

Minnesota Intercollegiate Athletic Conference

Mission Statement (Adopted June 2006)

The Minnesota Intercollegiate Athletic Conference strives to guide, govern and support fair and equitable athletic competition and promote student-athlete well-being among its members. The Conference recognizes and celebrates the important contribution competitive athletics can make to the quality of an education experienced in a context in which the academic program is paramount.

Guiding Principles (Adopted June 2006)

1. The Conference values competition, not only within the conference itself but also in whatever postseason opportunities may be available to our athletes. Therefore, the conference shall not restrict postseason competition except insofar as preparation for the events or the events themselves compromise the fundamental academic goals of the members as stated in the Mission Statement.
2. The Conference values a broad range of competitive opportunities for its members. Therefore, when member institutions express interest in developing new varsity sports, the conference should become actively involved in research, feasibility studies, and planning, especially for those sports that address issues of gender equity and cultural diversity. Furthermore, the conference office should always attempt to assist member institutions in maintaining sports that are currently offered.
3. The Conference ensures institutional control of athletics by placing legislative responsibility in the hands of the Presidents through the Faculty Athletics Representatives that they appoint.

**BYLAWS OF
THE MINNESOTA INTERCOLLEGIATE ATHLETIC CONFERENCE**

ARTICLE I. NAME

The name of this corporation shall be "The Minnesota Intercollegiate Athletic Conference," a private non-profit corporation operating under the laws of the State of Minnesota and Articles of Incorporation. The abbreviated name of the corporation shall be "M.I.A.C." In these Bylaws and other corporate documents, minutes and records this corporation may also be referred to as the "Conference".

ARTICLE II. MISSION

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3. The Conference ensures institutional control of athletics by placing legislative responsibility in the hands of the Presidents through the Faculty Athletics Representatives that they appoint.

ARTICLE III. ATHLETIC POLICY

This Conference subscribes to the following athletic policy:

- A. The President of the institution is responsible for the athletic policy of the institution. Though the administration of the athletic program can be delegated to other officials of the institution, the responsibility for athletic policy remains with the President.
- B. Institutional admission standards and financial aid procedures as announced in official publications shall apply to athletes and non-athletes alike and be administered by the regular admissions and financial aid officers and committees of the institution.

ARTICLE IV. MEMBERSHIP

Members of this Conference shall be selected from Minnesota private liberal arts collegiate institutions offering a four-year program of studies leading to a bachelor's degree. Membership is contingent upon the payment of a yearly membership fee that is recommended by the Budget Committee, approved by the Board of Faculty Athletic Representatives and due to the conference office by July 15 for the upcoming academic year. A review of the status of any institution's membership in the Conference may be made at any time.

Section A. Current Members.

Augsburg College
Bethel University
Carleton College
Concordia College
Gustavus Adolphus College
Hamline University
Macalester College

College of Saint Benedict
College of St. Catherine
Saint John's University
Saint Mary's University
St. Olaf College
University of St. Thomas

Section B. Admission to Membership

Admission of new members to the Conference shall be by two-thirds (2/3 = 9) affirmative vote of the Presidents of member institutions based upon the following criteria:

1. Meet membership and participation requirements as set forth by the MIAC at the time of application.
2. Give evidence of a commitment to the basic elements of the philosophy and practices of the MIAC as outlined in the MIAC Bylaws, mission statement and policies and procedures.
3. Must be a NCAA Division III member in good standing.
4. The general institutional admission's standards must be consistent with those practiced at MIAC member institutions.
5. Athletic facilities must be comparable to other MIAC institutions for the conduct of its intercollegiate athletic programs for men and women.

