



2015-16

CAA FOOTBALL

Conference

Handbook

**CAA FOOTBALL
CONSTITUTION**

ARTICLE I

NAME

- 1.01 The name of this organization shall be "Colonial Athletic Association Football" ("CAA Football" or the "Conference").

ARTICLE II

MEMBERSHIP

- 2.01 The members of CAA Football are: University at Albany, University of Delaware, Elon University, James Madison University, University of Maine, University of New Hampshire, University of Rhode Island, University of Richmond, Stony Brook University, Towson University, Villanova University and College of William & Mary.
- 2.02 Membership shall be restricted to NCAA Division I Football Championship Subdivision institutions that award scholarships in the sport of football.
- 2.03 Active members of the Colonial Athletic Association (CAA") who sponsor Championship Subdivision championship caliber football shall be entitled to membership in the Conference if desired, by submitting a formal application and operational plan for approval by the Board of Directors no later than July 1, 2017. Membership applications from active CAA members received after July 1, 2017 will be considered in accordance with the process for non-active CAA members seeking membership.
- 2.04 Non-active members of the CAA must make formal application to the Commissioner who, with the Directors of Athletics, shall make a recommendation to the presidents of the member institutions.
- 2.05 Membership matters (including admission, probation suspension or expulsion) must be decided by an affirmative vote of at least three-fourths (3/4) of the members in "good standing". Three-fourths of the CAA Football member institutions and three-fourths of the CAA member institutions must approve a new CAA Football member who is not an active CAA member. A member who would have its membership affected by the motion; has been suspended; or has announced its intention to terminate its membership in the Conference, is not eligible to vote on membership motions. Abstentions shall be considered "affirmative" votes for the purpose of this legislation. The three-fourths standard shall be rounded up to the next whole number.
- 2.06 The resignation of any Conference member shall be sent to the Chair of the Council of Presidents of CAA Football for handling in accordance with the provisions of this Constitution.
- 2.07 New members shall be assessed an initiation fee recommended by the Directors of Athletics of the member institutions and established by a two-thirds vote of all the members.

ARTICLE III

PURPOSES, MISSION AND ORGANIZATION

- 3.01 The purposes for which CAA Football is organized are set forth in its Articles of Incorporation.
- 3.02 The mission of CAA Football is:
To assist its member institutions in the maintenance of their football program, for and solely on behalf of its members, which objectives are compatible with the highest standards of education and competitive intercollegiate competition. To this end, CAA Football aims:
- A. To encourage sound academic achievement for student-athletes.
 - B. To foster strong competition among teams of member and non-member institutions.
 - C. To assure proper support in funding athletic activities and competition among teams of member and non-member institutions.
 - D. To stimulate good sportsmanship.
 - E. To provide leadership and act as a positive force to develop favorable public perceptions toward intercollegiate athletics.
 - F. To address the future needs of intercollegiate football in the spirit of cooperation and equity to the benefit of all member institutions.
- 3.03 CAA Football shall be a voluntary, non-profit corporation organized in the Commonwealth of Virginia under the Virginia Nonstock Corporation Act.
- A. CAA Football shall be an affiliate of the Colonial Athletic Association, Inc. (“CAA”). The Commissioner of the CAA shall be the Commissioner of CAA Football.
 - B. No capital stock shall be issued to the members of the Conference. It shall be operated and maintained by such membership dues, assessments, endowments and other contributions as the members shall determine to be necessary or appropriate for its proper functioning.
 - C. None of the net earnings or assets of CAA Football shall inure to or be distributed for the benefit of private persons, except that CAA Football shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.
 - D. CAA Football shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

FUNDAMENTAL PRINCIPLES

4.01 The member institutions of CAA Football believe that organized intercollegiate athletics constitutes an important component of the collegiate undergraduate experience. If the constructive character of this activity is to be maximized, it is essential that the student-athletes who participate shall be genuinely representative of the student body to which they belong.

Therefore, each member institution agrees that:

- A. Student-athletes representing the institution will satisfy the same basic academic requirements as to admission and retention as other students.
- B. It will annually file the information pertaining to football as reported on its NCAA Graduation Rates Disclosure Form and Equity Disclosure Act Form with the CAA office.
- C. **Nonqualifier Rule.** Since the median of each institution's freshman class academic profile far exceeds the NCAA minimum standards for freshman eligibility, if a recruited (per NCAA Bylaw 13.02.13.1) nonqualifier enrolls at a member institution directly from high school the individual will not be eligible to represent the institution in a CAA sport. The institution, through its chief executive officer, may appeal in instances of special circumstances for relief from this legislation. [Revised to add Exceptions September 2013]
 - i. Exceptions: The CAA Nonqualifier Rule does not apply in these situations:
 - 1. The rule does not apply to a nonqualifier that meets the requirements for an "Academic Redshirt" per NCAA Bylaw 14.3.1.2.
 - 2. The rule does not apply to a nonqualifier who receives any relief via an NCAA Initial Eligibility Waiver (e.g., permitted to practice and/or receive athletic aid in first year.)
- D. It will conduct its intercollegiate athletic program in full compliance with NCAA and CAA Football legislation, and failure to do so may result in immediate suspension of membership.
- E. It will accept and discharge the responsibilities set forth by these Fundamental Principles in the conduct of its intercollegiate football program.

ARTICLE V

GOVERNANCE

- 5.01 CAA Football shall be organized, operated and governed by its Articles of Incorporation, Bylaws, this Constitution, the Administrative Regulations and applicable NCAA legislation.
- 5.02 The President of each member institution, or his or her designee, shall represent the institution at all member meetings and shall be entitled to one vote. The members, acting through their Presidents (collectively the Council of Presidents), shall be vested with final policy and operating authority of the conduct of Conference affairs.

- 5.03 The Director of Athletics of each member institution shall be a member of the Board of Directors of CAA Football and shall be entitled to one vote at any meeting of the Board of Directors. The Directors of Athletics, in conjunction with the Commissioner, shall be responsible for the day-to-day operations of the Conference.
- 5.04 Officers of the Conference shall include the President, First Vice President, Second Vice President and Treasurer (who shall all be Directors of Athletics) and who shall comprise the Executive Committee. The President must be the athletic director at his/her institution for two years prior to becoming President. The Commissioner shall serve as the Chief Administrative Officer and Secretary of the Conference. The Presidents of the member institutions may elect a Chair from among the Presidents of its members.
- 5.05 The notice requirements for convening meetings of the Council of Presidents, the Board of Directors and the Executive Committee are governed by Articles II, III and IV of the Bylaws of the Conference.
- 5.06 At all meetings of the Council of Presidents, the Board of Directors and any committees thereof, two-thirds (2/3) of all members plus one (1) member shall constitute a quorum for the transaction of business.
- 5.07 Unless otherwise noted, all issues referred to in this Constitution and the Bylaws, the vote of at least two-thirds (2/3) of all Conference member institutions entitled to vote shall be required. In all other instances, a majority vote of member institutions in attendance at a meeting where a quorum is present shall be required to adopt any measure. Voting by proxy shall not be permitted. Telephonic meetings and actions taken without a meeting are permitted when allowed by the Bylaws.
- 5.08 The Executive Committee shall be rotated by institution on a 2-year basis, with the President rotating off the Executive Committee at the end of the term and all other officers moving to the next position. The rotation, effective July 1, 2015 shall be as follows: Towson, Rhode Island, Richmond, Villanova, Delaware, Maine, William & Mary, James Madison, Albany, Stony Brook, Elon and New Hampshire. Rotation shall occur on July 1 of each year with the First Vice President becoming the President, and so on.
- 5.09 The President and/or the Commissioner shall be authorized to sign all contracts approved by the Directors of Athletics.

ARTICLES VI

MEETINGS

- 6.01 The Bylaws provide for annual meetings of the members to be held in the spring of each year.
- 6.02 Head Football Coaches shall be in attendance at the Annual Meeting. The Head Football Coaches shall submit agenda items for discussion at least thirty days prior to the Annual Meeting to the Commissioner. Assistant coaches are not permitted to attend.
- 6.03 Special meetings of the Council of Presidents and the Board of Directors may be called in accordance with Articles II and III of the Bylaws, respectively.

- 6.04 The Commissioner may convene a joint meeting of all the Directors of Athletics of CAA Football and the CAA, if necessary.

