

MINUTES OF THE SPECIAL MEETING
UNIVERSITY OF OKLAHOMA BOARD OF REGENTS
FEBRUARY 3, 1985

A special meeting of the Board of Regents of The University of Oklahoma was held in Dining Room 1 of the Oklahoma Memorial Union on the Norman Campus of the University on Sunday, February 3, 1985, beginning at 8:20 p.m. following dinner.

Notice of the time, date, and place of this meeting was submitted to the Secretary of State as required by Enrolled House Bill 1416 (1977 Oklahoma Legislature).

The following Regents were present: Regent Dan Little, Chairman of the Board, presiding; Regents John M. Imel, Thomas Elwood Kemp, and Charles F. Sarratt.

Absent: Regents Julian J. Rothbaum, Tom McCurdy, and Ronald H. White, M.D.

The following also were present: Dr. Martin Jischke, Interim President of the University, Senior Vice President and Provost J. R. Morris, Mr. Stanley M. Ward, Mr. Wade Walker, Mr. Charles Neinas, Executive Director of the College Football Association, Mr. Carl James, Commissioner of the Big Eight Conference, Professor Dan Gibbens, the University's Big Eight Faculty Representative, and Mrs. Barbara H. Tuttle, Executive Secretary of the Board of Regents.

The meeting was called for the purpose of considering the following College Football Association Television Plan for 1985 and 1986 and the letter of commitment to the College Football Association which must be signed by the participating institutions:

COLLEGE FOOTBALL ASSOCIATION
TELEVISION PLAN
1985 and 1986

1. PARTICIPATION

The CFA Television plan for the 1985 and 1986 football seasons is voluntary in nature and designed to provide for the orderly marketing of college football television.

A participation fee will be paid to all CFA members that voluntarily commit to the plan. An amount equal to not less than 25 percent of the total revenue obtained from the sale of a CFA package to one or more networks or television entities will be used to establish a participation pool to be shared equally by all participating members. The participation fee will be a payment to the university for making its games available on a right-of-first-refusal

basis to the television networks and/or entities involved in the CFA plan. Additional revenue will be distributed according to a formula to be approved by a majority of the participating universities.

2. FORMAT

The CFA plan will divide Saturday into three time periods. Other days may be used for college football programming, such as Labor Day and the Friday following Thanksgiving, with the understanding that there shall be no other Friday telecasts. The television rights to games of the members participating in the plan that are not selected by networks or other television entities contracting with the CFA will revert to the institution and may be televised during the appropriate time periods at the institution's discretion pursuant to the guidelines established in the CFA television plan.

The late afternoon time period will be reserved for programming by one of the contracting networks or television entities. The other time period reserved for national programming under the auspices of the CFA will be in the evening but will include an opportunity for access telecasts. The early afternoon time period each Saturday will be available to conferences and institutions to develop their own television arrangements.

During the negotiation process the contracting network(s) may be provided an opportunity to televise during the early afternoon period. If that occurs, the late afternoon period on that date(s) will be available for conference and institutional telecasts.

No institution will be required to televise any of its football games. Should an institution desire to participate in this plan, however, it is understood that it is making its games available on a right-of-first-refusal basis and is receiving a participation fee for such right. Therefore, a participating institution will be expected to make its game available for telecast by the contracting networks and television entities unless it is determined that the telecast of the game would require a move from night to day, day to night, or a change in the date when the game was originally scheduled to be played.

Members participating in the plan may make arrangements for pay-per-view telecasts at any time, regardless of the time that the game is scheduled to be played, within the guidelines established by the CFA Television Committee. (Pay-per-view is an arrangement whereby a game is offered for sale via television as an entity unto itself. This arrangement does not apply to a pay-cable service or subscription television.)

3. TEAM APPEARANCES

The maximum number of appearances per participating university will be four per team per season. If two broadcast networks are involved, each network will have the opportunity to televise any CFA member on two occasions.

Arrangements between participating networks to develop a reciprocity arrangement for appearances are permissible provided that the four-appearance limit is not exceeded. If one network is involved plus a cable service, the network will have the opportunity to use any team three times during the course of the season and the cable service will have the opportunity to use any team once during the course of the season with the understanding that those teams that fail to gain three appearances on the network may gain additional appearances on the cable series. (An additional or fifth appearance may be permitted for two teams during the season provided that different teams receive the additional appearance each season.)

