

PART 5: UNITED STATES MASTERS SWIMMING INC.: ORGANIZATION AND BYLAWS

ARTICLE 501: MEMBERSHIP

501.1 MEMBERSHIP CATEGORIES

The membership of United States Masters Swimming Inc., hereinafter sometimes referred to as USMS, shall consist of the following categories:

- 501.1.1 Club**—Clubs that register with USMS through an LMSC.
- 501.1.2 Individual**—Individuals who register with USMS through an LMSC.
- 501.1.3 Affiliate**—Organizations that have an interest in Masters swimming. Organizations shall apply to the National Office for affiliate membership. Membership shall be granted or denied by the Board of Directors and shall be coincident with the individual membership year. Dues for affiliate members shall be established by the Board and entitle each affiliate member to one nonvoting delegate to the House of Delegates. Additional nonvoting delegates may be granted by a majority vote of the Board.
- 501.1.4 Allied**—Organizations that have an interest in Masters swimming and also have a national swimming program, national competition that provides for athlete development, due process, a rule book and an officials training program. Organizations shall apply to the National Office for allied membership. Membership shall be granted or denied by the Board of Directors and shall be coincident with the individual membership year. Dues for allied members shall be established by the Board and entitle each allied member to one nonvoting seat on the Board of Directors and one nonvoting delegate to the House of Delegates. Additional nonvoting delegates may be granted by a majority vote of the Board.
- 501.1.5 Other**—Any organization that is interested in swimming on either the national or local level. The House of Delegates may establish classes for such membership.

501.2 MANDATORY MEMBERSHIPS

All of the following shall hold individual memberships in USMS:

- 501.2.1** Members of the House of Delegates and Board of Directors.
- 501.2.2** Members of standing committees and ad hoc committees of USMS.
- 501.2.3** Members of the National Board of Review.
- 501.2.4** Appointees.
- 501.2.5** Officers and members of the board of directors of each LMSC.

501.3 EQUAL OPPORTUNITY

Membership in USMS shall not be denied by virtue of race, creed, gender, religion, political affiliation, disability, sexual orientation or national origin.

**ARTICLE 502:
LOCAL MASTERS SWIMMING COMMITTEE (LMSC)**

The Local Masters Swimming Committee is a subordinate organization of the corporation with supervisory responsibilities within a specified geographical territory.

502.1 LMSC MEMBERSHIP

Each LMSC shall consist of individual members and club members registered through that LMSC. An LMSC shall not place any restrictions on the formation of clubs.

502.2 BYLAWS

Each LMSC shall be governed by bylaws that are consistent with USMS objectives and goals.

502.3 ANNUAL MEETING

Each LMSC shall hold an annual meeting open to all individual members of the LMSC.

502.4 ELECTION OF OFFICERS

Each LMSC shall provide for periodic election of officers in its bylaws.

502.5 FILING OF BYLAWS

Each LMSC shall file a copy of its current bylaws with the USMS National Office.

502.6 BOUNDARY DESCRIPTIONS

Appendix D contains official names and boundary descriptions for each LMSC.

502.7 RECORDS AND RECORD KEEPING

Each LMSC shall comply with the financial record-keeping and reporting requirements of USMS. The LMSC shall forward to the USMS National Office the minutes of the annual meeting and annual financial reports within four months of the end of the LMSC's fiscal year.

502.8 FINANCIAL CONTROLS

LMSC funds shall not be commingled with funds of USMS clubs, individual members or any other person or entity.

502.9 LMSC CHAMPIONSHIP MEETS

Each LMSC may conduct championship meets, but pool meets identified as such should not be scheduled beginning the weekend before, through and including the weekend following the USMS short course and long course national championship meets.

502.10 LMSC MINIMUM STANDARDS

Each LMSC shall meet minimum standards established by the USMS Board of Directors and published in the *USMS Policy Manual*.

ARTICLE 503: ZONES

503.1 ZONE BOUNDARIES

Appendix D contains official names and boundary descriptions for each of the zones.

