

THE SWIMMING FEDERATION OF THE U.S. VIRGIN ISLANDS INC.

# VISF Bylaws

---

A set of rule that establish how the Virgin Islands Swimming Federation will function,  
including operational policies and procedures.

**11/02/2024**

**Bylaws of  
The Swimming Federation of the U.S. Virgin Islands Inc.  
(Also known as the Virgin Islands Swimming Federation or VISF)**

**Table of Contents**

|          |                                                                    |           |
|----------|--------------------------------------------------------------------|-----------|
| <b>1</b> | <b>Purpose</b>                                                     | <b>3</b>  |
| <b>2</b> | <b>Board of Directors</b>                                          | <b>3</b>  |
| 2.1      | General                                                            | 3         |
| 2.2      | Representation                                                     | 3         |
| 2.3      | Board Meetings                                                     | 4         |
| 2.4      | Quorum; Voting Process; Proxies at Meetings; Consent; Assent       | 5         |
| 2.5      | Director Conflict of Interest                                      | 7         |
| 2.6      | Indirect Interest                                                  | 7         |
| 2.7      | Resignations                                                       | 8         |
| 2.8      | Removal                                                            | 8         |
| 2.9      | Vacancies                                                          | 9         |
| <b>3</b> | <b>The Athlete Committee</b>                                       | <b>9</b>  |
| 3.1      | General Provisions                                                 | 9         |
| 3.2      | Eligibility Criteria                                               | 9         |
| 3.3      | Election Criteria                                                  | 10        |
| 3.4      | Responsibilities                                                   | 10        |
| 3.5      | Voting within VISF Athlete Committee                               | 10        |
| <b>4</b> | <b>Committees</b>                                                  | <b>10</b> |
| 4.1      | General                                                            | 11        |
| 4.2      | Auditing Committee                                                 | 11        |
| 4.3      | Administration Committees                                          | 11        |
| 4.4      | The Public Relations Committee                                     | 12        |
| 4.5      | The Technical Committee                                            | 12        |
| 4.6      | The Finance Committee                                              | 12        |
| 4.7      | The Good Governance Committee                                      | 12        |
| 4.8      | Ethics Committee                                                   | 13        |
| <b>5</b> | <b>Swimmer Eligibility</b>                                         | <b>13</b> |
| 5.1      | Representation<br>of VISF at International Age Group Championships | 13        |
| 5.2      | Representation of VISF at VIOC and Swimming World Competitions     | 14        |
| 5.3      | Statement on Nation Shopping                                       | 14        |
| <b>6</b> | <b>Guidelines for all Meet Entries Outside the Virgin Islands</b>  | <b>15</b> |
| 6.1      | Qualifying Criteria                                                | 15        |
| <b>7</b> | <b>Approval of Competitions and Events</b>                         | <b>16</b> |
| 7.1      | General Guidance                                                   | 16        |

|          |                                                  |    |
|----------|--------------------------------------------------|----|
| <b>8</b> | <b>Code of Conduct and Disciplinary Measures</b> | 17 |
| 8.1      | General Provisions                               | 17 |
| 8.2      | Code of Conduct                                  | 17 |
| <b>9</b> | <b>Final Provisions</b>                          | 19 |
| 9.1      | Indemnification                                  | 21 |
| 9.2      | Books and Records                                | 19 |
| 9.3      | Checks, Drafts, Notes, Etc.                      | 19 |
| 9.4      | Delivery of Notice                               | 20 |
| 9.5      | Execution of Documents                           | 20 |
| 9.6      | Gifts                                            | 20 |
| 9.7      | Stock                                            | 20 |
| 9.8      | Compensation                                     | 21 |
| 9.9      | Loans to Management                              | 21 |
| 9.10     | Construction                                     | 21 |
| 9.11     | Communications                                   | 21 |
| 9.12     | Amendments                                       | 21 |

## **1 Purpose**

- 1.1 The purpose of these By-laws is to provide implementing rules and policies on the basis of the VISF Constitution and to set out rules of order for an efficient and transparent functioning of VISF and its bodies, in line with VISF's objectives and the mission.

## **2 Board of Directors**

### **2.1 General**

- 2.1.1 The Board of Directors ~~of~~ is the highest authority of VISF. The Board of Directors is comprised of 10 members: six-member club representatives, two Members at Large, one Athlete Committee Chair, and one Compliance Officer.
- 2.1.2 Apart of the above-mentioned members of the Board of Directors, World Aquatics Bureau Member shall be ex-officio member with a voting right in the Board of Directors if he/she is affiliated to the Federation or by default if he/she is citizen of Virgin Islands. In that case The Board of Directors is comprised of 11 members.

### **2.2 Representation**

- 2.2.1 There are nine voting members.

- a. Each Member Club, prior to the VISF annual meeting, shall appoint three representatives to represent it at meetings of this Federation for a four-year term. Each representative shall have one vote each on matters before the board.
- b. The Members at Large, elected for a four-year term at the community meeting following the Summer Olympic Games, shall have one vote each on matters before the board.
- c. The Athletes Committee Chair, appointed at the annual meeting, shall have one vote on matters before the board.
- d. The Compliance Officer does not vote on matters before the Board of Directors.

## 2.3 Board Meetings

- 2.3.1 A Board of Directors Meeting is held either as a Regular Meeting or as Special Meeting. A Meeting may be held in person, by teleconference, by videoconference or by another means of communication. Voting by correspondence (including email) and / or online is permitted.
- 2.3.2 This Federation shall hold regular quarterly meetings at the time and place designated by the Board of Directors.
- 2.3.3 All meetings of this Federation shall be conducted in accordance with Robert's Rules of Order.
- 2.3.5 All members shall be notified of the VISF Annual Meeting at least fourteen days prior to the meeting.
- 2.3.6 Special meetings of this Federation may be called by the President at their discretion. Such meetings may be called at the request of 1/3 of the Directors. In this event, the President shall call the meeting no later than ten (10) days subsequent to the request submitted and all directors shall be notified.
- 2.3.7 The Secretary shall call the roll at all meetings. Any Director who is absent from three (3) meetings during the year, without a written excuse, shall be automatically dropped from the Board of Directors, and the Secretary shall inform in writing the Member Club of such action. Written excuses shall be in the hands of the Secretary not later than the next regular meeting of the Federation.
- 2.3.8 Unless otherwise stated in these bylaws or the Constitution, decisions by the board are made on a vote by Simple Majority of the valid votes cast. Abstentions and invalid votes shall not be counted. In the event of a tie, the President has the casting vote.

### 2.3.9 Timing / Delivery / Waiver / Description

- a. **Timing:** Notice of each meeting must be delivered by or at the direction of the Secretary to each Director at least five (5) days, but not more than sixty (60) days, before the day on which the meeting is to be held.
- b. **Delivery:** Notice may be given electronically via facsimile, e-mail, or other delivery methods permitted by law.
- c. **Waiver:** Notice may be waived in writing by a Director, either before or after the meeting. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except where the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- d. **Description of Meeting in the Notice:** Neither the business to be transacted at, nor the purpose of, any meeting of the Board of Directors need be specified in the notice nor waiver of notice of such meeting.

2.3.10 The VISF Annual Meeting of the Federation shall be held between November and January at the place and time determined by the Board of Directors. **The President or Secretary must inform World Aquatics at least 60 days prior to the meeting.** At the annual Meeting of this Federation, the following shall be the order of business, in accordance with Robert's Rules of Order:

- a. Roll Call
- b. Review and approval of Minutes
- c. President's Report
- d. Treasurer's Report
- e. Committee Reports
- f. Old Business
- g. Review of Member Clubs status
- h. Recognition or announcement of Member Clubs' representatives
- i. Election of Officers
- j. New Business:
  1. Set VISF meet schedule
  2. Review upcoming CCCAN, Panam Aquatics, CAC and World Aquatics events dates and locations including Trainings
  3. Assign committees
- k. Adjournment

## 2.4 Quorum; Voting Process; Proxies at Meetings; Consent; Assent

### 2.4.1 Participation

- a. Directors may participate in and act at any meeting of the Board of Directors through the use of a conference telephone or other communications equipment so long as all persons participating in the meeting can communicate with each other concurrently.
- b. Telephonic or electronic participation in a meeting will constitute attendance and presence at the meeting.
- c. Email is not considered a proper form of electronic participation at a meeting of the Board of Directors.

**2.4.2 Quorum:** 51% of the Directors will constitute a quorum for the transaction of business at any meeting of the Board.

**2.4.3 Voting:** If a quorum is present, the act of the majority of the Directors present is equivalent to the act of the entire Board of Directors unless the act of a greater number is required by law, the Articles of Incorporation of the Federation, or these Bylaws.

**2.4.4 Proxies:**

- a. Each Director may vote by proxy on any matter of the Association. Each Director may hold no more than 2 proxies.
- b. In the event than an issue lacks a quorum but is necessary for the enforcement of our By-laws and / or constitution, a VIOC representative/s may be brought in to vote on whatever necessary issue lack quorum, as many are needed to have a quorum.
- c. Electronic voting is permissible, including by e-mail, phone, and others forms of web based communication so long as the issue at hand has been discussed at a prior meeting and / or via email.

**2.4.5 Informal Action/ Written Consent**

- a. **Informal Action:** Any action required to, or which may, be taken at a meeting of the Board of Directors may be taken without a meeting if it is consented to in writing by all of the Directors.
- b. **Written Consent:** The written consent must be evidenced by one or more written approvals from the Directors; each approval must set forth the action to be taken and provide a written record of approval. The approvals must be delivered to the Secretary of the Federation and filed in the corporate records. Writings can include electronic conveyances such as e-mails and faxes.
- c. **Effective Date:** Any action taken by the Board pursuant to this Section will be effective when all of the Directors have approved the written consent unless the

consent specifies a different effective date.

#### 2.4.6 Presumption of Assent

- a. If a Director is present at a meeting of the Board of Directors, he or she will be conclusively presumed to have assented to any corporate action taken at the meeting unless any of the following conditions is satisfied:
  1. His or her dissent was entered in the minutes of the meeting;
  2. He or she filed a written dissent to the action with the person acting as the secretary of the meeting before adjournment; or
  3. He or she forwarded such dissent by delivery to the Secretary of the Association immediately after the meeting adjourned (however, this right to dissent will not apply to a Director who voted in favor of an action).

### 2.5 Director Conflict of Interest

- 2.5.1 If a transaction is fair to the Federation at the time it is authorized, approved, or ratified, the fact that any Director of the Federation is directly or indirectly a party to the transaction is not grounds for invalidating the transaction.
- 2.5.2 In a proceeding contesting the validity of a transaction on the grounds that it is unfair to the Federation due to a conflict of interest, the person asserting validity has the burden of proving fairness unless the material facts of the transaction and the Director's interest or relationship were disclosed or known to the Board of Directors or a committee consisting entirely of Directors, and the Board or committee authorized, approved, or ratified the transaction by the affirmative votes of a majority of disinterested Directors, even though the disinterested Directors did not constitute a quorum.
- 2.5.3 **Quorum, Voting:** The presence of the Director who is directly or indirectly a party to the transaction described in 2.6 of this Section, or a Director who is otherwise not disinterested, may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction.

### 2.6 Indirect Interest

- 2.6.1 A Director is "indirectly" a party to a transaction if he or she either:
  - a. Has a material financial interest in the entity with which the transaction is occurring; or
  - b. Is an officer, director, or general party with the entity with which the transaction is occurring.

**2.6.2 Grant Exception:** If a Director of the Federation is also an officer or director of both parties to a transaction involving a grant or contribution, without consideration, from one entity to the other, that Director is not “indirectly” a party to the transaction so long as the Director does not have a material financial interest in the entity that receives the grant or contribution.

## **2.7 Resignations**

2.7.1 Any Director may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary of the Federation.

2.7.2 **Effective Date:** A Director’s resignation will take effect when the notice is delivered unless the notice specifies a future date. Unless it is otherwise specified in the notice, the acceptance of such resignation will not be necessary to make it effective.

## **2.8 Removal**

2.8.1 One or more of the Directors, including the Athlete Council Chair, may be removed, for cause, by the affirmative vote of a majority of the Directors then in office, present, and voting at a meeting of the Board of Directors at which a quorum is present.

2.8.2 If the vote for the removal of one or more directors is to take place at a special meeting called pursuant to Article III, Section 7 of these Bylaws, written notice of the proposed removal must be prepared and delivered to all Directors pursuant to Article III, Section 8. Such notice must both include the purpose of the meeting (i.e., Removal of Directors) and list the Director or Directors sought to be removed.

2.8.3 Cause for removal of a Board Member shall be any of the following:

- a. Failure to adhere to these by-laws and their provisions;
- b. Failure to declare potential conflicts of interest;
- c. Soliciting, receiving or accepting any remuneration, exchange for a vote and/or favorable or unfavorable disposition on any item under consideration by the Board or any of its committees;
- d. Any form of Board representation not authorized by the Chairperson or the full Board;
- e. Felony conviction during term of service on the Board;
- f. A consistent pattern of behavior unbecoming a Board Member (e.g. violent or disruptive behavior)



- g. Any Director absent for three (3) consecutive meetings, if determined by the Board to be without valid excuse, may be removed for cause as described above and replaced.
- h. The Board Secretary must provide immediate notice to the Club President whose Delegate was removed from the Board so that a replacement can be made prior to the next meeting or vote

## **2.9 Vacancies**

2.9.1 Any vacancy occurring in the Board of Directors, due to resignation, or removal will be filled by the appropriate Member club or after a special community meeting or vote.

2.9.2 Filing a pending vacancy

- a. If the individual is a Member Club Representative the Member Club will be immediately informed so that a replacement representative can be chosen.
- b. If the individual is a Member at Large VISF will hold a special meeting with the VISF community to elect a new director to fulfill the remaining tenure of the vacancy.
- c. The pending vacancy that arises due to a Director's resignation may be filled prior to the effective date, but the successor cannot take office until the effective date.

## **3 The Athlete Committee**

### **3.1 General Provisions**

3.1.1 The VISF establishes a VISF Athlete Committee which one member, the Athlete Committee Chair (ACC), will occupy a new and additional voting position on the board of the VISF. It is agreed that improving communication with athletes is an important part of good governance of our sport. It is important to put athletes at the heart of the sport and provide a link between them and the Federation which manages their competitive pathway.

3.1.2 The ACC will act as the voting member on the VISF Board of Directors, to be elected every year four years following the Summer Olympic Games.

3.1.3 The ACC will have a voting position equal to other VISF voting members.

3.1.4 Up to 4 additional committee members will be appointed by the ACC considering gender balance, when possible.

## **3.2 Eligibility Criteria**

3.2.1 Candidate criteria for the ACC: To be eligible, a candidate must meet the following criteria:

- a. Must have been an active athlete for the US Virgin Islands within the last 15 years, having participated in one of the Olympic events;
- b. Must not have any sanctions or violations against them;
- c. Must be 18 or older; and
- d. Must meet the requirements for VI representation per VIOC rules.

3.2.2 Candidate criteria for VISF Athlete Council:

- a. Must have been an active athlete for the US Virgin Islands within the last 2 years, having participated in Carifta, CISC CCAAN, or any Olympic Event;
- b. Must not have any sanctions or violations against them;
- c. Must be 18 or older; and
- d. Must meet the requirements for VI representation per VIOC rules.

## **3.3 Election Criteria**

3.3.1 Those intending to serve as the ACC shall give notice 14 days prior to the Annual meeting.

3.3.2 The ACC will be selected after voting per normal VISF voting procedures.

3.3.3 The ACC will then select their committee members, up to 4 additional.

3.3.4 The ACC shall give selection preference to athletes who are currently training and competing in preparation for one of the international events listed above

## **3.4 Responsibilities**

3.4.1 Responsibilities include:

- a. Coach selection recommendation for Olympic events, SC and LC World events, and University Games. This will not apply to Junior events with the same name, CARIFTA, CCCAN or CISC.
- b. Attend VIOC activities when athlete participation is requested.
- c. Post event feedback sessions / surveys with athletes.

## **3.5 Voting within VISF Athlete Committee**

3.5.1 Voting on issues within the VISF Athlete Committee will be by majority vote.

3.5.2 In the event of a tie vote, the ACC will break the tie.

#### 4 Committees

##### 4.1 General

4.1.1 The President and the Secretary shall be ex-officio members of all committees except the Integrity Unit.

4.1.2 The President shall appoint other Committees as shall be designated by the Board of Directors or deemed necessary by the President.

##### 4.2 Auditing Committee

4.2.1 There may be appointed by the President with the approval of the Board of Directors, an Auditing Committee, which may, within two weeks preceding the date of the annual meeting audit and examine the accounts of the Treasurer and make its report to the Board of Directors at the annual Meeting.

4.2.2 The Auditing Committee may vote to hire a Certified Public Accountant to conduct formal audit.

##### 4.3 Administration Committees

###### 4.3.1 Registration Committee

a. The Board of Directors shall elect from among its members a Registration Committee of three (3) whose duty shall be to register and certify Virgin Islands Competitive Swimmers in accordance with the bylaws and rules of this Federation.

b. It shall be the duty of the Registration Committee to approve the credentials of applicants for membership, before such application is voted upon by the Board of Directors. It will include Team Managers of each Member Club to provide documentation records as needed for entry into international competitions. The committee must present to the Federation proof of eligibility of each competitive swimmer as requested and eligibility must be approved by the Federation before names are submitted for any competition.

4.3.2 The Meet Administration Committee shall be in charge of VISF sponsored competitions: duties to include approve officials and meet formats and that the competitions are conducted under World Aquatics rules. This committee shall be responsible to schedule clinics to train meet officials at least every two years if approved by World Aquatics.

#### 4.3.3 The Records Committee

- a. The Records Committee shall be comprised of one member from each active club, and shall see to it that accurate and complete records are kept for all events sponsored or sanctioned by this Federation. It shall be responsible for recording the official U.S. Virgin Islands records for all events, short and long course.
- b. At the annual meeting, this Committee shall make a detailed report to the Board of Directors, listing all official records for the U.S. Virgin Islands, and who the holder may be. Approval of this report shall constitute certification by this Federation of such records.

#### 4.4 The Public Relations Committee

- 4.4.1 The Public Relations Committee shall be in charge of all aspects of publicity in this Federation. It shall be their responsibility to provide the news media of our community with accurate and complete information regarding Federation sponsored events.

#### 4.5 The Technical Committee

- 4.5.1 The shall include in its membership, at a minimum, a Head coach of each member team and the delegate (as needed for administrative assistance) and will be chaired by the President of the Federation or his/her appointee.
- 4.5.2 The Technical Committee will be responsible for swimming (including open water and Masters), diving, water polo and synchronized swimming. It shall be the prime responsibility of these committees to study, plan and develop programs pertinent to the program development of their sport, make the necessary recommendations to the Board of Directors, implement and administer such programs if ordered.
- 4.5.3 It shall set qualifying standards for athlete selection for international competitions to be submitted to the Board for approval. These standards should be established at least 6 months prior to the competitions unless standards have been set by World Aquatics or the host country.

#### 4.6 The Finance Committee

- 4.6.1 The Finance Committee shall prepare a budget at the beginning of each year. This Committee shall oversee that the funds of this Federation are being properly and judiciously spent. It shall be their responsibility to make recommendations whenever this Federation carries out fund- raising activity.

#### 4.7 The Good Governance Committee

4.7.1 The Good Governance Committee shall be comprised of the Compliance Officer and any other individuals who shall ensure the VISF Board of Directors is taking steps to grow and develop a transparent, fair, and responsible program.

4.7.2 Work with registration committee to ensure national team members are accounted and certified.

4.7.3 Ensure all members are compliant with Safe Sport.

#### 4.8 Integrity Unit (formerly Ethics Committee)

4.8.1 The Integrity Unit is an independent committee sitting outside of the Board of Directors.

4.8.2 The Integrity Unit shall be composed of three advisory members selected by the Compliance Officer and Athlete Committee Chair unbiased and neutral to the issue in question.

4.8.3 The Integrity Unit shall propose discipline based on the investigative findings provided by the Compliance Officer and the Integrity Code.

### 5 Swimmer Eligibility

#### 5.1 Representation of VISF at International Age Group Championships

5.1.1 Ages as of January 1 of that year;

##### 5.1.2 Eligibility Criteria

a. Must be a member of a club affiliated with VISF for at least ONE year or must be registered with the VISF for ONE year; and

b. Must abide by the guidelines for international meet entries and surpass qualifying standards set by VISF; and

c. Must have proof of U.S.V.I. residency:

1. A residence is where the swimmer officially lives and sleeps, and where they can be found for at least 10 months out of the year.

2. Must include documentation establishing the swimmer resides in the VI with official school or university confirmation, employment contract, or any other relevant documentation.

3. Must provide certified registration of an address in the U.S.VI for at least ONE year, prior to the first registration of the competition for VISF.
  4. Athletes born in the U.S. Virgin Islands or of a parent born in the U.S. Virgin Islands for the purpose of these bylaws will be considered a resident;
- d. Must have competed for a Member club at one of the VISF Championships during that qualifying year, with official results; or
  - e. If swimming unattached, must have competed in one of the VISF Championships during the qualifying year with official results.
- 5.1.3 Athletes over 18 years of age must also meet VIOC residency standards (see 5.1.2
- 5.2 Representation of VISF at VIOC and Swimming World Competitions**
- 5.2.1 Shall follow the VIOC Residency requirements of the VIOC Bylaws (reprinted in a) and b) below) and 5.2.3 c- 5.2.3 e below
- a. A resident of the Virgin Islands is one who domiciles and has established an on-going physical presence within the Virgin Islands. Such residents shall provide one (1) valid government issues identification card. In addition tax records, a current voter's registration card, a valid Virgin Islands driver's license, and a public service utilities bill provided in his/her name may be submitted. The VIOC will have the authority to request other reasonable documentation to verify residency. The resident must reside in the Virgin Islands for a three (3) year period continuously. The Executive Committee shall make provisions for those athletes under 18 years of age.
  - b. Residency requirements for athletes to represent the U.S. Virgin Islands at the Central American and Caribbean Games, Pan American Games, Summer and Winter Olympic, Youth Games and other Games under the jurisdiction of the VIOC are as follows:
    1. Persons born in the Virgin Islands or of a parent born in the Virgin Islands; or
    2. A U.S. citizens by birth or naturalized citizens who were not born in the Virgin Islands, but have resided for at least three (3) years continuously in the Virgin Islands before the date of the Opening Ceremony of the Games in which he or she wishes to participate.
  - c. Must be registered with the VISF for three (3) years prior to first competition date.
  - d. May be unattached or a registered member of a Member Club
  - e. Must have competed in one of the VISF Championships each year with official results unless excused
  - f. Must abide by the guidelines for international meet entries and surpass qualifying

standards set by VISF or by the organizing entity.

### **5.3 Statement on Nation Shopping**

- 5.3.1 No Federation member or Coach shall entertain “nation shopping” by any athlete 18 or older seeking to represent the US Virgin Islands, having already represented the USA or another nation in any competition listed in 2. I. or 2.II (above) in any swimming discipline.
- 5.3.2 No athlete will be accepted by the VISF who is 18 or older as a new resident of the Virgin Islands and take the position of an already established VISF swimmer who has met the minimum standard of 600 World Aquatics points by event and as defined by the VIOC guidelines in Part II above unless conditions (c) below exist.
- 5.3.3 If no Virgin Islands athlete has met the minimum standard then a position MAY be opened up to an athlete described in (5.3.2) above. This will require board review and a majority vote by the Federation.

## **6 Guidelines for all Meet Entries Outside the Virgin Islands**

### **6.1 Qualifying Criteria**

- 6.1.1 The VISF will set qualifying standards for international meets unless otherwise specified by World Aquatics.
  - a. Qualification Times will be based on the final results of the previous similar meet.
  - b. Only the two fastest swimmers of each gender will be entered in each event (World Aquatics).
  - c. Conversion times may be used for a swimmer to qualify for a meet (short course meters and/or yards).
  - d. Conversions may be used for an entry time as approved by the Technical Committee.
  - e. An entry time MUST be swum within a TWELVE month period of the entry deadline of the specified meet.
  - f. NT (no time) and /or custom times are not allowed for entry times.
  - g. There must be proof of time in the VISF database for all entry times.
- 6.1.2 If a swimmer qualifies for one event, the National Coaches may enter that swimmer in additional events.

- a. A swimmer may be selected by the National Coaches if the following ~~two~~ conditions are met:
  - 1. he/she has qualified in an individual event
  - 2. Three other swimmers have qualified in the same age group (to complete a relay); and
  - 3. The Board of Directors approves sending the swimmer by a majority vote
- a. A swimmer selected to swim in a relay may swim additional events at the discretion of the National Coach.
- 6.1.3 A swimmer must document to the Technical Committee and the National Coach that they have been training CONSISTENTLY for ONE year prior to that competition.
  - a. The training program must be approved by the National Coaches before ANY entries.
- 6.1.4 A swimmer wishing to enter international swim meets must pass eligibility rules to represent the Virgin Islands Swimming Federation at any international swim meet.
- 6.1.5 Universality spot(s) will be awarded to swimmer(s) with consideration to World Aquatics points, proximity to qualifying times and the intention of the spot given by World Aquatics, to develop swimmers within their own country. The Technical Committee will submit candidates to the Federation for final selection by the Board.

## **7 Approval of Competitions and Events**

### **7.1 General Guidance**

- 7.1.1 Member clubs as well as independent organizers must, before announcing dates and place for championships or events which they organize or sanction within their jurisdiction, seek approval by VISF.
- 7.1.2 The VISF approval shall include the following determinations:
  - a. Dates for the events:
  - b. Competition programmes;
  - c. Doping control organizational measures;
  - d. Health and security organizational measures; and



e. Any deviation from World Aquatics and VISF rules and requirements.

7.1.3 If approval is granted the event shall be supervised by one or more VISF representatives.

## **8 Code of Conduct and Disciplinary Measures**

### **8.1 General Provisions**

8.1.1 VISF adheres to Safe Sport principles.

8.1.2 All VISF members shall adhere to the World Aquatics' rules on the Protection from Harassment and Abuse, including avoiding and preventing Forbidden Conduct as described in Section 4 of the World Aquatic Rules.

8.1.3 All VISF members shall comply with WADA and World Aquatics Anti-Doping Policies and Programs.

8.1.4 All VISF members shall abide by the VISF integrity code.

8.1.5 All VISF members shall abide by the Travel Rules set forth prior to an international / travel meet.

8.1.6 All allegations of potential misconduct shall be reported to the Compliance Officer to be investigated.

8.1.7 The Compliance Officer shall deliver an investigative report to Ethics Committee to decide on appropriate disciplinary measures.

8.1.8 In accordance with Article 7 f) of the World Aquatics Constitution, in the event of a conflict between the VISF Constitution or the VISF Bylaws, the Rules of World Aquatics shall prevail.

### **8.2 Code of Conduct**

8.2.1 All competitors and team officials shall conduct themselves in a prudent, respectful, and courteous manner always that will not result in dishonor or disgrace the VISF.

8.2.2 The National Team shall travel and eat together wherever and whenever possible, including Coaches and Delegates.

8.2.3 All competitors shall observe rules (including Travel Rules) and curfews established by Coaches, Team Manager, and VISF Compliance Officer.

- 8.2.4 No competitor or team official shall use profane or offensive language or behave in an unsportsmanlike manner where they would embarrass a competitor or official in the competition.
- 8.2.5 Competitors and team officials shall not consume alcohol prior to the competition or use any drug or other substances on World Aquatics' List of Banned Substances until discharged by the Team Manager/Delegate.
- 8.2.6 No competitor or team official may visit the living quarters of any other member on the VISF National team or any other nation's team at any time without permission from National Coaches or Delegate with the exception of emergencies.
- 8.2.7 Any competitor or team official whose parents, guardians spouse or family members travel to a regional or international competition whether as spectators or as officials, shall never the less remain under the jurisdiction of the VISF and the National Team Coaches and managers and subject to the Code of Conduct at all times.
- 8.2.8 The National Coaches may agree that a competitor has seriously breached or abused the provisions of the code of conduct and may be immediately removed from the team and competition.
- 8.2.9 Team members shall wear full team uniforms during public events and competition.
- 8.2.10 Awards shall be personally accepted by the recipient at official award ceremonies unless excused by the National Coaches due to illness or other just cause.
- 8.2.11 All team members shall participate in public ceremonies at the competition, unless excused by the National Coach due to illness or other just cause.

## **9 Final Provisions**

### **9.1 Indemnification**

- 9.1.1 The Federation may indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was a director, officer, employee, or agent of the Federation against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Federation.
- 9.1.2 To the extent that a present or former director, officer, employee, or agent of the Federation has been successful, on the merits or otherwise, in the defense of any proceeding referred to in Section (a) of this Article, or in defense of any claim, issue, or

matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with such proceeding if that person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Association.

- 9.1.3 Sections (9.1.1) and (9.1.2) of this Article will not apply in any proceeding in which the director, officer, employee, or agent is liable for willful negligence or misconduct in the performance of his or her duties.
- 9.1.4 Such rights of indemnification will not be exclusive of any other rights to which such director, officer, or employee may be entitled apart from this provision.
- 9.1.5 The Federation shall have power to purchase and maintain, at the Federation's expense, insurance on behalf of the Federation and on behalf of any director, officer, employee, agent, or other person to the extent that power has been or may be granted by statute.
- 9.1.6 The Federation shall have the power to give other indemnification to the extent permitted by law.

## **9.2 Books and Records**

9.2.1 The Federation must maintain the following books and records at its registered office or principal place of business or such other location as the Board may authorize:

- a. Accurate and complete books and records of account;
- b. The original copy of its Bylaws including all amendments and alterations and any other corporate documents;
- c. The minutes of the proceedings of either the Board of Directors or any committees established by the Board of Directors;

### **9.2.2 General Right of Inspection**

- a. Any Director may examine the books and records related to any of the proceedings of the Board of Directors provided that he or she has a proper purpose for doing so. This inspection must take place at a mutually agreed upon time.
- b. Inspection by Agents: A Director's agent or attorney may be afforded the same right provided under Article VII, Section 2(a).

9.2.3 All funds of the Federation not otherwise employed will be deposited from time to time to the credit of the Federation in any banks, trust companies, or other depositories

licensed in the Virgin Islands and designated by the Board of Directors.

### **9.3 Checks, Drafts, Notes, Etc.**

- 9.3.1 All checks, drafts or other orders for the payment of money and all notes or other evidences of indebtedness issued in the name of the Federation must be signed by the individual who has been given signatory authority by the Board of Directors.
- 9.3.2 In the absence of such determination by the Board of Directors, such instruments must be signed by the Treasurer and countersigned by the President of the Federation.
- 9.3.3 The fiscal year shall be the calendar year

### **9.4 Delivery of Notice**

- 9.4.1 Any notices will be considered to have been “delivered” when any of the following occurs:
  - a. Notice is transferred or presented to the proper party;
  - b. Notice is deposited in the United States mail with proper postage and is addressed to the proper party at his, her, or its address as it is listed in the records of the Federation, or any other contact information appearing on the records of the Federation; or
  - c. Notice is transmitted by electronic means such as e-mail, facsimile, or any other method that is authorized in the articles of incorporation

### **9.5 Execution of Documents**

- 9.5.1 Every contract entered into, including any loans or other evidence of indebtedness, issued in the name of or on behalf of the Federation must be authorized or ratified by a resolution of the Board of Directors.
- 9.5.2 Except as otherwise provided by law, all checks, drafts, promissory notes, and other evidence of indebtedness issued in the name of the Federation and all contracts, deeds, mortgages, and other instruments executed in the name of and on behalf of the Federation must be executed and attested by such Officer or Officers, or agent or agents, of the Federation and in such manner as shall periodically be determined by resolution of the Board of Directors.

### **9.6 Gifts**

- 9.6.1 The Board of Directors may accept on behalf of the Federation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Federation.

## **9.7 Stock**

- 9.7.1 The Federation will not have or issue shares of stock.

## **9.8 Compensation**

- 9.8.1 The Board of Directors may fix the salaries or other compensation of agents and employees of the Federation.
- 9.8.2 No Director or Officer of the Federation will receive, directly or indirectly, any income, profit, or other pecuniary benefit from the Federation, except reimbursement from the Federation's funds for reasonable expenses incurred that, in the opinion of the Board of Directors, were properly incurred in performance of their duties on behalf of the Federation, upon submission of proper documentation to the Board of Directors.

## **9.9 Loans to Management**

- 9.9.1 The Federation will make no loans to any of its Directors or Officers.

## **9.10 Construction**

- 9.10.1 If any portion of the Bylaws are found to be invalid or inoperative, then so far as is reasonable and possible:
- a. The remainder of these Bylaws will be considered valid and operative;
  - b. Effect will be given to the intent manifested by the portion held invalid or inoperative.

## **9.11 Communications**

- 9.11.1 All formal communication on behalf of the VISF must be done through the President or the VISF Delegate, unless otherwise authorized by verbal or written instruction (consent)

## **9.12 Amendments**

- 9.12.1 These bylaws may be amended at any annual or regular meeting of the Board of Directors, or at any special meeting called for that purpose, by the affirmative vote of a majority of the Directors in office.

