



**INDEPENDENT
POOL & SPA
SERVICE ASSOCIATION, INC.**

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STANDING RULES

Amended November 7, 2009 (Article IV, Section 7 regarding insurance program participation; Article V, Section 3 regarding rights of appeal for applicants for membership)

IPSSA Inc. is a non-profit educational benevolent association whose members are independent pool and spa service technicians. The association is governed by a Board of Regional Directors (hereafter referred to as the BORD). The BORD is made up of regional directors, elected in their respective regions, by members of the Regional Board of Directors.

These IPSSA Inc. Standing Rules shall act as guidelines for running the affairs of the IPSSA Regions and Chapters and shall be subordinate to the IPSSA Inc. Bylaws. It is suggested that Regions and Chapters develop their own sets of standing rules, provided that they do not conflict with IPSSA Inc. Bylaws, IPSSA Code of Ethics, Standing Rules and Policies and Procedures.

Article I - ORGANIZATION

Section 1. Chapters. Each chapter shall be governed by the IPSSA Inc. Bylaws and these Standing Rules, and shall be self-sustaining except as hereinafter set forth.

Article II - BOARD OF REGIONAL DIRECTORS

Section 1. Representatives. The Regional Board of Directors (REGION) shall consist of two representatives from each chapter in a given geographical area. The representatives from each chapter will consist of the chapter president and a designated appointee. All decisions will be made by a majority vote of the REGION'S representatives.

Section 2. Frequency of Meetings. Each REGION shall meet at least quarterly at a predesignated place and time. Every chapter in its region must be represented at each quarterly regional meeting.

Section 3. Regional Director, Secretary, and/or Treasurer. The Regional Director shall be elected from among the representatives of a REGION for a term of two years. A Secretary shall be elected from among the representatives for the same term, and shall be from a different chapter than the Regional Director. A regional director may not serve more than two terms of office within any ten year period. A Secretary/Treasurer may succeed himself/herself. A Regional Director may appoint another representative from among the members of the REGION to represent the REGION at BORD meetings, in his/her absence. A Regional Director shall represent the region at all BORD meetings. The Regional Director may appoint a member representative as head of a

committee. The Secretary shall keep a roll of the members, an attendance log and minutes.

Section 4. Authorized Business to be Conducted at REGION Meetings. REGION meetings are for the purpose of communication and liaison between chapters and their representatives in a geographical area, and for discussion of Association issues, exchange of ideas, practices, experiences and information of benefit to the individual chapters and members thereof.

The business of regional meetings shall be:

- 1) The meeting shall be conducted from an agenda compiled by the Regional Director, and minutes shall be kept by the secretary who will send an accurate copy to the IPSSA Executive Office and to all region chapter presidents within 30 days following the meeting.
- 2) To conduct organizational, financial, and the educational business of IPSSA.
- 3) To conduct hearings, grievances, and appeals from chapters.
- 4) To foster goodwill and promote healthy interactions among the chapters within the region.
- 5) To submit recommendations to the BORD for final approval of organizational, financial, educational, and other ideas.

Section 5. Election of Regional Director. The Regional Director shall be elected according to the IPSSA Inc. Bylaws Article VI, 6.2.c, no later than October 15th of the appropriate year.

Article III - CHAPTER BOARD OF OFFICERS

Section 1. Functions. Each Chapter of IPSSA shall be managed and all corporate powers related to that chapter shall be exercised by or under the direction of its respective Board of Officers except as otherwise herein provided.

Section 2. Qualifications: Number: Term. Each said Board of Officers shall consist of four (4) elected officers of the respective Chapter and the immediate past president, all of whom shall hold office until the next biannual election meeting of its members, and until their successors have been elected and qualified, or until their earlier resignation or removal from office. A Chapter may include its past presidents, pursuant to the Chapter's Standing Rules. Officers elected at said biannual election meeting of Chapter members, and officers who are elected in the interim to fill vacancies, shall hold office until the next or annual election meeting of the respective Chapter members and until their successors have been elected and qualified or until their earlier resignation, removal from office, or death.

Section 3. Vacancies. In the interim between biannual election meetings of Chapter members or of special meetings of Chapter members or Officers, any vacancies may be filled by the vote of a majority of the Officers then in office or of the sole remaining Officers, although less than a quorum exists. Any Officer may resign effective upon giving written notice to the President, the Secretary or the Board of Officers, unless the notice specifies a later time for the effectiveness of such resignation. If a resignation is effective at a future time, a successor may be elected to assume the office when the resignation becomes effective. The Chapter members may elect an officer at any time

to fill any vacancy which the officers are entitled to fill, but which they have not filled. Any such election by written consent shall require the consent of a simple majority of the members of the chapter at a posted meeting.

Section 4. Chapter Board of Officers. Each Chapter shall elect from its membership a President, Vice President, Secretary, and Treasurer. One Officer may serve as Secretary and Treasurer at the same time. All officers serve for two years and may succeed themselves. The President shall sign all contracts and formal documents of the Chapter. The Vice President shall act in the absence of the President. The Secretary shall keep a complete record of all Board proceedings and correspondence of the Chapter contracts and formal documents; send all notices of meetings required herein; maintain a current roll of the chapter members, maintain minutes of general meetings and perform all other duties usually appertaining to the office of Secretary. The Treasurer shall perform the duties usually assigned to this office: make payments only for bills properly approved by the Board or a finance committee thereof and countersign checks of the chapter which have been signed by the President or Vice President. In the absence or incapacity of the Treasurer, the Board of Officers may authorize another officer to countersign said checks.

Section 5. Meetings. Meetings of the Board of Officers of each chapter shall be held at such time and at such place as the respective Board of Officers shall fix. Chapter Boards of Officers meetings may be held at any place, within or outside the State of California, which has been designated in any notice of the meeting, or, if not stated in said notice, or if there is no notice given, at the place designated by the resolution of the respective Chapters' Board of Officers.

Section 6. Call of Chapter Board Meetings. Chapter Board Meetings may be called by the President, Vice President, Secretary, or by any two Officers of the respective Chapter.

Section 7. Notice. No notice shall be required for regular meetings of a Chapter Board of Officers for which the time and place thereof has been fixed by the Board of Officers. Special meetings of the respective Chapter Boards of Officers shall be held upon at least four (4) days notice by mail or upon at least forty-eight (48) hours notice delivered personally or by telephone or other electronic means. Notice of a meeting need not be given any Officer who signs a waiver of notice, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Officers.

Section 8. Quorum and Action. A majority of the Board of Officers shall constitute a quorum except when a vacancy or vacancies prevent such majority, whereupon a majority of the Officers shall constitute a quorum, provided such majority shall constitute at least either 50% of the authorized number of Officers or at least two Officers whichever is larger. All actions taken at a meeting shall be by majority vote of officers present. A majority of the Officers present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the reconvened meeting to all Officers. A meeting at which a quorum is initially present may continue to transact business notwithstanding the

withdrawal of Officers, provided that any action which may be taken is approved by at least a majority of the required quorum for such meeting.

Section 9. Chairperson of the Meeting. The President, if any and present and acting, or the Vice President, if any and if present acting and in the absence of the President, shall preside at all meetings. Otherwise any Officer chosen by the Board or President, shall preside.

Section 10. Removal of Officer(s). The entire Board of Officers or any individual Officer may be removed from office by approval of a majority of the members of the respective Chapter. If any or all Officers are so removed, new Officers may be elected at the next regularly scheduled meeting. The Board of Officers may declare vacant the office of any Officer who has been declared of unsound mind by Order of Court or convicted of a felony or who has been expelled from membership as hereinafter provided. A majority of the Board of Officers may call a special membership meeting to vote upon removal of a member or members of the Board of Officers and the election of their successor(s).

Section 11. Committees of the Board. The President may designate one or more committees. Action shall be taken only by a majority of the committee members. Permanent, temporary or ad hoc committees of the Board may include but not be limited to: Investigative, Grievance, Ethics, Legislation, Finance, Membership, (admission, expulsion and qualifications), Study and Development, Program, Conventions, Executive, Election, Dues or any other deemed necessary by the Board. The President shall appoint all committee chairpersons. The President shall be a member, ex officio, of all committees, but shall not be counted in determining a committee quorum. A committee quorum consists of half of the regular committee members. In the absence of the President, the Vice President may serve instead on all committees.

Section 12. Informal Action. The transaction of any meeting of the Board of Officers, however called and noticed or wherever held, shall be as valid, if a quorum is present and if, either before or after the meeting, each of the Officers not present signs a written waiver of notice, a consent to hold the meeting, or an approval of the minutes thereof.

Article IV - CHAPTERS

Section 1. Membership Fees and Dues. Chapter membership fees and monthly dues shall be fixed by the respective Board of Officers of each authorized Chapter of IPSSA. However, members' monthly dues shall be sufficient to pay all other required IPSSA fees.

Section 2. Chapter General Memberships. Each chapter shall abide by the IPSSA Articles of Incorporation, Bylaws, Code of Ethics, Standing Rules and Policies and Procedures. Each chapter shall be self-sustaining and self-governing except as otherwise provided herein. Monthly meetings for the transaction of general business will be held at a designated time, day of month and location chosen by each chapter and duly posted. Each chapter shall set its own attendance requirements. All chapters must have a plan for compulsory attendance, and on file with the IPSSA Inc. Executive Office.

Section 3. Chapter Standing Rules. Each chapter may adopt Standing Rules as long as they are not in conflict with IPSSA Inc. Bylaws, Code of Ethics, Standing Rules and Policies and Procedures.

Section 4. Quorum: Vote: Written Consent. Thirty percent (30%) of the members of the respective chapters shall constitute a quorum at the monthly general meeting of such members for the transaction of any business. Matters requiring a vote of the general membership shall be valid upon approval provided that there is a quorum present. Votes on all matters except election or removal of officers may be by hand or voice ballot. Election or removal of officers shall be by written ballot. Approval of a matter shall be by simple majority of votes cast.

Section 5. Sick Plan (mandatory): Vacation Plan (optional) and Death Plan (optional): Each Chapter shall adopt for the benefit of its respective members a written Sick Route Coverage Plan, and may adopt a voluntary member vacation plan and voluntary death plan for route coverage. Copies of sick route coverage plans shall be filed with the IPSSA Executive Office.

Section 6. Special Meetings. Special Meetings of a chapter may be called by the President at any time. A Special Meeting must be called by the President, or in the President's absence, by the Vice President or Secretary upon a written request of not less than twenty-five (25%) of the regular members of the chapter.

Section 7. Group Liability Insurance. Participation in IPSSA's liability insurance program is part of being a regular/employee member and is not optional.

Section 8. Officers Authorized to Contract and Provide for a Depository. Each Chapter may authorize its Officers to contract and obligate the Chapter, in the ordinary course of business, provide for a depository for the funds of the chapter and authorize certain Officers to deal with Chapter funds.

Section 9. Chapter Supporters. A chapter may have individuals or companies designated as Chapter Supporters. Chapter Supporters are not eligible for sick route coverage, vacation plan, death plan, or any other benefit so considered by the chapter, REGION or BORD. Chapter Supporters may not hold office in the chapter, vote on any matters affecting the chapter, or attend any Board of Officers meetings. Dues of the Chapter Supporter shall be fixed by the chapter's Board of Officers. A Chapter Supporter is one who does not qualify under IPSSA Inc. Bylaws, Article IV, Section 4.1.

Section 10. Honorary Members. The chapter may have a class of membership designated as Honorary Member. Honorary Members are not eligible for benefits as described in Section 9 above. Membership dues of Honorary Members, if any, and other charges shall be paid by the chapter. An Honorary Member must be approved and accepted by vote of the regular members of the chapter.

Article V - MEMBERSHIP, ADMISSION AND EXPULSION

Section 1. Regular Membership Qualifications. Regular membership in IPSSA requires membership in a chapter thereof. Each Chapter shall determine and judge the

eligibility for its membership, provided that all regular members shall be self-employed independent pool and spa service technicians and not an employee of any other non-IPSSA pool and/or spa technician or company. Regular members' major vocation shall be pool and/or spa maintenance and/or repair. In order for employees to be eligible for IPSSA benefits, they must be voted in like any other applicant. All regular members shall maintain licenses required in the city/county/state in which they conduct the business of servicing/repairing pools/spas. Members must be working under a current City Business License from the city in which they conduct their business. Regular members must agree to participate in their respective Chapter's Sick Route Coverage Plan and may participate in the chapter's vacation/death plan, per Chapter's Standing Rules.

Maintenance is defined as "the upkeep of property or equipment" and "to keep in an existing state." Repair is defined as "to restore by replacing a part or putting together what is torn or broken" and "to restore to a sound healthy state." Installation of new equipment is neither maintenance or repair.

Section 2. Application. A prospective member of IPSSA shall file an application thereof with the Chapter of IPSSA whose principal office is located in the nearest proximity to said applicant's normal and usual service route. Such application shall contain a concise account of the applicant's professional experience and training in such form as may be prescribed by the Board of Directors of the applicable Chapter. Said application shall also contain the name, address, occupation and statement of qualifications of the applicant and be signed by a member of the applicable chapter, as sponsor of the applicant for membership. Every applicant must attend three consecutive general membership meetings before being voted upon and accepted. A prospective member must meet all requirements of a regular member (see Section 1). An applicant may be required to take a written entrance exam and must pass the IPSSA Water Chemistry Certification test within one year of joining.

Section 3. Acceptance of Applicant for Membership. Membership shall not be denied to a new applicant who has completed all the requirements set forth in the IPSSA bylaws, standing rules, polices and procedures and any requirements of the chapter to which he or she is applying.

"Should the applicant be denied membership by a chapter vote, the applicant shall appeal the decision by written notice to the chapter board within fifteen days of the decision. The chapter board must consider the appeal within fifteen days of receiving written notice and notify the applicant of their decision within fifteen days by U.S. mail.

If the chapter board supports the decision of its members, the applicant shall give written notice of appeal of the regional board within fifteen days of the chapter board's decision. The regional director shall give the applicant written notice within fifteen days by U.S. mail that his or her appeal will be heard at the next regularly scheduled regional meeting. In the event that the notice of appeal is received less than 21 days before the next regional board meeting, the hearing of the appeal shall be pushed back to the second regularly scheduled regional meeting.

Should the regional board uphold the decision of the chapter, the applicant shall give written notice of appeal to the IPSSA BORD within fifteen days of the region's decision.

The IPSSA BORD shall give the applicant written notice within fifteen days by U.S. mail that his or her appeal will be heard at the next regularly scheduled IPSSA BORD meeting. In the event that the notice of appeal is received less than 21 days before the next IPSSA BORD meeting, the hearing of the appeal shall be pushed back to the second regularly scheduled IPSSA BORD meeting.

No civil action under this section shall be commenced by or on behalf of any applicant without the applicant first exhausting the remedies provided herein.

Section 4. Expulsion from Membership: Suspension of Benefits. (see IPSSA Bylaws, Article iv, Section 4.6.b)

Section 5. Probation and Fines. A member may be placed on suspension or probation at the discretion of his/her respective Board of Officers, for violation against the IPSSA Inc. Bylaws, Code of Ethics, Standing Rules or the Policies and Procedures. A member on probation retains rights and privileges of a member. A member may be fined by his/her respective Board of Officers when deemed necessary.

Section 6. Rights of Expelled Members. An application for reinstatement of membership of an expelled member shall not be accepted by any chapter for at least two years after date of the order of expulsion. Such application for reinstatement shall be processed as an original application for membership.

Section 7. Expulsion from Membership for Non-Payment of Dues. Expulsion from Membership for Non-Payment of Dues. Any member who becomes delinquent in the payment of dues shall be expelled from membership. Any member expelled for nonpayment of dues may request reinstatement of membership. The expelled member must submit payment of all past due balances, \$50 IPSSA reinstatement fee, dues for the current and next month plus additional reinstatement fees and/or penalties as fixed by the member's chapter. The chapter president shall approve reinstatement of the member dropped for nonpayment of dues once all fees, dues, and penalties have been satisfied. The \$50 IPSSA reinstatement fee is waived for those members who agree that future payments be debited automatically to their bank or credit account by completing and submitting and authorization agreement for preauthorized payments. No other chapter shall admit to membership a member who has been excluded from membership for delinquent dues without the consent of the president of the chapter which expelled said member.

Article VI - CHAPTER NOMINATION AND ELECTION PROCEDURES

Section 1. Chapter Election Meetings. Each chapter shall hold biannual meetings for the election of Officers and for the transaction of any other proper business and any special meeting of the chapter membership shall be held on the date and at the time as the respective Board of Officers shall, from time to time, fix or at the time and place stated in the special meeting call and notice thereof. Time & Place: The biannual chapter election meetings and special meetings thereof shall be held at such place, within or outside the State of California, as the respective Chapter Boards of Officers may, from time to time, fix or at the time and place stated in the notice thereof.

Section 2. Officers Elected by Members. The Officers of each chapter shall be elected by the members of said chapter not later than November 30 of every other year. There shall be available to the members reasonable nomination and election procedures as defined in the Chapter's Standing Rules. The procedures shall include:

- A. A reasonable means of nominating persons for election as Officers.
- B. A reasonable opportunity for nominees to communicate to the members the nominee's qualifications and the reasons for the nominee's candidacy.
- C. A reasonable opportunity for all nominees to solicit votes.
- D. A reasonable opportunity for all members to choose among the nominees.

Section 3. Nomination Procedure for Officers. Officers shall be nominated for office in the following manner:

- A. By Nominating Committee. The President shall not later than the first meeting of the Board in September of every other year and, in any event, appoint a nominating committee of two or more chapter members, none of whom are present chapter Officers, who shall, at least thirty (30) days prior to the biannual meeting of chapter members, submit a ticket containing the names of a sufficient number of chapter members to be voted upon to fill the four Offices of Directors for the ensuing two year term. The President shall not be a member of the nominating committee.
- B. By Nomination from the Floor. Any chapter member's name may be placed in nomination for Chapter Office by another chapter member.

Section 4. Written Notice of Nomination for Officers. The Secretary shall give notice of all nominations made as provided herein by including in the notice of the biannual election meeting of the chapter membership a ballot listing them in alphabetical order by surname.

Section 5. Election. At the biannual election meeting of the chapter membership, the election shall be conducted by written ballot.

Section 6. Judge of Election. The President, with the approval of the Board of Officers, shall appoint three judges of election from regular members present at the membership meeting, excepting thereof members of the Board of Officers to supervise the election, count the votes and certify the results to the Secretary. The candidates having the greatest number of votes shall be declared elected. In the event of a tie vote, successive ballots shall be taken until the tie is broken.

Article VII - TRANSFERABILITY OF MEMBERSHIP

Section 1. Transfer of Membership to Another Chapter. Membership in a chapter of IPSSA may be transferred to another chapter thereof with the approval of the Boards of Officers of the two affected chapters and completion of the IPSSA Transfer Form.

Section 2. Transfer of Membership to Another Person is Prohibited. Membership in IPSSA is not transferable by a member to any other person.

Article VIII - MEMBERSHIP OBLIGATIONS AND ETHICS

Section 1. An application for membership in IPSSA, Inc. shall be on the form and in the manner prescribed in IPSSA Inc. Bylaws Article IV, Section 4.1.a.7 and shall include the initiation fee fixed by the chapter Board of Officers to which said application is made. The applicant shall personally attend the Board and membership meetings at which the application is considered. The applicant shall be obligated for the monthly dues fixed by said Board of Officers and shall receive a copy of the IPSSA, Inc. Bylaws, Code of Ethics, Standing Rules and other information in a New Member packet from IPSSA, Inc. The chapter will provide copies of the chapter Standing Rules and chapter's Sick/Death/Vacation Route Coverage Plans as needed.

Section 2. Members shall abide by IPSSA Inc. Bylaws, Code of Ethics, Standing Rules, Policies and Procedures and Chapter Standing Rules.