Section C. Membership Criteria

1. All MIAC member institutions must sponsor a minimum of eight varsity sports for men and eight varsity sports for women. Given the MIAC championship seasons and sponsorship, members must sponsor a minimum of two sports in each season (fall, winter and spring). One championship sport in each season must be an individual sport and one must be a team sport from the following lists:

	<u>Men</u>	<u>Women</u>
Fall	Cross Country Football Golf Soccer	Cross Country Golf Soccer Volleyball
Winter	Basketball Hockey Indoor Track and Field Swimming and Diving	Basketball Hockey Indoor Track and Field Swimming and Diving
Spring	Baseball Outdoor Track and Field Tennis	Outdoor Track and Field Softball Tennis

Section D. Termination of Membership

A member institution may withdraw from the conference subject to the following:

1. File a letter of intent to withdraw from the conference, signed by the President of the institution, with each member institution and the conference office no later than June 1 of any year with the effective date being no sooner than May 31 of the following year.
2. A withdrawing member shall fulfill all agreements and contracts for athletics competition for one full year following the effective date of withdrawing from the conference unless waived by a two-thirds (2/3=9) vote of the Presidents of MIAC member institutions.
3. A withdrawing member forfeits any interest in accumulated conference funds.
4. A withdrawing member shall continue to share equally in the financial obligations of the conference until the effective date of termination of membership.
5. Failure to comply with and maintain membership requirements will result in a program review and possible termination or other disciplinary action as determined by the Presidents of MIAC member institutions.

Section E. Membership Miscellaneous Matters

1. A member of the Conference, as such, shall not be individually liable for the acts, debts, liabilities or obligations of the Conference.
2. No member may transfer or assign its membership or any rights arising from it.

ARTICLE V. PARTICIPATION

Section A. Conference Priority

Member institutions agree that a primary responsibility of conference membership is the participation in conference regular-season competition and Conference Championships and events.

Section B. Championship Eligibility

To be eligible for MIAC Conference Championship participation in any sport, a coeducational member institution must meet the sponsorship minimum of eight (8) conference championship sports for each gender. A single-gender member institution must meet the sponsorship minimum of eight (8) conference championship sports.

Section C. Conference Championship Sports

1. Conference Championship sports are those sports sponsored by a minimum of six (6) member institutions and/or approved by a two-thirds ($2/3=9$) majority of the member institutions as championship sports. Additions and deletions in conference championship sports shall be voted at the Fall Meeting of the Faculty Athletic Representatives to be implemented for the following academic year.
2. Varsity sports sponsored by member institutions, but not recognized as conference championship sports, are subject to the regulations of the conference as outlined in the general section of the MIAC Manual for the Conduct of Sports.
3. A member institution offering a varsity sport in which the conference offers a championship must participate in the conference regular-season schedule. (Note: Exception of Macalester College football grandfathered)

Section D. Withdrawal from Participation

A member institution must notify in writing each member institution and the conference office of their intent to eliminate a conference sport. The letter of intent to eliminate a conference sport, signed by the President of the institution, must be filed with the conference office no later than December 1 of any year with the effective date being no sooner than September 1 of the following year. Waiver of deadline may be made by a two-thirds ($2/3=9$) vote of the Presidents.

ARTICLE VI. GOVERNANCE

Section A. Board of Directors (“The Presidents”)

1. The Board of Directors shall have ultimate authority over all Conference matters and may exercise or delegate its authority as it deems appropriate. In these Bylaws and other corporate documents, minutes and records of this corporation, the Board of Directors may also be referred to as “The Presidents” or “The Presidents’ Board,” which shall denote the Presidents of the member institutions collectively, in their capacity as the Board of Directors.
2. The Board of Directors shall always consist of the Presidents of the member institutions. The President of each member institution shall automatically have a seat on the Board of Directors by virtue of the office of President of a member institution, without the need of election or ratification by any body, including the Board of Directors itself.
3. If the post of President is vacant at any member institution, that member may appoint a temporary delegate to the Board until a new President is appointed. The temporary delegate shall have full voting rights.

Section B. General Operational Authority.

1. The Faculty Athletic Representative Board (The FAR Board) and Director(s) of Athletics, as delegated by the Presidents, shall provide operational governance between meetings of the Presidents. Each duly appointed representative from each member institution shall have one (1) vote. A faculty representative shall be selected by the President from among the faculty of a member institution at her/his discretion, but shall not be a member of the physical education or athletic department.
2. Only a Faculty Athletic Representative (*or designee*) shall be eligible to vote at a FAR Board meeting.
3. A Faculty Athletic Representative, who fails to attend two successive regular meetings of the Board unless excused by the Chair, shall be removed automatically from the FAR Board and the Representative's institution shall lose voting privileges until re-instated as a formal act of the FAR Board.

