

CONSTITUTION & BYLAWS



Preamble

Believing that well-managed intercollegiate athletic competition is an important component of higher education and therefore should be governed by faculty and administrative direction and control, we do associate ourselves for the purpose of providing a regular and orderly means of competition between the teams of student-athletes in our respective academic institutions.

Constitution

Article One Name

The name of this association shall be The Southern Conference, hereinafter referred to as the Conference.

Article Two Purpose

It is the purpose of the Conference to:

- Facilitate intercollegiate athletics competition for both men and women;
- Promote a proper balance between academics and athletics;
- Foster integrity and excellence in both athletics and academics;
- Foster competitive amateur opportunities of a high quality for student-athletes in a broad spectrum of sports and championships;
- Promote an atmosphere of respect and sensitivity for the dignity of every person;
- Refrain from discrimination with respect to governance policies, educational programs, activities, and employment policies;
- Expect fair play and sportsmanship from all member institutions and their representatives to maximize the benefits received from athletics;
- Sustain intercollegiate athletics in the proper perspective while respecting the autonomy and character of each member institution;
- Anticipate and plan for the future needs of intercollegiate athletics in a spirit of cooperation and mutual benefit of the member institutions;
- Enhance the Conference enterprise and the visibility of the Conference and member institutions; and
- Comply with principles of responsible fiscal management of athletics by, of and for the Conference and the member institutions.

Article Three Governance

- Section 1. The Conference shall be governed by its Constitution, Bylaws, Administrative Regulations, and Sports Regulations. In the event of a conflict, the Constitution shall prevail.
- Section 2. The Conference shall be a Division I member of the National Collegiate Athletic Association (NCAA). Member institutions are bound by NCAA rules and regulations except where Conference rules are more restrictive.

Article Four Principles of Conduct

- Section 1. Institutional Control. It is the responsibility of each member institution to control its intercollegiate athletics program, and to operate it in compliance with the rules and regulations of the Conference and the NCAA.
- Section 2. Ethical Conduct. It is a privilege for students to participate in intercollegiate athletics. Intercollegiate athletics is designed, in part, to promote the character development of participants, student-athletes, coaches, and all others associated with these athletics programs. Events should adhere to such fundamental values as respect, fairness, sportsmanship, civility, honesty, and accountability. These values should be manifest not only in athletics participation but also in the broad spectrum of activities affecting the athletics program. In addition, it is the responsibility of each institution to:
- A. Establish policies for sportsmanship and ethical conduct in intercollegiate athletics consistent with the educational mission and goals of the institution; and
 - B. Educate, on a continuing basis, all constituencies about policies.

Article Five Membership

- Section 1. Present Members. The Conference is composed of the following institutions for the current academic year:
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| Appalachian State University | Georgia Southern University |
| College of Charleston | Samford University |
| The Citadel | University of North Carolina at Greensboro |
| Davidson College | University of Tennessee at Chattanooga |
| Elon University | Western Carolina University |
| Furman University | Wofford College |
- Section 2. New Members. Membership may be granted to an applying institution by invitation of the Conference at any meeting. A vote of two-thirds of the full Executive Committee shall be required to accept a new member.
- Section 3. Suspension or Expulsion of Members. All rights and privileges of a member shall cease immediately upon suspension or expulsion. A vote of two-thirds of the Conference members shall be required to suspend or expel a member.
- Section 4. Membership Obligations.
- A. Each Conference member must maintain a sports program at the NCAA Division I level.
 - B. A Conference member may not hold membership in another conference. However, a Conference member may compete in another conference in a particular sport provided the Southern Conference does not sponsor a championship in that sport.
 - C. A waiver to a specific provision of Article Six of the Bylaws may be granted by a vote of three-fourths of the full Executive Committee.
 - D. Each Conference member must meet its financial obligations to the Conference in a timely manner.

Article Six Organization

- Section 1. Governing Body. The Conference shall be governed by the Executive Committee, with oversight by the Council of Presidents. The voting representative of each member institution in the Executive Committee shall be the Faculty Athletics Representative.
- Section 2. Officers. The officers of the Conference shall be a President, and a Vice President. The President and Vice President shall be Faculty Athletics Representatives of member institutions.
- Section 3. Committees. The Bylaws shall provide for such standing committees as the Conference may consider necessary. Membership on a standing committee may not exceed two consecutive three-year terms.
- Section 4. Commissioner.
- A. The chief administrator of the Conference shall be the Commissioner. The election, powers and responsibilities of the Commissioner shall be provided in the Bylaws.
 - B. The Council of Presidents shall have ultimate responsibility for the employment of the Commissioner. All terms of the Commissioner's contract shall be set by the Council of Presidents. A vote of two-thirds of the full Council of Presidents shall be required to elect or remove a Commissioner.
 - C. A vote of two-thirds of the full Executive Committee shall be required to overrule any interpretation or action by the Commissioner. An appeal of such a matter to the Executive Committee must take place in writing within 7 days of the written action or the interpretation by the Commissioner, and the President of the Conference shall ensure that the appeal is heard by the Executive Committee in a timely manner.

Article Seven Legislative Process

- Section 1. Meetings.
- A. Regular Meetings. The Conference shall have two regular meetings each year. In extenuating circumstances (economic uncertainty, national emergency, etc.) the Executive Committee may approve the suspension of one of the two meetings.
 - B. Special Meetings. The Conference may have special meetings on the call of the President, or by written request of two-thirds of the full Executive Committee. The purpose for the called meeting will be communicated to all member institutions. The sites for special meetings shall be selected by the President.

- C. Quorum. To constitute a quorum for the transaction of business at a regular or special meeting of the Conference, two-thirds of the voting members of the full Executive Committee must be present at the meeting.
- D. Procedures. The parliamentary procedures of the Conference shall be governed by Roberts' Rules of Order, as revised. The Conference may adopt special rules of order consistent with the Constitution and Bylaws.

Section 2. Amendments.

- A. The Constitution may be amended at any regular or special Conference meeting by a vote of two-thirds of the full Executive Committee.
- B. Submission of Amendment. Any member institution may propose an amendment by submitting it in writing to the Commissioner not less than forty-five days prior to the next conference meeting. The Commissioner will forward the proposed amendment to the Constitution and Bylaws Revision Committee, which will review the amendment and add any comments or suggestions it deems necessary, and return such to the Commissioner in a timely manner.
- C. The Commissioner shall mail (via regular mail or electronic mail) a copy of proposed amendments to the Chief Executive Officer, Faculty Athletics Representative, Athletics Director, and Senior Woman Administrator of each member institution not less than twenty-five days prior to the next conference meeting.
- D. Unless otherwise specified, all approved amendments shall become effective on the first day of August following adoption of the amendment.

Section 3. Amendments to Constitutional Amendments. A proposed amendment to the Constitution may be amended at a regular or special Conference meeting by a majority of the full Executive Committee.

Article Eight
Constitution Effective Date

This Constitution of The Southern Conference was adopted by the Executive Committee, revised July 1974, May 1990, and May 1999.



BYLAWS

Article One Governance

Section 1. Council of Presidents.

