

UNITED STATES MASTERS SWIMMING POLICY

Approved by the USMS Board of Directors September 18, 2011

Note: This is an evolving document and will be updated continually.

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I. Mission, Goals, Objectives and Values

The Mission Statement: To promote health, wellness, fitness and competition for adults through swimming. (adopted by the HOD, September 17, 2011)

The Goals and Objectives and the Core Objectives of United States Masters Swimming are included in the USMS Rule Book under *Organizing Principles*. (www.usms.org/rules)

The Strategic Plan (www.usms.org/admin/policies) includes Values of USMS.

II. Organizational Structure

A. USMS Executive Committee

The legislation that defines the Executive Committee positions can be found in the USMS Rule Book (Article 506.8).

B. USMS Board of Directors

The legislation that defines the Board of Directors positions and the powers of the BOD can be found in the USMS Rule Book (article 506).

C. USMS House of Delegates

The legislation that defines the membership in the House of Delegates and the powers of the HOD can be found in the USMS Rule Book (article 504).

D. Organizational Chart

An organizational chart of the organization can be found on the USMS website at usms.org/admin/policies

III. USMS Executive Director and Employees/Contractors

A. Executive Director

As defined by the Executive Limitations Policy subject to certain limitations, the Board of Directors grants the executive director full authority to manage and operate United States Masters Swimming, The Executive Limitations Policy can be found at usms.org/admin/policies.

1. The USMS executive director is hired, evaluated and may be terminated by the Board of Directors.
2. The selection process for executive director shall be determined by the USMS Board of Directors. The method used for selection shall include an application and interview process.

3. The method used to document the terms of agreement with the executive director shall be determined by the USMS legal counsel and approved by the Executive Committee.
4. The staff and executive director compensation and benefits will be determined by the Compensation and Benefits Committee and approved by the Board of Directors. Prior to finalizing the agreement, legal counsel shall consult with the chair of the Finance Committee to determine compliance with approved budget.
5. The USMS Board of Directors or its designee shall develop and maintain the job description for the executive director. This job description shall be used during the selection process and during performance reviews.
6. An initial performance review generally will be conducted for the executive director between 90 and 120 days following the start of the first period of employment. Performance reviews shall be conducted annually. An interim performance review may be requested by the executive director at any time.

B. Other Employees and Contractors

The executive director hires, evaluates and may terminate all employees and contractors. The Employee Handbook explains the process for hiring and evaluation.

IV. Committee Administration

A. Vice Presidents and Divisions

Standing committees are defined in the USMS Rule Book (article 507.2). Committee chairs report to vice presidents. To determine which committees report to the listed Vice Presidents, see the Organizational Chart at usms.org/admin/policies. Committee Chairs work through their respective Vice President. The Vice Presidents will forward requests for staff help to the Executive Director and will notify the President.

1. Vice President of Administration.
2. Vice President of Local Operations.
3. Vice President of Programs.
4. Vice President of Community Services.

B. Procedures and Policies

Policies and procedures for document retention and budgeting can be found in the Handbook for Committee Chairs. The Handbook can be found at: usms.org/admin/lmschb.

V. Description and Mission Statement for Committees, Coordinators and Appointments

A. Standing Committees

Committee descriptions and missions statements are included in the USMS Rule Book (Article 507).

B. Coordinators

Coordinator descriptions and mission statements are included in the USMS Rule Book (Article 507).

C. Appointments

1. Descriptions for the following are in the USMS Rule Book (article 507):
 - a. Legal counsel.
2. National Board of Review: The authority of the National Board of Review chair can be found in the USMS Rule Book (Article 403).

D. Special Assignments and Liaisons

1. Enabling legislation can be found in Article 507.
2. FOG (IV.C.2) authorizes payment of the convention registration fee for special assignments and liaisons.
3. Current special assignments and liaisons and descriptions of duties:
 - a. UANA representatives and the FINA representative are subject to a vote by the respective organization. USMS submits names of nominees to USAS. USAS sends the names of nominees to the respective organizations. Membership of a USMS member on the UANA Technical Committee and the FINA Technical Committee is not guaranteed.
 - (1) Union Americana de Natacion (UANA): The UANA representatives represent the Masters interests of USAS on the UANA Masters Technical Committee. They coordinate championship opportunities and serve as consultants on international affairs to USAS on Masters-related topics and to the USMS president and executive director, as they pertain to the Americas and Caribbean nations.
 - (2) FINA Representative: The FINA representative represents the Masters interests of USAS to the FINA Masters Technical Committee. The FINA representative coordinates championship opportunities and serves as a consultant on international affairs to USAS on Masters-related topics and to the USMS president and executive director.
 - b. International Swimming Hall of Fame Liaison: The ISHOF liaison is responsible for informing the Board of Directors of activities of interest to USMS: the ISHOF induction ceremonies, the IMSHOF induction ceremonies any other activity open to the swimming public.
 - c. Parliamentarian: The parliamentarian is an expert in rules and procedures and advises the president on matters of procedure. The parliamentarian gives advice; the president makes rulings.
 - d. U.S. Aquatic Sports Representative: The USAS representative represents the interests of USMS on the USAS Board of Directors.
 - e. USA Swimming Liaison to USMS: The purpose of the USA Swimming liaison to USMS is to share information between the Board of Directors of the two organizations.
 - f. USMS Liaison to International Gay and Lesbian Aquatics: The USMS liaison to IGLA facilitates communication between USMS and IGLA primarily by interacting with the governing bodies of both organizations. The IGLA liaison

