

# USA ARTISTIC SWIMMING, INC.

## USA ARTISTIC SWIMMING RULES

### PART ONE

#### CODE OF REGULATIONS

(Effective January 1, 2022)

(Revised by Board of Directors – January 30, 2022)

#### INTRODUCTION

USA Artistic Swimming, Inc. (“Corporation” or “USAAS”), is the member of the United States Olympic and Paralympic Committee (“USOPC”) for the sport of artistic swimming, and as such is recognized as the National Governing Body (“NGB”) for the sport of artistic swimming in the United States, responsible for the conduct and administration of the sport throughout the country. As a member of the USOPC, the Corporation shall submit to the rules of the American Arbitration Association in any controversy involving its recognition as a NGB as provided in the USOPC By-Laws or involving the opportunity of any amateur athlete, coach, trainer, manager, administrator or official (See USAAS Rules, Rule IV, Officials and Duties, for categories) to participate in amateur athletic competition, as provided in the USOPC By-Laws. Through its membership in United States Aquatic Sports (“USAS”; see Appendix I), the Corporation is affiliated with the Federation Internationale de Natation Amateur (“FINA”), the international federation for the aquatic sports, and the PanAm Aquatics (“PAQ”).

Unless otherwise modified by this Code of Regulations (“USAAS Code”), the By-Laws of a Zone Artistic Swimming Committee (“Zone”), or the By-Laws of a Local Artistic Swimming Committee (“LASC”), *Robert’s Rules of Order* shall be the governing procedural rules for all meetings of the Corporation, its Zones, LASCs and committees.

Those who choose to serve the Corporation are held to a high standard of conduct. Compliance with the Code of Ethics (Appendix P), Conflict of Interest Policy (Appendix U) and Confidentiality Policy (Appendix V) is a critical component in ensuring an ethical environment.

The Governance Committee shall be included in all deliberations about changes to the USAAS Code before being printed, posted or distributed electronically to the USAAS membership.

#### ARTICLE 1

##### MEMBERSHIP

**1.01** **Membership** in the Corporation shall be open, without regard to race, ethnicity, culture, religion, sex (including gender identity, sexual orientation or pregnancy), age, family status, socio-economic status, geographical location, nationality, body shape, beliefs, mental or physical ability or other defining characteristics, to groups, athletes, and individuals who are not athletes, as set forth in this Article 1. The Corporation shall extend this principle to Independent Board of Director members and members of the Ethics Committee.

##### **1.02** **Group Members:**

- A. **Club Member:** An artistic swimming club, educational institution or other organization that participates in competition sanctioned by the Corporation. All of its athletes and coaches must be members of the Corporation. Separate subcategories may be established by the Board of Directors. See Appendix C.

**1.03 Athlete Members** are persons who join the Corporation in order to participate in events sanctioned by the Corporation. Athletes must meet the rules of eligibility set forth in Article 20 of the Administrative Rules. Athletes shall join the Corporation in the categories set forth in Article 20 of the Administrative Rules.

**1.04 Non-Athlete Members:**

A. **Individual:** All coaches, judges, instructors, officials, managers, trainers, and administrators participating in the conduct of artistic swimming. Separate subcategories may be established by the Board of Directors. See Appendix C.

**1.05 Membership Terms:**

- A. Membership in the Corporation shall begin on the first day of September and shall run for a period of one (1) year. Registration with the Corporation may occur up to thirty (30) days prior to, or any time after, the first day of September.
- B. The fee for each category of membership shall be determined by the Board of Directors of the Corporation; such fees are set forth in Appendix C. Each LASC and Zone may add a surcharge to membership fees. All athlete membership fees shall include insurance.
- C. SafeSport certification and National Center for Safety Initiatives (“NCSI”) Background Checks are a requirement of membership as determined by the Board of Directors. For NCSI Background Checks, parental consent is required for minors under eighteen (18) years of age. See Appendix C and Appendix O.
- D. No membership costs shall be prorated for members joining after a term begins.

**ARTICLE 2**

**BOARD OF GOVERNORS**

**2.01 Authority:** The Board of Governors shall be the Corporation’s General Assembly. It shall elect the Officers of the Corporation and make recommendations to the Board of Directors during the Annual Meeting of the Corporation.

**2.02 Composition:** The Board of Governors shall be comprised of the following:

- A. Each LASC may be represented by the Administrative, Diversity, Equality and Inclusion, Education, Officials, and Technical Chairs, and that number of Athlete Representatives, elected by the LASC, who meet the requirements of Section 7.01 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) are athletes. Any LASC which has over 300 registered athlete members may have one (1) additional delegate. Alternates may be elected from among the active members of the LASC. Alternate delegates must present a letter of authorization signed by the Administrative Chair upon arrival at the Annual Meeting.
- B. Each Zone may be represented by the Zone, Diversity, Equality and Inclusion, Education, Officials, and Technical Chairs, and that number of Athlete Representatives, elected by the Zone, who meet the requirements of Section 7.01 B of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) are athletes.
- C. Automatic Delegates:**
  - 1. All members of the Board of Directors shall be automatic delegates to the Board of Governors.
  - 2. All members of the Athletes Executive Committee (“AEC”) shall be automatic delegates to the Board of Governors.
  - 3. All U.S. members of the FINA Technical Artistic Swimming Committee (“TASC”) and PAQ TASC shall be automatic delegates to the Board of Governors.
  - 4. Any member of the FINA Bureau or the PAQ Executive or other international organization, if they are members of USA Artistic Swimming, shall be automatic delegates to the Board of Governors.
  - 5. All past presidents of the Corporation shall be automatic delegates to the Board of Governors.

- D. Athlete Representatives as set forth in Section 7.01 of the USAAS Code and who meet the requirements of 7.06 A and B of the USAAS Code, shall equal at least thirty-three and three tenths percent (33.3%) of the voting power at any Board of Governors meeting. The procedure for selecting Athlete Representatives to the Board of Governors is set forth in Section 7.04 and 7.05 of the USAAS Code.
- E. At-Large delegates to the Board of Governors shall be elected or appointed as set forth herein to serve a two (2) year term of office. The total number of At-Large delegates shall be fifty (50).
1. Twenty-five (25) of the At-Large delegates shall be elected at the Annual Meeting of the Board of Governors in even numbered years. Members must be consenting, but need not be present if the Nominating Committee has been notified in writing prior to the Board of Governors meeting.
  2. Twenty-five (25) of the At-Large delegates shall be appointed by the President within forty-five (45) days of the conclusion of the Annual Meeting of the Board of Governors in even numbered years.
  3. The At-Large delegates, as a group, shall be representative of the various LASCs and geographical areas of the country.
  4. Any athlete elected by the Board of Governors to serve as an At-Large delegate shall not be included as part of the thirty-three and three tenths percent (33.3%) voting power set forth in Section 2.02 D above. Such athlete shall not have a vote on the Athletes Committee unless otherwise elected by the athletes.
  5. Athletes may not simultaneously hold positions as an elected Athlete Representative and as a Board of Governors At-Large delegate. If an athlete, who is a Board of Governors At-Large delegate, is elected an Athlete Representative to fill a vacancy, such athlete must resign from the Board of Governors At-Large delegate position.
- E. All delegates to the Board of Governors must be Competitive Athlete, Professional or Life Members of the Corporation. See Appendix C.

- 2.03 Quorum:** A quorum for the Board of Governors shall be those delegates in attendance at any duly called meeting.
- 2.04 Voting:** Each delegate to the Board of Governors shall have one (1) vote on each matter submitted to the Board of Governors for its vote, consent, waiver, release or other action. There shall be no voting by proxy.
- 2.05 Meetings:** The Annual Meeting of the Board of Governors, which is the Annual Meeting of the Corporation, shall be held at such date, time and place as may be fixed in the notice of such meeting. Special meetings of the Board of Governors may also be held at any time, pursuant to a resolution of the Board of Directors. Written notice of all annual and special meetings of the Board of Governors, stating the time and place, shall be given to each delegate by email, or by posting on the USAAS website with notification of the posting sent by any type of broadly available communication method, not less than thirty (30) days before any such meeting; provided, however, that such notice may be waived in writing by any delegate before or after such meeting. The attendance of a delegate at any meeting without protesting the lack of notice prior to or at the commencement of the meeting shall be deemed a waiver of notice of such meeting.

## ARTICLE 3

### BOARD OF DIRECTORS

- 3.01 Authority:** The Board of Directors shall have the ultimate authority over the business, policies, affairs, and activities of the Corporation. It shall:
- maintain a culture of ethical behavior and compliance throughout the Corporation;
  - focus on long-term objectives and impacts of the Corporation;
  - hire, establish compensation, evaluate, and fire the Executive Director;
  - approve job descriptions, raises and bonuses for administrative staff;

- enact or modify all of the rules of the Corporation, including the competitive rules;
- approve the Corporation’s annual budget and provide oversight of financial activities throughout the year by reviewing and approving financial statements, annual reports, financial and control policies;
- review and approve the Corporation’s strategic plan;
- approve the selection of the independent auditors;
- ensure that athlete safety rules, policies and procedures comply with the requirements of the USOPC and U.S. Center for SafeSport; and
- take such other action as is customary for a board of directors of a corporation.

**3.02 Composition:** The Board of Directors shall consist of the following:

- A. The Officers, as defined in Article 4 of the USAAS Code.
- B. The Immediate Past President, serving a one (1) year term as a nonvoting member.
- C. The Secretary, appointed by the President as a nonvoting member.
- D. Four (4) Independent Directors who:
  1. Support the policies, goals and programs of the Corporation;
  2. Have business expertise;
  3. Seek and develop new revenue sources and/or donate personally;
  4. Are willing to accept designated responsibilities; and
  5. Are nominated by the President in collaboration with the Nominating Committee for Board of Directors’ approval. Up to two (2) Independent Directors shall be nominated in each year of the Summer Olympic Games and up to two (2) additional Independent Directors shall be nominated in the year following the Summer Olympic Games, such that there are four (4) Independent Directors.
    - a. The Board, through its Nominating Committee, shall affirmatively make a determination as to the independence of each Independent Director, and disclose those determinations to the Board of Directors. An “Independent Director” shall be determined to have no material relationship with USAAS, either directly or through an organization that has a material relationship with USAAS. A relationship is "material" if, in the judgment of the Nominating Committee, it would interfere with the director’s independent judgment, with the following guidelines applied on a case-by-case basis.
      - b. A director shall maintain an independent perspective by maintaining the requirements below for their entire term and any successive term. A director shall not be considered independent if, within the preceding two (2) years:
        - (1) The director, or an immediate family member of the director, is/was employed by or held any governance position such as a member of the Board of Directors, other than Independent Director, or Trustee (whether a paid or volunteer position) with USAAS, USAAS Foundation, USOPC, FINA, or any international or regional federation of artistic swimming; or
        - (2) The director, or an immediate family member of the director, is/was affiliated with or employed by USAAS’s outside auditor or outside counsel; or
        - (3) The director is/was an Athlete member of USAAS, member of the USAAS AEC, or a Professional member of USAAS; or
        - (4) The director received any compensation, not including expense reimbursements, from USAAS, directly or indirectly; or
        - (5) The director, or an immediate family member of the director, is/was an executive officer, controlling shareholder, or partner of a corporation, partnership, or other business entity that does business with USAAS; or
        - (6) The director is/was the parent or immediate family member or coach of an athlete that has competed in a Protected Competition, as defined in USAAS Administrative Rules, Article 23, Section 23.01.
      - c. Exemption: A director is exempt from the requirement prohibiting them from holding any governance position with USAS, PAQ or FINA, provided the only governance position they hold is their board position or related to their board position (e.g., serving successive terms, serving as a board liaison to FINA).