- A. Composition.
 - 1. There shall be a Council of Presidents composed of the Chief Executive Officers of the member institutions. The officers of the Council of Presidents shall be a Chair and a Vice-Chair.
 - 2. For transaction of business, a quorum shall consist of two-thirds of the members of the Council of Presidents.
 - 3. The officers shall be elected at the annual spring Conference meeting by a majority vote of Council members in attendance. The officers shall hold office for one year or until successors are elected. Normally, the chair of the Council of Presidents will not be from the same institution as the President of the Conference.
- B. Powers and Duties.
 - 1. Each member of the Council of Presidents shall be charged with the responsibility for realizing the Conference Purpose and enforcing the Principles of Conduct specified in the Constitution. Members will ensure that Conference rules and regulations are enforced at their institutions.
 - 2. A vote of two-thirds of the full Council of Presidents may alter any actions taken by the Executive Committee.
 - 3. The Council may act individually or collectively in proposing amendments to the Constitution and Bylaws through the Executive Committee.
 - 4. The Chief Executive Officer of each institution is expected to attend Council meetings. However, when exceptional circumstances warrant, the Chief Executive Officer may request, in writing, an individual to represent the CEO at the Council meeting. The request must be sent to the Commissioner for consideration.
 - 5. The President, chair of the Finance Committee, and Commissioner of the Conference shall make an annual report to the Council at the Spring Meeting.
 - 6. The Council of Presidents shall have ultimate responsibility for the employment of the Commissioner. All terms of the Commissioner's contract shall be set by the Council of Presidents. A two-thirds vote of the full Council of Presidents shall be required to elect or remove a Commissioner.
 - 7. The Council of Presidents shall review an annual evaluation of the Commissioner, conducted with input from constituent groups.
- C. Time/Site of Meetings.
 - 1. The Council of Presidents shall meet in conjunction with Conference meetings unless otherwise designated by the Chair of the Council. The Chair of the Council shall be responsible for establishing specific dates, setting agendas, making appropriate arrangements, and presiding at Conference meetings. In the absence of the Chair, these duties shall be performed by the Vice-Chair.
 - 2. Special meetings may be called at any time by the Chair or by a majority of members of the Council.
 - 3. Approved minutes of the Council of Presidents will be distributed to the Executive Committee, and the Commissioner of the Conference.

Section 2. Executive Committee.

- A. Composition.
 - 1. There shall be an Executive Committee composed of the Faculty Athletics Representatives of all Conference members. The Executive Committee shall have an elected President and Vice President who will serve as President and Vice President of the Conference. The President and Vice President shall be Faculty Athletics Representatives. The chair and one other designee of the Athletics Directors Association, and the chair and one other designee of the Senior Woman Administrators Association shall be non-voting members of the Executive Committee.
 - 2. For the transaction of business, a quorum shall consist of two-thirds of the voting members of the Executive Committee.
 - 3. When a Faculty Athletics Representative cannot cast an institutional vote, the Chief Executive Officer shall designate a qualified substitute who shall be empowered to vote for the institution. Such designations shall be in writing to the Conference President.
- B. Powers and Duties.
 - 1. The Executive Committee may empower the Conference officers to perform specific tasks.
 - 2. The Executive Committee shall manage affairs of the Conference in accordance with the Constitution and Bylaws.
 - 3. The Executive Committee shall establish procedures for the Commissioner's office as from time to time they may be deemed appropriate.
 - 4. The Executive Committee shall hear appeals from members who disagree with rulings or imposition of penalties by the Commissioner. On such appeals a two-thirds vote of the full Executive Committee shall be required to overrule any interpretation or action of the Commissioner. An appeal to the Executive Committee of a ruling or imposition of penalty by the Commissioner must take place in writing within 7 days of the written

- action by the Commissioner and the President of the Conference shall ensure that the appeal is heard by the Executive Committee in a timely manner.
5. The Executive Committee shall review and approve, return to the appropriate committee or to the Athletics Directors Association for reconsideration or, at its option, alter or deny, all actions taken by each Conference committee and by the Athletics Directors Association.
 6. The Executive Committee shall review issues pertaining to academics and student-athlete welfare.
 7. The Executive Committee shall conduct the eligibility petition approval process.
 8. The Executive Committee shall assist the Conference office staff with the preparation of Conference and NCAA legislation. Each adopted recommendation shall be reported to the Council of Presidents and the Executive Committee.
 9. The Executive Committee shall fill all Southern Conference vacancies on the NCAA Division I Management Council and on all Division I cabinets. When a vacancy on the Management Council or on one of the cabinets is upcoming, the President of the Conference will invite all institutions and individuals in the Conference to submit nominations for the vacancy or vacancies to the Executive Committee by a specific date for its consideration. At the annual fall or spring meeting prior to the opening of a position on the Management Council or on a cabinet, the Executive Committee shall then select the individual to fill the vacancy from the list of submitted nominees. If a vacancy occurs prior to a scheduled opening on a cabinet or on the Management Council, the Executive Committee officers shall be notified immediately of the opening and the President of the Conference shall solicit nominations in a timely manner to fill the vacancy. The Executive Committee will fill the vacancy prior to the next meeting of the Management Council or of the cabinet in question.
 10. Each member institution's Faculty Athletics Representative is expected to attend Executive Committee meetings.
- C. Time/Site of Meetings. The Executive Committee may meet prior to Conference meetings or at such time as the President may direct.

Section 3. Conference Meetings.

- A. Regular Meetings.
 1. Normally, the two regular Conference meetings each year shall be held in the fall and in the spring. Alternative dates for these meetings may be set by the Executive Committee no later than the last day of the preceding February for the Fall Meeting and no later than the last day of the preceding May for the Spring Meeting. Committee meetings may be held prior to the Conference meeting.
 2. All Conference meetings shall be held in executive session unless the Executive Committee decides otherwise. Those present in an executive session would be the Chief Executive Officers, Faculty Athletics Representatives, Athletics Directors, and Senior Woman Administrators.
 3. When exceptional circumstances warrant, the Chief Executive Officer may designate, in writing to the Conference President, an individual to represent the Faculty Athletics Representative at the Conference meeting.
 4. Members of the Conference shall be entitled to one vote each.
- B. Combined Meetings. A combined meeting would consist of Chief Executive Officers, Faculty Athletics Representatives, Athletics Directors, and Senior Woman Administrators.
- C. Special Meetings. Special meetings may be called at any time by the chair of the Council of Presidents, the President of the Conference, or by a majority of the members of either the Council of Presidents or the Executive Committee.

Section 4. Order of Business. The suggested order of business for regular meetings is as follows:

- A. Consideration of minutes of the preceding meeting
- B. Announcements of appointments of members to the Nominating Committee (Spring)
- C. Reports of the President, Commissioner and Standing and Special committees
- D. Consideration of proposed amendments
- E. Old business
- F. New business
- G. Appointment of special committees
- H. Report of Finance and Audit Committees (Fall-Audit/Spring-Budget)
- I. Report of Nominating Committee (Spring)
- J. Election of officers (Spring)
- K. Adjournment

Section 5. Conference Officers.

- A. Officers of the Conference. Officers of the Conference shall be elected by ballot to two-year terms at the Spring Meeting, without regard to rotation among members. Term of office shall commence at the conclusion of the Spring Meeting. The Executive Committee shall have an elected President and Vice President who will serve as President and Vice President of the Conference. A vacancy shall be filled for the duration of the term by a majority vote of all voting members of the Executive Committee.
- B. Powers and Duties.
 1. President
 - a. The President shall preside at all meetings of the Conference and the Executive Committee.

- b. The President shall appoint the chair of all committees. The President shall charge each committee with its responsibilities at the time of appointment. The charge should be reflected in the minutes of the first meeting.
 - c. The President shall serve as an ex-officio member of all standing committees.
2. Vice-President
- a. The Vice-President shall perform the duties of the President in the latter's absence or disability.
 - b. The Vice-President shall serve in the capacity of Parliamentarian.
 - c. The Vice-President shall serve as Chair of the standing Finance Committee, and shall present for approval an overall conference budget for the subsequent year at the spring meeting.
 - d. The Vice-President shall serve as Chair of the standing Audit Committee and shall submit at the Fall Meeting an audit statement of all receipts and disbursements of Conference funds.
 - e. The Vice-President shall be a member of the investment committee.

