

CONSTITUTION
OF THE
TURKS & CAICOS ISLANDS SWIM FEDERATION

A Non-Profit Organization established in accordance with the Turks &
Caicos Islands Financial Services Commission Non-Profit
Organizations Regulations

LEGAL AUTHORITY & ORGANISATION

1. The name of the non-profit organisation is the Turks & Caicos Islands Swim Federation, established in the Turks & Caicos Islands in 2014.
2. The registered office of the Turks & Caicos Islands Swim Federation, hereafter also referred to as “Federation,” will be ~~situated at Marco Travel, Caicos Cafe Plaza, Grace Bay. The mailing address will be P.O. Box 153, Providenciales, Turks & Caicos Islands~~ in a location determined by the Executive Committee

OBJECTIVES

3. The objectives of the Federation are as follows:
 - (a) the official point of contact and sanctioning body for aquatics events and activities for open water swimming, water polo, pool swimming, board and platform diving, and synchronized or artistic swimming in the Turks & Caicos Islands;
 - (b) oversight, co-ordination of aquatics events in the Turks & Caicos Islands including all races, competitions, teaching, coaching, and training sessions, conferences, workshops, and educational seminars;
 - (c) the encouragement and promotion of learn-to-swim programs and classes for the entire TCI community directly through the Federation or in partnership with swim clubs, swim schools, swim programs, private entities, non-profit entities, and TCI government agencies;
 - (d) the encouragement, administration, and promotion of swimming events at a competitive level in TCI and internationally;
 - (e) the planning and development of learn-to-swim and competitive swimming pools for public use;
 - (f) the establishment, development, and administration of lifeguard/water rescue certification and re-certification standards and programs for pool, waterfront, and beach for the Turks & Caicos;
 - (g) Any other objectives in that comport with the above stated objectives

COMPLIANCE WITH FINA RULES

4. The Federation shall comply with FINA rules as set enumerated below.
 - a. **Compliance with FINA Rules.** The constitution and rules of the National Federation must not be in conflict with FINA Rules (including but not limited to FINA Constitution, FINA General Rules, FINA Code of Ethics, FINA By-Laws, FINA Technical Rules, FINA Facilities Rules, FINA Medical Rules and FINA Doping Control Rules, which may be amended and/or updated from time to time by FINA). Where there is a conflict, FINA Rules shall prevail (FINA Rule C 7.3).

- b. **Compliance with FINA decisions.** The National Federation is obliged to act in accordance with the decisions of the FINA Congress and the FINA Bureau (FINA Rule C 8.2.2).

- c. **Members of the National Federation in compliance with FINA Rules.** The National Federation is obliged to ensure that their own members comply with the FINA Rules, regulations, directives and decisions of the FINA bodies. Where there is a conflict, FINA Rules shall prevail (FINA Rule C 8.2.9).

- d. **FINA as the Governing Body.** The National Federation shall acknowledge in its national rules that FINA is the only recognised body in the world which governs Aquatics internationally (FINA Rule C 7.5).

- e. **Autonomy and No government interferences.** The National Federation is obliged to manage its affairs independently and not be influenced by third parties. Emphasis of the autonomy of the National Federation regarding external interferences in its management. (FINA C 8.2.6).

- f. **Approval of Constitution and Name.** The National Federation must seek approval of the FINA Bureau for any change of name and/or constitution before such changes are valid. (FINA Rule C 7.4)

- g. **Minutes of Elections.** The National Federation is obliged to notify FINA of the dates and the location of the elections, and to provide the minutes of its congress to FINA no later than sixty (60) days after conclusion of the congress (FINA Rule C 8.2.8).

- h. **FINA Bureau as an ex-officio member.** FINA Bureau member shall be an ex-officio member with a voting right in the bureau and the general assembly of his/her national federation (only for the National Federations directly affiliated to FINA) (FINA Rule C 17.1.9)

- i. **Anti-Doping Rules and Out-of-Competition Doping Control.** The National Federation shall comply with the Anti-Doping Rules and allow out-of-competition doping control by FINA. The regulations of NF shall indicate that all FINA Rules including Anti-Doping Rules shall be deemed as incorporated into and shall be directly applicable to and shall be agreed to and followed by competitors, competitor support personnel, coaches, physicians, trainers, managers, officials, medical or paramedical personnel, team leaders, and club and National Federation representatives under the jurisdiction of the respective NF (FINA Rule C 8.2.4 FINA Rule) (FINA Rule D 14.1)

POWERS

5. The Federation shall operate under the laws and regulations of the Turks & Caicos Islands Financial Services Commission, Non-Profit Organizations Regulations. As such, the Federation shall have the capacity to exercise all the functions of a lawfully registered non-profit organization in the Turks and Caicos Islands, that include but are not limited to the following powers:
 - (a) Power to set up and change bank accounts in the Turks & Caicos Islands to receive and disburse funds and conduct its business and activities so that the Federation always has a bank account;
 - (b) Power to take a financial donations that further the objectives of the Federation;
 - (c) Power to take such steps by personal or written appeals, public meetings, or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Federation in the shape of donations, annual subscriptions, or otherwise;
 - (d) Power to print and publish any newspapers, periodicals, books or leaflets that the Federation may think desirable for the promotion of its objects;
 - (e) Power to record, distribute and sell any pre-recorded audio and visual material, and to purchase or otherwise acquire and obtain exclusive and other interests in copyrights and rights of representation and any other rights of or in audio visual compositions;
 - (f) Power to raise or borrow money;
 - (g) Power to invest the monies of the Federation not immediately required for its purposes in or upon such investments or securities as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided;
 - (h) Power to officially represent the Turks & Caicos Islands in international conferences and meetings relevant to aquatics and lifeguarding and participate and vote as the governing authority for aquatics and lifeguarding in the Turks & Caicos Islands.
 - (i) Power to approve TCI swim and other aquatic clubs;
 - (j) Power to approve swim and other aquatic clinics and classes;
 - (k) Power to approve and certify swim and other aquatic teaching and lifeguard certification programs for TCI;
 - (l) Power to approve swim and other aquatic teachers with qualifications to teach clinics and classes in TCI for recommendation to TCI Department of Sports or other TCI government authority;

- (m) Power to establish organizational and safety criteria to use for approval of swim and other aquatic competition in TCI for recommendation to TCI Department of Sports and other TCI government authority;
 - (n) Power to determine criteria for selection of swimmers or other aquatic competitors for international meets where TCI is represented as a country and select national team representatives and national coach.
 - (o) In addition, the power to
 - subscribe to any local or other charities and to grant donations for any public purpose;
 - fund scholarships and exhibitions, give prizes, certificates and diplomas to suitable persons;
 - undertake and execute any trusts or any agency business which may seem directly or indirectly conducive to any of the objects of the Federation;
 - establish and support, and to aid in the establishment and support of, any other associations formed for all or any of the objectives of the Federation;
 - protect use of the Federation logo, including Executive Committee approval for use of the logo on clothing and accessories, advertising, affiliation, websites, and social media. The Federation logo shall be used on all official Federation correspondence and on national team uniforms.
6. The income and property of the Federation, howsoever derived, shall be applied solely towards the promotion of the objectives of the Federation, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise by way of profit, to the members of the Federation. However, nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Federation, or to any member of the Federation in return for any services actually rendered to the Federation, nor prevent the payment of reasonable and proper interest on money lent to the Federation by any member, or reasonable and proper rent for premises let by any member to the Federation.
7. The liability of the members, including its officers and directors, is limited to the extent allowed by law, if any, and such members shall be indemnified as per section on indemnification as approved by the Executive Committee. In any case, the maximum amount shall be US \$1.00.
8. If upon the winding up or dissolution of the Federation there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Federation, but shall be given or transferred to some other institution or institutions having objectives similar to the objects of the Federation and which shall prohibit the distribution of its or their income and property among its or their members.
9. If assets cannot be given to an organization with similar objectives, then to some charitable object selected by the Governor of the Turks & Caicos Islands.

CONSTITUTIONAL APPROVAL AND CONTINUITY

10. The General Members shall approve the new Constitution by 2/3rds vote at either an annual or an Extraordinary General Membership meeting.
11. Executive Committee Members and officers who are members in good standing of the Federation at the time the new Constitution is approved and adopted by the General Members shall continue in place as members in their positions until the next election of Executive Committee members at the Annual General Members meeting. The new elections shall be held in accordance with the provisions of the new Constitution as set forth herein.
12. Following approval, the President shall submit the new Constitution to the Turks & Caicos Islands Director of Sports and to FINA legal.

GENERAL MEMBERS

13. The Federation shall be open to persons with a strong interest in advancing aquatics and lifeguarding in the Turks & Caicos Islands as General Members. Once application has been completed and fees paid, the General Member shall be entitled to all rights as set forth, including voting unless such rights have been suspended by the Executive Committee by majority vote for reasons set forth herein.
 - (a) General Membership shall be valid for one calendar year, unless the Executive Committee chooses to extend the time period.
 - (b) General Members of the Federation shall pay an annual dues to the Federation as set by the Executive Committee in such amount as the Executive Committee may from time to time determine. Executive Committee members shall be exempt from paying dues as General Members while they are serving in that capacity.
 - (c) If any member fails to pay its dues for any year within one month of becoming due, he or she shall no longer be a General Member until such dues are paid in full.
14. The Executive Committee by majority vote may revoke the membership of a General Member if the person on the following grounds: The General Member
 - (a) is found to be engaged in criminal or unethical behavior as determined by the Director of Sports or the Executive Committee; or
 - (b) resigns from membership by notice in writing to the Federation; or
 - (c) fails to pay annual dues per provisions contained herein; or
 - (d) fails to attend two annual General Membership meetings in a row;

- (e) brings the reputation of the Federation into disrepute through his or her behavior or actions as determined by the Executive Committee.

GENERAL MEMBER MEETINGS & EXTRAORDINARY MEETINGS

- 15. The Annual General Meeting shall be held in February of every calendar year at such time (not being more than thirteen months after the holding of the last preceding General Member meeting) and place as may be resolved in a General Meeting or, if not resolved at the General Meeting, then by the Executive Committee by majority vote.
- 17. All meetings of the General Members, other than the annual General Meeting, shall be called Extraordinary Meetings.
- 18. The Executive Committee may, whenever it considers appropriate, convene a General Meeting of the Federation, giving at least 7 days notice to all General Member per the notification requirements herein and specifically state the topics to be considered.
- 19. If at any time there are no Executive Committee Members of the Federation or the Executive Committee fails to set an annual General Meeting as required herein, any two General Members of the Federation may convene a General Meeting in the same manner as nearly as possible as that in which meetings may be convened by the Executive Committee.

NOTICE OF A GENERAL OR EXTRAORDINARY MEETING

- 20. Members shall receive at least seven days notice of a general or extraordinary meeting from the dated service specifying the place, the day and the hour of the meeting and, in case of special business, the general nature of that business. Notice shall be given to members by email or in a manner as may be prescribed by the Federation. With the consent of all the members entitled to receive notice of a meeting, that meeting may be convened by shorter notice or without notice and in such manner as all those members may consider appropriate.
- 21. The accidental or inadvertent omission to give notice of a meeting to or the non-receipt of a notice of meeting by any member shall not invalidate the proceedings at any meeting.

PROCEEDINGS AT GENERAL AND EXTRAORDINARY MEETINGS

- 22. Business carried out at annual General Meetings shall include consideration of the accounts, balance sheets, and reports by the Executive Committee, and the election, resignation, and removal of Executive Committee Members in accordance with procedures established herein. Other business may be considered at the General Meeting, but General Members shall inform the Executive Committee at least 7 days in advance of the meeting so that notification may be given to all General Members.
 - (a) When an Extraordinary meeting of the members is called, then all General Members shall be notified of the specific nature of the special business to be conducted at the same time the notification is emailed.

- (b) The General Members at a General Meeting or Extraordinary Meeting may establish guidelines for the Executive Committee as to the manners in which the powers shall be exercised, including limitations on obligating the Federation financially.
 - (c) Minutes shall be taken by the Executive Committee secretary or, if not available or unwilling, then a person appointed by the President. The minutes shall contain an accurate account of the meeting and proceedings, persons present, points raised, decisions made, and persons elected. The minutes shall include the time and date and place of the meeting, the time adjourned, and the name of the person who drafted the minutes.
 - (d) All General Members shall be entitled to a copy of the minutes.
23. No business shall be transacted at any General Meeting or Extraordinary Meeting unless a quorum of members is present at the time when the meeting proceeds to business. A quorum shall consist of at least 40% of the General Members, who have paid their dues, and are in good standing.
 24. If within fifteen minutes from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned for fifteen minutes. If there is still no quorum, then those who were present when the meeting was adjourned shall constitute a quorum as long as long as there are at least 10.
 25. The President shall preside as chairman at every general meeting of the Federation.
 26. If at any meeting the President is not present within fifteen minutes after the time appointed for holding the meeting or, if present, is unwilling to act as chairman, the Secretary General shall preside. If the Secretary General is not present or is unwilling to preside, the members present shall choose one of their number to be chairman.
 27. At any General Meeting, a resolution put to the vote of the meeting shall be decided on a show of hands—except for vote for Executive Committee members, the procedure for which shall be in writing as set forth herein—unless a poll is demanded by at least two members present in person. The President or Chairman shall make a declaration on the passage or failure of passage of a resolution.
 28. A simple majority shall be required to pass any resolution, except for amendments to the Constitution, which require 2/3rds majority, as set forth herein.
 29. If a poll is duly demanded, it shall be taken in such manner as the President or Chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
 30. In the case of an equal number of votes, whether on a show of hands or a poll, the President or Chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a cast a second, deciding vote.
 31. All voting shall be open. There shall be no secret ballots.

32. In the event of a dispute as to parliamentary procedure that cannot be resolved by simple majority vote, Roberts Rules of Order shall be applied by the president or chairman. If the dispute still cannot be resolved, then the dispute shall be taken promptly to the Director of Sports for resolution.

ELECTION OF EXECUTIVE COMMITTEE MEMBERS & OFFICERS

33. The General Members shall elect the members of the Executive Committee following nominations from the floor or by email addressed to the President in advance of the meeting. Ballots shall be cast by writing names of nominees on paper. Each General Member, which includes the members of the Executive Committee, may vote for as many as 7 individual nominees, but no nominee shall get more than one vote per ballot cast by a General Member. The 7 nominees receiving the top number of votes from all the ballots shall be elected to the Executive Committee. In the event that there is a tie among the top 7 nominees for the Executive Committee, then a second runoff vote shall be held to break the tie. In the event there is still a tie, then the other elected Executive Committee members shall at the next Executive Committee meeting select one of the two persons in the tie vote to be on the Executive Committee.
- a) Following the election of the members of the Executive Committee, the General Members shall commence with taking nominations from the newly elected Executive Committee for the following officers: President, Secretary-General, and Treasurer. General Members may nominate an Executive Committee member for each officer position or an Executive Committee member may nominate him or herself. An Executive Committee member may only be nominated for one of the officers. Following nominations, a vote shall be held with each General Member casting a ballot for one person per office. The nominee getting a simple majority of the votes cast by the General Members shall be elected to be the officer.
 - b) If no nominees receive a simple majority, a second round election shall be held with only the top two vote getters. If there is a tie, another round election shall be held. If still a tie, the newly elected Executive Committee shall hold a vote and determine by simple majority which of the top two nominees voted by General Members to elect the officer in question.
 - c) The Executive Committee may create other officer positions and elect them within the Executive Committee by simple majority vote.
34. If the General Members vote to amend the constitution to expand or contract the number of Executive Committee members, then the number of votes allowed shall reflect the new number of Executive Committee member numbers.

VOTES OF MEMBERS

35. Democratic procedures and outcomes shall be respected. On a show of hands and on a poll, every member presenting a person and every person representing a member by proxy shall have one vote. A simple majority of the members constituting the quorum shall be sufficient to

convene a subsequent extraordinary meeting or pass a proposal, except for constitutional amendments as set forth. that 2/3rds vote of those present at a General or Extraordinary Meeting will be required to pass an amendment to the Constitution.

36. All amendments to the constitution require 2/3rds vote at a General or Extraordinary Meeting. No amendment shall not be final or carry authority until submitted to and approved by the Sports Department of the Turks & Caicos Islands (or equivalent authority) and FINA. A vote may be made by a show of hands or by voice or by ballot.
37. There shall be no secret ballots.
38. Votes may be given either personally or by proxy.
39. Proxies shall be in writing or by email in the form as set forth below. A person casting a proxy vote must be a General Member who has paid annual dues or an Executive Committee member.
40. Anyone authorized in writing to cast a proxy vote shall be also have the authority to demand or join in demanding a poll.

PROXY

41. A proxy instrument shall be in the following form:

TURKS & CAICOS ISLANDS SWIM FEDERATION

I the undersigned being a member of the Federation HEREBY APPOINT [name of person] to be my proxy and on my behalf to attend, vote at and do all acts and things which I could personally have done at a meeting of members of the Federation to be held at [place] on [date] at [time] and at all continuations and adjournments thereof.

Date, _____

Printed name and signature of General Member or Executive Committee Member

EXECUTIVE COMMITTEE

42. The Executive Committee shall consist of 7 members elected at General Members Meeting. If an Executive Committee member can no longer serve in that capacity before his or her term is up, then the remaining Executive Members shall appoint an Executive Committee member to serve until the next General Members Meeting as set forth.

- (a) The term for Executive Committee members shall be 4 years.
 - (b) No Executive Committee member shall serve for more than two 4 year terms in a row.
 - (c) In the event of that an Executive Committee member is appointed to the position per procedures set forth, that Executive Committee member shall not serve more than 10 consecutive years in office.
 - (d) The General Members may create new officer positions and lay out the duties and responsibilities for such officers.
 - (e) Should an Executive Committee position become vacant for reasons set forth, the Executive Committee shall by majority vote appoint a new person to serve in that Executive Committee member's capacity within 60 days. Any new Executive Committee appointed to fill a vacancy shall serve until the next General Meeting, at which time the General Members shall elect a person to fill the position until the next election of the Executive Committee members.
43. ~~The Executive Committee shall by simple majority vote elect the President, Secretary General, Vice President, and Treasurer and other officers and officials as the Executive Committee or the General Members may authorize.~~
44. ~~Election of officers and officials shall be made by Executive Committee members by simple majority vote within 7 days following the election of Executive Committee members at a General Members Meeting. The terms of the officers elected shall be for 4 years and shall run concurrent with the 4 year terms of the Executive Committee members. The officers or officials elected by the Executive Committee may or may not be members of the Executive Committee.~~
45. All members of the Executive Committee and officers shall be drawn from General Members in good standing who have paid their dues.
46. Duties of the officers
- (a) President, who shall preside at all meetings of the Federation and of the Executive Committee at which he is present and shall represent the Federation as its leader at public occasions and represent the Federation at international conferences and meetings, as well as in discussions with appropriate parties to advance the objectives of the Federation.
 - (b) Secretary, who shall conduct the correspondence of the Federation and keep minutes of all proceedings of the Federation in General and Extraordinary meetings and Executive Committee meetings. The President may appoint someone to take the notes of the meeting if the secretary is not available or is unwilling.
 - (c) The Secretary-General shall preside over meetings when the president cannot and maintain the registrations with the Financial Services Commission and represent the Federation as appropriate at meetings as directed by the Executive Committee.

- (d) The treasurer, who shall keep and maintain all the financial records, keep the Executive Committee members and General Members advised at meetings, and provide an annual statement. The treasurer shall also preside over Executive Committee or General Member meetings if the President or the Secretary-General cannot do so.
 - (e) The Executive Committee may assign additional duties to the officers.
- 47. The Executive Committee Members and officers shall serve without remuneration. Executive Committee members shall be exempt from paying annual dues as General Members.
 - 48. The Executive Committee shall appoint a person as Executive Committee Member to fill any vacancy by a simple majority vote. That person shall serve out the term of the person who vacated the Executive Committee or until the next General Member meeting, whatever comes first.

POWER AND DUTIES OF EXECUTIVE COMMITTEE

- 49. The business of the Federation shall be managed by the Executive Committee, and shall exercise all such powers that are required to be exercised by the Federation not otherwise restricted by law or regulation or the Constitution.
- 50. The Executive Committee shall have the authority to purchase or to enter into any contract or arrangement that advances the Federation's objectives, but in no case shall the Executive Committee make any purchase or enter into any contract or otherwise obligate the Federation that exceeds the Organization's funds on hand that are not otherwise obligated.
- 51. The Executive Committee shall advance the objectives of the Federation as set forth herein.

PROCEEDINGS OF EXECUTIVE COMMITTEE

- 52. The Executive Committee may meet together for the dispatch of business, adjourn, and otherwise regulate their meetings and proceedings, as they consider appropriate. Questions arising at any meeting shall be decided by simple majority of votes. An Executive Committee Member may at any time summon a meeting of the Executive Committee giving 7 days notice as set forth herein.
- 53. The quorum necessary for the transaction of the business of the Executive Committee is 4 if the number of Executive Committee members is 7. If the number of Executive Committee members changes, the quorum shall be the number for quorum shall exceed one more than 50% of the total number of Executive Committee members in good standing.
- 54. An Executive Committee Member who is in any way, whether directly or indirectly, interested in a contract or proposed contract with the Federation, shall declare the nature of his interest at a meeting of the Executive Committee. A general notice given to the Executive Committee by any Executive Committee member to the effect that he is a member of any specified company or firm and is to be regarded as interested in any contract which may thereafter be made with

that company or firm shall be deemed a sufficient declaration of interest in regard to any contract so made. An Executive Committee Member may not vote in respect of any contract or proposed contract or arrangement if he or she is interested therein and if he does so his vote shall not be counted. However, he or she may be counted in the quorum at any meeting of the Executive Committee at which any such contract or proposed contract or arrangement shall be considered.

55. Any Executive Committee Member or General Member may act by himself or his firm in a professional capacity for the Federation, and he or she or his or her firm shall be entitled to remuneration for professional services as if he were not an Executive Committee Member or General Member; provided he or she receives approval by the Executive Committee by simple majority vote (excluding the vote of the affected member). Otherwise, no Federation income or property shall be distributed to any General Member or Executive Committee member.
56. An Executive Committee Member shall not be an auditor of the Federation nor shall his or her firm be an auditor to the Federation.
57. The Executive Committee shall cause minutes to be made in books or folders provided for the purpose of recording and shall include:
 - (a) The names of the Executive Committee Members present and any other persons present and the reason for their presence.
 - (b) The date and place of the meeting;
 - (c) The name of the person who drafted the minutes.
58. All members of the Executive Committee shall be entitled to inspect the above mentioned documents at any time. The Executive Committee may allow persons or entities outside the Executive Committee to inspect the above mentioned documents if a majority of members vote in favor.
59. When the President or Chairman of a meeting of the Executive Committee signs the minutes of such meeting, the same shall be deemed to have been duly held notwithstanding that all the Executive Committee Members have not actually come together or that there may have been a technical defect in the proceedings.
60. A resolution signed by all the Executive Committee Members shall be as valid and effectual as if it had been passed at a Meeting of the Executive Committee duly called and constituted.
61. The President shall chair the meetings of the Executive Committee but if the President is not present within fifteen minutes after the time appointed time, or, is present but unwilling to take the chair, the Executive Committee Members present may choose by simple majority an acting chair of the meeting.
62. An Executive Committee Member or officer may be censured or disqualified and removed from holding office by 2/3rds majority vote if he or she:

- (a) is found to be or becomes of unsound mind by the Executive Committee;
- (b) is found to be engaging in malicious behavior that undermines the Federation by the Executive Committee;
- (c) fails to attend three Executive Committee meetings in a row;
- (d) is no longer a resident of the Turks & Caicos Islands.

CONFLICTS OF INTEREST

63. All General Members, Executive Committee members, staff, persons elected or appointed, individuals engaged in the Federation's activities and/or consultants or contractually connected persons/firms representing or serving the Federation shall act for the benefit of the Federation when making decisions that affect, or may affect, the Federation, and do so without reference to their own personal interests, either financial or otherwise.

THE SEAL

64. The President or the Secretary-General, with authority of the Executive Committee, shall affix the Seal or stamp to any instrument for the purposes of attesting authenticity of the matter contained therein.

COMPLIANCE

65. General Members and Executive Committee members of the Federation shall be in compliance with the Federation constitution.

DEMOCRATIC AND FREE ELECTIONS

66. The Federation shall adhere to a democratic electoral process and the principles of integrity and neutrality shall be respected.

ACCOUNTS

67. The books of account relating to the Federation's affairs shall be kept in such manner as may be determined from time to time by the Executive Committee.
- a) The Federation shall conduct all transactions via regulated financial channels
 - b) A minimum of two signatories shall be on the bank account. The number of signatures authorized for payments shall be determined by the Executive Committee.
68. The books of account shall be kept at such place or places as the Executive Committee consider appropriate, and shall always be open to the inspection of the Executive Committee Members and the General Members.

69. The Executive Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Federation or any of them shall be open to the inspection to non Executive Committee members, except that the Department of Sports (or equivalent body) shall always be permitted to inspect Federation records.
70. The financial year of the Federation shall end on 31 December in each calendar year.
71. Periodic financial statements of the Federation shall be prepared and approved by the Executive Committee and circulated to the General Members of the Organization at least once a year.

NOTICES

72. A notice may be given by the Federation or by the persons entitled to give notice to any General Member or Executive Committee Member personally by sending it to his or her email address supplied by him or her to the Federation for the giving of notices. Where a notice is sent by email, service of the notice shall be deemed to be effected by properly address and sending to the email address provided.
73. Notice of every General Meeting shall be given in some manner hereinbefore authorized to all members who have supplied to the Organization an address for the giving of notices to them.

INDEMNITY

74. Every Executive Committee Member and officer of the Federation shall be indemnified out of the assets of the Company against any and all losses or liabilities incurred by him in the execution and discharge of the duties of his or her office, as long as the execution and discharge of those duties were lawful and in accordance with the constitution.

AMENDMENTS TO THE CONSTITUTION

75. An amendment to the Constitution may be proposed and introduced only at a General Meeting or an Extraordinary Meeting of the General Members in which a quorum is present.
 - (a) If such an amendment proposal is seconded by another General Member, a discussion shall follow regarding the merits. Following discussion, on motion duly made and seconded, the amendment shall be put to a vote to the General Members.
 - (b) If the amendment receives at least 2/3rds votes of the General Members, including General Members voting by proxy, the proposed amendment shall be deemed approved. The amendment shall be sent by the President within 5 business days to the Department of Sports (or equivalent body) for review and comment and then forwarded to FINA Legal Officer for review and approval. Once all approvals are received, the the amendment shall henceforth be part of the Constitution effective immediately or on such date as voted by the General Membership. In all cases, General Members shall receive notice of any intent to change the Constitution, with

details about proposed change, as part of the notice for a General Meeting or Extraordinary Meeting so that all members may prepare to consider the proposal.

UNRESOLVABLE DISPUTES

76. In the event there is a dispute among the General Members or the Executive Members that cannot be resolved, that dispute shall be articulated in writing by the President, shared with either all General Members or the Executive Committee members, and forwarded expeditiously, not more than 5 business days, to the Director or Sports (or equivalent) for resolution. The decision by the Director of Sports shall be final.

CESSATION OF ACTIVITIES

77. If the General Members do not meet for a period of two years or the Executive Committee does not meet for a period of two years, the Organization shall be deemed to no longer have any governing authority and shall cease to exist. In such case, any remaining member or Executive Committee member shall promptly notify the Turks & Caicos Islands Director of Sports (or equivalent) and the Non-Profit Organisation section of the Financial Services Commission so the Federation can be dissolved. All funds from the treasury shall at that time be transferred to a new governing body recognised by the Sports Department (or equivalent) and FINA so that essential functions can continue with as little disruption and delay as possible. If there is no new governing body, then funds shall be transferred to the Sports Department (or equivalent) to be held until another recognised governing body is formed with the same objectives as the current Federation.

78. **SIGNATURE**

_____ Date _____
Ben Stubenberg, President

_____ Date _____