- d. Where the guidelines above do not address a particular relationship, the determination of whether the relationship is material, and whether a director is independent, shall be made by the Nominating Committee.
6. **Term Limit:** The term of Independent Director shall be four (4) years, and shall begin immediately following the approval by the Board of Directors of their nomination. Independent Directors may be reelected to a second term, but may serve no more than eight (8) consecutive years on the Board of Directors. An Independent Director may serve up to an additional four (4) years if elected President immediately after serving as an Independent Director. An Independent Director may vacate the Independent Director position to run for an Officer or Athlete Representative position on the Board of Directors. To be eligible to do so, the Independent Director shall:
- Become a member of USAAS;
  - Have only served two (2) years of their 1<sup>st</sup> 4-year term; and
  - Serve no more than one (1) two-year term as an Officer or Athlete Representative on the Board of Directors.
- An Independent Director who is replaced must wait as many consecutive years as have been served consecutively, with a maximum of eight (8) years off the Board of Directors before being eligible for reappointment. In the event an Independent Director is selected to fulfill a remainder of a term, which has been vacated, this selection shall not count towards the two (2) terms of eligibility. This Independent Director shall have two (2) full terms of eligibility remaining.
- E. That number of Athlete Representatives necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Directors are athletes, and one (1) of them shall be a retired athlete. The Athlete Representatives serving on the Board of Directors shall consist of the following:
- The Athletes Executive Council (“AEC”) President;
  - The Corporation’s representative to the USOPC Athletes Advisory Council (“USOPC-AAC”);
  - The Athlete At-Large Representative;
  - The General Board of Directors Athletes; and
  - The USOPC-AAC Alternate Representative shall be a nonvoting member.
- For eligibility and election procedures, see Article 7 of the USAAS Code.
- E. As required by Section 220522(12) of the Ted Stevens Olympic and Amateur Sports Act, USAAS will provide a board position for an affiliated organization, if said affiliated organization is identified as being qualified to elect such a board member.

### **3.03 Term of Service:**

- A. Other than the USOPC-AAC Representative, the USOPC-AAC Alternate Representative and Independent Directors, Directors shall begin their terms immediately following the Annual Meeting in the year in which they are elected/ratified for a two (2) year term.
- B. Attendance: When a Board of Directors member has been absent from two (2) consecutive meetings without reasons acceptable to the President, the President shall have the right to declare that such a member has forfeited their position and shall be considered for removal for cause according to Section 3.03 C below. The Board of Directors may then fill the vacancy according to Section 3.04 below.
- C. Removal: Directors may be removed for cause at any duly noticed meeting of the Board, and after being provided an opportunity for the Board member to be heard by the Board, upon the affirmative vote of at least two-thirds (2/3) of the voting power of the directors then in office (excluding the voting power of the director in question). Any vacancy occurring in the Board shall be filled in accordance with Section 3.04 C below. No director shall be subject to removal based upon how they vote as a director, unless such voting is determined to be part of a violation of the Code of Ethics (Appendix P).

### **3.04 Vacancies:**

- A. Any vacancies that may occur in the Board of Directors shall be filled for the duration of the term by the group responsible for electing/appointing the position initially.

1. In the case of the elected officers, the Board of Directors may fill a vacancy in accordance with Section 3.04 C below, until the next meeting of the Board of Governors, at which time an election shall be held.
2. In the case of the Independent Directors, the Board of Directors may fill a vacancy at any time, in accordance with Section 3.04 C below, up to a maximum of four (4) Independent Directors.
3. In the case of the Athlete Representatives, the vacancy of the Athlete Representative positions serving on the Board of Directors shall be filled in accordance with Sections 7.07-7.08 of the USAAS Code.

**B. Timing:** If an elected officer vacancy occurs within sixty (60) days prior to the Annual Meeting of the Board of Governors, the Nominating Committee shall solicit candidates for election by the Board of Governors in accordance with Section 5.06 A.1 of the USAAS Code. If the elected officer vacancy does not occur within the sixty (60) day period noted above, the Nominating Committee will follow Section 3.04 C below.

**C. Procedures for Filling a Vacancy:**

1. The Board of Directors shall have the right, but not the obligation, to provide the Nominating Committee with a written description of the qualifications, skills and experiences that the Board of Directors deems beneficial to the Corporation in filling a vacancy.
2. The Nominating Committee shall solicit, review and, if appropriate, interview candidates for vacant Board of Directors position(s) and shall recommend candidates for Board of Directors consideration in accordance with Sections 3.04 C and 5.06 A.1.a.(1)-(3) of the USAAS Code. The Nominating Committee's recommendations shall include a written description which sets forth the opinions of the Nominating Committee regarding each candidate's qualifications, skills and experiences.
3. At a duly noticed meeting, the Board of Directors shall consider new officers or Independent Directors, with approval requiring a majority vote.
4. In the event that the Board of Directors does not appoint a candidate to fill the vacancy, the Nominating Committee shall provide the Board of Directors with an alternate candidate(s), and a written description of each candidate's qualifications in accordance with Section 3.04 C.2 above. This process shall continue until the positions are filled by either appointment by the Board of Directors or by election by the Board of Governors.

**3.05 Meetings:** Meetings of the Board of Directors shall be held at any time or place, pursuant to a resolution of the Board of Directors or to a call signed by the President or three (3) Directors. Notice of any meeting shall be made in writing to all members of the Board, not less than two (2) weeks in advance of the meeting except for special meetings.

**A. Minutes:** Meeting minutes shall be recorded, approved by the Board, and made available on-line within thirty (30) days of approval. In addition to standard expectations of meeting minutes (e.g., attendance, summary of discussion topics), minutes shall include conflict declarations and recusals from discussions, votes, or the meeting due to a conflict of interest. For executive session minutes, a summary of high-level topics will be sufficient.

**3.06 Compensation:** No Director shall be entitled to receive compensation for service as a Director. Reimbursement by the Corporation may be made for reasonable expenses incurred in the course of a Director's duties, however, the Corporation will cover travel costs for Athlete Representatives to attend the Board meetings. Directors shall not be disqualified from receiving reasonable compensation for services rendered to or for the benefit of the Corporation in any other capacity, provided that the rendering of such services conforms to the Conflict of Interest Policy (Appendix U).

**3.07 Quorum:** The presence of a majority of the Directors serving shall constitute a quorum at any meeting of the Board of Directors.

- 3.08 Voting:** Each voting member of the Board of Directors shall have one (1) vote on each matter submitted to the Board of Directors for its vote, consent, waiver, release or other action. There shall be no voting by proxy.
- 3.09 Representatives to Other Organizations:**
- A. The Board of Directors shall appoint the Corporation’s representative to the National Governing Bodies Council (“NGB Council”) of the USOPC.
  - B. The Board of Directors shall nominate the Corporation’s representative to FINA, PAQ Executive and Technical Artistic Swimming Committees (“TASC”) from recommendations provided by the International Relations Committee. The term of office for these positions is as follows:
    - 1. FINA TASC Representative: Upon acceptance of the recommendation by FINA, the position begins at the conclusion of the World Championships immediately following the Summer Olympic Games until a new committee is constituted at the World Championships immediately following the next Summer Olympic Games.
    - 2. PAQ Executive Representative: Upon acceptance of the recommendation by PanAm Aquatics, the position begins at the conclusion of the Pan American Games until a new committee is constituted following the next Pan American Games.
    - 3. PAQ TASC Representative(s): Upon acceptance of the recommendations by PanAm Aquatics, the position(s) begin(s) at the conclusion of the Pan American Games until a new committee is constituted following the next Pan American Games.
  - C. The Board of Directors shall recommend or appoint, dependent on the organization, the Corporation’s representative to all other committees and organizations on which the Corporation is entitled to representation.

## ARTICLE 4

### OFFICERS

- 4.01 Officers:** The officers of the Corporation shall be President, Vice President Competitive Operations, Vice President Diversity, Equality and Inclusion, Vice President Member Development, Vice President Olympic International and Treasurer.
- A. Officers of the Corporation are not permitted to be Officers of another NGB.
- 4.02 Elections:** Candidates for office must be members of the Corporation, should be consenting and need not be present to be elected. Officers shall be elected at the Annual Meeting of the Board of Governors as follows:
- A. The President, Vice President Diversity, Equality and Inclusion and Vice President Olympic International shall be elected in even numbered years.
  - B. The Vice President Competitive Operations, Vice President Member Development and Treasurer shall be elected in odd numbered years.
- 4.03 Term of Office:** The term of each office shall be two (2) years, and shall begin immediately following the Annual Meeting of the Corporation. Officers may be reelected to a second term, but may serve no more than four (4) consecutive years on the Board of Directors. An officer may serve up to an additional four (4) years if elected President immediately after serving as an Officer. An officer who is replaced must wait as many consecutive years as have been served consecutively, with a maximum of four (4) years off the Board of Directors before being eligible for office. In the event an officer is elected to fulfill a remainder of a term of office, which has been vacated, this election shall not count towards the two (2) years of eligibility. This officer shall have two (2) full terms of eligibility remaining.
- 4.04 Role of an Officer:** The role of an officer shall be to set goals, objectives and policies for the organization, help develop and communicate the organization’s long-range plans and serve as liaison between the National Office staff, committees and the general membership.

Officers shall delegate tasks, monitor progress and provide support as needed to their committees.

- 4.05 President:** The President shall serve as Chair of the Board of Directors of the Corporation. The President shall exercise duties prescribed in the USAAS Code and shall be an ex-officio member of all committees and subcommittees except the Ethics, Nominating and Election Committees. The President serves as liaison to other organizations in the absence of designated representatives. The President shall be responsible for the committees listed in Section 5.01 A of the USAAS Code. If the President is unable to fulfill their duties, the President shall appoint an acting President from among the members of the Board of Directors. If the President is unable to appoint an acting President, the Board of Directors shall select an acting President from among its members.
- 4.06 Vice President Competitive Operations:** Shall be responsible for the committees listed in Section 5.01 B of the USAAS Code.
- 4.07 Vice President Diversity, Equality and Inclusion:** Shall be responsible for the committees listed in Section 5.01 C of the USAAS Code.
- 4.08 Vice President Member Development:** Shall be responsible for the committees listed in Section 5.01 D of the USAAS Code.
- 4.09 Vice President Olympic International:** Shall be responsible for the committees listed in Section 5.01 E of the USAAS Code.
- 4.10 Treasurer:** Shall be the Chief Financial Officer of the Corporation, responsible to the Board of Directors for overseeing financial planning, and providing advice on financial policy as required by the Board of Directors and Article 8 of the USAAS Code. The Treasurer shall not be a member of the Audit Committee.
- 4.11 Immediate Past President:** Shall serve one (1) year immediately following their term of office. The Immediate Past President shall serve as an advisor to the new President, with voice but without a vote.
- 4.12 Executive Director:**
- A. There shall be an Executive Director who shall serve as the Chief Executive Officer of the Corporation. The Executive Director shall be employed by the Board of Directors for whatever term the Board of Directors deems appropriate and may be removed at any time with or without cause by the Board of Directors without prejudice to their contract rights.
  - B. The Executive Director shall not have the status of an officer of the Corporation, but shall be entitled to attend all meetings of the Board of Directors and shall be a non-voting member of the standing committees.
  - C. The Executive Director shall sign all contracts entered into by the Corporation in accordance with board policy.

**ARTICLE 5**  
**COMMITTEES**

**5.01 Committees:** The following Standing Committees shall report to the respective Officer:

- A. President:
  - 1. Nominating
  - 2. Election
  - 3. Governance
  - 4. Audit Committee of the Board of Directors
  - 5. Ethics
- B. Vice President Competitive Operations:
  - 1. Rules
    - a. Figures
  - 2. Collegiate
    - a. Collegiate Compliance Review
  - 3. Masters
  - 4. Championship Management and Sites
  - 5. Judges' Board
    - a. Judges' Review
- C. Vice President Diversity, Equality and Inclusion:
  - 1. Diversity, Equality and Inclusion
    - a. Diversity
    - b. Equality
    - c. Inclusion
- D. Vice President Member Development:
  - 1. Membership
  - 2. Marketing and Promotion
  - 3. Awards and History
    - a. Lillian MacKellar Award
    - b. History
  - 4. Coaches' Board
    - a. Coaches' Review
  - 5. Long Term Athlete Development Board
- E. Vice President Olympic International:
  - 1. International Relations
    - a. International Relations Review
  - 2. National Team Program
    - a. National Team Review

**5.02 Committee Chairs** shall be appointed by the respective Officer, unless otherwise defined in the USAAS Code, with the approval of the President. The role of a Committee Chair shall be to understand and support the goals and long-range plans of the organization. The Committee Chair shall communicate the goals to the committee members. The Committee Chairs shall work with their respective Officer and their committees to make recommendations to accomplish these goals. When appropriate, the Committee Chair shall delegate tasks and responsibilities to the committee members and monitor progress toward accomplishing these goals.

