

BYLAWS OF THE ARIZONA LOCAL MASTERS SWIMMING COMMITTEE

Purpose

The objectives shall be to promote and develop swimming, physical fitness, and good health for the benefit of Masters swimmers of all abilities in accordance with the goals objectives, rules, and standards prescribed by United States Masters Swimming, Inc. (USMS) and by the Arizona Local Masters Swimming Committee (AZ LMSC).

1. Administration

- 1.1 Name – The name of this committee shall be the Arizona (AZ) Local Masters Swimming Committee (LMSC). The national two-letter designation is “AZ”; the national two number designation is “48”.
- 1.2 Boundaries – AZ LMSC shall include all of the State of Arizona.
- 1.3 Jurisdiction – AZ LMSC shall have jurisdiction delegated to it by USMS over the sport of Masters Swimming.
- 1.4 Legal Status – AZ LMSC is a subsidiary of United States Masters Swimming, Inc. which operates under section 501(c)(3) of the Internal Revenue Service code.

2. Definitions

- 2.1 Club – One or more registered Masters swimmers may form a club as defined by USMS. The fee listed in the Fee Schedule is to be paid to USMS, Inc., to register the club through the LMSC.
- 2.2 Team – Four or more registered Masters swimmers may form a team. The fee listed in the Fee Schedule is to be paid to the LMSC to register the team within the LMSC. No person may be a member of more than one team at the same time. Members of registered teams shall be members of a club within AZ LMSC. USMS and LMSC rules governing procedures for a member changing club registration shall apply to members changing team registrations.
- 2.3 Workout Group – Same as “Team”.
- 2.4 Member – An individual who has registered with USMS for the current registration year.
- 2.5 Quorum – A quorum shall be required for conducting all Board meetings. A quorum shall consist of a simple majority of voting Board members.
- 2.6 Simple Majority – A majority vote of eligible Board members.
- 2.7 Super Majority – A 2/3rds vote of eligible Board members.
- 2.8 Term of Office – A two year period starting on January 1 and ending on December 31 of the following year.
- 2.9 Unattached – A member who is not affiliated with any swim club or team/workout group.

- 2.10 LMSC – Local Masters Swimming Committee, the local administrative division of USMS.
 - 2.11 USMS – United States Masters Swimming, Inc., the parent organization of Arizona Local Masters Swimming Committee.
3. Membership
- 3.1 Composition of the Membership Categories
 - 3.1.1 Clubs – Clubs currently registered with USMS that operate within the boundaries of AZ LMSC.
 - 3.1.2 Teams – Team or Workout groups registered with AZ LMSC that operate under a club registered within the boundaries of AZ LMSC
 - 3.1.3 Individuals – An athlete, coach, official, administrator, or other person who has completed the required membership application and paid the required membership fees listed in the Fee Schedule to AZ LMSC.
 - 3.2 Privileges of LMSC Membership
 - 3.2.1 Elect Officers – To regularly elect officers to the AZ LMSC Board of Directors
 - 3.2.2 Promote Swimming – Promote and participate in programs and activities conducted by the AZ LMSC and USMS.
 - 3.2.3 Attend Meetings – Attend membership meetings of the AZ LMSC.
 - 3.2.4 Vote – Vote on any matters, which the Board of Directors submits to a vote of the membership.
4. LMSC Management Structure
- 4.1 AZ LMSC Board of Directors – Elected by Membership, serves a two year term from January 1 until December 31 of the following year.
 - 4.2 Committee Chairmen – Appointed by Executive Committee, serve until December 31 of even-numbered years or until the Committee is dissolved by the Executive Committee.
 - 4.3 Volunteers – Selected by Committee Chairmen, serve at the pleasure of the Committee Chairman.
 - 4.4 Contractors – Hired by Board, serve at the pleasure of the Board.
5. Year – The fiscal year of AZ LMSC shall be January 1 through December 31. The registration year of AZ LMSC shall be November 1 through December 31 of the following year.
6. LMSC Board of Directors
- 6.1 Officers
 - 6.1.1 Chairman – Presides over all meetings and performs duties required by the office.
 - 6.1.2 Vice Chairman – Performs all duties of the Chairman when the Chairman is absent or unable to act.
 - 6.1.3 Treasurer – Receives all monies and deposits such monies to accounts in the name of AZ LMSC. Signs checks, notes and drafts for authorized expenditures along with maintaining proper accounting procedures.

6.1.4. Secretary– Keeps the minutes of the proceedings at all AZ LMSC Board and Executive Committee meetings. Corresponds with AZ LMSC members and maintains official custody of all official documents.

6.2 Other Board Members

6.2.1. At-Large – Up to four at-large members of the Board may serve as voting members of the Board.

6.2.2. Immediate Past Chairman – The last Chairman may serve as a voting member of the Board. If this person wishes not to participate on the Board, the Executive Committee may select one additional at-large member to serve.

6.3 Qualifications

6.3.1. All Board Members must be members of USMS

6.3.2. All Board Members must attend 80% of board meetings each year.

6.3.3. All Board Members must comply with the following Standards for Board Members.

- 1 To listen and be open to other perspectives.
- 2 To question as part of a healthy dialogue but not be disagreeable.
- 3 To respect each other’s time, particularly in meetings.
- 4 To maintain a sense of humor and fun.
- 5 To create an environment in which all are comfortable bringing up issues.
- 6 To be inclusive and welcoming especially to new members.
- 7 To discuss matters openly and directly as a group, including differing opinions.
- 8 To support decisions made and present one voice in public.
- 9 To be transparent about direction and decisions.
- 10 Maintain confidentiality for matters that require it.
- 11 To trust the expertise of those appointed to committee/taskforces.
- 12 Present and accept the presentation of information in a way that helps understanding and trust.

