehicle. If your policy's coverage warrants it you may choose to provide the optional insurance, but this extra expense will not be reimbursed by PNS.

In the event of an accident in a rental car, an accident report must be prepared and filed with the local police as well as the car rental agency. If you are involved in an accident in a rented vehicle and are convicted of a violation of any alcohol or drug statute, you will be personally responsible for all damages as well as possible disciplinary actions.

- C. Other Ground.** Expenses for taxis, shuttles or public transportation for business purposes are reimbursable with receipts.

Travelers may use their personal automobiles to and from the airport. Travelers will be reimbursed for actual parking expenses and mileage. Economy parking should be utilized.

- 2.3 Hotel.** Hotel reservations may be made through your preferred online portal. Travelers should use common sense when making hotel bookings and should look for reasonable rates within that market, whenever possible. Groups of ten or more people can be booked by USA Swimming staff members through the Marriott Hotel (USA Swimming Sponsor) group agent.

Cancellations of hotel reservations must occur within the required cancellation window— note: this could be as much as 72 hours prior to arrival – if the need arises. Charges will not be reimbursed unless the cancellation was caused by circumstances beyond the traveler's control. A fair and reasonable evaluation will prevail in such circumstances.

Hotel incidentals will not be reimbursed (including phone or internet service) unless approved prior to the trip.

- 3.0 Meals (Per Diem) and Entertainment.** Generally, per diem or meals reimbursement is provided by PNS. Other expenses incurred by the General Chair (or designee, approved by the General Chair) during the course of business (i.e., group meals, meeting snacks, etc.) will be reimbursed. Per diem should be fair and reasonable, and not exceed the US Government per diem policy.

- 4.0 Incidentals.** The incidental portion of daily per diem is defined by IRS as fees & tips to porters, baggage carriers, and hotel staff, and fees for carts. Reimbursements for these items will not be granted.
- 5.0 American Express/Visa Travel Cards.** PNS does not offer a corporate card to volunteers who travel.
- 6.0 Spousal/Non-PNS Travel.** Spouses, friends or family members may accompany volunteers traveling on PNS business, provided their travel expenses are paid for by the volunteer, and there is no net expense to PNS. Volunteers may combine personal and business travel providing it is at no cost to PNS.
- 7.0 Annual Meeting.** Travel expenses to the USA Swimming annual meeting (United States Aquatic Sports Convention) for PNS volunteers, including the voting delegates, National committee Chairs, USA Swimming Board members and other members as appointed by the executive committee will be reimbursed by PNS. This policy extends to committees electing to conduct a committee meeting immediately prior to or immediately after the annual meeting.
- 8.0 Convention Hospitality and Meals.** With the approval of the General Chair, snacks and soft drinks may be provided in a common location for all traveling PNS delegates.
- 9.0 Audits/Controls/Enforcement.** PNS has audits and controls to ensure that travel expenses are managed and cost-effective. PNS's Finance Division will monitor use of preferred suppliers and provide reports to the PNS Board of Directors, as necessary.
- 10.0 Policy Exceptions.** Exceptions to the policy require approval by the Division Vice Chair and General Chair. Policy exceptions can be made to reasonably accommodate employees and volunteers with disabilities.

EXPENSE REIMBURSEMENT

Only authorized volunteer expenditures will be reimbursed. Reimbursement for out-of pocket expenses is allowed on those occasions where authorized individuals are required to spend their own money. This procedure applies to all volunteers that travel for PNS.

1.0 Volunteer Reimbursement Request Guidelines

- 1.1 Deadlines.** Volunteer reimbursement requests must be submitted no later than 60 days after the date expenses are incurred in order to receive reimbursement. Expenses submitted later than 60 days will NOT be routinely processed and may not be reimbursed.
- 1.2 Completion & Documentation.** Reimbursement requests must be completed in sufficient detail to permit determination of the business purpose and reasonableness of the expenditures. Adequate documentation must accompany each reimbursement request. If volunteers submit reimbursement requests via mail, they must include original itemized hotel receipts, travel itinerary reflecting time and cost of travel, and receipts for ALL expenses. Include the name of the program to be charged and a detailed description of the expenses incurred.