**5.03 Composition:** Committee Chairs shall appoint members of their committees, unless otherwise defined in the USAAS Code, with the approval of the Officer responsible.

**A. Membership:**

- 1. All committee members must be members of the Corporation but need not be members of the Board of Governors.
- 2. Membership on Standing Committees shall include at least one (1) representative from each Zone and at least thirty-three and three tenths percent (33.3%) Athlete Representation unless the composition of the committee is otherwise defined in the USAAS Code.
- 3. Zone balance shall be considered when appointing the committee members.
- 4. The respective Officer shall be an ex-officio member of the Committees or Boards for which they are responsible.
- 5. The Executive Director may assign National Office staff to serve as advisors to the Committees or Boards.

**5.04 Term of Service:** Unless otherwise defined in the USAAS Code, the term of service on a Standing Committee shall be two (2) years and shall begin immediately following the Annual Meeting of the Corporation, in the year of their appointment/election.

**A. Attendance:** When a committee member has been absent from two (2) consecutive meetings without reasons acceptable to the Committee Chair, the Committee Chair, with approval of their respective Officer, shall have the right to declare that such a member has forfeited their position and shall be considered for removal for cause according to Section 5.04 B below. The Committee Chair, with approval of their respective Officer, may fill the vacancy according to Section 5.04 C below.

**B. Removal:** Committee members may be removed for cause at any duly noticed committee meeting, and after being provided an opportunity for the committee member to be heard by the committee, upon the affirmative vote of at least two-thirds (2/3) of the committee. Any vacancy occurring on a committee shall be filled in accordance with Section 5.04 C below. No committee member shall be subject to removal based upon how they vote as a member, unless such voting is determined to be part of a violation of the Code of Ethics (Appendix P).

**C. Vacancies:** In the event a vacancy occurs on a committee, the group, person or Zone responsible for appointing or electing the position initially shall fill the position for the duration of the term.

**5.05 Compensation:** No committee member shall be entitled to receive compensation for service as a committee member. Reimbursement by the Corporation may be made for reasonable expenses incurred in the course of a committee member's duties. Committee members shall not be disqualified from receiving reasonable compensation for services rendered to or for the benefit of the Corporation in any other capacity, provided that the rendering of such services conforms to the Conflict of Interest Policy (Appendix U).

**5.06 President's Committees:**

**A. Nominating Committee:**

1. The Nominating Committee shall:

a. Be responsible for nominating persons for the elected positions of the Corporation, with the exception of the Athlete Representatives. A slate of candidates shall be derived from all persons interested. Additional nominations may be made from the floor of the Annual Meeting of the Board of Governors, provided any such nominee is present and consenting. The Nominating Committee shall also be responsible for collaborating with the President in nominating Independent Directors for Board of Directors' approval in accordance with Section 3.04 C of the USAAS Code. Specific responsibilities shall be to:

- (1) Recommend individuals to the Board of Governors and the Board of Directors, when vacancies occur, who have the highest personal and professional integrity, who have demonstrated exceptional ability and judgment, and who have indicated a desire to serve the long-term interests of the Corporation.
- (2) Develop written criteria for each open elected officer position on the Board of Directors in accordance with Sections 3.04 C.1 and 5.06 A.1.a. The Nominating Committee shall consider the needs of the Corporation, the qualifications, skills and experiences of the then current Board of Directors members and the criteria for each open officer position on the Board of Directors. The written criteria shall be published on the USAAS website for the USAAS membership prior to soliciting candidates.
- (3) Obtain from each interested candidate a written resume which includes a description of their qualifications, skills and experiences.
- (4) Provide a written report to the Board of Governors to include the slate of candidates and resumes for each candidate for an open officer position on the Board of Directors. The written report shall be published on the USAAS website not less than thirty (30) days in advance of the Board of Governors meeting.

- (5) Add additional nominations from the floor at the Board of Governors meeting to the original slate of candidates.
  - b. Report progress on the Committee's activities to the President. The report may take the form of an oral report by the Nominating Committee Chair or any other Nominating Committee member designated by the Chair.
  - c. Maintain minutes of the Committee's activities.
  - d. Conduct such other activities as may be requested or assigned by the President or as set forth in this Code.
2. The composition of the Nominating Committee shall include:
- a. The Chair, elected by the committee from among its members;
  - b. Two (2) representatives from each Zone, elected by the respective Zones at the Annual Meeting of the Corporation. These members shall be from two (2) different geographical areas from within the respective Zone, if possible. Candidates for the Nominating Committee need not be present at the Annual Meeting, but must consent to be nominated in order to be considered for election to the committee.
  - c. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Nominating Committee are athletes; and
  - d. A Past President of the Corporation, who is not running for an Officer position, shall be selected by the Nominating Committee to serve as an advisor.
  - e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
3. Members of the Nominating Committee may not run for a Board of Directors' officer position. Athletes serving on the Nominating Committee who are elected to the Board of Directors as Athletes Representatives shall resign from the Nominating Committee.
4. Members of the current Board of Directors may not serve on the Nominating Committee.
5. **Term of Service:** The term of service on the Nominating Committee shall be two (2) years and shall begin immediately following the Annual Meeting of the Corporation. A member may not serve more than two (2) consecutive terms. A member must wait as many consecutive years as have been served in order to serve again.
- B. Election Committee:** The Election Committee shall be responsible for the conduct of the elections of the Corporation and other duties as listed in Appendix M.
- 1. The composition of the Election Committee shall include:
    - a. The Chair, appointed by the President;
    - b. At least three (3) and not more than five (5) members appointed by the President;
    - c. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Election Committee are athletes.
    - d. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
- C. Governance Committee:**
- 1. The Governance Committee shall:
    - a. Maintain the USAAS Code and Administrative Rules of the Corporation, including the required By-Laws for the LASCs and Zones and appropriate Appendices.
    - b. Revise, as appropriate, the USAAS Code and Administrative Rules to conform to FINA Rules and Regulations and the USOPC By-Laws.
    - c. Educate the membership on Governance procedures.
    - d. Work with the Rules Committee to ensure consistency with the Technical Rules.
  - 2. The composition of the Governance Committee shall include:
    - a. The Chair, appointed by the President;
    - b. One (1) representative from each Zone, elected by the respective Zone at the Annual Meeting of the Zone in conjunction with the Zone Championships;

- c. Three (3) At-Large members appointed by the Chair; and
- d. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Governance Committee are athletes.
- e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.

**D. Audit Committee of the Board of Directors:**

1. The Audit Committee is appointed by the Board of Directors to assist the Board with its oversight of:
  - a. The integrity of the Corporation’s financial statements;
  - b. The evaluation and recommendation of the independent auditor to examine the corporation’s accounts, controls and financial statements;
  - c. The independent auditor’s qualifications and independence;
  - d. The performance of the Corporation’s independent auditors and USOPC auditors;
  - e. The compliance by the Corporation with legal and regulatory requirements; and
  - f. Other functions as assigned to the Audit Committee by the Board of Directors.
2. The composition of the Audit Committee shall include:
  - a. The Chair, appointed by the Board of Directors from among its members;
  - b. At least three (3) and not more than five (5) members appointed by the Board of Directors;
  - c. The USOPC-AAC Representative; and
  - d. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Audit Committee are athletes.
  - e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.

**E. Ethics Committee:**

1. The Ethics Committee shall:
  - a. Investigate and make recommendations on any matter referred to it by the Executive Director, President or Board of Directors. See Administrative Rules, Article 24, Section 24.06.
  - b. Periodically review the Code of Ethics and make recommendations to the Board of Directors.
  - c. Review and provide guidance on ethical questions presented to it by the Executive Director, President or the Board of Directors.
  - d. Review and provide guidance on conflicts of interest disclosed pursuant to the Conflict of Interest Policy (Appendix U) at the request of the Executive Director, President or the Board of Directors.
  - e. Provide training on conflicts of interest and ethics, as requested.
2. The composition of the Ethics Committee shall include:
  - a. The Chair, appointed by the Board of Directors from among the members of USAAS;
  - b. Four (4) individuals who meet the definition of “Independent”, appointed by the Board of Directors. See Section 3.02 D.5.b of the USAAS Code. One (1) “Independent” member shall have experience in Diversity, Equality and Inclusion; and
  - c. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Ethics Committee are athletes.
  - d. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
3. Individuals, other than the Chair, may not serve on the Ethics Committee while serving as a member of the Board of Directors.

4. If a conflict of interest arises with an Ethics Committee member's overall service or as it relates to an individual case or situation, the concern shall be disclosed to the Ethics Committee Chair and the Executive Director for review. A resolution will be made and the concern and resolution will be reported to the Board of Directors.

## **5.07 Competitive Operations Committees:**

### **A. Rules Committee:**

1. The Rules Committee shall:
  - a. Review proposals for changes to the USAAS Rules, Figure Rules and appropriate Appendices and recommend action to the Board of Directors.
  - b. Ensure the accuracy of the rules and strive to maintain consistency throughout.
  - c. Work with the Governance Committee to ensure consistency with the USAAS Code and Administrative Rules.
2. The composition of the Rules Committee shall include:
  - a. The Chair, appointed by the Vice President Competitive Operations;
  - b. Two (2) representatives from each Zone, appointed by the Committee Chair in consultation with the respective Zone Chair;
  - c. Two (2) representatives from the Collegiate Program, appointed by the Chair of the Collegiate Committee;
  - d. Two (2) representatives from the Masters Program, appointed by the Chair of the Masters Committee; and
  - e. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Rules Committee are athletes.
  - f. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
3. Figures Subcommittee: Shall review proposals for changes to the figures descriptions and groups and revise, as appropriate, to conform to FINA figures descriptions. The Figures Subcommittee shall recommend figures rule proposals to the Rules Committee for action.
  - a. The composition of the Figures Subcommittee shall include:
    - (1) The Chair, appointed by the Vice President Competitive Operations from among the committee members;
    - (2) Eight (8) members appointed by the Vice President Competitive Operations; and
    - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Figures Subcommittee are athletes.

### **B. Collegiate Committee:**

1. The Collegiate Committee shall:
  - a. Serve as advisors for the Collegiate Program, including the U.S. Collegiate Championship.
  - b. Review waiver requests for exceptions to the USA Artistic Swimming rules and make recommendations to the Vice President Competitive Operations. (Exception: USA Artistic Swimming Rule VII, CO 1.1-1.3.11 shall be reviewed by the Collegiate Compliance Review Subcommittee.)
  - c. Report infractions of USA Artistic Swimming rules to the Vice President Competitive Operations.
  - d. Recommend Collegiate Program proposals to the Rules Committee for action.
2. The composition of the Collegiate Committee shall include:
  - a. The Collegiate Chair, elected at the Collegiate Annual Meeting held in conjunction with the U.S. Collegiate Championship. The term of office shall be two (2) years and shall begin immediately following the U.S. Collegiate Championship. The Collegiate Chair may be reelected to a second term, but may serve no more than four (4) consecutive years as the Collegiate Chair;
  - b. The Collegiate Technical Chair, elected at the Collegiate Annual Meeting held in conjunction with the U.S. Collegiate Championship. The term of office shall be two (2) years and shall begin immediately following the U.S. Collegiate

Championship. The Collegiate Technical Chair may be reelected to a second term, but may serve no more than four (4) consecutive years as the Collegiate Technical Chair. The Collegiate Technical Chair coordinates the collection of the required forms related to National Collegiate Athletic Association (“NCAA”) eligibility and technical affidavits, and serves as the Chair of the Collegiate Compliance Review Subcommittee;

