

**AMENDED AND RESTATED BYLAWS AND STANDING RULES OF
ALASKA LOCAL MASTERS SWIM COMMITTEE, INC.**

(REVISED November, 2013)

**ARTICLE I
GENERAL**

Section 1. The mission shall be to promote health, fitness and competition for adults through swimming in accordance with the standards and under the rules prescribed by the United States Masters Swimming, Inc. (USMS) and this Local Masters Swim Committee (LMSC).

Section 2. The name of this Local Masters Swim Committee (LMSC) shall be Alaska Local Masters Swim Committee or Alaska LMSC. The geographic boundaries of this LMSC shall include: The State of Alaska.

Section 3. The LMSC shall have jurisdiction over the sport of masters swimming as has been delegated to it by USMS.

**ARTICLE II
LMSC OFFICE**

The registered office of the corporation shall be located at address of the current Alaska LMSC Chairperson, who will notify the USMS Secretary in writing. Any changes must be sent to the USMS secretary immediately.

**ARTICLE III
MANAGEMENT**

LMSC BOARD OF DIRECTORS

Section 1. The business affairs of the corporation shall be conducted by its Board of Directors which may exercise all such powers of the corporation to act for the LMSC and its members during the interval between membership meetings, except that it may not amend these By-Laws. All such actions shall be subject to review/recall at the annual membership meeting. It shall:

- A. Establish program and policy, subject to ratification by the membership and to lend direction thereto.
- B. Call regular and special meetings of the Board of Directors.
- C. Call an annual membership meeting of all members of the LMSC.
- D. Make interim appointments to the Board of Directors as replacements to fill vacancies.
- E. Appoint, before the end of July, delegates to the USMS Convention and establish a stipend to them.
- F. Review and adopt the annual budget of the LMSC.

Section 2. The number of elected directors of the corporation shall be four (4): Chairperson, Assistant Chairperson, Secretary, and Treasurer. The Assistant Chair may also serve as the Secretary.

Section 3. Only members of the LMSC are eligible to hold office.

Section 4. Duties of Elected Directors

A. The Chairperson shall be responsible for the day-to-day management of the business affairs of the LMSC, shall call general meetings and meetings of the Board of Directors as deemed necessary, shall preside at all meetings, shall appoint standing and special committees as necessary, shall appoint USAS/USMS convention delegates with the advice and consent of the Board of Directors. The Chair shall monitor the activities of the elected directors, offering guidance and support. The Chair shall communicate with the LMSC membership and thereby act as an information conduit between USMS and the LMSC's individual members.

A. The Assistant Chair shall have the duties and powers of the Chair in the absence of the Chair, and shall otherwise give support and advice to the Chair.

I. The Secretary shall attend all sessions of the Board of Directors and record the minutes at all proceedings. The secretary shall keep copies of the By-Laws and Alaska LMSC Policies, any amendments thereof, meeting minutes and related corporate documents. During an election year, the secretary will gather information regarding nominees from the Nominating Committee and generate a report to be presented at the Annual Meeting prior to elections.

I. The Treasurer shall have the duty to supervise the receipt of all monies and funds of the corporation and shall supervise the deposit of the same in the financial institutions designated by the Board of Directors and in the name and to the account of the corporation. Such funds shall be paid out only as may be directed by the Board of Directors. The treasurer shall keep full and accurate books of account and shall make such timely reports of such official financial transactions of the corporation as may from time to time be required by the Board of Directors and the National USMS Office. The treasurer shall be responsible for preparing the annual budget for review and approval by the Chair and Board of Directors.

Section 5. Each elected director shall serve a two (2) year term or until a successor is elected.

Section 6. Nominations. The slate of directors to stand for election will be prepared by a nominations committee, with a minimum of two (2) serving. Nominations shall be distributed to the membership in writing with the notice of the annual meeting. Additional nominations from the floor will be accepted, but such nominees must have indicated a willingness to serve.

Section 7. The voting members of the Board of Directors shall be composed of 1) the elected members of the Board of Directors, (2) the immediate past chair, 3) the current chairs of the standing committees designated by the voting members of the Board of Directors, 4) an Alaska LMSC member serving as the Northwest Zone Chair, and 4) Alaska LMSC members who are members of a USMS national committee.

Section 8. A vacancy occurring of the Board of Directors shall be filled at a special meeting of the voting members of the Board of Directors called for that purpose by the affirmative vote of a majority of the remaining directors, though the remaining directors be less than a quorum. The new director shall serve only the unexpired term of his predecessor.