Section 6. Meeting minutes.

- A. Minutes of all Conference meetings shall be disseminated in a timely manner both in hard copy form and electronically.
- B. The chairs of all other committees are responsible for the placement of meeting minutes on the Southern Conference web page.

**Article Two
Organization**

Section 1. Standing Committees. Standing committees shall be provided as the Conference may consider necessary. The President shall appoint all committee members. The tenure of any committee member may not exceed six consecutive years. Standing committee members shall serve for three years, beginning July 1st.

A. Administrative Committees. The membership of each committee shall include at least one Faculty Athletics Representative and one athletics administrator. All administrative committees shall report to the Executive Committee.

1. The following are standing administrative committees:

Audit: Has oversight responsibility of all financial audit matters associated with the Conference's fiscal year end and is required to present an annual audit for approval by the Conference. This committee is chaired by the Conference Vice President.

Awards: Has responsibility for all aspects of the Conference's awards programs.

Committee on Committees: Serves as a recommendation group to the conference president for the appointment of conference members to all standing and sport committees.

Constitution and Bylaws Revision: Has the responsibility to monitor the Constitution and Bylaws, to recommend changes as needed, and to ensure Conference compliance with the Constitution and Bylaws.

Equity and Diversity: Shall address all issues associated with the advancement of women and minorities within the Conference.

Finance: Has oversight responsibility of all fiscal matters associated with the operation of the Conference and is required to present an annual budget for approval by the Conference. This committee is chaired by the Conference Vice President.

Graduate Scholarship: Has responsibility for all activities associated with the Conference's Graduate Scholarship Recognition Program.

Investment: At the direction of the Council of Presidents, the Investment Committee serves to monitor and maintain the management of the conference's investment portfolio.

Long Range Planning: Shall recommend to the membership a plan that shall indicate the direction of the Conference.

Meetings: Shall ensure that meetings are planned in ways that meet the membership's needs and provide the best atmosphere to conduct Conference business.

Men's and Women's Officials: Is responsible for the evaluation of the Conference's officiating programs.

Nominating: Prepares slate of candidates for election of Conference officers.

Resolutions: Recommends to the Conference formal statements worded to thank, recognize or honor individuals groups or institutions on appropriate occasions.

Sports Medicine: Has oversight responsibility for the medical welfare of the student-athlete.

Television: Shall be responsible for the television activities with various networks.

2. Powers and Duties

a. The President of the Conference is responsible for appointing the members and the chair and vice chair of each administrative committee. The committee is responsible for fulfilling its charge. A list of all committee charges is included in an appendix in the back of the Manual.

b. In lieu of Conference office representation, the Chair will appoint a secretary who will furnish minutes of all meetings to the Commissioner in a timely manner.

3. Time/Site of Meetings. All administrative committees shall meet at least annually, either in person or via conference call.

4. Committee Chair Responsibilities. Committee chairs are responsible for establishing specific dates, setting an agenda, making appropriate arrangements and presiding at the committee meeting. In the absence of the Chair, these duties shall be performed by the Vice-Chair. It is the responsibility of the chair to report all recommendations to the Executive Committee.
- B. Sports Committees. Each Conference sport shall be represented by a sports committee. The membership of each committee shall include at least one Faculty Athletics Representative, one Athletics Director and one Senior Woman Administrator.
1. The following are the standing sports committees:

Baseball	
Men's Basketball	Women's Soccer
Women's Basketball	Softball
Cross Country	Track & Field
Football	Men's Tennis
Men's Golf	Women's Tennis
Women's Golf	Volleyball
Men's Soccer	Wrestling
 2. Powers and Duties.
 - a. Each committee shall be responsible for the welfare of the sport it represents.
 - b. The sports committees shall manage all championships within the rules and regulations of the Conference.
 - c. Each committee shall annually review the Sports Policies and Regulations with its respective head coaches group and make recommendations to the Athletic Directors Association, and through them, to the Executive Committee.
 - d. The chair of each committee shall be an athletics administrator (athletics director, senior woman administrator, associate/assistant athletic director, etc.), and shall be appointed by the President of the Conference. In lieu of a Conference office staff liaison, the chair of each committee shall appoint a secretary who will furnish a copy of the minutes of all meetings to the Commissioner.
 3. Time/Site of Meetings. Each committee will meet annually either in person or via conference call to discuss matters of relevance concerning that sport.
 4. Committee Chair Responsibilities. Committee chairs are responsible for establishing specific dates, setting an agenda, making appropriate arrangements and presiding at the committee meeting. The Chair is responsible for reporting recommendations to the Athletics Directors Association.
- C. Special Committees. Special committees may be appointed by the President at the President's discretion. These committees will report to the President.

Section 2. Associations. When appropriate for a specific purpose, Associations, other than those noted below, may be formed to perform specific duties as approved by the Executive Committee.

- A. Athletics Directors Association.
1. Composition.
 - a. There shall be an association composed of the Athletics Directors of member institutions. A chair and vice chair shall be elected.
 - b. For the transaction of business, a quorum shall consist of two-thirds of the members of the Association.
 2. Powers and Duties.
 - a. The Association shall review reports from all Athletics Administrator Associations. These associations may develop and forward recommendations to the Athletics Directors Association, which will review and support, return to the appropriate association for reconsideration, or, at its option, alter or deny recommendations made by an association. The Athletics Directors Association shall seek approval by the Executive Committee of those items it supports.
 - b. The Association shall review the report of each sports committee and support it, return it to the appropriate committee for reconsideration, or, at its option, alter or deny specific recommendations made by a sports committee. The Athletics Directors Association shall seek approval by the Executive Committee of those items it supports.
 - c. The Association shall be responsible for recommending amendments to the Sports Policy and Regulations of all sports, and referring them to the Executive Committee for action.
 - d. The Association may recommend Administrative Regulations which cannot be in conflict with the Constitution and Bylaws and may be appealed for reconsideration at the next association meeting. These administrative regulations will be referred to the Executive Committee for action.
 - e. In lieu of a Conference office staff liaison, the Association vice chair shall keep minutes of a meeting and furnish a copy to the Commissioner.
 3. Time/Site of Meetings. The Association may meet prior to regular or special meetings of the Conference or at the call of the Association chair.
 4. Association Chair Responsibilities. The Association chair is responsible for establishing specific dates, setting an agenda, making appropriate arrangements, and presiding at the Association's meetings. In the absence of the chair, these duties shall be performed by the vice chair. It is the responsibility of the chair to report recommendations to the Executive Committee.