- c. The Collegiate Program Development Chair, elected at the Collegiate Annual Meeting held in conjunction with the U.S. Collegiate Championship. The term of office shall be two (2) years and shall begin immediately following the U.S. Collegiate Championship. The Collegiate Program Development Chair may be reelected to a second term, but may serve no more than four (4) consecutive years as the Collegiate Program Development Chair. The Collegiate Program Development Chair assists with the promotion and growth of all collegiate programs;
  - d. The Collegiate Secretary, appointed by the Collegiate Chair as a nonvoting member. The Collegiate Secretary is responsible for the recording of meeting minutes and any additional administrative duties assigned by the Collegiate Chair;
  - e. Two (2) collegiate coach representatives from each Collegiate Region, elected by the respective Collegiate Region at the Collegiate Regional Championships. The term of office shall be two (2) years and shall begin immediately following the U.S. Collegiate Championship. The two (2) collegiate coach representatives per Collegiate Region shall represent a varsity and club program, if possible; and
  - f. That number of Athlete Representatives, elected by Collegiate Athletes at the U.S. Collegiate Championship, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Collegiate Committee are athletes.
  - g. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
3. Collegiate Compliance Review Subcommittee:
- a. The Collegiate Compliance Review Subcommittee shall:
    - (1) Review waiver requests for exceptions to the NCAA rules and USA Artistic Swimming Rule VII, CO 1.1-1.3.11 and make recommendations to the Vice President Competitive Operations.
    - (2) Report infractions of the NCAA rules and USA Artistic Swimming Rule VII, CO 1.1-1.3.11 to the Vice President Competitive Operations.
  - b. The composition of the Collegiate Compliance Review Subcommittee shall include:
    - (1) The Collegiate Technical Chair, as a nonvoting member;
    - (2) Two (2) coach representatives, appointed by the Collegiate Technical Chair, who are unaffiliated with collegiate programs for at least two (2) years;
    - (3) One (1) compliance officer, appointed by the Collegiate Technical Chair, who is from an institution without a collegiate artistic swimming program;
    - (4) One (1) attorney, appointed by the Collegiate Technical Chair, who is unaffiliated with a current collegiate artistic swimming program; and
    - (5) Two (2) Athlete Representatives, selected by the AEC, who are unaffiliated with any of the athletes in contention, who meet the requirements of Section 7.06 A of the USAAS Code, and shall be retired from competition.
- C. **Masters Committee:** Shall serve as advisors for the Masters Program, including the U.S. Masters Championship and recommend Masters Program proposals to the Rules Committee for action.
1. The composition of the Masters Committee shall include:
    - a. The Chair, elected at the Masters Annual Meeting held in conjunction with the U.S. Masters Championship;
    - b. A maximum of eight (8) At-Large members appointed by the Masters Committee Chair; and

- c. That number of Athlete Representatives, elected by Masters Athletes at the U.S. Masters Championship, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Masters Committee are athletes.
  - d. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
- D. Championship Management and Sites Committee:** Shall prepare for and oversee all aspects of the National Championships, including site selection recommendations to the Executive Director, and serve as advisors to all meet managers. The Executive Director shall present the site selections to the Board of Directors for approval.
- 1. The composition of the Championship Management and Sites Committee shall include:
    - a. The Chair, appointed by the Vice President Competitive Operations;
    - b. The four (4) Zone Technical Chairs;
    - c. One (1) representative from each Zone, elected by the respective Zone at the Annual Meeting of the Zone in conjunction with the Zone Championships;
    - d. One (1) representative from the Zone Scoring Chairs who has been selected from among the Zone Scoring Chairs;
    - e. The Sound/Equipment Manager appointed by the Vice President Competitive Operations; and
    - f. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Championship Management and Sites Committee are athletes.
    - g. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
- E. Judges' Board:** Shall oversee programs to recruit, educate, certify and evaluate judges for all levels.
- 1. The composition of the Judges' Board shall include:
    - a. The Administrator of the Judges' Programs, as Chair. The Administrator of the Judges' Programs is appointed by the Vice President Competitive Operations and must hold a judges' rating of Retaining Level 4 or higher. The Administrator of the Judges' Programs shall be responsible for supervising and assigning tasks to the members of the Board, recommending policy changes to the Vice President Competitive Operations, recruiting judges, and administering judges' selection for and assignment during National Championships.
    - b. The four (4) Zone Officials Chairs;
    - c. Four (4) At-Large members appointed by the Administrator of the Judges' Programs; and
    - d. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Judges' Board are athletes.
    - e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
  - 2. Judges' Review Subcommittee: Shall review the performance of all certified judges, and promptly investigate all formal requests for review of a judge's judging performance. For a request for review of a judge's conduct, the Judges Review Subcommittee shall refer the matter to the Executive Director to be processed according to the USAAS Administrative Rules, Code of Ethics (Appendix P) or Whistleblower and Anti-Retaliation Policy (Appendix S). See Appendix G, Section 1.13.
    - a. The composition of the Judges' Review Subcommittee shall include:
      - (1) The Administrator of the Judges' Programs, as Chair;
      - (2) The four (4) Zone Officials Chairs; and
      - (3) That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, and are retired from competition, necessary to assure that at thirty-three and three tenths percent (33.3%) of the Judges' Review Subcommittee are athletes.

## **5.08 Diversity, Equality and Inclusion Committees:**

### **A. Diversity, Equality and Inclusion Committee:**

1. The Diversity, Equality and Inclusion Committee shall:
  - a. Develop a strategic plan that provides a comprehensive nationwide approach to increasing diversity, equality and inclusion opportunities at all levels of the sport.
  - b. Propose rule changes that ensure all members of the organization are included and given equal opportunity without regard to race, ethnicity, culture, religion, sex (including gender identity, sexual orientation or pregnancy), age, family status, socio-economic status, geographical location, nationality, body shape, beliefs, mental or physical ability or other defining characteristics, to groups, athletes, and individuals who are not athletes, as set forth in Section 1.01 of the USAAS Code.
  - c. Develop, recommend and assist the National Office staff in implementing education opportunities for members to increase awareness about the importance of creating a more inclusive environment at all levels of the sport.
  - d. Designate a member of the Diversity, Equality and Inclusion committee, appointed by the Chair, as an advisor without a vote to each USAAS Standing Committee, with the exception of each Subcommittee.
2. The composition of the Diversity, Equality and Inclusion Committee shall include:
  - a. The Chair, appointed by the Vice President Diversity, Equality and Inclusion;
  - b. The four (4) Zone Diversity, Equality and Inclusion Chairs;
  - c. Two (2) representatives from each Zone, appointed by the Vice President Diversity, Equality and Inclusion;
  - d. Two (2) individuals appointed by the Chair who meet the definition of "Independent". See Section 3.02 D.5.b of the USAAS Code; and
  - e. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Diversity, Equality and Inclusion Committee are athletes.
3. The Diversity Subcommittee:
  - a. The Diversity Subcommittee shall:
    - (1) Assist the National Office staff with outreach through National campaigns and programs that focus on addressing the issues of the minority population of the Artistic Swimming community in all aquatic facilities with Learn to Swim programs.
    - (2) Coordinate with the National Office staff and the USAAS Membership Committee to implement the programs and increase membership of the underrepresented population of the organization.
  - b. The composition of the Diversity Subcommittee shall include:
    - (1) The Chair, appointed by the Vice President Diversity, Equality and Inclusion from among the members of the Diversity, Equality and Inclusion Committee;
    - (2) One (1) representative from each Zone, appointed by the Chair; and
    - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Diversity Subcommittee are athletes.
4. The Equality Subcommittee:
  - a. The Equality Subcommittee shall:
    - (1) Facilitate communication between the members and the National Office staff to identify barriers that prevent the creation of a fair environment at all levels of the organization.
    - (2) Observe, report and recommend changes to the Diversity, Equality and Inclusion Committee regarding the policies and rules that prevent equal opportunities for all members.
    - (3) Ensure that all nomination and selection procedures and policies for positions within the organization meet fair standard practices. See Appendix H.
  - b. The composition of the Equality Subcommittee shall include:

- (1) The Chair, appointed by the Vice President Diversity, Equality and Inclusion from among the members of the Diversity, Equality and Inclusion Committee;
  - (2) One (1) representative from each Zone, appointed by the Chair; and
  - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Equality Subcommittee are athletes.
5. The Inclusion Subcommittee:
- a. The Inclusion Subcommittee shall:
    - (1) Communicate with the membership to determine strategies that allow all members of the organization to be included without regard to race, ethnicity, culture, religion, sex (including gender identity, sexual orientation or pregnancy), age, family status, socio-economic status, geographical location, nationality, body shape, beliefs, mental or physical ability or other defining characteristics.
    - (2) Coordinate the implementation of educational programs with the National Office staff so that an inclusive and supportive environment can be developed within all levels of the organization.
    - (3) Ensure programs at all levels of the organization include members from the underrepresented population of the sport.
  - b. The Inclusion Subcommittee shall include:
    - (1) The Chair, appointed by the Vice President Diversity, Equality and Inclusion from among the members of the Diversity, Equality and Inclusion Committee;
    - (2) One (1) representative from each Zone, appointed by the Chair; and
    - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Inclusion Subcommittee are athletes.

**5.09 Member Development Committees:**

- A. Membership Committee:** Shall assist the National Office staff in the development and implementation of programs to recruit and retain membership in the sport, including Life Member and Alumni Service Programs.
1. The composition of the Membership Committee shall include:
    - a. The Chair, appointed by the Vice President Member Development;
    - b. One (1) representative from each Zone, elected by the respective Zone at the Annual Meeting of the Zone in conjunction with the Zone Championships;
    - c. One (1) representative from each Zone, appointed by the Membership Committee Chair; and
    - d. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Membership Committee are athletes.
    - e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
- B. Marketing and Promotion Committee:**
1. The Marketing and Promotion Committee shall:
    - a. Assist the National Office staff with marketing plan development and brand recognition.
    - b. Assist with sponsor and partnership development.
    - c. Provide input for publications and written marketing materials, including recommending content and potential authors.
  2. The composition of the Marketing and Promotion Committee shall include:
    - a. The Chair, appointed by the Vice President Member Development;
    - b. A maximum of eight (8) At-Large members appointed by the Marketing and Promotion Committee Chair; and

- c. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Marketing and Promotion Committee are athletes.
- d. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.

**C. Awards and History Committee:**

- 1. The Awards and History Committee shall:
  - a. Select the annual recipients for the national awards, with the exception of the Lillian MacKellar Award.
  - b. Coordinate with the National Office staff the acquisition of and presentation of awards, including providing any necessary biography information.
  - c. Oversee the preservation of the history of artistic swimming in the United States.
- 2. The composition of the Awards and History Committee shall include:
  - a. The Chair, appointed by the Vice President Member Development;
  - b. A maximum of eight (8) At-Large members appointed by the Awards and History Committee Chair; and
  - c. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Awards and History Committee are athletes.
  - d. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.
- 3. **Membership Prerequisite:** Committee members shall have been involved with the sport for more than ten (10) years. This requirement shall be waived for Athlete Representatives.
- 4. **Lillian MacKellar Award Subcommittee:** Shall be responsible for selecting the annual recipient for the Lillian MacKellar Distinguished Service Award. All previous recipients may be part of the deliberation.
  - a. The composition of the Lillian MacKellar Award Subcommittee shall include:
    - (1) The Chair, appointed by the Vice President Member Development from among previous recipients;
    - (2) All Lillian MacKellar Distinguished Service Award recipients in attendance at the Annual Meeting of the Corporation; and
    - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Lillian MacKellar Award Subcommittee are athletes.
- 5. **The History Subcommittee:** Shall work with the National Office staff to determine what history should be preserved and the most effective method to preserve it.
  - a. The composition of the History Subcommittee shall include:
    - (1) The Chair, appointed by the Awards and History Committee Chair;
    - (2) Two (2) representatives from each Zone, appointed by the History Subcommittee Chair in consultation with the respective Zone Chair; and
    - (3) That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the History Subcommittee are athletes.

**D. Coaches' Board:** Shall oversee programs to recruit, educate, certify and evaluate coaches for all levels.

- 1. The composition of the Coaches' Board shall include:
  - a. The Administrator of the Coaches' Programs, as Chair. The Administrator of the Coaches' Programs is appointed by the Vice President Member Development. The Administrator of the Coaches' Programs shall be responsible for supervising and assigning tasks to the members of the Board, recommending policy changes to the Vice President Member Development and recruiting coaches.
  - b. The four (4) Zone Education Chairs;
  - c. Four (4) At-Large members appointed by the Administrator of the Coaches' Programs; and
  - d. That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, necessary to assure that at

least thirty-three and three tenths percent (33.3%) of the Coaches' Board are athletes.

- e. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.