Section 9. Regular meetings of the Board of Directors may be held upon such notice, at such time and place as shall be determined by the Board of Directors. Unless otherwise determined, notice of the time and place of a meeting of the Board of Directors shall be delivered, either personally, by mail, email or telephone, to each voting member at least six (6) days prior to the date of the meeting.

Section 10. Special meetings of the Board of Directors shall be called by the secretary when requested by the chair or when requested in writing by any two of the directors. Notice of the special meeting shall be delivered to each director either personally, by mail, email, or telephone and must be received by the director not less than three (3) days prior to the meeting.

Section 11. One-third of the number of voting directors then serving on the Board of Directors shall constitute a quorum for the transaction of business at any meeting. The act of the majority of the directors present at any meeting at which a quorum is present shall be the act of the Board of Directors.

Section 12. Standing Committees. The Board of Directors may appoint the following standing committees and persons to chair these committees:

Awards/Recognition, Coaches, Data Manager, Fitness, Historian, Nominating, Officials, Open Water, Records, Registration, Sanctions, Scholarship, Top Ten, and Web Site. Committee responsibilities are as follows:

Awards/Recognition Committee shall 1) solicit nominees for Alaska LMSC special awards or recognition, 2) present nominees to the Board of Directors, 3) oversee the purchase of Alaska LMSC special awards, and 4) order, with the approval of the Board of Directors, and maintain an adequate inventory of meet awards.

Coaches Committee shall 1) act as a resource in providing information to Alaska LMSC members regarding swimming and training techniques, and 2) act as a facilitator for communications among Masters coaches. Dissemination of information may be accomplished via submission of articles to the webmaster for publication, organization of

stroke clinics, etc.

Data Manager shall 1) receive entries, 2) notify the Registrar of swimmers needing membership verification, 3) prepare heat sheets and other documentation for Alaska LMSC meets, 4) compile and publish meet results, 5) provide the Top Ten Committee with meet data, and 6) provide requested documentation to the Records Committee.

Fitness Committee shall 1) develop and promote fitness swimming activities for Alaska LMSC members, and 2) educate adults on the fitness benefits of swimming.

Historian shall collect, preserve, and compile significant Alaska LMSC historical materials.

Nominating Committee shall accept a slate of officers to stand for elections and nominations from the membership for electing Board of Director Officers.

Officials Committee shall 1) serve as a liaison between Alaska LMSC and Alaska Swimming officials, 2) ensure that Alaska officials officiating at Masters meets are knowledgeable regarding USMS Swimming Rules, and 3) assist, if necessary, in obtaining officials for Masters meets.

Open Water Committee shall 1) be responsible for the scheduling and conduct of all Open Water events. This committee will work with the sanctioning chair to obtain sanctioning for the event.

Records Committee shall 1) maintain and disseminate a current list of LMSC records for each course, 2) be custodian of Zone and National records as published, and 3) prepare and submit "Application for USMS and/or World Record" forms for swims in events sanctioned or recognized by Alaska LMSC.

Registration Committee (Registrar) shall 1) maintain a list of individuals members in the LMSC, 2) maintain a list of clubs and workout groups within the LMSC and maintain a list of club and workout group members, 3) notify individual members of dues and assessments, 4) send reports to USMS National Office when requested, 5) bank all monies received, 6) verify current registration for all entrants in Alaska LMSC events, and 6) communicate with the Open Water Committee to ensure all participants in these events are registered with USMS either by a yearly registration or a One Event Registration.

Sanctions Committee shall 1) provide a process for obtaining an LMSC sanction after determining that all prerequisites are met (e.g., officials, pool length, etc.), 2) list all USMS sanctioned events using the USMS Calendar of Events/Sanction Request Tool, 3) ensure that all participants are USMS members for sanctioned events, 4) provide event directors with a list of required activities for conducting an event and 5) upload event results to the online meet results section of the USMS website within two (2) weeks of an event end date.

Scholarship Committee shall 1) see that current scholarship information is published on the Alaska LMSC and Alaska Swimming websites at the beginning of each school year, 2)

examine and judge the scholarship applications using the scholarship rubrics, 3) write a report of the scholarship winner to be read at the annual meeting and published on the Alaska LMSC website, 4) inform the Chair of the scholarship winner, and 5) make any modifications to the scholarship materials as necessary.

Top Ten Committee shall 1) prepare a Top Ten Report for each course, and 2) submit each report to USMS and the LMSC Records chair in a timely manner.

The Website Committee shall 1) maintain the website with up-to-date information about the LMSC and its activities in a timely manner, 2) interact with the USMS webmaster and other swimming related web masters as needed, 3) update stored LMSC information that is available on the USMS website, 4) review and maintain web page policies, and 5) assist workout groups within the LMSC regarding their websites.