ARTICLE VII

CONDITIONS AND OBLIGATIONS OF MEMBERSHIP

- 7.01 Each institution is expected to contribute to the collective good of the conference and operate as a member in “good standing”. Expectations of a member in “good standing” include but are not limited to:
- A. Attendance at conference meetings.
 - B. Cooperating and adhering with the decisions of the members.
 - C. Promptly meeting any financial obligations to the Conference or its members.
 - D. Providing a safe facility to play.
 - E. Providing common sportsmanship courtesies to visiting teams and fans.
 - F. Compliance with conference and NCAA rules.
- 7.02 A member may voluntarily withdraw from the Conference upon delivery of written notice from the institution’s President to the Conference Commissioner.
- 7.03 Upon the notice of withdrawal, the remaining Conference members retain the right to determine the effective date of the institution’s membership withdrawal and the rights and privileges of membership that will be extended prior to the effective date of the institution’s withdrawal. Particular care, discussion and consideration shall be given to any action that would negatively impact the interests of all student-athletes.
- 7.04 An institution withdrawing from the Conference shall pay a withdrawal fee of \$250,000, upon delivery of a billing notice from the Conference, and forfeits its share of the accrued assets of CAA Football. The purpose of such payment requirement is to reflect possible financial damages to the Conference and to each of its remaining member institutions. This Section shall in no way be construed as limiting the monetary damages or remedies to which the Conference or its remaining members may be entitled at law or equity. The withdrawing institution shall also be subject to all applicable dues and fees paid by member institutions prior to the effective date of its membership withdrawal.
- 7.05 A waiver of the withdrawal fee will be granted under the following circumstances:
- A. The institution no longer sponsors football.
 - B. The institution reduces the number of football grants it awards to 50% or less of the NCAA sub-divisional limit for a period of at least 3 years.
- 7.06 A member institution that elects to withdraw its membership from the Conference shall forfeit its voting privileges on issues that are effective after the effective date of the institution’s withdrawal. Further, institutional representatives serving in conference assigned positions on NCAA Boards, Councils, Cabinets or committees shall resign to be replaced by representatives from Conference members in “good standing”.
- 7.07 Should it become necessary for the Conference to incur legal expenses as a result of a member withdrawing from the Conference, all such legal expenses shall be paid by the withdrawing member on request by the Conference.

- 7.08 The penalties and conditions identified above may be waived by a three-fourths affirmative vote of the non-withdrawing members eligible to vote under Constitution 2.05.
- 7.09 Probation, Notice or Expulsion.
- A. A member institution may be placed on probation, placed on notice or expelled “for cause” by the affirmative vote of three-fourths of the member institutions eligible to vote under Constitution 2.01. “For cause” is defined as the failure to abide by the stated aims, objectives, Constitution, Bylaws or rules of the Conference. Probation, notice or expulsion are generally considered to be escalating degrees of seriousness. However, any action(s) can be deemed at any level if it is found to reflect a general disregard for the stated aims, objectives or rules of the Conference. It is not required that an institution be placed on probation before being given notice and not required to impose notice before expulsion.
 - B. **Probation.** A member institution may be placed on probation for a stated period of time. The Conference may identify possible conditions that the institution must satisfy during the probationary period in order to remove the probationary status. Probation does not necessarily (but may) restrict privileges of Conference membership.
 - C. **Notice.** A member institution may be given notice from the Conference for a stated period of time. During the period of notice, the member forfeits all rights and privileges of membership (e.g. voting privileges, revenue sharing). The Conference may identify possible conditions that the institution must satisfy during the period of the notice in order to return to “good standing” and the resumption of full rights and privileges of membership.
 - D. **Expulsion.** A member may be expelled “for cause” from the Conference for action which reflects a general disregard for the Conference’s stated goals, objectives, Constitution, Bylaws or rules. An expelled member permanently forfeits all privileges of membership and equity and is bound by the financial conditions specified in Constitution 7.09.
 - E. Probation, notice or expulsion is not automatic but is to be preceded by formal written notification to the offending institution and a hearing opportunity (if requested by the member subject to the proposed action) before the Council of Presidents and the Board of Directors. Action taken by the Council of Presidents shall be based on the affirmative vote of three-fourths of the members in good standing who are not affected by the proposed action. The member subject to possible probation, notice or expulsion may not participate in any deliberation or voting.
 - F. **Review prior to restoration of membership rights and privileges.** In the event the Conference imposes conditions to be satisfied during the probationary period or period of notice, the institution shall be notified after the penalty becomes effective that the sanctioned member may petition the Conference for review. If the request is granted, the Conference may leave the sanction the same, modify the sanction or remove the sanction.
- 7.10 Financial and Operational Conditions Following Probation, Notice or Expulsion.
- A. Probation or notice may include loss of privileges of membership (including financial ramification) but does not include loss of membership itself. The member shall not be relieved of any financial obligations to the Conference during the probationary or notice period.
 - 1. A member on notice shall not be entitled to any distributions, if any, of Conference income for any fiscal year in which the period of notice is in effect.
 - 2. A member on notice shall not be relieved of any financial obligations to the Conference or other or other Conference members of any claims it or they may have against the member for losses or damages incurred as a result of the conduct giving rise to the notice.
 - 3. A member on notice shall forfeit all voting privileges at Conference meetings effective with its period of notice.

- B.** An expelled member forfeits all rights and privileges of membership and is subject to financial ramifications.
1. A member expelled from the Conference shall forfeit its share of any accrued assets of the Conference.
 2. The member expelled from the Conference shall not be relieved of any financial obligations to the Conference or other Conference members as a result of the conduct giving rise to the expulsion.
 3. The member shall not be entitled to distributions, if any, of Conference income for the fiscal year in which the expulsion occurs or for any subsequent fiscal year.
 4. The expulsion of a member shall not be deemed a waiver by the Conference or other Conference members of any claims it or they may have against the member for losses or damages incurred as a result of the conduct giving rise to the expulsion.

ARTICLE VIII

BYLAWS, ADMINISTRATIVE REGULATIONS AND PERSONNEL POLICIES

- 8.01 The Board of Directors have adopted Bylaws and Administrative Regulations for the Conference. A majority vote of the Board of Directors at any regular or special meeting is required for Amendments to the Bylaws and Administrative Regulations. The Commissioner shall inform the Chair of the Council of Presidents of any amendments to the Bylaws.
- 8.02 Adoption of any personnel policies affecting Conference personnel requires a majority vote of the Board of Directors.

ARTICLE IX

AMENDMENTS

- 9.01 Unless otherwise noted (e.g. membership issues), amendments to the Constitution may be made by a two-thirds (2/3) vote of all members, and amendments to the Bylaws and Administrative Regulations may be made by a majority vote.
- 9.02 Proposed amendments to this Constitution shall be submitted to all member institutions at least 30 days prior to the annual meeting.

ARTICLE X

FINANCIAL MATTERS

- 10.01 The Treasurer shall oversee the preparation of the annual budget and work with other Executive Committee members to review and present budgetary and financial matters to the Board of Directors. An analysis of the current operating budget shall be available at meetings of the members. Final approval of the expenditures and approval of the operating budget shall occur in the spring each year at the Annual Meeting.

10.02 An outside agency shall audit the Conference's financial statements on a schedule as determined by the Board of Directors.

ARTICLE XI

COMMISSIONER'S RESPONSIBILITIES

- 11.01 In addition to the officers of the Conference, a Commissioner shall be employed.
- 11.02 The Commissioner shall have all powers necessary for the effective performance of his/her duties including the ability to take action "for the good of the game".
- 11.03 In addition to such other duties which may be given by the Board or imposed upon the Commissioner by his/her employment, the Commissioner:
- A. Shall serve as the chief administrative officer of the Conference.
 - B. Shall serve as the principle enforcement officer of Conference and NCAA rules, regulations and agreements.
 - C. Shall have jurisdiction on all questions of student-athlete eligibility for intercollegiate athletic competition.
 - D. Shall present an operational budget annually to the membership for approval.
 - E. Shall serve as an ex-officio, non-voting member on all Conference committees unless otherwise specified.
 - F. Shall study the goals and objectives of the Conference and give advice and guidance to the members in achieving those goals and objectives promoting the general welfare of the Conference at all times.
 - G. Shall conduct through public relations, print and electronic media and the general service of the Conference, a continuous educational program looking toward the development of scholarship, sportsmanship, and understanding of the values of competitive athletics, and exert all reasonable effort to acquaint the public with the ethics and high ideals which motivate the Conference in its conduct of intercollegiate football.
 - H. Shall employ and supervise personnel for the Conference office as approved by the Board of Directors.
 - I. Shall maintain and distribute all historical and statistical records for all Conference athletic competition.
 - J. Shall review and maintain all Conference records dealing with the certification of eligibility for student-athletes.
 - K. Maintain a record of legislation adopted by the Conference, minutes of Conference meetings and preparations of agendas for regular and special meetings of the Conference members and Athletic Directors.
 - L. Be ultimately responsible for the supervision and assignment of football officials.
 - M. Coordinate the Conference football television package.

- N. Administer National Letter-of-Intent program.
- O. Represent the Conference in external affairs, i.e., NCAA, NACDA, etc., as the voting representative of the Conference.
- P. Sign all contracts approved by the Directors of Athletics and such other documents as may be necessary or appropriate in his capacity as the Chief Administrative Officer of the Conference.