2. **Coaches' Review Subcommittee:** Shall promptly investigate all formal requests for review of a coach's record. For a request for review of a coach's conduct, the Coaches Review Subcommittee shall refer the matter to the Executive Director to be processed according to the USAAS Administrative Rules, Code of Ethics (Appendix P) or Whistleblower and Anti-Retaliation Policy (Appendix S).

- a. The composition of the Coaches' Review Subcommittee shall include:

- (1) The Administrator of the Coaches' Programs, as Chair;
- (2) The four (4) Zone Education Chairs; and
- (3) That number of Athlete Representatives, appointed by the AEC, who meet the requirements of Section 7.06 A of the USAAS Code, and are retired from competition, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Coaches' Review Subcommittee are athletes.

**E. Long Term Athlete Development Board:** Shall, in conjunction with the High Performance Manager and the Education Director, develop and coordinate a Long Term Athlete Development Program.

- 1. The composition of the Long Term Athlete Development Board shall include:

- a. The Chair, appointed by the Vice President Member Development;
- b. The Administrator of the Coaches' Programs;
- c. The Administrator of the Judges' Programs;
- d. The four (4) Zone Education Chairs;
- e. One (1) representative from each area of expertise:
  - (1) National Team Programs – to be appointed by the High Performance Manager and to serve as the liaison between the Long Term Athlete Development Board and the National Team Program Committee.
  - (2) Age Group Programs – to be appointed by the Vice President Member Development.
  - (3) Grass Roots Programs – to be appointed by the Vice President Member Development.
  - (4) Masters Programs – to be elected at the Masters Annual Meeting held in conjunction with the U.S. Masters Championship.
  - (5) Collegiate Programs – to be elected at the Collegiate Annual Meeting held in conjunction with the U.S. Collegiate Championship; and
- f. That number of Athlete Representatives, appointed by the AEC, necessary to assure that at least thirty-three and three tenths percent (33.3%) of the Long Term Athlete Development Board are athletes.
- g. A Diversity, Equality and Inclusion committee member shall serve as an advisor without a vote.

## **5.10 Olympic International Committees:**

**A. International Relations Committee:**

- 1. The International Relations Committee shall:
  - a. Select judges and other representatives who are not members of the National Team or its support staff, to attend international competitions, congresses and seminars, whether or not the Corporation sends a delegation representing the United States;
  - b. Establish selection criteria and succession plans, and make recommendations to the Board of Directors for personnel for international positions, including but not limited to: the FINA Bureau, FINA TASC, PAQ Executive, PAQ TASC and any other international positions in other international organizations, as appropriate;
  - c. Recommend to the Board of Directors, international competitions to be conducted in the United States;
  - d. Initiate and accept invitations to/from foreign countries or organizations to send teams or individuals, except for National Team members, to participate in exhibitions or competitions in the United States or abroad. The High

- Performance Manager, with notification to the Vice President Olympic International and the International Relations Committee Chair, will be responsible for accepting invitations on behalf of National Team Members;
- e. Approve club options, special events, International Club Exchanges, private invitations and protocol for international delegations;
  - f. Develop, recommend and implement other international exchange opportunities and the funding for such opportunities, in collaboration with the National Office staff.
2. The composition of the International Relations Committee shall include:
    - a. The Chair, appointed by the Vice President Olympic International, who has national team experience, international judging experience or other related international artistic swimming experience;
    - b. The President of the Corporation;
    - c. The Immediate Past Vice President Olympic International;
    - d. U.S. representatives, if members of USA Artistic Swimming, to the FINA Bureau, the PAQ Executive or other international organizations;
    - e. U.S. representatives to the FINA and PAQ TASCs or any other FINA or PAQ committees or commissions while representing USA Artistic Swimming;
    - f. Five (5) At-Large members elected by the Board of Governors at the Annual Meeting of the Board of Governors in the year of the Summer Olympic Games;
    - g. That number of Athlete Representatives necessary to assure that at least thirty-three and three tenths percent (33.3%) of the International Relations Committee are athletes. The Corporation's representative to the USOPC Athletes Advisory Council ("USOPC-AAC") and USOPC-AAC Alternate shall be two (2) of these athletes. The remaining members of the International Relations Committee who are Athlete Representatives shall be appointed by the AEC, meet the requirements of Section 7.06 A of the USAAS Code, and shall be retired from competition; and
    - h. The High Performance Manager and a Diversity, Equality and Inclusion committee member shall serve as advisors without a vote.
  3. Each member shall serve until the conclusion of the Board of Governors meeting after the next Summer Olympic Games, or until a successor is elected/appointed.
  4. Those members of the International Relations Committee being considered for international positions or assignments shall excuse themselves from the discussion and vote.
  5. International Relations Review Subcommittee:
    - a. The International Relations Review Subcommittee shall:
      - (1) Review and approve Club Option applications, including funding recommendations when available. See Appendix F.
      - (2) Determine athlete eligibility to participate when a Masters international competition has limited entries. See Appendix F.
    - b. The composition of the International Relations Review Subcommittee shall include:
      - (1) The Chair of the International Relations Committee, as Chair;
      - (2) The Vice President Olympic International;
      - (3) The High Performance Manager;
      - (4) Two (2) Athlete Representatives selected by the High Performance Manager who are unaffiliated with any of the athletes in contention, who meet the requirements of Section 7.06 A of the USAAS Code, and shall be retired from competition; and
      - (5) One (1) person selected by the Vice President Olympic International who exhibits knowledge of the sport, knowledge of the international scene in elite artistic swimming, and demonstrates a fair and unbiased disposition.
- B. National Team Program Committee:**
1. The High Performance Manager is empowered with all decision-making authority necessary for the formulation, development and implementation of a National Team program. The High Performance Manager will work in a collaborative manner with

- the Vice President Olympic International, the International Relations Committee Chair and the National Team Program Committee in exercising this authority.
2. The National Team Program Committee shall:
    - a. Provide input to the High Performance Manager regarding, and endorse:
      - (1) Selection procedures for athlete members for all National Teams;
      - (2) Selection procedures for staff members for the Pan American and Olympic Games Teams; and
      - (3) The USA Artistic Swimming National Team Quad Plan, developmental programs and training camps.
    - b. Assist in the implementation of the USA Artistic Swimming National Team Quad Plan, developmental programs and training camps.
    - c. Help develop a plan to identify and train artistic swimmers as potential National Team members.
    - d. Collaborate with the Coaches' Board to enhance the coaches' education program.
    - e. Foster communication with the Judges' Board to ensure cohesive programs.
  3. The composition of the National Team Program Committee shall include:
    - a. The High Performance Manager, as Chair;
    - b. Seven (7) National Team Coaches, selected by the High Performance Manager, following the Annual Meeting of the Corporation in the year of the Summer Olympic Games, from the pool of National Team Coaches, shall serve a four (4) year term;
    - c. Four (4) At-Large members, who are not members of the pool of National Team Coaches, shall be elected by the Board of Governors at the Annual Meeting of the Board of Governors in the year of the Summer Olympic Games to serve a four (4) year term;
    - d. That number of Athlete Representatives necessary to assure that at least thirty-three and three tenths percent (33.3%) of the National Team Program Committee are athletes. The Corporation's representative to the USOPC Athletes Advisory Council ("USOPC-AAC") shall be one (1) of these athletes. The remaining members of the National Team Program Committee who are Athlete Representatives shall be appointed by the AEC, meet the requirements of Section 7.06 A of the USAAS Code, and shall be retired from competition; and
    - e. The Corporation's representatives to the FINA and PAQ TASCs or any other FINA or PAQ committees or commissions while representing USA Artistic Swimming, the NGB Council of the USOPC and a Diversity, Equality and Inclusion committee member shall serve as advisors without a vote.
  4. National Team Review Subcommittee:
    - a. The National Team Review Subcommittee shall:
      - (1) Resolve petitions related to athlete eligibility to participate in National Team Trials. See Appendix E.
      - (2) Resolve petitions related to athlete injury or illness during the National Team Trials Selection process. See Appendix E.
    - b. The composition of the National Team Review Subcommittee shall include:
      - (1) The Chair, appointed by the Vice President Olympic International;
      - (2) The Vice President Olympic International;
      - (3) The High Performance Manager;
      - (4) Two (2) Athlete Representatives selected by the High Performance Manager who are unaffiliated with any of the athletes in contention, who meet the requirements of Section 7.06 A of the USAAS Code, and shall be retired from competition; and
      - (5) One (1) person selected by the Vice President Olympic International who exhibits knowledge of the sport, knowledge of the international scene in elite artistic swimming, and demonstrates a fair and unbiased disposition.

**5.11 Other Committees:** In addition, the Board of Directors or the President may appoint any other committees, which may be designated as pertinent to the conduct of the business of the Corporation, subject to the requirement that at least thirty-three and three tenths percent (33.3%) of each committee consists of Athlete Representatives.

## ARTICLE 6

### TERRITORIAL ORGANIZATION

- 6.01 Organization:** The Corporation's activities in the conduct of artistic swimming competitions and other programs other than at the national and international levels shall be conducted as set forth herein.
- 6.02 LASC:** There shall be an LASC organized in each of the associations/territories set forth in Section 6.03 below. Each LASC shall:
- A. Incorporate as a non-profit organization in the state in which it operates.
  - B. Have By-Laws which include at least those provisions set forth in Appendix A.
  - C. Annually file the By-Laws of the LASC with the National Office of the Corporation.

- 6.03 LASC Association/Territory:** The association/territory of each of the LASCs shall be as follows:

**Adirondack** - The State of New York east of Jefferson, Lewis, Oneida, Madison and Chenango Counties and north of Delaware, Ulster, Broome and Dutchess Counties.

**Alaska** - The State of Alaska.

**Allegheny Mountain** - The State of Pennsylvania west of and including McKean, Cameron, Clearfield, Blair, Cambria and Somerset Counties; Marshall, Brooke, Ohio and Hancock Counties in the State of West Virginia; and Columbiana, Belmont and Jefferson Counties in the State of Ohio.

**Arizona** - The State of Arizona.

**Carolina** - The States of North Carolina and South Carolina.

**Central California** - Monterey, San Benito, Merced, Mariposa, Madera, Mono, Fresno, Kings, Tulare, Inyo, Kern and San Luis Obispo Counties in the State of California.

**Connecticut** - The State of Connecticut.

**Dakota** - The States of North Dakota and South Dakota.

**Gulf** - The State of Texas south of and including Robertson, Leon, Austin, Houston, Angelina, Nacogdoches and Shelby Counties; and east of and including Fort Bend, Wharton, Colorado, Waller, Grimes, Brazos and Matagorda Counties; and the States of Louisiana and Mississippi.

**Hawaii** - The State of Hawaii.

**Illinois** - The State of Illinois except St. Clair, Calhoun, Greene, Jersey, Monroe and Madison Counties.

**Indiana** - The State of Indiana except Floyd, Clark and Dearborn Counties.

**Inland Empire** - The State of Washington east of and including Okanogan, Chelan, Kittitas, Yakima and Klickitat Counties; and the State of Idaho north of and including Idaho County.

**Iowa** - The State of Iowa east of and including Dickinson, Clay, Buena Vista, Sac, Carroll, Audubon, Cass, Adams and Taylor Counties.

**Lake Erie** - The State of Ohio north and east of and including Erie, Huron, Seneca, Crawford, Richland, Ashland, Wayne, Stark, Tuscarawas and Mahoning Counties.

**Maryland** - The State of Maryland except Frederick, Montgomery and Prince Georges Counties.

**Metropolitan** - The State of New York south of and including Sullivan, Ulster and Dutchess Counties.

**Michigan** - The State of Michigan.

**Middle Atlantic** - The State of Delaware and the State of Pennsylvania east of and including Potter, Clinton, Centre, Huntingdon and Bedford Counties.

**Midsouth** - The State of Kentucky, except Boyd County; the State of Tennessee; and Floyd and Clark Counties in the State of Indiana.