4. EXPOSURES

The number of exposures will be determined during the negotiation process within the following parameters:

- a. One broadcast network, 13-20 exposures.
- b. Two broadcast networks, 10-14 exposures each.
- c. One broadcast network, 12-14 exposures; one cable network, 12-15 exposures.

(The number of exposures may be increased if the Television Committee determines that it would be beneficial and provide increased television opportunities for CFA members. Should there be a significant increase in exposures, it may be necessary to adjust the team appearance opportunities accordingly.)

5. NUMBER OF GAMES

The number of games to be televised by the networks or other contracting television entities will be negotiated with the understanding that it is the goal of the Television Committee to maximize the television opportunities of CFA members. The final number of games to be televised may be affected by the networks or entities involved in the CFA Television Plan. For example, a cable network does not have the technical capability to televise as many games during a single exposure as may be accommodated by a television network.

Each of the participating constituent groups (the conferences and the northern and southern independents) will be guaranteed two appearances by each of the contracting networks or other television entities involved in a season-long series during each year of the plan.

6. SELECTION

The contracting networks or television entities must select the games to be televised not later than 12 days prior to the date that the games are to be played. Games scheduled to be telecast on Labor Day, September 7 and September 14 in 1985, and comparable dates in 1986, must be selected by August 1.

7. CONSENT

All games between member universities participating in the CFA television plan will be available for telecast by the contracting networks/television entities and will not be available for telecast by any other party except as otherwise permitted in this plan.

Games between members participating in this plan and some universities that are not participants in the CFA plan are the subject of litigation. It is not the intention of the Television Committee to create barriers that will prevent games of interest from being televised. Details regarding an agreement that would enable teams involved in different national network or cable television packages to be televised on the different packages is currently under discussion.

8. COMMITMENT

Commitment to participate in the CFA plan will be obtained through a form to be distributed to the CFA membership. The form will assign to the CFA the authority to act as the particular university's agent in developing the national television contracts for the 1985 and 1986 seasons. CFA members desiring to participate in the plan must return the appropriate form to the CFA office by January 25, 1985.

The CFA's authority will be limited to conveying to the networks or other television entities an inventory of games to be selected by the contracting networks or television entities. The networks or other television entities are purchasing a "right-of-first-refusal" with respect to all games of a participating university according to terms of the plan.

"TO: College Football Association
1800 38th Street, Suite 201
Boulder, CO 80301

"Gentlemen:

"The purpose of this letter is to indicate the intent of the undersigned university to participate in the football television marketing concept as developed by the Television Committee of the College Football Association and approved in principle by the College Football Association membership.

"It is my understanding that it is the intent of the CFA to reach an agreement or agreements with a television carrier or carriers for the 1985 and 1986 college football seasons only. Rights for any additional college football season(s) could be awarded only after a separate majority vote of the institutions participating in the CFA marketing concept. I recognize that until agreements are reached with an appropriate television carrier or carriers, the CFA will not know the particular terms and conditions which will

be contained in any final binding agreement(s) entered into with such carrier(s). I also understand that the CFA plan provides the right to institutions participating in the CFA marketing concept to present live telecasts of games not selected by the carrier(s) for the CFA series on a local or regional basis. I am also aware that the CFA needs an assignment from the undersigned university of its live television broadcast rights to the football games which will be covered by any final binding agreement(s) with such television carrier(s) prior to formal negotiations with such television carrier(s).

"Please be advised that the undersigned is in agreement with the purpose and intent of the CFA's proposed plan and that the undersigned hereby transfers and assigns to the CFA, subject to the terms and conditions set forth below, all of its rights, title and interest in the live television broadcast rights to any of the undersigned's football games covered by any final binding agreement(s) which arise out of the solicitation, negotiation and acceptance of bids under the CFA plan.

"The transfer and assignment to the College Football Association of the rights specified above is made expressly contingent upon execution of a transfer and assignment of similar rights to the CFA by a number of its members which, in the judgment of the CFA Television Committee, will make the plan viable.

"Signed _____
Title _____
Institution _____"

Mr. Neinas brought the Regents up-to-date on the activities that have taken place within the College Football Association on 1985 television plans since the discussions in October. He said the CFA TV Committee has been working on the development of a plan for 1985 since early in the fall. Meetings then took place regarding a coalition between the CFA and the Big Ten/Pac Ten. The TV Committee suspended its activities pending a decision on the coalition. After it was determined in December that there would not be any coalition for 1985, the meeting of the College Football Association scheduled for Nashville on January 13 was expanded to include discussions of moving forward with the TV plan. Mr. Neinas said 63 members of CFA were represented by more than 130 delegates at this meeting. The TV plan was reviewed and the membership was given an opportunity to express its opinions. The membership voted that there should be a January 25, 1985 commitment date and they urged the CFA TV Committee to move forward with negotiations with ABC and ESPN after that date. Mr. Neinas said The University of Oklahoma requested and was granted an extension to further evaluate the plan.

