

# South Texas Swimming Inc. Board of Directors (BOD) Policy Manual



## STSI Mission Statement

**“Empower all athletes to be successful in life through excellence in swimming by providing resources, equal opportunity and organizational excellence.”**

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Table of Contents

- 1. BOD Overview .....1
- 2. Board Membership - General Duties & Responsibilities.....2
- 3. STSI BOD Job Descriptions .....3
- 4. Members of Standing Committees.....3
- 5. General Annual LSC Timeline .....4
- 6. Bylaws, Minutes, Budget. Policies & Procedures Manuals .....6
- 7. Statement of Principles on Ethical Behavior and Conflict of Interest .....7
- 8. Statement of Acknowledgement .....8

## 1. BOD Overview

### A. Welcome Statement

Welcome to the Board of Directors (BOD) of South Texas Swimming Inc (STSI)! Your willingness to serve as a volunteer for this local swim committee (LSC) is greatly appreciated. The athletes are the primary beneficiaries of your time and efforts. Without you and the many volunteers throughout South Texas Swimming, the athletes would certainly notice an absence of programming, opportunities, and resources. Your commitment will have a significant impact on the South Texas Swimming athletes, which includes helping to shape their values, build work ethic, and provide future opportunities. All our efforts must also go to making South Texas Swimming an excellent swimming organization.

### B. Orientation

South Texas Swimming will hold an orientation meeting for all new members of the BOD at which time STSI's mission statement and strategic plan will be reviewed. We will discuss duties and responsibilities of members of the BOD, as well as the various protocols. This orientation will take place after the newly elected BOD has taken office, most likely at the conclusion of the annual House of Delegates (HOD) meeting.

### C. Members of the BOD

Members of the BOD include the General Chair, Administrative Vice-Chair, Senior Vice-Chair, Age Group Vice-Chair, Finance Vice-Chair, Treasurer/Secretary, Coach Representative (s), Senior Athlete Representative, Junior Athlete Representative, At-Large Athlete Representative(s), and Safe Sport Chair. The method of selection of the BOD and their terms are described in the South Texas Swimming Bylaws.

### D. Meetings

The BOD meetings are held on the second Tuesday of the month. The start time is 8:00 p.m. and the meetings are conducted via Zoom call. All BOD meetings (with agenda, times, dates and locations) will be published on the South Texas Swimming website in the Minutes section, under the Governance tab. An emailed reminder will be sent to all board members prior to the meeting. All meetings are open to any member of South Texas Swimming.

### E. South Texas House of Delegates

All members of the Board are voting members of the South Texas House of Delegates or HOD. The Annual Meeting of the South Texas HOD is held once a year in the Fall, in San Antonio, typically the first weekend in October, unless there are schedule conflicts. The HOD receives reports from the members of the Board, adopts and/or amends provisions in the STSI Bylaws, approves championship meet schedules and locations, elect members of the Administrative Review Board and BOD, approves the annual budget, and conducts any other business, as necessary.

### F. Requirements

Members of the Board must be current members in good standing of South Texas Swimming and USA-Swimming. Each member of the BOD must read the Conflict-of-Interest Policy in the South Texas Swimming BOD Manual, the Policy and Procedures Manual, and the Bylaws. They must electronically sign and submit (for filing with the Governance Committee Chair) a copy of the STSI Conflict of Interest Form, agreeing to conform to the policy.

In addition, upon initial election or appointment, all BOD members are expected to complete the online LSC Leadership Course offered by USA Swimming and any other courses or clinics as required by USA Swimming or South Texas Swimming. Completion certificates shall be sent to the Governance Committee Chair, who will keep them on file. This leadership course and any other courses/clinics shall be completed within 30 days of election or appointment, and failure to complete this course could result in removal from the BOD. It is recommended that all nominees/candidates complete the course prior to the election.

## **2. Board Membership - General Duties & Responsibilities**

### **A. Responsibility**

The BOD has overall responsibility for the conduct of the organization. The BOD represents the interests of the membership by providing leadership, strategic direction, vision, and loyalty and by fostering diversity.