updates USMS on any IGLA activities that may affect USMS. Conversely, the IGLA liaison updates IGLA on any USMS issues affecting IGLA.

- g. USMS Liaison to USA Swimming: The purpose of this position is to provide for ex-officio representation on each organization's Board of Directors to provide insight into policies, protocols, operations, programs, personnel and personalities to promote better and ongoing relations between the two organizations. The USMS liaison must be a member of USA Swimming and attends the meetings of the USA Swimming Board of Directors and reports actions and items of interest directly to the USMS president. The USMS liaison reads and decides which publications, memos, documents, emails, letters and other communications from USA Swimming may be of a mutual interest to USMS and forwards these items to the USMS president for his/her information and/or action.
- h. Swimming Saves Lives Foundation Board Chair

VI. Procedure for Amending Policies

A. USMS Policies

USMS policies and the LMSC Minimum Standards will be reviewed at least annually by the Board of Directors. Changes in policy require a majority vote of the BOD.

USMS Policies: usms.org/admin/policies

LMSC Minimum Standards: usms.org/admin/lmschb

B. Committee Policies

Internal committee policies will be maintained by the relevant committees. Changes in committee policies are to be included in the committee's report to the convention.

Changes in policy between conventions should be submitted to the BOD for approval.

VII. USMS Policies

A. Financial Policies of the Corporation

1. Budget Process—Statement of Policy: Reviewing and approving the annual budget are fully the responsibility of the House of Delegates and shall not be delegated (Article 504).
2. Financial Operating Guidelines (FOG): Reviewing and approving FOG is the responsibility of the House of Delegates. FOG is posted at www.org/admin/policies
3. The USMS Investment Policy can be found at www.usms.org/admin/policies

B. Board of Directors Policy

1. Committees reporting to the Board of Directors
 - a. Executive Committee. The legislation that defines the Executive Committee positions can be found in the Rule Book (Article 506.8).

- b. **Policy Committee.** The Policy Committee is responsible for maintaining the USMS Policy Manual. The committee will present updates and changes to the BOD for review and approval. The committee will also advise and assist committees, coordinators, liaisons and special appointments in maintaining policy related to their mission.
- c. **Compensation and Benefits Committee.** The Compensation and Benefits Committee makes recommendations to the Board of Directors with respect to overseeing the corporation's and the executive director's overall compensation. The committee shall be composed of five members, serving five year terms, with expertise in human resources, compensation and benefits administration, financial management or nonprofits and who are not employees/contractors of the corporation. The executive director, treasurer, president and members of the committee are the only persons authorized to have access to compensation information. The executive director may share this information with others, as necessary, to conduct the business of the corporation.
- d. **Governance Committee.** The Governance Committee is responsible for ongoing review and recommendations to enhance the quality and future viability of the USMS governance structure, including the board, elected offices, committees and local and regional divisions of USMS.
- e. **Finance Committee.** The president shall nominate and the Board shall approve appointments to the Finance Committee. The Finance Committee shall:
- Develop policies pertaining to the financial affairs of USMS.
 - Receive and review the annual reports of the auditor, treasurer and controller.
 - Prepare or cause to be prepared a summary of the above reports to be presented to the House of Delegates at each annual convention.
 - Work with the Executive Director to review budget requests from officers and committees and the budget prepared by the Executive Director.
 - At each annual convention, work with the Executive Director to finalize USMS's budget for the next fiscal period and submit same to the House of Delegates for approval.
- f. **Investment Committee**
This Committee is responsible for overseeing USMS's investment philosophy of investing the financial assets of USMS, in excess of needed working capital, consistent with a policy of prudent investment planning and protection of assets according to the established USMS Investment Policy approved by the USMS Board of Directors.
- g. **Audit Committee**
The Audit Committee shall assist the Board of Directors with its financial oversight responsibilities. The committee will monitor the reliability and integrity of the financial statements of USMS, monitor compliance with legal and regulatory requirements, monitor and evaluate effectiveness of the organization's

operating systems, and monitor the independence and performances of USMS's external auditors. In performing its duties, the Committee will confer directly with USMS management and external auditors and shall report its findings to the BOD.