4. Since the Presidents of the member institutions are ultimately responsible for the athletic policy of their institutions, major policy decisions of the FAR Board, Bylaw changes proposed by the FAR Board, and the hiring of any Executive Director for the Conference must be confirmed by a two-thirds (2/3=9) vote of the Presidents of the member institutions.

Section C. Board of Faculty Athletic Representatives

The FAR Board, as delegated by the Presidents, shall have primary authority over budgetary and academic matters of the conference.

Section D. Directors of Athletics

The Directors of Athletics Committee shall have authority over operational matters of the conference subject to the approval of the FAR Board.

Section E. Office of the Executive Director

The Executive Director of the Conference shall be the chief administrative officer of the Conference reporting to and subject to the supervision of the Executive Committee and subject to the approval of the Conference Presidents. The Executive Director shall serve as an ex-officio member of all conference committees.

Section F. Standing Committees

1. **Executive Committee.** The Executive Committee shall consist of the FAR Board President, Vice-President and Treasurer; Chair and Vice-Chair of the Directors of Athletics and the Executive Director (ex-officio). The Executive Committee may act in the stead of the FAR Board in instances requiring immediate and extraordinary action by the FAR Board when it is difficult or impossible for the full FAR Board to meet. The Executive Committee shall report its actions to the FAR Board at the next scheduled meeting.
 - a. The Executive Committee shall prepare the agenda for FAR Board meetings
2. **Director of Athletics Committee.** The Directors of Athletics Committee shall consist of the Directors of Athletics and the Senior Woman Administrator (if applicable) of each member institution. The Committee shall meet, review and recommend, by majority vote, resolutions and/or legislation to the FAR Board for its action. The Committee shall also perform duties assigned to it by the FAR Board. The Chair and Vice-Chair of the Committee shall be elected by the Committee in alternative years and shall serve for a term of three years, commencing on June 1. The Chair and Vice-Chair shall attend meetings of the FAR Board and the Executive Committee. The Chair shall present approved legislation from the Director of Athletics Committee at meetings of the FAR Board.
3. **Budget Committee.** The Budget Committee shall consist of the Conference Treasurer, two Faculty Athletic Representatives (as elected by the FAR Board), two Athletic Directors (as elected by the Director of Athletics Committee, and the Conference Executive Director as ex-officio.) The Budget Committee shall review, amend, and recommend a conference budget, prepared by the Conference Executive Director, to the Board of Faculty Athletic Representatives and the Director of Athletics Committee. Budget Committee responsibilities will also include recommending and enforcing fiscal policy in regards to conference operations. Election to the Budget Committee will be by affirmative vote of the respective bodies and subject to the approval of the President of the FAR Board. Terms of elected members shall be two years or until a successor is elected. To ensure continuity, no three FARs or two ADs shall be replaced in the same year.
4. **Compliance Committee.** The Compliance Committee shall consist of two FARs and two ADs (no two from same institution) who are selected and appointed by the President and serve a three-year term. The Executive Director or Compliance Officer shall serve as ex-officio. One Athletic Trainer shall serve as ex-officio for a one year rotating term amongst conference trainers. The Compliance Committee shall review all violations referred by the Executive Director and determine if sanctions shall be imposed. (*revised 05/07*) (see Appendix B)
5. **Strategic Planning Committee.** The Strategic Planning Committee shall consist of appointed representatives of the FAR Board and Director of Athletics Committee to annually review the Conference Strategic Plan and make recommendations as necessary. The President of the FAR Board shall serve as Chair.
6. **Coaches' Committees.** Each sport for which the Conference sponsors a championship will form a committee composed of the head coaches from each of the participating institutions. This committee will deal with matters pertaining to the operational policy and procedures and propose any legislation that governs the given sport to the Directors of Athletics Committee.

7. **Athletic Trainers' Committee.** A committee composed of the head athletic trainers from each of the participating institutions will deal with matters pertaining to policies and procedures governing conference sports medicine and propose any legislation to the Directors of Athletics Committee.
8. **Sports Information Directors Committee.** A committee composed of the Directors of Sports Information from each of the participating institutions will deal with matters pertaining to policies and procedures governing the gathering and dispensing of conference sports information and propose any legislation to the Directors of Athletics Committee.
9. **Student-Athlete Advisory Committee.** A committee composed of two student-athlete representatives (one male and one female student-athlete from each coed institution) from each participating institution will deal with issues pertaining to student-athletes and propose any legislation to the Directors of Athletics Committee.
10. **Ad-Hoc Committees.** Each Chair of the Standing Committees has the authority to appoint and charge Ad-Hoc Committees as issues warrant.

