

ARTICLE I NAME

The name of this corporation shall be **SOUTHERN ASSOCIATION of USA TRACK & FIELD**, hereinafter referred to as this Association, or this corporation.

ARTICLE II DEFINITIONS

A. **ATHLETE:**

1. **International Athlete** means an athlete who has represented the United States in international competition held under IAAF jurisdiction in Athletics (not including World Youth or World Masters events) within the preceding ten (10) years or who has placed in the top half of specifically designated national open championship events within the preceding twenty-four (24) months. The Athletes Advisory Committee shall designate qualifying competitions;
2. **Active Athlete** means any individual who is actively engaged in Athletics or who is an International Athlete

B. **Athletics** (when capitalized) means, inclusively, track & field, long distance running, cross country running, road running, race walking, and any other sport discipline recognized by the IAAF.

C. **Athletic** competition means a contest, game, meet, match, tournament or other Athletics event in which eligible Athletes compete.

D. **Club** means a local or national organization whose programs involve competitive member athletes, events, and/or education in Athletics.

E. **Coach** means an individual who is, or was, actively engaged in the training of athletes within the sport of Athletics within the preceding ten (10) years, the coaching of school/college community Athletics, the coaching of club athletes, or the coaching of International Athletes, or who are USATF-certified coaches.

F. **IAAF** means the International Association of Athletics Federations.

G. **NABR** means the National Athletics Board of Review, as established in USATF Operating Regulation 11.

H. **Sanction** means the document which evidences the authority granted by either USATF of an Association to conduct a competition, and which also evidences that the recipient has complied with the requirements of USATF Article 20 and USATF Operating Regulation 14.

I. **Sports organizations** means a non-profit corporation, club, federation, union, association, or other group organized in the United States which sponsors or arranges any Athletics competition.

J. **This geographic area** means Louisiana and Mississippi.

K. **USATF** means USA Track & Field, the national governing body.

L. **Immediate Past President:** The person who most recently served as the elected president of USATF Southern Association

M. **Unattached Athlete:** An active athlete that is not a member of a club, school or organization as defined in USATF Youth manual

N. **Clubs in good standing:** A club that meets the national and association standards.

ARTICLE III PURPOSES AND DUTIES

This non-profit corporation shall act as the governing body for Athletics in the states of Louisiana and Mississippi under the Sports Act, as authorized by USATF.

A. **Purposes:** This corporation shall have the following purposes:

1. **Development:** Developing interest and participation in Athletics in this geographic area at all levels;
2. **Management:** Promoting Athletics and athletes by conducting competitions and other events, and by cooperating with and encouraging other organizations which may do so;
3. **Marketing:** Generating public awareness, appreciation, and support for Athletics, UASTF, and this Association, creating opportunities for athletes and Athletics events, and generating sponsorships to aid this corporation in fulfilling its purposes and duties.
4. **Diversity:** Promoting diversity and all levels of participation of USATF activities.

B. **Duties:** This Corporation shall have the following duties:

1. **Responsibility to constituency:** Being responsible to persons and sports organizations active in Athletics;
2. **Coordination of scheduling:** Minimizing, by coordinating with other sports organizations, conflicts in schedules for Athletics practices and competitions;
3. **Communication with Active Athletes:** Keeping Athletes informed of policy matters and reasonably reflecting the views of Athletes in policy decisions;
4. **Sanctioning of events:** Sanctioning Athletics competition under these Bylaws and the Operating Regulations of USATF;
5. **Participation in competition:** Providing for participation by Athletes, coaches, trainers, managers, administrators, and officials in Athletics competition, under the provisions of these Bylaws and the Operating Regulations, and provide for protections guaranteed by the Sports Act, and in Article 16;
6. **Support of women in Athletics:** Providing equitable support and encouragement for participation by Women in Athletics;
7. **Support of the disabled in Athletics:** Encouraging and supporting sports programs in Athletics for disabled individuals;
8. **Coordination of technical information:** Coordinating and providing technical information on physical training, equipment design, coaching, and performance analysis in Athletics;
9. **Research:** Encouraging and supporting research, development, and dissemination of information in the areas of sports medicine and sports safety in Athletics;
10. **Coordination of certification and education:** Providing the means to certify coaches and officials throughout the United States in all disciplines and at all levels of Athletics;
11. **Maintaining athlete eligibility requirements:** Establishing eligibility criteria for participating or competing in Athletics, or in the Olympic, Pan American, or and Paralympic Games that are not more restrictive than the IAAF's criteria; and
12. **Administration of Athletics:** Performing all other duties necessary for administering Athletics in the United States and for achieving this corporation's purposes.
13. **Support of diversity in Athletics:** Providing equitable support and encouragement for participation by all persons in Athletics, regardless of gender, age, race or ethnicity, or disabilities;

ARTICLE IV AUTHORITY

This corporation shall be the governing body for Athletics in this geographic area, and shall exercise the following powers:

- A. Representation:** Representing this geographic area in USATF.
- B. Establishment of Association Goals:** Establishing Association goals and encouraging the attainment of those goals in Athletics.
- C. Coordination of Athletics:** Serving as the coordinating body for activity in Athletics in this geographic area.
- D. Jurisdiction:** Shall have jurisdiction over Athletics competition in this geographic area, including Association championships, with the exception that any sports organization which conducts closed Athletics competition (participation in which is restricted to a specific class of eligible athletes such as high school students, college students, members of the Armed Forces, or similar groups or categories) shall have exclusive jurisdiction over such competition.
- E. Autonomy:** This Association shall be autonomous in its governance of Athletics in this geographic area, in that it shall independently determine and control all matters central to such governance in accordance with the USATF Bylaws and Operating Regulations and these Bylaws and Regulations, it shall not delegate such determination and control, and it shall be free from outside restraint except in recognition of its role as a part of UASTF. This provision shall not be construed as preventing this Association from contracting with third parties for administrative assistance and support in connection with its purpose and authority.

ARTICLE V CONSTITUENCY

- A. Individuals:** Any person who meets the criteria for individual membership as determined by USATF shall be eligible for membership. This includes athletes, Elite athletes, disabled athletes, coaches, officials, trainers, managers, administrators, and any other sets of individuals named by USATF. All representatives of the Southern Association are mandated to become members of USATF, Southern Association.
- B. Groups:** Any organization that meets the criteria for group membership as determined by USATF shall be eligible for membership. This includes clubs, organizations administering competitions, and any other groups designated by USATF. Member groups must designate in writing who the voting members of the group are to be, and must make any changes to this in a timely manner before such individuals are recognized to vote.
- C. Applications:** Applications for membership shall be in accordance with the USATF Bylaws and Operating Regulations.
- D. Suspension and expulsion:** Any individual or group recognized by this Association which violates any of the provisions of these Bylaws or Regulations, USATF Bylaws or Operating Regulations, any operating policy approved by the USATF Board of Directors, or any operating policy approved by this Association may be suspended, after due notice and an opportunity to be heard by the body designated to conduct such hearings, until the next meeting of this Association, to which meeting action of suspension shall be reported by the Secretary. At such meeting the suspension may be rescinded by a majority vote of the members, or such individual or group may be expelled by a two-third vote.

