

Southern Pacific Masters Swimming Bylaws

SOUTHERN PACIFIC MASTERS SWIMMING, A DIVISION OF UNITED STATES MASTERS SWIMMING, INC.

Section I: Purpose and Objectives

- 1) To provide education, instruction, and support to local organizations and communities; to establish and sponsor Masters Swimming programs, and promote improved physical fitness and health in adults.
- 2) To offer adults the opportunity to participate in a lifelong fitness program.
- 3) To plan, organize, and coordinate sanctioned competitions and events for Masters Swimming.
- 4) To stimulate research in the sociology, psychology, and physiology of Masters Swimming.
- 5) To enhance fellowship and camaraderie among Masters Swimmers.
- 6) To maintain active liaison and cooperation with local, regional, and national organizations and individuals concerned with Masters Swimming.
- 7) To encourage and support the sponsorship of events by qualified clubs, groups, and organizations.
- 8) Neither SPMS nor the SPMSC shall participate in any political campaign or attempt to influence any federal, state or local legislation. Nor shall SPMS or SPMSC carry on any activity not permitted to be carried on by (a) a corporation exempt from the Federal Income Tax under §501(c) or the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) a corporation, contributions to which are deductible under §170(c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section II: Definitions

UNITED STATES MASTERS SWIMMING, INC. (USMS) – the governing organization for Masters Swimming in the United States.

SOUTHERN PACIFIC MASTERS SWIMMING (SPMS) – the California Not-For-Profit Corporation representing an association of Masters swimmers in the state of California counties of San Luis Obispo, Kern, Ventura, Los Angeles, San Bernardino, Orange, Riverside, and Santa Barbara; and in the state of Nevada the counties of Clark, Esmeralda, Lincoln, and Nye, as defined by the USMS.

LOCAL MASTERS SWIMMING COMMITTEE (LMSC) – a division of USMS with governing and supervisory responsibilities within the geographic territory defined by USMS.

SOUTHERN PACIFIC MASTERS SWIMMING COMMITTEE (SPMSC) – the LMSC for the SPMS.

SPMSC MEETING – An in-person or telecommunication meeting during which SPMSC is in session and conducts SPMS business.

SPMSC EXECUTIVE COMMITTEE – Officers elected by the SPMSC and the SPMS Registrar, having the responsibility to conduct essential and emergency SPMS business while SPMSC is not in session.

MEMBER CLUB – a club that is duly registered with SPMS, has at least one member that is registered with SPMS, and has a minimum of 50% of the club's registered membership as current residents and registrants in the authorized registration territory of SPMS. The residency requirement may be waived by a 2/3 majority vote of the SPMSC.

MEMBER – any individual currently registered with SPMS.

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Section III: Dues and Fees

- 1) **Club** – Every Member Club joins SPMS and USMS by submitting an approved application and by paying an annual fee consisting of a national club fee established by USMS and a local club fee established by the SPMSC.
- 2) **Member Registration** – Each Member pays to the registration committee an annual fee established by the SPMSC and USMS.
- 3) **Sanction Fees:**
 - a) Each applicant for a sanctioned event shall submit at time of application such fees and documents as required by the SPMSC.
 - b) In addition to, or in place of, a sanction fee, the SPMSC may establish a service charge consistent with the nature of the event which may be a flat amount, a percentage of receipts, or a combination of both.
- 4) **Failure to Pay** – The failure of a Member or Club to pay dues or fees required by the SPMSC or USMS within the time prescribed prevents competition, representation, and vote by the delinquent member.
- 5) **Infractions** – A Member Club may be held responsible for infractions of rules and regulations committed by a Member who is competing as a representative of such organization.

Section IV: Membership of SPMSC and Voting Privileges

- 1) The membership of the SPMSC shall consist of the elected officers of SPMS, one representative from each Member Club, the chairs of the SPMS standing committees, and any member who has attended more than half of the SPMS meetings in the previous 12-month period.
- 2) Each member of the SPMSC has voting privileges at meetings.
- 3) Any other Member may attend the SPMSC meetings and express views, but shall not be entitled to vote.
- 4) A quorum at all meetings shall consist of SPMSC members present who are eligible to vote.
- 5) At all meetings, the current Robert Rules of Order are the procedural rules, and all meetings shall be conducted in professional and courteous manner.