Section 13. The Board of Directors of this corporation shall serve without compensation.

Section 14. Any director may be removed with or without cause by the Board of Directors whenever in the judgment of the remaining directors on the Board the best interest of the corporation will be served by such removal. The removal shall be without prejudice to the contract rights, if any, to the person so removed. Prior to any removal, the director sought to be removed must be given reasonable prior notice of the impending action and a reasonable opportunity to speak on his/her own behalf before the Board of Directors at a regular or special meetings.

ARTICLE IV MEMBERSHIP

Each registered Masters Swimmer in Alaska can be a member of a club registered with USMS or shall be unattached.

Section 1. CLASSIFICATION

- A) Club members: Each registering swimmer must specify the club to which he/she belongs on the registration form. If the club space is incomplete on registration form, the Registrar shall contact the registrant and confirm the club affiliation.
- B) Unattached members: An unattached swimmer is an individual member who is registered with the club Unattached through the LMSC. Swimmers registered with the club Unattached shall not compete in relays or score club points in competition. If a swimmer registers as unattached, the Registrar shall contact any such registrants and confirm that they do wish to swim unattached.
- C) Individual members shall include any athlete, coach, official, administrator or other interested person who is 1) interested in the purposes or programs of the LMSC; and 2) who has completed the required membership application and paid the required membership fee to the LMSC which includes the fee to USMS.

Section 2. WORKOUT GROUPS

- A) Definition: A Masters Workout Group shall be defined as a group of swimmers registered with a club within the Alaska LMSC who form a “team” for training and/or competition at meets within the State of Alaska. This group cannot be registered as a club within USMS.
- B) Online Registration: Workout groups wishing to be listed in the online registration system must register and pay the annual fee. If a workout group does not wish to be listed online, their members will select the parent club when they register. Unregistered groups will still be able to compete together as a group at any scored meet in the Alaska LMSC.
- C) Affiliation: Each swimmer registered with a club may be affiliated with one Masters Workout Group or shall be unaffiliated (not associated with any Masters workout group). This may be done: 1) during the yearly registration process if the workout group is registered, or 2) or at any time during the year (except during the “black-out” period associated with the Short Course Yards State Swimming Championships or any other scored meet) by contacting the registrar.
- D) Blackout Period: The blackout period is defined as the period of time from the entry deadline of a scored meet until the day after the conclusion of the meet.

Section 3. DUTIES AND POWERS OF MEMBERS

- A) To elect officers.
- B) To ratify or rescind policy and programs established by the Board of Directors.
- C) To amend the By-Laws of the LMSC.

Section 4. ANNUAL MEETING. The annual meeting of the membership shall be held no later than November 15 of each year. The time and place of the annual meeting of the members shall be determined by the Board of Directors.

Section 5. ORDER OF BUSINESS - At all membership meetings, the following is the order of business:

- A. Roll Call.
- B. Reading and adoption of minutes.
- C. Reports of Officers
- D. Reports of Committees
- E. Unfinished Business
- F. Elections where appropriate.
- G. New Business
- H. Resolutions and Orders
- I. Adjournment

Section 6. VOTING. Each member shall have one (1) vote at meetings of the membership, in person or by proxy.

Section 7. QUORUM. A quorum at all membership meetings shall consist of currently registered Alaska LMSC members or representatives present providing there are at least

three (3) board members and not less than 10% of the total membership in addition to the board members.

Section 8. Alaska LMSC RECORDS. SCY, SCM, and LCM records may be set by swimmers currently registered with the Alaska LMSC.

ARTICLE V GRIEVANCES

Section 1. Grounds for Grievance. Any individual member of the LMSC may bring a complaint on any issue listed below:

- A. Violation of the opportunity to participate, as set forth in Article 4 of the Rules of USMS;
- B. Discrimination in violation of Article 5 of the Rules of USMS.
- C. Any act of fraud, deception, dishonesty, misfeasance or malfeasance in connection with any USMS-related activity;
- D. Any nonconsensual physical contact, obscene language or gesture, or other threatening language or conduct of or directed toward meet personnel or any competitor or other meet attendee, in connection with a USMS event;
- E. Any act, conduct or omission that is detrimental to the image or reputation of USMS, and Alaska LMSC, or the sport of swimming.