ARTICLE VII. OFFICERS OF THE CONFERENCE

Section A. Conference Officers.

The officers of the Conference shall be the Chair of the Board of Directors (elected by the Presidents) and President, Vice-President and Treasurer (elected from the Board of Faculty Athletic Representatives), and such other officers as the Board of Directors may deem appropriate.

Section B. Terms and Duties of Office.

The President and Vice-President, shall serve 3-year terms, commencing on June 1. The duties of the President and Vice-President shall be those normally associated with those offices. Specifically, the President shall call and preside over all meetings of the FAR Board, shall approve members to committees, and shall be the liaison between the member institutions. The Vice-President shall act in the stead of the President. The Treasurer shall be elected by the FAR Board and shall serve for a term of two years, or until a successor is elected. He/she shall Chair the Conference Budget Committee and oversee all records and funds of the Conference.

Section C. Executive Director

The Executive Director shall serve in an ex-officio capacity for all conference committees and serve as the Compliance Officer. He/She shall provide an annual report on the Conference to the presidents of the member institutions and shall manage the Conference within the limits of the policies established by the FAR Board.

ARTICLE VIII. MEETINGS OF THE CONFERENCE

The Conference Faculty Athletic Representatives and Directors of Athletics shall meet annually in joint session in August prior to the start of each academic year. The joint August meeting shall be a non-legislative meeting unless waived by a majority of members present and voting. Voting for all policy issues during conference meetings are subject to a majority vote for approval and subsequent passing unless otherwise duly noted.

Section A. Presidents

A quorum for a meeting of the Presidents shall consist of seven (7) voting members. The Presidents of MIAC member institutions shall meet at least once each academic year to address issues of the conference; receive an update on the state of the conference presented by the President of the Board of Faculty Athletic Representatives and the Executive Director of the Conference; elect a chair of the Presidents; appoint members to the Presidential Executive Committee and to conduct such business as necessary.

Section B. Board of Faculty Athletic Representatives

A quorum for a meeting of the Board shall consist of seven voting members. The Board of Faculty Athletic Representatives shall hold two (2) business meetings annually to be scheduled no later than 10 business days following the Fall and Spring meetings of the Directors of Athletics. The President of the FAR Board may call a special meeting of the FAR Board as necessary.

Section C. Directors of Athletics Committee

A quorum for a meeting of the Directors of Athletics shall consist of voting members from seven (7) member institutions. The Directors of Athletics shall hold three (3) business meetings annually coinciding with the end of each sports season

(November, March and May). The Chair of the Directors of Athletics may call a special meeting as necessary. Legislation from the Directors of Athletics meetings (action and informational) shall be presented to the FAR Board for review and/or action as necessary.

Section D. Budget Committee

A quorum for a meeting of the Budget Committee shall consist of 3 voting members. The Budget Committee shall meet as necessary to plan and conduct the financial business of the conference. Legislative items from the Budget Committee shall be presented to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

Section E. Compliance Committee

A quorum for a meeting of the Compliance Committee shall consist of a simple majority. The Compliance Committee shall meet as necessary to review issues of the conference pertaining to policies and procedures, eligibility concerns, rules infraction cases and other issues referred by the Conference. Legislative items from the Compliance Committee shall be presented as necessary to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

Section F. Coaches Committee

A quorum for a meeting of a Coaches Committee meeting shall consist of a simple majority of the participating members in a given sport. Each Coaches Committee representing each Conference Championship sport is subject to one official business meeting annually identified in each sport code. Legislative items from each Coaches Committee shall be presented as necessary to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

Section G. Athletic Trainers' Committee

A quorum for a meeting of the Athletic Trainers' Committee shall consist of a simple majority of the member institutions. The Athletic Trainers' Committee is limited to one (1) business meeting annually from which legislative items may be forwarded to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

Section H. Sports Information Directors

A quorum for a meeting of the Sport Information Directors shall consist of a simple majority of the member institutions. The Sports Information Directors are limited to one (1) business meeting annually from which legislative items may be forwarded to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

Section I. Student-Athlete Advisory Committee (SAAC)

A quorum for a meeting of the Conference SAAC shall consist of a simple majority of the member institutions. The Conference SAAC will meet minimally twice during an academic year with the Spring meeting designated as the official business meeting from which legislative items are forwarded to the Directors of Athletics for initial review and subject to the approval of the FAR Board.