5. Each institution's Athletics Director is expected to attend Association meetings. When exceptional circumstances warrant, the athletics director may designate, in writing to the Association chair, an individual to represent the athletics director at the Association meeting.
- B. Senior Woman Administrators Association.
1. Composition.
 - a. There shall be an association composed of the Senior Woman Administrators from each member institution that sponsors women's athletics. A chair and vice chair shall be elected.
 - b. For the transaction of business, a quorum shall consist of two-thirds of the members of the Association.
 2. Powers and Duties.
 - a. The Association shall review all sports committee reports (with the exception of men's basketball and football) and make recommendations to the Athletics Directors Association.
 - b. In lieu of a Conference office staff liaison, the Association vice chair shall keep minutes of all meetings and forward a copy to each Athletics Director, and the Commissioner.
 3. Time/Site of Meetings. The Association may meet prior to the Fall and Spring Meetings of the Conference and at other times at the call of the Association chair.
 4. Association Chair Responsibilities. The Association chair is responsible for establishing specific dates, setting an agenda, making appropriate arrangements, and presiding at the Association's meetings. In the absence of the chair, these duties shall be performed by the vice chair.
 5. Each institution's Senior Woman Administrator is expected to attend Association meetings. When exceptional circumstances warrant, the senior woman administrator may designate, in writing to the Association chair, an individual to represent the senior woman administrator at the Association meeting.
 6. It is the responsibility of the chair to report on the actions of the Association to the Athletics Directors Association, and to the Executive Committee through the Senior Woman Administrators representatives on the Executive Committee.
- C. Coaches Associations.
1. Composition.
 - a. Each Conference sport in which the Conference offers a championship may be represented by a coaches association consisting of the head coaches of the sport at each participating member institution.
 - b. For the transaction of business, a quorum shall consist of two-thirds of the members of the association.
 2. Powers and Duties.
 - a. Each Coaches Association shall make recommendations to that Sport Committee regarding the enhancement of their respective sport.
 - b. Each Association will elect a chair and vice chair who, in lieu of a Conference office staff liaison, will furnish a copy of the minutes of all meetings to each Athletics Director, Senior Woman Administrator, and the Commissioner.
 3. Time/Site of Meetings. Each Association will meet annually either in person or via conference call to discuss matters of relevance in that sport.
 4. Association Chair Responsibilities. Association chairs are responsible for establishing specific dates, setting an agenda, making appropriate arrangements and presiding at the Conference coaches meeting. In the absence of the Chair, these duties shall be performed by the vice chair. It is the responsibility of the chair to report recommendations to the appropriate Sports Committee.
 5. Each institution's coach is expected to attend Association meetings in that coach's sport. When exceptional circumstances warrant, the coach may designate, in writing to the Association chair, an individual to represent the coach at the Association meeting.
- D. Student-Athlete Association.
1. Composition.
 - a. There shall be an Association composed of two student-athletes, one male and one female, from each member institution. A chair and vice chair shall be elected from within the Association.
 - b. There shall be a member of the Faculty Athletics Representative's Association.
 - c. There shall be a member from the Athletics Directors Association.
 - d. There shall be a member from the Senior Woman Administrators Association.
 - e. For the transaction of business, a quorum shall consist of two-thirds of the student-athlete membership.
 - f. The Conference staff liaison will coordinate all committee activities.
 2. Powers and Duties.
 - a. The Association will provide insight regarding the student-athlete experience focusing on welfare issues and providing input on the rules, regulations, and policies that affect student-athletes' lives on member institution campuses.
 - b. The Association shall provide information and make recommendations to the Executive Committee and serve in an advisory capacity to the Athletics Directors Association.
 3. Time/Site of Meetings.
 - a. The Association may meet annually at the Student-Athlete Leadership Institute and via conference call as needed during the academic year.

**Article Three
Administration**

Section 1. Commissioner. The Commissioner shall direct the activities of the Conference office and shall have the authority, duties and responsibilities as assigned by the Executive Committee. In the absence of specific direction by the Executive Committee the Commissioner may exercise authority that is in the best interest of the Conference.

- A. Appointment. The Council of Presidents shall have ultimate responsibility for the selection of the Conference Commissioner. He/She shall be elected by a vote of at least two-thirds of the full membership of the Council of Presidents.
- B. Term of Office. The Commissioner's contract and its terms shall be approved by the Council of Presidents.
- C. Powers and Duties. The Commissioner shall:
 1. Conduct and supervise all activities of the Conference in the manner and to the extent deemed reasonable and essential to achieve the purposes of the Conference;
 2. Interpret and enforce the rules and regulations of the Conference;
 3. Direct the activities of the Conference office and staff;
 4. Impose penalties in accordance with guidelines suggested by the Executive Committee for adjudged violations of Conference rules and regulations. A Conference member which disagrees with the Commissioner or an interpretation of a rule or on the imposition of a penalty may appeal to the Commissioner in writing and a hearing of the Executive Committee shall be scheduled. A two-thirds vote of the full Executive Committee shall be required to overrule the Commissioner's decision;
 5. Serve (or have a designee serve) as an ex-officio member of all committees;
 6. Publish annually the Conference Manual to be effective August 1st of each year;
 7. Maintain and circulate the minutes of all committee meetings as instructed by the President of the Conference.
 8. Assemble and distribute material and/or agendas for Conference meetings and special events.
- D. Location of the Commissioner's Office. The Executive Committee shall approve the location of the Commissioner's office, which shall be located in Conference territory.

Section 2. Commissioner's Staff. Positions on the Commissioner's staff are approved by the Executive Committee and appointed by the Commissioner.

Article Four Membership

Section 1.

- A. Members.
 1. A Conference member may be suspended or expelled from the Conference only upon two-thirds vote of the full Executive Committee.
 2. A Conference member which is suspended or expelled from the Conference shall not be eligible for any financial distribution (including the share of Conference equity) except for unpaid team expenses to attend a scheduled Conference championship, meet, or tournament which took place prior to the date of expulsion or withdrawal.
 3. Any member that decides to resign from the Conference is expected to give a two-year notice of its intent to leave the Conference. A member that resigns in this manner will continue to receive a share of the annual excess revenue distribution during its last two years in the Conference, but will also be assessed a fee of \$300,000, due to the Conference June 30 of the year the member leaves the Conference. A member that resigns with less than a two-year notice, forfeits its share of excess revenue distribution, and will be assessed a financial penalty of \$600,000, due to the Conference June 30 of the year the member leaves the Conference. Any exiting member is entitled to no other monies.
- B. New Members.
 1. An institution desiring to become a full member of the Conference shall:
 - a. Have admission requirements and academic standards acceptable to current member institutions;
 - b. Be geographically located where it will be feasible to maintain competition with current member institutions;
 - c. Be able to demonstrate a tradition of having a subsidized program of intercollegiate athletics for men and women;
 - d. Be in compliance with all the Southern Conference Constitution and Bylaws;
 - e. Adjust schedules expeditiously. A grace period, of not over three years, shall be provided for adjustments to team schedules;
 - f. Be a Division I member of the NCAA for a minimum of two years immediately prior to approval for membership;
 - g. Pay the Conference an entry fee agreed upon by the Conference and the new member. This amount must be at least as much as the prorated institutional net assets of the Conference, as determined by the Finance Committee of the Conference and approved by the Executive Committee.
- C. Procedures. When an institution has indicated its desire to become a full member of the Conference the following procedure shall be followed:
 1. The institution, through its CEO, shall make application with recommendations from at least three Conference members;
 2. The Executive Committee shall, in consultation with the Conference President, appoint a special committee to report on the prospective member's academic qualifications, admissions requirements, NCAA affiliation, and the institutional commitment to Conference membership. A majority of the committee members shall be faculty

- athletics representatives. The committee shall also have at least one athletics director and one senior woman administrator. The chair of the committee shall be appointed by the Conference President. This committee will make a visit to the prospective institution and report their findings to the Executive Committee;
3. The Executive Committee shall, in consultation with the Athletics Directors Association and the Conference President, appoint a special committee to report on the prospective member's suitable geographic location, athletics personnel, athletics policies, athletics facilities, the financial stability of the athletics department, and sports sponsorships. A majority of the committee members shall be athletics directors. The committee shall also have at least one faculty athletics representative and one senior woman administrator. The chair of the committee shall be appointed by the Conference President. This committee will make a visit to the prospective institution and report their findings to the Executive Committee.
 4. The Executive Committee, the Athletics Directors Association, and the Senior Woman Administrators Association will discuss a prospective member's expression of interest in Conference membership prior to the two special committees making their campus visit. After the campus visit, the Executive Committee shall review the reports of the two special committees and shall report to the membership at the next regular (or special) meeting of the Conference.
 5. Every effort will be made to ensure that each Conference institution has a member on one of the two special committees.
 6. A new member may be accepted by the membership at any Conference meeting. A vote of two-thirds of the full Executive Committee shall be required to accept a new member, subject to approval by the Council of Presidents.
 7. Payment of the entry fee (See Article Four, Section 1.B.1.g) will be on a schedule agreed to between the Conference and the new member, with a substantial portion of the entry fee due to the Conference prior to a public announcement.
 8. Prior to a public announcement, a new member's chief executive officer, acting on behalf of the institution's governing board, shall sign a letter agreeing to comply with the Southern Conference Constitution and Bylaws.

