BYLAWS
LOCAL MASTERS SWIM COMMITTEE FOR VIRGINIA
(As amended 11/15/2025)

ARTICLE I: ORGANIZATION

Section 1: Objectives, Territory, and Jurisdiction

A. Objectives: The Local Masters Swim Committee (LMSC) for Virginia is the local organizing body of United States Masters Swimming, Inc. (USMS), a group of sportswomen and sportsmen founded in 1970 and dedicated to the promise that the lives of participants will be enhanced through aquatic physical conditioning. The LMSC and USMS support and encourage fitness and health through fitness swimming and competitions both among their members and with participants from other nations. These competitions will be held in accordance with the standards and under the rules prescribed by the Federation Internationals De Natation Amateur (FINA), U.S. Masters Swimming, Inc. (USMS), and the Local Masters Swim Committee for Virginia (LMSC for Virginia).

B. Territory: The territory of the LMSC for Virginia includes the Commonwealth of Virginia except the counties of Arlington and Fairfax and the Cities of Alexandria, Fairfax and Falls Church, and the State of West Virginia except the counties of Hancock, Brook, Ohio, and Marshall.

C. Jurisdiction: the LMSC for Virginia has jurisdiction over the sport of Masters competitive swimming as has been delegated to it by USMS.

Section 2: Membership

A. Classes of Membership:

1. Individual members include athletes, coaches, officials, administrators, or persons otherwise interested in the purposes and programs of the LMSC for Virginia.

2. Clubs are organizations or groups of permanent character currently registered with USMS through the Virginia LMSC that actively promote and participate in Masters swimming.

B. Responsibilities of Membership:

1. Individual members shall become cognizant of the objectives, rules, and policies of the LMSC for Virginia and USMS and shall abide by these rules, objectives, and policies. Individual members shall pay a unified annual fee that includes a national and local fee established by USMS.

2. Individual members must be registered with USMS for the current year in order to participate in any sanctioned competition, clinic, or other LMSC event. Proof of USMS registration is required prior to participation in any such event. Clubs must be registered with USMS for the current year in order for any individual member to represent that club in a sanctioned USMS competition.

3. Clubs shall:

a. Endeavor to inform their athlete members of the rules, objectives, and policies of the LMSC for Virginia and USMS;

b. Appoint a voting delegate(s) to the LMSC for Virginia Board of Directors if permitted in accordance with the Bylaws (Article I, Section 3.E). This delegate shall also receive official correspondence on behalf of the club from the LMSC;

c. Pay an annual unified fee which includes a national fee and local fee established by USMS; and

d. Be responsible for updating club contact information.

4. Members shall have no voting rights except as club representative voting delegates as set forth in Article 1, Section 3, paragraph E below.

Section 3: Board of Directors

A. Membership: The membership of the Board of Directors (also referred to as the Board) of the LMSC for Virginia shall consist of the officers, the chairs of the standing committees, club delegates, and special appointees as defined in Article I, Section 3, paragraph D. All members of the Board of Directors shall be current members of United States Masters Swimming (USMS) and the Virginia LMSC.

B. Officers: The officers of the LMSC for Virginia consist of the Chair, Vice Chair, Secretary, and Treasurer. Each officer serves a term of two years or until a successor is selected. Officers are elected at a general meeting of the LMSC for Virginia held no later than November 15 of even-numbered years. If the office of Vice Chair, Secretary, or Treasurer is vacated before the end of the term, a special election shall be held to fill the office until the next general election. The immediate past-Chair may be a special appointee, but only as an ex officio, non-voting member of the Board as set forth in Article I, Section 3, paragraph D.8 below. One person may hold more than one office, except as specified below.

1. Duties of the Chair: The Chair is responsible for the overall management and activities of the LMSC in accordance with these Bylaws and with the USMS Rule Book. The Chair shall preside over all Board meetings and call special ad hoc meetings when and where deemed necessary. The Chair appoints LMSC committee chairs for standing and ad hoc committees as necessary to fulfill the duties and responsibilities of the LMSC for

Virginia, with the advice and consent of the Board of Directors. The Chair shall not also be the Vice Chair.

