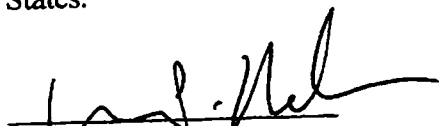


DECLARATION OF JOSEPH HELM

1. I, Joseph Helm, hereby declare as follows.
2. I am a former officer of WRVU Friends and Family ("WRVUFF"). I am also a former general manager of radio station WRVU.
3. I can attest that WRVUFF is headquartered in the service area of radio station WRVU-FM, and that many of WRVUFF's members reside within the service area of WRVU.
4. Attached hereto as **Exhibit A** is a true and correct copy of Vanderbilt Student Communications Inc.'s ("VSC") "Charter of Incorporation" dated September 20, 1967 and "Amendment to Charter of Corporation" dated May 15, 1969 which I obtained on or about November 10, 2010 from the office of the Tennessee Secretary of State.
9. Attached hereto as **Exhibit B** is a true and correct copy of VSC's Bylaws which I obtained from the VSC's website in or about November 2010. Appendix A to those Bylaws at Par. 1 ("Corporate Mission") states VSC's corporation mission includes providing opportunities "in radio production, program conception, and on-air participation[.]" Appendix A of those Bylaws at Par. 2 ("Operational Philosophy") further identifies VSC's "Primary Corporate Responsibilities" as follows:
 - (a) The mission of VSC remains multi-faceted, with the primary objectives of its organizational efforts being the distribution of student-produced mass media to the University community, opportunities for students to participate and learn, and fiscal solvency for the corporation to ensure such opportunities continue to exist for future generations of students.
 - (b) Critical to all facets of the VSC mission is, above all, the preservation of a core set of student media outlets that provide the most expansive set of opportunities for students, the most significant and enduring sources of revenue, and the most-recognized mediums of outreach and appeal to the University's local, regional and national audience.
 - (c) A variety of media exist on college and university campuses whose preservation is necessary and proper for the constituency of an elite institution with aspirations toward broad national aims. The delivery systems for these media often include newspapers, magazines, radio, television and Web sites.
 - (d) VSC bears a directed responsibility to the students and community of Vanderbilt to provide for the preservation and improvement of these mediums of student media above all"
10. Attached hereto as **Exhibit C** are true and correct copies of Corporate Annual Reports filed by VSC for the period August 27, 2004 through September 2, 2010, which I obtained on or about November 10, 2010 from the office of the Tennessee Secretary of State.

The foregoing is sworn to under penalty of perjury under the laws of the United States.



Joseph Helm

Dated: 6-28-12

GENERAL WELFARE

STATE OF TENNESSEE

Charter of Incorporation

Be It Known, That Vereen M. Bell, W. Paul Elledge, David A. Nunnally, James S. Worley and Robin B. Fuller

are hereby constituted a body politic and corporate, by the name of and style of Vanderbilt Student Communications, Inc.

for the purpose of the operation, publication and dissemination of student communication media at Vanderbilt University, including but not limited to, The Vanderbilt Hustler, The Commodore, Spectrum, Prometheus, The Dirty We'Jun, Masquerader and radio station WRVU.

Organizations or other associations organized for the promotion of literature, education, science or art, or any other association organized for the promotion of bodily or mental health, and all other organizations organized to promote either or all of the above named objects.

EXHIBIT A-1

The general powers of said corporation shall be: (1) To sue and be sued by the corporate name. (2) To have and use a common seal, which it may alter at pleasure; if no common seal, then the signature of the name of the corporation, by any duly authorized officer, shall be legal and binding. (3) Any corporation chartered under the laws of Tennessee for religious, charitable, educational, missionary, or other eleemosynary purposes, and not for profit, shall have the power to receive property, real, personal or mixed, by purchase, gift, devise, or bequest, sell the same and apply the proceeds toward the promotion of the objects for which it is created, or hold any such property and apply the income and profits towards such objects. Unless otherwise specifically directed in the trust instrument by which any real or personal property, money, or other funds, are given, granted, conveyed, bequeathed, devised to, or otherwise vested in, corporations formed for religious, educational, scientific, or other charitable purposes, the directors, the governing board, or the authorized finance committee thereof, when authorized by the corporation, shall have power to invest funds thus received, or the proceeds of any property thus received, in such investments as in the honest exercise of their judgment they may, after investigation, determine to be safe and proper investments, and to retain any investments heretofore so made. (4) Any corporation heretofore chartered for any of the foregoing purposes, desiring to avail itself of these powers, shall submit the question to its directors or trustees at any regular meeting, or special meeting, called for the purpose, or to any regular or special meeting of its executive committee, and if a majority of said directors, trustees, or executive committee vote in favor of applying for the amendment, it may then proceed in usual course to file an amendment to its charter. (5) To establish by-laws, and make all rules and regulations not inconsistent with the laws and constitution, deemed expedient for the management of corporate affairs. (6) To appoint such subordinate officers and agents, in addition to a president and secretary, or treasurer, as the business of the corporation may require. (7) To designate the name of the office, and fix the compensation of the officer. (8) To borrow money to be used in payment of property bought by it, and for erecting buildings, making improvements, and for other purposes germane to the objects of its creation, and secure the repayment of the money thus borrowed by mortgage, pledge, or deed of trust, upon such property, real, personal, or mixed, as may be owned by it; and it may, in like manner, secure by mortgage, pledge, or deed of trust, any existing indebtedness which it may have lawfully contracted.