503.2 ZONE MEETINGS

Each zone shall conduct a meeting in conjunction with the annual meeting of the House of Delegates. Meetings between the annual meetings of the House of Delegates may be called at the discretion of the zone chair or as indicated in zone policies. The zone chairs or designees shall preside at all meetings of their respective zones. Minutes of each meeting should be maintained and forwarded to the vice president of local operations.

503.3 ZONE CHAIRS

503.3.1 Zone chairs shall be elected in odd-numbered years at the zone meeting held in conjunction with the annual meeting of the House of Delegates. The term of office shall be two years.

503.3.2 Zone chairs shall be residents and members of an LMSC in their respective zones.

503.3.3 If a vacancy in the position of zone chair occurs, the vice president of local operations shall consult with the chair of each LMSC in that zone and appoint a new or replacement zone chair, with the concurrence of the USMS president.

503.4 ZONE POLICIES

Each zone may adopt and maintain policies that provide direction on such items as voting rights at meetings, budgets and financial records, zone championship meet conduct, zone records and Top 10.

503.5 ZONE CHAMPIONSHIP MEETS

Each zone may conduct zone championship meets that should not be scheduled from the weekend before, through the weekend following the USMS short course and long course national championship meets.

503.6 COMMUNICATIONS

Zone chairs shall enhance communications among the LMSCs to promote Masters swimming within the zones.

ARTICLE 504: HOUSE OF DELEGATES

504.1 MEMBERSHIP

The House of Delegates of USMS shall consist of the following:

504.1.1 One member from each LMSC. If the LMSC has over 300 individual members, it is entitled to one additional member. For each additional 500 individual members, the LMSC is entitled to one more member in the House of Delegates. Figures shall be determined by the records of the National

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Office for the previous year or June 15 of the current year, whichever is the greater.

- 504.1.2 All voting members of the Board of Directors.
- 504.1.3 All past presidents.
- 504.1.4 All zone chairs.
- 504.1.5 All voting members of the Finance, Legislation, Long Distance and Rules Committees, the chairs of all standing committees, the convention coordinator, the rule book coordinator, the legal counsel and the National Board of Review chair.
- 504.1.6 Nonvoting delegates from affiliate and allied members.
- 504.1.7 The president of USMS shall be empowered to appoint up to 10 percent of the total membership of the House of Delegates as at-large members of the House of Delegates.
- 504.1.8 All members of the House of Delegates shall remain until their successors are selected, except that membership may be terminated by resignation filed with the secretary.

504.2 POWERS

The powers of the House of Delegates shall be as follows:

- 504.2.1 To determine the mission and objectives that shall govern USMS in all of its activities.
- 504.2.2 To delegate responsibility and authority to other USMS entities as prescribed in USMS code and by USMS policy.
- 504.2.3 The following powers are fully the responsibility of the House of Delegates and shall not be delegated:
 - A Elect officers and directors (**Note:** The nomination and election procedures may be delegated).
 - B Amend the *USMS Code of Regulations and Rules of Competition*.
 - C Review and approve the annual budget.
- 504.2.4 To admit to group membership or individual membership any organization or person eligible under this code and who applies.
- 504.2.5 To prescribe and amend the code for the governance of USMS.
- 504.2.6 To call regular and special meetings of USMS and to fix the time, place and manner for holding all meetings not fixed by this code.
- 504.2.7 To collect and expend the monies of USMS.
- 504.2.8 To create, modify or disband standing committees.
- 504.2.9 To alter, amend, repeal or otherwise change any provision of the *USMS Code of Regulations and Rules of Competition*. Explanation and interpretation shall be delegated to the chair and/or committee of jurisdiction.
- 504.2.10 To receive and approve all annual reports.

504.3 MEETINGS OF THE HOUSE OF DELEGATES

- 504.3.1 The annual meeting of the House of Delegates shall be held at such time and place, within or without the state of Ohio, as may be fixed in the notice of such meeting.