2. Duties of the Vice Chair: The Vice Chair shall act as Chair in the absence of the Chair; will assist the Chair as needed; and will take over the Chair position until the next election if the current Chair leaves office before the conclusion of his or her two-year term. The Vice Chair also works with all committee chairs to identify areas needing volunteers. The Vice Chair shall not also be the Chair.

3. Duties of the Secretary: The Secretary is responsible for maintaining the LMSC Bylaws and a record of all changes to the Bylaws, keeping the minutes of all meetings and making them available to LMSC members, conducting official correspondence, issuing meeting notices and copies of the minutes to the Board of Directors, and making such reports available to the national office as are required by USMS rules.

4. Duties of the Treasurer: The Treasurer receives all the monies and pays the bills approved by the Finance Committee or Board of Directors. The Treasurer is responsible for maintaining all financial records, including bank and checking records, for making timely reports to the Board of Directors, and for making such reports to the national office as are required by USMS rules, the USMS Financial Operating Guidelines, and the USMS Guide to Operations: Treasurer. The Treasurer shall not also be the Membership Coordinator.

C. Standing Committees: The standing committees of the LMSC for Virginia include the Finance, Sanctions, Long Distance, Fitness, Officials, Coaches, and Review committees. The chair of the Finance Committee shall be the Treasurer. All other committee chairs shall be appointed by the LMSC Chair. Members of each committee shall be appointed by the chair of that committee. All standing committees shall, in addition to their specific charges, make suggestions for projects and priorities to the Board of Directors and develop long-range plans for the LMSC for Virginia programs relating to their specific charges.

1. Finance Committee: The Finance Committee shall review regular cash flow statements prepared by the Treasurer, including receipts and disbursements; assist the LMSC Chair in the preparation of the annual budget; provide for an annual audit of the LMSC's financial records; and prepare the required tax forms. The proposed annual budget shall be made available to the Board members at least two weeks prior to the annual meeting to allow members time to review the proposed budget prior to adoption of the budget during the annual meeting.

2. Sanctions Committee: The Sanctions Committee shall oversee the competitive program to ensure the LMSC for Virginia program offerings are consistent with USMS and LMSC for Virginia objectives, rules, and policies; process applications for meet and event sanctions; provide meet directors with USMS rulebooks; and keep accurate records

of sanctions and reports. make suggestions for projects and priorities to the Board of Directors; and develop long-range plans for the LMSC for Virginia programs.

3. Long-Distance Committee: The Long-Distance Committee shall work with the Sanctions Committee on matters concerning long-distance swimming as set out in the long-distance swimming rules in the USMS rule book. This Committee shall also promote long distance and open water events within the LMSC and work with both USMS and USA Swimming sanctions.

4. Fitness Committee: The Fitness Committee shall develop fitness swimming activities for the general membership, work with the USMS Fitness Committee, and educate adults on the fitness benefits of swimming.

5. Officials Committee: The Officials Committee shall develop policies and procedures to ensure that all LMSC for Virginia sanctioned and recognized meets and events are conducted uniformly and in conformance with the USMS swimming rules. This committee shall also provide updates on rule changes and differences in USA Swimming rules and USMS rules to the meet directors.

6. Coaches Committee: The Coaches Committee shall develop programs and tools to enhance the quality of Masters swimming programs and coaching. The Committee shall maintain a list of coach members within the LMSC. The Committee will work with the USMS Coaches Committee.

D. Additional Members of the Board of Directors. These members of the Board are appointed by the Chair, with the advice and consent of the other Board of Directors. The following members serve in the appointed role for as long as the current Chair remains in office or until the appointee desires to step down. Upon the election of a new Chair, these Board members need to be reappointed or replaced by the new Chair prior to the beginning of the next calendar year.

1. Review Chair: The Review Chair shall oversee the proper handling and processing of complaints brought by LMSC members pursuant to the current USMS Rule Book and in accordance with Article II of these Bylaws.

2. Communications Coordinator: The Communications Coordinator shall manage the Virginia LMSC media accounts to support connections with members, clubs, and meet directors to highlight events and activities throughout our LMSC.

