

# **MIDDLE TENNESSEE HIGH SCHOOL SWIMMING ASSOCIATION**

## **BY-LAWS**

**(Amended as of 08/24/2024)**

### **ARTICLE I – Name**

The name of the organization shall be Middle Tennessee High School Swimming Association (MTHSSA).

### **ARTICLE II – Objectives**

The objective of this organization shall be:

1. To govern the sport of high school swimming and diving within the designated territory;
2. To assist in promoting amateur interscholastic swimming in the schools of the Middle Tennessee territory;
3. To maintain the highest possible educational, ethical, and physical standards for the coach and the athlete;
4. To provide a clearing house of information for member schools and coaches.

### **ARTICLE III – Geographic Territory**

The geographic territory of MTHSSA shall all counties east of the Tennessee River and west of the Cumberland Plateau, including Cumberland County.

Membership of MTHSSA shall consist of all member schools (represented by either a coach or representative) in good standing, recognized home school teams and the Board of Directors designated in Article XVII. Board members shall either be a coach or representative from a member high school or home school except for the Rules and Regulations Chairperson who serves as a consulting voting member.

### **ARTICLE V – Dues & Fees**

1. The Board of Directors shall establish the annual membership fees and any other charges, fees, etc. for members.
2. Dues shall be per school and run from November 1 to October 31.
3. Annual dues, team roster, and additional athlete surcharge as set annually by the Board of Directors is due November 1.
4. If an athlete is added during the season, any fees associated with the athlete shall be submitted to the MTHSSA Treasurer prior to participation in the Region Championships.
5. Membership expires midnight October 31. Failure to renew before December 1 results in a \$25.00 penalty.

## **ARTICLE VI – Voice & Voting Rights of Members**

1. Voice & Voting privileges shall be reserved for one coach or one representative per high school in good standing.
2. Each high school in good standing shall have one (1) vote.
3. A representative or coach who represents multiple high schools shall have only one (1) vote.
4. Members of MTHSSA that exclusively coach Middle School swimming may not vote on a High School swimming specific item of legislation. Members of MTHSSA that exclusively coach High School swimming may not vote on Middle School specific legislation. Members of MTHSSA that coach both High School and Middle School swimming shall maintain full voting rights in both arenas.
5. Interested individuals who are not members of the MTHSSA may attend open meetings of the MTHSSA and its committees and be heard at the discretion of the presiding officer. Unless entitled to vote under another provision of these Bylaws, interested individuals shall have no vote in meetings of the MTHSSA.

## **ARTICLE VII – Duties & Powers of Members**

The MTHSSA shall oversee the management of the affairs of the MTHSSA and the establishment of policies, procedures and programs. In addition to the duties and powers prescribed in these bylaws, the membership of the MTHSSA shall:

1. Elect officers to the Board of Directors;
2. Elect the members of the Nominating Committee;
3. Review, modify and adopt the annual budget of the MTHSSA recommended by the Board of Directors;
4. Call regular meetings and special meetings of the MTHSSA membership;
5. Ratify or prospectively modify or rescind policy and program established by the Board of Directors, except any action or authorization by the Board of Directors with respect to contracts or upon which any person may have relied shall not be modified or rescinded;
6. Amend the Bylaws of MTHSSA in accordance with Article XXII;
7. Remove from office any Board Members, committee members 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 NFHS, or their respective high school. However, no Board Member or elected committee member or coordinator may be removed except upon not less than thirty (30) days written notice by the Secretary or other officer designated by the MTHSSA membership specifying the alleged deficiency in the performance or member responsibilities or specific official duties or other reason.

## **ARTICLE VIII – Annual & Regular Meetings**

There will be two (2) scheduled meetings per year: a fall meeting held sometime prior to November 1 and a spring meeting to be held sometime prior to the end of April.

1. The Annual Meeting shall be held in the fall and shall consist of a discussion of the upcoming season, Federation rule changes, annual budget approval, election of new officers, and legislation changes.
2. The General Meeting shall be held in the spring and shall consist of a review of the season, Division placements for the coming year, and any Championship Meet changes.
3. The Board of Directors shall meet at least one time between membership meetings to discuss legislation and make recommendations for the Annual Meeting.

## **ARTICLE IX – Special Meetings**

Special meetings of the membership of MTHSSA may be called by the President or the Board of Directors. Should the Board of Directors or the President fail to call the annual or scheduled regular meetings or should a special meeting be appropriate, a meeting of the MTHSSA membership may be called by a petition signed by at least ten (10) members of the membership or by three (3) MTHSSA Board Members.

## **ARTICLE X – Meeting Location & Time**

All meetings of the MTHSSA membership shall take place at a site within the territory. The membership or the Board of Directors shall determine the location and time of all meetings of the membership.

## **ARTICLE XI – Nominating Committee**

1. Members; Election –  
The Nominating Committee shall comprise no fewer than five (5) school members in good standing elected annually by the membership or by the Board of Directors if the membership does not act in a timely fashion to serve until their successors are elected. A number greater than five (5) may be designated from time to time by either the membership or the Board of Directors. Each committee member shall be a member of MTHSSA and no more than two-fifths shall be Executive Committee members. If any member of the Nominating Committee resigns or otherwise becomes unable to participate in its affairs, the MTHSSA President, with the advice and consent of the Board of Directors, shall appoint a successor to serve until the next meeting of the membership.
2. Chairman Elected by Nominating Committee –  
The Chairman of the Nominating Committee shall be elected annually by a majority vote of the members of the Nominating Committee present at a meeting called promptly after the members are elected or appointed.
3. Duties of the Nominating Committee –  
A slate of candidates for election as the officers or committee chairmen or coordinators specified in Article XIX to be elected at the next annual meeting shall be prepared by the Nominating Committee. The Nominating Committee may in its discretion nominate a slate of one person for each position to be filled or may nominate more than one candidate for one or more of the positions.

4. Publications of Nominations –  
Nominations by the Nominating Committee shall be published by distributing a slate of candidates together with the positions for which they have been nominated to each member of MTHSSA not less than thirty (30) calendar days prior to the election. This notice may be combined with the notice of the meeting pursuant to Article XVI where convenient. See Article XVI for the methods, which may be used for distribution.
5. Additional Nominations –  
Additional nominations may be made from the floor of the annual meeting by any member eligible to vote.
6. Meetings & Notices –  
Meetings of the Nominating Committee shall take place at a site within the MTHSSA territory when called by the Chairman or any three (3) members of the Committee with a minimum ten (10) days notice required.
7. Quorum –  
A quorum for any meeting of the Nominating Committee shall consist of not fewer than four (4) members. The committee shall act by a majority vote of its members present and voting in any meeting at which a quorum is present. If the Nominating Committee is larger than five members, the quorum shall be adjusted to maintain the quorum at or above 4/5 of the membership.

## **ARTICLE XII – Meetings Open; Executive Sessions**

1. MTHSSA membership meetings shall be open to all members of MTHSSA and TISCA. Issues pertaining to personnel, disciplinary action, legal, tax or similar affairs of MTHSSA shall be deliberated and decided in a closed executive session that only MTHSSA members may attend. By a majority vote on a motion of a question of privilege, the MTHSSA membership may decide to go into executive session on any matter deserving of confidential treatment or of personal concern to any matter.
2. All meetings of the Nominating Committee shall be conducted in executive (closed) session. Meetings of all other committees established by the MTHSSA membership shall be open to all members of MTHSSA and TISCA unless otherwise provided by the MTHSSA membership resolution creating the committee or by a vote of the committee as provided by the rules of the Parliamentary Authority.

## **ARTICLE XIII – Quorum**

A quorum of the MTHSSA membership for the Annual (fall) meeting shall consist of those members in good standing present and voting.

## **ARTICLE XIV – Voting**

Except as otherwise provided by these Bylaws or the Parliamentary Authority, all motions, orders and other propositions coming before the MTHSSA membership shall be determined by a majority vote. A motion or an order calling for the removal of a member of the Board of Directors shall be determined by a two-thirds vote after at least

thirty (30) days notice. See also Article XXII regarding amendment of these By-laws. Voting by proxy in any meeting of the MTHSSA membership shall not be permitted.

## **ARTICLE XV – Order of Business**

At all meetings of the MTHSSA membership the following shall be included in the order of business to the extent applicable. The order in which the various subjects are taken up may be varied.

- Roll Call
- Reading, correction and adoption of minutes of previous meeting
- Reports of Officers
- Reports of Committees and Coordinators
- Presentation and approval of the annual budget
- Unfinished (old) business including amended By-laws
- Elections
- New business
- Resolutions and orders (new legislation proposals)
- Adjournment

## **ARTICLE XVI – Notices**

1. Time – not less than thirty (30) days written notice shall be given to each member of MTHSSA for any annual, regular or special meeting.
2. Information – the notice of a meeting shall contain the time, date, and site. For special meetings of the membership, the expected purpose (which may be general) shall be stated. If an expected purpose is the amendment of the Bylaws, a copy of the proposed amendment shall be included in the notice.

## **ARTICLE XVII – Board of Directors**

1. Members  
The Board of Directors shall consist of the following officers, committee chairpersons, coordinators and representatives of MTHSSA:
  1. President
  2. Administrative Vice-President
  3. Secretary
  4. Treasurer
  5. One elected Representative from each of the designated divisions.
  6. Rules and Regulations Chairperson
2. Elections  
The Association at its Annual Meeting (fall) shall elect its officers in the following manner: in odd years, the President, Secretary and Rules and Regulations Chairperson; in even years, the Vice President and the Treasurer.

## **ARTICLE XVIII – Duties & Powers**

The Board of Directors shall act for MTHSSA and the membership during the intervals between meetings of the membership, subject to the exercise by the membership of its powers of ratification or prospective modification or rescission, except that it shall not remove a Board Member or any person elected by the membership or amend these By-laws. The Board of Directors shall have the power and it shall be its duty to:

1. Establish and direct policies, procedures and programs for MTHSSA;
2. Establish the annual membership fees and any other charges, fees, etc. for members;
3. Oversee the conduct by the officers of MTHSSA;
4. Provide advice and consent to appointments proposed by the President that require advice and consent under these Bylaws;
5. Call regular or special meetings of the Board of Directors or the membership;
6. Retain such independent contractors and employ such persons as the Board shall determine are necessary or appropriate to conduct the affairs of MTHSSA.

Executive Committee shall:

1. Have the authority and power to act for the Board of Directors and MTHSSA between meetings of the Board and the annual and regular membership meetings.
2. Members shall be the President, who shall act as Chairman, Administrative Vice-President, Secretary, Treasurer, Rules and Regulations Chair and one (1) Division representative
3. Special meetings may be called by the President or any three (3) members of the Board of Directors with a minimum notice of three (3) days. These meetings shall take place within the Middle Tennessee territory.
4. A quorum shall consist of a majority plus one of voting members of the Committee.

## **ARTICLE XIX: Officers**

### **1. President**

- a. Shall oversee and have general charge of the management, business, operations, affairs and property of MTHSSA;
- b. Shall serve a term of two years;
- c. May serve consecutive terms;
- d. Shall call meetings when and where deemed necessary;
- e. Shall preside at all meetings;
- f. Except as otherwise provided in these by-laws and with the advice and consent of the Board of Directors, shall appoint committee chairmen and members of standing committees as many as necessary to permit MTHSSA to effectively and economically conduct its affairs;
- g. Shall report to the Board of Directors all matters that the Board should consider in the best interests of MTHSSA.

### **2. Administrative Vice-President**

- a. Shall assume the duties of President should the President be unable to fulfill his/her duties;
- b. Shall serve a term of two years;
- c. May serve consecutive terms;
- d. Shall serve on the Executive Committee;

- e. Shall revise the Divisions and post it by June 1 for membership review.
- 3. Secretary
  - a. Shall be responsible for taking minutes of all meetings (regular, special, Executive);
  - b. Shall handle all correspondence for Regional activities including, but not limited to, general meetings;
  - c. Shall be responsible for sending minutes of annual and regular meetings to the webmaster for posting on the Internet;
  - d. Shall serve on the Executive Committee.
- 4. Treasurer
  - a. Shall serve a term of two years;
  - b. May serve consecutive terms;
  - c. Shall be responsible for maintaining all records of income and expenses;
  - d. Shall establish budget for next fiscal year;
  - e. Shall send out late notice to each high school team who has not renewed membership with MTHSSA by the deadline indicated in the By-laws;
  - f. Shall collect all monies due/owed to the MTHSSA;
  - g. Shall make all disbursements in conjunction with MTHSSA business;
  - h. Shall keep a checking and/or savings account in the Region name in an accredited institution;
  - i. Shall receive team rosters with the appropriate surcharge;
  - j. Shall inform MTHSSA President of ineligible athletes/teams prior to the Region Championship meet entry deadline;
  - k. Shall serve on the Executive Committee.
- 5. Divisional Representatives
  - a. Elected from each Division at the MTHSSA annual meeting (1 representative from each Division).
  - b. Shall assist the vice-president in placing teams in the correct division. One representative shall be elected to serve on the Executive Committee.
- 6. Rules and Regulations Chairperson
  - a. Shall be responsible for the maintenance and correction of MTHSSA bylaws on an annual basis;
  - b. Advise the MTHSSA Board as to the interpretations of NFHS and USA rules as they apply to MTHSSA affairs;
  - c. Serve on any committee charged with review or modification of the MTHSSA rules;
  - d. Provide that sufficient, qualified USA Swimming certified officials are provided for the Region Championship Meet.

## **ARTICLE XX – Athlete Eligibility**

The MTHSSA shall follow the rules for athlete eligibility formerly set down by TISCA with the following exceptions/clarifications:

1. Home School students are allowed to participate as provided for in Article VIII of the TISCA bylaws, both at the middle-school and high-school levels.
2. In-state transfers shall be considered per the TISCA Transfer Rules.

3. Any team who adds swimmers during the season or determines that any previously registered swimmers have become academically or otherwise ineligible must send an addendum list with appropriate fees to the MTHSSA Treasurer prior to January 15 of each year.
4. Any swimmer/diver failing to be appropriately registered by the meet entry deadline of the Region Championship Meet shall be ineligible to compete in the Region Championships.

## **ARTICLE XXI – Championship Meets**

1. The Mid-State Region Championships may be held two (2) weeks prior to the State Championships.
2. A “Last Chance Meet” may be held the week following the Mid-State Region Meet and prior to the meet entry deadline for the TISCA State Championship.

## **ARTICLE XXII – Organization; Amendments; Dissolution**

1. Non-Profit & Charitable Purposes –  
As stated in Article II, MTHSSA is organized exclusively for charitable and educational purposes and for the purpose of fostering local, regional, and state amateur sports competition within the meaning of section 501(c)(3) of the IRS Code. Notwithstanding any other provision of these Bylaws, MTHSSA shall not, except to an insubstantial degree, (1) engage in any activities or exercise any powers that are not in furtherance of the purposes and objectives of MTHSSA or (2) engage in any activities not permitted to be carried on by: (A) a corporation exempt from federal income tax under such section 501(c)(3) of the IRS Code or (B) a corporation to which contributions, gifts and bequests are deductible under sections 170(c)(2), 2055(a)(2) and 522(a)(2) of the IRS Code.
2. Dedication of Assets, Etc. –  
The revenues, properties and assets of MTHSSA are irrevocably dedicated to the purposes set forth in Article II of these Bylaws. No part of the net earnings, properties or assets of MTHSSA shall inure to the benefit of any private person or any member, officer or director of MTHSA.
3. Amendments –  
Any provision of these Bylaws not mandated by NFHS or TISCA may be amended at any meeting of the membership by a two-thirds (2/3) vote of the members present and voting. These Bylaws shall be deemed amended thirty (30) days after the conclusion of any annual meeting of the membership.
4. Dissolution –  
MTHSSA may be dissolved only upon a two-thirds majority vote of all the voting members of MTHSSA. Upon dissolution, the net assets of MTHSSA shall not benefit any private individual, unincorporated organization or corporation, including any member, officer or director of MTHSSA, but shall be distributed to TISCA to be used exclusively for educational or charitable purposes. If TISCA is not then in existence, or is not then a corporation which is exempt under section 501(c)(3) of the IRS Code and to which contributions, bequests and gifts are deductible under sections



170(c)(2), 2055(a)(2) and 2522(a)(2) of the IRS Code, the net assets of MTHSSA shall be distributed to a corporation or other organization meeting those criteria and designated by the Membership at the time of dissolution, to be used exclusively for educational or charitable purposes.

### **ARTICLE XXIII – Parliamentary Authority**

1. Robert's Rules

The rules in the then current edition of Robert's Rules of Order Newly Revised shall govern MTHSSA and any of its constituent or component parts, committees, etc., in the conduct of meetings in all cases to which they apply and in which they are not inconsistent with these Bylaws and any special rules of order MTHSSA, the Membership, the Board of Directors or its divisions, committees, etc., may adopt or set forth below.

2. Voice & Vote

Where in these Bylaws an Interested Individual is described as having voice but not the right to vote, that Interested Individual may participate in debate and ask pertinent questions in the discretion of the presiding officer, but may not make or second motions, orders or other proposals.

3. Special Rules of Order

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