When receipts cannot be obtained or have been lost and all measures to obtain a duplicate receipt have been exhausted, a statement should be provided explaining why such receipts are not being submitted with the expenses report. PNS does not normally

reimburse volunteers for expenses of \$25 or more unless a receipt is included. Credit card statements reflecting airline baggage amounts and airport parking will be accepted in the absence of actual receipts.

Itemized receipts are required for all hospitality and hotel folios must be provided for hotel stays. See section 3.0 on page 5 for more information regarding hospitality receipts. If receipts for hospitality are lost, it is the traveler's responsibility to contact the restaurant and request a duplicate itemized receipt. This policy also includes line items on hotel folios that are hospitality in nature.

Volunteers may submit their signed Volunteer Reimbursement Request with supporting documentation via mail, fax, or email. If submitting by mail, send to:

Pacific Northwest Swimming
~~501 30th Street NE, Suite E~~ P.O. Box #2235
Auburn, WA 9807102
Attn: Treasurer
If submitting by email, send to Office@pns.org

1.3 Other Traveler's Expenses. Volunteers are NOT to pay for another person's room. All travelers are to pay for their lodging unless on a group direct bill or arrangements are made ahead of time and paid by use of the PNS corporate credit card.

1.4 Large Hospitality, Reception, and Room Rentals. These expenses are NOT to be paid for with personal credit cards. Arrangements for payment need to be made prior to the event/trip by either direct billing or with the PNS corporate credit card.

2.0 Non-Reimbursable Expenses

The following types of expenditures incurred by PNS volunteers will not be reimbursed unless specifically authorized by the approving manager:

General

- ☐ Personal expenses that would be incurred by the employee/volunteer regardless of the volunteer's work-related responsibilities
- ☐ Amounts spent in excess of those considered reasonable
- ☐ The costs of the personal leg of an approved trip that is extended for personal reasons
- ☐ Annual fees, late fees, or finance charges on personal credit cards
- ☐ Expenses relating to unlawful activities (i.e. parking tickets, moving violations, fines)
- ☐ Air phone expense, other than in an emergency
- ☐ Laundry or dry cleaning
- ☐ Courier and messenger services unless transferring work related materials that could not be checked on the plane or carrier in the train or car.
- ☐ Incidentals for fees & tips given to porters, baggage carriers, and hotel staff.

Pacific Northwest Swimming Rules and Procedures	Registration Rules and Procedures
Index AD-97-01	Effective Date 10/14/19
04/24/06: Clarified source and meaning of requirements for USA Swimming membership 04/28/08: Removed requirement for marshals to be members of USA Swimming to reflect USA Swimming regulation change; corrected minor spelling and formatting errors 05/08/10: Added athlete representation attendance for reimbursement. 04/27/15: Change House of Delegates Meeting to annual, spring meeting. 07/11/16: PNS BOR changed to Zone BOR, registration payment update. 09/10/18: Added Flex Membership 10/14/19: Change Zone Board of Review to National Board of Review. Added club owner to individual member requirements	

1. Group Member Registration

- a. Every group member under the auspices of PNS must be a member in good standing. Good standing is defined as complying with all USA Swimming and PNS rules, procedures, code of conduct, and prompt payment of fees and fines. Existing Group Members must be in good standing to renew their Group Member registration.
 - i. Clubs receiving a fine/fee assessment notification shall have 30 days from the date of the notification to pay the imposed fine/fee or file a protest with the Registration/Membership Committee or the National Board of Review.
 - ii. Failure to pay within 30 days of notification will result in the revocation of the Club's status as a "Member in Good Standing".
 - iii. Continued failure to pay within 60 days of notification will result in an automatic referral to the National Board of Review with recommendation for termination of the Club's Group membership.
- b. Membership costs, which include the USA Swimming membership fee, are set by the PNS Board of Directors. The current fees are listed in the PNS Club Registration Packet. No non-electronic registrations will be accepted without payment. Electronic registrations must be paid within 21 days.
 - i. The membership period is January 1 through December 31
 - ii. Club registration forms and payment are due no later than November 1st. Clubs renewing their group membership after November 1st will be required to pay a \$50 late renewal penalty.
 - iii. A \$200.00 reimbursement shall be given to the member club for attendance at the annual meeting of the House of Delegates of PNS with full attendance at the meeting. A \$100 reimbursement shall be given to the member clubs for partial attendance (at least two of the delegates) at the meeting.
 - (1) "Attendance" is defined as having the coach representative, non coach and athlete representative present.
 - (2) Athlete representative must be at least 14 years of age or entering the 9th grade.
 - (3) The reimbursement will occur no later than 30 days following the HOD.