Section V: SPMSC Officers

- 1) The elected officers shall be a Chair, a Vice-Chair, a Secretary, a Treasurer, and a Member-at-Large. These five elected officers have voting privileges as members of the SPMS Executive Committee.
- 2) The SPMSC Registrar is an SPMSC Officer and an independent contractor, hired by the SPMSC. The Registrar does not have the voting privileges that the elected members of the SPMS Executive Committee do. The Registrar cannot be the same person as the Treasurer.
- 3) Said SPMSC Officers outlined in section (1) and (2) above constitute the SPMSC Board of Officers.
- 4) The officers shall be elected to a two-year term of office at an annual meeting of the SPMSC, in odd numbered years, hereinafter referred to as the election meeting.
- 5) The duties and responsibilities of the officers are outlined in the Policies & Procedures. A summary of the duties follows:
 - a) The Chair shall preside at all meetings of the SPMSC and shall execute all policies established by the SPMSC. The Chair may appoint or dismiss standing Committee Chairs, sub-committees, and ad hoc committees as necessary. The Chair cannot be the same person as

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- the Vice Chair.
- b) The Vice-Chair shall be in charge of the scheduling and sanctioning of all swim meets, subject to approval by the SPMSC. The Vice Chair cannot be the same person as the Chair.
 - c) The Secretary shall be responsible for recording and keeping minutes of the business meetings of the SPMSC, and administrative assistance to the SPMSC and SPMSC Officers.
 - d) The Treasurer shall be responsible for the financial affairs of SPMS. The Treasurer cannot be the same person as the Registrar.
 - e) The Member-at-Large shall represent the membership at SPMSC meetings and be a liaison between the officers and members of SPMS.
- 6) An officer can be removed from office or a vacancy filled by a majority of the SPMSC quorum at any monthly meeting, provided written or e-mail notice of a vote on such action has been mailed to all members of the SPMSC at least ten (10) days prior to said meeting. Notice of a "Call to Vote" for removal of an elected officer shall be co-signed by a minimum of four (4) SPMSC voting members.

Section VI: Term of Office

The officers of the SPMSC shall serve for two (2) years and begin their tenure on January 1st following the annual meeting of the SPMSC.

Section VII: Nominations and Elections

- 1) The Chair will appoint a Nominating Committee of at least three (3) persons two months prior to the election meeting of the SPMSC.
- 2) The Nominating Committee will canvass persons and present at least one (1) nominee for each office at least one (1) month prior to the election meeting.
- 3) The list of nominees shall be published on the SPMS website.
- 4) Additional nominees may be presented at the election meeting by any Member providing the nominee has given written consent.
- 5) Election of all officers shall take place at the annual meeting in odd-numbered years.

Section VIII: Responsibilities of the SPMSC

- 1) To adhere to all USMS rules, Regulations, and policies. If any conflict arises, USMS rules, regulations, and policies shall take precedence, provided they are not in violation of Federal or State laws.
- 2) To plan, organize, promote, and direct the activities of Masters Swimming in SPMS.
- 3) To assure conformance of all Masters Swimming activities with these Bylaws and with published USMS rules and established USMS policies.
- 4) To plan, schedule, encourage, and support a variety of swim meets, open water events, clinics, and promotional and educational programs for the benefit of Masters swimmers.
- 5) To consider all requests for sponsorship of swimming events and to issue sanctions in accordance with USMS bylaws and rules.
- 6) To establish an annual budget of income and expenses.
- 7) To review and approve all disbursements by the Treasurer.
- 8) To hold periodic meetings which may be conducted in-person or via telecommunications conference at the discretion of the SPMS Chair.
- 9) To hold an annual in-person meeting that is open to all individual members of SPMS.

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- 10) To prepare and submit annual meeting minutes to the USMS National Office.
- 11) To prepare and submit an annual financial statement to the USMS National Office.

Section IX: Indemnification

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

Section X: Amendment of Bylaws

- 1) These Bylaws may be amended or repealed and new Bylaws adopted by a vote of the majority at any meeting of the SPMSC providing that notice of the proposed change has been given to members of the SPMSC at least one (1) month prior to said meeting. Notice shall be given by first class mail, or by e-mail, addressed to the last known address of each member.
- 2) Proposals for amendments, repeal, or new Bylaws must be:
 - a) in writing;
 - b) consistent with the rules, regulations, and purposes as established by USMS and the SPMSC.

Section XI: Dissolution

Upon dissolution, the net assets of SPMS will not inure to the benefit of any private individual or corporation, except that they will be distributed to United States Masters Swimming, Inc., a non-profit corporation, 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 exempt under Section 501(c)(3) of the Internal Revenue Code and to which contributions, bequests and gifts are deductible under Section 170(c)(2), Section 2055(a)(2), and Section 2522(a)(2) thereof, such assets shall be distributed to such an exempt corporation, to be used exclusively for educational or charitable purposes.

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Additional information about SPMS may be found at our website: www.spmasterswim.org

The address of record for Southern Pacific Masters Swimming:

Southern Pacific Masters Swimming
Bob Eberwine, Treasurer
1198 Pacific Coast Highway Suite D
PMB 324
Seal Beach CA 90740
treasurer@SPMasterSwim.org

Contact information for Southern Pacific Masters Swimming Registrar:

Southern Pacific Masters Swimming
Dan Wegner, Registrar
3773 Price Ridge Ct
Las Vegas, NV 89147
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