Section 2. Complaint Procedure. A complaint 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 Assistant Chair, unless the Assistant Chair is a party of the complaint. In that case, the grievance shall be directed to the Chair. Upon receipt of the complaint, the Assistant Chair shall first make a determination whether the subject matter involves an issue for which there are grounds for grievance as defined above. If the Assistant Chair determines that the complaint does not meet such criteria, the Assistant Chair shall dismiss the complaint and notice of the same shall be transmitted to the party bringing the complaint and to the Chair. If the Chair does not agree with this determination or otherwise feels it appropriate, the Chair may refer the matter to the Board, who will, by majority vote, have the authority to overrule the Assistant Chair's determination. If the Assistant Chair does not dismiss the complaint, the Assistant Chair shall transmit a copy of the complaint to all other parties involved. The parties to any controversy shall be the USMS member or entity that makes the complaint, the USMS member or entity that is the subject of the complaint, and, if appropriate, the LMSC. 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 explanation or defense to the complaint, and which shall be made within twenty (20) days from the date the copy of the complaint is transmitted by the Assistant Chair. Replies shall be in writing and signed by the person responsible for making the reply. The Assistant Chair shall advise all parties in writing of their hearing rights under these guidelines, as well as their appeal rights under Article 4 of the Rules of USMS. The Assistant Chair, for reasonable grounds, including excusable failure to satisfy a deadline, may extend any time limit.

Section 3. Mediation or Resolution by the Assistant Chair. After all parties have transmitted written statements to the Assistant Chair (or if the time for same has passed without a statement being transmitted), the Assistant Chair shall attempt to resolve the controversy by mediation. The method of mediation shall be at the discretion of the Assistant Chair. Methods of mediation may include (without limitation) in-person contact, telephone contact, or communication by writing or email. If mediation is successful, the agreement shall be reduced to writing, signed by the parties, and transmitted to the Chair. If a party who is the subject of a complaint fails to make a reply, but other parties have replied, then the Assistant Chair may proceed to mediation under this section, or to a hearing under the following section. If no party who is the subject of a complaint makes a reply, then the Assistant Chair may act on the complaint as filed, or may take evidence or information from any source. The Assistant 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 Chair.

Section 4. Hearing Procedure. If no agreement can be reached and the Assistant Chair has not otherwise resolved the controversy, the Assistant Chair shall convene a hearing panel to resolve the controversy. The Assistant Chair shall designate up to three (3) members of the LMSC, other than those persons involved in the complaint, to act as a panel to resolve the grievance and all matters related thereto. Assistant Vice Chair shall preside over the hearing and give counsel to the panel concerning procedural matters and USMS rules, but shall have no vote. The hearing panel 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. Any cost of production of evidence shall be paid by the party on whose behalf such evidence is taken. 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 to the 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 the LMSC membership any member or any person participating in the affairs of USMS who has engaged in any conduct set forth in Section 1. If a person is expelled from the LMSC, such action shall be transmitted by the Assistant Chair to the USMS National Board of Review for further action, as necessary. Upon the rendering of a final decision, the Assistant Chair shall notify all parties in writing of their right to appeal to the USMS National Board of Review under Article 4 of the Rules of USMS. The Board, by majority vote, may stay the imposition of any penalty pending appeal to the USMS National Board of Review.

ARTICLE VI REPORTS AND REMITTANCE

Section 1. AUDIT. An audit of the LMSC bank accounts may be performed each year prior to the Annual Membership Meeting by a committee appointed by the LMSC Chair. The audit of the accounts is to be signed either by a Certified Public Accountant or by three (3) members of the Board of Directors. The Secretary of Alaska LMSC shall then forward the

audit of the accounts to the Treasurer of Alaska LMSC for filing.

Section 2. ANNUAL REPORTS. The Secretary or Chair shall forward a copy of the LMSC annual meeting minutes to the USMS secretary within thirty (30) days following the annual meeting.

ARTICLE VII AMENDMENTS

These By-Laws may be amended, in whole or in part, by a committee of board members or at any regular or special meeting called for that purpose by the affirmative vote of a majority of the voting directors present at a meeting at which a quorum of voting members is present provided that notice of the proposed amendment is given in the notice of the meeting or notice thereof is waived in writing by all voting directors.

ARTICLE VIII INDEMNIFICATION

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 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 the LMSC as a director, trustee, officer, employee or agent of another not-for-profit organization).

ARTICLE IX DISSOLUTION

Upon dissolution, the net assets of the LMSC will not inure to the benefit of any private individual or corporation, but will be distributed to United States Masters Swimming, Inc. to be used exclusively for educational or charitable purposes, or, if United States Masters Swimming, Inc. is not then in existence, or is not then a corporation which is exempt under Section 501 (c) (3) of the Internal Revenue Code and to which contributions, bequest, and gifts are deductible under Sections 170 (c) (2), 2055 (a) (2) and 2522 (a) (2) thereof, such assets shall be distributed to such a corporation, to be used exclusively for educational or charitable purposes.