11.04 **Disciplinary Authority.** The Commissioner shall be empowered to take disciplinary action against Conference personnel when derogatory comments, acts of misconduct, failure to meet Conference obligations, or violations of Conference or NCAA rules or policies occur. Misconduct is any act of dishonesty, unsportsmanlike conduct, fighting, unprofessional behavior or breach of law occurring incident to, en route to, from or at the locale of the competition or practice which discredits the event or intercollegiate athletics. Fighting may be interpreted to include, but is not limited to “striking a defenseless player in the head, neck or face area”. The Commissioner is also empowered to take disciplinary action against any coach who misses a league meeting or media obligation without prior approval from the CAA. The Commissioner may assess the following penalties, including, but not limited to, against a coach, student-athlete, official or other institutional staff member:

- A. Private reprimand.
- B. Public censure.
- C. Probationary status and disqualification to coach, participate or officiate in one or more contests.
- D. Assessment of financial penalties against the institution or institutional personnel.
- E. **Sportsmanship Rule.** Any player or coach ejected from a contest for unsportsmanlike conduct/behavior will automatically have the conduct/behavior reviewed by the Commissioner.
- F. **Unsportsmanlike Acts or Misconduct.** All unsportsmanlike acts or personal fouls may be subject to postgame review by the Commissioner. These situations may or may not have been handled by the officials during the course of the game, evaluated further by video after the game, or may have been first identified through postgame video review. All instances of misconduct are subject to the Commissioner’s review regardless of the source.
 - 1. The ability to rapidly transmit video provides the opportunity to deal with these situations in an expedited manner in fairness to all involved. Accordingly, the following time sensitive procedures will apply to any situation warranting review under Constitution 11.04.
 - 2. Video of the situation must be received by the conference office by Monday following the game.
 - 3. The institution’s director of athletics will be notified of the video review by the Commissioner under Constitution 11.04 no later than 3:00pm on that Monday.
 - 4. Information may be gathered from any source the Commissioner determines to be relevant to his review.
 - 5. The Commissioner will communicate his decision on the situation to the institution’s director of athletics no later than noon Wednesday. [Sequence: Saturday game/notification of review by Monday 3:00p/notification of decision Wednesday noon.]
 - 6. Situations that fail to conform to this time schedule will not cause the loss of participation opportunities. However, the individual(s) may be notified that more serious sanctions could attach to subsequent unsportsmanlike actions.
- G. In all instances, the Commissioner shall direct the penalty through the Director of Athletics at each institution (with a copy to the President/Chancellor) who shall be responsible for imposing the action. A report on the Commissioner’s action shall be forwarded to the Board of Directors.

An individual or individual imposed with such a penalty may appeal any action to the Board of Directors who may affirm, modify or reject the Commissioner's penalty. During the appeal, the sanction will be stayed until the appeal is heard and adjudicated.

ARTICLE XII

CAA FOOTBALL CODE OF CONDUCT

- 12.01 CAA Football members are committed to developing a competitive atmosphere conducive to upholding sports-like behavior among its coaches, administrators, student-athletes, officials and spectators. Each member institution will make every effort to emphasize the importance of appropriate sportsmanlike behavior at all athletic events.
- 12.02 Good sportsmanlike behavior shall be promoted through the efforts of each member institution in the following areas:
- A. Event Management: The Director of Athletics at each institution shall be responsible for ensuring that all Conference policies relative to home event management are followed. Inappropriate behavior by a spectator shall be the responsibility of the host institution, which can be subject to sanctions permitted by the Code of Conduct. These policies will be reviewed and approved annually by the Directors of Athletics.
 - B. Staff, Coach, Student-Athlete Awareness: the responsibility of educating staff, coaches and student-athletes relative to the Conference's policy on breaches of the Code of Conduct shall be that of the Director of Athletics. Each of the entities must be made aware of the consequences when their actions do not characterize the high standards which must be adhered to as a representative of intercollegiate sports.
- 12.03 The Conference office will emphasize the Code of Conduct at all contests and will also be responsible for educating all game officials in this area.
- 12.04 The following are specific regulations which apply to all coaching staff members, student-athletes, spectators, conference game officials and representatives of the Department of Athletics staff at a member institution:
- A. No individual is permitted to address, in a disrespectful manner, a game official, participant, coach, athletic department administrator or Conference office personnel, either verbally or physically.
 - B. Public criticism of game officials, opposing coaches and student-athletes, athletic administrators, spectators and conference office personnel is not permitted.
 - C. Coaches are not permitted to enter the locker room of a game official preceding or following a contest.
 - D. No individual shall enter the locker room of a game official preceding or following a contest.
- 12.05 A violation of any of the regulations outlined above is subject to review by the Commissioner under the authority of Constitution 11.04.

NOTE: Penalties enacted by game officials within the parameter of NCAA playing rules may be utilized as sufficient sanctions. The Commissioner has authority to determine other penalties (i.e., public reprimand, and monetary fine) on a case by case basis.

ARTICLE XIII

STATEMENT ON DRUGS

- 13.01 CAA Football supports the NCAA initiatives to encourage member institutions to develop drug awareness programs with regard to the unauthorized use of controlled substances and performance enhancing drugs. This includes the development of drug awareness programs including testing, education and rehabilitation.
- 13.02 CAA Football and its members do not condone the use and abuse of alcohol, controlled substances or performance enhancing drugs. Therefore, CAA Football expects each member to implement a formal drug awareness program using the campus resources available and involving athletic administrators, coaches, trainers, physicians and athletes.

ARTICLE XIV

COST OF AFFILIATION

- 14.01 Members shall pay a membership fee annually in an amount to be determined by a vote of two-thirds (2/3) of all of the Directors of Athletics. The membership fee shall be payable on or before August 1 annually.
- 14.02 In the event of a deficit in the Conference treasury, all member institutions will be assessed equal shares to cover the deficit. Such assessments must be approved by a two-thirds (2/3) vote of all the Directors of Athletics.

CAA FOOTBALL

ADMINISTRATIVE REGULATIONS

ARTICLE I

SCHEDULING

- 1.01 The Commissioner's staff shall schedule all Conference games, which shall take precedence over non-Conference games with the exception of games against Bowl Subdivision opponents scheduled prior to September 1 preceding the upcoming season (September 1, 2015 for the 2016 season). After September 1, any changes can occur with the mutual agreements of all institutions impacted by the schedule.
- 1.02 CAA Football shall abide by the NCAA football playing rules and no games shall be protested under the playing rules.

ARTICLE II

TELEVISION

- 2.01 The Conference may enter into certain agreements with third parties for the Telecast and other electronic video broadcasts (as defined below) of intercollegiate sporting Events (as defined below) involving the Institutions.
- 2.02 For the collective benefit of the Institutions, each Institution desires to grant to the Conference all, except as noted below, the Institution's right, title, and interest in and to the Telecast of the Events, and to empower the Conference to act as its agent in the marketing and negotiation of these collective rights, and the Conference desires to accept such grant.
- 2.03 Conveyance of Rights. Except as provided in Sections 2.05 and 2.06 below, each Institution licenses, transfers, grants, conveys, assigns, and relinquishes exclusively to the Conference all of such Institution's right, title, and interest in and to the live Telecast of the Sporting Events (as defined below) to the extent necessary to allow the Conference to fulfill its obligations under the Telecast Agreements (collectively, the "Rights"). Each Institution grants the Rights to the Conference for so long as each Institution is a member of the Conference and each Institution further grants to the Conference the right to assign, sublicense or otherwise transfer to a third party with whom the Conference has entered into a Telecast Agreement all Rights granted to the Conference.
- 2.04 Without limiting the foregoing, each Institution hereby grants to the Conference all rights reasonably necessary to perform its obligation under the Telecast Agreements and agrees to take such further actions as may be necessary or desired by the Conference to facilitate the Telecast of Events involving such Institution or to carry out the purposes of the Telecast Agreements.

- 2.05 The Institutions retain the rights to Telecast Events for use in highlight shows, highlight tapes, videos, coaches shows, and other similar uses of these materials, so long as such usage is not inconsistent with the rights granted under the Telecast Agreements. Further, each institution retains the rights to any video production of an Event created by such Institution and the right to transmit, distribute, exhibit, or communicate such video production, plus related audio signal if any, in any manner (including via the internet) that does not conflict with the terms of the Telecast Agreements.
- 2.06 If the last time for selection of an Event under a Telecast Agreement has passed and that Event has not been selected for Telecast under such Telecast Agreement and is available for Telecast by an Institution, then the rights for that Event will revert back to the Institution that would otherwise have the telecast rights to such Event.
- 2.07 “Event” shall mean any varsity-level game between the teams of two Conference institutions or the Institution otherwise controls the coverage rights to such game.
- 2.08 An “Event” shall include (i) any pre-game, half-time, and post-game activities that occur on the day of a game or competition and that are reasonably related to the game or competition and, (ii) all preseason, regular season and post-season games or competitions except the NCAA Championship, or other post-season football games and other games or competitions that have received scheduling exemptions from the NCAA.
- 2.09 “Telecast” shall mean the transmission, distribution, or exhibition or other communications of a video image or signal plus related audio signal, if any, other than in-stadium video or replay, anywhere in the world, whether by technology presently existing or hereafter developed.
- 2.10 All broadcast plans for games in which CAA Football team(s) control the broadcast rights must be formally approved in advance by the conference office in order to ensure compliance with conference broadcast agreements. [Adopted February 18, 2013]
- 2.11 CAA Football members will not be required to pay a television rights fees for the purpose of broadcasting conference games on local television in member markets provided permission has been received from the home team to broadcast.
- 2.12 The provisions of Section 2 shall terminate upon the dissolution, whether voluntary or involuntary, of the Conference.