**Minnesota East** - The State of Minnesota east of US Interstate 35.

**Minnesota West** - The State of Minnesota west of US Interstate 35.

**Missouri Valley** - The State of Kansas; the State of Oklahoma; the State of Nebraska; the State of Iowa including Lyon, Osceola, Sioux, O'Brien, Plymouth, Cherokee, Woodbury, Ida, Monona, Crawford, Harrison, Shelby, Pottawattamie, Mills, Montgomery, Freemont and Page Counties; and the State of Missouri west of and including Schuyler, Adair, Macon, Randolph, Audrain, Callaway, Cole, Moniteau, Morgan, Benton, Hickory, Polk, Greene, Christian and Taney Counties.

**Montana** - The State of Montana; and Park, Teton, Hot Springs and Fremont Counties in the State of Wyoming.

**New England North** - The States of Vermont, New Hampshire and Maine and the northern towns of Middlesex County and Essex County, as defined by the Massachusetts Registry of Deeds. The northern towns of Middlesex County are: Billerica, Carlisle, Chelmsford, Dracut, Dunstable, Lowell, Tewksbury, Tyngsborough, Westford and Wilmington. The northern towns of Essex County are: Andover, Lawrence, Methuen and North Andover.

**New England South** - The State of Rhode Island and all of Massachusetts exclusive of the northern towns of Middlesex County and Essex County, as defined by the Massachusetts Registry of Deeds. The northern towns of Middlesex County are: Billerica, Carlisle, Chelmsford, Dracut, Dunstable, Lowell, Tewksbury, Tyngsborough, Westford and Wilmington. The northern towns of Essex County are: Andover, Lawrence, Methuen and North Andover.

**New Jersey** - The State of New Jersey.

**New Mexico** - The State of New Mexico.

**Niagara** - The State of New York west of and including Oswego, Onondaga and Cortland Counties.

**Northeast Florida** - The State of Georgia; and Nassau, Duval, Clay, St. Johns, Putnam, Flagler, Volusia, Seminole, Orange, Osceola, Brevard, Indian River, Okeechobee, St. Lucie and Martin Counties, and Palm Beach County north of State Road 704 in the State of Florida.

**Northwest Florida** - The State of Alabama; and Escambia, Santa Rosa, Okaloosa, Walton, Holmes, Washington, Jackson, Bay, Calhoun, Gulf, Liberty, Gadsden, Franklin, Wakulla, Leon, Jefferson, Madison, Taylor, Hamilton, Suwannee, Lafayette, Columbia, Baker, Union,

Bradford, Dixie, Gilchrist, Levy, Alachua, Marion, Lake, Citrus, Sumter, Polk, Hernando and Pasco Counties, and Hillsborough County north of Highway 60 in the State of Florida.

**Ohio** - The State of Ohio south and west of and including Ottawa, Sandusky, Wood, Hancock, Wyandot, Marion, Morrow, Knox, Holmes, Coshocton, Guernsey, Noble and Monroe Counties; Harrison and Carroll Counties; not including Washington and Lawrence Counties; and Dearborn County in the State of Indiana.

**Oregon** - The State of Oregon and Cowlitz, Clark and Skamania Counties in the State of Washington.

**Ozark** - The State of Missouri east of and including Scotland, Knox, Shelby, Monroe, Ralls, Pike, Montgomery, Osage, Miller, Camden, Dallas, Webster, Douglas and Ozark Counties; and Calhoun, Greene, Jersey, Madison, St. Clair and Monroe Counties in the State of Illinois.

**Pacific** - The State of California north of and including Santa Cruz, Santa Clara, Stanislaus, Tuolumne and Alpine Counties; and west of and including Humboldt, Mineral, Churchill and Lander Counties in the State of Nevada.

**Pacific Northwest** - The State of Washington west and north of Okanogan, Chelan, Kittitas, Yakima, Cowlitz and Skamania Counties.

**Potomac Valley** - The District of Columbia; Frederick, Montgomery and Prince Georges Counties in the State of Maryland; and Arlington, Fairfax, Loudon, Fauquier and Prince William Counties and the cities of Alexandria and Falls Church in the State of Virginia.

**Rocky Mountain** - The State of Colorado.

**San Diego/Imperial** - San Diego and Imperial Counties in the State of California.

**Snake River** - The State of Idaho south of and including Lemhi, Valley and Adams Counties; and Elko, White Pine and Eureka Counties in the State of Nevada.

**South Texas** - The State of Texas west of and including Milam, Burleson, Washington, Austin, Fayette, Lavaca, Jackson and Calhoun Counties; south of and including Menard, Mason, Llano, Burnett, Lampasas and Bell Counties; and east of and including Val Verde, Sutton and Schleicher Counties; and north of and including Reeves, Pecos, Crane, Upton, Reagan, Irion, Tom Green, Concho, McCulloch and San Saba Counties; and west of and including Hardeman, Foard, Knox, Haskell, Jones, Callahan, Brown and Mills Counties; and El Paso, Hudspeth, Culberson, Jeff Davis, Presidio, Brewster, Terrell and Crockett Counties.

**Southeast Florida** - Palm Beach County south of State Road 704; Broward and Miami-Dade Counties in the State of Florida.

**Southern California** - Ventura, Los Angeles, San Bernardino, Orange, Riverside and Santa Barbara Counties in the State of California.

**Southern Nevada** - Nye, Lincoln, Clark and Esmeralda Counties in the State of Nevada.

**Southwest Florida** - Hillsborough County south of Highway 60; Pinellas, Manatee, Hardee, Sarasota, Desoto, Highlands, Charlotte, Glades, Lee, Hendry, Collier and Monroe Counties in the State of Florida.

**Southwestern** - The State of Texas east and north of and including Wilbarger, Baylor, Throckmorton, Shackelford, Eastland, Comanche, Hamilton, Coryell, McLennan, Falls, Limestone, Freestone, Anderson, Cherokee, Rusk, Panola and Bowie Counties; and the State of Arkansas.

**Utah** - The State of Utah.

**Virginia** - The State of Virginia, except Arlington, Fairfax, Loudon, Fauquier and Prince William Counties and the cities of Alexandria and Falls Church; and the State of West Virginia except Hancock, Brooke, Ohio and Marshall Counties; and Lawrence and Washington Counties in the State of Ohio; and Boyd County in Kentucky.

**Wisconsin** - The State of Wisconsin.

**Wyoming** - The State of Wyoming, except Park, Teton, Hot Springs and Fremont Counties.

**6.04 Zones:** There shall be a Zone organized in each of the territories set forth in Section 6.05 below. Each Zone shall:

- A. Have By-Laws which include at least those provisions set forth in Appendix B.
- B. Annually file the By-Laws of the Zone with the National Office of the Corporation.

**6.05 Zone Territory:** The territory of each Zone shall consist of the following LASCs respectively:

#### **EAST**

Adirondack, Allegheny Mountain, Connecticut, Lake Erie, Maryland, Metropolitan, Middle Atlantic, New England North, New England South, New Jersey and Niagara.

#### **NORTH**

Dakota, Illinois, Indiana, Iowa, Michigan, Midsouth, Minnesota East, Minnesota West, Missouri Valley, Ohio, Ozark, Rocky Mountain and Wisconsin.

#### **SOUTH**

Carolina, Gulf, Northeast Florida, Northwest Florida, Potomac Valley, South Texas, Southeast Florida, Southwest Florida, Southwestern and Virginia.

#### **WEST**

Alaska, Arizona, Central California, Hawaii, Inland Empire, Montana, New Mexico, Oregon, Pacific, Pacific Northwest, San Diego/Imperial, Snake River, Southern California, Southern Nevada, Utah and Wyoming.

## **ARTICLE 7**

### **ATHLETES REPRESENTATION**

**7.01 Athletes Committee:** There shall be an Athletes Committee composed as follows:

- A. **LASC Representatives:** Three (3) Athlete Representatives from each LASC shall be elected at the LASC Championships every year to serve a two (2) year term. The three (3) most recently elected representatives shall be in training, and the three (3) senior representatives shall be the voting representatives to the Board of Governors.
- B. **Zone Representatives:** Three (3) Athlete Representatives (three from each Zone) shall be elected each year at the Zone Championships to serve a two (2) year term. The three (3) most recently elected representatives shall be in training, and the three (3) senior representatives shall be the voting representatives to the Board of Governors.
- C. **Collegiate Representatives:** Two (2) Athlete Representatives shall be elected each year at the U.S. Collegiate Championship to serve a two (2) year term. Additionally, one (1) Athlete Representative from each Region shall be elected every year at the Collegiate Regional Championships to serve a two (2) year term. The most recently elected representative shall be in training, and the senior representative shall be the voting

representative to the Board of Governors. Collegiate Athlete Representatives may serve one (1) year after leaving college.

- D. **Masters Representatives:** Two (2) Athlete Representatives shall be elected each year at the U.S. Masters Championship to serve a two (2) year term. Each representative must be from a different Zone.
- E. **Athletes Executive Council (“AEC”):** The Athlete Representatives on the AEC shall be automatic members of the Athletes Committee.

**7.02 Athletes Executive Council:** There shall be an AEC composed of six (6) AEC Officers, the USOPC Athletes Advisory Council (“USOPC-AAC”) Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives as set forth herein. In addition, the USOPC-AAC Alternate Representative and the AEC Immediate Past President shall be nonvoting members of the AEC. The AEC shall have the authority to act for the Athletes Committee between meetings and shall appoint Athlete Representatives to the Standing Committees listed in Section 5.01 of the USAAS Code (with priority consideration given to the Athlete Representatives currently serving on the Athletes Committee). Each AEC member is an ex-officio member of all Standing Committees within their area of responsibility and shall communicate athlete opinion and advice to each committee.

- A. The members of the AEC, with the exception of the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives, shall be elected by the Athletes Committee at the Annual Meeting of the Corporation to serve a two (2) year term as follows:
  - 1. The AEC Vice President Diversity, Equality and Inclusion, AEC Vice President Olympic International, and AEC Secretary shall be elected in even numbered years.
  - 2. The AEC Vice President Competitive Operations and AEC Vice President Member Development shall be elected in odd numbered years.
- B. The AEC President shall be directly elected by athletes, who meet the requirements of Section 7.06 A, in even numbered years to serve a two (2) year term. See Section 7.08 below.
  - 1. The AEC President shall serve a one (1) year term as the AEC Immediate Past President. The term shall begin immediately following the conclusion of the term of the AEC President and shall be a nonvoting member of the AEC.
- C. The USOPC-AAC Representative and the USOPC-AAC Alternate Representative shall be elected in the Olympic year to serve a four (4) year term. See Section 7.07 below.
- D. The Athlete At-Large Representative and the General Board of Directors Athlete Representatives shall be directly elected by athletes, who meet the requirements of Section 7.06 A, in odd numbered years to serve a two (2) year term. See Section 7.08 below.
- E. **Responsibilities:**
  - 1. AEC President: Shall chair both the AEC and the Athletes Committee, shall serve on the Board of Directors, and shall be responsible for the committees listed in Section 5.01 A of the USAAS Code.
  - 2. AEC Vice President Competitive Operations: Shall be responsible for the committees listed in Section 5.01 B of the USAAS Code.
  - 3. AEC Vice President Diversity, Equality and Inclusion: Shall be responsible for the committees listed in Section 5.01 C of the USAAS Code.
  - 4. AEC Vice President Member Development: Shall be responsible for the committees listed in Section 5.01 D of the USAAS Code.
  - 5. AEC Vice President Olympic International: Shall be responsible for the committees listed in Section 5.01 E of the USAAS Code.
  - 6. AEC Secretary: Shall be responsible for recording all proceedings of the meetings of the AEC and the Athletes Committee.
  - 7. The USOPC-AAC Representative: Shall serve in the absence of the AEC President, shall serve on the Board of Directors and shall be responsible for reporting USOPC matters to the AEC, the Athletes Committee and the Board of Directors.

8. The USOPC-AAC Alternate Representative: Shall serve in the absence of the USOPC-AAC Representative and shall be a nonvoting member of the Board of Directors.
  9. The Athlete At-Large Representative: Shall serve in the absence of both the AEC President and the USOPC-AAC Representative, shall serve on the Board of Directors and shall be responsible for communicating athlete opinion to the Board and the Athletes Committee.
  10. General Board of Directors Athlete Representatives: Shall serve on the Board of Directors and shall be responsible for communicating athlete opinion to the Board and the Athletes Committee.
- F. All AEC members, with the exception of the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives, shall meet at least the minimum requirements of Section 7.06 B below at the time of their election. The AEC President, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives shall meet the requirements of Section 7.06 A below at the time of their election. The USOPC-AAC Representative and the USOPC-AAC Alternate Representative shall meet the requirements of Section 7.07 below.