ARTICLE VI VOTING MEMBERS

This Association shall use a balanced meeting ballot where only selected members of the Association are eligible to vote. There shall be a maximum of votes which is determined once the total number of clubs has been determined. Thus the total number of votes will be twice the number of clubs in attendance and those votes are divided among the following five constituencies: eligible athletes, coaches, officials, organizational members, and other members (which may include elected officers of the Association).

A. **Voting strengths:**

1. Athletes shall have 20%, (Youth and adult athletes)
2. Organizational members (Clubs) 50%, (One vote per Club in Good Standing)
3. Officers 10%, (Members of Executive Committee)
4. Officials 10%, (Must be certified official)
5. Coaches 10% (Must be Coach in good standing)

If any of the five constituents are not represented that percentage of the vote is not tallied.

B. **One-person, one-ballot:** Individuals who are eligible to cast a ballot in more than one constituency must choose one constituency in which to vote.

C. **Minimum age:** Voters must be a minimum age of eighteen (18) on the day of the election. (Except athletes, where minimum age can be fifteen (15) on the day of the election)

ARTICLE VII MEETINGS

A. **Annual Meeting:** The annual meeting of this Association shall be held in August.

B. **Regular Meetings:** This Association shall hold a semi-annual meeting in January.

C. **Special Meetings:** Special meetings of this Association shall be held upon call by the President/ Majority of the Executive Committee/or the Majority of the Clubs.(The Secretary/Membership Chair shall certify the special meeting request.)

D. **Meeting procedures:** The following shall govern the conduct of all meetings of this Association:

1. **Notification of meetings:**

- a. **Distribution** Notice of the meeting must be distributed by mail, newsletter, local Association web site, and/or the National Office's web site
- b. **Prior arrival:** The initial meeting notice must be sent by means under which it will arrive at least thirty (30) days prior to the beginning of the meeting. A proposed agenda shall be included along with the meeting notice.

2. **Open conduct of business:** All meetings of this Association shall be open to all individual members of the Association except as otherwise provided.

3. **Record of meeting:** The Association and all of its committees shall have a recording secretary. Within thirty (30) days of the meeting, draft minutes should be posted on the Internet.

4. **Quorum:** A quorum, made of representatives from different organizational members, must be present to conduct business and vote. A quorum shall be defined as twenty-five percent (25 %) of the total number of clubs of the Southern Association. Only USATF, Southern Association members are recognized to participate in USATF, Southern Association events (competition, meetings, delegate selection, etc.)

5. **Agenda:** At all meetings of the Association, the following is the agenda:
 - a. Roll Call of Delegates
 - b. Reading of minutes of preceding meeting
 - c. Treasurer's Report
 - d. Report of Officers and Committees
 - e. Unfinished Business
 - f. Action on proposed amendments (at Annual meeting)
 - g. New Business (including elections in even numbered years and selection of delegates for convention)
 - h. Installation of Officers (at Annual meeting, even -numbered years)
 - i. Adjournment

6. **Rules of Order:** Questions of order shall be decided by the parliamentarian in accordance with Roberts Rules of Order (Newly Revised), unless otherwise provided in these Bylaws.

ARTICLE VIII VOTING

The following guidelines shall apply to all elections for officers and sport committee and other chairs in the Association:

A. **Election Notice:**

1. **Distribution:** Notice must be distributed by mail, email, newsletter local Association web site, and/or the National Office's web site.
2. **Prior arrival:** The initial meeting notice must be sent by means under which it will arrive at least thirty (30) days prior to the beginning of the elections process, and
3. **Changes:** Any notice of a meeting change or a change in the election process must be at least fourteen (14) days prior to the meeting.

B. **Nominating process:**

1. **Nominating Committee:** The committee will submit a slate of officers to the executive committee 45 days prior to the election of officers for approval, the slate will be published 30 days prior to the election.
2. **In-person meeting nominations: Nominations may be made and must be allowed from the floor.**
3. **Membership & age criteria: A candidate must be a member of the Association who is at least 18 years of age at the start of the term of office; and**
4. **Nominations and seconds:** A candidate needs one (1) nominator and one (1) seconder who are both members of the Association.

C. **Voter criteria;**

1. **One person-one ballot:** One (1) person shall cast only one (1) ballot, regardless of how many positions within the Association the person occupies;
2. **Proxies:** There shall be no proxy voting;
3. **Minimum age:** Voters must be a minimum age of eighteen (18) on the day of the election. (Except if voting in the role of an athlete)
4. **Voting membership deadline:** Except for renewals from the previous year, individuals must be members in the month which ends more than one full month preceding the election (e.g. if the election is held at any time in September, the membership must be processed by July 31).
5. **Appointees:** An appointed committee chair or Board member shall not vote in elections in that capacity, but may otherwise qualify for a vote.
6. **Organizations:** Organizations shall have a minimum of one (1) vote, with the Association having the option of awarding additional votes based on the size of organization.
7. **Organization voters:** If an organization has more than one (1) vote, each ballot must be cast

- by a different representative; and
8. **Membership:** Organizations and any person representing as organization in Association voting matters must be a member of USATF.

D. Conducting of voting: This Association shall use a balanced meeting ballot where only selected members of the Association are eligible to vote.

1. The available votes during any election are divided among the following five constituencies: Active Athletes, coaches, officials, organizational members, and other members (which may include elected officers of the Association);
2. The Association will use the following breakdown in allocating Voting strengths: Athletes shall have 20%, Organizational members 50%, Coaches 10%, Officials 10% and officers 10%;
3. Individuals who are eligible to cast a ballot in more than one constituency may only vote once and must choose one constituency in which to vote;
4. Constituencies with more individuals than votes allowed will be allotted time to caucus before the election to determine the voters or apportionment of votes; and
5. In an athlete caucus, youth (15-18 years old), open (non-international ages 19-29), Active Athletes and masters (30-and-above) athletes must each be represented if member athletes are present and available. In such a case, the number of votes granted to each age division above shall be as equal as possible, regardless of the number of athletes present from a division;
6. Uncontested elections may be voted by acclamation; and
7. Credential disputes must be resolved before the election process is started with nominations.

E. Counting of ballots: A panel of at least three (3) individuals, at least one (1) of whom must be an athlete, shall count the ballots and sign the tally. All panel members shall be of voting age. The panel shall not include any individual who is a candidate for a contested office.

F. Committee chairs:

1. **Age and Term:** All committee chairs, whether elected or appointed, must be at least 18 years of age and members of the Association. All Committee Chairs shall be elected for specific terms which are determined prior to the voting for the position.
2. **Election:** When requested by two (2) or more member organizations of the Association, sport committee chairs shall be elected. When a sport chair is elected, the election shall take place at a meeting which is held separately from the general elections, either by time or location, and at a minimum, shall be advertised to all member organizations in the Association active in the discipline.

G. National delegates: The Association shall send as many delegates as the Association is allowed, with the minimum being eight (8) Delegates. The following individuals are to be considered automatic delegates except where its noted as designee.

1. President
2. Secretary/Membership Chair
3. Treasurer
4. Youth Chair
5. Officials Chair
6. Masters Chair or designee
7. LDR Chair or designee
8. Coaches Education Chair or designee
9. An Active Athlete
10. An Official assigned to Rules
11. An Official assigned to Law and Legislation

All other delegates in addition to the positions noted above will be elected by the membership.