ARTICLE IX. CONFERENCE ATHLETIC RULES

The "Manual for the Conduct of Sports" shall be the official manual of rules and regulations governing the conduct of sports within the Conference. The Manual may be amended by the Board of Faculty Athletic Representatives, providing that notice of the proposed amendment is mailed to all Faculty Athletic Representatives at least one week prior to the date of the meeting at which the amendment is to be voted upon. If the one-week notice has not been given, the manual shall be amended only by a two-thirds vote of the Faculty Athletic Representatives present and voting.

ARTICLE X. AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3=9) vote of the Presidents of the member institutions. Notice of the proposed amendment must be mailed to the Presidents thirty days prior to the date of the meeting at which the amendment is to be voted upon. Facsimile or email transmission may be used as an alternative to mail.

ARTICLE XI. STANDARD OF CONDUCT AND DIRECTOR CONFLICTS OF INTERESTS

Section A. Standard of Conduct

It is the responsibility of each officer and director of the Corporation to discharge his/her duties, as such, in good faith, in a manner the person reasonably believes to be in the best interests of the Corporation, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

Section B. Conflict; Procedure When Conflict Arises

A contract or other transaction between the Corporation and a director or a member of the family of a director or between the Corporation and an organization in which the Corporation's director, or a member of the family of the Corporation's director, is a director, officer, or legal representative or has a material financial interest, shall not be void or voidable because the director or other organization shall be parties or because the director shall be present at the meeting of the Board of Directors or a committee at which the contract or transaction is authorized, approved, or ratified, if:

- (1) The contract or transaction was, and the person asserting the validity of the contract or transaction sustains the burden of establishing that the contract or transaction was, fair and reasonable as to the Corporation at the time it was authorized, approved, or ratified; or
- (2) The material facts as to the contract or transaction and as to the director's interest shall be fully disclosed or known to the Board or a committee, and the Board or committee authorizes, approves, or ratifies the contract or transaction in good faith by a majority of the Board or committee, but the interested director shall not be counted in determining the presence of a quorum and shall not vote.

Section C. Material Financial Interest

For purposes hereof, a director does not have a material financial interest in a resolution, fixing the compensation of the director or fixing the compensation of another director, officer, employee, or agent of the Corporation, even though the first director is also receiving compensation from the Corporation.

Section D. Member of the Family

For purposes hereof, the Corporation's director shall have a material financial interest in each organization in which the Corporation's director, his/her spouse, parents, children and spouses of children, brothers and sister and spouses of brothers and sisters of the Corporation's director, or any combination of them, have a material financial interest.

ARTICLE XII. MISCELLANEOUS

Section A. Books and Minutes

The Corporation shall keep correct and complete books and records of account and financial statements and shall also keep minutes of the proceedings of its Board of Directors and Committees. All books and records of the Corporation may be inspected by any director or member for any proper purpose at any reasonable time.

Section B. Fiscal Year

The fiscal year of the Corporation shall end on May 31. The MIAC Reserve shall be set at \$100,000. The conference will use the amount in reserve above \$100,000 to offset the institutional assessments. *(revised 5/08, 12/06)*

Section C. Loans to Directors and Officers Prohibited

No loans or advances, other than customary travel advances, shall be made by the Corporation to any of its directors or officers.

Section D. Prohibition Against Private Inurement

No part of the net earnings of the Corporation shall inure to the benefit or, or be distributed to, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation.

CERTIFICATE

The foregoing Amended and Restated Bylaws of the Minnesota Intercollegiate Athletic Conference (M.I.A.C.) were adopted by the Board of Directors of the Corporation on the 30th day of November, 2004.

Dated: November 30, 2004