Section 2.

- A. Associate Members.
 1. Associate members are members who compete for Conference championships, but who are not full Conference members.
 2. Institutions may be offered an associate membership in the Conference in a particular sport for the sole purpose of competing in the Conference championship for that sport.
 3. Associate members will be chosen to participate in a Conference championship only if athletic opportunities for the full Conference members will be enhanced by such participation.
 4. Institutions granted associate membership in the Conference are extended voting privileges in matters only relating to the conduct or competition in that sport, and are not entitled to vote on other matters of the Conference which may or may not involve that sport.
 5. Associate members will only share in Conference net revenue directly generated by the Conference sport in which the institution participates.
 6. When an institution agrees to become an associate member of the Conference, a written contract will define the terms of associate membership.
- B. New Associate Members.
 1. An institution desiring to become an associate member of the Conference shall:
 - a. Have admission requirements and academic standards acceptable to current member institutions;
 - b. Be geographically located where it will be feasible to maintain competition with current member institutions;
 - c. Be in compliance with the Southern Conference Constitution and Bylaws;
 - d. Be a Division I member of the NCAA for a minimum of two years immediately prior to approval for associate membership.
 - e. Pay the Conference the required dues amount as set forth in the associate member contract. Such amount, not less than \$1,000, should not be less than the cost of the pro-rata share of the respective sport's championship.
- C. Procedures. When an institution has indicated its desire to become an associate member of the Conference, the following procedure shall be followed:
 1. The institution, through its CEO, shall make application with recommendations from at least three Conference members;
 2. The Executive Committee shall direct the Athletics Directors Association to report on the prospective associate member's suitable geographic location, athletics personnel, athletics policies, athletics facilities, and the general compatibility of the specific sport which will be competing in the Conference.
 3. The Executive Committee shall review the report of the Athletic Directors Association, and shall report to the membership at the next regular meeting of the Conference.
 4. A new associate member may be accepted by the membership at any Conference meeting. A favorable vote of two-thirds of the full Executive Committee shall be required to accept an associate member, subject to approval by the Council of Presidents.
 5. Prior to a public announcement, a new associate member shall deposit with the Conference office, a sum agreed upon and specified in the associate member contract.
 6. Prior to a public announcement, a new associate member's chief executive officer, acting on behalf of the institution's governing board shall sign a contract which outlines the details of the associate member's

participation in the Conference. This contract will include the dues, services, revenue sharing agreements, potential expenses, and the duration of associate member status. The new associate member will also agree in the contract to comply with the Southern Conference Constitution and Bylaws.

- a. Upon recommendation by the Athletics Directors Association, associate member dues shall be approved by the Executive Committee, subject to approval by the Council of Presidents.
- b. Upon recommendation by the Athletics Directors Association, the duration of associate member status as set forth in the associate member contract shall be approved by the Executive Committee, subject to approval by the Council of Presidents.

D. Current Associate members are:

<u>Institution</u>	<u>Sport</u>
Campbell University	Wrestling
Gardner-Webb University	Wrestling
Southern Illinois University-Edwardsville	Wrestling
Virginia Military Institute	Wrestling

Article Five Eligibility

Section 1. Requirements. Each Conference member will comply with NCAA and Southern Conference eligibility requirements.

- A. Academic Requirements.
 1. Satisfactory Progress. A student-athlete shall be making satisfactory progress towards a degree as defined by the institution and the NCAA.
- B. Transfer Requirements.
 1. A student-athlete who transfers from one Conference member to another shall not be eligible to compete in the same sport until one calendar year has elapsed from the date of enrollment at the certifying institution.
 2. Graduate Student Exception. A graduate of one Conference member who enrolls in a graduate or professional school of a second member institution may participate immediately in the same sport if the student-athlete otherwise fulfills the conditions of the NCAA one-time transfer requirements and has eligibility remaining in that sport.
 3. Athletic Aid Exception. Non-recruited student-athletes who do not receive athletically related financial aid may participate immediately in the same sport if the student-athlete otherwise fulfills the conditions of the NCAA one time transfer requirements and has eligibility remaining in that sport.

Section 2. Regulations.

- A. Before any student may compete in intercollegiate athletics, a squad list must be filed with the Commissioner.
- B. Financial Aid Limitations. The Conference shall subscribe to financial aid limitations as defined in the NCAA Rules and Regulations.

Article Six Competition

Section 1. Required Varsity Sports. Conference members shall field teams in a combined total of not less than fourteen men's and women's varsity sports.

- A. Women's Sports. Conference members shall field teams in women's basketball, volleyball and at least five other women's sports in which the Conference conducts championships.
 1. The Conference will conduct a championship in any NCAA sport in which a minimum of five members sponsor teams.
 2. The Executive Committee must approve the establishment of new championships and authorize appropriate funding.
- B. Men's Sports. Conference members shall field teams in men's basketball, football and at least four other sports in which the Conference conducts championships.
 1. The Conference will conduct a championship in any NCAA sport in which a minimum of five members sponsor teams. The Executive Committee must approve the establishment of new championships and authorize appropriate funding.
- C. Scheduling. All Conference institutions will, in each Conference sport they sponsor, conduct a complete schedule of competition within the Southern Conference in that sport as specified in the Sports Regulations for that sport.
- D. Waiver. A waiver to a specific provision of Article Six may be granted by a three-fourths vote of the full executive committee, subject to approval by the Council of Presidents.
 1. The Citadel has received a waiver of Bylaw Article Six, Section A.
 2. College of Charleston, Davidson College and the University of North Carolina at Greensboro have received a waiver of Bylaw Article Six, Section B.

[Note: A list of all waivers is included in the General Information section of the Manual.]

Section 2. Championships

- A. Conference.
 - 1. Regular Season Competition. Regular season competition shall determine the Conference champion in baseball, women's basketball, football, soccer, softball, tennis and wrestling. In men's basketball and volleyball, divisional champions will be determined but the Conference champion shall be the winner of the Conference tournament.
 - 2. Tournament or Meet. A Conference tournament or meet shall determine the Conference champion in men's basketball, cross country, golf, indoor track, outdoor track and volleyball. Tournament/meet formats are specified in the Sports Regulations.
- B. Post-Season Competition.
 - 1. NCAA Championships.
 - a. Football
 - 1. The winner of the Conference championship in football shall become the Conference's automatic qualifier to the NCAA Division I-FCS playoffs. Other member institutions may accept at-large invitations.
 - 2. Each participating member in the NCAA Division I-FCS playoffs will receive all per diem allowances and travel expenses associated with the contest(s) that are distributed by the NCAA.
 - b. Other Sports
 - 1. The winner of the Conference tournament shall become the Conference's automatic qualifier when applicable to the NCAA Championships. Other member institutions may accept at-large bids.
 - 2. If a Conference school is invited to participate in an NCAA championship, the per diem allowance and travel expenses associated with the contest(s) that are distributed by the NCAA will be retained by the institution.
 - 3. Teams that compete in sports in which the Conference does not receive an automatic bid for NCAA championships are required to accept at-large invitations. Teams that compete in sports in which the Conference participates in play-ins will receive up to \$5,000 to cover expenses.
 - 2. Other Pre or Post Season Competition. Conference teams and/or individual student-athletes may compete in out-of-season competition within the guidelines of this Constitution and Bylaws and the NCAA.