**7.03 Term of Office:** The term of the AEC shall be two (2) years, with the exception of the USOPC-AAC Representative and the USOPC-AAC Alternate Representative, and shall begin immediately following the Annual Meeting of the Corporation in the year of their election. All other Athlete Representatives shall take office immediately following the competition at which their election was held and their term of office shall include two (2) Annual Meetings and terminate when their successor is elected at the appropriate competition. See Section 7.07 below for the term of office for the USOPC-AAC Representative and the USOPC-AAC Alternate Representative.

**7.04 Procedures for General Athlete Representative Nominations, Elections and Vacancies:**

- A. During the General Athletes Meeting at the LASC, Zone, U.S. Collegiate, or U.S. Masters Championship, an open election shall be held to elect the respective number of Athlete Representatives, with the exception of the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives, as set forth in Section 7.01 above. The current Athlete Representatives shall, respectively, chair the elections of their successors for all the Athlete Representative positions except AEC Officers, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives.
1. The AEC President shall conduct elections of all AEC Officers, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives.
  2. The Athlete At-Large Representative shall conduct the election for the AEC President, the USOPC-AAC Representative and the USOPC-AAC Alternate Representative.
- B. All registered athletes present shall be eligible to vote except in the election of the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives. See Section 7.07-7.08 below.
- C. Candidates for office must be members of the Corporation, should be consenting and need not be present to be elected, with the exception of the election of the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives. See Section 7.07-7.08 below.
- D. Every club present at the meeting shall have one (1) nomination if they desire. A club may decline to nominate a candidate, but it may not relinquish its nominating privilege to another club.
- E. Five (5) additional candidates may be nominated from the floor.

- F. A primary election shall be held to limit the number of candidates to four (4) if there are more than six (6) nominees.
- G. All elections shall be completed and results announced by the conclusion of the competition or event.
- H. A challenge to any election results must be made in writing to the Chair of the election. When a challenge has been filed, the Chair shall notify the AEC President and AEC Secretary. A candidate (or their designated representative) who challenges the results has the right to review the ballots in the company of the Tellers and the Chair of the Election Committee.
- I. **Procedures for Filling a Vacancy:** The AEC shall have the authority to fill a vacant AEC position, with the exception of the AEC President, USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives between meetings of the Athletes Committee. Alternates, as listed in 7.05 below, shall be considered by the AEC to fill the AEC vacated position. If there are no alternates for the vacated AEC position, the AEC may nominate an Athlete Representative who meets the requirements of the vacated position. A notice of open nomination, including position requirements and a nomination submission deadline, shall be issued to all Athletes Committee members asking if they are interested in filling a vacated AEC position. If the AEC President, the USOPC-AAC Representative, the USOPC-AAC Alternate Representative, the Athlete At-Large Representative, or the General Board of Directors positions are vacated, the position(s) shall be filled in accordance with 7.07 or 7.08 below.
- J. **Holding more than One (1) Position:** In the event that not enough athletes run for AEC Officer positions, Athlete Representatives may hold simultaneous positions on the AEC and the Board of Directors (i.e., AEC Vice President and USOPC-AAC Representative). Athletes cannot hold simultaneous positions on the Board of Directors.

#### **7.05 Alternates:**

- A. The first and second runner-up from each final election shall be the first and second alternate. If an Athlete Representative moves out of the LASC or Zone and into another as a competitor, their respective alternate shall assume the duties for the remainder of the term. See Section 7.07 below for USOPC-AAC Alternate Representative.
- B. The Athlete Representative shall, whenever possible, give notice to the alternate if unable to attend any of the events.

#### **7.06 Eligibility Requirements for Committees:**

- A. All individuals who serve as Athlete Representatives, with the exception of the USOPC-AAC Representative and the USOPC-AAC Alternate Representative, to the “Designated Committees” shall meet the following standards. For purposes of this Section 7.06 A, “Designated Committees” include the Board of Directors, any National Board of Review, and the Coaches’ Board, Election, Governance, International Relations, Judges’ Board, Membership, National Team Program and Nominating Committees.
  - 1. At least one-half (1/2) of the individuals serving as Athlete Representatives shall have competed in or been a named reserve or replacement athlete for the NGB’s events or disciplines that are on the sport’s program in the Olympic or Pan American Games.
  - 2. Up to one-half (1/2) of the individuals serving as Athlete Representatives may have competed in or been a named reserve or replacement athlete for:
    - a. An event or discipline not on the program of the Olympic or Pan American Games, provided that such event or discipline is recognized by the International Federation of the NGB or is regularly included in the international competition program of the International Federation; or
    - b. The Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games Program.
  - 3. At the time of election, at least twenty percent (20%) of NGB Athlete Representatives shall have demonstrated their qualifications as athletes (or been a named reserve or replacement athlete) by having:

- a. Within the ten (10) years preceding election, represented the United States in one (1) of the events listed below for which a competitive selection process was administered by the NGB;
    - (1) the Olympic or Pan American Games; or
    - (2) an Operation Gold event; or
    - (3) a World Championship recognized by the NGB's International Federation for which a competitive selection process was administered by the NGB; or
    - (4) in a team sport, at an international championship recognized by the International Federation of the NGB; or
    - (5) a World Trophy, World Cup, World Series, World Series Super Final, Olympic Qualification Tournament; or
    - (6) was officially selected to a Senior National Team that qualified for any of the above listed events, though was not afforded the opportunity to compete as a result of the decision of USAAS not to attend, or an adverse situation beyond the control of USAAS (e.g., boycott, pandemic, etc.); or
  - b. Within the twenty-four (24) months before their election, demonstrated that they are actively engaged in amateur athletic competition by finishing in the top half of the NGB's National Championships or Team selection competition for the events outlined in Section 7.06 A. 1 or 2 or in a team sport, have been a member of the NGB's Senior National Team; or
  - c. For the purposes of the standards outlined above in Section 7.06 A.2.b only, within the ten (10) years preceding election, represented the United States in the Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games Program.
  - d. Athlete Representatives in this group will be commonly referred to as "10-year" Athlete Representatives.
4. At the time of election, up to at least thirteen and three tenths percent (13.3%) of NGB Athlete Representatives shall have demonstrated their qualifications as athletes (or been a named reserve or replacement athlete) by having:
- a. Represented the United States in one (1) of the events listed below for which a competitive selection process was administered by the NGB:
    - (1) the Olympic or Pan American Games; or
    - (2) an Operation Gold event; or
    - (3) a World Championship recognized by the NGB's International Federation for which a competitive selection process was administered by the NGB; or
    - (4) in a team sport, at an international championship recognized by the International Federation of the NGB; or
    - (5) a World Trophy, World Cup, World Series, World Series Super Final, Olympic Qualification Tournament; or
    - (6) was officially selected to a Senior National Team that qualified for any of the above listed events, though was not afforded the opportunity to compete as a result of the decision of USAAS not to attend, or an adverse situation beyond the control of USAAS (e.g., boycott, pandemic, etc.).
  - b. Athlete Representatives in this group will be commonly referred to as "10-year-plus" Athlete Representatives.
5. Athlete Representatives may not be drawn from events that categorize entrants in age-restricted classifications commonly known as "Juniors", "Masters", "Seniors", "Veterans" or other similarly designated age-restricted competition. This provision is not meant to exclude from eligibility athletes who compete in an event for which the International Olympic Committee ("IOC") or an International Federation has established an age restriction but who otherwise meet the standard set forth in this Section 7.06 A.
- B. All individuals who serve as Athlete Representatives to the committees, which are not "Designated Committees", shall be determined as follows:
1. At least one-half (1/2) of the individuals serving as Athlete Representatives shall have competed in the NGB's events or disciplines that are on the sport's program in the Olympic or Pan American Games.

2. Up to one-half (1/2) of the individuals serving as Athlete Representatives may have competed in:
  - a. An event or discipline not on the program of the Olympic or Pan American Games, provided that such event or discipline is recognized by the International Federation of the NGB or is regularly included in the international competition program of the International Federation; or
  - b. The Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games Program.
3. At the time of election, all NGB Athlete Representatives shall have demonstrated their qualifications as athletes by having:
  - a. Represented the United States in one (1) of the events listed below for which a competitive selection process was administered by the NGB:
    - (1) the Olympic or Pan American Games; or
    - (2) an Operation Gold event; or
    - (3) a World Championship recognized by the NGB's International Federation for which a competitive selection process was administered by the NGB; or,
    - (4) in a team sport, at an international championship recognized by the International Federation of the NGB; or
    - (5) a World Trophy, World Cup, World Series, World Series Super Final, Olympic Qualification Tournament; or
    - (6) was officially selected to a Senior National Team that qualified for any of the above listed events, though was not afforded the opportunity to compete as a result of the decision of USAAS not to attend, or an adverse situation beyond the control of USAAS (e.g., boycott, pandemic, etc.); or
  - b. Within the twenty-four (24) months before their election, demonstrated that they are actively engaged in amateur athletic competition; or
  - c. For the purposes of the standards outlined above in Section 7.06 B.2.b only, represented the United States in the Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games Program.
4. Athlete Representatives may not be drawn from events that categorize entrants in age-restricted classifications commonly known as "Masters", "Seniors", "Veterans" or other similarly designated age-restricted competition. This provision is not meant to exclude from eligibility athletes who compete in an event for which the IOC or an International Federation has established an age restriction but who otherwise meet the standard set forth in this Section 7.06 B.

C. **Disclosure:** During the selection process, athlete representative candidates shall disclose any felony convictions, any period of ineligibility served in sport (e.g., periods of suspension related to violations of anti-doping codes and/or U.S. Center SafeSport/Athlete Safety) as well as any violations of the U.S. Center SafeSport Code, USAAS Athlete Safety Policy (Appendix Q) and/or USAAS Minor Athlete Abuse Prevention Policy ("MAAPP").

**7.07 USOPC-AAC Representative and USOPC-AAC Alternate Representative Eligibility, Election and Vacancy Procedures:**

- A. **Eligibility:** The USOPC-AAC Representative and USOPC-AAC Alternate Representative shall have represented the United States in the Olympic or Pan American Games, World Championships, or an event designated as an Operation Gold event within the ten (10) years preceding election and shall meet any other eligibility requirements of the USOPC-AAC. Athletes shall not be paid employees of the USOPC or USAAS and simultaneously serve on the USOPC-AAC.
- B. **Term of Office:** In the Olympic year, the USOPC-AAC Representative and the USOPC-AAC Alternate Representative for the next quadrennium shall be elected by email ballot process not later than May 31<sup>st</sup>. An athlete may serve as the USOPC-AAC Representative or the USOPC-AAC Alternate Representative for a maximum of two four (4) year terms. The USOPC-AAC Representative and the USOPC-AAC Alternate Representative shall take office at the first Athletes Advisory Council ("AAC") meeting of the new quadrennium, which typically takes place in January of the year following the

Summer Olympic Games. When, at the end of their term, the USOPC-AAC Representative or the USOPC-AAC Alternate Representative no longer meet the eligibility requirements of Section 7.06 A, they must wait one (1) year before being eligible for a Board of Directors position.

**C. Procedures for Nomination and Election:**

1. The Athlete At-Large Representative shall conduct the election for the USOPC-AAC Representative and the USOPC-AAC Alternate Representative.
2. Only athletes eligible to run for the USOPC-AAC Representative and the USOPC-AAC Alternate Representative positions are eligible to vote.
3. Eligible candidates for the USOPC-AAC Representative and the USOPC-AAC Alternate Representative positions may be nominated, regardless of membership in the Corporation.
4. The Athlete At-Large Representative shall email each eligible athlete a self-nomination form for the positions of USOPC-AAC Representative and the USOPC-AAC Alternate Representative no later than April 1<sup>st</sup> of the Olympic Year.
5. Nomination forms must be returned to the Athlete At-Large Representative within thirty (30) days of the date of emailing. Late nominations will not be considered. All nominees will be contacted by the Athlete At-Large Representative to confirm their interest in serving in this position.
6. Not later than May 31<sup>st</sup>, the Athlete At-Large Representative shall email a ballot containing all nominees for election to all athletes who meet the USOPC's standards of eligibility to serve as the USOPC-AAC Representative and the USOPC-AAC Alternate Representative. Ballots must be returned within fifteen (15) days of the date of the email.
7. Ballots will be tallied by the Athlete At-Large Representative.
8. The candidate who receives the greatest number of votes shall be declared the winner of the election. The candidate receiving the second highest number of votes shall become the USOPC-AAC Alternate Representative.
9. A challenge to any election results must be made in writing to the Athlete At-Large Representative. When a challenge has been filed, the Athlete At-Large Representative shall notify the AEC President and AEC Secretary. A candidate (or their designated representative), who challenges the results, has the right to review the ballots in the company of the Athlete At-Large Representative and request a recount within five (5) days of the announcement of the election.
10. All election results shall be announced prior to the adjournment of the Board of Governors meeting.