The Committee Chair and other members of the Committee shall be appointed by the President for two year terms. At least two members shall be financial professionals. The Committee membership shall consist of an odd number of members with no fewer than five individuals of which a majority shall be non Board members.

2. U.S. Masters Swimming IRS 990 Filing Policy

The Board of the Directors has the fiduciary duty of care to make sure that the organization is following all laws and best practices. Therefore, the Board of Directors shall review and approve the annual IRS Form 990 and related documents prior to filing. Each voting member of the Board shall be provided a copy, either electronically or in paper form prior to its filing. The Form 990 and related documents shall be discussed at a Board meeting or via electronic communication; where the treasurer or tax preparer may make a presentation and answer questions.

Procedure: A qualified and authorized person shall complete the annual Form 990 informational return under the direction of the treasurer. The return shall be reviewed by the executive director and treasurer and then presented to all Board members either via e-mail or by paper copy prior to its filing with the IRS. At the next Board meeting, the treasurer may review the return with the Board.

3. U.S. Masters Swimming Whistleblower Policy

The Whistleblower Policy is intended to provide a mechanism for the reporting of illegal activity or the misuse of U.S. Masters Swimming assets while protecting the employees who make such reports from retaliation.

Questionable Conduct

This policy is designed to address situations in which an employee suspects another employee has engaged in questionable conduct or illegal acts involving USMS's assets. This conduct includes, but is not limited to, outright theft (of equipment or cash), fraudulent expense reports, misstatements of any accounts to any manager or to USMS's auditors, or even an employee's conflict of interest that results in financial harm to USMS. USMS encourages staff to report such questionable conduct and will to best of its ability allow such reports to be done confidentially.

Making a Report

If an employee suspects illegal conduct or conduct involving misuse of USMS assets or in violation of the law, he or she may report it, anonymously if the employee wishes, and will be protected against any form of harassment, intimidation, discrimination or retaliation for making such a report in good faith. Employees can make a report to any of the following USMS executives at any time: executive director, Board president, secretary or National Board of Review

chair. USMS will conduct an investigation into matters reported, keeping the informant's identity as confidential as possible consistent with our obligation to conduct a full and fair investigation.

No Retaliation

An employee who has made a report of suspicious conduct and who subsequently believes he or she has been subjected to retaliation of any kind by any USMS employee is directed to immediately report it to the executive director. Reports of retaliation will be investigated in a manner intended to protect confidentiality as much as practicable, consistent with a full and fair investigation. The party conducting the investigation will notify the employee of the results of the investigation.

USMS disapproves of and will not tolerate any form of retaliation against employees who report concerns in good faith regarding USMS's operations. Any employee who engages in such retaliation will be subject to discipline up to and including termination. A Board or committee member who engages in such retaliation may be subject to removal from such position.

USMS Reporting Procedures

The whistleblower procedure is intended to describe the process through which concerns about the possible misuse of USMS assets are handled pursuant to USMS's whistleblower policy.

- a. An employee makes a report of suspected misuse of USMS assets by reporting it, in person or anonymously to the executive director, Board president, secretary, or National Board of Review chair.
- b. The report is promptly reviewed to determine whether the report constitutes a complaint or a noncomplaint.
 - A *complaint* means any report involving (i) questionable accounting, auditing, financial reporting or internal controls; (ii) suspected fraud, theft, or improper use of company assets; (iii) a violation of USMS's conflict-of-interest policy that results in a financial harm to USMS; or (iv) a claim of retaliation against any employee making a good-faith report regarding any of the preceding matters.
 - A *noncomplaint* means a report of any other matter not involving a misuse of USMS's assets.
- c. If the report is deemed to be a complaint, it will be promptly investigated and forwarded to the Board president. If the report is deemed to be a noncomplaint, it will be referred to the appropriate executive or manager for follow-up. Some noncomplaints may involve serious matters and may require investigation, but may nevertheless not involve misuse of USMS's assets.
- d. Each complaint is fully investigated, and as far as possible handled so as to protect the privacy of the employee making the complaint. A written report of the outcome of each investigation is prepared and delivered to the executive director and Board president.
- e. The executive director or Board president decides whether the report involves a matter that is material. If it is deemed material, it is reviewed by a Board panel pursuant to USMS 403.9, which may forward it for disposition to the Board or may direct senior management to take actions to resolve the situation. If the report is

deemed nonmaterial, it is not reviewed by the board panel but is instead addressed by the executive director or Board president, as appropriate.

4. Community Partner Designation

C. Election Policy of the Corporation

Election policy can be found in Appendix A. It is also posted at www.usms.org/admin/policies

D. National Board of Review Policy

Enabling legislation, jurisdiction, authority and appeals procedures can be found in the Rule Book in article 403.