ARTICLE III

ELIGIBILITY

- 3.01 NCAA eligibility rules shall govern Conference participation. The Commissioner, subject to review by the Board of Directors, shall rule on all eligibility matters.
- 3.02 **Intraconference Transfer Rule:** Any football student-athlete who transfers from one Conference institution to another is not eligible for athletic financial aid during the year of residency. An appeal of this rule to the Board of Directors for extenuating circumstances may be requested by the Director of Athletics of the institution to which the student-athlete intends to transfer.

- 3.03 **Ineligible Player:** In the interest of promoting good sportsmanship, if an ineligible student-athlete participates in a contest (conference or non-conference) the institution shall forfeit the contest to the offended institution. The institution may appeal the forfeiture to the Commissioner if it believes that the error that allowed the participation was inadvertent and the athlete's participation did not affect the outcome of the contest. [Adopted June 1, 2015]

ARTICLE IV

CONFERENCE CHAMPION

- 4.01 The team with the best conference record based on win-loss percentage shall represent the Conference as the NCAA automatic qualifier.
- 4.02 In the event of a tie, the following tie-breaker format will be utilized to determine the Conference automatic qualifier.
- 4.03. Tie-Breaking formats.
1. Head-to-head competition. If three-or-more teams are involved in a tie and all have played each other, the win-loss percentage is computed using each team's record against the tied teams as a group rather than individually.
 2. Win-loss percentage versus the highest-placed common opponents and proceeding down. When arriving at another set of tied teams while comparing records, use each team's record against the tied teams as a group rather than individually.
 3. Jeff Sagarin "ELO_CHESS" computation. (Located on USAToday.com & Sagarin ratings page)
- 4.04 Tie-Breaker Operating principles.
1. All ties are broken in descending order.
 2. Once a team has been eliminated at any point, the process reverts back to the beginning with the remaining tied teams.
- 4.05 For non-automatic qualifier purposes, multiple tied teams will be recognized as conference champions.

ARTICLE V

PROTESTS

- 5.01 Protests on any matter except NCAA playing rules shall be made in writing to the Commissioner within three working days.
- 5.02 The Commissioner shall call a Board of Directors meeting to consider protest at the earliest opportunity.

ARTICLE VI

SUSPENDED GAMES

If a game is declared suspended by the game officials, the following procedures will be followed:

- 6.01 If fewer than three quarters of the game have been completed, the game will be resumed as soon as possible on the same day, conditions permitting.
- 6.02 If resumption of the game on the same day is not possible and fewer than three quarters have been completed, the game will be resumed the following day at a time to be determined by both Directors of Athletics, with the understanding that kick-off shall not be any later than the originally scheduled starting time.
- 6.03 If a game is suspended before the completion of three quarters and cannot be resumed the following day, the game shall be declared a no contest, unless both institutions agree to terminate the game with a determined final score. [Adopted October 1, 2015]
- 6.04 If a game is suspended after the completion of the third quarter, and cannot be resumed on the same day, the game shall be declared complete for the purpose of Conference standings.

ARTICLE VII

CONTRACTS

- 7.01 The host institution shall issue a contract for all Conference games which must include all pertinent information (i.e., complimentary ticket arrangement, date and time) as well as the following statement:

“In the case that either party fails to produce its team and play said contest on said date at the place agreed, without permission of the other party, a financial penalty shall be paid to the party not at fault within one week of the date the game was to be played. If the team that was scheduled to play at home is at fault, the fee to be paid to the visitors shall be \$75,000 (or actual travel expenses whichever is greater). If the team that was to be the visitors is at fault, the fee to be paid to the host shall be \$300,000.”
- 7.02 These financial penalties apply to situations in which an institution makes a unilateral decision not to compete. Members are to attempt to accommodate requests for a change in the date or time made through the conference office within a workable time period.
- 7.03 These financial penalties are not intended to apply to cases of “force majeure” that prohibit the game from being played as scheduled.
- 7.04 This policy is immediately applicable to all future Conference games and a statement to that effect must be added (via addendum or new contract) to any game contracts already issued.

ARTICLE VIII

CHAMPIONSHIP AWARDS AND CITATIONS

8.01 A trophy will be presented to the Conference champion. If there is a tie for the championship, two trophies shall be presented. A trophy will also be presented to the division winners including any ties.

ARTICLE IX

EVENT MANAGEMENT

9.1 Amenities

9.1.01 The host institution shall provide the following on the sidelines for the visiting team, during the contest and practice day prior to game:

- a. Kicking net
- b. Ice
- c. Water

9.1.02 The host institution shall also be responsible for assisting in the transporting of the visiting team's equipment from the locker room to the field.

9.1.03 The host institution shall facilitate the purchase of additional refreshments (including post-game box lunches) at cost for the visiting team.

9.2 Bands

9.2.01 Visiting team bands are to be accommodated from the visiting team ticket allotment. Tickets for the band may be considered as "comp" admissions from this allotment. Visitors are to inform each host institution if their band will attend a game four weeks prior to the contest. If this request is made less than four weeks in advance, the host institution shall attempt to accommodate the visiting band, with the understanding that there may be seating restrictions due to limited availability.

9.2.02 Every effort shall be made to permit the visiting team band to perform at halftime. If both bands perform, the home band shall perform for eight minutes and the visitors for six.

9.2.03 Home team band shall not be seated behind the visiting team's restraining area.

9.3 Cheerleaders

9.3.01 Cheerleaders from the visiting team shall be admitted via gate list. The host institution is to provide an appropriate area on sidelines for the squad during the game.

9.4 Conference Logo

9.4.01 The CAA Football logo shall be prominently displayed via signage/flags/banners provided by the conference office.

9.4.02 Location of banners shall be at the discretion of the institution, but the area must be highly visible and in camera-view for all contests.

9.5 Crowd Control

9.5.01 Host institutions shall discourage spectators, bands and cheerleaders from participating in any unsportsmanlike behavior, including the display of inappropriate signage, the throwing of any item (i.e. snowballs) and the use of stadium horns or radios. It shall be the responsibility of the host institution to enforce these rules. The Commissioner shall have the authority to issue a violation of the conference's Code of Conduct, with appropriate penalties, against the host institution for failure to enforce (or make best effort) appropriate crowd control procedures.

9.6 Video Board Policies

9.6.01 Use of stadium video boards are intended to positively enhance the game experience for our fans by replaying outstanding and exciting plays. The use of video replays, or other promotional elements, that potentially reflect negatively on student-athletes, coaches, officials or influence poor crowd behavior shall not be permitted. Stadium video boards are an important element of effective game management and good sportsmanship and should always be used in a positive manner.

9.7 Electronic Media Time Out Format

9.7.01 **Televised Games:** A pregame timing format and commercial timeout format for each broadcast partner will be distributed prior to the season. The host institution is responsible for posting the format and timeout policy in both locker rooms and other necessary locations.

9.7.02 **Non-Televised Games:** Time out format is listed below:

Commercial Breaks (two per quarter – see below) - 1:30

- After scoring plays (e.g. field goal OR touchdown & extra point)
- Charged Team Timeouts
- Change of possession - provided in the referee's judgment the stoppage does not affect the momentum of the game

End of First and Third Quarters - 2:15

The first electronic media timeout (two in each quarter) will come after each team has had one possession unless the initial possession takes more than 5 minutes. In this case, the first timeout will be allowed without each team having a possession.

9.7.03 A Red-Hat will be in communication with the in-game producer (webstream production, press box video board, etc.) and the officials on the field. The conference's Coordinator of Officials must be used to assign the aforementioned Red-Hat personnel. The host institution will be responsible for payment of the individual serving in the Red-Hat role.

9.7.04 Overtime Games: Electronic media breaks are only allowed between extra periods (first and second, second and third, etc.) per NCAA rules. Length of those breaks will remain as listed above (1:30).

9.8 Field Phones (Telecommunications)

9.8.01 All teams must travel with a wireless set of phones during away games.

9.8.02 Each team is responsible for its own equipment. The HOME institution IS NOT REQUIRED to set up a wired back-up system for the visiting team. There shall be no reliance by the visiting team on the home team for any field phone communication.

