

# THE VIRGIN ISLANDS TRIATHLON FEDERATION

## BYLAWS

### Article I

#### Name

The name of the organization shall be Virgin Islands Triathlon Federation.

### Article II

#### Objects and Purposes

The objects and purposes of the Virgin Islands Triathlon Federation shall be to:

- a. Coordinate and develop activity in the U. S. Virgin Islands directly relating to the sport of triathlon;
- b. Exercise exclusive jurisdiction over the sport of triathlon in the U.S. Virgin Islands, in world championships, the Olympics, Pan Am Games, regional and area championships and competitions as they relate to the US Virgin Islands;
- c. Promote and encourage public participation in triathlon;
- d. Assist organizations and individuals concerned with sports in the development of triathlon training;
- e. Provide for swift resolution of conflicts and disputes involving athletic competition in the sport of triathlon;
- f. Foster the development of facilities for use by athletes training for competition in the sport of triathlon and assist in making such facilities available to athletes;
- g. Provide and coordinate technical information on training, equipment, coaching and performance in the sport of triathlon;
- h. Encourage and support research and development, and dissemination of information in the areas of sports medicine and sports safety related to the sport of triathlon;
- i. Encourage and provide assistance to athletes, coaches and administrators without regard to race, color, religion, nationality, sex, or physical handicap;
- j. Represent the sport of triathlon in appropriate class membership in the Virgin Islands Olympics Committee.
- k. Actively pursue gender equity on the Board of Directors, elected committees, in membership and in all aspects of the Virgin Islands Triathlon Federation.

### Article III

#### Authority

Section 1. The Federation is authorized to:

- a. Represent the sport of triathlon in the appropriate national and international sports federations, organizations or communities;
- b. Serve as the coordinating body for triathlons in the U. S. Virgin Islands;
- c. Exercise jurisdiction over and sanction, national and international triathlons in the U. S. Virgin Islands;
- d. Conduct athletic competition in triathlons, including territorial championships and establish procedures for determining eligibility standards;

- e. Designate individuals and teams to represent the U. S. Virgin Islands in international triathlons and certify, in accordance with applicable international rules, their eligibility.

Section 2. The Federation shall have perpetual succession and power to:

- a. Organize, finance and control the representation of the USVI in the world championships, Olympics, Pan American Games, regional championships, other international competitions in the sport of triathlon;
- b. Make contracts and incur liabilities;
- c. Sue and be sued;
- d. Acquire, hold and dispose of such real and personal property as may be necessary for its corporate purposes;
- e. Accept gifts in furtherance of its corporate purposes;
- f. Approve and revoke membership in the Federation;
- g. Establish and maintain offices for conduct of the affairs of the Federation;
- h. Publish a newsletter consistent with its corporate purposes;
- i. Amend these bylaws;
- j. Provide indemnification of individuals in accordance with terms of these bylaws and the laws of the U. S. Virgin Islands.

## Article IV

### Membership

Section 1. Membership shall be open to any organization whose members are athletes, coaches, managers, administrators or officials in the sport of triathlon and to any sports organization, which conducts programs in the sport of triathlon, without discrimination on the basis of race, color, religion, age, sex, physical disability or national origin. Membership is divided into two classes:

- a. Voting members are defined as any member who pays his/her annual dues and competes in at least one Virgin Islands Triathlon Federation sanctioned event each consecutive 12-month period.
- b. Non-voting members are defined as any member who has paid his/her annual dues but has not competed in at least one Virgin Islands Triathlon Federation sanctioned event each consecutive 12-month period.

Section 2.

- a. Membership dues shall be set at the annual meeting of the members;
- b. All members who are current in their dues shall be entitled to representation and vote at the meeting of the members;
- c. Any member may be expelled or temporarily suspended by two-thirds vote of the Board of Directors for conduct detrimental to the objectives and purposes of the Federation (this is inclusive of officers, official representatives and individual members of the affiliated organizations); violation of these bylaws or conduct is likely to bring discredit upon the Federation and the sport of triathlon;
- d. Before any expulsion or suspension, the member shall receive written notification of the alleged misconduct and be granted an opportunity to be heard.

Section 3.

- a. A meeting of the Federation shall be held annually on the first Wednesday of every February;

- b. Members will be notified in writing at least 14 days prior to annual meetings;
- c. The Board of Directors shall decide the place and time of the annual meeting of the membership;
- d. Special meetings may be called by the Board of Directors on 48 hours written notice;
- e. A quorum for the transaction of business of any meeting of the membership shall consist of a simple majority, but shall be required only for the election of officers, amending these bylaws or action on any matter deemed by the Board of Directors to require a quorum;
- f. All meetings shall be governed by Robert's Rules of Order;
- g. Matters requiring a quorum for their disposition may be brought before the membership for consideration by mailing, to each member organization, documents with sufficient information and a ballot with a return envelope.

## Article V

### Board of Directors

Section 1. The Federation shall be governed by a Board of Directors, which shall have general charge of the business affairs and activities of the Federation and shall define the policies to be followed in carrying out the purposes of the Federation as set forth in these bylaws. The member organizations shall elect the board of directors by majority vote with each organization having one vote.

Section 2. The Board of Directors shall have authority over policy and specific decisions concerning, but not limited to:

- a. Establishing both the criteria and fees for the sanctioning of national triathlons;
- b. Selecting U.S. Virgin Islands representatives for World Championships, Central America and Caribbean Games, Central America and Caribbean Championships, Pan American Games, the Olympic Games and related meetings, congresses, conventions, seminars and/or other related functions together with designating the races to qualify eligible Virgin Islands athletes who are in good standing with member organizations of such national teams. Generally eligibility requirements will be governed by International Olympic Committee, International Triathlon Union, Virgin Islands Olympic Committee;
- c. Receiving, depositing and disbursing Federation funds;

Section 3.

- a. The Board of Directors shall have five members who shall be selected without regard to race, color, religion, national origin, sex or physical disability, provided they are eligible;
- b. The Board of Directors shall be directly elected by member organizations each constituting one vote. The Directors shall serve one year terms.

Section 4. When a seat on the Board of Directors becomes vacant before the end of its term, the President may appoint a replacement with the approval of a majority of the Board of Directors.

Section 5.

- a. Meetings of the Board of Directors shall be called by the President, directly, or through the designated Chief Executive Officer on thirty days written notice to each member organization, at least twice, within each calendar year;
- b. The President may call a special meeting, on not less than forty eight hours telephone notice, to consider matters requiring immediate action;
- c. The President shall preside at all meetings of the Board of Directors;

- d. A quorum for the transaction of business at any meeting of the Board of Directors shall consist of a simple majority of its members holding office;
- e. All meetings of the Board of Directors shall be governed by Robert's Rules of Order;
- f. The Board of Directors shall have the power to transact its business by mail, email, fax, telex, radio or telephone conference call.

## Article VI

### Officers

Section 1. Officers of the Federation shall be President, Vice President – St. Croix, Vice President – St. Thomas/St. John, and Secretary and Treasurer.

Section 2. The officers shall be elected by the member organizations of the Federation. The officers will serve a one year term. There is no limit on terms an officer may serve if elected. Each member organization shall have one vote (the initial election of the officers will be by the Board of Directors), subsequently each board member shall have one vote. The President and Secretary and Treasurer will reside in the same geographical jurisdiction (St. Thomas/St. John or St. Croix). Officers and directors shall reside in the U.S. Virgin Islands.

Section 3.

- a. The President shall be the Chief Executive Officer of the Federation and shall preside at all meetings of the Board of Directors and of the members; he/she shall be an ex officio non-voting member of all committees; he/she shall have the authority to appoint all committee chairpersons and members;
- b. A designated Vice President shall perform the duties of the President if the President is absent or unable to act and discharge such other duties assigned by the President of the Board of Directors;
- c. The Secretary shall supervise the compiling, recording and distribution of the minutes of the meetings of the members and the Board of Directors. The Secretary shall file all necessary reports and supervise the publication of official documents and newsletters;
- d. The Treasurer shall have charge of the funds and financial records and oversee the preparation of annual financial reports; the Treasurer shall discharge such other duties as may be assigned by the President or the Board of Directors.

Section 4. Any vacancy in the offices of the Federation may be filled by the Board of Directors.

Section 5. The Board of Directors may appoint an assistant to Officers as and when needed.

## Article VII

### Committees

Section 1. The Board of Directors shall have the power to establish standing or special committees and to prescribe their duties.

Section 2. All committees shall submit an annual report of its activities.

## Article VIII

## Sanctioning

Section 1. The Federation will review requests submitted by member organizations or persons for a sanction to hold a triathlon in the U.S. Virgin Islands or to sponsor U.S. Virgin Islands to competition.

Section 2. The Federation will grant a sanction requested by an amateur sports organization or person:

- a. To hold the competition if such amateur sports organization or person:
  - 1) pays required fee;
  - 2) demonstrates that:
    - i) proper safety precautions have been taken to protect the personal welfare of the athletes, spectators, and volunteers;
    - ii) the competitions will be conducted by qualified officials;
    - iii) appropriate measures have been taken to protect the amateur status of athletes who will take part in the competition and to protect their eligibility to compete in amateur athletic competition;
- b. To sponsor U.S. Virgin Islands amateur athletes to compete in triathlon outside the U.S. Virgin Islands if such a person:
  - 1) pays required fee;
  - 2) submits a letter requesting sanction.

## Article IX

### Complaint and Hearing Process

Section 1. Any member of the Federation may file a written complaint with the Federation pertaining to any matter within the cognizance of the Federation. No less than 10 Voting Members of the Federation must sign the written grievance or petition.

Section 2. The Board of Directors shall determine whether the grievance should be:

- a. dismissed
- b. sought to be resolved by informal means, or
- c. set for hearing.

Section 3. In the event the Board of Directors sets the matter for hearing, all parties shall have a right to counsel, to present evidence and cross examine witnesses.

Section 4. The Board of Directors shall render a decision within seven days of the hearing.

Section 5. All unresolved disputes between the Virgin Islands Triathlon Federation and ITU shall be referred to the Court of Arbitration for Sport (CAS).

## Article X

### Amendments to the Bylaws

Section 1. Bylaws may be enacted, repealed or amended by a majority vote of the members voting either at a meeting of the membership or by mail ballot.

Section 2. All proposed amendments must be submitted, in writing thirty days prior to the meeting of which are to be considered.

Section 3. If amendment proposals are to be considered by mail ballots, all proposed amendments, together with a report and recommendation from the Board of Directors, shall be mailed or emailed thirty days prior to deadline for receipt of votes.

## Article XI

### Counsel

The Board of Directors may select a licensed attorney as General Counsel who shall advise and consult with the officers and agents of the Federation, render legal advice and assistance, as may be requested, and perform other duties delegated to him/her.

## Article XII

### Indemnification

This federation shall immediately indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, administrative or investigative, by reason of the fact that he or she is or was director, officer, employee or official representative of this federation against expenses, including and reasonably incurred by him or her in connection with such action suit or proceeding, if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of this federation, and with respect any criminal action or proceedings, had no reason cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, not act in good faith and in manner which he or she believed to be in or not opposed to the best interests of this federation.

## ARTICLE XIII

### Doping

All athletes representing the Virgin Islands Triathlon Federation in competition will be subject to testing by The US Anti-Doping Agency (USADA) and/or The World Anti-Doping Agency (WADA) and must meet and comply with all rules and standards as set forth by The International Triathlon Union (ITU), WADA and USADA. Athletes may refer directly to those organizations for current standards. The Virgin Islands Triathlon Federation will report all testing and results to ITU Headquarters on an annual basis. Furthermore, the Virgin Islands Triathlon Federation adopts the Virgin Islands Olympic Committee's Anti-Doping Rules and incorporates these rules into the By-laws/Constitution, and recognizes the authority and responsibility of the VIOC for implementing the VIOC Anti-Doping Rules and authorizes the VIOC to carry out doping control, and our members and participants accordingly recognize and accept this authority and responsibility.