3. Safety Coordinator: The Safety Coordinator shall study, develop, recommend, and implement safety education programs for swimmers, coaches, and volunteers in Masters Swimming.

4. Membership Coordinator: The Membership Coordinator shall process individual and club applications for membership in LMSC for Virginia/USMS, keep accurate records of

said individual and club registrations, and make such reports to USMS as are required by USMS rules.

5. Web Site Administrator: The web site administrator shall maintain a website with information for members.

6. Records and Top Ten Tabulator. The Records and Top Ten Tabulator shall maintain LMSC for Virginia Swimming records; review LMSC for Virginia meet results and prepare lists of swimmers for national Top Ten considerations.

7. Diversity, Equity, and Inclusion Chair. The Diversity, Equity, and Inclusion Chair shall help promote Masters swimming as an activity open to all adults, which will include helping to establish USMS programming in facilities that do not currently have any such programs, and support the establishment of programming in underserved communities

8. The General Chairs of the Virginia and West Virginia Local Swim Committees of USA-Swimming shall be ex-officio members of the LMSC for Virginia Board of Directors.

9. Additional ex-officio members may be appointed at the discretion of the Chair. Ex-Officio members shall be permitted to attend meetings of the Board of Directors with voice, but may not vote on matters pending before the Board.

E. Club representatives:

1. Each club with at least 10 registered swimmers is entitled to one voting delegate to the LMSC Board of Directors; if the club has over 200 registered swimmers, it is entitled to a second voting delegate. Current registration is required for the club to have a voting delegate on the Board of Directors.

2. The LMSC Chair shall appoint a “small teams” delegate to represent the needs of teams with fewer than 10 members.

Section 4: Executive Committee

A. Membership.

1. Officers (Chair, Vice Chair, Secretary, Treasurer); and

2. Membership Coordinator.

B. Authority. Between annual meetings of the Board of Directors, the Executive Committee shall have the authority to:

1. Carry out policies established by the Board of Directors;

2. Assume the policy-making responsibilities of the Board of Directors for time sensitive LMSC business; and

3. Vote on the expenditure of funds not previously approved in the annual budget.

C. Reporting. The LMSC Secretary shall make available to the entire Board, a report of any actions taken by the Executive Committee within 30 days of the action taken. Actions taken by the Executive Committee shall be effective until the next meeting of the Board of Directors.

Section 5: Meeting of the Board of Directors

A. The official annual meeting of the Board of Directors shall be held no later than December 1 of each year. This annual meeting will be face-to-face or Virtual if safety is a concern with a telephone conference bridge or Virtual Link made available for those members that cannot attend in-person.

B. All LMSC members shall be notified of the annual meeting through the LMSC newsletter, by email, and on the LMSC web site. Members of the Board of Directors shall also be notified by regular or electronic mail no fewer than 15 days prior to the date of the annual meeting.

C. Special meetings may be called at the request of any two officers. Notice of special meetings shall be given to members of the Board of Directors by electronic mail no fewer than five days prior to the date of the special meeting.

D. All meetings of the Board of Directors shall be open to any registered LMSC members. Although members will not be specifically notified of special meetings, Members may find a schedule of upcoming meetings in previous meeting minutes (posted online) or they may request the schedule from the LMSC Secretary.

E. Order of Business. The Chair is responsible for developing meeting agendas; Board members should provide suggestions to the Chair for special topics of interest for discussion. At all meetings, the Chair shall have time set aside for any Board member to report on its committee's activities.

1. Roll Call
2. Reading, correction, and adoption of minutes
3. Reports of Officers
4. Reports of Committee Chairs
5. Unfinished business
6. Elections when appropriate
7. New business
8. Resolutions and orders

9. Adjournment

F. Quorum. A quorum at all meetings shall consist of one-third of the voting membership of the LMSC for Virginia Board of Directors.

G. Draft minutes of proceedings shall be made available to the Board members for review, clarification, or comments within one week following the designated meeting. Board members have one additional week to provide comments back to the Secretary at which time the minutes will be published.