Mr. Neinas reported he has heard from 62 of the 63 members in the CFA. Fifty-one have committed to the TV plan including the other seven members of the Big Eight Conference. Eleven institutions have decided not to

make a commitment to the CFA plan. The members of the Atlantic Coast Conference, Army, Navy, and Miami have all made other agreements with CBS. All 11 institutions will remain members of the CFA.

Mr. Neinas reminded the Regents that the CFA agreement with ABC and ESPN last year required that the CFA grant to each of them a 30-day negotiating period for the 1985 contract and that period starts on February 5. If an agreement is not reached with ABC or ESPN, CFA has the right to pursue other avenues.

With regard to CFA's intent to negotiate for two years rather than one, Mr. Neinas indicated that two years seemed to be best because a coalition with the Big Ten/Pac Ten is out of the picture for two years because of the CBS contracts, the networks prefer, and will pay more money for, longer deals, and a two-year agreement will make it more difficult for the United States Football League to find a purchaser for Saturday games when it switches to a fall season in 1986.

The Regents expressed concerns about the length of the agreement, two years, especially Regents Imel and Sarratt. The fact that the CFA has voted not to seek professional assistance in negotiating the television contracts also was discussed at some length.

At the request of the Regents, Commissioner James reported that the Big Eight currently does not have any TV package for 1985, though various options have been studied. The Big Eight is waiting to see what plan is developed by the College Football Association. There were also discussions with Commissioner James about the Big Eight using a professional agent in negotiating a TV package for the Big Eight.

The Regents had particular concerns about turning over the rights of the University to the College Football Association without any indication of the amount of the contract that will be negotiated; that the University will then have nothing else to say about what is developed once the letter of commitment is signed; the institution will be locked in for two years. The Regents also expressed concerns about overexposure. Mr. Neinas indicated that every institution has the right to refuse any television date. In response to questions, Mr. Neinas stated if the amount negotiated with ABC and ESPN appears not to be satisfactory, at the end of the 30-day period the negotiating would end and the College Football Association would explore other options. He also indicated he is confident that the revenues for the CFA for 1985 will be more than 1984. He reminded the Regents of the short period of time available for negotiations last summer following the Supreme Court decision and the beginning of the 1984 football season.

Following the lengthy discussions, Regent Little stated his feeling is that our greatest strength and our greatest leverage in negotiating the top dollar is with the other 51 CFA members. Last year we received approximately \$900,000 and he believes this coming year we will receive more money than in

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1984. He does not believe at this time we should risk losing almost \$1,000,000 for our Athletic Department. He indicated the University has hired the William Morris Agency as our professional expert. They have advised us, as their bottom line, that we should go with this CFA contract. The Regents had been very critical of the College Football Association because they have not sought professional help. We have sought professional help and paid for it and our professionals have recommended that we go with the College Football Association. This is the same advice that has been received from the administration. Regent Little said he believes the Board should go with the College Football Association package.


Regent Imel said he is concerned about (1) overexposure, (2) making a commitment for more than one year, and (3) the fact it appears TV revenues are controlled by the College Football Association first and the Big Eight Conference second, and the only control the Regents have is over gate revenues. He said he would be inclined to go along with the College Football Association plan for 1985 and 1986 but reluctantly and with reservations.

Regent Imel moved the Regents authorize the administration to enter into the letter contract as shown above with the College Football Association.

Regents Little and Imel voted yes on the motion. Regent Kemp voted no on the motion. Before the voting was completed, there appeared to be a desire for a brief recess. The Chair, therefore, declared a ten-minute recess. When the meeting reconvened, Regent Little called for another vote on the motion and the following voted yes: Regents Little, Imel, Kemp, and Sarratt. The Chair declared the motion unanimously approved.

Mr. Neinas assured the Regents that he is sensitive to the concerns of the Board as expressed here.

There being no further business, the meeting adjourned at 10:00 p.m.



Barbara H. Tuttle
Executive Secretary of the Board of Regents