9.9 Field Microphones (Telecommunications)

9.9.01 The home team shall provide a stadium microphone system to be used by the referee at all home games.

9.9.02 A home team designee shall provide a wireless transmitter with a waist clip to be worn by the referee.

9.9.03 The transmitter will have a microphone attached which will be plugged into the transmitter at one end and a clip to attach the microphone to the shirt collar of the referee.

9.9.04 The system should also consist of an "on/off" switch either on the transmitter or attached separately to the transmitter to be controlled by the referee.

9.9.05 The team designee must deliver the system to the referee in the locker room 2 hours prior to the start of the game. The designee shall insure that the batteries are fully charged and meet the referee 20 minutes prior to the game on the field to test the system.

9.10 Game Officials

9.10.01 All game officials will be assigned by the conference's Coordinator of Officials. The host institution is responsible for the payment of officials and may elect to utilize the Pay OGFE program administered by the conference office. If not, payment must occur on or within seven days of the contest. An additional expense allowance of \$50 per official shall be provided for any kickoffs at 4:00 p.m. or later.

9.10.02 The host institution is to arrange for video equipment the evening before the game for use by game officials. Site to utilize equipment (i.e. campus or hotel) is to be determined by the Supervisor and host institution.

9.10.03 Game officials are responsible for securing their own hotel accommodations.

9.10.04 The game officials' dressing room shall include the following:

1. Towels (20)
2. Soap
3. Ice
4. Beverages (24)
5. Game programs (10)

9.11 Locker Room

9.11.01 The host institution shall ensure that the visiting team's locker room is secure and shall provide the visiting team access to that area at least two hours prior to game time, at the start of halftime and immediately following the game. This access can be provided by personnel from the host institution or by providing a member of the visiting team's travel party (i.e. team manager) with a key to the locker room.

9.11.02 The visiting team locker room shall include the following for a travel party of 80.

1. Towels
2. Soap
3. Ice
4. Six cases of isotonic beverages or sodas.
5. Chalk or whiteboard
6. Chalk or markers

9.12 Medical

9.12.01 The host institution is required to have an ambulance and medical doctor at all games. Training facilities shall be available during practice and both before and following the game. A taping table shall be made available in or adjacent to the visiting team's locker room.

9.13 Passes

9.13.01 The following must be provided by the host institution:

Press box passes:

- Two to visiting Director of Athletics

Parking passes:

- Up to six for official visiting team transportation
- Two for clock operators if assigned by the Coordinator of Officials
- Seven for game officials
- One for the Officials' Technical Advisor

9.14 Practice

9.14.01 The visiting team shall have a one hour work-out on Friday. If possible, this practice should be conducted on the game field. Time shall be agreed upon a minimum of 10 days prior to the game.

9.15 Sideline Apparel

9.15.01 The Conference office will provide each institution with the following CAA Football branded apparel, which must be worn by the sideline personnel every game. Aforementioned apparel includes:

- CAA Football vests and hats
- CAA Football Gameday T-shirts and sweatshirts
- CAA Football ball boy/chain crew/TOC vests

9.16 Squad Size

9.16.01 **Visitors:** 65 (This may be exceeded for one game per year, through notification to the conference office in advance.) [Revised: 6/3/13]

Home: At the discretion of the institution

9.17 Starting time

The preferred kickoff time is in the noon-2:00pm window, however, the home team, at its sole discretion, may establish the kickoff time for its contests. Consideration shall be given to the availability of television and lighting. Unless dictated by the conference television package, the visiting team may request reimbursement from the home team for actual and necessary expenses not to exceed \$5,000 due to kickoffs at or after 3:45 p.m. that are not part of the conference television package.

9.18 Visiting Team Travel

9.18.01 If traveling by air, the visiting team must be in the home team city/locale at least 12 hours prior to the scheduled kickoff.

9.19 Visiting Team Tickets

- a. The visiting team shall be allocated 1,000 tickets (300 complimentary) in the best possible location after home ticket requirements are met. [Note: Also see visiting band – Section 2].
- b. There must be a “buffer” between the visiting team tickets and the home student section(s).
- c. The visiting ticket manager should have on-going contact with the host ticket manager regarding the potential use of the visiting team ticket allotment.
- d. No later than the Friday before game week (8 days prior to the game) the visiting team ticket manager should make the final determination of its ticket needs and should return any unused tickets to the host.
- e. Returned tickets must be received by the host no later than the Monday of game week (5 days prior to the game). Any tickets that are not returned in this manner shall be considered purchased by the visiting team.

9.20 Uniforms

9.20.01 All uniforms must conform to NCAA rules which will be strictly enforced. The conference logo (patch or embroidered) is to be worn on the front of the jersey in a visible location.

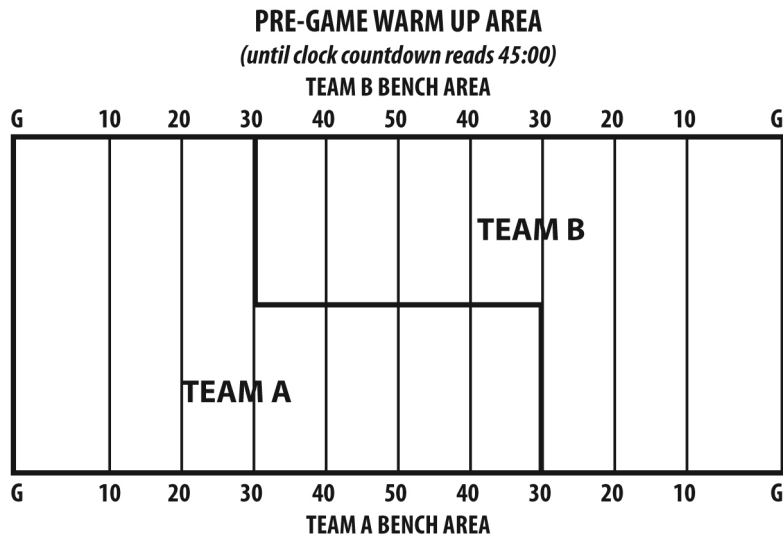
Home team: Dark jerseys

Visitors: Light jerseys

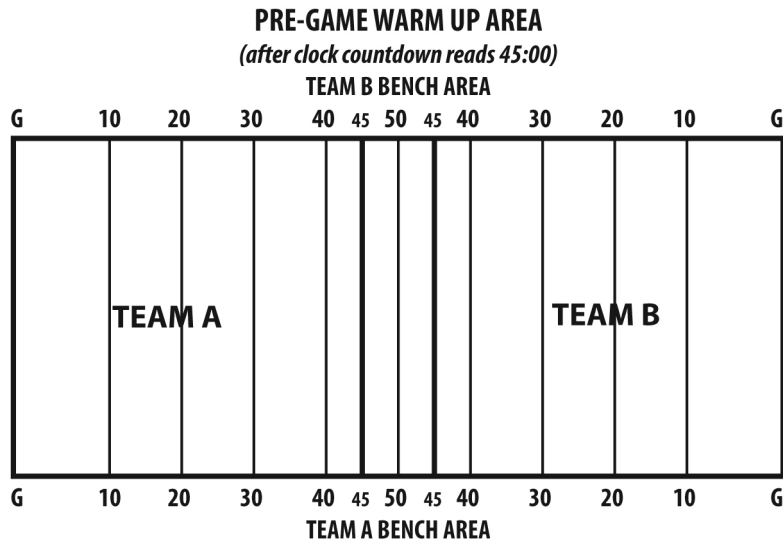
9.20.02 The conference-mandated helmet decal must be placed on the lower back portion of every student athlete's helmet in both conference and nonconference games.

9.21 Warm-up

9.21.01 The pre-game warm-up areas are to be L-shaped until 45 minutes remain on the countdown clock, with the home team deciding which end zone each team will use.



9.21.02 After the countdown clock reaches 45 minutes the pre-game warm-up areas will change giving each team use of half the field with a 10-yard buffer zone from each 45-yardline.



9.21.03 In both pre-game and post-game, teams and individuals are not to gather at midfield or on any field logos or conduct a demonstration of disrespectful behavior. The head coaches assume full responsibility for the sportsmanlike behavior of their teams at all times.

9.22 Press Box/Radio Technology

9.22.01 Complimentary Internet access (preferably wireless) must be provided in the working press box for all conference and nonconference games.

9.22.02 A complimentary voice ISDN line, with two associated SPID numbers, is to be provided in the visiting “flagship” radio station’s broadcast location. It is recommended that the ISDN not include a long distance provider, thus eliminating any outbound calls.

9.22.03 Two complimentary phone lines may also be provided in addition to aforementioned ISDN lines.

9.23 Postgame Interviews

9.23.01 Student-athletes are required to dress appropriately for postgame interviews.

9.24 Guidelines in Event of Serious Injury

9.24.01 Player safety should be emphasized by coaches, players and officials to ensure illegal acts that endanger players not be part of the game.