H. Rules of Order. It is recommended that the current Robert's Rules of Order shall be the procedural rules.

Section 6: Election of Officers

A. General Precepts

1. Elections of officers shall be held in even-numbered years. The term "election year" as used in these Bylaws means "even-numbered year."

2. Elections of officers shall be held at the annual meeting of the Board of Directors, which meeting shall be held in accordance with Article I, Section 4, A.

3. Each officer shall serve a term of two years or until a successor is elected, except that no person shall serve more than two consecutive two-year terms as LMSC Chair. After two consecutive two-year terms as Chair, a person may again be elected as Chair after a four year period in which that person does not hold the office of Chair. Each officer's term of office will begin at the end of the meeting at which they were elected.

B. Nominations

1. By July 1 of each election year, the LMSC Chair shall select a Nominating Committee composed of three individuals who are LMSC Board members. An announcement shall be made in the next newsletter and on the website identifying the Nominating Committee membership and calling for interested candidates.

2. The Nominating Committee shall recommend interested and qualified persons in order to present one or more candidates for each office. The Nominating Committee shall publish the slate prior to the LMSC annual meeting in the next newsletter and on the website, along with the date of the upcoming election. In the event of a special election to fill a position mid-term, the Nominating Committee shall publish the slate prior to the special meeting called for the purpose of election.

3. At the election, the Nominating Committee shall present one or more candidates for each office. Additional candidates may be nominated at the annual meeting by any registered member, provided that such candidates give written consent.

C. Voting Procedures and Eligibility. New officers shall be elected by a simple majority of the Board of Directors present at the annual meeting. A quorum must attend the election in order for the vote to be valid. The Nominating Committee shall conduct the election 6 and vote shall be taken by written or electronic ballot, as determined by the Board of Directors, if there is more than one candidate for any office.

Section 7: Fiscal Matters

A. The LMSC's fiscal year shall be from January 1 through December 31 of each year.

B. LMSC bank accounts shall be reconciled at least annually by a person other than any of the individuals authorized to sign checks for the LMSC.

C. Expenses exceeding $5,000 shall require approval by the Board of Directors unless such expenses are authorized in the annual budget approved by the Board of Directors.

D. LMSC bank accounts shall be separate and distinct from any other bank accounts. The LSMC shall not comingle funds with club funds for any reason or accept payment for matters not pertaining to the LMSC, member registration, or LMSC sanctioned, recognized, or otherwise approved events.

E. The LMSC, as a tax-exempt organization, shall file an annual tax return with the Internal Revenue Service.

ARTICLE II: Grievances, Hearings, and Appeals

A. The LMSC shall hear grievances on any matter arising solely within the territorial jurisdiction of the LMSC for Virginia, and involving only its individual or club members. Specifically, complaints may be brought alleging unsporting conduct, defined in the USMS Rule Book, as amended from time to time.

B. Complaints

1. Complaints shall be in writing, shall consist of a concise statement of the behavior or circumstance involved, shall be in writing, and signed by the person responsible for making the complaint. The complaint shall clearly identify the person or entity making the complaint and the person or entity against whom the complaint is made. The complaint shall be directed to the Review Chair.

2. The Review Chair shall dismiss complaints that do not meet the criteria specified in Article II, Paragraph A, and shall notify the LMSC Chair and the party bringing the complaint of this action.

3. If the Review Chair does not dismiss the complaint, the Review Chair shall transmit a copy of the complaint to all other parties involved.

4. The parties other than the complaining party shall have the right to make a written reply, which shall consist of a concise statement of any matter of defense to the complaint, and which shall be made within thirty (30) days from the date the copy of the complaint is transmitted by the Review Chair. Replies shall be in writing and signed by the person responsible for making the reply. The Review Chair shall advise all parties in writing of their hearing rights under these guidelines, as well as their appeal rights in the current USMS Rule Book. The Review Chair, for reasonable grounds, including excusable neglect, may extend any time limit.

C. Mediation and Hearings

1. The Review Chair shall attempt to resolve the controversy by mediation. If mediation is successful, the agreement shall be reduced to writing, signed by the parties, and transmitted to the LMSC Chair. If a party who is the subject of a complaint fails to make a reply, but other parties have replied, then the Review Chair may proceed to mediation under this section, or to a hearing.