- a. **Requirements:** Must be a member of USATF at the time of voting, must attend all assigned meetings , and must submit a report to the Secretary before the winter meeting in order to be reimbursed.
- b. **Reimbursement:** Each delegate (except those stated previously), shall receive reimbursements up to an amount approved at the Annual Meeting to be used for convention expenses. .
- c. **Fulfillment:** A delegate, who does not fulfill their convention responsibilities, will not be eligible to serve as a delegate for two (2) years.
- d. **Special consideration** shall be provided to members of the Southern Association that has been elected or appointed to national offices where they are now delegates to the convention and can potentially provide additional representative for the Southern Association.

H. Majority requirement:

1. **Officers:** Regardless of whether a mail ballot is used, the president and secretary of the Association must be elected by a majority of the ballots cast. If a run-off election is necessary, the notification requirement shall be the same.

- I. **Employees and elections:** Current employees (working within the past ninety days) shall not participate in any part of the elections process (nominations or campaigning), but may, at the discretion of the Association, be permitted to vote if they are members and otherwise eligible.

ARTICLE IX OFFICERS AND THEIR DUTIES

- A. **Positions:** The officers of this Association shall be: a President, 1st Vice-President (Vice-President of Operations), 2nd Vice-President (Vice President of Administration), 3rd Vice-President (Vice President of Education & LDR), Secretary/Membership Chair, Youth Chair, Officials Chair, Treasurer and an Athlete. No individual may be an officer of this Association who is also an officer of another sport governing body at the local or national level. The officers shall serve for a term of two calendar years following election, or until his or succession to any office. Should there be a vacancy in the office of President , the 1st Vice-President will serve until the next regular election.

B. Duties:

1. **President:** The President shall:
 - a. **Preside** at all meetings of the Southern Association and its executive board.
 - b. Be an ex officio non-voting member of all committees;
 - c. Subject to the direction of the executive board of the Southern Association/ USATF, shall manage and supervise the affairs of the Southern Association; and
 - d. Select committee chairs and other such members that he or she is entitled to appoint as well as other appointments authorized by these Bylaws and Operating Regulations after consultation with the other officers. He or she may likewise terminate such appointments for good cause upon written notice to such appointees and the other officers;
2. **Vice-Presidents:** The Vice President(s) shall perform duties assigned by the President and the executive board. In the temporary absence of the President from a meeting, the Vice President(s) shall serve as acting chair; Duties of vice Presidents are
 - a. 1st Vice President of Operation
 - b. 2nd Vice President of Administration
 - c. 3rd Vice President of Education & LDR

3. **Treasurer:** The Treasurer shall:
 - a. Keep or cause to be kept a correct and complete record of account, showing accurately at all times the financial condition of the Southern Association/USATF.
 - b. Have charge and custody of, and responsible for, all funds, notes, securities, and other valuables which may from time to time come into the possession of the Southern Association/USATF.
 - c. Deposit, or cause to be deposited, all funds of the Southern Association with such depositories as the executive board shall designate;
 - d. Furnish or cause to be furnished at all meetings of the executive board, or whenever requested, a statement of the financial condition of the Southern Association/USATF.
 - e. Maintain investment accounts and, under policy determined by the executive board, make investments in the name of the Southern Association/USATF in a conservative and prudent manner, taking into account the cash flow needs of the Southern Association/USATF and other relevant factors; and
 4. **Secretary/Membership Chair:** The Secretary shall keep, or cause to be kept, all records of this Association and all agenda and approved minutes of meetings of this Association, its Executive Committee, its Board of Directors, and all committees. The secretary shall also perform all duties normally pertaining to the office of secretary, and performing such other duties as may be directed by the President and executive board. Chair the membership committee.
 5. **Youth Chair:** The Youth Chair is responsible for the operation of the Youth program of the USATF Southern Association.
 6. **Officials Chair:** The Officials Chair is responsible for training, certifying, and generally supervising officials within the Association, under such rules and procedures consistent with the directives of the national committee, as it may adopt, to be eligible to serve as Officials Chair, individuals must be a member in good standing and be at a minimum a national level certified official.
 7. **Athlete Representative:** The athletes is defined in Article II of this Bylaws and they must have competed in a sanctioned USATF within the last 10 years
- C. **Election:** All officers are to be elected for two years at the annual meeting of the Association in even years. No person may contest more than one (1) officer position during an election. A person may not hold the office of President and any other officer position; however, a person may be named in dual capacities to fill a vacancy.
 - D. In the event of a vacancy the President may appoint a replacement until the election to fill the vacancy is held at the next semi-annual meeting of the Association.
 - E. **Removal from office:** Any officer of USATF Southern Association may be removed for good cause by a two-thirds vote of those members of the Association present and voting at an annual meeting or special meeting called for this purpose, and provided the requisite notice of such meeting (See Article 7) shall properly set forth the removal vote on the agenda.
 - F. **In** the event of the vacancy, resignation, absence or removal of the current Association President, the 1st Vice President shall become the acting president until the next association meeting. At that time, an election shall be conducted for the 1st Vice President if needed.

**ARTICLE X
EXECUTIVE COMMITTEE**

A. **Composition:** The Executive Committee shall be composed as following voting members:

1. President
2. 1st Vice President of Operation
3. 2nd Vice President of Administration
4. 3rd Vice President of Education.
5. Secretary
6. Treasurer
7. Youth Chair
8. Officials Chair
9. An Athlete

The following are non-voting members:

1. Parliamentarian
2. Immediate Past President

**ARTICLE XI
COMMITTEES**

A. **Committees:** The following committees of this Association are established with such duties, responsibilities, and make-up as outlined her and in Articles 12 reserved for each type of committee:

1. Sports Committees
 - i. **Men's & Women's Track and Field**
 - ii. **Race Walking**
 - iii. **Masters Track & Field**
 - iv. **Youth Athletics**
2. Administrative Committees
 - i. **Law and Legislation**
 - ii. **Officials**
 - iii. **Records and Recognition**
 - iv. **Athletes Advisory**
 - v. **Coaches Advisory**
 - vi. **Athletes for the Disabled**
3. Education Committees
 - i. **Coaching Education**
 - ii. **Long Distance Running**
4. Other Working Committees
 - i. **Budget and Finance**