- 504.3.2** Special meetings of the House of Delegates may be held at any time, pursuant to a resolution of either the Board of Directors or the House of Delegates.
- 504.3.3** A written notice of all annual and special meetings of the House of Delegates, stating the time, place and preliminary agenda, shall be given to each member of the House of Delegates by mail or electronic mail to each member's last known address at least three weeks prior to the meeting date.
- 504.3.4** Each member of the House of Delegates, except for the representatives of allied and affiliate members, shall have one vote on each matter submitted to the House of Delegates of USMS for vote, consent, waiver, release or other action. There shall be no voting by proxy.
- 504.3.5** A quorum shall consist of those members of the House of Delegates present and voting.

ARTICLE 505: OFFICERS

505.1 POSITIONS

The elected officers of USMS shall be president, vice president of administration, vice president of community services, vice president of local operations, vice president of programs, secretary and treasurer. No person may concurrently hold more than one such office. This amendment will take effect upon passage, at which time the vice president of national operations shall become the vice president of administration and the vice president of member services shall become the vice president of programs.

505.2 ELECTIONS AND TERM OF OFFICE

- 505.2.1** All officers of USMS shall be elected by the members of the House of Delegates at annual meetings held in odd-numbered years. Their terms of office shall commence at the close of the annual meeting of the House of Delegates at which they are elected.
- 505.2.2** Elected officers shall hold office for two years or until their successors are elected and qualified.
- 505.2.3** The current election operating guidelines shall govern the nomination and election proceedings.
- 505.2.4** Each officer is eligible for election to the same office for two terms. No person so elected for two successive terms is eligible for reelection to the same office until after the lapse of two years following the term of office to which that person was last elected.

505.3 DUTIES OF OFFICERS

The duties of the officers shall be as follows:

- 505.3.1** The president shall:
- A** Order meetings of USMS as provided in the code and preside at all meetings of USMS.
 - B** Exercise all the duties pertaining to this office in accordance with the code.
 - C** Serve as an ex officio member of all committees.
 - D** Make appointments as required in Part 5 and as necessary to carry out

the business of the corporation.

- E** Serve as chair of the Board of Directors and the Executive Committee, and as the presiding officer of the House of Delegates.

505.3.2 The vice presidents shall:

- A** Chair their respective divisions.
- B** Coordinate their respective committees' activities and funding as set forth in article 507.

In the event the president is unable to perform assigned duties, the vice president of administration shall perform these duties or, if the vice president of administration is unable to perform such duties, they pass to the vice president of local operations.

505.3.3 The secretary shall make proper arrangements to:

- A** Keep the records of USMS and the House of Delegates.
- B** Conduct all official correspondence of USMS.
- C** Issue all official notices of all meetings of the House of Delegates and Board of Directors.
- D** Serve as secretary of the House of Delegates and Board of Directors.

505.3.4 The treasurer shall:

- A** Be the custodian of all corporate funds.
- B** Oversee the receipt of all USMS funds and all deposits to the accounts of USMS.
- C** Oversee the disbursement of USMS funds as authorized in accordance with the budget.
- D** Invest USMS funds in a prudent manner for the benefit of USMS, in accordance with the investment policies established by the Board of Directors.
- E** Oversee the maintenance of accurate and reliable financial records that document the receipt and disbursement of USMS funds.
- F** Ensure that internal accounting controls are in place to protect USMS assets.

ARTICLE 506: BOARD OF DIRECTORS

506.1 MEMBERSHIP

506.1.1 The voting members of the Board of Directors of this corporation shall consist of:

- A** Each voting member of the Executive Committee.
- B** An at-large director from each zone, nominated by that zone and elected by the House of Delegates.

506.1.2 The nonvoting members of the Board of Directors shall consist of the executive director, legal counsel, all past presidents not already voting members, a representative of each allied organization (as approved by the Board of Directors), and a representative from USA Swimming.