9.24.02 Players and coaches must go and remain in the bench area.

9.24.03 Players are not allowed to roll an injured player over.

9.24.04 Players should not assist a teammate who is lying on the field, i.e. removing the helmet or chin strap or attempting to assist breathing by elevating the waist.

9.24.05 Players should not assist a teammate who is lying on the field, i.e. removing the helmet or chin strap or attempting to assist breathing by elevating the waist.

9.25 Suspended Games

The home team administrator (in consultation with the game referee) shall determine the playability of the game field prior to the game. Once the game begins, the game referee will be in control of the game.

If a game is declared suspended by the game officials, the following procedures will be followed:

9.25.01 If fewer than three quarters of the game have been completed, the game will be resumed as soon as possible on the same day, conditions permitting.

9.25.02 If resumption of the game on the same day is not possible and fewer than three quarters have been completed, the game will be resumed the following day at a time to be determined by both Directors of Athletics, with the understanding that kick-off shall not be any later than the originally scheduled starting time.

9.25.03 If conditions the following day do not permit the game to continue, the game shall be declared complete for the purpose of Conference standings.

9.25.04 If a game is suspended after the completion of the third quarter, and cannot be resumed on the same day, the game shall be declared complete for the purpose of Conference standings.

ARTICLE X

INSTANT REPLAY

10.01 Purpose and Philosophy

A. Instant replay is a process whereby video review is used to confirm, reverse or let stand certain on-field decisions made by game officials.

B. The instant replay process operates under the fundamental assumption that the ruling on the field is correct. The replay official may reverse a ruling if and only if the video evidence convinces him beyond all doubt that the ruling was incorrect. Without such indisputable video evidence, the replay official must allow the ruling to stand.

10.02 Participation

A. Any member institution may use instant replay, but there is no requirement to do so. If instant replay is used, it must be used in full compliance with this rule.

B. For any game, if the home team is using instant replay, the visiting team does not have the option of declining its use for that game. If the home team is not using instant replay, it is not required to honor a request by the visiting team that it be used.

10.03 Personnel, Equipment and Location

A. Instant replay personnel shall consist of the number of persons needed to operate the replay equipment within the necessary time constraints. There shall be a minimum of three persons to ensure that all plays are reviewed in an efficient and timely manner. Such persons are normally referred to as replay official, communicator and technician. Additional personnel may be used as needed.

B. The type of equipment used to carry out necessary instant replay duties shall be determined by the conference office.

C. All equipment used reviewing a play during the replay process and the personnel using that equipment shall be located in a separate, secure location in the press box. This room shall not be available or accessible to any person not directly involved in instant replay. Additional telephonic equipment needed to allow an instant replay personnel to communicate with the game referee when a game has been stopped for a play review shall be located on a sideline near the field of play and preferably outside a team area. Such equipment shall provide the game referee and the replay official a secure and private means of communication.

ARTICLE XI

SCOUTING

11.01 Scouting of Conference games shall comply with all current NCAA bylaws and regulations.

ARTICLE XII

IN-SEASON VIDEO POLICIES (August 1 – FCS Championship Game)

12.01 CAA Football operates with an open exchange policy in regards to the exchange of game video. All schools must provide video of all CAA Football regular season games, including conference and non-conference, and post-season games. All teams must use the DragonFly STORM video exchange software as the primary means for transferring football video within the conference.

A. The only exception to the open exchange policy is when a bye week occurs in the schedule within the first couple of weeks of the season. The two opponents may request the last two games of their opponent from the previous season for coaching purposes, initiated through personal interaction.

12.02 Institutions shall provide game video and comply with intercut video exchange guidelines listed in 13.07. All files must include offense, defense and kicking game.

12.03 The video exchange software will allow for the creation of unique account folder for each CAA Football school. These folders will serve as the access point to each school's video exchange throughout the season.

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- 12.04 Once conference play begins, the video exchange computer utilizing the DragonFly STORM software should remain powered on 24 hours a day, 7 days a week.
- 12.05 The home team is required to upload video computer files by 10:00 AM the day following their game. These video files should include the sideline/wide angle (SLW) and endzone/tight angle (EZT). In addition, the .exchange file or .game file (dependent upon video editing software) must also be included in the upload to alleviate recreation and full-game build by the downloading institution.
- 12.06 The home team will provide tapes for the visiting team for the sideline/wide and endzone/tight originals **only if** video files cannot be attained due to mechanical problems.
- 12.07 Videotaping Procedures.
- A. Five seconds of the scoreboard shall be shot prior to the start of the game to establish the game being played.
 - 1. At the conclusion of the first half, five second of the scoreboard shall be shown, followed by the five seconds of the color bars.
 - 2. At the conclusion of the game, fifteen seconds of the scoreboard shall be shot to establish the conclusion of the game.
 - B. Preceding each DRIVE, a full five-second shot of the scoreboard shall be taken showing the correct down, distance, field position, score and game clock.
 - C. Preceding each PLAY, a full three-second shot of the sideline markers or the scoreboard shall be taken to show down, distance and field position.
 - 1. Scoreboard is the preferred shot. The sideline may be used if it is the best possible visibility.
 - D. Both wide and endzone shots shall begin with your offensive/defensive team breaking the huddle.
 - 1. The wide angle camera shall expand out and include all 22 players in the picture: sideline to sideline/offensive backfield to defensive backfield. The wide angle will expand out and then zoom in slowly so that all 22 players remain in the pictures as long as possible.
 - 2. The endzone camera shall focus on all interior linemen (both offensive/defensive), tight end (or TE alignment) and outside linebackers in the "Box." (The depth of the tight angle shall be from the inside linebackers on defense through to the deepest running back on offense.) The endzone (tight angle) camera will follow the ball as its point of focus. The camera angle shall focus on an area inclusive of all players within an area from one yard outside of the TE in a two TE formation.
 - E. Special teams/kicking game situations shall be filmed following the procedures above, but can focus more on your element of the kicking game once the play has begun.
 - F. All officials' calls signaling a penalty shall be recorded.
 - G. In the event of a camera breakdown, the following procedures should be followed:

1. If the endzone camera becomes inoperable – wide angle camera stays with normal procedure.
 2. If the wide angle camera becomes inoperable – endzone camera will assume the wide angle.
- H. In the event the visiting team chooses to shoot either one or both of the wide or endzone angle videos themselves, the host institution shall make available to the visiting institution adequate shooting facilities equal to the host institution facility with electric power (whenever possible). Communicate through video coaching coordinator during the week prior to the game to arrange space when bringing your own video personnel.
- I. Each game should be accompanied by digital versions of the play-by-plays (including full final stats) and flip card depth charts. If not included in the exchange folders, these documents can be found on the CAA football website (www.caafootball.com, navigate to the Football page and select either the “Schedule/Results” or “The Pressbox” link)

12.08 Ownership

- A. All video files remain the property of the originator.
- B. No video files shall ever be sent to/exchanged with any opponent (in/out of conference) at any time (in/out of season) that does not involve the originating/your team.
- C. No exchanges shall be made outside the Conference in season with current or previous year’s video files unless it involves a direct exchange between a CAA Football member and a non-conference team it is going to play with a contract signed with the non-conference opponent that specifies such video exchange language.

ARTICLE XIII

OUT OF SEASON VIDEO EXCHANGE (Day After FCS Championship Game – July 31)

13.01 In-Conference

- A. All games of the previous season, including playoff games shall be exchanged at the request of any Conference team.
 1. CAA Football teams wishing to exchange games during this period should directly contact the video coaching contact to assure that the video exchange is accessible.

13.02 Out-of-Conference

- A. Direct exchanges between a CAA Football team and a non-CAA Football team who are playing each other in the upcoming season shall be permitted.
 1. In the event another CAA Football team happens to also be playing the same non-CAA Football team and is included in the exchange, the originating CAA Football school shall inform the other Conference schools that the non-conference school has their tapes.

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2. New Hampshire is playing Dartmouth and arranges for an off-season exchange, which includes the New Hampshire/University of Maine game. University of Maine is also to play Dartmouth in the upcoming season; therefore, New Hampshire shall notify University of Maine that the New Hampshire/University of Maine tape was sent to Dartmouth.

B. Exchange between a CAA Football school and a non-CAA Football involving another (second) CAA Football school shall be permitted as long as both exchanging schools derive benefit from the exchange, and the other school involved is notified of the exchange. (i.e., Lehigh requests an exchange with Villanova for the Villanova/Rhode Island game. Villanova must notify Rhode Island of the exchange.)

1. No indiscriminate/one-way exchanges of tapes of a CAA Football Conference opponent to a non-CAA Football opponent used to gain a competitive advantage against a CAA Football school shall be permitted.

2. A friend from Colgate calls James Madison requesting the James Madison/Delaware game to study Delaware with no reciprocal exchange. This one-way exchange is not permissible.