ARTICLE XII COMMITTEES

A. Sport:

1. **Duties and responsibilities:** In addition to the provisions of Article 12, each committee shall:
 - a. **Championships:** Have jurisdiction over the Association championship in the particular discipline it controls, and shall institute, locate or award, conduct, and manage all such championships in accordance with the provisions of Regulation 3.
 - b. **Calendar:** Coordinate the local and domestic competition calendar in its discipline; and
 - c. **Records:** Approve records for the events within its discipline;
2. **Committee definitions:** The disciplines and age categories under the control of each sport committee in the division areas follows. ***Each of these definitions should be covered by a committee where committees are merger:***
 - a. **Age categories:**
 - i. **Open athletes** are of any age 14 years and over for women and 16 years and over for men; and
 - ii. **Junior athletes** must be at least age 14 on the day of competition and under age 20 on December 31 in the year of the competition;
 - iii. **Masters Athletes** shall be at least age **30** on the day of the competition; and
 - iv. **Youth athletes** shall not 19 before the final day of the national Junior Olympics track & field competition and are divided into specified age categories; and
 - b. **Jurisdiction:**
 - i. **Men's Track & Field:** Indoor and outdoor track & field activity for junior and senior men, not including track races of greater than 10,000 meters;
 - ii. **Women's Track & Field:** Indoor and outdoor track & field activity for junior and senior women, not including track races of greater than 10,000 meters;
 - iii. **Race Walking:** All race walking activity for junior and senior men and women;
 - iv. **Long Distance Running:** Off-track running at all distances, track running at distances over 10,000 meters, and cross country running for junior and senior men and women.
 - v. **Youth Athletics:** All youth activity not conducted as junior competition for youth boys and girls, including track & field, road running, cross country running and race walking.
 - vi. **Masters Track & Field:** All track, field and race walking activity for masters men and women, except track running races of greater than 10,000 meters; and
3. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association
4. **Management:** All sports committees are managed by the Vice President

B. Athletes Advisory:

1. **Duties and responsibilities:** The committee shall:
 - a. **Policy advice:** Serve as a source of reference, opinion, and advice to the officers,
 - i. employees, Board, and all committees with regard to current or contemplated policies of
 - ii. USATF and /or the Association and in all matters relating to athletes and athlete's rights.
 - b. **Athletes representatives:** Appoint, elect, or oversee the election or appointment of athlete's representative to committees or subcommittees when empowered to do so by these Bylaws;
 - c. **Participate in governance:** Encourage and foster the representation and active participation of athletes at the meetings of the Association, its Board, and its committees;
 - d. **Meetings:** Conduct meetings of the active athlete members and other active athlete

- attendees at the annual meetings of this Association;
- e. **Performance:** Assist athletes in achieving maximum performance in Athletics competition;
 - f. **Rights of Athletes:** Educate athletes about their rights and responsibilities in Athletics and assist athletes in preserving and protecting such rights;
 - g. **Athlete advice:** Advise athletes on all matters pertaining to the general structure and operation of Athletics;
 - h. **Transition of athletes:** Assist with the transition of athletes in post-competitive years;
 - i. **Operating rules:** Adopt operating rules to assist the committee in carrying out its duties and responsibilities;
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association where available.
 3. This committee is managed by the 3rd Vice President

C. Athletes for the Disabled

1. **Duties and responsibilities:** The committee shall:
 - a. **Liaison:** Serve as liaison between this Association and (i) the Disabled in Sports Committee of the USOC and (ii) those sports organizations for athletes with disabilities which conduct regular programs;
 - b. **Competitions:** Coordinate, through the appropriate sport committee, the competition of athletes with disabilities in events under the jurisdiction of this Association, and promote participation by athletes with disabilities in Association-sanctioned events;
 - c. **Development:** Develop programs to improve athletic performance among athletes with disabilities; and
 - d. **Education:** Facilitate the education and training of coaches and officials, and education of the Athletics community in general in working with athletes with disabilities; and
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association
3. **Management:** This committee is managed by the 2nd Vice President

D. Coaches Advisory:

1. **Duties and responsibilities:** The committee shall:
 - a. **Policy advice:** Serve as a source of reference, opinion, and advice to the officers, employees, Board, and all committees with regard to current or contemplated policies of this Association and in all matters relating to coaches; and
 - b. **Coaches representatives:** Appoint coaches representatives to committees or subcommittees when empowered to do so by these Bylaws; and
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association.
3. **Management:** Chair person of committee must have a minimum of USATF Level 1 or the USTFCC Training Academy equivalent to Level 1. This committee is managed by the 2nd Vice President

E. Coaching Education:

1. **Duties and responsibilities:** The committee shall foster the growth of coach's education in the local area, using such resources as the national committee can provide. It shall participate in the staging of any coaching education school held in the geographic area of the Association; and
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association.
3. **Management:** Chair person of committee must have a minimum of USATF Level 1 or the USTFCC Training Academy equivalent to Level 1. This committee is managed by the 3rd Vice

President

F. Law & Legislation and Rules:

1. **Duties and responsibilities:** The committee shall:
 - a. **Deliberations:** Consider and present in proper form for action all amendments to the USATF Bylaws and Operating Regulations and may make recommendations thereon;
 - b. **Custodial service:** Be the custodian of the local Association Bylaws;
 - c. **Interpretation:** Interpret the Rules of Competition;
 - d. **Amendments by members:** Have the authority to propose amendments to the USATF Bylaws, Operating Regulations, and Rules of Competition on behalf of the Association with the signature of the President of the Association; and
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association..
3. **Management:** This committee is managed by the 2nd Vice President

G. Officials Committee:

1. **Associations officials committee:** Recognizing the possible differences between Associations in the number of meetings held, the availability of officials, and availability of personnel to administer programs, each of the Association committees shall:
 - a. **Administration:** Select a person or committee responsible for training, certifying, and generally supervising officials within the Association, under such rules and procedures consistent with the directives of the national committee, as it may adopt;
 - b. **Methods:** Establish (by examination, rules review, field experience, clinics, and such other procedures as it may choose) their overall program administration, including the direct responsibility of certifying the officiating category of Association Official to working officials within its Association;
 - c. **Instruction:** Develop and maintain instructional programs for officials, including examinations, rules reviews, clinics, and other such activities as it may prescribe; and
 - d. **Certification:** Be responsible for:
 - i. Designating pre-certified officials;
 - ii. Certifying Association-level officials, and
 - iii. Recommending to the national committee candidates for national- and master - level official certification; and
 - e. **Additional Duties:** Will work in concert with LOC of any championship meet to provide officials, and any other form of help meet management needs.
2. **Make-Up:** The committee shall consist of a minimum of three (3) members of the Association
3. **Management:** This committee is managed by the 2nd Vice President

H. Budget and Finance Committee:

1. **Duties and Responsibilities:**
 - a. Establish guidelines for the collection, disbursement, and maintenance of records of USATF, Southern Association assets.
 - b. Approval of all estimates of expenditures.
 - c. Conducting an audit of all USATF, Southern Association assets (finances, and property) bi-annually.
 - d. Provide quarterly reports to the membership.
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association.
3. **Management:** This committee is managed by the Association Treasurer.

I. Records and Recognition:

1. **Duties and responsibilities:** The committee shall:
 - a. **Process:**
 - i. Investigate every performance submitted for record approval, and recommend approving or rejecting every application to the appropriate sport committee; and
 - ii. Provide appropriate recognition to membership
 - b. **Conformity:** Maintain, so far as is practicable, requirements for applying for and approving records that conform to the requirements of the applicable international sports governing body for world records.
2. **Makeup:** The committee shall consist of a minimum of three (3) members of the Association
3. **Management:** This committee is managed by the 2nd Vice President

ARTICLE XIII DISCIPLINARY AUTHORITY

This Association shall have the authority to discipline any member, delegate, athlete, coach, manager, official, trainer, member of any committee, and other person or entity participating in Athletics who, by neglect or by conduct, (i) acts in a manner detrimental to the purposed of USATF or Athletics, or (ii) has violated any of the Bylaws, Operating Regulations, or Rules of Competition of USATF, or of the Association, or (iii) has violated the rules of eligibility.