6.4 Any board member may be removed by a super majority (2/3) vote of all directors, excluding the director in question then serving on the board, whenever the board violates the AZLMSC Board of Director Requirements included in the policies and procedures documentation. On the death, resignation, retirement or removal from office of a board member, all books, papers, vouchers, money and any other property of

whatever kind in their possession or under their control which belongs to the AZLMSC shall be restored to the organization.

7. Executive Committee

7.1 Composition

7.1.1. Chairman

7.1.2. Vice Chairman

7.1.3. Treasurer

7.1.4. Secretary

7.2 Responsibilities

7.2.1. Form committees

7.2.2. Appoint committee chairs

7.2.3. Fill vacancies

7.2.4. Handle Grievances

8. Indemnification – Every member of the Board of Directors, Officer or employee of AZ LMSC shall be indemnified by AZ LMSC against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board of Directors, Officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board of Directors, Officer, or employee of AZ LMSC, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of AZ LMSC. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board of Directors, Officer or employee is entitled.

9. Conflict of Interest – Any Conflicts of Interest involving Board Members of AZ LMSC will be handled in accordance with the Conflict of Interest procedures published in the Policies and Procedures manual.

10. Meetings

10.1 Types

10.1.1. Board – Board meetings are to take place at least three times a year

10.1.2. Executive Committee – Executive Committee meetings can be called when there is a matter that requires its attention.

10.1.3. Committee – Committee meetings will take place when the Chairman of a committee calls one.

10.1.4. Membership – Membership meetings are to be held at least once a year and be open to all registered members of the LMSC.

10.2 Administration

10.2.1. Notice – A minimum of seven days notice is to be given before a meeting takes place.

10.2.2. Publication of minutes – Minutes are to be published in such a way that all members can view the deliberations and decisions made by the Board.

11. Committees

11.1 Formation – Committees and their Chairmen are formed by the Executive Committee

11.2 Responsibilities – Committees are to conduct business as directed by the Board under the coordination of the Committee Chair.

12. Conditions of Competition – The current USMS rules and regulations as outlined in the "United States Masters Swimming Code of Regulations and Rules of Competition" shall be the rules and regulations used to govern Masters swimming competitions. They guarantee uniform and fair standards and ensure fair and equal conditions during swimming competitions. The "USMS Adapted Swimming Handbook" may be used where applicable. These rules and conditions may be augmented by the AZ LMSC provided that the LMSC rules and regulations are not contrary to those of USMS.

13. Grievances – All grievances involving members of AZ LMSC will be handled in accordance with the grievance procedures published in the Policies and Procedures manual.

14. Championships – When State and/or Zone Masters Swimming Championships are conducted within the boundaries of AZ LMSC, they shall be in accordance with USMS rules for conduct of championships as described in the USMS rules.

15. Dues and Fees - AZ LMSC shall be entitled to receive a fee from each masters swimmer and club registered with it.

16. Elections

16.1 Frequency

16.1.1. Board Elections – Elections for the Board of Directors shall take place in even numbered years.

16.1.2. At-large Elections – Elections for At-Large Board Members shall take place in odd-numbered years.

16.2 Term of Office

16.2.1. Full – The term for all elected Board positions begins on January 1 after the election and ends on December 31 the following year.

16.2.2. Partial – Any partial terms begins after the vacant office is filled by the Executive Committee and ends on the December 31 of the election year for that office.

16.3 Term Limits

16.3.1. Chairman – The Chairman may serve a total of two consecutive terms before leaving office for at least one term.

16.3.2. At-Large – At-Large Board members may serve a total of two consecutive terms before leaving office for at least one term.

17. Reports and Remittance – AZ LMSC shall conform with all applicable reporting requirements from US Masters Swimming, the State of Arizona, and the United States Government.
18. Amendments – The Board has the power to enact additions, changes, or deletions pertaining to the AZ LMSC Bylaws. The Bylaws may be amended by a super majority vote of the Board.
19. Policy and Procedures – The Board has the power to enact additions, changes, or deletions pertaining to AZ LMSC policies. These policies and procedures are listed in a separate document and can be amended by a simple majority vote of the Board.
20. Dissolution – Upon dissolution of the AZ LMSC, the net assets of the LMSC will not inure to the benefit of any private individual, corporation, organization or association. These net assets will be distributed to the United States Masters Swimming Inc. (USMS) to be used exclusively for educational or charitable purposes. At that time, if USMS is not in existence or if it is not a corporation which is exempt under Section 501(c)(3) of the US Internal Revenue Code and to which contributions, bequests and gifts are deductible under Section 170(c)(2), 2055(a)(2) and 2522(a)(2), then the net assets of the LMSC shall be distributed to a corporation which is exempt under Section 501(c)(3) of the US Internal Revenue Code and to which contributions, bequests and gifts are deductible under Section 170(c)(2), 2055(a)(2) and 2522(a)(2). These assets are to be used exclusively for educational or charitable purposes.