C. Any CAA Football team receiving an exchange request by a non-conference opponent will be told of the exchange policy. The institution will then call the Conference member to inform them of the request.

1. Head coaches will educate their staffs as to the exchange policy.

13.03 There shall be no other in season exchange of Conference video files with non-Conference opponent.

13.04 There shall be no exchange of Conference game films with a non-Conference member another video of a Conference opponent prior to their game during that season. The school making the exchange is obligated to notify the member school involved.

A. In the case of the above exchange allows a non-Conference member another video of a Conference opponent prior to their game during that season, the school making the exchange is obligated to notify the member school involved.

B. All video exchanges shall be accompanied by a depth chart and/or a program as well as the detailed game play-by-play and game statistics.

C. All tapes remain the property of the originator.

D. Tapes will be returned, properly boxed, no later than one hour before kickoff at the visiting team locker room.

E. No tapes shall ever be sent to/exchanged with any opponent (in/out of conference) at any time (in/out of season) that does not involve the originating/your team.

ARTICLE XIV

AMENDMENTS

14.01 The Board of Directors may amend, modify or repeal these Administrative Regulations by a majority vote at a meeting at which a quorum is present, or by unanimous written consent.

**BYLAWS
of
COLONIAL ATHLETIC ASSOCIATION FOOTBALL
(A VIRGINIA NONSTOCK CORPORATION)**

ARTICLE I

Non-Profit Status

The Corporation has been organized as not-for-profit qualified amateur sports organization under Section 501(c)(3) of the Internal Revenue Code (the "Code"), the purpose of which is to foster and conduct national intercollegiate football competition, and support and develop amateur athletes for such competition. Notwithstanding any other provisions of these Bylaws, no director, officer, member, employee or other agent or representative of the Corporation shall take any action for or on behalf of the Corporation if such action is not permitted under Section 501(c)(3) of the Code.

ARTICLE II

Members and Membership

Section 2.1 Membership. The Corporation shall have one (1) class of members (the "Members") who are identified in the Constitution of the Corporation (the "Constitution"). Membership in the Corporation shall be restricted to NCAA Division I Football Subdivision institutions who grant football scholarships.

- (a) Active members of the Colonial Athletic Association ("CAA") who sponsor Championship Subdivision championship caliber football shall be entitled to become a Member in the Corporation, if desired, by submitting a formal application and operational plan for approval by the Board of Directors no later than July 1, 2017. Membership applications from active CAA members received after July 1, 2017 will be considered in accordance with the process for non-active CAA members seeking membership.
- (b) Non-active members of the CAA must make formal application to the Commissioner who, with the Board of Directors, shall make an affirmative recommendation to the Members of the Corporation.
- (c) Three-fourths of the Members of the Corporation and three-fourths of the members of the CAA must approve a new Member who is not an active CAA member.
- (d) The resignation of any Member shall be sent to the Chair of the Council of Presidents for handling in accordance with the applicable provisions of the Constitution.

Section 2.2. Annual Meetings. An annual meeting of the Members shall be held for the election of the Board of Directors and the conduct of other corporate business during the third week of May each year, or at such other time or place, either within or without the Commonwealth of Virginia, as may be designated by the Chair of the Council of Presidents.

Section 2.3. Special Meetings. Special meetings of Members for any purpose or purposes may be called at any time by the President, the Chair of the Council of Presidents or the Commissioner. Such special meetings shall be held at such date, time and place, either within or without the Commonwealth of Virginia and only for the purpose or purposes stated in the notice of the meeting.

Section 2.4. Notice of Meetings; Procedure. Whenever Members are required or permitted to take any action at a meeting, a written notice of the meeting shall be given which shall state the place, date and hour of the meeting, and, in the case of a special meeting, the purpose or purposes for which the meeting is called. Unless otherwise provided by law, the written notice of any meeting shall be given not less than fourteen (14) nor more than sixty (60) days before the date of the meeting to each Member entitled to vote at such meeting. If mailed, such notice shall be deemed to be given when deposited in the mail, postage prepaid, directed to the Member at his or her address as it appears on the records of the Corporation. All meetings of Members shall be conducted in accordance with *Robert's Rules of Order*.

Section 2.5. Adjournments. Any meeting of Members, annual or special, may adjourn from time to time to reconvene at the same or some other place, and notice need not be given of any such adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken. At the adjourned meeting, the Corporation may transact any business which might have been transacted at the original meeting. If the adjournment is for more than thirty (30) days, or if after the adjournment a new date is fixed for the adjourned meeting, a notice of the adjourned meeting shall be given to each Member entitled to vote at the meeting.

Section 2.6. Quorum. At each meeting of Members, except where otherwise provided by law or the Articles of Incorporation or these Bylaws, members representing two-thirds (2/3) plus one (1) of the Corporation's membership, present in person, shall constitute a quorum. In the absence of a quorum, the Members so present may, by majority vote, adjourn the meeting from time to time in the manner provided in Section 2.5 of these Bylaws until a quorum shall attend.

Section 2.7. Organization. Meetings of Members shall be presided over by either the Chair of the Council of Presidents Member or the President. The Secretary shall act as secretary of the meeting, but in his or her absence the Chair may appoint any person to act as secretary of the meeting.

Section 2.8. Voting; Proxies. Unless otherwise provided in the Articles of Incorporation, each Member entitled to vote at any meeting of Members shall be entitled to one vote upon the matter in question. Voting by proxy shall not be permitted at any meeting of the Members. At all meetings of Members for the election of Directors, the Members shall elect the Directors of Athletics of the Member institutions as members of the Board of Directors. All other elections and questions shall, unless otherwise provided by (a) law, (b) the Articles of Incorporation, (c) these Bylaws, or (d) the Constitution, be decided by a majority vote of Members present in person at the meeting. Each Member shall be represented at any meeting of Members by its President or his or her designee. No Member shall give any other Member a proxy to vote at any meeting.

Section 2.9. Consent of Members in Lieu of Meeting. Any action required or permitted to be taken at any annual or special meeting of the Members may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by Members who would be entitled to vote at a meeting of the Members having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all Members entitled to vote thereon were present and voted, and shall be delivered to the Corporation by delivery either to its registered office or principal place of business. Delivery made to a Corporation's registered office shall be by hand or by certified or registered mail, return receipt requested. Every written consent shall bear the date of signature of each Member who signs the consent and no written consent shall be effective to take the corporate action referred to therein unless written consents signed by a sufficient number of holders to take action are delivered to the Corporation in the manner indicated above. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those Members who have not consented in writing.

ARTICLE III

Board of Directors

Section 3.1. Functions and Membership. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors of the Corporation. The Board of Directors shall be comprised of the Athletic Directors of each Member institution.

Section 3.2. Annual Meetings. An annual meeting of the Board of Directors shall be held for the election of officers and the conduct of other corporate business during the third week of May each year, or at such other time or place, either within or without the Commonwealth of Virginia, as may be designated by the Commissioner and approved by the Board of Directors.

Section 3.3. Election; Resignation; Removal; Vacancies. At the first annual meeting of Members and at each annual Meeting thereafter, each Member shall be entitled to elect one (1) Director, who shall serve for a term of one (1) year until his or her successor shall have been duly elected and qualified. Any Director may resign at any time upon written notice to the Commissioner. Any vacancy occurring in the Board of Directors for any reason shall be filled promptly by the Member institution represented by the Director who is no longer serving, and each Director so appointed shall hold office until the expiration of the term of office of the Director whom he or she has replaced.

Section 3.4. Regular Meetings. Regular meetings of the Board of Directors may be held at such places within or without the Commonwealth of Virginia and at such times as the Commissioner may from time to time determine. Written notices thereof shall be mailed at least 30 days in advance of each meeting and shall state the time, the place and purpose of the meeting. All regular meetings of Directors shall be conducted in accordance with *Robert's Rules of Order*.

Section 3.5. Special Meetings. Special meetings of the Board of Directors for any purpose or purposes may be held at any time or place within or without the Commonwealth of Virginia whenever called by the Commissioner or any six members of the Board of Directors. Written notice of the purpose, place, date and hour of the meeting shall be given by the person or persons calling the meeting, not less than fourteen (14) and not more than sixty (60) days before the date of the special meeting. All special meetings of Directors shall be conducted in accordance with *Robert's Rules of Order*.

Section 3.6. Telephonic Meetings Permitted. Members of the Board of Directors, or any committee designated by the Board, may participate in a meeting of such Board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this provision shall constitute presence in person at such meeting. Votes during any conference telephone call shall be taken by roll call.

Section 3.7. Quorum; Vote Required for Action. At all meetings of the Board of Directors, two-thirds (2/3) plus one (1) member of the entire Board shall constitute a quorum for the transaction of business. Except where a higher percentage vote is required by (a) law, (b) the Articles of Incorporation, (c) these Bylaws, or (d) the Constitution, the vote of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. At the request of six members of the Board of Directors where a vote is needed on a single issue, the Commissioner may initiate a mail vote, or a conference telephone vote. No Member of the Board of Directors shall give any other Member of the Board a proxy to vote at any Meeting.

