

**ARTICLE 604**

**HOUSE OF DELEGATES**

**604.1 MEMBERS** - The House of Delegates of SNS shall consist of the Group Member Representatives, the Athlete Representatives, the Coach Representatives, the Board Members designated in Section 605.1, and the At-Large House Members.

- .1 **GROUP MEMBER REPRESENTATIVES** - Each Group Member in good standing shall appoint from its membership a Group Delegation of one or more Group Member Representatives and may appoint one or more alternates for each representative. The appointment shall be in writing, addressed to the Secretary of SNS and duly certified by the chief executive officer or secretary of the appointing Group Member. The appointing Group Member may withdraw one or more of its Group Member Representatives or one or more of its alternates and substitute a new Group Member Representatives or new alternates by written notice, addressed to the Secretary of SNS and signed by the chief executive officer or secretary of the appointing Group Member.

The maximum number of representatives allowed in the Delegation for each Group Member shall correspond to the number of year-round registered swimmers (including Outreach swimmers) and the number of seasonal athlete members on the Group Member's roster in the SWIMS database as of August 31 of the prior year, and that maximum number of representatives shall remain in effect until August 31 of the current year. A Group Member may appoint a Delegation of fewer Group Member Representatives than the maximum number of representatives allowed, provided that the Group Delegation includes the Minimum Required Representatives. The maximum number of representatives allowed in the Group Delegation of each Group Member shall be as follows:

<u>Registered Swimmers</u>	<u>Maximum Number of Representatives</u>	<u>Minimum Required Representatives</u>
0-24	1	none
25-99	2	At least 1 athlete
100-174	3	At least 1 coach and 1 athlete
175-249	4	At least 1 coach and 1 athlete
250+	5	At least 1 coach and 1 athlete

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- A. Group Member Athlete Representative shall be an athlete member who has the qualifications as the Athlete Representative identified in Section 604.1.2.
  - B. Group Member Coach Representative shall be a coach member who has satisfied all the membership requirements of a coach member at the time of any House of Delegates meeting at which he or she is to be a Group Member Coach Representative.
- .2 **ATHLETE REPRESENTATIVES** - An Athlete Representative must (a) be an Athlete Member or a Seasonal Athlete Member in good standing; (b) be at least thirteen (13) years of age; (c) be currently competing, or have competed during the three (3) immediately preceding years, in the program of swimming conducted by SNS or another LSC; and (d) has his or her place of permanent residence in the Territory and expect to reside therein throughout at least the first half of the term (other than periods of enrollment in an institution of higher education).
- .3 **COACH REPRESENTATIVES** - One Coach Representative shall be elected, in even numbered years for a two-year term, or until a successor is elected. The election of the Coach Representative shall be conducted during SNS's long course age group swimming championship, at a meeting timely called by the Coach Representative or the Board of Directors and determined by a majority of the Coach Members in good standing present and voting or, failing that, at a time and place and in a manner designated by the Board of Directors.
- .4 **AT-LARGE HOUSE MEMBERS** - Up to ten (10) non-athlete at-large members of the House of Delegates may be appointed by the General Chair with the advice and consent of the Board of Directors. Additionally, a sufficient number of athlete members shall be appointed by the General Chair, with advice and consent of the Board of Directors, as At- Large House Members to ensure 20% of the voting membership of the House of Delegates (taking into account the Group Member Athlete Representatives). Each at- large Athlete Representative must meet the qualifications as identified in Section 604.1.2. The At-Large House Members shall hold office from the date of appointment through the end of the fiscal year in which they were appointed.

**604.2 ELIGIBILITY** - Only Individual Members in good standing shall be eligible to be elected or appointed members of, to be heard at or to vote at the House of Delegates in any capacity. Members of the House of Delegates must maintain their status as Individual Members in good standing throughout their terms of office.

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**604.3 VOICE AND VOTING RIGHTS OF MEMBERS** - The voice and voting rights of members of the House of Delegates and of Individual Members shall be as follows:

**.1 GROUP MEMBER REPRESENTATIVES -**

- A. Provided that a Group Delegation has among its Group Member Representatives the Minimum Required Representatives (as defined in 604.1.1) present at any given meeting of the House of Delegates, then the Group Member Representatives of the said Group Delegation shall have both voice and one vote each in said meeting of the House of Delegates.
- B. If a Group Delegation is required to have an Athlete Representative, and if the required Athlete Representative is not present at any given meeting of the House of Delegates, then the Group Member Representatives of the said Group Delegation shall have voice, but only one Group Member Representative will have a vote in said meeting of the House of Delegates.
- C. If a Group Delegation is required to have an Athlete Representative and a Coach Representative, and if the required Athlete Representative is present but the Coach Representative is not present at any given meeting of the House of Delegates, then the Group Member Representatives of the said Group Delegation shall have voice, but only the Athlete Representative and one other Group Member Representative will have a vote in said meeting of the House of Delegates.