NOTE: Disciplinary and reinstatement procedures: The disciplinary and reinstatement procedures of USATF and its member Associations are set forth in USATF Operating Regulations 22.

ARTICLE XIV REDRESS OF GRIEVANCES

- A. **Redress of grievance:** A grievance may be any matter within the cognizance of USATF Southern Association as described in Regulation 1-A other than doping offenses. A grievance Complaint shall state that (i) conduct detrimental to the best interests of Athletics or USATF has taken place, or (ii) a violation of any of the Bylaws has occurred, or (iii) the rules of eligibility as defined by the IAAF has been broken. Grievance Complaints may be filed only by individuals who were, at the time that the conduct complained of occurred, members, directors, or other officers of USATF. Grievance Complaints must be filed within two (2) years from the time the complaining party knew or should have known of the act giving rise to the Complaint.
- B. **Grievance Complaints:** Grievance Complaints shall (i) be filed with the Association office and the Secretary, (ii) be signed under oath, (iii) allege with particularity the nature of the grievance, and, where appropriate, the USATF or IAAF rule which has been violated or broken, and (iv) ask that USATF take such action as may be appropriate and in accordance with its rules. Factual allegations shall be separately stated in concise language with one such allegation set forth in each numbered paragraph of the Grievance Complaint. The failure of a Complaint to comply with the preceding sentence shall not be grounds for its dismissal, provided the Complaint clearly makes specific allegations that, if proven, would justify one of the conclusions set forth in paragraph A above. The Association Office shall forward a copy of each Grievance Complaint to the President.
- C. **Informal resolution of grievances:** Upon receipt of a Grievance Complaint, the President or his/her designee shall use every effort to resolve the grievance through informal means, and, in the case of grievances pertaining to a specific athlete or a specific sport discipline, the Executive Director shall also confer with the chair of the sport committee for the discipline involved. As part of the informal resolution process, all respondents named in the Grievance Complaint shall be served with a copy.
- D. **Formal resolution of grievance:** If the informal resolution of the Grievance Complaint is unsatisfactory

to any party, such party may invoke the provisions of USATF Regulation 11 and request that the grievance be resolved by a formal grievance proceeding before a National Athletics Board of Review.

Regulation 1

FORMAL GRIEVANCES AND DISCIPLINARY PROCEEDINGS

- A. Jurisdiction:** This Association shall have jurisdiction over all disciplinary and formal grievance proceedings relating to matters that arise within the boundaries of the Association, except sexual misconduct allegations and doping violations which shall be under the jurisdiction of USATF. All penalties imposed by an Association shall be effective only within the jurisdiction of that Association.
- B. Association Arbitration Panel:** The following shall apply to the appointment and conduct of the Association Arbitration Panel (AAP):
1. **Members:** The Association Arbitration Panel shall consist of three (3) members - a chair, an at-large member, and an athlete member. There shall also be a first alternate, second alternate, and additional alternates who may be appointed from time to time when any of the three members of the AAP are not available. Members of the AAP shall not be members of the Association Board or Executive Committee.
 2. **Appointments:** Appointments shall be made by the President with the approval of the Association Board. The appointments shall be duly reflected in the minutes of a properly convened Board meeting.
 3. **Terms:** Terms shall commence on January 1 of each even-numbered year.
 4. **Removal:** Members and alternates may be removed for good cause by majority vote of the Association's Board. Good cause may include, but is not limited to, the following:
 - a. **Dilatory practices:** A AAP member who causes or permits delays in the hearing process; and/or
 - b. **Failure to follow procedures:** An AAP member who disregards or fails to apply the hearing procedures or other provisions set forth in the Association Bylaws, Association Regulations, USATF Rules, USATF Bylaws, and/or USATF Regulations.
- C. Grievances:** A grievance may involve any matter, other than sexual misconduct and doping offenses, within the cognizance of USATF that occurs in the jurisdiction of this Association:
1. **Grievance Complaints:** A Grievance Complaint shall state the following:
 - a. **Detrimental conduct:** Conduct detrimental to the best interests of Athletics, USATF, USATF Southern Association has taken place; or
 - b. **USATF violations:** A violation of any of USATF's Bylaws or Operating Regulations and/or of a violation of any of USATF Southern Association Bylaws or Operating Regulations has occurred.
 2. **Parties:** Grievance Complaints may be filed only by and against individuals or entities which were, at the time that the conduct complained of occurred, and at the time the Complaint is filed, members, directors, or officers of USATF or otherwise subject to the jurisdiction of USATF Southern Association. A non-member, former director, or former officer of USATF Southern Association shall be subject to the jurisdiction of USATF Southern Association for the purpose of defending against a Grievance Complaint for an incident that occurred while he or she was a member, a director, or officer of USATF Southern Association or otherwise subject to the jurisdiction of USATF Southern Association. A Grievance Complaint may only be filed by a person or entity affected by the issues raised in the complaint; and
 3. **Time limit:** Grievance Complaints must be filed within one (1) year from the time the complaining party knew or should have known of the act giving rise to the Complaint.
- D. Disciplinary matters:** USATF Southern Association shall have the authority to discipline any member who, by neglect or by conduct, acts in a manner subject to discipline pursuant to Regulation 1 below.

1. **Activities subject to discipline:** USATF Southern Association may discipline any member who, by neglect or by conduct:
 - a. **Detrimental conduct:** Acts in a manner detrimental to the purposes of USATF, USATF Southern Association, or Athletics;
 - b. **USATF, IAAF, and Sports Act violations:** Violates any of the Bylaws, Operating Regulations, or Competition Rules of USATF or the IAAF, or violates the Sports Act;
 - c. **Eligibility violations:** Violates the rules of eligibility for Athletics;
2. **Time limit:** Disciplinary proceedings must be requested within one (1) year from the time the complaining party knew or should have known of the issue giving rise to the request for a disciplinary hearing.

E. Rights of the persons or entities: In all matters subject to this Regulation, all parties shall be provided with fair notice and an opportunity for a hearing prior to the adjudication or imposition of any penalty by the Association or AAP. All parties::

1. **Representation: May be represented in any disciplinary, grievance, or Association proceeding by a person(s) who may (but need not) be an attorney;**
2. **Right to appeal: May appeal any adverse decision in accordance with this Regulation;**
3. **Attendance at hearing: May be present at any hearing; and**
4. **Presenting and challenging evidence: Shall have the right to present evidence and witness testimony and to cross-examine witnesses testifying against him, her or it.**