Section 3.8. Organization. Meetings of the Board of Directors and the Executive Committee shall be presided over by the President, or in his or her absence by the First Vice President, and in the absence of the First Vice President, by the Second Vice President. The Secretary shall act as secretary of the meeting, but in his or her absence the person presiding at the meeting may appoint any person to act as secretary of the meeting.

Section 3.9. Action by Directors Without a Meeting. Unless otherwise restricted by the (a) Articles of Incorporation, (b) these Bylaws, or the Constitution, any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof, may be taken without a meeting if members of the Board or such committee, as the case may be, who would be entitled to vote at a meeting of the Board of Directors, or of any committee thereof, having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all Directors entitled to vote thereon were present and voted, and evidence of such votes shall be delivered to the Corporation by delivery to its registered office or principal place of business.

ARTICLE IV

Committees

Section 4.1. Committees. The Board of Directors may, by resolution passed by a majority of the entire Board of Directors, designate one or more committees, each committee to consist of one or more of the directors or officers of the Corporation. The Board may designate one or more directors or officers as alternate members of any committee, who may replace any absent member at any meeting of the committee. In the absence of a member of the committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the Board of Directors, shall have and may exercise all the powers and authority of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; but no such committee shall have power or authority to amend the Articles of Incorporation, Bylaws, Constitution of the Corporation, adopt an agreement of merger or consolidation with any other athletic conference, or recommend to the Members the dissolution of the Corporation.

Section 4.2. Executive Committee. The Executive Committee shall be comprised of the President, First Vice President, Second Vice President and Treasurer, and shall be responsible for managing the affairs of the Corporation and establishing guidelines and procedures for operating the Corporation. The composition of the Executive Committee shall change annually when officers are elected by the Board of Directors.

Section 4.3 Committee Rules. Unless the Board of Directors otherwise provides, each committee designated by the Board may make, amend and repeal rules for the conduct of its business. In the absence of such rules, each committee shall conduct its business in the same manner as the Board of Directors conducts its business pursuant to Article III of these Bylaws.

ARTICLE V

Officers

Section 5.1. Executive Officers; Election; Qualifications. As soon as practicable after the annual meeting of Members in each year, the Board of Directors shall elect a President, First Vice President, Second Vice President, and Treasurer (which officers shall constitute the Executive Committee), and it may, if it so determines, elect a Chairman of the Board from among its members. The Commissioner shall be an officer of the Corporation and serve as Secretary of the Corporation, but shall not be subject to re-election by the Board of Directors, and serves at the discretion of the Members.

Section 5.2. Term of Office; Resignation; Removal; Vacancies. Except for the Commissioner, each officer shall hold office until the first meeting of the Board of Directors after the annual meeting of Members next succeeding his or her election, and until his or her successor is elected and qualified or until his or her earlier resignation or removal. Any officer may resign at any time upon written notice to the President or Commissioner. Any vacancy occurring in any office of the Corporation by death, resignation, removal or otherwise may be filled for the unexpired portion of the term by the Member institution that employed the officer who is no longer serving.

Section 5.3. Powers and Duties of Executive Officers. The officers of the Corporation shall have such powers and duties in the management of the Corporation as may be prescribed by the Board of Directors and, to the extent not provided herein, as generally pertain to their respective offices, subject to the control of the Board of Directors:

(a) Chair of the Council of Presidents. The Chair of the Council of Presidents shall preside at all meetings of the Members.

(b) President. The President shall preside at all meetings of the Board of Directors, and shall serve as the chairperson of the Executive Committee. The President shall have authority to sign contracts approved by the Board of Directors.

(c) First Vice President. During the absence of the President, the First Vice President shall perform the duties of the President, and when so acting, he shall have all the powers and be subject to all the responsibilities of the office of President, and shall perform such duties and functions as the Board of Directors may prescribe.

(d) Second Vice President. During the absence of the First Vice President, the Second Vice President shall perform the duties of the First Vice President, and when so acting, he shall have all the powers and be subject to all the responsibilities of that office, and shall perform such duties and functions as the Board of Directors may prescribe.

(e) Treasurer. The Treasurer shall oversee the preparation of the annual budget and work with other Executive Committee members to review and present budgetary and financial matters to the Board of Directors.

(f) Commissioner. The Commissioner shall serve as the Chief Administrative Officer and Secretary of the Corporation, and shall attend and organize all meetings of the Members and the Board of Directors. The Commissioner shall have the authority to sign contracts approved by the Board of Directors. As Secretary, he shall keep the minutes of the meetings of the Board of Directors, any committee of the Board of Directors, and of the Members in appropriate books. He shall also keep a record of all actions taken, with or without a meeting, by the Members, Board of Directors or any committee of the Board of Directors.

(g) Other Officers. Other officers shall perform such duties and have such powers as may be assigned to them by the Board of Directors.

(h) Eligibility of Certain Officers. No person shall be eligible to serve as the President, First Vice President, Second Vice President or Treasurer unless he or she has been employed by his or her Member institution for at least two years prior to standing for election.

ARTICLE VI

Indemnification

Section 6.1. Indemnification of Directors, Officers and Employees. Each person who is or was a director or officer, employee or agent of the Corporation (including the heirs, executors, administrators or estate of such person) or is or was serving at the request of the Corporation as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise shall be indemnified by the Corporation to the full extent permitted by the Virginia Nonstock Corporation Act against any liability, cost or expense incurred by him in his capacity as a director, officer, employee or agent, or arising out of his status as director, officer, employee or agent.

Section 6.2. Exception to the General Indemnification Clause. No indemnification shall be made in respect of any claim, issue or matter as to which an employee or agent shall have been adjudged to be liable to the Corporation unless, and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

Section 6.3. Determination that Indemnification is Proper. Any indemnification under this Article shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification is proper in the circumstances because the person seeking indemnification has met the applicable standard of conduct required of him by or pursuant to this Article. Such determination shall be made (a) by the Board of Directors, by a majority vote of a quorum consisting of Directors who neither are nor were parties to the proceedings, or (b) if such quorum is not obtainable or even though obtainable a majority of disinterested Directors so direct, by independent legal counsel in a written opinion, or (c) by the Members. In making a determination the Directors may rely, as to all questions of law, on the advice of independent legal counsel.

Section 6.4. Advances. Expenses incurred by an officer or director in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Corporation as authorized in this Article. Such expenses incurred by other employees and agents may be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate.

Section 6.5. Non-Exclusive Remedy. The indemnification and advancement of expenses provided by, or granted pursuant to, the other subsections of this Article shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any bylaw, agreement, vote of members, or disinterested Directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office.

Section 6.6. Insurance Coverage. The Corporation may, but shall not be obligated to maintain insurance, at its expense, to protect itself and any Director, officer, employee or agent of the Corporation against such liability costs or expenses.

ARTICLE VII

Miscellaneous

Section 7.1. Fiscal Year. The fiscal year of the Corporation shall be determined by resolution of the Board of Directors.

Section 7.2. Seal. The Corporate seal shall have the name of the Corporation inscribed thereon and shall be in such form as may be approved from time to time by the Board of Directors.

Section 7.3. Waiver of Notice of Meetings of Members, Directors and Committees. Any written waiver of notice, signed by the person entitled to notice, whether before or after the time stated therein, shall be deemed equivalent to notice. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting, except when the person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of any regular or special meeting of the Members, Directors, or members of a committee of Directors need be specified in any written waiver of notice.

Section 7.4. Interested Directors; Quorum. No contract or transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any other corporation, partnership, association, or other organization in which one or more of its Directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, if: (1) the material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee, and the Board or committee in good faith authorized the contract or transaction by the affirmative votes of a majority of the disinterested Directors, even though the disinterested Directors be less than a quorum; or (2) the material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Members entitled to vote thereon, and the contract or transaction is specifically approved in good faith by vote of the Members; or (3) the contract or transaction is fair as to the Corporation as of the time it is authorized, approved or ratified, by the Board of Directors, a committee thereof, or the Members. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorizes the contract or transaction.

Section 7.5. Form of Records. Any records maintained by the Corporation in the regular course of its business, including its books of account, and minute books, may be kept on, or be in the form of, punch cards, magnetic tape, photographs, microphotographs, or any other information storage device, provided that the records so kept can be converted into clearly legible form within a reasonable time. The Corporation shall so convert any records so kept upon the request of any person entitled to inspect the same.

Section 7.6. Amendment of Bylaws. These Bylaws may be amended or repealed, and new Bylaws made, by a majority vote of the Members of the Board of Directors. The Commissioner shall advise the Chair of the Member presidents of any amendments to or repeal of these Bylaws.

Certified to be the original of the Bylaws duly adopted by the Board of Directors on June 3, 2007.

Thomas E. Yeager, Secretary

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