**.2 BOARD MEMBERS, THE COACH REPRESENTATIVE AND AT-LARGE HOUSE MEMBERS** - Each of the Board Members, the Coach Representative and the At-Large House Members shall have both voice and one vote each in meetings of the House of Delegates.

**.3 AFFILIATED GROUP MEMBER REPRESENTATIVES** - Group Member Representatives of Affiliated Group Members, unless entitled to vote under another provision of these Bylaws, shall have voice but no vote in meetings of the House of Delegates and its committees.

**.4 INDIVIDUAL MEMBERS** - Individual Members who are not members of the House of Delegates may attend open meetings of the House of Delegates and its committees and be heard in the discretion of the presiding officer. Unless entitled to vote under another provision of these Bylaws, Individual Members who are not members of the House of Delegates shall have no vote in meetings of the House of Delegates.

**604.4 DUTIES AND POWERS** - The House of Delegates shall oversee the management of the affairs of SNS and the establishment of policies,

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procedures and programs. In addition to the duties and powers prescribed in the USA Swimming Rules and Regulations or elsewhere in these Bylaws, the House of Delegates shall:

- 1 Elect the officers and the committee chairs and coordinators listed in Section 606.1 in accordance with Sections 606.2 through 606.6;
- 2 Elect alternates to the USA Swimming House of Delegates in accordance with section 507.1.3 of the USA Swimming Rules and Regulations;
- 3 Elect the members of the Nominating Committee;
- 4 Review, modify and adopt the annual budget of SNS recommended by the Board of Directors;
- 5 Call regular and special meetings of the House of Delegates;
- 6 Review, modify and adopt the Rules and Regulations of SNS;
- 7 Ratify or prospectively modify or rescind policy and program established by the Board of Directors, except any action or authorization by the Board of Directors with respect to contracts or upon which any person may have relied shall not be modified or rescinded;
- 8 Establish joint administrative committees, or undertake joint activities with other sports organizations where deemed helpful or necessary by SNS;
- 9 Establish by resolution, the SNS Rules and Regulations Manual or the SNS Policies and Procedures Manual one or more committees of its members. The committees shall have the powers and duties specified in the resolution, the SNS Rules and Regulations Manual or the SNS Policies and Procedures Manual, which may include delegation of one or more of the powers and duties of the House of Delegates other than the powers to amend these Bylaws or remove Board Members and other elected officers;
- .10 Amend the Bylaws of SNS in accordance with Section 611.3; and
- .11 Remove from office any Board Members, members of the Administrative Review Board, or committee chairs or members or coordinators who have failed to attend to their official duties or member responsibilities or have done so improperly, or who would be subject to penalty by the Zone Board of Review for any of the reasons set forth in Article 404.1.3 of USA Swimming Rules and Regulations. However, no Board Member, Administrative Review Board member or elected committee chair or coordinator may be removed except upon not less than thirty (30) days written notice by the Secretary or other officer designated by the House of Delegates specifying the alleged deficiency in the performance of member responsibilities or specific official duties or other reason. All notices and proceedings under this section shall be prepared, served and

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processed utilizing the procedures for a formal hearing pursuant to Article 406 of the USA Swimming Rules and Regulations to the extent applicable. Should the Board Member, Administrative Review Board member, or elected committee chair or coordinator contest the alleged deficiency or other reason alleged in the notice, the House of Delegates shall hold a hearing at which the defendant shall have the same rights as if the hearing were to be conducted by the Zone Board of Review pursuant to Part Four of the USA Swimming Rules and Regulations.

**604.5 ANNUAL AND REGULAR MEETINGS** - The annual meeting of the House of Delegates of SNS shall be held not later than August 31 each year. Regular meetings of the House of Delegates shall be held in accordance with a schedule adopted by the House of Delegates or the Board of Directors.

**604.6 SPECIAL MEETINGS** - Special meetings of the House of Delegates may be called by the Board of Directors or the General Chair. Should the Board of Directors or the General Chair fail to call the annual or scheduled regular meetings or should a special meeting be appropriate or helpful, a meeting of the House of Delegates may be called by a petition signed by at least one (1) member from at least five (5) separate Group Members of the House of Delegates or by at least three Board members.

**604.7 MEETING LOCATION AND TIME** - All meetings of the House of Delegates shall take place at a site within the Territory. The House of Delegates or the Board of Directors shall determine the location and time of all meetings of the House of Delegates. The party or parties calling for a special meeting of the House of Delegates pursuant to Section 604.6 shall determine the location and time of said special meeting.