F. Initiation of proceedings: Formal grievances shall be initiated as follows:

1. **Grievance complaint filing procedures:**
 - a. **Filing location:** Complaints shall be filed with the Association President and Secretary. The Secretary shall forward a copy of the Complaint to the each party charged in the Complaint;
 - b. **Language:** All documents filed and exchanged with respect to this Regulation shall be in English; provided, however, that an original document that is in a foreign language must be submitted along with an English translation. The party submitting the document shall bear the cost of obtaining its translation which shall be conducted by a reputable translator or translation service. In the event of a challenge to the accuracy of a translated document, the panel chairperson may direct USATF to order a translation of the document(s) in question and may allocate the cost of the translation to any party or all parties, as the panel deems appropriate;
 - c. **Basis for the Complaint:** The Complaint shall allege clearly the nature of the dispute and, where appropriate, state the specific violation of the Bylaws, Operating Procedures, Competition Rules, or Policies of USATF, USATF Southern Association, or the IAAF;
 - d. **Facts of allegation:** Factual allegations shall be separately stated in concise language with one allegation set forth in each numbered paragraph of the Complaint;
 - e. **Signature:** The Complaint shall be signed by the person filing the Complaint,
 - f. **Filing fees:** A filing fee of One Hundred U.S. Dollars (US\$100) must accompany an organization's complaint and a filing fee of Seventy-five U.S. Dollars (US\$75) must be paid by individuals filing a Complaint. The filing fee must be in the form of a certified check or money order made payable to the Association;
2. **Failure to comply with Complaint procedures:** Complaints that fail to comply with the procedures outlined in this Regulation shall be returned to the filer with instructions explaining the deficiency. A returned Complaint may be re-filed within thirty (30) days of the initial filing. After thirty (30) days, the Complaint will be deemed abandoned;
3. **Informal resolution of grievances:** Upon receipt of a Grievance Complaint, the President or his/her designee shall make every effort to resolve the dispute through informal means. In disputes pertaining to a specific sport discipline, the President or his/her shall also confer with the chairperson of the sport committee for the discipline involved. All discussions related to the informal resolution of a complaint shall be confidential;

4. Formal resolution: If the informal resolution of the complaint is unsatisfactory to any party, or if a party declines to pursue informal resolution, the party may request that the complaint be resolved by a formal hearing before an AAP panel;
 5. Hearing panel: When one party has indicated that the matter cannot be resolved informally, the President or his/her designee shall coordinate the selection of a three-person arbitration panel as detailed in Paragraph B of this regulation. The arbitration panel should include at least one Active Athlete. One panel member will be selected as Chairperson with responsibilities to control and conduct the process. The arbitrators shall not be members of the Association Board or Executive Committee.
- G. **Notice of proceedings:** Within thirty (30) days of the commencement of a formal grievance all interested parties and the hearing panel shall be sent the following by the Association Secretary:
1. Documents: A copy of the complaint or other documents giving rise to the proceeding, with any attachments;
 2. AAP Members and Contact: The names of the hearing panel members and the address and telephone number of the panel's chairperson;
 3. Association Bylaws: A copy of the text of this Regulation of the USATF Southern Association Bylaws and any other relevant USATF Rule or Regulation; and
 4. Other relevant documents: A copy of any specifically identified document(s) related to the dispute.
- H. **Answer:** The person(s) or entity(ies) named in a Complaint (respondent(s)) must submit a written answer to the Association Secretary within thirty (30) days after receipt of the letter notifying respondents that a proceeding has been filed ("Notice of Proceeding"). A copy of the Answer shall be forwarded by the Secretary to the complainant (the party filing the Complaint) and the AAP panel. The failure of respondent(s) to answer within thirty (30) days after the receipt of the Notice of Proceedings will be deemed a waiver by respondent of the opportunity to have a hearing or have an appeal of any adverse decision. Upon such failure, and after confirmation of the receipt of the Notice of Proceeding by all parties, the hearing panel may proceed in the absence of the respondent and may decide the matter with or without a hearing and with or without taking testimony and evidence, as it deems appropriate. If a party raises a hearing panel challenge under Regulation 1, the panel chair may extend the time to answer.
- I. **Challenge to arbitrator(s):** Within fourteen (14) days following the receipt of the Notice of Proceedings any party to the hearing may challenge the seating of any AAP panel member, on the ground that the panel member may not be impartial. The panel chairperson may extend the time to answer if a panel member is challenged. Failure to bring a timely challenge against the seating of an AAP arbitrator constitutes a waiver of such challenge.
- J. **Hearing procedures:** The following procedures apply to formal grievance, and other hearings:
1. Pre-hearing conference call: Within five (5) business days of the expiration of the arbitrator challenge the AAP panel chairperson shall conduct a pre-hearing conference by telephone conference call with all parties to discuss scheduling and procedural matters.
 2. Date of Hearing: Best efforts should be used to set a convenient time and date for all participants. The AAP hearing panel shall schedule the hearing to take place within thirty (30) days of the initial pre-hearing conference. The hearing date may be delayed beyond the thirty (30) day period only upon a showing to the AAP panel that a substantial injustice would otherwise occur.
 3. Location **for hearing:** Hearings shall be held in-person, unless good cause is shown to the AAP chairperson that holding the hearing by telephone conference call is in the best interest of the sport of Athletics.
 - a. Reason for request for telephone conference call hearing: If a party requests that the hearing be held by telephone conference call, such request shall be accompanied by a statement identifying the material reasons which the hearing panel should resolve in this venue.

- b. **Deadline for request:** The telephone conference call hearing request must be submitted to the AAP chairperson within ten (10) business days of the receipt of the Notice of Proceedings. Failure to submit a telephone conference call hearing request during the above-described timeframe constitutes a waiver of the right to request a telephone conference call hearing.
 4. **Delays:** If an interested party causes an unnecessary delay, the AAP panel may dismiss the proceeding or, at its discretion, rule against the party causing the delay. If the delay is the result of AAP panel inaction, the President or his/her designee may dismiss the panel and replace it with a new panel. If a party to the proceeding fails to appear at the hearing, then the AAP panel may make a ruling based on available information and the testimony of those present at the hearing;
 5. **Evidentiary rules:** The rules of evidence generally accepted in administrative proceedings shall be applicable to the hearing; the formal rules of evidence shall not apply;
 6. **Burden of proof:** The burden of proof is upon the complainant to prove by a preponderance of the evidence that conduct described in Regulation I-C-1 or I- D-1 above has occurred;
 7. **Hearing record:** An official transcript or recording is highly recommended for hearings conducted by an Association. Any party to the proceedings may retain a court reporter or other competent individual to provide a transcript or recording of the hearing at that party's own expense. If made, such transcripts or recordings shall become the official record of the proceedings and a copy shall be provided to all parties at their own expense; and
 8. **Closed hearing:** Hearings shall be closed to the public. Witnesses shall attend hearings only as necessary to provide testimony.
- K. **AAP decisions and opinions:** The following shall pertain to AAP final decisions and opinions rendered in hearings and appellate proceedings:
1. **Scope of decision:** All AAP panel decisions shall be consistent with USATF, USATF Southern Association, and IAAF Rules and Regulations, and the Sports Act. If the implementation of any AAP panel decision and opinion would have a significant budgetary impact on USATF Southern Association, the Budget Committee chair and/or the USATF Southern Association Treasurer shall review it and report their findings to the Board within thirty (30) days of the issuance of the opinion. In such instances, the decision and opinion shall not become final and binding unless and until approved by the Board.
- The Board shall determine to what extent any AAP decision and opinion having a significant budgetary impact on USATF Southern Association may be implemented, in light of fiscal considerations, and may remand the matter back to the AAP panel for modification based upon budgetary directives from the Board;
2. **Form of decision and opinion:** The AAP decision shall state in one or two brief sentences which party the AAP arbitrators have ruled in favor of. The opinion of the AAP panel shall set forth the following:
 - a. **Issue:** The question(s) the AAP panel was asked to decide;
 - b. **Arguments:** A brief summary of the arguments made by each party;
 - c. **Findings of fact:** The findings of fact upon which the panel based its decision;
 - d. **Citations:** A citation to the applicable IAAF, USATF, USATF Southern Association Sports Act, or other applicable rule, bylaw or minutes, reports, guidelines, or other documents upon which the AAP panel decision is based, if any; and
 - e. **Stay provision:** Whether the effect of the decision shall be stayed in the event of an appeal, if appropriate;
 3. **Time frame:** An AAP panel shall issue a decision with respect to the disciplinary, formal grievance, or other proceedings within fifteen (15) days after the conclusion of the hearing. The panel shall render a written opinion no later than thirty (30) days after the conclusion of the hearing, or after the submission of any post hearing documentation to the panel.
 4. **Effect of decision:** All AAP panel decisions shall be effective upon the date rendered, unless otherwise stated in the decision.
- L. **Appeals:** The decision of the arbitrators may be appealed pursuant to USATF Regulation 11-P.

