

**BYLAWS/CONSTITUTION OF THE
VIRGIN ISLANDS OLYMPIC COMMITTEE, INC.
REVISED OCTOBER 25, 2014**

This is to certify that we, the undersigned, all being of full legal age, do hereby associate ourselves for the purpose of forming a non-profit corporation pursuant to the provisions of Title 13, Chapter 3, of the Virgin Islands Code and do hereby make, sign acknowledge and file the following Bylaws:

ARTICLE I

Section 1.1 The Corporation: The name of the organization is “**Virgin Islands Olympic Committee, Inc.**” hereinafter referred to as “VIOC.” The VIOC shall be exempt from taxation within the meaning of Section 501(c) (3) of the Internal Revenue Code.

Section 1.2 The Business Office: The principal office of the Corporation will be located at, U.S. Virgin Islands, at the discretion of the Executive Committee.

Section 1.3 The Definitions: As used in these Bylaws the term:

- a) “Athlete” means any athlete who meets the eligibility standards established by the National Federation, for the sport in which the athlete competes;
- b) “Athletic competition” means a contest, game, meet, match, tournament, regatta, or other event in which athletes competes;
- c) “Athletics” means Athletic activities; as competitive sports;
- d) “Sports organization” means a not for profit corporation, club, federation, union, association, or other group organized in the Virgin Islands that sponsors or arranges and athletic competition;
- e) “ANOC” means the Association of National Olympic Committees;
- f) “CANOC” means the Caribbean Association of National Olympic Committees;
- g) “Board” means the corporation’s board of directors;
- h) “Capital Stock” means all shares representing ownership of a business, including preferred stock and common stock. Amount of stock that the corporation may issue;
- i) “Corporate Funds” means money in hand, assets, cash, money available for the payment of debt, securities, bonds or general revenues;
- j) “Corporation “ means the Virgin Islands Olympic Committee (VIOC);
- k) “Executive Committee” means the corporation’s board of directors;
- l) “IF” means the international federation for a particular sport;
- m) “International athletic competition” means any athletic competition between any athletes representing the Virgin Islands, either individually or as part of a team, and any athlete or athletes representing any foreign country;
- n) “IOC” means the International Olympic Committee;
- o) “Majority” means fifty percent plus one vote (50% plus 1);
- p) “Members” means those organizations accepted into membership of the corporation as provided for in Section 4.1 of these Bylaws;
- q) “NF” means a National Federation that is an sports organization recognized by the corporation in accordance with Section 4.1 of these Bylaws;
- r) “NOC” means National Olympic Committee;
- s) “OCOG” means the Organizing Committee for the Olympic Games;

- t) "PASO" means the Pan American Sports Organization, a confederation of national Olympic committees from the Americas;
- u) "Protected competition" means:
 - 1) Any athletic competition between any athlete or athletes officially designated by the appropriate NF as representing the Virgin Islands, either individually or as part of a team, and any athlete or athletes representing any foreign country where (i) the term of such competition require that the entrants be teams or individuals representing their respective nations and (ii) the athlete or group of athletes representing the Virgin Islands are organized and sponsored by the appropriate NF in accordance with a defined selection or tryout procedure that is open to all announced in advance, except for domestic athletic competition, which, by its term, requires that entrants be as those referred to in Section 4.2 of the Bylaws; and
 - 2) Any domestic athletic competition or event organized and conducted by an NOC or PSO in its selection procedure and publicly announced in advance as a competition or event directly qualifying each successful competitor as an athlete representing the Virgin Islands in a protected competition as defined above.
- v). "Quadrennium" means the four year (4-year) period that begins on the first day of January after the Summer Olympic Games and extends until the last day of December following the next Summer Olympic Games;
- w). "Sanction" means a certificate of approval issued by an NOC or an NF in accordance with Section 8.1(b);
- x). "VIOC" means Virgin Islands Olympic Committee;
- y). "Virgin Islands National Olympic Academy" means the educational arm of the VIOC.

Section 1.4 Jurisdiction: The Committee shall enforce and comply with all rules and regulations of the IOC, and PASO. Pursuant to the authority granted by the IOC, and PASO, the corporation shall have the exclusive jurisdiction to enter competitors who will represent the Virgin Islands in the Central American and Caribbean Games, the Pan American Games and the Olympic Games and to enforce in connection therewith the definition of an eligible athlete adopted by the IOC, and PASO.

ARTICLE II

The Object for which the Committee is formed is as follows:

Section 2.1 The Mission: The mission of the committee shall be: to support the Virgin Islands Olympic Committee (VIOC) athletes in achieving sustained competitive excellence and preserve the Olympic ideals, and thereby inspire all Virgin Islanders. In addition the aim and purpose of the VIOC is to develop and protect the Olympic Movement and its high ideals throughout the Virgin Islands, in accordance with the Olympic Charter. We also undertake to support and encourage the promotion of sports ethics, to fight against doping and to demonstrate a responsible concern for environmental issues.

a) Fundamental Principles

1. The Olympic Games are held every quadrennium. Other Olympic-styled Games such as the Pan American Games and the Central American and the Caribbean Games are celebrated every four years in between Olympiads. These Games assemble athletes of all nations in fair and equal competition. No discrimination is allowed against any country or person on grounds of race, sexual orientation, religion or political affiliation.
2. The goal of the Olympic Movement is to contribute to building a peaceful and better world by educating youth through sport practiced without discrimination of any kind and in the Olympic spirit, which requires mutual understanding with a spirit of friendship, solidarity and fair play.
3. The goal of Olympism is to place everywhere sport at the service of the harmonious development of man, with a view to encouraging the establishment of a peaceful society concerned with the preservation of human dignity. To this effect, the Olympic Movement engages, alone or in cooperation with other organizations and within the limits of its means, in action to promote peace.
4. Only persons who are eligible within the International Olympic Committee's definition may compete in the Olympic Games.
5. Any proceeds and/or profits derived from participation in and/or holding of the Olympic Games must be applied to the promotion of the Olympic Movement or to the development of sports.
6. The VIOC must be completely independent and autonomous from all political, religious or commercial entities and in a position to resist all political, religious or commercial pressure.
7. The VIOC shall observe and enforce the rules as laid down in the "Olympic Charter". The rules of the "Olympic Charter" are incorporated into and made a part of these Bylaws.
8. Should there be any doubt concerning the interpretation of these Bylaws or any omissions or discrepancies between this document and the provisions of the "Olympic Charter", the latter shall prevail.
9. The VIOC may submit proposals to the International Olympic Committee with regard to the "Olympic Charter", the Movement in general as well as the organization and conduct of the Olympic Games.
10. The International Olympic Committee recommends that all National Olympic Committees should celebrate the revival of the Olympic Games each year during the month of June in observing an "Olympic Day" or Olympic Week".
11. The VIOC will encourage the development of the Olympic spirit among the residents of the Virgin Islands and will promote a program of education for the public and press on

the philosophy of athletic competition and Olympism. Although athletic performance and improvement are goals of the VIOC, the VIOC will encourage the social, educational, aesthetic, ethical and spiritual values of sport.

Section 2.2 Review of the Mission Statement: The Executive Committee shall review and assess the mission of the corporation on an ongoing basis, and in all events not less than once per quadrennium, to ensure that it serves as an appropriate guide for strategic planning and decision making.

Section 2.3 Purpose: The purposes of the VIOC are set forth in Section 2.1 of these Bylaws and shall be reviewed and prioritized by the Executive Committee on an ongoing basis as part of the annual strategic planning process.

Section 2.4 Powers: The VIOC may do all such acts as are necessary or convenient to attain the objects and purposes herein set forth, to the same extent as fully as any natural person could or might do and as are not forbidden by law or by the Articles of Incorporation, Constitution, or by the By Laws of the Corporation.

ARTICLE III

Section 3.1 Authority:

- a. To buy, own, sell, assign, mortgage or lease any interest in real property and personal property and to maintain such property as is or may become necessary or incidental to the accomplishment of the purposes set forth in Article II hereof.
- b. To borrow, money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property. There is no limit to the amount of indebtedness.
- c. To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation.
- d. In accordance with the law applicable to non-profit corporations, the VIOC shall have power: (i) to have succession by its corporate name in perpetuity; (ii) to sue and be sued in court; (iii) to make and use a common seal and alter the same at its pleasure; (iv) to hold, purchase and convey such property as the purposes of the Corporation shall require; (v) to appoint such subordinate officers' and agents as the Corporation shall require; and (vi) to make By Laws not in conflict with the law or the Articles of Incorporation.
- e. To be recognized by the International Olympic Committee the VIOC must be composed of the representatives of at least five (5) national federations which in turn must be active members of the international federation governing their sport on the Olympic program. Furthermore, the VIOC shall conduct its activities in accordance with the Olympic Rules and Regulations and high ideals of the Olympic Movement.

- f. The VIOC is the only authority in the Virgin Islands permitted to enter competitors in the Summer and Winter Olympic Games, the Pan American Games and the Central American and Caribbean Games, Youth Olympic Games or other Regional Games.
- g. The VIOC has as its purpose the development and protection of the Olympic Movement and all sports recognized by the VIOC. It shall cooperate with national federations in guarding and enforcing national and international rules.
- h. The VIOC will refrain from affairs of a political nature.
- i. The VIOC, in cooperation with its member federations, claim jurisdiction over all aspects of sports recognized by the national federations in the Virgin Islands, for settling disputes.

Section 3.2 Organization and Administration:

- a.) The General Assembly is the highest authority at which all officers shall enjoy full voting rights and each member federation in good standing has one vote to be exercised by the member federation. In those matters that specifically relate to the Olympic Program, only the voters of this VIOC, Executive Committee and the National Federation affiliated to an International Federation (IF) governing an Olympic sport, may be taken into consideration, and through members federations associated with VIOC.
- b.) The Executive Committee shall be comprised of the following persons for a four (4) year term after each Olympiad consisting of :
 - 1. President
 - 2. Vice President for St. Thomas/St. John District
 - 3. Vice President for St. Croix District
 - 4. Secretary General
 - 5. Treasurer
 - 6. Two At - Large members of the VIOC, one from each island district
- c.) The General Assembly shall elect the positions of:
 - 1. President
 - 2. Vice President for St. Thomas/St. John District
 - 3. Vice President for St. Croix District
 - 4. Secretary General
 - 5. Treasurer
- d.) The VIOC Executive Committee will appoint the two at large positions through a nomination committee process from the General Assembly. The nominated candidates will be the only pool of candidates to be considered to serve a two (2) year term with full voting executive rights. All federations will be limited to a single two (2) year term. One of the two candidates shall be an athlete that represented the Virgin Islands in any of the three (3) major games.

- e.) An annual General Assembly will be called no later than September 30. Special General Assemblies shall be called upon need and at the discretion of the Executive Committee or two-thirds (2/3) vote of the members of the General Assembly. The agenda of the General Assembly at its Annual Session shall include the following:
 - 1. Submission and presentation of the President's report.
 - 2. Submission and presentation of the reports by each national federation.
 - 3. Examination of the report on activities of the Executive Committee presented by the Secretary General.
 - 4. Examination of the accounts of the previous financial year as presented by the Treasurer.
 - 5. Approval of the budget for the following year.
- f.) The General Assembly can validly act only on those items appearing on its agenda. Proposals appearing on the agenda must reach the Secretary General no later than seven (7) days prior to the session. Members shall be notified of the date of the session at least fourteen (14) days in advance. The General Assembly can act only if at least fifty present plus one vote (50% plus 1) of its members in good standing are present. Decisions shall be made by a majority of the members voting.
- g.) Between sessions of the General Assembly the VIOC shall be administered by the Executive Committee or its designee. The General Assembly shall set and approve policy that is administered by the Executive Committee.

Section 3.3 Finances:

- a.) The finances of the VIOC may be derived from:
 - 1. Annual dues;
 - 2. Donations, gifts and bequests;
 - 3. Fund-raising, including, but not limited to, proceeds from events like Olympic day, from stamp issues, the sale of emblems, the publication and sale of printed material, the granting of licenses to third parties for the use of the VIOC official emblem;
 - 4. Fees for services rendered;
 - 5. Any other sources that do not conflict with the purposes and objects of the Bylaws/Constitution.
- b.) The annual dues for each voting member federation shall be \$250.00 dollars, which must be paid before the annual General Assembly. The first payment shall be made upon admission of a member. Failure to pay dues as prescribed shall deprive the member federation of the right of representation and, if not paid for a period of three months after the General Assembly, such non-payment may be cause for suspension or expulsion from the VIOC.
- c.) For the purpose of receipt of funds from VIOC, the national federation shall be a 501 (3)(c) corporation as defined by the IRS, or use the 501(3) (c) designation of VIOC as outlined in the policies and procedures.

- d.) Any financial assistance provided by the public authorities, must not interfere with the independence of the VIOC
- e.) The Treasurer shall have charge of all funds of the VIOC and place such funds in a bank or banks as may be approved by the Executive Committee. Checks drawn on the accounts of the VIOC will be signed by the president and either the Treasurer or Secretary General. All expenses must be approved for payment by the Executive Committee. Any and all decisions regarding finances may be overruled by the General Assembly in a two-third (2/3) majority vote. No funds will be disbursed without the approval of the Executive Committee. The Treasurer will keep an accurate account of all transactions and render detailed report(s) at any meeting of the Executive Committee when requested and provide an annual report to the General Assembly each year.
- f.) The Fiscal Year of the VIOC shall be October to September.

Section 3.4 General Provision for the Administration of VIOC:

- a.) The VIOC is responsible for the behavior of all members of its delegation and makes all arrangement for taking part in all Games. All communication on such matter shall be addressed to the VIOC
- b.) A certified copy of the Revised Constitution was submitted to the IOC on September 27, 2003. Subsequent changes to the Bylaws/Constitution shall be reported to the IOC for approval.
- c.) Stamped and sealed minutes of the VIOC's meetings at which members and officers are elected shall be submitted to the IOC.
- d.) It is the duty of the members of the VIOC to report to the IOC, in the event of any irregularity on actions of the VIOC, conflicting with IOC rules of any political interference in its operations.

The President of the IOC has the power to appoint a member from another country to investigate and report on the VIOC.

- e.) The VIOC is, and must remain completely independent and autonomous and must resist all political, religious and commercial pressures and pledges to conform to Rules and Regulations of the IOC.

In accepting the ruling of the IOC that if the VIOC agrees that if it does not conform to the Rules and Regulations of the IOC, it forfeits its recognition and its right to send participants to the Olympic Games.

- f.) The requirement of the IOC shall apply where there are no provisions in this Bylaws/Constitution on any matters whatever relating to the composition and proper functioning of the VIOC and shall supersede them when they seem at variance or in conflict.

ARTICLE IV

Section 4.1 Membership:

- a) The members of the VIOC shall be citizens of the United States, residents of the Virgin Islands and persons of good standing and upright character, sound judgment and independent mind with a knowledge and belief in the Olympic principles.
- b) The VIOC must include in its membership:
 1. Members of the International Olympic Committee (IOC) living in the Virgin Islands, if any, who shall be voting members of the Executive Committee and the General Assembly.
 2. Representatives of the national federations affiliated to the appropriate international federation whose sport is included in the Summer and Winter Olympics, the Pan American Games, Central American and Caribbean Games; these representatives shall be of their own choice and be representative of the national federation affiliated to the IF governing sports constitute the voting majority at any general assembly and the executive committee meetings.
 3. A representative of a Virgin Islands Olympian Association affiliated to the World Olympian Association.
- c) VIOC membership is not restricted to representative of national federations governing a sport which forms part of the Olympic program; multi-sports groups or other sport oriented organizations or their representatives may be included as members of the VIOC; sports not recognized by the IOC may be included in the VIOC.
- d) The VIOC may determine on persons or federations as not eligible for membership or to serve as part of the VIOC.
- e) The VIOC does not recognize more than one national federation in each sport and that federation must be affiliated to the IF concerned.
- f) New federations seeking membership shall apply in writing submitting a copy of the articles of incorporation, constitution or bylaws, affiliation to the international federation, details concerning its organization, current activities program and a certificate of good standing from the Office of the Lt. Governor, as well as all membership dues and fees. Membership applications must be approved by a two-thirds (2/3) majority of the VIOC total membership. Federations must have membership in both districts.
 1. No federation shall be admitted unless it has satisfied to the Executive Committee that it is properly constituted.
 2. All federations shall agree to abide by all provisions of the VIOC's Articles of Incorporation, Constitution/Bylaws and any other rules and regulations approved by the VIOC.

3. The federation shall agree that all open games, contest, meeting or tournaments held under its auspices or within its jurisdiction and the qualifications of all persons competing either as members of its own affiliated organizations or otherwise, shall confirm to the prescribed rules and regulations of that particular federation and its IF.
 4. All federations shall conduct activities and programs in the Virgin Islands in both legislative districts.
- g) If in the opinion of the VIOC, any affiliated federation has infringed on the objects and regulations of the organization, the VIOC shall have the power by two-thirds (2/3) vote of the General Assembly present and voting to cancel its membership after having given sixty (60) days written notice to the federation concerned who shall be requested to furnish an explanation. Any member expelled or suspended may appeal the decision to a specially called General Assembly. The General Assembly shall conduct a full hearing on the merits of the appeal. The appeal decision shall be decided by a two-thirds (2/3) majority of the members present and voting that are in good standing.
 - h) The VIOC sitting in a General Assembly by a two-thirds (2/3) majority voting, after due notice having been given, may confer honorary membership on such persons as have rendered outstanding service to any organized sport. Honorary membership may also include conferring the special title of Honorary President or Honorary other Executive Offices on such persons who have rendered outstanding service to the VIOC. Such person(s) shall pay no annual dues nor have the right to vote, unless already a member of the VIOC.
 - i) All former presidents shall be members of the General Assembly without entitlement to any voting privileges.
 - j) Members of the VIOC shall accept no salary or fee of any kind in respect to their positions. They may, however, accept reimbursement for transportation, lodging and other proper expenses incurred by them in connection with their duties.
 - k) Membership in the VIOC shall cease or be suspended for any, or a combination, of the following:
 1. Upon disbandment of the federation to which the members belongs;
 2. Upon resignation from the VIOC or death; or
 3. Upon expulsion or suspension by the General Assembly, upon recommendation of the Executive Committee, to its designee(s), that gives the member concerned due process and for the following reasons:
 - (i) Non-payment of annual dues three (3) months after the due date, or
 - (ii) Infringement of the Articles of Incorporation, Bylaws/Constitution, VIOC rules and regulations and the "Olympic Charter", or
 - (iii) Other reasons as outlined by the Executive Committee or General Assembly.

Section 4.2 Residency Requirement:

- a) A resident of the Virgin Islands is one who domiciles and has established an on-going physical presence within the Virgin Islands. Such residents shall provide one (1) valid government issues identification card. In addition tax records, a current voter's registration card, a valid Virgin Islands driver's license, and a public service utilities bill provided in his/her name may be submitted. The VIOC will have the authority to request other reasonable documentation to verify residency. The resident must reside in the Virgin Islands for a three (3) year period continuously. The Executive Committee shall make provisions for those athletes under 18 years of age.
- b) Residency requirements for athletes to represent the Virgin Islands at the Central American and Caribbean Games, Pan American Games, Summer and Winter Olympic, Youth Games and other Games under the jurisdiction of the VIOC are as follows:
 - 1.) Persons born in the Virgin Islands or of a parent born in the Virgin Islands; or
 - 2.) A U.S. citizens by birth or naturalized citizens who were not born in the Virgin Islands, but have resided for at least three (3) years continuously in the Virgin Islands before the date of the Opening Ceremony of the Games in which he or she wishes to participate.

ARTICLE V

Section 5.1 Officers:

- a.) Pursuant to Article III Section 3.2(b) the Executive Committee of the VIOC shall be established for a four (4) year term after each Olympiad and the At-Large members shall serve two (2) year term consisting of:
 - 1. President
 - 2. Vice President for St. Thomas/St. John District
 - 3. Vice President for St. Croix District
 - 4. Secretary General
 - 5. Treasurer
 - 6. Two At- Large members

Section 5.2 Duties of Officers:

- a.) President:
 - 1. Preside, schedules, and set agendas for all meetings of the organization
 - 2. Call special meeting of the organization
 - 3. Provides the overall vision and sense of direction for the Executive Committee members
 - 4. Facilitates Executive Committee meeting
 - 5. Is the spokesperson/representative/external liaison for the organization
 - 6. Appoints committee chair person(s)
 - 7. Assures that order and decorum is always maintained
 - 8. Authenticating by signature the actions of the General Assembly,
 - 9. Be an ex-officio member of all committees, and

10. Such other duties applicable to the office as prescribed by the parliamentary authority adopted by the General Assembly.

b.) Vice President(s):

1. Assumes responsibility of the president in his/her absence (as designated)
2. Supervises /oversees the work of all standing committees
3. Assist all executive officers
4. Provides follow-up to organizational task
5. Directs bylaws/constitutional updates and revisions
6. Act as the chief strategic planner and media liaison
7. Performs other duties as directed by the President the organization's calendar of events

c.) Secretary General:

1. Records the minutes of the organization's meetings
2. Prepares an agenda with the President for all meeting
3. Keeps a record of all members, meetings and activities of the organization
4. Maintains thorough files and records
5. Records and distributes all pertinent information to members, including meeting minutes, agendas, upcoming events, opportunities and organizational activities
6. Prepare the organization's calendar of events
7. Handles all official correspondence(s) with the organization and outside entities
8. Manages the organization's offices
9. Prepares and files any reports required
10. Coordinates the VIOC elections
11. Performs other duties as directed by the President

d.) Treasurer:

1. Is familiar with general accounting policies and procedures
2. Serves as the primary signatory on financial accounts
3. Serves as the chair of the finance committee
4. Reports regularly the organization and members on the VIOC's financial status
5. Manages the day-to-day financial transactions of the VIOC
6. Keeps all financial records and history of the organization
7. Records and pays all bills, invoices, reimbursement, receipts and disbursements
8. Collects all organizational dues
9. Is responsible for all deposits and withdraws of funds
10. Records all and any interest accrued
11. Coordinates any fund raising and solicitations for the organization
12. Provides information to the executive committee and members on financial, planning, policy and development
13. Reports the assets and liabilities of the organization
14. Performs other duties as directed by the President

e.) At-Large Members

- Performs other duties as directed by the President
- At-Large members shall serve on the Executive Committee as general representative of the Olympic movement
- Will focus on specific identified priorities or critical issues of the VIOC as determined by the General Assembly
- Will assist in the general management of the VIOC

Section 5.3 Nomination of Officers:

- a.) Nomination for any office on the Executive Committee must be made in writing by a member federation whose dues have been paid for the current year. Such nominations supported by the candidate written consent shall reach the Secretary General twenty-one (21) days before the General Assembly is to take place. The nominations shall be circulated by the Secretary General to all members. The incumbent officers shall be automatically nominated for their post unless specific notice to the contrary is received from that officer.

Section 5.4 Resignation/Vacancies/ Removal:

An officer's position on the Executive Committee may be declared vacant upon the resignation, removal, incapacity, disability, disqualification or death of an officer. Any officer may resign at any time by giving written notice to the Secretary General or the General Assembly. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Officers may be removed for cause at any duly noticed meeting of the General Assembly, and after being provided an opportunity for the officer to be heard by the General Assembly, and provide a remedy, as long as the infraction is not criminal in nature; upon the affirmative vote of at least three-fourths (3/4) of the total voting power of the General Assembly (excluding the voting power of the officer in question). Any vacancy occurring in the Executive Committee shall be filled as set forth for the election of the officer. An officer elected to fill a vacancy shall be elected for the unexpired term of such officer's predecessor in office. No officer shall be subject to removal based upon how they vote as an officer, unless such voting is determined to be part of a violation of the Code of Conduct.

Section 5.5 Bonding:

All officers and employees handling funds of the VIOC shall be bonded and insured in such amounts as may be determined from time to time by the Executive Committee. The expense of furnishing such bonds shall be paid by the VIOC.

ARTICLE VI

Section 6.1 Meetings:

- a.) The Annual meeting of the VIOC shall be held during the 4th week of the month of September. The meeting shall be held as such date, time and place as determined by the Executive Committee. The Secretary General shall give written notice by U.S. mail and electronic-mail. Telephone or facsimile may also be used to give notice to all members of the at least fourteen (14) days in advance of the said meeting, with an attached agenda. The annual meeting of the General Assembly during each year shall (in the absence of unforeseen circumstance) shall be devoted primarily to the review, reporting and assessment of the VIOC's strategic plan and budget.
- b.) Regular meetings of the General Assembly shall be conducted in "real time"; to be held in person or through electronics means at a date, time and place determined by the Executive Committee. The General Assembly shall hold a minimum of three (3) regular meetings per calendar year, but it may hold additional regular meeting.
- c.) Special meetings of the General Assembly may be called by at least fifty percent (50%) of the members in good standing. A Special Meeting may also be called by the Executive Committee. A Special Meeting is a separate session of the General Assembly or Executive Committee held at a time different from that of any regular meeting, convened only to consider one or more items of business specified in the call of the meeting. Notice of the time, place and exact purpose of the meeting must be mailed to all members a reasonable numbers of days in advance.
- d.) The General Assembly and the Committees shall have the power to transact and communicate its business by mail, electronic-mail, telephone or facsimile, videoconference, teleconference, and internet conference.
- e.) A simple majority of the total voting power of the General Assembly shall constitute a quorum for the transaction of business at any meeting of the Assembly, and the vote of a majority of a quorum shall be the act of the General Assembly. If less than a quorum is present at a meeting, a majority of the members present may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum is present.

ARTICLE VII

Section 7.1 Committees:

- a.) The VIOC shall have the following committees: Executive Committee, Marketing Committee, Public Relations Committee, Events Committee and By-laws Committee. The delegation of authority to any committee shall not operate to relieve the General Assembly or any member of the General Assembly or the President from any responsibility imposed by law. Rules governing procedures for meeting any committee of the VIOC shall be set forth in these By-Laws/Constitution or established by the General Assembly or, in the absence thereof, by the committee itself.
- b.) The General Assembly or the President may determine that additional committees or task force are necessary to assist them in performing their respective functions and obligations and they shall appoint such committees or task force as they may deem appropriate and shall establish such procedures, guidelines, and oversight of such committees as they deem necessary to ensure that those committees are accountable for their performance.
- c.) The Executive Committee shall be comprised of seven (7) members as officers at the annual meeting of the General Assembly, between sessions of the General Assembly the VIOC shall be administered by the Executive Committee or its designee. The General Assembly shall set and approve policy that is administered by the Executive Committee. VIOC members may attend Executive meetings but members cannot vote at the Executive meeting. The Executive Committee shall hold meeting at least once every month. It can validly act only if at least one-half (1/2) of its members are present. Decisions shall be made by a simple majority of the officers present.
- d.) The Executive Committee shall:
 1. Manage and the affairs of the VIOC
 2. Raise funds to finance the activities of the VIOC
 3. Control all expenditures
 4. Appoint committees and sub – committees for the smooth operation of the VIOC and receive all necessary reports from same
 5. Report on its activities to the General Assembly
 6. Establish the annual budget for the organization

ARTICLE VIII

Section 8.1 Parliamentary Authority:

- a.) The business of the VIOC shall be conducted in accordance with Robert's Rules of Order, newly revised edition. It shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the laws of the United States, Virgin Islands, or the IOC.

- b.) Any decision made by the VIOC Executive may be submitted exclusively by way of appeal to the Court of Arbitration for Sports in Lausanne, Switzerland, which will resolve the dispute definitively in accordance with the code of Sports-Related Arbitration. The time-limit for appeal is twenty-one (21) days after the reception of the decision concerning the appeal.

ARTICLE IX

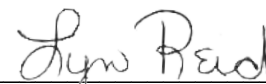
Section 9.1 Amendment of the By-Laws:

- a.) This Bylaws/Constitution may be altered, amended or repealed and new Bylaws/Constitution may be adopted by a majority vote of the General Assembly taken at and notice for an appropriately called General Assembly meeting. Amendments shall take effect at the close of such meeting, except in such cases where it may be specified in the resolutions approving the amendment that the amendment will take effect during the meeting or at a later time.
- b.) Not later than sixty (60) days before the date of any meeting of the General Assembly at which an amendment is to be considered, a general notice of the proposed alterations shall be published on the VIOC's website setting forth the text or substantive terms of the proposed amendment, the time and place of the General Assembly's meeting at which such amendment is to be voted upon, and a provision informing interested persons that they may comment on the proposed amendment by submitting materials and information on the proposed amendment to the President not less than fourteen (14) days before the General Assembly. All proposed amendments, along with materials and information submitted on the amendment, shall be distributed by the President to each member of the General Assembly in a timely fashion.
- c.) Amendments to the Bylaws/Constitution shall require a two-thirds (2/3) vote for approval, by the total membership of VIOC.

I certify that these Bylaws/Constitution were amended and revised by an authorized vote of two-thirds of the members comprising the membership of the General Assembly of the VIOC at a meeting of the members on XXXXXXXX ___, 2014, held in XXXX, Virgin Islands



Angel L. Morales, President,
Virgin Islands Olympic Committee



Lyn N. Reid, Secretary General,
Virgin Islands Olympic Committee