506.2 ELECTION AND TERM OF OFFICE OF AT-LARGE DIRECTORS

- 506.2.1** At-large directors shall be elected at annual meetings held in even-numbered years. Their terms of office shall commence at the close of the annual meeting of the House of Delegates at which they are elected.
- 506.2.2** At-large directors shall hold office for two years or until their successors are elected.
- 506.2.3** The current election operating guidelines shall govern the nomination and election proceedings.
- 506.2.4** Each at-large director is eligible for election to the same office for two consecutive terms. No person so elected for two successive terms is eligible for reelection to the same position until after the lapse of two years following the term of office to which that person was last elected.

506.3 POWERS

The powers of the Board of Directors shall be:

- 506.3.1** To act for USMS and the House of Delegates between meetings of the House of Delegates, except that it shall not have the authority to assume the non-delegable powers of the House of Delegates set forth in article 504.2.3.
- 506.3.2** To adopt and amend policies of USMS.
- 506.3.3** To create, modify or disband committees of the Board.
- 506.3.4** To provide for efficient and effective use of financial and other resources.
- 506.3.5** To prepare or cause to be prepared, prior to each annual meeting, the USMS budget for the next fiscal period and submit same to the House of Delegates for approval.
- 506.3.6** To consider and make determinations regarding budget variance requests.
- 506.3.7** To employ, evaluate and terminate an executive director, who shall report to the Board of Directors.
- 506.3.8** To oversee elections of officers and Board members, in accordance with election operating guidelines. Conduct of elections of officers and Board members shall be delegated to an ad hoc committee composed of at least three members of the House of Delegates, none of whom have conflicts of interest with such elections.
- 506.3.9** To exercise the emergency power to adopt or suspend any swimming rule (Part 1 or Part 3) or administrative regulations of competition (Part 2) provided that the Board, with the advice and consent of the Rules Committee for Part 1, Legislation Committee for Part 2, Long Distance Committee for Part 3 and legal counsel, determines that immediate action is required to serve the interests of USMS. An action taken under this emergency provision shall be effective until the next meeting of the House of Delegates. The president shall make a detailed report of the actions taken to the entire membership of the House of Delegates within 30 days of the action taken.

506.4 MEETINGS

A minimum of two meetings of the Board of Directors shall be held each year (one at the annual meeting of the House of Delegates and one midyear). Meetings held by conference call shall be held on a regular basis. Other meetings of the Board of Directors shall be held at any time or place, within or without the state of Ohio, pursuant to

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a resolution of the Board of Directors or to a call signed by the president or any three directors. Two weeks' written notice of such meeting shall be given to each director. Notice of any meeting may be waived in writing before such meeting. Special matters may be voted upon by the Board of Directors by mail, but no action can thus be taken without the endorsement of a majority of all directors.

506.5 QUORUM

The presence of a majority of the directors with voting privileges shall constitute a quorum at any meeting of the Board of Directors.

506.6 VOTING PRIVILEGES

Each voting member of the Board of Directors shall have one vote. The president may vote by ballot or when the vote could change the outcome. There shall be no voting by proxy.

506.7 PERMANENT COMMITTEES OF THE BOARD

There shall be permanent committees of the Board as set forth in this article. Unless otherwise stated in this article, the president, with the concurrence of the Board, shall appoint the committee chair and the members of each permanent committee. Committee members shall be chosen from the Board and shall also include at least one member of USMS not on the Board.

506.7.1 Finance Committee—The Finance Committee shall:

- A Propose policies pertaining to the financial affairs of USMS for approval by the Board of Directors.
- B Receive and review the reports of the treasurer and controller.
- C Cause to be prepared a summary of the above reports to be presented to the Board of Directors.
- D Annually receive and compile budget requests for the next fiscal year.
- E Assist in the preparation of the USMS annual budget for the next fiscal period and submit same to the Board of Directors for approval and then to the House of Delegates for ratification.

506.7.2 Compensation and Benefits Committee—The Compensation and Benefits Committee shall assist the Board of Directors in setting the compensation and performance goals of the executive director and shall make recommendations to the Board of Directors regarding compensation and benefit plans, policies and programs for USMS.

506.7.3 Governance Committee — The Governance Committee shall be responsible for ongoing review and recommendations to enhance the quality and future viability of the Board and the USMS governance structure, including committees and local and regional divisions of USMS. The committee shall be composed of Board and non-Board members with relevant involvement or expertise in governance and organizational development. The president shall appoint all committee members and a chair of the committee.