ARTICLE XV SANCTION

Sanctions shall be governed by this Article and USATF Regulation 23.

- A. International Competition Defined:** In this article and the corresponding Regulation 23, International competition means an Athletics competition between one or more athletes representing the United States, individually or as a team, and one or more athletes representing a foreign country (i.e., competitions between national teams).
- B. International sanctions:** USATF, as the national governing body for Athletics, shall grant sanctions to:
1. Sports organizations or persons wishing to hold an International Athletics competition in the United States, or
 2. Sports organizations or persons wishing to sponsor American athletes competing in Athletics competition outside the United States, or
 3. Sports organizations that conduct Athletics competition restricted to specific classes of amateur athletes (high school, college, Armed Forces) wishing to hold an International Athletics competition in the United States, or wishing to sponsor its American athletes in Athletics competition outside the United States.
- C. Domestic Sanctions:** USATF or its Associations shall have authority to grant sanctions to sports organizations or persons otherwise wishing to hold athletic competitions in athletics, that are not international in nature, within the United States.
- D. Sanctioning policy:** Unless USATF or an Association determines by clear and convincing evidence that holding or sponsoring an athletics competition (international or domestic) would be detrimental to the best interests of the sport, USATF or the appropriate Association of USATF shall promptly grant a sanction requested by a sports organization or person(s), provided all the requirements of USATF Operating Regulation 23 have been satisfied. The decision as to whether a proposed competition would be detrimental to the best interests of the sport shall be made in the first instance by either USATF or the secretary of an Association, as appropriate, taking into consideration the requirements of Regulation 23. Approval of sanctions shall not be unreasonably denied. The decision to deny a sanction may be appealed:
1. **In the case of a denial by an Association, to USATF, or**
 2. **In case of a denial by USATF, to the NABR.**
- E. Sanctioning requirements:** Sanctions are issued, withheld, or withdrawn, under the authority granted to USATF by, and subject to the requirements of, the Sports Act.

ARTICLE XVI FISCAL AND LEGAL MATTERS

- A. Fiscal Year:** The fiscal year of this Association is January 1 through December 31.
- B. Depositories:** The Association shall from time to time as necessary, designate depositories for funds, property, and assets belonging to or under control of USATF.
1. **Signatories:** Funds on deposit in banks may be withdrawn only by voucher check upon the signature of the Treasurer and one of the following: Secretary or President. Other assets or property of this Association may be transferred from one depository to another by action of the Executive Committee; and
 2. **Imprest accounts:** The Association may establish separate accounts employing the imprest system for the liquidation of obligations requiring prompt payment and for payroll obligations requiring prompt payment, and it may authorize checks to be drawn thereon upon the facsimile of any one (1) officer or employee.

- C. **Bonding:** Corporate fidelity bonds may be obtained at the expense of this Association in a form and amount approved by the Executive Committee, indemnifying USATF and this Association against losses resulting from infidelity, defalcation, or misappropriation by officers, employees, or agents of funds, property, or assets owned by or under the control of this Association.
- D. **Indemnification:** This Association may immediately indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, administrative, or investigative, by reason of the fact that he or she is or was a director, officer, employee, or official representative of this Association against expenses, including attorney's fees, judgments, fines, and amounts actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of USATF and this Association, and, with respect to any criminal action or proceedings, had no reasonable cause to believe he or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of USATF and this Association.
1. **Standards of conduct:** Any indemnification under this article shall be made by the Association only as authorized in the specific case upon a determination that the officer, director, employee, or official representative has met the applicable standard of conduct set forth herein. Such determination shall be made by the Executive Committee by a majority vote of a quorum consisting of members of the Executive Committee who were not parties to such action, suit, or proceeding. If such a quorum is not obtainable, such determination shall be made either (1) by a majority vote of the full Executive Committee pursuant to opinion of independent legal counsel or (2) by members of this Association at the next meeting;
 2. **Expenses:** Expenses, including attorney's fees, incurred in defending a civil action, suit, or proceeding may be paid by this Association in advance of the final disposition of such action, suit, or proceeding as authorized in the manner provided above upon receipt of an undertaking by or on behalf of the director, officer, employee, or official representative to repay such amount unless it shall be ultimately determined that he or she is entitled to be indemnified by this Association; and
 3. **Applicability:** The indemnification provided by this section shall not be deemed exclusive of any other rights to which the director, officer, employee, or official representative may be entitled under bylaw, agreement, vote of membership, or disinterested directors or otherwise. The indemnification provided by this section shall continue as to a person who has ceased to be a director, officer, employee, or official representative and shall ensure to the benefit of the heirs, executors, and administrators of such person.
- E. **Liability insurance:** This Association shall secure comprehensive liability insurance coverage, including insurance for athlete/participant injury liability.
- F. **Audit schedule:** The Executive Committee, effectively bi-annually, shall select a Certified Public Accountant to audit the books and financial records of this Association for the ensuing year(s). After completing the audit, the auditor shall submit his audit report to the Executive Committee, and soon thereafter as reasonably possible, a copy of such audit report shall be available for each member of this Association and sent to the USATF National Office before the next annual meeting.
- G. **Legal counsel:**
1. **Counsel to the Executive Committee:** The Counsel of this Association shall be appointed by the President with the approval of the Executive Committee. The Counsel to the Executive Committee shall be responsible for overseeing the legal affairs of this Association and shall be available to advise and consult with the officers, the President, and other agents of this Association, render legal advice and assistance, and perform such other duties as the President

or Committee may request. The Counsel to the Executive Committee shall have the right to the floor at any meeting of the Association, its Committee, and its committees to comment on legal matters. The files, records, and documents created by the Counsel to the Committee during the course of duties for the Association shall belong to the Association; and