2. If no party who is the subject of a complaint makes a reply, then the Review Chair may act on the complaint as filed, or may take evidence or information from any source. The Review Chair shall make such findings as appear to be justified and reasonable to resolve the controversy. Findings shall be reduced to writing and transmitted to the parties and to the LMSC Chair.

3. If no agreement can be reached, the Review Chair shall convene a hearing panel. The Review Chair shall designate three members of the LMSC to act as a panel to resolve the grievance and all matters related thereto. The Chair shall preside over the hearing and give counsel to the panel concerning procedural matters and USMS rules, but shall have no vote.

4. The hearing panel shall take such statements and evidence as it deems necessary to resolve the controversy, and shall, wherever possible, take evidence from all persons identified by a party as having material information. A party to the controversy shall be responsible for making any such witness or evidence available. If the panel deems it necessary to hear testimony, then the Chair may appoint one member to take such evidence and report to the panel. Any cost of production of evidence shall be advanced by the party on whose behalf such evidence is taken.

5. Upon completion of presentation of evidence, the hearing panel shall, by majority vote, resolve the controversy in the form of a written decision. The decision, including any dissent, shall be reduced to writing and transmitted to all parties and the LMSC Chair. If the hearing panel does not dismiss the complaint, it may, deny membership in the LMSC, censure, place on probation, suspend, fine or expel from LMSC membership and member

or any person participating in the affairs of USMS who has engaged in any unsporting conduct set forth in USMS Article 4.

6. Upon rendering of a final decision, the Review Chair shall notify all parties in writing of their right to appeal to the National Board of Review under USMS Article 4. The LMSC may stay the imposition of any penalty pending appeal to the National Board of Review.

ARTICLE III: MISCELLANEOUS

Section 1: Amendments to the Bylaws

A. Any provision of the Bylaws of the LMSC for Virginia not proscribed by the USMS may be amended at any legal meeting by an affirmative voice vote of a simple majority of the Board of Directors.

B. Because of the geographical distances within the Virginia LMSC, Bylaws may also be amended by an email vote of the Board of Directors. In the case of a vote by email, a 2/3 8 majority of the members of the Board of Directors is required to amend the Bylaws. This will not eliminate the need for an annual meeting as stated in Article I, Section 4.

C. A copy of the Bylaws, as they exist, shall be posted on the website.

Section 2: Proxy voting

A. Any member of the LMSC for Virginia Board of Directors may request representation by proxy at any meeting.

B. Requests for proxy voting must be made in writing to the Secretary and must be presented at the time of the roll call at the start of the meeting.

C. Proxies must be registered LMSC for Virginia members.

Section 3: Group exemption from Federal Income Tax

The following paragraphs are included in the LMSC Bylaws so as to be consistent with Section 501(C) (3) of the Internal Revenue Code.

A. The LMSC for Virginia agrees to operate exclusively for public health, safety, and charitable purposes, including for such purposes, the making of distributions to corporations, trusts, community chests, funds, or foundations that qualify as exempt organizations under Section 501(C) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

B. No part of the net earnings of LMSC for Virginia shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the LMSC for Virginia shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of LMSC for Virginia shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the LMSC for Virginia shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the LMSC for Virginia shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the Federal Income Tax under Section 501(C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (C) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

C. Upon the dissolution of the LMSC for Virginia, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the LMSC for Virginia, dispose of all of the assets of the LMSC for Virginia exclusively for the purposes of the LMSC for Virginia in such manner, or to such organization or organizations under Section 501 (C) (3) or the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4: Indemnification Clause

A. Each person who is or was a director, officer, or employee of the LMSC (including the heirs, executors, administrators or estate of such person) shall be indemnified by the LMSC as a division of USMS to the full extent permitted by the Nonprofit Corporation Law of the State of Florida against any liability, cost or expense incurred in the capacity as director, officer, or employee, or arising out of the status as a director, officer, or employee (including serving at the request of the LMSC as a director, trustee, officer, employee, or agent of another not-for-profit organization).

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