506.8 EXECUTIVE COMMITTEE

506.8.1 The Executive Committee shall be a committee of the Board of Directors.

506.8.2 The voting members of the Executive Committee shall consist of:

- A The officers of USMS.

B The immediate past president.

506.8.3 The nonvoting members of the Executive Committee shall consist of:

A The legal counsel.

B The executive director.

506.8.4 The Executive Committee shall have the authority to:

A Carry out policies established by the Board of Directors.

B In an emergency, assume the policy-making responsibilities of the Board of Directors. An action taken under this emergency provision shall be effective until the next meeting of the Board of Directors. The president shall make a detailed report of the actions taken to the entire membership of the Board of Directors within 30 days of the action taken.

506.9 REMOVAL OF BOARD MEMBERS

A voting director, including an officer, may be removed by the Board for failing to attend more than half of the Board meetings during any 12-month period, unless there are demonstrable extenuating circumstances to excuse the absences. Lacking such circumstances, the director shall be removed by a two-thirds vote of the Board. The director in question shall have no vote on such removal.

506.10 VACANCIES

A vacancy in the position of a voting director, including an officer, may be filled for the remainder of the unexpired term by the Board of Directors. An appointed director/officer shall have full rights and responsibilities of the position/office.

ARTICLE 507: COMMITTEES AND APPOINTMENTS

507.1 STANDING COMMITTEES

Standing committees shall be as listed in this article. Unless otherwise specified in this article, the president, with the concurrence of the Executive Committee, shall appoint the chair of each committee, and the president, with the concurrence of the committee chair, shall choose committee members from the individual membership of USMS. When practical, each committee shall have representation from each zone. Committee chairs and committee members shall serve at the pleasure of the president. Each standing committee shall report to an officer of the corporation, who shall be an ex officio member of that committee. Standing committees shall conduct business as necessary throughout the year and shall meet in conjunction with the annual meeting of the House of Delegates. Each committee member shall have one vote. The president may appoint associate members to committees that have reached their full membership. Associate members have participatory rights but no vote or automatic delegate status. The executive director or designee shall be an ex officio member of each standing committee. Associate and ex officio members shall have voice but no vote.

507.1.1 Championship Committee—The Championship Committee shall serve in an advisory capacity to national championship hosts and make recommendations and decisions that enhance the quality of championship meets. The committee, with the assistance of the USMS National Office staff, shall solicit and receive bid proposals. The committee shall review bid proposals and select sites for national championship meets. The committee shall consist

of the committee chair and sufficient members to execute the committee function, including at least three members who have had experience in overseeing a national championship meet and two members without such experience.

- 507.1.2 Coaches Committee**—The Coaches Committee shall recruit, educate and support coaches for USMS members. The committee shall consist of the committee chair and sufficient members to execute the committee function.
- 507.1.3 Fitness Education Committee**—The Fitness Education Committee shall promote the fitness, health and lifestyle benefits of Masters swimming. The committee may also offer programs to members for this purpose. The committee shall consist of the committee chair and sufficient members to execute the committee function.
- 507.1.4 History and Archives Committee**—The History and Archives Committee shall record, collect and preserve documents, stories, photos, exhibits, oral histories and other memorabilia in an appropriate repository and in durable formats to ensure that the achievements of USMS and Masters swimmers will be maintained for posterity. The archived information shall be made available. The committee shall consist of the committee chair and sufficient members to execute the committee function.
- 507.1.5 Legislation Committee**— The Legislation Committee may initiate and shall receive, consider and report proposed amendments with the committee’s recommendations at the annual meeting of the House of Delegates, in accordance with the provisions of Part 6, which includes proposed changes to: Code of Regulations, Organizing Principles, Glossary, Part 2: Administrative Regulations of Competition, Part 4: Participation Conduct, Hearings and Appeals, Part 5: United States Masters Swimming Inc. Organization and Bylaws, and Part 6: Amendment Procedures. When necessary, the committee shall interpret and render opinions regarding any provision of the rules and regulations of USMS within the committee’s jurisdiction as defined in article 601.1. The committee shall consist of the committee chair and sufficient members to execute the committee function, with at least one member from each zone, not to exceed 16 additional members. The Rules Committee chair and the rule book coordinator shall be ex officio members of the committee.
- 507.1.6 LMSC Development Committee**—The LMSC Development Committee shall work to strengthen LMSC governance and operations by providing educational opportunities and mentoring for LMSC boards and officers. The committee shall provide support for LMSCs. The committee shall review and identify LMSCs that are not meeting LMSC minimum standards as defined by the Board of Directors and assist them in achieving compliance. The committee may consult with other committees, coordinators and special appointments as necessary for this purpose. The committee may initiate and shall receive, consider and report proposed amendments to Appendix D: Zone and LMSC Boundaries, with the committee’s recommendations, at the annual meeting of the House of Delegates, in accordance with the