- D. Procedures for Filling a Vacancy:** In the event that the USOPC-AAC Representative is unable to complete the term, the USOPC-AAC Alternate Representative shall become the USOPC-AAC Representative and the runner-up in the election shall become the new USOPC-AAC Alternate Representative. If the USOPC-AAC Alternate Representative is unable to complete the term, the runner-up in the election shall become the USOPC-AAC Alternate Representative. If both Representatives vacate their positions, the next two (2) runners-up shall become the USOPC-AAC Representative and USOPC-AAC Alternate Representative, respectively. If there is no runner-up, the Athlete At-Large Representative shall hold a new election as soon as possible to fill vacated positions following the timing provided in Section 7.07 C above.

**7.08 AEC President, Athlete At-Large Representative and General Board of Directors Athlete Representatives Eligibility, Election and Vacancy Procedures:**

- A. Eligibility:** The AEC President, the Athlete At-Large Representative, and the General Board of Directors Athlete Representatives must meet the requirements of Section 7.06 A.
- B. Term of Office:** The AEC President and the General Board of Directors Athlete Representatives will be elected in even numbered years, and the Athlete At-Large Representative will be elected in odd numbered years, to serve a two (2) year term.
1. The General Board of Directors Athlete Representatives may be reelected to a second term, but may serve no more than four (4) consecutive years on the Board of Directors. The General Board of Directors Athlete Representatives must wait as

many consecutive years as have been served consecutively before being eligible to run for another Board of Directors position.

2. When, at the end of their term, the AEC President or Athlete At-Large Representative no longer meet the eligibility requirements of Section 7.06 A, they must wait one (1) year before being eligible for another Board of Directors position.

**C. Procedures for Nomination and Election:**

1. The AEC President shall conduct the election for the Athlete At-Large Representative and the General Board of Directors Athlete Representatives. The Athlete At-Large Representative shall conduct the election for the AEC President.
2. Only athletes that meet the requirements of Sections 7.06 A are eligible to vote.
3. Eligible candidates for the positions to be elected may be nominated, regardless of membership in the Corporation.
4. The AEC President or the Athlete At-Large Representative shall email each eligible athlete a self-nomination form for the position(s) up for election no later than August 1<sup>st</sup>.
5. Nomination forms must be returned to the AEC President (for the position of Athlete At-Large Representative and the General Board of Directors Athlete Representatives) or the Athlete At-Large Representative (for the position of AEC President) within fifteen (15) days of the date of emailing. Late nominations will not be considered. All nominees will be contacted by the AEC President or the Athlete At-Large Representative to confirm their interest in serving in the respective position.
6. Not later than August 31<sup>st</sup>, the AEC President (for the position of Athlete At-Large Representative and the General Board of Directors Athlete Representatives) or the Athlete At-Large Representative (for the position of AEC President) shall email a ballot containing all nominees for election to all athletes who are eligible to vote. Ballots must be returned within fifteen (15) days of the date of the email.
7. Ballots will be tallied by the AEC President (for the position of Athlete At-Large Representative or the General Board of Directors Athlete Representatives) or by the Athlete At-Large Representative (for the position of AEC President).
8. For each election, the candidate who receives the greatest number of votes shall be declared the winner of the election.
9. A challenge to any election results must be made in writing to the Chair of the election. When a challenge has been filed, the Election Chair shall notify the AEC President or the Athlete At-Large Representative, respectively and the AEC Secretary. A candidate (or their designated representative), who challenges the results, has the right to review the ballots in the company of the Election Chair and request a recount within five (5) days of the announcement of the election.
10. All election results shall be announced prior to the adjournment of the Board of Governors meeting.

- D. Procedures for Filling a Vacancy:** In the event that the AEC President, the Athlete At-Large Representative, or the General Board of Directors Athlete Representatives are unable to complete their terms, the next runner-up in the respective elections shall fill the vacancy. If there is no runner-up, the AEC President (for the position of Athlete At-Large Representative or the General Board of Directors Athlete Representatives) or the Athlete At-Large Representative (for the position of AEC President) shall hold a new election as soon as possible to fill the vacated position following the timing provided in Section 7.08 C above.

## ARTICLE 8

### FINANCES

**8.01 Budget Approval:** The Treasurer shall be responsible for overseeing the preparation of the budget of the Corporation, and for obtaining the approval of the Board of Directors.

**8.02 Responsibilities:** The Treasurer shall be responsible to assure that:

- A. All records of monies, accounts, books, papers and vouchers pertaining to the office of Treasurer for audit or other purposes, are delivered to the independent auditors, USOPC auditors, or Audit Committee when requested.
- B. An annual financial report is prepared for presentation at the Annual Meeting of the Board of Governors.
- C. Clubs, LASCs and Zones are aware of their financial responsibilities and reporting requirements to the Corporation.

**8.03 Annual Audit:** The financial records of the Corporation shall be audited annually by an independent Certified Public Accountant selected by the Audit Committee, showing the income and disbursements of the Corporation. Such annual financial reports shall be made available for inspection by members of the general public at the Corporation’s principal office on request made within sixty (60) days after notice of availability.

**8.04 Fiscal Period:** The Corporation shall have a fiscal period for tax and accounting purposes commencing on the first day of January in each year.

## ARTICLE 9

### INDEMNIFICATION

**9.01 Indemnification:** The Corporation shall indemnify every person who is or was a Director, Officer, or employee of the Corporation, against reasonable expenses including attorney’s fees and disbursements, judgments, decrees, fines, penalties and amounts paid in settlement, in connection with any pending or threatening claim, action, suit, or proceeding (civil, criminal, administrative or investigative) in which the person may be involved or threatened to be involved, as a party or otherwise, by reason of being or having been such Director, Officer, or employee; provided a determination is made in the manner provided in Section 9.02 below, that such person:

- A. Was not negligent or guilty of misconduct in the performance of duties to the Corporation;
- B. Acted in good faith and in a manner which the person reasonably believed to be in the best interests of the Corporation; and
- C. In any matter the subject of a criminal action, suit, or proceeding, had no reasonable cause to believe that the conduct was unlawful.

Notwithstanding the foregoing, if, at any time, any provision of Colorado law prohibits indemnification in respect to any claim, action, suit or proceeding, any indemnification in respect thereof shall be made only in accordance with such provision.

**9.02 Determination:** The determination in Section 9.01 above, shall be made by:

- A. Adjudication of a court of competent jurisdiction;
- B. A majority vote of a quorum consisting of disinterested Directors of the Corporation who are or were not parties to or threatened with any such claim, action, suit, or proceeding; or
- C. Independent legal counsel in a written opinion, if a quorum is not obtainable or if the quorum of disinterested Directors so directs. In making a determination, the disinterested Directors may conclusively rely upon an opinion, as to facts or law or both, of independent legal counsel selected by them. The termination of a claim, action, suit, or proceeding by judgment, settlement, conviction, or upon a plea of guilty or of nolo contendere or its equivalent shall not of itself create a presumption that the Director, Officer, or employee was negligent or guilty of misconduct in the performance of duties to the Corporation, or in any matter the subject of a criminal action, suit, or proceeding, had reasonable cause to believe that the conduct was unlawful.

**9.03 Expenses** incurred with respect to any claim, action, suit, or proceeding may be paid by the Corporation prior to the final disposition thereof upon receipt of an undertaking by the

Director, Officer, or employee to repay such amount as is ultimately determined not to be payable to the person hereunder.

- 9.04 Rights:** The rights of indemnification provided hereunder shall not be deemed exclusive of other rights to which any such Director, Officer, or employee now or hereafter may be entitled. Such rights shall continue as to a person who has ceased to be a Director, Officer, or employee, and shall inure to the benefits of such person's heirs and legal representatives.
- 9.05 Insurance:** The Corporation, by authorization of the Board of Directors, may purchase and maintain insurance on behalf of any person who is serving or has served at its request as a Director, Officer, or employee of any other corporation, against any liability asserted against the person and incurred by the person in any such capacity, or arising out of the person's status as such, whether or not the Corporation would have the power to indemnify the person against such liability under this Article 9.
- 9.06 Limitation:** Subject to limitations provided in this Article 9, it is the intention of this Article to give the Directors, Officers, and employees of the Corporation the maximum indemnification permitted under the law of the State of Colorado as it now exists or may exist in the future. If any provision or portion thereof of this Article shall be found to be invalid or ineffective, the validity and effect of the remaining parts shall not be affected.

## ARTICLE 10

### AMENDMENTS

- 10.01 Requirements:** The year following the Summer Olympic Games shall be defined as the legislative year. These Regulations may be altered, amended or repealed at the Annual Meeting of the Corporation in the legislative year as follows:
- A. **Revisions to Part One (USAAS Code), Appendix A and B (By-Laws); Part Two (Administrative Rules); Part Three (USAAS Rules) and Part Four (Figure Rules):**
1. By two-thirds (2/3) vote of the Board of Directors present and voting.
- B. The effective date shall be the first day of the next calendar year.
- 10.02 Proposals:** An amendment may be proposed by an LASC, a committee of the Corporation, a member of the Board of Governors, or a member of the Board of Directors. All proposed amendments shall be in such form as to show the entire section as it will read if adopted, with any changes in language underlined if new and lined out if deleted. If not submitted in the proper format, the amendments will be rejected and not considered until re-submitted correctly.
- A. All proposed amendments to the USAAS Rules, Appendices D (Regions) and L shall be considered by the Rules Committee, all proposed amendments to the Figure Rules shall be considered by the Figures Subcommittee, and proposed amendments to the USAAS Code, Administrative Rules, and Appendices A, B, D (Associations/Zones), J and M shall be considered by the Governance Committee.
- B. Each respective committee shall prepare a report and recommendation to the Board of Directors.
- 10.03 Proposal Deadline:** All proposed amendments shall be submitted to the respective Committee Chair no less than ninety (90) days prior to the start of the Annual Meeting of the Board of Governors. The respective Chair shall see that the appropriate committees receive all proposed amendments in order to be able to comply with Section 10.04 below.
- 10.04 Notification:** All proposed amendments to all parts of the USAAS Code shall be published on the USAAS website and all delegates to the Board of Governors shall receive notification of the posting by any type of broadly available communication method not less than thirty (30) days prior to the Annual Meeting of the Board of Governors.

**10.05 Modification:** A proposed amendment may be modified in any manner by the Board of Directors while under consideration, but such modification must be germane to the subject matter of the proposed amendment. If more than one (1) amendment has been proposed on the same subject matter, and there are substantive differences between such amendments, the Board of Directors may adopt a compromise of substance as well as form, and if the adoption of an amendment as proposed or amended or compromised is inconsistent or in conflict with other parts of the USAAS Code, the Board of Directors may adopt conforming amendments appropriate to the case.

**10.06 Expired Deadline Requirements:** In the legislative year, if the deadline has expired for submission of legislation to the Rules and Governance Committees, additional amendments may be proposed, and amendments may be proposed in non-legislative years, but such amendments may be adopted only when ninety percent (90%) of the Board of Directors present and voting vote in favor of such amendments.

## ARTICLE 11

### DISSOLUTION

**11.01 Authority:** If deemed advisable by the Board of Directors, the Corporation may be dissolved pursuant to the applicable provisions of the corporation laws of the State of Colorado.

**11.02 Disposal of Assets:** Upon the dissolution of the Corporation, the Board of Directors shall, after making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).