### **604.8 ATHLETE COMMITTEE**

- .1 **MEMBERS OF ATHLETE COMMITTEE** – The members of the Athlete Committee shall be the Athlete Representatives of the Group Delegations to the House of Delegates and the Athlete Board Members.
- .2 **CHAIR OF THE ATHLETE COMMITTEE** – The Chair of the Athletes Committee shall be the Senior Athlete Representative who shall be the Athlete Board Member who is most senior in tenure. If the Athlete Board Member who is most senior in tenure is unable or unwilling to serve, then the Athlete Board Member who is next most senior in tenure shall serve as the Chair. If there are more than one Athlete Board Members with the same seniority of tenure, and if there are two (2) or more who are willing and able to serve as Chair, then the Athlete Committee will select among those Athlete Board Members to be the Chair.
- .3 **DUTIES OF THE ATHLETES COMMITTEE**

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- A. The Athletes Committee shall elect the Athlete Board Members at the Annual Meeting of the House of Delegates. Athlete Board Members shall be elected to two (2) year terms, with half of the required number of Athlete Board Members (rounded up if there are an odd number of Athlete Board Members required) elected in even number and the remaining number of Athlete Board Members elected in odd years. Candidates for the Athlete Board Member positions must meet the eligibility requirements of Section 605.2.1 and should be able and willing to serve the full term to which they are being elected. The elections of Athlete Board Members shall be monitored by the Senior Vice-Chair who will verify eligibility of the athlete candidates and to provide procedural guidance only.
  - B. The Athletes Committee shall identify and elect athlete members to fill any vacancies among the Athlete Board Members, and the elected athlete member shall fill the remainder of the term of the seat vacated.
  - C. The Athletes Committee shall represent the interests of the Athlete Members of SNS at any and all meetings of the House of Delegates, and through the Athlete Board Members at any and all meetings of the Board of Directors.
  - D. The Athletes Committee may choose to caucus and debate the issues presented to the House of Delegates at any House of Delegates meeting and to select one or more spokespersons to present the views of the Athletes Committee to the entire House of Delegates.
- .6 **MEETINGS AND NOTICES** – Meetings of the Athlete Committee shall take place at a site within the Territory when called by Chair, by two (2) Athlete Board Members, or by any three (3) members of the Athletes Committee with a minimum of four (4) days' notice required. Pertinent provisions of Sections 607.5 through 607.11 and Section 616.1.5 also shall apply to the Athletes Committee's meetings and notices.
- .5 **QUORUM** – A quorum of the Athletes Committee shall be a majority of the voting membership.

### **604.9 NOMINATING COMMITTEE**

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- .1 **MEMBERS OF NOMINATING COMMITTEE: ELECTION** - The Nominating Committee shall comprise not fewer than five (5) Individual Members. The Nominating Committee members shall be elected biennially by the House of Delegates and will serve until their successors are elected. If the House of Delegates does not act in a timely fashion the Board of Directors shall elect a Nominating Committee to serve until their successors are elected. A number greater than five (5) may be designated from time to time by either the House of Delegates or the Board of Directors. Each Nominating Committee member shall be a member of the House of Delegates and no more than two (two-fifths if there are more than five (5) members of the Nominating Committee) shall be Board Members. Athlete Members shall constitute 20% of the voting members of the Nominating Committee. Section 606.3 shall apply to members of the Nominating Committee but service, as the immediate past General Chair shall not be counted for that purpose. If any member of the Nominating Committee resigns or otherwise becomes unable to participate in its affairs, the General Chair, with the advice and consent of the Board of Directors, shall appoint a successor to serve until the next meeting of the House of Delegates. In no case shall the General Chair serve on the Nominating Committee.
- .2 **CHAIR ELECTED BY NOMINATING COMMITTEE** - The Chair of the Nominating Committee shall be elected biennially by a majority vote of the members of the Nominating Committee present at a meeting called promptly after the members are elected or appointed.
- .3 **DUTIES OF NOMINATING COMMITTEE** – A slate of candidates for election as the officers, committee chairs or coordinators specified in Section 606.1, the regular and alternate members of the Administrative Review Board, and the regular and alternate members of the Zone Board of Review to be elected at the next annual meeting shall be prepared by the Nominating Committee. The Nominating Committee may in its discretion nominate a slate of one person for each position to be filled or may nominate more than one candidate for one or more of the positions.
- .4 **PUBLICATION OF NOMINATIONS** – Nominations by the Nominating Committee shall be published by distributing a slate of candidates together with the positions for which they have been nominated to each member of the House of Delegates and to each Group Member not less than twenty (20) calendar days prior to the election. This notice may be combined with the notice of the meeting pursuant to Section 604.15.1 where convenient. See Section 616.1.5 for the methods which may be used for the distribution.