provisions of Part 6. The committee shall consist of the committee chair and sufficient members to execute the committee function.

- 507.1.7 Long Distance Committee**—The Long Distance Committee shall oversee the rules and administration of open water and long distance events. The committee shall solicit and review bid proposals and select the sites for the long distance championship events. The committee shall work in a coordinating and advisory capacity with event hosts and make recommendations to enhance the quality of long distance championship events. The committee shall maintain records and select the Long Distance All-American and Long Distance All-Star Teams. The committee shall assure that the competitive rules in Part 3 of the USMS rules and regulations provide for fair and equitable competition in the best interests of all USMS members and that these members are informed of current rules, interpretations and changes. The committee may initiate and shall accept, consider and report proposed amendments, with the committee’s recommendations, at the annual meeting of the House of Delegates, in accordance with the provisions of Part 6. When necessary, the committee shall interpret and render opinions regarding any provision of the rules and regulations of USMS within the committee’s jurisdiction as defined in article 601.1. The committee shall consist of the committee chair and no more than 16 additional members. The rule book coordinator and Open Water Committee chair shall be ex officio members of the committee.
- 507.1.8 Officials Committee**—The Officials Committee shall be responsible for conducting training, education and certification programs to ensure that the competitive program offered to USMS members is conducted with the highest standard of professional officiating and in full conformance with USMS rules and regulations. The committee shall consist of the committee chair and sufficient members to execute the committee function.
- 507.1.9 Open Water Committee**—The Open Water Committee shall promote the development of and participation in open water swimming. The committee shall develop educational resources for open water participants and event directors. The committee shall increase awareness about open water swimming and identify opportunities to promote USMS. The committee shall consist of the committee chair and sufficient members to execute the committee function. The Long Distance Committee chair shall be an ex officio member of the committee.
- 507.1.10 Recognition and Awards Committee**—The Recognition and Awards Committee shall promote recognition of service to USMS. The committee shall review and approve proposals for all official USMS service awards and ensure that a history of all service awards is maintained. The committee shall be involved in determining method of recognition and recipient selection when appropriate. The committee shall consist of the committee chair, at least four Ransom J. Arthur award recipients, representatives from the Coaches, Long Distance, Records and Tabulation and History and Archives Committees, and sufficient other members to execute the committee function.
- 507.1.11 Records and Tabulation Committee**—The Records and Tabulation Committee shall establish and maintain a standardized process of recording and verifying times and shall publish the Top 10 times, All-American and

All-Star rosters, and USMS national records annually for each course. The committee shall consist of the committee chair and sufficient members to execute the committee function.

507.1.12 Registration Committee—The Registration Committee shall develop effective procedures for registering members and advise the Board of Directors on registration policies. Committee members shall assist LMSC registrars and communicate current policies and procedures. The committee shall consist of the committee chair, one member from each zone and one member-at-large.