2. Individual Member Registration

- a. Athlete Members/Flex Members/Seasonal Athlete Members
 - i. All swimmers participating in sanctioned activities (including club practices and workouts) must be registered athlete members of USA Swimming. The year-round membership period for renewal is from January 1 to December 31 of the following year. The year-round membership period for new membership is September 1 to December 31 of the following year. Flex membership period is September 1 to December 31 of the following year. Flex memberships are only permitted to participate in two meets each season that may not include LSC Championship or higher meets. Seasonal registration is offered twice each year. Season I is from September 4 to January 31. Season II is from April 1 to August 28.
- b. Athlete Transfers
 - i. If a swimmer changes club affiliation, he/she must completely satisfy the following conditions of transfer.

- (1) Completely and accurately fill out an athlete transfer form and send it, with the proper fee, to the Membership/Registration Coordinator at the PNS Office.
 - (2) All requirements of USA Swimming Technical Code, Article 303 must be satisfied. Attention is called to USA Swimming Technical Code, Article 203 regarding the requirement to remain unattached for 120 days from the date the athlete last represented their former club in USA Swimming sanctioned competition.
 - (3) If the athlete is under the age of 18, the signature of a parent or guardian is required.
 - (4) If a member club of PNS has secured a court judgment against an athlete member (or his parents or custodians) for non-payment of club membership dues and fees which entitle the athlete to compete attached to the club that athlete shall be ineligible to represent any USA Swimming member club until the judgment is made.
 - (5) Any additional requirements as specified in the PNS Club Registration Packet.
- ii. Swimmers leaving a PNS club will not be allowed to swim in PNS sanctioned/approved events in any capacity other than "unattached" until all conditions of transfer are completed and satisfied.
 - iii. The National Board of Review will have the final authority to determine when transferring athlete(s) may compete in PNS sanctioned or approved events.
- c. **Coach Members**
 - i. Any person acting in ANY coaching capacity MUST be coach certified members of USA Swimming and PNS.
 - ii. Any person receiving a Coach Membership with USA Swimming and PNS must meet requirements as defined under 501.7 in the USA Swimming Rules and Regulations.
 - iii. Application must be made on the approved application form and submitted, with the proper fee and copy of the appropriate certification cards to the PNS Membership/Registration Coordinator at the PNS Office.
 - d. **Individual Members**
 - i. The following persons must be members of USA Swimming, per USA Swimming Rules and Regulations, USA Swimming Bylaws and PNS By-Laws:
 - (1) Meet directors, officials, coaches and any others required by USA Swimming regulation 202.5 and Article 2.6 of the USA Swimming bylaws.
 - (2) Club owners by Article 2.6.6 of the USA Swimming bylaws, regulation 305.5.
 - (3) Voting Members of the PNS House of Delegates as required by PNS By-Law 4.1.1
 - (4) All members of the PNS Board of Directors as required by PNS By-Law 6.3
 - ~~(5)~~ PNS Committee Chairs and members per relevant section of PNS By-Laws Article 7
 - ~~(6)~~ Board of Directors of a member club.
 - ~~(7)~~ All clubs must have either (i) at least one member coach and a board of directors or other governing board; or (ii) at least two member coaches
 - ii. PNS also requires that officially recognized functionaries of PNS Sponsored teams (e.g., Zone or All-Star Teams) be members of USA Swimming:
 - (1) PNS Sponsored Team Chaperones
 - (2) Other PNS Chaperones receiving travel funding
 - (3) Any other officially recognized PNS sponsored team functionary, e.g. Team Trainers, Managers or Coordinators
 - iii. PNS strongly recommends that the following also be members of USA Swimming:
 - (1) Any official representative/agents of a member Club member Directors/Officers or other official representatives/agents
3. **Registration Forms**
All forms pertaining to USA Swimming membership are available from the Membership/Registration Coordinator at the PNS Office or from the PNS Club Registration Packet