



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

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POLICIES AND PROCEDURES

(Revision Date February 2, 2007: clerical correction to reflect a policy amended in 2004 regarding insurance claims; transfer of funds from general fund to scholarship fund; Terry Cowles Memorial Award; due date for fines; reinstatement fees

The following policies have been established since the inception of IPSSA, Inc. by the members of the Board of Regional Directors. These policies have been made in an effort to standardize IPSSA operations and to clarify issues that arise from time to time. At the time of the re-structuring of IPSSA into a non-profit organization and IPSSA Management Company, a wholly-owned subsidiary being formed, the policies were re-structured into two separate documents.

ASSOCIATE MEMBERS

ADVERTISING IN THE IPSSAN: Advertising in *The IPSSAN* will be limited to Associate Members. All ads in *The IPSSAN* will be limited to specifications in the advertising rate sheet. All other companies have the option to pay for flyers for insertion. (6/22/91)

ANNUAL REVIEW OF ASSOCIATE MEMBERS: An Annual Review of Associate Members will take place each year prior to the annual billing.

All Associate Members will be sent a letter on or about April 1 which will include the following current information known by IPSSA: name of company, address, telephone number, fax number, name of contact person, e-mail address and web-site. The company will be asked to review the information and approve or make any changes. A signature, title of person signing and date will be requested and a stamped return envelope to the Financial Office will be included. All Associate Members will be requested to return this information by May 1.

In addition, a review of all Associate Members holding a California State Contractor's License (or licenses required in Arizona, Nevada and Texas) will be made by the Associate Member chairman who will contact the CSLB by telephone to determine if any complaints are on file. If there are complaints and/or pending litigation that is serious enough to question that member's continued relationship with IPSSA, the Associate Member chairman will contact the company for further clarification.

Any current or prospective associate member in the business of contracting (including but not limited to altering, repairing, improving, or modifying real property) shall provide a certificate of commercial general liability insurance as a condition of their associate membership with IPSSA, with a limit of not less than \$500,000. (8/5/06)

All of the above data will be presented to the BORD at its May or June meeting and a vote will be taken to approve Associate Members for the upcoming year (excluding any member from the general vote that may be questionable based on data from CSLB or other sources). Those companies will be voted on individually. If there is a vote to disapprove a company from continued Associate membership, the IPSSA attorney will be contacted to compose an appropriate letter to be signed by the Associate Member chairman and sent to that company. All annual billings will be mailed on July 1 to members in good standing.

AMENDED: Renewal of associate members will be administered by the Executive Office and will not require approval by the BORD each year. (5/6/06)

DUES AND FEE PAYMENT SCHEDULE: Following the regular billing period, all Associate Members will be given 60 days to pay advertising fees and/or dues or they will be suspended until payment is received. If payments for dues and/or advertising are not paid in full by 60 days of invoice date, a \$200 reinstatement fee will be assessed. (8/16/03)

Starting with the 2003 billings, associate member dues will be increased to \$850 per year, with a \$200 discount given if paid within 60 days of the statement date. (5/17/03)

Effective 2006, associate membership renewals will be invoiced on an anniversary basis. (5/6/06)

ASSOCIATE MEMBERS/CHAPTER SUPPORTERS: Chapters shall not discriminate against Associate Members in favor of chapter supporters, nor shall Associate Members be pressured into becoming chapter supporters. (6/22/96)

AFFILIATED ASSOCIATE MEMBERS: IPSSA members may become Affiliated Associate Members if they have a product that is in production, marketed and readily available to pool service technicians. The fee will be \$300 a year. The only benefit available will be advertising in *The IPSSAN* and they will not be listed on the back page of *The IPSSAN* nor will they receive any other Associate Member privileges. (4/18/98)

PURCHASE OF ASSOCIATE MEMBER COMPANY: If an associate member is purchased by another company, the associate member dues will be considered paid in full until the next expiration. However, the new company will need to submit a completed associate member application form, before the next BORD meeting, for approval. (8/16/03)

BOARD OF REGIONAL DIRECTORS & BORD MEETINGS

TERMS:

TERM OF OFFICE FOR BORD MEMBERS: A replacement director shall not be precluded from succeeding him or herself as long as his/her time in office as a replacement director does not exceed 50% of the original term. (11/21/98)

All elected BORD members and chapter officers will assume their duties at the Annual Meeting. (2/22/02)

BORD MEMBERS/CONCURRENT OFFICES: BORD members will not concurrently hold an elected chapter office. (11/12/94)

TERMS FOR ADMINISTRATIVE/FINANCIAL OFFICES: A BORD member who has held the position of Administration or Financial chairman in a given year may hold one of those positions during a succeeding year. (11/6/04, revoking the 11/21/98 policy)

OTHER:

BORD OFFICERS: Because of California Corporation law which requires corporate officers, the Board of Regional Directors will elect officers on an annual basis. A rotating chairman will continue to preside at the BORD meetings. (3/31/90)

PAID POSITION REVIEW: The BORD shall periodically review all paid positions (independent contractors and employees) with a maximum time between reviews not to exceed four years. (11/14/92)

WRITTEN REGIONAL REPORTS: Effective 1996, all regional reports will be submitted in writing and distributed to the BORD members a week prior to the BORD meeting. (11/11/95)

QUORUM AT BORD MEETINGS: Once a quorum has been established at a BORD meeting, a majority of that quorum is required to pass any motion. (11/4/00)

BORD ATTENDANCE AT LEADERSHIP SEMINARS: All incoming, outgoing and ongoing BORD members are required to attend the Leadership Seminar each year. (11/4/00)

BORD MEETINGS: All BORD meetings held in 2002 (with the exception of the Installation weekend) will be in the vicinity of LAX. The chair of the meetings will continue to rotate.

AMENDED: Starting with the next meeting the BORD will return to the traditional method of rotating meetings throughout different regions. (4/13/02)

BORD DINNERS: IPSSA will host dinner expenses for BORD members, their spouses, representatives from financial, insurance and executive offices and invited guests at BORD meetings. (6/22/02)

BORD-APPOINTED LIAISONS: BORD-appointed liaisons will be reviewed and vote on for either renewal or change at the installation meeting of the newly constituted BORD. The term of the position will run for a period of one year, concurrent with the standing BORD or at the discretion of that BORD. Written reports from liaisons will be due no less than two weeks prior to each BORD meeting to both the Outreach Committee and the executive office. (6/22/02)

INSTALLATION BANQUET: Complimentary Installation Banquet tickets for former BORD members will be limited to those who have served during the two years prior to each banquet. (11/9/02)

If a BORD member is unable to attend the leadership banquet, his/her complimentary tickets can be assigned to another person in the region. (1/16/06)

EXECUTIVE OFFICE AND FINANCIAL OFFICE COMPENSATION REVIEW: the BORD shall review the compensation of the executive and financial offices under the direction of the Administration and Finance committees on a yearly basis. Such reviews and any changes in compensation to be recommended by the committee shall occur prior to the November meeting so that any such changes will be reflected on the next year's proposed budget. (2/6/04)

OFFICER ELECTION PROCEDURES: Prior to each annual meeting any member who will be sitting on the new BORD and desiring to seek any of the offices of the corporation (being president, chief financial officer or secretary) shall submit to the executive director a letter of intent to seek that office. After the annual meeting, as set forth in the IPSSA bylaws, the new BORD shall meet for the election of those officers. That meeting shall be chaired by the executive director or someone designated by the BORD if the executive director is not available. All those who have submitted letters of intent shall be given the opportunity orally to make their case for election to the office for which they have declared. Members in nomination may be asked to leave the room during discussion of their candidacies. After all discussion a vote by written ballot shall take place monitored by the executive director who shall tally the votes and declare the results. The ballots shall then be destroyed by the executive director. (2/6/04)

INDUSTRY TRADE SHOWS: A maximum of five BORD members and the executive director should participate at industry trade shows. Spouse travel-related expenses at trade shows will not be covered. (11/6/04)

GUESTS: Member guest comments during BORD meetings will be heard at the discretion of and on the terms set by the BORD at each particular meeting. Question and answer time will be available at the end of each BORD meeting. (8/6/05)

NON-BUDGETED DISBURSEMENTS: Any non-budgeted disbursement of more than \$15,000 should be presented to regional Boards for discussion 30 days before the BORD decides to make that disbursement. (5/6/06)

REIMBURSEMENT OF EXPENSES: Requests for reimbursement of BORD meeting expenses should be made within thirty days of that meeting. (5/6/06)

CHAPTERS AND REGIONS

NUMBER OF MEMBERS IN A CHAPTER: Chapters should have at least ten members in order to maintain a sick member's route. (3/20/88)

CLAIMS BY NEW CHAPTERS ON PREVIOUS CHAPTERS: If members leave a chapter in good faith to form a new IPSSA chapter, regardless of motivation or numbers, there will be no claims on any funds from the original chapter except for any prepaid services. (3/20/88)

START UP LOANS TO NEW CHAPTERS: All new chapters, on request, will receive a \$100 grant for start-up expenses, effective January 1, 1989. (1/21/89) (Revision): New chapters requesting the \$100 start-up grant shall return the money to IPSSA at the end of one year. (3/11/89) Revised: All

new chapters, on request, will receive a loan of up to \$500 for start-up expenses, to be repaid at the end of one year. (11/12/05)

NEW CHAPTERS: When forming a new chapter, all charter members who are not already members of IPSSA will be given the Screening New Members test and be required to pass the test. All subsequent new members will be required to pass the test as well as attend three monthly meetings. (3/13/92). The Regional BORD member will administer the test. (3/13/92).

NEW CHAPTERS: "Guidelines for Formation of a New Chapter" shall be used for all new chapters effective immediately. (6/27/92)

BANK ACCOUNTS: All financial reporting entities (chapters and regions) must hold verifiable bank accounts. (11/12/94)

DIRECT DEPOSIT OF CHAPTER FUNDS: Chapter funds will be distributed via direct deposit into the chapter accounts. Funds will be withheld until a completed authorization card is received by IPSSA Inc. (6/5/99)

SICK LEAVE ROUTE COVERAGE: All chapters are required to have a written sick route coverage plan submitted to the IPSSA Executive Office. New chapters must submit their plans within six months after formation or be subject to dissolution. (2/2/91)

SICK ROUTE CARDS: Sick route and contact cards (IPSSA forms SR 1 and SR2) are adopted for all new chapters, effective January 1996. Existing chapters are encouraged to accept and adopt the cards. (9/30/95)

SUBMISSION OF TAX DATA INFORMATION: All chapters are required to submit financial data to IPSSA Inc. a minimum of once a quarter. This information must be in the form of bank statements and detailed check registers. (9/28/91) This policy was later revised wherein chapters' distributions will be held by the IPSSA if tax data reports are not submitted by the last day of the month following the end of each quarter. Due dates: 4/30; 7/31; 10/31; and 1/31. (3/13/92)

FINE FOR CHAPTERS FAILING TO PROVIDE TAX DATA ON A TIMELY BASIS: Effective July 1, 1994, chapters/regions failing to provide tax data to IPSSA Inc. within thirty days following the end of each quarter will be fined \$50 plus \$2 per day thereafter until all required data is submitted. If extenuating circumstances occur, the chapter should contact its Regional Director who will then present the case to the BORD. (5/14/94)

ANNUAL LEADERSHIP SEMINAR: It is mandatory that all incoming chapter presidents and incoming treasurers attend the annual Leadership Seminar. (3/11/95)

FINE FOR FAILING TO ATTEND LEADERSHIP SEMINAR: Chapter presidents and treasurers who take office in the previous election period are required to attend the subsequent leadership seminar. If they fail to attend the chapter will be fined \$250 for each person (2/7/03)

LEADERSHIP SEMINAR TRAVEL FUNDS: IPSSA will provide up to \$1,000 for each new chapter for travel expenses to leadership seminars. (11/12/05)

TERMS OF OFFICE: All elected BORD members and chapter officers will assume their duties at the Annual Meeting.

Chapters are required to notify the Financial Office of the results of chapter elections by the end of the year. (5/6/06)

BYLAWS: All chapters and regions of IPSSA are prohibited from having or establishing bylaws. They, however, are encouraged to have standing rules, policies and procedures to better govern their chapters and/or regions. Any chapter or region not complying shall be in violation and could cause termination, suspension or expulsion under Section 4.7 of IPSSA's bylaws. (8/10/02)

EXPANSION POLICY: Expansion will be divide into two distinct areas, Existing Area Expansion and New Area Expansion. Existing Area Expansion (EAE) includes the states within which IPSSA has chapters. New Area Expansion (NAE) includes any of the other 48 States. Only states will be considered, not individual cities.

GOALS, PROCEDURES AND REPORTS (EAE)

Goals:

1. Increase membership in each existing chapter by 5% per year.
2. Increase chapters as new areas develop following the urban sprawl.
3. Increase chapters as numbers grow within existing chapters to insure manageable size of chapters to accomplish individual chapter goals.

Procedures:

1. Impress upon members the importance of networking with non-members and explaining the benefits of belonging to a legal association with full range of insurance benefits to include life insurance.
2. Maintain and/or expand the educational benefits at chapter level by utilizing Associate member guest speakers and letting them know we are expanding and seeking new members.
3. Maintaining the IPSSA Information boards at the various distributors, to include Chapter President names and chapter meeting locations.

Reports

1. Region reports at BORD meetings should contain complete census data on each chapter as well as a region wrap.
2. Regional Directors should monitor chapters to determine if more chapters are needed to cover the respective geographical areas to make chapter meetings more accessible and attract members who under current alignment do not want to travel great distances.

New Area Expansion (NAE)

Considerations, Plans and Procedures

Considerations

1. State requirements DBA IPSSA and the need to contact and retain legal assistance.

2. Time and distance from current operating locations.
3. Availability of personnel to perform over extended periods. BORD Members change annually. On-going committee assignments.
4. Funding availability that is budgeted as opposed to evaluation of every issue.
5. New states most likely would be designated Regions for control purposes, ie Florida.
6. A need for 200 interested service techs to insure viability.

Plans

1. Committee would need to evaluate the items under consideration then make contact with Distributors to get mailing lists if available, numbers of service companies.
2. Once an area of interest is identified Table Top type set up in Distributors would be coordinated. Minimum of three day effort in one geographical area. One day at each distributor in the area.
3. Sign in sheets, handouts even our booth if available. Identify potential leaders or POCs that could help facilitate coordination. Our personnel should be well versed on all IPSSA benefits, history and our Industry goals.
4. A minimum of two trips per season, well publicized and maybe Bar-B-Q lunches at each location.
5. Follow up correspondence to all interested parties.
6. All trips must be well planned and not spur of the moment incursions.

Procedures

1. Identify an area
2. Gather data, numbers, POCs, associate members willing to provide any type of assistance.
3. Set up a schedule, because a well planned out trip will reflect on our organization.
4. Team designated to go must be knowledgeable, competent and reflect high standards of true professionals.
5. Presentation rehearsal before the BORD to prepare them for questions and responses.
6. Utilize the same personnel as much as possible to create ongoing recognition.

(5/15/04)

HOW TO HANDLE A COMPLAINT FROM A MEMBER OF YOUR CHAPTER:

1. Any member of IPSSA can file a complaint.
2. A complaint must be filed with the chapter president in writing.
3. The chapter president must inform his/her regional director immediately of the complaint and keep the regional director informed of any actions taken.
4. The chapter president will handle the complaint and add it to the agenda for the next chapter Board meeting. The chapter president is responsible for documenting all correspondence, conversations, and information relating to the complaint.
5. The chapter Board can take any of the follow actions:
 - Decide the complaint has merit and make a ruling on the matter.

- Decide the complaint has merit and refer it to a specially appointed hearing committee to make a ruling on the matter. Within ten days of the hearing, the member making the complaint will be notified in writing regarding the hearing, date, time, and location.
 - Decide the complaint does not have merit.
6. Any decision by the chapter Board must be recorded in the chapter Board's minutes, and communicated in writing to the member who made the complaint.
 7. Once read it shall be determined valid or not valid.
 - **Valid:** a certified letter shall be sent out to both parties involved. The letter shall include:
 - **Not Valid:** a certified letter shall be sent to the member submitting the grievance. Explaining why it was determined not valid.
 8. After the grievance is heard and a decision is taken to expel or suspend the accused member. A certified letter shall be sent to the accused member.
 9. Expulsion: When expelling a member you shall inform the member of his rights. These rights are located in IPSSA bylaws under Article IV, Section 4.7.c.1-6; Procedure for Expulsion or Suspension. A copy of this Article should be included with this letter.
 10. It is always good to speak the suspended or expelled member of his\her rights.
 11. Steps to Appeal.
 - a. Chapter
 - b. Region
 - c. Board of Regional Directors (BORD)
 12. The President should notify the Regional Director when a grievance is filed by a member before any action is taken.
 13. All procedures found in IPSSA bylaws, standing rules, and policies and procedures shall be followed.

(11/12/05)

EDUCATION

WATER CHEMISTRY CERTIFICATION TEST ADMINISTRATION: BORD members may appoint members in their regions they deem qualified and who are water chemistry certified to administer the IPSSA water chemistry exam in their regions. (11/9/02)

Effective May 1, 2007, the IPSSA water chemistry certification exam will be based on IPSSA's *Basic Training Manual-Part 1* and will be made available on-line. Hard-copy versions of the exam can be made available upon request. (2/2/07)

CERTIFICATE: All persons who pass the water chemistry exam will receive the same certificate, regardless of their membership status. (4/13/02)

INDIVIDUALS WHO PASS THE WATER CHEMISTRY CERTIFICATION TEST PRIOR TO BECOMING IPSSA MEMBERS: Will be issued an IPSSA Certificate and decal upon joining IPSSA. (9/25/93)

WATER CHEMISTRY CERTIFICATION: All IPSSA members in Los Angeles County who hold a current L.A. County Health Department license will receive an IPSSA certificate and decal in lieu of taking the IPSSA test. (10/1/94). In order for all of IPSSA to be consistent as it relates to the IPSSA Water Chemistry Certification test, the 1994 policy exempting Regions 3 and 4 from taking the test be rescinded. This motion does not affect members of Regions 3 and 4 who qualified under the 1994 policy. (8/28/99)

LANGUAGE BARRIERS: If because of language barriers or learning disabilities a member fails to pass but demonstrates due diligence in attempting to pass the IPSSA Water Chemistry test, s/he may submit in writing for a thirty-day extension. The regional director has the sole discretion to accept or deny any extension. (2/22/02)

MANDATORY PASSING OF WATER CHEMISTRY TEST: Anyone applying for membership after March 1, 2004, must pass the IPSSA water chemistry exam before becoming a full member. (2/6/04)

SUBMISSION OF TESTS TO EXECUTIVE OFFICE: All answer sheets for tests shall be sent to the IPSSA Executive Office by a BORD member or an appointed test administrator within seven days of being administered or that BORD member's region or that test administrator's chapter will be charged \$100. Regional Directors will be notified when fines are assessed. (2/13/98, 5/14/05, and 5/6/06)

EDUCATIONAL REBATES: A continuing educational scholarship fund is established in the amount of \$200 to any California member who acquires a C-61 license; any Arizona member who gets a C-6 or L-6; any Texas member who completes either NSPI Tech I or II or CPO, AFO and, any Nevada member who acquires a required state license or NSPI I or II or CPO, AFO whichever is applicable. The scholarship is limited to a maximum of \$25,000 a year. Members must first be IPSSA Water Chemistry Certified in order to qualify, commencing March 15, 1999. (11/20/99)

AMENDED: All members will have one year from the date of completion of accredited and applicable courses to provide receipts to the financial office for the rebate of monies spent. (5/17/03)

AMENDED: The educational rebate program was discontinued effective January 1, 2005. (8/7/04)

NON-MEMBERS ADVERTISING WATER CHEMISTRY CERTIFICATION: A non-member firm or employee agrees that he/she will not advertise, display or otherwise promote IPSSA Water Chemistry certification or otherwise use the IPSSA or Independent Pool and Spa Service Association, Inc. name in connection with its advertising and promotions activities. (4/8/00)

GENERAL

MAILING LIST: The IPSSA general membership mailing list will not be given out to anyone including members, associate members or outside organizations. This policy has been established to protect members from possibly being placed on inappropriate and or indiscriminate lists. If any party desires to reach all members, the following options are available: 1) Flyer or ad in *The IPSSAN*, 2) a special arrangement with the IPSSA Executive Office. This would include supplying the office with the number of letters or mailers to be sent (specific regions may be requested). For a fee plus postage, IPSSA will mail the information to the membership. Chapter presidents lists will be released to Associate Members. A chapter may release its own membership list if it chooses to do so. (6/4/88)

The fee for regular and associate members to use the IPSSA mailing list (according to the policy listed above) is 20 cents per name; the fee for nonmembers is 30 cents per name. Inserts into monthly dues statements should be used only for IPSSA-related communications, and not for commercial communications. (11/6/04)

EXCEPTION: An exception to the Mailing List policy: participating wholesalers in the Membership Discount Program will receive an IPSSA general membership mailing list with the exception of members who wish to be excluded from such list (members to be notified and inform IPSSA within one month of this policy). (5/31/97)

LEGAL QUESTIONS: IPSSA members are not authorized to contact IPSSA corporate counsel on any matter, without prior approval from the Executive Office. (5/6/06)

NON-ENDORSEMENT OF PRODUCTS/SERVICES BY IPSSA INC., CHAPTERS AND REGIONS: IPSSA, Inc., chapters and regions may not endorse products/services. (6/22/91)

ADVISORY COMMITTEE: An Advisory Committee comprised of three to five individuals will be utilized by the BORD. Nominees will be reviewed and selected by the BORD. (11/16/91)

NEW MEMBERSHIP PACKET: A New Membership packet will be sent to each new member effective March 1, 1992. Chapters will charge new members a fee of \$10 for the packet. (11/16/91)

AMENDED: Three Service Industry News water chemistry books will be added to the new membership packets and the fee for these packets will increase from \$10 to \$20. (4/13/02)

PRESENTATION OF THE DOUG TANNER LIFETIME MEMORIAL AWARD: This award will be presented at the annual IPSSA Installation/Dinner-Dance in the years in which a candidate is chosen. (8/22/93)

BORD MEMBERS' FAMILIES DOING BUSINESS WITH IPSSA: Effective October 1, 1998, IPSSA shall not enter into a business relationship with any company, entity or business which is controlled by a BORD member or his/her immediate family, or in which a BORD member or his/her immediate family has a financial interest. This provision does not include any business relationship with an Associate member of IPSSA. (9/12/98)

ENDORSEMENT OF THE SCP and SUPERIOR SPEC PARTNERSHIP PROGRAM: This program to assist SPEC by having that company offer an optional \$.25 donation on all of the company's invoices. (9/25/93)

ROBERT'S RULES OF ORDER: Robert's Rules shall be the authority on all questions of parliamentary procedure which are not otherwise specifically covered by the Bylaws.(3/5/99)

INTERIM EXPANSION POLICY: Requests concerning the development of chapters in outlying states will be responded to in writing. (11/12/94)

LICENSING: IPSSA encourages its members to hold all required licenses including a contractor license when appropriate as they apply to the service, maintenance and repair of recreational/therapeutic water features and associated equipment whether public and/or private. (11/4/00)

OUT-OF-STATE CONTRIBUTIONS: Any funds donated by IPSSA Inc./IPSSA Management toward any legislative organizations supporting the swimming pool industry be available to all regions equally. Funds for the regions not within California shall be allocated to those regions through the industry promotion category of the budget. (8/28/99)

THE IPSSAN: Members may pay \$1 per month to receive *The IPSSAN* via first class mail, to be billed annually. (4/13/02)

Letters to the editor containing erroneous or unverifiable information will be edited or rejected. No letter that makes personal attacks on someone's character will be published. The editorial staff reserves the right to edit or reject submitted material that does not meet these standards. (11/12/05)

The IPSSAN should be printed no later than the 25th of each month. (5/6/06)

TREASURY: The balance of the rounded up amount on dues billings that does not go to the chapters should go to the IPSSA general treasury. (4/13/02)

SCHOLARSHIP FUND: An option to make donations to the Scholarship Fund may be placed on the IPSSA monthly dues invoices. (11/9/02)

Monies allocated by IPSSA Inc. to the Scholarship Fund should be transferred to the fund's bank account(s) on June 1 of each year. (5/14/05)

AMENDED: The annual donation from the general fund to the scholarship fund should be transferred by February 28 of each year. (2/2/07)

WEB SITE: Retired members may have access to the members-only section of the IPSSA web site. (2/7/03)

MEMBER INSPECTION OF CORPORATE RECORDS: Members shall be give the right to inspect the records of the corporation to the extent required by law. All member requests for records shall be in writing and shall state the purpose for the records requested. The purpose for the record request must indicate a reasonable basis for the request and the basis must be reasonably related to such

member's interest as a member. If a member makes an appropriate request, the following types of records may be inspected: 1) The corporation's articles and bylaws and any amendments thereto; 2) The corporation's books and records of account; 3) Minutes of the proceedings of the BORD, the members and any committee; 4) A list of names and addresses of the members. Inspection requests shall be directed to the president of the corporation who will determine if the corporation should comply with the inspection request. In most cases, requests for inspection of the corporation's books of account or for the membership list should be directed to legal counsel to determine whether a member's request for such records is reasonable. Generally records must be provided in a reasonable time; however, the membership list should be provided within ten (10) days of the member's request (subject to the advice of legal counsel). (5/17/03)

TERRY COWLES MEMORIAL AWARD: Nomination and review guidelines for this annual award program submitted. The award consists of an inscribed plaque and complimentary dinner tickets, hotel room for the recipient and a guest to attend the next annual IPSSA leadership banquet, and a check in the amount of \$1,000. Each region is eligible to nominate a member for this award. Region nominations are to be selected by the incumbent region Boards at their third quarterly Board meeting. Nominations should be delivered to the IPSSA, Inc. executive office using this form not later than October 31 for consideration at the November BORD meeting. The incumbent Board of Regional Directors shall make the selection of that year's recipient at its November meeting. The member being nominated shall have contributed to the improvement of IPSSA and/or the pool service industry by any or all of the following: demonstrates professionalism (known to be an excellent technician, pursues course work to improve skills, conducts business in an ethical and professional manner, etc.); contributes to IPSSA (willingly does sick route when called upon; serves as chapter, region, or other officer or chairman within the organization, etc.); assists other service industry members (helps chapter members or other pool service professionals with chemical problems, difficult repairs, either through hands-on assistance or by sharing information); contributes to his/her community (participates in church, charitable, or other community activities). (2/2/07)

MEMBERSHIP **General and Employees**

GENERAL:

FORMER IPSSA MEMBERS RE-APPLYING FOR MEMBERSHIP: Any member who has resigned from membership in IPSSA may re-apply for membership. A re-applying member must submit a new application for membership to a current IPSSA chapter. The re-applying member must meet all of the current IPSSA bylaws and chapter standing rules when applying. (9/10/88)

DISCIPLINARY ACTION: A member may not avoid disciplinary action by any of IPSSA's governing bodies by resignation of one's membership. Any disciplinary action that is taken in regard to that member will be placed in the member's permanent record. (11/9/02)

EMPLOYEES:

EMPLOYEES: Members with employee(s), who perform the work of servicing, cleaning, maintaining, or repairing pools or spas, must provide Liability Insurance for each employee. Regular members

shall pay all liability premiums and/or any other required IPSSA fees and insurances for his/her employees(s) through IPSSA Management Company.

Employee(s) of regular members may also be required to participate in other IPSSA programs as may be instituted by the IPSSA Chapter or BORD. Any rights and privileges of membership for employee(s) shall be determined by the respective individual chapters except that employee(s) may not hold chapter, regional or BORD office and may not vote. Attendance requirements, if any, shall be set by each individual chapter.

Any removal of a regular member from good standing as set forth in Article VII will automatically terminate IPSSA liability coverage for that member's employee(s).

Any employee who may qualify to become a regular member must submit an application and fulfill the admission and membership requirements of a regular member. Employee(s) admitted to membership prior to June 4, 1988 shall maintain their current membership. Failure of a member to declare his/her employee(s) and conform to these conditions shall subject member to applicable provisions of the Bylaws. (6/4/88).

BENEVOLENT FUND: Employee members may be members of the Benevolent Fund. (4/13/91)

EMPLOYEE MEMBERSHIP APPLICATION: An Employee Membership application will be utilized, effective September 1, 1992. (8/22/92)

ADULT FAMILY MEMBERS: Adult family members employed in pool service as their major vocation (servicing, maintaining, repairing, cleaning pools) must apply for separate membership to receive benefits. The BORD established that family members could also be classified as employees. If operating as a partner in the business, they would be classified as a regular member. (6/4/88)

MEMBERSHIP EXPULSION OR TERMINATION: At the announcement of any grievance process which may result in the termination or expulsion of any member, it shall be the responsibility of the chapter president to notify the regional director, who will be responsible for ensuring that the grievance process is conducted according to procedures specified in the IPSSA bylaws, standing rules and policies and procedures. (2/6/04)

Any action, contemplated by a Chapter or a Region, under Section 4.7, Termination of Membership: Suspension or Expulsion of Members, should not be initiated until either the Regional Director or the BORD is notified of the impending action. Once notification has been made procedures in the bylaws will be followed.

1. Member / chapter will be given 15 day written notice of the proposed action. The reasons for the proposed action. Registered mail with return receipt is the desired means of notification.
2. The member / chapter shall be given an opportunity to be heard either orally or in writing at least 5 days before the effective date of the action Either the chapter board or the Regional board will conduct the hearing and if requested the hearing must be announced and scheduled ASAP. Minutes of the hearing must be kept and copies made available to all parties.
3. If the member / chapter is not satisfied with the decision they then have the right to appeal to the Region or BORD. This request for review must be in writing and received by the appropriate entity within 30 days of the previous decision.

4. All correspondence must be in writing and all minutes of proceedings except deliberation must be included in the next appropriate meeting minutes.
5. The Regional Director should insure that all procedures are followed through the process. (2/4/05)

IPSSA MANAGEMENT COMPANY POLICIES AND PROCEDURES

BILLING

BILLING PROCEDURES: Dues invoices will be issued on the 20th of the preceding month. If a dues payment is not received in the financial office by the 15th of the month, a \$25 fine will be assessed to that member and a ten-day notice will be mailed that membership and insurance will be cancelled if dues are not paid by the last day of that month. \$20 of the fine will be earned by IPSSA Management Company and \$5 will cover financial office expenses. If the dues payment is postmarked on or before the 10th of the month, the \$25 fine will be reversed. In addition, the Financial Office has the authority to waive one late fee per calendar year per member. (5/6/06, 8/5/06 and 11/4/06)

SUBMISSION OF INITIAL FEE: All new members will submit a check for two months for insurance and fees and \$10 (employee members are not required to pay \$10) for a new membership packet to IPSSA Management Company. (6/5/99)

COLLECTION OF FEES: Chapters will collect only their own initiation fees from new members and will refrain from collecting either first or last month's insurance and administrative fees. (3/5/99)

REINSTATEMENT FEE: A reinstatement fee will only be required for the employer if dues are late. (8/22/92, amended 8/5/06)

\$50 REINSTATEMENT FEE: A reinstatement fee of \$50 will be instituted immediately for members who fail to pay their dues and fines within the required period of time. (2/2/91, amended 2/2/07)

WAIVING REINSTATEMENT FEES/ACH SIGN-UP: The reinstatement fee of \$50 shall be waived if a member agrees to go on automatic withdrawal payments of monthly insurance and fees. (6/5/99)

LATE PAYMENTS: Members' dues checks are no longer acceptable after the first of the month. Any member who has received a ten day-notice whose check arrives on the first or later, will be terminated. A reinstatement fee of \$50 is then required. (2/1/92)

WAIVING FEE FOR LATE PAYMENTS (with documentation): A BORD member may waive the \$50 reinstatement fee for late payment in cases where proper documentation is presented to him/her and IPSSA Management Company. If further clarification is required, the Finance chairman of the BORD should be contacted. (7/30/94)

ELECTRONIC BILLING: Effective July 1995, electronic billing will be made available to members, permitting members to have their fees and dues automatically deducted from their checking accounts. (3/11/95)

NSF FEES AND REPLACEMENT PAYMENTS: Fees for NSF checks or ACH transactions will be the rate charged by the bank plus \$10. \$5 of the additional fee will be earned by IPSSA Management Company and \$5 by the financial office manager. Replacement payments for NSF checks or ACH transactions must be made by certified check or money order. (5/6/06)

WITHHOLDING CHAPTER FUNDS FOR REGIONAL FINES: Regions have the right to withhold funds from chapter receipts. (8/26/00)

EMPLOYEE DUES: All dues billings for employee members will be billed to the regular member. (5/6/06)

CHAPTER FINES: No invoices for chapter fines will be issued by IPSSA Management Company, effective January 1, 2005. (11/6/04)

AMENDED: The financial office is authorized to invoice chapter fines on IPSSA Management Company statements. (2/4/05)

All chapter fines will be billed on the first of the month and payable by the end of that month. (5/6/06)

DUE DATES FOR FINES: All fines levied under the provisions of Sec. 4.7.a.4 of the bylaws are due and payable by a date set by either the BORD, region or chapter that levies the fine. In the event of an appeal and the fine determination is reversed then the BORD, Region or Chapter that levied the fine will refund it within 10 days of reversal. (2/4/05)

All fines levied by the BORD must be paid by the 15th of the next month. If the fine payment is not received in the financial office, a ten-day notice will be mailed that membership and insurance will be cancelled if the fine is not paid by the last day of that month. (2/2/07)

CHAPTER NOTIFICATION: The Financial Office will send notification to chapter presidents when a membership in that chapter is cancelled. (5/6/06)

INSURANCE

CLAIMS:

THREE CLAIM/THREE YEAR TERMINATION POLICY: Manufacturers' defects will not be included in this policy. (8/17/91)

INSURANCES: All claims filed by employees during the 90 day probationary period, as required by the Bylaws, will count as a claim against both the employee and employer as a part of the "three claims in three years" termination policy. (3/13/92)

MULTIPLE CLAIMS: Members who have three paid liability claims within a five-year period shall be expelled from IPSSA, not subject to an appeal. (2/10/96, amended 11/06/04)

OTHER:

SUB-CONTRACTORS INSURANCE: IPSSA members must require sub-contractors to have \$500,000 liability insurance and to list the IPSSA member as an additional insured. (3/31/90)

OPEN-ENDED LIABILITY INSURANCE POLICY: The Liability insurance policy will be changed from an annual renewal date to an open-ended one. (8/4/90)

INSURANCE FOR EMPLOYEES: All employees of IPSSA members must be insured except for spouses and minor children under the age of 18. (5/2/92)

SPOUSES/MINOR CHILDREN: Spouses and minor children will be included under one liability insurance premium, as allowed by the insurance company, but they each may be required to pay chapter dues and the IPSSA administrative fee in order to receive other privileges of IPSSA membership (sick route coverage, voting rights, and eligibility to hold office). (8/17/91)

DEDUCTIBLES: If a member refuses to pay the deductible on an insurance claim, the chapter will be billed for that deduction. (5/6/06)

ANTITRUST POLICY AND COMPLIANCE GUIDELINES

IPSSA ANTITRUST LAW COMPLIANCE POLICY: It is the policy of the Independent Pool and Spa Service Association (IPSSA) and its members strictly to comply with laws and regulations applicable to their activities, including federal and state antitrust laws. It is further the policy of IPSSA to assist its members and volunteers in complying with federal and state antitrust laws. IPSSA members and leaders are expected to adhere to antitrust laws conscientiously. IPSSA will neither knowingly permit nor condone anti-competitive behavior, whether willful or inadvertent, in connection with any IPSSA activity.

ANTITRUST LAWS: The antitrust laws seek to preserve a free competitive economy. As a general rule, competitors may not restrain competition among themselves through understandings or agreements as to the price, the production or the distribution of their products, or other agreements that unreasonably restrict competitive capabilities or opportunities of their competitors, their suppliers or their customers. The antitrust laws also prohibit monopolization and attempts to monopolize, unfair methods of competition, unfair or deceptive acts or practices, most discrimination in prices between different purchasers in the sale of a commodity, exclusive dealing arrangements, most tying sales and requirements contracts, some joint ventures/mergers/consolidations, and similar activities. A more complete discussion of the antitrust laws (Sherman Act, Federal Trade Commission Act, the Clayton Act, the Robinson-Patman Act, and California's Cartwright Act) is available upon request from IPSSA.

However, antitrust laws are often unclear in terms of applicability to any given conduct. Whether or not an antitrust violation exists depends purely on the specific conduct and facts involved in each instance. Notwithstanding the nebulous nature of the antitrust law, penalties for violating them, both civil and criminal, are severe. Certain activities can result in felony criminal convictions with penalties of up to three (3) years in prison and \$100K fines for individuals and \$1,000K fines for corporations per offense. Also, treble damages are available to private persons enforcing the antitrust laws.

Association members and leaders, in particular, have compelling reasons to understand and comply with antitrust laws because antitrust violation commonly consist of two elements: 1) **concerted action** with produces 2) an **unreasonable restraint of competition**. Since IPSSA's activities involve meetings and activities of competitors (IPSSA members), the *concerted action* element can generally be established without difficulty. The only other element necessary to prove a basic antitrust violation is to show that the action amounts to an *unreasonable restraint of competition*. So, agreements or activities of association members that are anti-competitive or have an anti-competitive effect, whether conducted as association business or not, could result in serious antitrust consequences.

MEMBER RESPONSIBILITIES: IPSSA programs are carefully designed and monitored on an ongoing basis to ensure compliance with antitrust law. Every IPSSA member, whether organizational or individual, has a duty and responsibility under the law to avoid and prevent antitrust violations. Every IPSSA member needs to understand basic antitrust laws, to recognize areas of potential antitrust risk, and to overtly object to and refuse to participate in any activity that poses antitrust risk until that risk is properly assessed and cleared by legal counsel or other qualified advisor.

AREAS OF RISK: It is not possible to provide a complete or specific list of activities that amount to an antitrust violation. However, it is helpful to identify areas of risk, where close attention can be paid to the possible anti-competitive nature of the agreements or activity involved. Some areas of risk include discussions of the following:

- Controlling or influencing current or future prices (for purchase or sale), controlling or influencing price increases or decreases, or stabilization or standardization of prices. Note: Discussion of prices established by third parties not influenced or controlled by the discussing parties is generally not, standing alone, anti-competitive or illegal.
- What constitutes a "fair" profit level
- Procedures for establishing selling prices, cash discounts, credit terms
- Control of sales levels, inventory levels or timing of sales
- Allocation or division of markets or geographical divisions of markets among competitors
- Agreements, recommendations or suggestions that members refuse to deal with certain other persons or firms (boycott)
- Whether or not the pricing practices of any competitor/industry member are unethical, or constitute an unfair trade practice
- Agreements limiting or restricting advertising

Again, some discussions relating to activities identified above will not amount to antitrust violations. However, discussions relating to them require thorough prior antitrust analysis and guidance in the discussion.

IPSSA MEETINGS: To avoid even the appearance of impropriety, as well as to avoid inadvertent violation of antitrust laws, all IPSSA board and committee meetings will be conducted in accordance with the following rules:

1. A written agenda will be prepared and distributed in advance of each meeting. Agendized issues with potential antitrust implications will be reviewed and discussed by the chairman, executive director and legal counsel, if deemed appropriate. Additions to the agenda having potential antitrust implications should be postponed, or discussions of such matters held with legal counsel or other qualified advisor present.
2. Accurate, detailed meeting minutes of every meeting will be prepared and reviewed. Audio, video or other recordings of meetings will not be permitted. Minutes will be approved at the next meeting.
3. In the event of concern regarding potential antitrust implications of a discussion, discussion must be discontinued pending resolution of the matter through the executive director or legal counsel, if necessary.
4. In the event that any member has a concern about potential antitrust implications of discussion during a meeting, he or she shall interrupt discussion and state that concern immediately. If discussion is not terminated and the concern resolved, the concerned member should state that he or she is leaving the meeting for that reason, and leave.
5. Conversations involving discussion of matters in violation of this policy will not be tolerated at a IPSSA meeting, and violating parties may be ejected from the meeting by the chairman.

These antitrust policies and guidelines have been prepared for general reference only. It is intended to inform IPSSA leaders and members of basic antitrust principles to assist them in acting responsibly in the conduct of IPSSA and members business activities. It must not be considered as a substitute for competent legal advice. It is recommended that interested persons confer with competent legal counsel concerning this and other significant legal issues.