Section 3. Transition Exception.

- A. The Citadel will be granted an exception to Article Six, Section 1, Paragraph A, with an annual review thereafter.
- B. During this period, member institutions are encouraged to assist The Citadel with the scheduling of regular season competition, with the understanding that mixed-teams may be required.
- C. In the sports of Cross Country, Indoor Track and Field, Outdoor Track and Field, Golf, and Tennis, The Citadel may be permitted to enter eligible female student-athletes representing their institutions as individuals. These individuals would be eligible for individual honors, but their performances would not affect team scoring until the schools provide a full women's team.
- D. This Transition Exception will be reviewed again at the end of its application.

Article Seven Academic and Athletic Awards

Section 1. Academic Awards

- A. Barrett-Bonner Academic Award. The Barrett-Bonner Academic Award shall be awarded annually to the Conference member with the highest percentage of its student-athletes on the Southern Conference Academic Honor Roll.
- B. Graduation Rate Award. The Graduation Rate Award shall be awarded annually to the Conference member with the highest graduation rate for its student-athletes as compiled in the annual official NCAA Graduation-Rates Report.
- C. Southern Conference Honor Roll. The Honor Roll shall consist of all student-athletes who achieve a minimum 3.0 GPA for the academic year while being a member of the final squad list for a varsity sport during its traditional season. To be eligible, student-athletes must have previously passed a minimum of 24 hours over the course of two semesters or its equivalent for other academic calendars. Honor Roll recipients shall be announced during the summer months and certificates shall be issued to member institutions on behalf of each recipient.
- D. Southern Conference Academic All-Conference Team. The Academic All-Conference Team shall consist of all student-athletes who achieve a minimum 3.3 cumulative GPA while being a member of the final squad list for a varsity sport sanctioned by the Southern Conference during its traditional season. GPA calculations shall be based upon the student-athlete's cumulative GPA at the beginning of the semester during which competition takes place. To be eligible, student-athletes must have passed a minimum of 24 hours over the course of two semesters or its equivalent for other academic calendars. Additionally, student-athletes must have participated in a minimum of 50 percent of their team's contests in the most recent traditional season. Academic All-Conference Teams shall be awarded for fall, winter and spring sports. The teams shall be announced shortly after the conclusion of each season and certificates shall be issued to member institutions on behalf of each recipient.
- E. Southern Conference Commissioner's Academic Medal. The Commissioner's Academic Medal shall be awarded to all student-athletes who achieve a minimum 3.5 GPA for the academic year while being a member of the final squad list for a varsity sport during its traditional season. To be eligible, student-athletes must have previously

passed a minimum of 24 hours over the course of two semesters or its equivalent for other academic calendars. Commissioner's Academic Medal recipients shall be announced during the summer months and medallions shall be issued to member institutions on behalf of each recipient.

Section 2. Graduate Scholarships. Southern Conference Graduate Scholarships shall be awarded annually to senior student-athletes who are members of the final squad list for any varsity sport sanctioned by the Southern Conference. They shall include: One female (Dorothy Hicks Scholarship), one male (Dave Hart Scholarship), two eligible by either gender (William V. Moore Scholarship and David Knight Scholarship) and additional scholarships as available, for student-athletes who plan to continue their education in graduate or professional school.

Section 3. Athletic Awards. Conference champions shall be properly recognized.

A. Germann Cup

1. The Germann Cup shall be awarded annually to the Conference member who compiles the most points during the academic year in all women's sports in which the Conference offers a championship.
2. Points shall be awarded in each sport as follows: The winning team during regular season competition shall receive (12) points for first place. In sports where there is a post season tournament held the winner of the tournament will be awarded (2) additional points. If a team wins the regular season championship and the season ending tournament, they would receive (12) points for winning the regular season and (2) points for winning the tournament championship for a total of (14). If a team other than the regular season champion wins the season ending tournament, they would receive the additional (2) points. For example, the team that finishes in second place during the regular season competition would receive (11) points for the second place finish and would be awarded (2) additional points for winning the tournament championship for a total of (13) points. The third place team would receive one point less than the second place team (10) points, the fourth place team one point less than the third place team (9) points, etc. In sports where the Conference champion is decided by a season ending meet or tournament and does not designate a regular season champion, such as golf, cross country, and indoor and outdoor track, the points would be (12) for the champion. The second place team would be awarded one point less or (11), the fourth place team one less than the third place team or (10), etc.
3. In sports where not all member institutions compete for the Conference championship, the maximum number of points awarded to the Conference champion will be the same as that awarded in sports that are sponsored by all Conference members.
4. Presentation. Procedures for presentation and display are identical to those criteria used for the Commissioner's Cup.

B. Commissioner's Cup.

1. The Commissioner's Cup shall be awarded annually to the Conference member which compiles the most points during the academic year in all men's sports in which the Conference offers a championship.
2. Points shall be awarded in each sport as follows:
 - a. The team with the best won/loss record during the football season conference versus conference competition shall receive (12) points for finishing in first place during the regular season. The second place team would get (11) and the third place team would get (10), etc.
 - b. In sports where there is a post season tournament held, the winner of the tournament will be awarded (2) additional points. If a team wins the regular season championship and the season ending tournament they would receive (12) points for the regular season and (2) points for the tournament for a total of (14) points. If a team other than the regular season champion wins the season ending tournament they would receive the additional (2) points. For example, the team that finishes in second place during the regular season competition would receive (11) points for that second place finish and would be awarded (2) additional points for winning the tournament championship for a total of (13) points. The third place team would receive one point less than the second place team (10), the fourth place team one point less than the third place team (9), etc.
 - c. In sports where the Conference champion is decided by a season ending meet or tournament, and does not designate a regular season champion, such as golf, cross country, and indoor and outdoor track, the points would be (12) for the champion. The second place team would be awarded one point less or (11) points, the third place team one point less or (10), the fourth place team one less than the third place team or (9), etc.
 - d. Awarding of points for men's basketball will be as follows: Divisional winners will earn (12) points, second place (10) points, third place (8) points, fourth place (6) points, fifth place (4) points, and sixth place (2) points.
 - e. In sports where not all member institutions compete for the Conference championship, the maximum number of points awarded to the Conference champion will be the same as that awarded in sports that are sponsored by all Conference members.
3. Trophies
 - a. Permanent Cup. The permanent cup is retained by the winner for one year from the time it is presented.
 - b. Presentation Cup. An appropriately engraved cup is presented by the Conference and retained by the winner.
 - c. Presentation. Presentation will be made annually at the Spring Meeting of the Conference.

4. In the event of a tie for the Commissioner's Cup, each team will receive an award and recognition. Both member institutions names are engraved on the permanent cup. A coin toss determines who gets the trophy first. Both institutions will receive a small cup which they will retain.
5. If a permanent cup is to change hands, it is the obligation of the Athletics Director to bring the cup to the Spring Meeting for presentation to the new winner. Photographers should be on hand for the formal presentation.
6. It is the responsibility of the winner to have the permanent cup appropriately engraved, sending the bill to the Commissioner.

Article Eight Management of Conference Finances

Section 1. Oversight Responsibility. The Southern Conference Finance Committee has oversight of the Conference's financial administration. The Finance Committee shall annually review Conference finances prior to the Conference Spring Meeting and shall recommend for approval financial policy and the Conference budget. The committee may also recommend assessments to members for such amounts that may be reasonably necessary to support the Conference.

Section 2. Fiscal Year. The fiscal year for the Conference shall begin July 1 in each calendar year and end June 30 in the following calendar year.