E. Editorial Policy

Publication policies and the Style Guide can be found at www.usms.org/admin/policies

F. Privacy Policy

1. The Privacy Policy was passed by the BOD 9-28-07 and amended 2-09-08 and 7-18-09.

2. U.S. Masters Swimming collects information from its members as part of the registration process. This information includes, but may not be limited to, member's name, address, phone number, email address, date of birth and gender. USMS does not collect Social Security numbers. As part of the registration process, USMS assigns a unique member identification number.

USMS and its affiliates have access to this information through and upon completion of the registration process. USMS affiliates include Local Masters Swimming Committees (LMSCs), registered clubs, sanctioned events and the member registration vendor and event registration vendors.

A. Financial Information

Members may pay for membership and register for events with credit cards; however, USMS does not retain credit card information once a transaction is completed. Third-party vendors contracted by USMS or its affiliates to perform member registration and event registration may have different policies.

B. Use of Member Information

USMS and its affiliates communicate with its members through the mail and email. This requires access to member information to properly send information. Members may choose to opt out of receiving such information by contacting their LMSC registrar.

USMS and its affiliates sanction competitions. For the purpose of entering competitions, a member's registration information, including but not limited to name, date of birth, age, gender and member identification number, are used for the purpose of verifying membership and for segregating the results of the competition. In order to facilitate this process, USMS may provide membership information to meet organizers and other meet officials.

USMS and its affiliates assemble and publish lists of results, including the results of single competitions as well as cumulative lists such as the annual Top 10 lists. These lists segregate the results based upon gender and age group and include the age of each competitor at the time of the competition. Publishing these results may include posting the results on websites affiliated with USMS.

C. Verification of Membership

In order to conduct its business, USMS and its affiliates are required to verify membership. Individual member name, member identification number and last year of registration may be posted on the USMS and affiliated websites.

D. Requirements for Membership

In order to conduct its normal business, USMS requires members to supply their correct date of birth and gender. USMS reserves the right to request verification of personal information and may withhold membership if this information is not supplied.

E. Sharing Membership Lists with Sponsors

USMS may provide its membership lists, including member name and address, to sponsors for the purpose of sharing information about the sponsor's products or to offer USMS members special opportunities. USMS does not provide member phone numbers or member email addresses to sponsors. USMS shares the lists under strict conditions that include prohibiting the sponsor from further sharing the membership list with other entities. Members may choose to opt out of receiving sponsor information by contacting their LMSC registrar.

G. Confidentiality Policy

1. Purpose. In the course of fulfilling its mission to promote fitness and health in adults by offering and supporting Masters swimming programs, USMS collects and creates confidential information. The purpose of this policy is to ensure that disclosure of confidential information is limited to authorized persons and authorized business purposes.
2. Directors, employees, contractors and volunteers of USMS shall not disclose, divulge or make accessible confidential information belonging to or obtained through USMS or its members to any person, other than to persons who have a legitimate need for such information and to whom USMS has authorized disclosure. Directors, employees, contractors and volunteers shall use confidential information solely for the purpose of performing services for USMS. This policy is not intended to prevent disclosure where disclosure is required by law.
3. Examples of confidential information include, but are not limited to:
 - a. Personal identification information about USMS members, which is any piece of information that can potentially be used to uniquely identify, contact or locate a single person.
 - b. Negotiations and business arrangements with sponsors, vendors, contractors, lessors and other potential or actual business associates
 - c. Proprietary information that allows USMS to be more competitive in the marketplace, such as future marketing or business plans.
 - d. Information about litigation and/or investigations.
 - e. Information created or obtained during an employee hiring process.

f. Information created or obtained in the context of an ongoing or former employment relationship, such as salaries and wages, Social Security numbers, financial information or performance records.

H. Conflict of Interest Policy

1. To ensure there is no perception of bias and to ensure the integrity and fairness of decisions made by USMS, all members in decision-making positions (officers, members of the Board, employees and contractors) must maintain the highest level of integrity and behavior.
2. In the event that any officer, member of the Board of Directors, employee or contractor has a financial interest in any contract or transaction involving the corporation, such individual shall not participate in the corporation's evaluation or approval of such contract or transaction unless the material facts of the relationship or interest are disclosed and known to the president; or in the case of financial interests of the president, the Board of Directors. If such disclosure is made, the contracts or transaction shall not be voided if the Board or committee in good faith authorized the contracts or transaction by the affirmative vote of the majority of the disinterested directors or committee members, and provided the contract or transaction is fair to the corporation at the time it is authorized.
3. On an annual basis, each officer, member of the Board of Directors, employee and contractor shall read and sign the United States Masters Swimming Conflict of Interest Statement.

VIII. Committee Policies

A. Open Water Policy

Open water policies can be found at www.usms.org/admin/lmschb

B. Championship Policy

IX. LMSC Policy in the Guide to Operations

<http://www.usms.org/admin/lmschb/>

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