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- .5 **ADDITIONAL NOMINATIONS** - Additional nominations may be made from the floor of the House of Delegates by any member of the House of Delegates eligible to vote.
- .6 **MEETINGS AND NOTICES** - Meetings of the Nominating Committee shall take place at a site within the Territory when called by the Chair or any three members of the Committee with a minimum of six (6) days' notice required. Pertinent provisions of Sections 607.5 through 607.10 and Section 616.1.5 also shall apply to the Nominating Committee's meetings and notices.
- .7 **QUORUM** - A quorum for any meeting of the Nominating Committee shall consist of not fewer than four (4) members. The committee shall act by a majority vote of its members voting in any meeting at which a quorum is present.

### **604.10 MEETINGS OPEN; EXECUTIVE SESSIONS -**

- .1 **HOUSE OF DELEGATES** - House of Delegates meetings shall be open to all members of SN SWIMMING and USA Swimming. Issues pertaining to personnel, disciplinary action, legal, tax or similar affairs of SN SWIMMING shall be deliberated and decided in a closed executive session which only House of Delegates members may attend. By a majority vote on a motion of a question of privilege, the House of Delegates may decide to go into executive session on any matter deserving of confidential treatment or of personal concern to any member of the House.
- .2 **HOUSE OF DELEGATES COMMITTEES** - All meetings and deliberations of the Nominating Committee shall be conducted in executive (closed) session. Meetings of all other committees established by the House of Delegates shall be open to all members of SN SWIMMING and USA Swimming unless otherwise provided by the House of Delegates resolution creating the committee or by a vote of the committee as provided by the rules of the Parliamentary Authority.

**604.11 QUORUM** - A quorum of the House of Delegates shall consist of not fewer than forty percent (40%) of the total number of allowed Members as determined in 604.1.

**604.12 VOTING** - Except as otherwise provided in these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before the House of Delegates shall be determined by a majority vote. A motion or order calling for the removal of a member pursuant to Section 604.4.10 shall be determined by a two-thirds vote after at least thirty (30) days' notice. See also Section 611.3 regarding amendment of these Bylaws.

**604.13 PROXY VOTE** - Voting by proxy in any meeting of the House of Delegates shall not be permitted.

**604.14 MAIL VOTE** - Any action which may be taken at any regular or special meeting of the House of Delegates, except elections, removals of Board



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Members, members of the Board of Review, elected committee chairs or coordinators and amendments of these Bylaws, may be taken without a meeting. If an action is taken without a meeting, the Secretary, by First Class Mail, postage prepaid, shall distribute a written ballot to every member of the House of Delegates entitled to vote on the matter. The Ballot shall set forth the proposed action, provide an opportunity to specify approval or disapproval, and provided a reasonable time (but in no event less than the period specified in Section 604.15.1) within which to return the ballot to the Secretary. Action by written ballot shall be valid only when the number of votes cast in favor of the proposed action within the time period specified constitutes a majority of the votes entitled to be cast.

**604.15 ORDER OF BUSINESS** - At all meetings of the House of Delegates the following shall be included in the order of business to the extent applicable. The order in which the various subjects are taken up may be varied.

Roll Call

Reading, correction and adoption of minutes of previous meeting

Presentation and approval of the annual budget

Presentation and approval of the annual audit pursuant to Section 608.5, when applicable

Unfinished (old) business

Elections

New business

Reports of officers

Reports of committees and coordinators

Resolutions and orders

Adjournment

### **604.16 NOTICES**

- .1 **TIME** - Not less than twenty (20) days' written notice shall be given to each member of the House of Delegates and each Group Member for any annual, regular or special meeting of the House of Delegates, and not less than thirty (30) days' written notice shall be given to each member of the House of Delegates of any proposed amendment of the Bylaws or Policies. Not less than forty (40) days' written notice shall be given to the General Chair and Secretary of proposed Bylaws and Policy amendments that do not originate from the Board of Directors. The General Chair shall submit any proposals received to the Board of Directors for review, and the Secretary

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shall give thirty (30) days' written notice to each member of the House of Delegates. See Section 616.1.5 for the various permitted forms of notice.

- .2 **INFORMATION** - The notice of a meeting shall contain the time, date and site. For special meetings of the House of Delegates, the expected purpose (which may be general) of the meeting shall be stated. If an expected purpose is the amendment of the Bylaws, a copy of the proposed amendment shall be included in the notice. Failure to have included in the notice any germane amendments subsequently adopted by the House of Delegates at the noticed meeting shall not be the basis for any claim that the amendments as so adopted are invalid.