The first principle of the STSI board is that it operates as a unified team, and not as individuals. The ability to work as a team will be best path for success.

The second principle is that board members must act and make decisions within the scope of their authority, with care (“duty of care”) and in good faith (“duty of faith”) and in the organization’s best interest without regard to their own best interest (“duty of loyalty”). If a BOD member’s interest conflicts with the best interest of South Texas Swimming, that BOD member agrees to disclose the conflict of interest to the BOD. When the Board Member avoids taking any part in any decision where a conflict exists, this requirement of stepping back is often called “recusal.”

Transparency and Accountability:

The STSI BOD has a legal and ethical obligation to the organization to conduct its activities with accountability and transparency. The STSI BOD should regularly and openly convey information to the membership to establish external visibility and build trust in the organization. The STSI BOD can also be held accountable by government officials (the state Attorney General and the IRS, among others) and can be sued for failing to meet their responsibilities with care, faith, or loyalty. USA Swimming provides supplemental Directors and Officers (“D&O”) insurance to reduce the risk of personal loss for the individual board members.

### **B. STSI Owned Email Accounts & Distribution List:**

STSI owned and controlled email accounts (name@STSwim.org) and distribution lists are to be used solely for the purpose of conducting STSI or USA Swimming business. Use of an STSI email account to conduct business for another organization or any use that violates the USA Swimming Code of Conduct is prohibited.

### **C. Expectations:**

- Members of the Board are expected to attend monthly Board Meetings and the HOD meetings. A minimum of 50% attendance annually, based on a 180 day rolling average, is required. Non-attendance could result in removal from the BOD.
- Members are expected to provide an update of activities in the form of a report at each meeting. When unable to attend, BOD Members are expected to contact the General Chair or Secretary to obtain any information regarding Board Action taken that would directly or indirectly impact the execution of the member’s direct responsibilities and duties. Members should review all meeting minutes.
- STSI BOD members (specifically the voting delegates to the USA Swimming HOD) are strongly encouraged to attend the annual USAS House of Delegates and any special meetings of the USAS House of Delegates, which most likely be held electronically. Those attending the USAS HOD are expected to be active members of the BOD. The STSI Policies and Procedures Manual defines which BOD members attend the House of Delegates and how alternates are selected.
- Loyalty is expected from every member. Support and enforcement of all Board decisions, whether one personally agrees or not, is paramount to the administration of an excellent organization. It is imperative for Board Members to respect each other, even when they might disagree with ‘another Board Member’s point of view.
- Board members are expected to fulfill their duties in a timely fashion.

#### D. Resources

Many resources are available to members of the Board. Each Board member should have a copy of this Board Manual, the current South Texas Swimming Bylaws, the current STSI Policies & Procedures Manual and other policies that impact their role on the Board, and the current USA Swimming Rules & Regulations. USA Swimming offers many resources, and most can be accessed on the USA Swimming website (on the "Governance" page).

### **3. STSI BOD Job Descriptions**

All members of the BOD serve as a team for the purpose of developing and implementing the best programming and providing the best services for the members of STSI. Cooperation among all officers, chairs, and standing committee members is essential for good governance. Officers and Committee Chairs should always remember that it is best to involve others in the fulfillment of their respective responsibilities. This lightens the burden of the officer, trains future leaders, and enhances the program through the introduction of fresh ideas and additional perspectives. Information on each Board Member's roles are found in the STSI Bylaws in Articles 5, 6, and 7 and in the STSI Policy and Procedures Section XV Board of Directors.

### **4. Members of Standing Committees**

Where 'Committee' is utilized in this Manual, it shall mean a group of members organized to serve a defined purpose, overseen by an elected/appointed member of the STSI BOD. Committee membership shall be approved by the General Chair with Advice and Consent of the BOD.

The General Chair with the advice and consent of the respective chair and the BOD shall appoint members to each committee. Athlete membership is required on all committees. Athlete membership shall amount to at least twenty percent (20%) of the voting membership of the committee. The Athletes Committee members shall, at the time of appointment, (a) be an Athlete Member of STS in good standing; (b) be at least Sixteen (16) years of age; (c) be currently competing, or have competed during the three (3) immediately preceding years, in the program of swimming conducted by STSI or another LSC; and (d) have their place of permanent residence in the STSI geographical area and expect to reside therein throughout at least the first half of the term (other than periods of enrollment in an institution of higher education). Committee members must attend at least 50% of all scheduled meetings based on a rolling average of the past 180 days. Non-attendance could result in removal from the Committee.

## 5. General Annual LSC Timeline

Below are activities by month that are required to execute STSI Programs.

January	February	March
Finalize Registrations	Update Records	
		Post coach and athlete applications Zone Open Water Meet
Update Records		Reserve rooms and transportation for Zone Open Water Meet
Conduct internal financial review of STSI financials (July through December, previous year)		Update Records
		Short Course season financial request (athletes, coaches, officials) due by 3/31
Issue W-2's and 1099's		
Ensure all BOD and committee chairs are registered with USAS		
April	May	June
Update Records	Post Zone Team Information and applications for athletes and coaches	Update Records
	Secure Hotel & Buses for Zones	Post link to USA Swimming Scholastic All American Application & Email to Clubs
Post Championship Meet Information for Long Course (April 15)	Secure Location for September HOD Meeting/Convention	Program and Schedule for September HOD Meeting
Update Records	Update Records	Zone Team Selected
Process & pay SC Official/Coach & Athlete financial request	Secure Hotel Rooms for USAS Convention in September, if applicable	
	Zone Open Water Meet	
	Tax Return (990)/Extension, if necessary	
	Calendar Year Financials to be subject to an Audit/Independent Review and submitted to USA-S HQ by 5/31	

July	August	September
Update Records		
	Planning Calendar posted for HOD planning meeting	
Determine BOD members attending USA-S Convention and select alternates for delegates not able to attend, and make sure all delegates, members attending are registered for convention	Update Records	Update Records
Secure Flights for USAS Convention in September	Governance Committee seeks slate of candidates for HOD	Post nominations for Elections 20 days before HOD meeting
Zone Team Arrangements Finalized	Athlete rep elections (conducted online) and Officials Chair election as necessary (conducted online)	USAS Swimming Convention
	Distribute Registration Materials to Clubs	
Coach of the Year nomination process	Hold Registration Workshop	Post Scholastic All-Americans Selectees
LSC Championships	Ensure Tax Return (990) is filed with IRS	Long Course season financial request (athletes, coaches, officials) due by 9/15
Conduct internal financial review of STSI financials (January through June, current year)	Coach of the Year Selected	
	Update STSI domain fee (paid through 2022)	
October	November	December
Update Bylaws & Policy/Procedures Based on Legislation Passed at USA Swimming Convention & STSI HOD	Post online Google forms for athlete/coach/officials' financial request including list of eligible meets; separate forms for each membership type and season (SC/LC)	Order bag tags for ST Champs meets (SC and LC seasons)
Obtain Signed Conflict Interest forms, and verify necessary online course completed for newly elected BOD members		Club applications due Dec 31
Update Records	Update Records	Update Records
Process & pay LC Official/Coach & Athlete financial request		Update E-Mail distribution List

October	November	December
Provide Board training for new BOD members	Post Championship Meet Information for Short Course (November 15)	Update Club Webpage on STSI website
Review and revise committee chairs and committee members, based on new General Chair appointments, changes		
Review and revise Athletes Committee members across the LSC to ensure still ST members and eligible/willing to continue serving, fill vacancies as needed		
Update ST website for new board members, committee chairs, committee members, etc. after HOD		
Update bank accounts (including debit cards) and QuickBooks access as necessary based on HOD elections (General Chair, Treasurer, Finance Vice Chair, Age Group Chair)		
Conduct financial review as necessary if outgoing Finance Vice Chair or Treasurer as part of transition of accounting		
Review and revise webmaster/super user access to STSI website, Google Admin Control panel, and Google STSIwim.org emails for new BOD, committee chairs, as necessary		

## 6. Bylaws, Minutes, Budget. Policies & Procedures Manuals

Important LSC governance resources are posted on the STS website, including the BOD minutes and agendas STSI Bylaws, policies & procedures manual, and budget. It's important to read and understand these Polices and Bylaws to properly execute your role as a member of the BOD. The Governance TAB on the South Texas Swimming Website <https://www.teamunify.com/Home.jsp?team=szstxlsc> contains all this information. The Budget can be found in the draft minutes of the HOD meeting.



## **7. Statement of Principles on Ethical Behavior and Conflict of Interest**

Those who choose to serve South Texas Swimming Inc. whether as volunteers or paid professionals, are held to a high standard of conduct. Those who serve must do so without personal gain to avoid any institutional loss or embarrassment and to behave in such a way that the organization's trust and public confidence are enhanced. It is important to avoid any real or perceived conflict of interest.

While no set of guidelines can completely define acceptable behavior, the principles that guide behavior in this area, is disclosure, non-participation in the decision-making process where personal or family gain is a possibility, and a commitment to honor the confidentiality of organizational information. All conduct is founded on the individual's own sense of integrity. Any individual accepting the honor of serving South Texas Swimming must accept the burdens of public disclosure and public scrutiny.

The following guidelines reflect South Texas Swimming's minimum expectations of people signing this agreement. These items cannot and do not completely define what is acceptable. Everyone must find his own internal sense of fairness, honesty and integrity within the scope of this guidance.

- A good faith effort must be exercised by those signing this statement to conduct the business of South Texas Swimming in observance of both the spirit and letter of applicable federal and state laws.
- If any office, or member of the BOD, Executive Committee, or any other Committee has a financial interest in any contract or transaction involving the LSC, such individual shall not participate in the LSC's evaluation or approval of such contract or transaction unless the material facts of the relationship or interest are disclosed to the Directors or Committee, and the conflict of interest is waived by same.
- South Texas Swimming properties, services, opportunities, authority, and influence are not to be used for personal benefit.
- Gifts, cash, travel, hotel accommodations, entertainment, or favors are neither to be given (except with full approval of the BOD) nor received, except those of nominal value exchanged in the normal course of business. Gifts and favors of more than one hundred dollars (\$100.00) value should not ordinarily be accepted. If circumstances render it awkward to refuse such a gift, the donor should be thanked and told the gift is being accepted on behalf of and will be delivered to South Texas Swimming.
- All are expected to exhibit honesty, loyalty, candor, and professional competence in their relationships with South Texas Swimming and with each other.
- Everyone has the responsibility to maintain the confidentiality of the organization. This includes both proprietary and sensitive information.
- Each Officer, member of the BOD, Executive Committee, other Committees and each key employee or contractor of South Texas Swimming, will execute a Statement of Principles on Ethical Behavior and Conflict of Interest each year.
- Any member of the Board, any Committee, Staff, and certain Consultants shall refrain from obtaining any list of clients for personal or private solicitation purposes, at any time during the term of their affiliation.

**8. Statement of Acknowledgement**

Please sign the Statement of Acknowledgement to indicate your receipt and acknowledgement of the South Texas Swimming BOD Manual, By-Laws, Policies and Procedures(P&Ps), and Conflict Policy.

STATEMENT OF ACKNOWLEDGEMENT I hereby acknowledge that I have read and understand the Duties and Responsibilities expected of me as a member of the South Texas Swimming Board of Directors and Conflict Policy.

I have been provided electronically South Texas Swimming BOD Manual, By-Laws, P&Ps and Conflict Policy.

Failure to sign the acknowledgement may result in revocation of BOD/Committee Chair Membership. Please Print your Name, Sign and Date and email to the Governance Chair at [governancecommitteechair@stswim.org](mailto:governancecommitteechair@stswim.org).

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Print Name

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Signature

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Date

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South Texas Swimming Position