2. **Special Legal Counsel:** On those occasions when the nature or scope of a particular matter requires expertise or a commitment of time, or cannot otherwise be adequately dealt with in the ordinary course by the General Counsel, and it appears to be in the best interests of this Association, the Committee may authorize the President, in consultation with the Counsel to the Committee, to retain Special Legal Counsel. Where prior authorization by the Committee is impractical, the President, in consultation with the Counsel to the Committee, may in the best interests of USATF and this Association retain such Special Legal Counsel. All agreements with Special Legal Counsel as to legal services to be rendered and the fees and compensation to be paid shall be in writing and executed in accordance with this paragraph.
- H. **Contracts:** Contracts not in the ordinary course of affairs of this Association, shall be examined and approved for form by the Counsel for the Committee or by the Special Legal Counsel of the Association, prior to execution. The contents of all contracts affecting sport committees shall, during their negotiation phase, be communicated to the appropriate committee(s). Unless otherwise directed by the Committee, all written contracts shall be executed on the behalf of this Association by (i) the President (or another officer designated by the President) and (ii) the Committee, and if required attested to by the Secretary.
- I. **Arbitration:** This Association agrees to submit to binding arbitration conducted in accordance with the commercial rules of the American Arbitration Association, in any controversy involving its recognition as a national governing body, as provided for in Paragraph 395, Subchapter II, Chapter 17, of Title 36 (page 93) of the United States Code, or in any controversy involving the opportunity of any athlete, coach, trainer, manager, administrator, or official to participate in Athletics competition, as provided for in the constitution and bylaws of USOC.
- J. **Conflict of interest:** Any individual representing USATF, or who has a financial arrangement with USATF, or who is an employee of USATF or of its Associations, or who is a member of any of its committees or Associations, shall not participate in evaluating or approving any contract with a supplier to furnish goods or provide services to USATF, if that individual directly or indirectly benefits financially, or otherwise receives any form of compensation from, or has any interest in, any supplier under consideration. The Board may require that individuals disclose all financial interests that may influence the performance of their duties for USATF. Each individual referred to in the first sentence of this paragraph shall, upon learning that USATF is proposing to enter into an arrangement in which he or she has financial interest, promptly notify the CEO in writing of the existence of the interest, and the CEO shall, in turn, promptly disclose the interest to those bodies of USATF involved in considering entry into the arrangement. If this provision is violated, USATF shall have the right to recover the benefit or payment and to void the contract or transaction.

ARTICLE XVII DISSOLUTION

Upon the dissolution of the corporation, the Board shall, after paying or making provisions for paying all of the corporation's liabilities, dispose of all the corporation's assets exclusively in a manner to carry out the corporation's purposes, or transfer the assets to an organization or organizations, organized and operated exclusively for charitable, educational, religious, or scientific purposes, which at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board determines.

ARTICLE XVIII SAVING CLAUSE

At any meeting, any failure to literally or completely comply with Bylaw provisions regarding dates, times, sending, or receipt of notice, or errors in phraseology of notice of proposals shall not invalidate the proceedings, if the failure or error, in the judgment of the members present, has not substantially prejudiced members' rights.

ARTICLE XIX AMENDMENTS

- A. **General provisions:** Amendments shall be considered by this Association as follows:
1. **Voting for Bylaws approval:** Amendments to the Bylaws shall require for passage a two-thirds vote of those members present and voting at the meeting, provided notice of the proposed amendment has been submitted in writing to the members of the Association at least thirty (30) days prior to the meeting; and
 2. **Voting for other regulations approval:** Amendments to the other regulations shall require a majority vote of members present and voting, provided notice of the proposed amendment has been submitted in writing to the members of the Association at least thirty (30) days prior to the meeting.
- B. **Exceptions:** Notwithstanding paragraph A above, amendments may be considered at any meeting of the Association in any of the following circumstances:
1. **Tabled amendments:** To act on a tabled amendment proposal;
 2. **Conformity with the law:** To make the Bylaws, Operating Regulations, or Rules of Competition conform with federal or local law or regulation;
 3. **Conformity with USATF:** To make the Bylaws or other regulations conform with USATF requirements ; and
 4. **Uniformity:** To make the Bylaws, Operating Regulations, and Competition Rules conform with each other;
 5. **Doping controls:** To consider doping control legislation, which may be considered at any annual meeting;
 6. **Associations:** To act upon a recommendation concerning this Association under review under Article 6 and National Regulation 7. These items need not meet the time requirement of subparagraphs A-3 or A-4 above and D-1 below.
- C. **Emergency circumstances:** In emergency circumstances, this Association or its Executive Committee may adopt changes as follows:
1. **Vote of the membership:** Upon a ninety percent (90%) vote at any meeting of this Association; and
 2. **Vote of the executive committee:** Where immediate relief is deemed necessary, the Bylaws and other regulations may be amended upon vote of ninety percent (90%) of the total membership of the entire Executive Committee, such amendment to be effective only until the next meeting of the Association.
- D. **Submission:** The following provisions shall govern submissions of amending legislation:
1. **Time of submission:** Amendments shall be submitted at least sixty (60) days prior to the meeting at which they are to be considered, so as to allow proper review and submittal to the members of the Association. This sixty (60) day requirement may be waived, in emergency circumstances, upon ninety percent (90%) vote at any meeting of this Association.
 2. **Submitters:** Amendments may be submitted only by a member of this Association;

3. **Persons receiving submissions;** Amendments to the Bylaws and other regulations shall be submitted to the chair of the Law, Legislation and Rules Committee.
 4. **Form of submission:** The Law, Legislation and rules Chair may request, but not require, that the amendments be submitted in a particular electronic form. The proposed amendment shall be submitted in the form and format set forth in the Appendices.
 - a. **Action requested:** Each submission shall contain a section titled "Action Requested."
 - b. **Proposed amendment:** Each submission shall include the proposed amendment in a form showing the entire section, subsection, or paragraph, as the case may be, as it will read if adopted, with all proposed additional language underlined or shaded, and all proposed deleted language containing a line striking through the deleted language.
 - c. **Rationale:** Each submission shall also contain a section titled "Rationale" in which the submitter shall explain the proposed improvement or identify the problem the proposed amendment would correct, why the problem exists, and how the proposed amendment will correct the problem identified. The submitter shall also provide an analysis of whether the proposed amendment will conflict with any other provisions of the
 - d. **Constituencies affected:** Each submission shall also contain a section titled "Constituencies Affected" in which the submitter shall state which constituencies of the Southern Association will be affected by the proposed changes and how they will be affected. Finally, the submitter shall explain how the change advances the mission or operation of the Southern Association.
 - e. **Estimated budget impact:** Each submission shall also contain a section titled "Estimated Budget Impact." If there is a budgetary impact, it shall be estimated with the submission. The submitter shall consult with the Association Treasurer who shall develop the estimated budget impact.
 5. **Approval of submission:** All proposed amendments must first be recommended for approval at the time of submission by someone other than the submitter who shall be either a Board member, the chair of any sport, development, or operating committee, any member of the Law & Legislation Committee (for bylaws and Operating Regulations) or Rules Committee (for Rules of Competition), the president of any Association, or any officer or the executive director of a national member organization authorized by Article 5-C. The approval must be in writing, dated, and placed on the proposal when submitted. These listed approval parties may submit proposed amendments directly without such an approval.
 6. **Executive Committee recommendations:** The Law, Legislation and Rules Committee shall submit proposed amendments it considers, along with its recommendations, to the Executive Committee. The Executive Committee may make its own recommendations on proposed amendments to the membership
- E. **Effective date:** Unless otherwise specified at the time of adoption, amendments to the Bylaws and other regulations shall be effective immediately.