

SUMMARY OF CHANGES TO REQUIRED LSC BYLAWS

2019-2025

The following changes were made by the USA Swimming House of Delegates, effective September 27, 2025, to change to bring the LSC Bylaws into alignment and conformity with USA Swimming desired practices, and to remove references to specific policy numbers in the Operating Policy Manual:

- 2.1 MEMBERS - The membership of XXSI shall consist of the clubs, organizations and individuals who have registered with XXSI as set forth in the USA Swimming Corporate Bylaws, *including the optional categories of seasonal athlete membership, seasonal club membership, flex membership, and single event open water athlete membership.*
- .1 *[no changes]*
 - .2 MEMBERSHIP A PRIVILEGE NOT A RIGHT - Membership in XXSI and USA Swimming is a privilege and shall not be interpreted as a right. Membership may be terminated by the National Board of Review or the U.S. Center for SafeSport in accordance with the National Board of Review procedures, pursuant to Policy 26.0 of the USA Swimming Operating Policy Manual.
- 4.5.9 Remove from office any persons elected by the House of Delegates (Board Members, *members of the Administrative Review Board*, or committee chairs or coordinators) who have failed to attend to their official duties or member responsibilities or have done so improperly, or who would be subject to penalty by the National Board of Review for any of the reasons set forth in Article 404 of USA Swimming Rules and Regulations the National Board of Review procedures, pursuant to the USA Swimming Operating Policy Manual. However, no such individual may be removed without receiving thirty (30) days' written notice by the Secretary or other officer designated by the House of Delegates specifying the alleged deficiency in the performance of the member's responsibilities or specific official duties or other reason and an opportunity to respond in writing within twenty (20) days to such allegations.
- 5.6 DUTIES AND POWERS - The Board of Directors shall act for XXSI and the House of Delegates during the intervals between meetings of the House of Delegates, except that it shall not remove a Board Member, *an Administrative Review Board member*, or other person not appointed by the Board of Directors or amend these Bylaws. Any actions taken are subject to the exercise by the House of Delegates of its powers of ratification or prospective modification or rescission. In addition to the powers and duties prescribed in the USA Swimming Rules and Regulations or elsewhere in these Bylaws, the Board of Directors shall have the power and it shall be its duty to:
- .1-.9 *[no changes]*
 - .10 Remove from office any Board Members, committee chairs, or committee members or coordinators of XXSI who were appointed/elected by the Board and who have failed to attend to their official duties or member responsibilities or have done so improperly, or who would be subject to penalty by the National Board of Review for any of the reasons set forth in the National Board of Review procedures, pursuant to Policy 26.0 of the USA Swimming Operating Policy Manual. However, no At-Large Board Member, or committee chair or coordinator may be removed without receiving the thirty (30) days' written notice specifying the alleged deficiency in the performance of the member's responsibilities or specific official duties or other reasons and an opportunity to respond in writing within twenty (20) days to such allegations.

Two provisions are offered with respect to Governance or Nominating Committees. Select one and delete the other.

Provision A (combined Governance & Nominating Committee)

7.4.3 GOVERNANCE COMMITTEE -

- A. CHAIR - The chair shall be elected annually by the Governance Committee from among its own members.

Two options are offered concerning the method of selection of the Governance Committee members.
Select one and delete the other.

B. *Option 1* MEMBERS -

The Governance Committee members shall be appointed by the General Chair with advice and consent of the Board of Directors. The Committee shall be comprised of [list the number in factors of 3 or 4, in alignment with the term of office] with a sufficient number of Athlete Representatives so as to constitute at least twenty percent (20%) of the voting membership of the Committee. Each member shall serve a *three or four-year* [select one] term, staggered so that *one-third (1/3) or one-fourth (1/4)* [select one to coincide with factor selected above] of such members are appointed each year. No more than one-half (1/2) of the Governance Committee members shall be members of the XXSI Board of

Directors at any given time. After completion of two consecutive terms, members are not eligible for re-appointment to the Governance Committee until after a lapse of two years. A portion of any term served to fill a vacancy in the position shall not be considered in the computation of the successive term limitation. In no case shall the General Chair or paid staff serve on the Governance Committee.

Option 2 MEMBERS -

The Governance Committee shall be elected by the House of Delegates and shall be comprised of at least [insert a number] members, with a sufficient number of Athlete Representatives so as to constitute at least twenty percent (20%) of the voting membership of the Committee. No more than one half of the Committee shall be members of the XXSI Board of Directors. If any member of the Governance Committee resigns or otherwise becomes unable to participate in its affairs, the General Chair, with the advice and consent of the Board of Directors, shall appoint a successor to serve until the next meeting of the House of Delegates. In no case shall the General Chair or paid staff serve on the Governance Committee. Members shall serve two-year terms, staggered so that approximately one-half of the members are elected each year. After completion of three consecutive terms, members are not eligible to be elected or appointed to the Governance Committee until after a lapse of two years. A portion of any term served to fill a vacancy in the position shall not be considered in the computation of the successive term limitation.

C. QUORUM - When making nominations, a quorum for any meeting of the Governance Committee shall consist of a majority of its voting members. For all other meetings, a quorum shall consist of those members present and voting.

D. DUTIES

- (1) To assist in periodic evaluation of the mission and vision statements and the Bylaws of XXSI
To lead in the annual evaluation of the mission and vision statement of XXSI;
- (2) To lead in the annual evaluation of the Bylaws of XXSI;
- (3) To lead in the biennial review of all XXSI governance documents;
- (24) To aid in the development of operating policies and procedures regarding conflict of interest (Board and staff), document retention, ethics, whistle blower, procurement, contract review, grievance and other employment related practices, etc.;
- (3) To aid in the development of personnel practices procedure including job descriptions and annual review of staff;
- (45) To ensure that the Board's focus remains on the strategic plan;
- (5) To aid in the development of expectations and processes for accountability of Board members;
- (6) To lead in the development and review of the job descriptions criteria for the qualities and required characteristics of Board officers;
- (7) To lead Board succession planning by assessing current and anticipated needs ~~for~~ of the Board;
- (8) To lead in the composition and identifying and recruiting identification and recruitment of potential Board members;
- (89) To nominate Board members, *Administrative Review Board members*, Governance Committee members (when elected), and other coordinator or chair positions to be elected by the House of Delegates consistent with the matrix of skills, demographics, and talents needed;
- (910) To publish the slate of candidates to the XXSI membership at least *twenty (20)* days prior to the election. Additional nominations may be made from the floor of the House of Delegates by voting members of the House of Delegates;
- (4011) To design and implement Board and Chair orientation and an ongoing program of Board education and development onboarding; and,
- (12) To design and implement an ongoing program of Board and Chair education and development.
- (11) To lead periodic assessment of the Board's performance (as a whole and of individual members) and make recommendations to enhance Board effectiveness.

Provision B (separate Governance & Nominating Committees)

7.4.3 NOMINATING COMMITTEE -

- A. CHAIR - The Chair shall be elected annually by the Nominating Committee from among its own members.
- B. MEMBERS - The House of Delegates shall annually elect at least [insert a number] individuals to the Nominating Committee to serve a one-year term, with a sufficient number of Athlete Representatives so as to constitute at least twenty percent (20%) of the voting membership of the Committee. Terms shall commence at the conclusion of the meeting at which members were elected and end when their successors assume office. If any member of the Nominating Committee resigns or otherwise becomes unable to participate in its affairs, the General Chair, with the advice and consent of the Board of

Directors, shall appoint a successor to serve until the next meeting of the House of Delegates. No individual shall be eligible to serve more than six (6) consecutive years on the Nominating Committee until after a lapse of two years. A portion of any term served to fill a vacancy in the position shall not be considered in the computation of the successive term limitation. In no case shall the General Chair or paid staff serve on the Nominating Committee.

C. QUORUM - A quorum for any meeting of the Nominating Committee shall consist of a majority of its voting members.

D. DUTIES -

(1) To work with the Board on succession planning assessing current and anticipated needs for Board composition;

(2) To nominate Board members, Administrative Review Board members, Governance Committee (when elected), and other coordinator or chair positions to be elected by the House of Delegates consistent with the matrix of skills, demographics, and talents needed; and,

(23) To publish the slate of candidates to the XXSI membership at least twenty (20) days prior to the election. Additional nominations may be made from the floor of the House of Delegates by voting members of the House of Delegates.

7.4.4 GOVERNANCE COMMITTEE -

A. CHAIR - The Chair shall be elected annually by the Governance Committee from among its own members.

B. MEMBERS - The Governance Committee members shall be appointed by the General Chair with advice and consent of the Board of Directors. The Committee shall be comprised of at least [insert a number] members with a sufficient number of Athlete Representatives so as to constitute at least twenty percent (20%) of the voting membership of the Committee. Each member shall serve a *three or four-year* [select one] term. Terms shall be staggered such that approximately *one-third (1/3) or one-fourth (1/4)* [select one to coincide with term selected above] of members are appointed each year.

C. DUTIES - It shall be the duty of the Governance Committee to:

(1) Assist in periodic evaluation of the mission and vision statements and the Bylaws of XXSI; To lead in the annual evaluation of the mission and vision statement of XXSI;

(2) To lead in the annual evaluation of the Bylaws of XXSI;

(3) To lead in the biennial review of all XXSI governance documents;

(24) To aid in the development of operating policies and procedures regarding conflict of interest (Board and staff), document retention, ethics, whistle-blower, procurement, contract review, grievance and other employment related practices, etc.;

(3) Aid in the development of personnel practices procedure including job descriptions and annual review of staff;

(45) Assist in shaping the Board's agenda based on the strategic plan To ensure that the Board's focus remains on the strategic plan;

(5) Aid in the development of expectations and processes for accountability of Board members;

(6) Develop criteria for the qualities and required characteristics of Board officers To lead in the development and review of the job descriptions of Board officers;

(7) To lead Board succession planning by working with the Nominating Committee to assess current and anticipated needs for Board composition;

(8) To design and implement Board and Committee orientation and onboarding; and an ongoing program of Board education and development; and

(9) To design and implement an ongoing program of Board and Committee education and development.

(9) Lead periodic assessment of the Board's performance (as a whole and of individual members) and make recommendations to enhance Board effectiveness.

13.1 INTRODUCTION - USA Swimming was organized as the National Governing Body for the sport of swimming under the Amateur Sports Act of 1978, as amended by the Ted Stevens Olympic and Amateur Sports Act of 1998, both federal laws. These laws require USA Swimming to establish and maintain provisions for the swift and equitable resolution of all disputes involving any of its members. This Article, together with Section 2.2 and the National Board of Review procedures, pursuant to Policy 26.0 of the USA Swimming Operating Policy Manual, are intended to provide a mechanism for resolving in an orderly and fair way all manner and kinds of disputes that may arise among its members in connection with the sport of swimming. Accordingly, XXSI has established the Administrative Review Board to hear complaints and appeals regarding administrative matters within XXSI which do not rise to the level of Code of Conduct violations and are not appeals of sanction decisions. The Administrative Review Board shall have no jurisdiction to hear complaints regarding conduct that may violate the USA Swimming Code of Conduct or otherwise violate the policies, procedures, rules and regulations adopted by USA Swimming, or conduct that may bring USA Swimming, XXSI or the sport of swimming into disrepute. This Article, together

with the National Board of Review procedures, pursuant to **Policy 26.0 of** the USA Swimming Operating Policy Manual, is intended to provide a fair hearing before a group of independent and impartial people. This Article and the National Board of Review procedures, pursuant to **Policy 26.0 of** the USA Swimming Operating Policy Manual shall be construed accordingly.

13.3 GENERAL -

.1-.3 *[no changes]*

.4 Timeliness of Petition - The Administrative Review Board need not exercise its jurisdiction with respect to a complaint the subject matter of which occurred, or concerns or is founded on events which occurred, more than ninety (90) days prior to the date the complaint is received. A determination not to exercise its jurisdiction as a result of the untimeliness of a complaint may be made by the Chair alone and may be the subject of a request for rehearing and, thereafter, appeal to the National Board of Review in accordance with the National Board of Review procedures, pursuant to **Policy 26.0 of** the USA Swimming Operating Policy Manual.

14.2 DEFINITIONS - When used in these Bylaws, the following terms shall have the meanings indicated in this Section, and the definitions of such terms are equally applicable both to the singular and plural forms.

.1-.14 *[no changes]*

.15 NATIONAL BOARD OF REVIEW - the National Board of Review of USA Swimming established in accordance with the National Board of Review procedures, pursuant to **Policy 26.0 of** the USA Swimming Operating Policy Manual. Where the context requires, a reference to the National Board of Review shall include a reference to the USA Swimming Board of Directors when that body is acting upon an appeal from the National Board of Review.

.16-.21 *[no changes]*

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]