Section 3. Conference Budget. A Conference budget shall be prepared by the Commissioner, reviewed by the Finance Committee and Council of Presidents and presented to the Executive Committee for approval at the annual Conference Spring Meeting. An annual budget can be changed only by approval of the Executive Committee.

A. Budget Process.

1. The Executive Committee-approved Conference strategic goals and principles shall be used to guide any deliberations that may occur related to Conference expenditures.
2. The Conference office staff shall work with Conference committees that have oversight responsibility for budget expenses to ensure that expenditures comply with Conference strategic goals and principles.
3. The Commissioner shall present a proposed budget to the Finance Committee that adheres to the Conference strategic goals and principles.
4. In consideration of the proposed budget, the Finance Committee shall give the highest priority to funding initiatives that align with the Conference strategic goals and principles.
5. In order for budget request to be approved, the requests should include:
 - a. The expenditure's relationship to the respective Committee's charge;
 - b. Whether the expenditure is a new or replacement program;
 - c. The expenditure's cost effectiveness;
 - d. The amount of money that has already been spent on each specific proposal;
 - e. The projects, if any, that are being replaced if funds are being reallocated to support the expenditure; and
 - f. Appropriate supporting data.

B. Conference Revenues.

1. Dues.
 - a. Present Members. The annual dues for each member of the Conference shall be \$25,000 payable before September 30.
 - b. New Members. Each new member must pay the Conference an entry fee agreed upon by the Conference and the new member (See Article Four, Section 1.B.1.g). Payment of the entry fee will be on a schedule agreed to between the Conference and the new member, with a substantial portion of the entry fee due to the Conference prior to a public announcement.
 - c. Associate Members. Prior to a public announcement of membership, an associate member shall deposit with the Conference office the current dues figure, as determined by the Conference.
2. Corporate Marketing. Income from corporate marketing.
3. Operating Funds. Income from Operating Funds. Conference monies shall be invested in accordance with the following guidelines:
 - a. Certificates of Deposit/Deposit Notes. Certificates of deposits (CDs) are obligations of the issuing financial institution to pay the beneficial holder or bearer the full amount plus interest periodically or at maturity. Certificates of deposit may be purchased directly from the issuing institution or from an approved broker/dealer. Bank deposit notes are similar to corporate medium-term notes and are longer-term CDs.
 1. CDs may be purchased from FDIC insured banks or savings and loan associations up to the limit of FDIC insurance.
 2. CDs in excess of FDIC insurance limits may be purchased provided the financial institution meets the following guidelines:
 - a. The bank's holding company assets shall be at least \$5 billion.
 - b. Investments may be made only in investment grade institutions with the following minimum ratings: Thomas Bankwatch B, Sheshunoff rating of B or TBW-1 for short term ratings, bond ratings by Moody's AA, Standard & Poor AA for any of other short term bank deposit notes.
 - b. U.S. Treasury Securities. Treasury securities include Treasury Bills (T-Bills) [original maturities one year or less], Treasury Notes [maturities one to 10 years]. These are negotiable, highly liquid instruments of the U.S. Treasury. Treasury securities carry full faith and backing of the United States government and may be assumed to have no credit risk. U.S. Treasury securities may be purchased from a financial institution

- or from and approved broker or dealer. The Conference may have 100 percent of its investments in U.S. Treasury obligations if the market conditions are favorable to this type of investment portfolio.
- c. Federal Agency Securities. Various federal agencies issue security instruments to provide credit for particular sectors of the economy. Examples include Federal Home Loan Bank, Federal National Mortgage Association, Government National Mortgage Association, Federal Home Loan Mortgage Corporation, Federal Farm Credit Bank, Student Loan Marketing Association, Financing Corporation and Tennessee Valley Authority. Agency securities are negotiable. Liquidity, maturities and other aspects of these securities vary from agency to agency. Agency issues have either "explicit" or "de facto" backing from the U.S. government. Although the credit risk is slightly greater than that of the U.S. Treasury securities, it still is negotiable. The Conference may have 100 percent of its investments in federal agency securities if the market conditions are favorable to this type of investment.
 - d. Commercial Paper or Corporate Notes. Commercial paper is an unsecured promissory note of a particular corporation issued for a specific amount and maturing on a specific day. All commercial paper is negotiable but because of its short duration, most investors hold their paper to maturity. The maximum maturity for which commercial paper may be sold is 270 days. Almost all commercial paper is rated with respect to credit risk by one or more of several rating services including Moody's and Standard and Poor's. As a result of credit risk and less liquidity, yield on commercial paper are higher than those on Treasury obligations of similar maturity. Corporate medium-term notes pick up where commercial paper leaves off on the maturity spectrum. Corporate notes are originally issued with maturities ranging from nine months to 10 years. Corporate notes can be purchased within a year of maturity from financial brokers and are rated by Standard and Poor's Corporation or Moody's Investment Service.
 1. The Conference may only invest in commercial paper with a Standard and Poor's rating of A-1 and a Moody's rating of P-1.
 2. The Conference may only invest in medium-term corporate notes that are investment grade having credit rating of "A" or better by Standard and Poor's Corporation or Moody's Investment Service.
 - e. Savings. Savings accounts may be established at selected financial institutions in amounts as may be necessary for the transaction of Southern Conference financial affairs.
 - f. Repurchase Agreements and Money Market Accounts. Cash balances maintained in the Conference's checking account(s) shall be invested on a daily basis in repurchase agreements or money market mutual funds, limited to U.S. government securities. The objective is to provide an interest avenue for overnight cash. The account will fluctuate based on when cash is received, recorded and invested by the Conference. Any investment yield that is adjusted based on a fixed spread or a specific index rate is prohibited if the yield moves up or down based on market interest rates.
 - g. Stock Mutual Funds or Bond Mutual Funds. The Conference may invest operating funds in stock or bond mutual funds. These investments should be managed in a way that would avoid a need to liquidate a portion of these investments for short-term cash flow purposes.
 - h. Maturity of Cash Management. The maturity of the investment portfolio is subject to constraints and conditions. The Conference shall base its investment portfolio on its structure of liabilities. The Conference shall, to the extent possible, minimize market risk by matching investments with liabilities, making it possible to hold investments to maturity. The Conference generally shall pursue a buy-and-hold strategy and avoid selling prior to maturity for short-term profits. However, investments may be sold prior to maturity when conditions warrant.
4. Licensing and Merchandising. Income from licensing and merchandising.
 5. Financial Penalties. The Commissioner has the authority to impose fines as necessary and deposit the money with the Conference.
 6. Assessments. Assessments may be imposed by the Conference.
 - a. When, at the end of the fiscal year (June 30), the expenditures for operations for that year have exceeded the year's income, the deficit shall be prorated (and shall be payable by the Conference members) on the basis of Conference membership as of June 30 of the said deficit year, provided such pro-rata assessments shall be the lesser amount which will absorb the deficit for that year or shall be needed to restore the value of the retained net assets of the Conference to \$350,000 for that year's end.
 - b. Conference members will pay several pro-rata assessments not later than January 31 following acceptance of the annual audit report at the Conference Fall Meeting.
 7. NCAA Conference Grants.
 8. Conference Championships Ticket Revenue.
 9. NCAA Championships Income. Revenue received from the net receipts from NCAA Championships, primarily the Division I Men's Basketball Championship.
 10. Special Assistance Fund for Student-Athletes.
 - a. Distribution. The Special Assistance Fund for Student-Athletes shall be distributed by the Conference office based upon an NCAA formula to each Conference member institution's athletics department. These funds are restricted to NCAA guidelines and purposes.
 11. Student-Athlete Opportunity Fund.
 - a. Distribution. The Student-Athlete Opportunity Fund shall be distributed by the Conference office based upon an NCAA formula to each Conference member institution's athletics department. These funds are restricted to NCAA guidelines and purposes.
 12. Participation in National Invitation Tournament.
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- a. All net revenues associated with participation in both the men's and women's basketball post-season National Invitation Tournaments, after a participating institution's actual expenses have been fully reimbursed, shall be retained by the Conference.
- C. Expenses. The following categories have been adopted by the Conference, its office and members for use in developing the annual budget. Budget categories have been developed and recommended by the Finance Committee and approved by the Executive Committee.
 1. Championships Administration.
 2. Communications.
 3. Compliance.
 4. Eligibility.
 5. Fiscal Management.
 6. Inter-Institutional Relationships.
 7. Interpretations.
 8. Legislation (NCAA/Compliance).
 9. NCAA Liaison.
 10. Office Management.
 11. Officiating.
 12. Record Keeping.
 13. Scheduling.
 14. Television Administration.
 15. Conference Committee Administration.
 16. Enhancement of Intercollegiate Athletics Enterprise (e.g., internships).
 17. Honors and Awards.
 18. Legal Advice.
 19. Insurance.
 20. Media and Public Relations.
 21. Revenue Generation (e.g., Licensing, Marketing, Merchandising and Promotions).
 22. Internet.
 23. Research.