507.1.13 Rules Committee—The Rules Committee shall assure that the competitive rules in Part 1 of the USMS rules and regulations provide for fair and equitable competition in the best interests of all USMS members and that members are informed of current rules, interpretation and changes. The Rules Committee may initiate and shall accept, consider and report proposed amendments, with the committee's recommendations, at the annual meeting of the House of Delegates, in accordance with the provisions of Part 6. When necessary, the committee shall interpret and render opinions regarding any provision of the rules and regulations of USMS within the committee's jurisdiction as defined in article 601.1. The committee shall consist of the committee chair and sufficient members to execute the committee function, with at least one member from each zone, not to exceed 16 additional members. The Legislation Committee chair, the rule book coordinator, the Officials Committee chair and the USA Swimming Rules and Regulations Committee chair shall be ex officio members of the committee.

507.1.14 Sports Medicine and Science Committee—The Sports Medicine and Science Committee shall educate members and the public on topics of sports medicine and science. The committee shall stimulate and encourage research pertaining to Masters swimming. The committee shall consist of the committee chair and sufficient members to execute the committee function.

507.2 AD HOC COMMITTEES

The president may establish other committees on an ad hoc basis that are deemed necessary to carry out the duties of the president. The president shall provide the Board of Directors a written description of the ad hoc committee's purpose.

507.3 APPOINTMENTS

507.3.1 Coordinators—The president, with the concurrence of the Executive Committee, shall appoint the coordinators. The Board of Directors may grant a coordinator the same rights and responsibilities as the chairs of standing committees. A coordinator, with the concurrence of the president, may appoint a working group to assist the coordinator.

A Convention coordinator—The convention coordinator shall cooperate with U.S. Aquatic Sports in the preparation of each year's national convention and carry out the operational needs of the House of Delegates and its committees at convention.

B Rule book coordinator—The rule book coordinator shall design, ensure the accuracy of and produce the rule book and other materials or media, as approved by the House of Delegates. The rule book coordinator shall

be an ex officio member of the Legislation, Long Distance and Rules Committees.

- 507.3.2 Legal counsel**—The president shall appoint the legal counsel. The legal counsel shall be an ex officio member of the Board of Directors, Executive Committee and Legislation Committee.
- 507.3.3 Special assignments**—The president may make special assignments that are deemed necessary to carry out the duties of the president and shall provide a written description of duties to the Board of Directors.
- 507.3.4 Liaisons**—The president may appoint liaisons to other organizations to further the interests of USMS. The president shall provide a written description of duties to the Board of Directors.

ARTICLE 508: FINANCIAL POLICY

508.1 FISCAL YEAR

USMS shall have a one-year fiscal period for tax and accounting purposes commencing on the first day of January.

508.2 FEES

Fees shall be established by the House of Delegates.

508.3 BUDGET REQUESTS

Requests for budget items or funding that are disapproved by the Board of Directors (or those not submitted to the Board of Directors) may be approved by the House of Delegates by a two-thirds vote.

ARTICLE 509: PARLIAMENTARY AUTHORITY

509.1 PARLIAMENTARY AUTHORITY

Unless otherwise specified, and subject to all standing rules, the current *Robert's Rules of Order* shall govern all USMS meetings and proceedings.

ARTICLE 510: INDEMNIFICATION

510.1 COVERAGE

Each person who is or was a director, officer or employee of USMS (including the heirs, executors, administrators or estate of such person) shall be indemnified by USMS to the full extent permitted by the Nonprofit Corporation Law of the state of Ohio 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 USMS as a director, trustee, officer, employee or agent of another not-for-profit organization).

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510.2 INSURANCE

USMS may maintain insurance, at its expense, to protect itself and any such person against any such liability, cost or expense. For the purpose of article 510, references to “USMS” include all constituents absorbed in a consolidation or merger as well as the resulting or surviving corporation.

ARTICLE 511: DISSOLUTION

If deemed advisable by the members, USMS may be dissolved pursuant to the applicable provision of the corporation laws of the state of Ohio.

511.1 DISSOLUTION

Upon the dissolution of USMS, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of USMS, dispose of all the assets of USMS exclusively for the purposes of USMS or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary or scientific purposes as shall qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended.