

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

VISF Constitution

A legal document that defines the Virgin Island Swimming Federation's purpose, structure and rights and responsibilities of members and officers.

11/02/2024

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ARTICLE I: GENERAL PROVISIONS

Section 1: Name

The name of the Corporation shall be the Swimming Federation of the U.S. Virgin Islands inc., also known as the U.S. Virgin Islands Swimming Federation (VISF) and herein after referred to as either “VISF” or the “Federation”.

Section 2: Legal Status and Location; Operation as a Tax Exempt Organization; Exempt Activities

- 2.1 VISF is established for an indefinite period as an association in accordance with Virgin Islands Code X.
- 2.2 VISF’s legal address is 6501 Red Hook Plaza Suite 201 St. Thomas, VI 00802.
- 2.3 VISF may have offices or worksites in other locations in the U.S. Virgin Islands.
- 2.4 VISF will operate as an organization within the meaning of Section 501(c)(3) of the Internal Revenue Code either under the umbrella of the Virgin Islands Olympic Committee (VIOC) or under its own exempt status.
- 2.5 VISF will neither have nor exercise any power, nor will it engage directly or indirectly in any activity, that would invalidate its status as a tax-exempt organization within the meaning of Section 501(c)(3) of the Code.
- 2.6 Notwithstanding any other provision of this Constitution, no director, officer, employee, or agent of the Federation is permitted to take any action or carry on any activity by or on behalf of the Federation, which is not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Code.
- 2.7 No part of the net earnings of the Federation may inure to the benefit of, or be distributable to, any director, officer, employee, or agent of the Federation.
- 2.8 If the Federation dissolves, the balance of the money and property received by the Federation, after payment of all of the debts and obligations of the Federation, must be used, distributed, or transferred exclusively to an organization or organizations with a substantially similar purpose or purposes to those for which the Federation is organized. The Board of the Directors will choose the specific organization or organizations to which such a distribution will be made. No director, officer, employee, or agent of the Federation, nor any private individual, will be entitled to any distribution or division of the remaining property or proceeds of the Federation.

- 2.9 VISF is a member federation under World Aquatics, the only recognized body in the world which governs Aquatics sport on a worldwide basis. VISF is obliged to comply at all times with World Aquatics Constitution and the World Aquatics Rules, the WADA Code, with and implement decisions and directives of World Aquatics Bodies, notably of the Congress, the Bureau, the Executive, Judicial Panels (including CAS decisions confirming the same) at all times (see Article 7 b) of the World Aquatics Constitution. VISF is obliged to ensure that VISF Constitution and VISF By-Laws comply with World Aquatics Constitution and the World Aquatics Rules at all times. 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.
- 2.10 VISF shall pay the annual membership fee set pursuant to Article 9 of the World Aquatics Constitution and comply with all other World Aquatics financial obligations to World Aquatics (see Article 7 k) of the World Aquatics Constitution).
- 2.11 VISF is committed to ensure that World Aquatics is not brought into disrepute in any way whatsoever as a result of actions or omissions of the Member or of any of its members, representatives, athletes, officials or any other person subject to the Member (see Article 7 l) of the World Aquatics Constitution).

Section 3: Vision, Mission, and Values

- 3.1 The vision of VISF is to ensure aquatic sports are the most participated sport across the U.S. Virgin Islands.
- 3.2 The Mission of the federation is to promote the growth and development of a diverse aquatic community through education, innovation, and by supporting a safe environment and a commitment to excellence.
- 3.3 The Values of the federation include:
- a. Inclusivity: VISF welcomes swimmers of all ages and skill levels, fostering a sense of belonging and teamwork
 - b. Sportsmanship: VISF emphasizes fair play, respect, and integrity in all it does.
 - c. Community: VISF aims to create a close-knit community of swimmers, coaches, parents, and supporters.
 - d. Continuous Learning: VISF encourages lifelong learning and personal growth, both in and out of the pool.

- e. Fun and enjoyment: VISF believes that swimming should be an enjoyable and rewarding experience for all members.

Section 4. The Purpose and Objectives

4.1. The purpose and objectives of the Federation are:

- a. To initiate, foster, and improve competitive swimming (including open water), diving, water polo and synchronized swimming in accordance with the rules, laws and regulations of World Aquatics, formerly known as the Fédération Internationale de Natation (FINA), the sole and exclusive world governing body for all aquatics;
- b. To maintain “membership” status as recognized by World Aquatics;
- c. To maintain responsible financial management to ensure the federation’s long-term stability and affordability;
- d. To develop a structured training program to help swimmers of all ages and abilities improve their skill and reach their full potential;
- e. To protect and promote the mutual interests of its members;
- f. To institute, regulate and award the swimming, open water swimming, diving, water polo and synchronized swimming championships of this Federation and competitions with other recognized federations or associations;
- g. To act as the governing body for swimming including open water and Masters, diving, water polo and synchronized swimming in the U.S. Virgin Islands;
- h. To support swimmers in achieving success at local, regional, and national competition;
- i. To encourage participation in Aquatics at all levels throughout the world regardless of age, gender or race;
- j. To prioritize the health and safety of all members with effective policies and practices;
- k. To secure access to suitable training facilities and ensure the availability of necessary equipment.
- l. To promote fair sportsmanship and clean sport;
- m. To strengthen the sense of community by organizing social events, volunteer

- activities, and educational programs; and
- n. To enhance the Federations visibility through effective marketing and outreach efforts.
 - o. To maintain autonomy from U.S. Virgin Island's government.

ARTICLE II: MEMBER CLUBS AND MEMBERS AT LARGE

Section 5. Admission

- 5.1 This Federation will be composed of the members of the amateur clubs or organizations who subscribe to Article I of this Constitution and the accompanying By-laws and who have satisfied the requirements outlined below. These organizations will be referred to as "Member Clubs" throughout this Constitution.
- 5.2 The "Member Clubs" shall have equal voting privileges through their Representatives. These representatives will constitute the Board of Directors of the Federation.
- 5.3 Any club or organization, including current clubs, subscribing to Article II of this Constitution and desiring to become or remain a Member Club shall apply in writing to the Secretary declaring:
 - a. Its name, location (address and phone number), the roster of its active members and the names of its officers and coach;
 - b. Its purposes, the date of its organization and a copy of its approved bylaws;
 - c. Statement from its president that it will, if elected member of this Federation, abide by the Constitution, Bylaws, and rules of this Federation and its affiliate organizations, and will respect, abide by and enforce all decisions of this Federation. Such application shall be referred by the Secretary to the Board of Directors; and
 - d. One time application fee of \$300
- 5.4 Any club or organization shall not have less than ten (10) active competitors before they can be considered for membership or to maintain membership. An active competitor is an athlete registered with a Member Club, who is training full time, locally, with the Member Club coach(es) for the purpose of competing. This does not include learn to swim program swimmers. Each Member Club must compete in at least one VISF Championship meet each year.
- 5.5 The Member Clubs, whose applications have been accepted, will have their applications reviewed each year at the annual meeting of the Board of Directors to determine whether

the Member Club still qualifies for representation on this Federation. Member Club must present current club status at Annual Meeting, to include roster, coach name, officer names and any other updates.

Section 6. Rights of Member Clubs

6.1 Member Clubs are entitled:

- a. To appoint three representatives who shall cast all votes for the club in the affairs of the Federation, each representative shall have one vote.

1. The appointment of all representatives shall be in writing duly certified by the Chairman/President or his representative of the appointing member Club. A Member Club at any time by written notice, addressed to the Secretary or President of the Federation and signed by the chair of the Member club or his/her representative, may replace any or all of its Delegates.

6.2 Member Clubs shall have no liability in regard to debts or financial liabilities of the Federation.

6.3 Any of the above membership rights are subject to applicable limitations or disciplinary decisions as they may apply, from time to time, to a Member Club.

Section 7. Obligations of Member Clubs

7.1 Members are obligated:

- a. to support VISF and its efforts to achieve its objectives;
- b. to fully comply at all times with this Constitution and the By-laws, the WADA Code, the decisions and directives of VISF Bodies, as well as the World Aquatics Constitution, rules, and decisions of the World Aquatic bodies and CAS.

Section 8. Members at Large

8.1 The members at large will be two (one from St. Croix and one from St. Thomas) voting members of VISF who are elected to represent the entire swimming community and population, independent of any specific Member Club or Member Club Board of Directors.

- a. The Member at Large must be a resident of the U.S. Virgin Islands and have a connection to the Virgin Islands swimming community (i.e. they were a swimmer, they have kids in swimming programs, etc.)
- b. The Member at Large can be associated with a Member Club, however, they must make decisions independently, as they represent the entire community. The Member Clubs shall not penalize Members at Large for voting outside the Member Clubs discretion.

- 8.2 The Board of Directors will hold a community meeting every four years following the Olympics, open to all members of VISF, where candidates are announced and introduced. The meeting may be virtual.
- 8.3 Two Members at Large (one from St. Croix and one from St. Thomas) shall be selected by majority vote from all participating voting members in the community. The selection will occur after the community meeting and prior to the VISF annual meeting. The voting may be electronic.

Section 9. Obligations of Member at Large

- 9.1 Members at Large are obligated:
- a. To support VISF and its efforts to achieve its objectives; and
 - b. To fully comply at all times with this Constitution and the By-laws, the WADA Code, the decisions and directives of VISF Bodies, as well as the World Aquatics Constitution, rules, and decisions of the World Aquatic bodies.

ARTICLE III: ORGANIZATION AND STRUCTURE OF VISF

Section 10: The bodies within VISF:

- a. The Board of Directors
- b. Executive Officers;
- c. Compliance Officer and Integrity Unit;
- d. Advisory Members
- e. Athlete Council Chair
- f. Committees

Section 11: The Board of Directors

- 11.1 Club representatives, at large members, the athlete representative, and the compliance officer shall comprise the governing body of the Swimming Federation of the Virgin Islands Inc. in the form of a Board of Directors whose duties are set forth below.
- 11.2 The affairs of the Federation will be managed independently and without regard to undue influence by third parties or government(s). The affairs of the Federation will be managed by or under the direction of its Board of Directors. The Board of Directors shall, in addition to the duties and powers prescribed elsewhere in this Constitution, have the power to:
- a. Impose and enforce penalties for any violation of the bylaws of this Federation.

- b. Remove from office, by a two - thirds vote, any officer of the Federation who by neglect of duty or improper conduct has impaired his usefulness in an official capacity.
 - 1. Any member of the Board of Directors exhibiting conduct detrimental to the Federation or to any of its Member clubs, and not in the best interests of the sport of swimming in the U.S. Virgin Islands, shall be liable to suspension and possibly expulsion by a two - thirds majority of its members.
 - 2. A period of at least thirty (30) days must elapse between presentation and discussion of charges brought against any member of the Board of Directors. Such charges must be discussed at a special meeting called for this purpose.
 - c. Collect and hold funds of this Federation and to authorize expenditures.
 - d. Call regular and special meetings of this Federation, and to fix the time and place for all meetings not already fixed the accompanying bylaws.
 - e. Schedule, institute, locate, conduct and manage all Federation Championship competition and to supervise all other competition when it has jurisdiction.
 - f. To explain, define and interpret any provisions of the Constitution and Bylaws of this Federation upon request.
 - g. To set standards and selection criteria for competitors who may represent the VISF and make final decisions and selections on competitors, coaches and Delegates to represent the Federation at all National and International swimming events.
 - h. To make, publicize and put into effect rules and regulations consistent with the Constitution and purposes of this Federation.
 - i. This Federation shall have jurisdiction throughout the U.S. Virgin Islands.
- 11.2 Unless otherwise stated in this 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.
- 11.3 Members must comply with and implement World Aquatics Constitution and Rules, as well as directives and decisions of the World Aquatics Bodies and CAS. Where there is a conflict, World Aquatics Rules shall prevail (see Article 7 f) and 7 g) of the World Aquatics Constitution).

Section 12: Executive Officers

12.1 Designation; Election; Term; Multiple Offices

- a. **Designation:** The Executive Officers of the Federation will include a President, a Vice Presidents, a Secretary, a Treasurer, and any other Officers or assistant Officers authorized by the Board of Directors.
 - 1. The Chair of the Athletes Committee is ex officio an officer but not an Executive Officer.
 - 2. The Compliance Officer is ex officio an officer but not an Executive Officer.
- b. **Election:** The Executive Officers will be elected from the membership of the Board of Directors by the Board of Directors at the first annual meeting after the Olympics (every four years), considering gender balance, when possible. The decision will be made by simple majority vote.
- c. **Term of Office:** Each Officer, will hold office for 4 years, renewable twice or until his or her successor has been duly elected/appointed and qualified, or until their death, resignation or removal in the manner hereinafter provided. Any duly elected officer of the Board of Directors may be retained with full privileges until the completion of his tenure of office by a majority vote of the Board.

12.2 President

- a. The President with preside over all meetings of the Board
- b. The President will ensure that all orders, resolutions, and directives of the Board of Directors are carried into effect unless the Board assigns that responsibility to another Officer.
- c. The President will execute all contracts for the Federation.
- d. The President will report to the Board of Directors, at least quarterly, on all matters within his or her knowledge, which the interests of the Federation may require to be brought to their notice.
- e. The President will perform other such duties as may be assigned from time to time by the Board of Directors.
- f. The President may order meetings of the Board of Directors when and where he shall deem necessary, shall preside at all meetings of the Board, and generally shall perform such duties as pertaining to the office of the President.
- g. The President or his designee shall represent the Federation on the Virgin Islands Olympic Committee (V.I.O.C.) and report back to the Board of Directors within 7 days of the meeting.

- h. The president shall rotate between island districts unless there is a majority vote to keep the existing president in office.

12.3 Vice Presidents

- a. The Vice President, will have all the powers and perform all the duties of the President in the absence or incapacity of the President.
- b. The Vice President will perform such other duties as may be assigned from time to time by the President or Board of Directors.

12.4 Secretary

- a. The Secretary will act as secretary of the Board of Directors.
- b. The Secretary will give, or cause to be given, all notices in accordance with the provisions of these Bylaws, or as required by law.
- c. The Secretary will supervise the custody of all records and reports and will be responsible for the keeping and reporting of adequate records of all meetings of the Board of Directors.
- d. The Secretary will perform such other duties as may be assigned from time to time by the Board of Directors.

12.5 Treasurer

- a. The Treasurer will provide oversight for the full and correct account of receipts and disbursements in the books belonging to the Federation.
- b. The Treasurer will dispose of funds of the Federation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and must render to the President and the Board of Directors, whenever he or she may require it, an account of all his or her transactions as Treasurer and of the financial condition of the Federation.
- c. The Treasurer will serve on the Finance Committee and prepare a yearly budget.

Section 13. Advisory

- 13.1 The Federation may also elect honorary representatives whose duties shall be exclusively advisory to the Federation.
- 13.2 Ex-Presidents of the Federation and other persons with expertise may be invited to

become honorary members of the Federation upon two thirds vote by the Board of Directors of the Federation.

- 13.3 Advisory members shall be voted on and selected every four years following a Summer Olympic year during the Annual meeting.
- a. There are no term limits for advisory members.
 - b. Advisory members are obligated to the rights and responsibilities as Board Members.

Section 14: Compliance Officer and Integrity Unit / Committee

- 14.1 The Compliance Officer shall be a neutral non-voting member of VISF community who is appointed by the board at the Annual Meeting. The Compliance Officer is subject to the same terms and limits as executive members.
- 14.2 The Compliance Officer's duties and responsibilities include:
- a. Ensuring VISF complies with World Aquatics and VIOC Constitutions, Rules, and Regulations.
 - b. Collaborating with the By-law / Good Governance Committee to develop the Federation in accordance with World Aquatics and VIOC recommendations and general pillars of good governance.
 - c. Collaborating with the Athlete Council Chair to select Advisors to serve on the Integrity Unit should they receive allegations of potential misconduct.

Section 15: Athlete Committee Chair

- 15.1 The Athlete Committee Chair (ACC), will occupy an additional voting position on the Board of Directors of VISF, separate and distinct from the Member Club representatives.
- a. Those intending to serve as the ACC shall give notice 14 days prior to the Annual meeting.
 - b. The ACC will be selected after voting per normal VISF voting procedures.
 - c. Eligibility requirements and duties for the ACC are set forth in the By-laws.

ARTICLE IV: VISF COMMITTEES

Section 16. Committees

- 16.1 VISF shall have an Athlete Committee, Technical Committee, and other Specialized Committees.
- a. 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.
 - b. The Integrity Unit does not abide by the same committee rules as it is separate and independent from the Executive.
- 16.2 The President and the Secretary shall be ex-officio members of all committees.
- 16.4 All Committees are outlined and defined in the bylaws.
- a. The Board of Directors shall be entitled to propose to the President any kind of new committee, ad hoc committee, task force group or working commission as deemed appropriate.

ARTICLE VIII: PROCEDURE

Section 17: Effective Date

- 17.1 This Constitution will be effective upon acceptance by the Board of Directors.

Section 18: Amendments

- 18.1 Under Article 7 d) of the World Aquatics Constitution, each Aquatics Member(s) i.e. federations(s), shall seek approval of the World Aquatics Bureau for any change of the Member's Statue before such change comes into effect.
- 18.2 Once approved by World Aquatics, this Constitution may be altered, amended or repealed, and a new Constitution may be made and adopted after approval from World Aquatics. at any annual or regular meetings 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.