Section 4. Audit. An annual audit shall be prepared by a Certified Public Accountant, approved by the Audit Committee and presented at the Conference Fall Meeting for approval.

- A. Revenue Sharing. A letter to each CEO announcing the profit sharing check shall be sent at the time the check is sent to each Athletics Director.
- B. Copies of Audits. A copy of the audit shall be circulated to all Faculty Athletics Representatives, Athletics Directors and Senior Woman Administrators prior to the annual Fall Meeting.

Section 5. Revenue Sharing. Excess Conference revenue, including income derived from contracts with television entities, revenue from marketing activities, income from preseason, postseason or special events competition, and income from Conference championships, shall be distributed to the membership. When the audited Conference budget shows net assets (assets minus liabilities) for any given fiscal year that exceeds the subsequent year's budget plus the value of retained net assets, the Conference must distribute to each member its pro-rata share of the excess. The value of retained net assets is recommended by the investment committee each June 30.

Section 6. Annual Funding. The following describes the annual funding mechanism for the Southern Conference budget:

- A. Annually on July 1, the value of retained net assets is invested at the direction of the investment committee.
- B. Unused Student-Assistance funds from past years' distributions from the NCAA are kept in investments.
- C. It is important to note, that historically, revenue exceeds expenses only during the last three months of the fiscal year after NCAA championship and Southern Conference basketball tournament monies have been received. The cash balance is used for general operating purposes during the first nine months of the fiscal year.

Article Nine Conference Investments

Section 1. Investment Responsibility. The Council of Presidents is responsible for the approval of guidelines and strategy regarding the Conference's investments. The Council of Presidents authorizes a Conference Investment Committee to perform the following:

- A. A portfolio manager shall be selected by the investment committee and be responsible for managing all Southern Conference investments in accordance with the investment guidelines approved by the executive committee. The investment committee may seek the advice and counsel of investment experts as necessary regarding specific investments and maturities.
- B. Authorize day-to-day investment decisions with the approved guidelines and to ensure that control procedures are followed.
- C. Ensure that all investments have been made in accordance with applicable laws and regulations, as well as in accordance with the approved guidelines.

- D. Make recommendations to the Council of Presidents concerning investment policy and strategy, including an annual review of the Conference investment policy and strategy. This review would be forwarded to the executive committee in a timely manner.
- E. By March 1, report annually the Conference's investment activity. *(Revised and Approved 6/10)*

Section 2. General Investment Strategy.

- A. It shall be the investment philosophy of The Southern Conference that all investments be managed on a daily basis to provide ready access to sufficient funds to meet the obligations of the Conference in a timely fashion.
- B. The highest priority shall be a determination of an appropriate balance between risk and return.
- C. Any departure from the investment guidelines needs prior approval from the Southern Conference Council of Presidents. *(Revised and Approved 6/10)*

**Article Ten
Meetings**

Section 1. Conference Meetings. Normally, the two regular Conference meetings each year shall be held in the fall and in the spring. Alternative dates for these meetings may be set by the Executive Committee no later than the last day of the preceding February for the Fall Meeting and no later than the last day of the preceding May for the Spring Meeting.

- A. Executive Session. All Conference meetings shall be held in executive session unless the Executive Committee decides otherwise.
- B. Membership Voting. Members of the Conference shall be entitled to one vote each.
- C. Voting by Proxy. Voting by proxy shall not be allowed.
- D. Combined Meetings. Combined meetings may consist of any combination of Chief Executive Officers, Faculty Athletics Representatives, Athletics Directors and Senior Woman Administrators.
- E. Special Meetings. Special Conference meetings may be called at any time by the chair of the Council of Presidents, the President of the Conference or by a majority of the members of either group.
- F. Expenses. The Conference shall not be obligated to pay expenses to committee members attending meetings or to others carrying out business approved by the President and/or Commissioner.
- G. Quorum. For the transaction of business at any Conference meeting, a quorum shall consist of two-thirds of the voting members of the Southern Conference.

**Article Eleven
Television**

Section 1. Television. The Southern Conference Television Committee shall oversee all Conference television activities. It is a condition and obligation of membership in the Southern Conference that each institution participate in such regular and postseason television programs as the Conference's members, by majority vote, may approve.

- A. Property Rights. Institutions shall give the Conference first-right-of-refusal to regular-season Conference games for television broadcast. After the Conference exercises its first-right-of-refusal, member institutions may function independently to arrange television broadcast and appearances.
- B. Syndicator. The Television Committee shall oversee negotiations with television syndicators for the production and syndication of Southern Conference regular-season and championship competition.
- C. Revenue. Revenue generated by the syndication of Conference television will be deposited with the Conference.

**Article Twelve
Amendments**

Section 1. Proposed Amendments. The bylaws may be amended at any Conference meeting by a majority vote of the full Executive Committee.

- A. Submission of Amendment. Any member institution may propose an amendment by submitting it in writing to the Commissioner not less than forty-five days prior to the next Conference meeting. The Commissioner will forward the proposed amendment to the Constitution and Bylaws Revision Committee, which will review the amendment and add any comments or suggestions it deems necessary, and return such to the Commissioner in a timely manner.
- B. Circulation of Amendment. The Commissioner shall distribute (via regular mail or electronic mail) a copy of all proposed amendments to the Executive Officer, Faculty Athletics Representative, Athletics Director, and Senior Woman Administrator of each member institution not less than twenty-five days prior to the next Conference meeting.

Section 2. Amendments to Bylaw Amendments. An amendment to the Bylaws may be amended at any meeting. A majority vote of the full Executive Committee is required for approval of an amendment to Bylaws Amendments.

Section 3. Effective Date. All approved amendments become effective August 1st following adoption unless otherwise specified.

Article Thirteen

Saving Clause

Section 1. Implied Powers and Authority. In addition to the specific powers and authority set forth by the Articles of Incorporation of the State of North Carolina and the Conference Constitution and Bylaws, the Conference shall have all further powers and implied authority to conduct its business.

Section 2. Correctable Errors. Failure of literal or complete compliance with the provisions of this Constitution and Bylaws in respect to the dates and times of notices or send the receipt of same, or errors in phraseology of notices or proposals, which in the judgment of the majority of members present at a Conference meeting do not cause substantial injury to the rights of members, shall not invalidate the actions or proceedings of the meeting.

Article Fourteen Effective Date

These Bylaws were adopted by the Executive Committee, and revised July 1974, May 1990, May 1999, and May 2008.