The said five or more corporators shall, within a convenient time after the registration of this charter, elect from their number a president, secretary, and treasurer, or the last two officers may be combined into one, said officers and the other corporators to constitute the first board of directors. Any corporation not for profit may increase its directors or trustees to a number not more than one hundred, by due and proper amendment to its by-laws, unless otherwise specifically provided. In all elections each member to be entitled to one vote, either in person or by proxy, and the result to be determined by a majority of the votes cast. Due notice of any election must be given by advertisement in a newspaper, personal notice to the members, or a day stated on the minutes of the board one month preceding the election. The term of officers may be fixed by the by-laws, the said term not, however, to exceed three years. All officers hold office until their successors are duly elected and qualified.

The general welfare of society, not individual profit, is the object for which this charter is granted, and the members are not stockholders in the legal sense of the term, and no dividends or profits shall be divided among the members.

The board of directors shall keep a record of all their proceedings, which shall be at all times subject to the inspection of any member. The corporation may establish branches in any other County in the State.

The members may, at any time, voluntarily dissolve the corporation by a conveyance of its assets and property to the State of Tennessee, any County or municipality of the State, or to any other corporation holding a charter from the State for purposes not of individual profit, first providing for corporate debts; provided, that assets and property so conveyed shall be used by the grantee for purposes similar to those of the conveying corporation.

Whenever there has been no meeting of the members for a period of five years or more, and because of the death of members or the condition of the corporate records it is impossible to notify a sufficient number of members to constitute a quorum, notice of a meeting of the members may be made by publication in some newspaper in the County where such corporation has its principal location, at least thirty days before such meeting shall be held. The members attending such meeting shall be deemed to constitute a quorum for the purposes of electing directors or trustees, and authorizing such directors or trustees to dissolve the corporation and convey its property and assets in accordance with this section.

The charter is subject to modification and amendment; and in case said modification or amendment is not accepted, corporate business is to cease, and the assets and property, after payment of debts, are to be conveyed, as aforesaid, to some other corporation holding a charter for purposes not connected with individual profit. Acquiescence in any modification, thus declared, shall be determined in a meeting of the members especially called for that purpose, and only those voting in favor of the modification shall thereafter compose the corporation.

The means, assets, income, or other property of the corporation shall not be employed, directly or indirectly, for any other purpose whatever than to accomplish the legitimate objects of its creation, and by no implication shall it engage in any kind of trading operation, nor hold any more real estate than is necessary for its legitimate purposes.

Expulsion shall be the only remedy for the nonpayment of dues by the members, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

We, the undersigned, the incorporators above mentioned, hereby apply to the State of Tennessee for a charter of incorporation for the purposes declared in the foregoing instrument.

Witness our hands this, the 20th day of September, 1967.

Vernon Mc Bell
Frank Ellledge
David A. Minnally
James S. Worley
Robert S. Fuller

SUBSCRIBING WITNESS:

STATE OF TENNESSEE, COUNTY OF Davidson

Personally appeared before me Mrs. Stated L King
(Clerk of the County Court or Notary Public), the within named incorporators, Vernon Mc Bell
Frank Ellledge, David A. Minnally, James S. Worley,
Robert S. Fuller

with whom I am personally acquainted, and who acknowledged that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Davidson County, Tennessee, this 20 day of September, 1967.

Mrs. Stated L King
(Signature of County Court Clerk or Notary Public)

(If Notary Public) My commission expires 21 day of October, 1970.

(Official Title) Notary Public

(Certificate of Probate for Subscribing Witness if not acknowledged by all of the incorporators)

STATE OF TENNESSEE, COUNTY OF _____

Personally appeared before me _____
of said County, the within named _____
the subscribing witness and incorporator, with whom I am personally acquainted, and who acknowledged that he executed the within application for a Charter of Incorporation for the purposes therein contained and expressed; the said _____, subscribing witness to the signatures subscribed to the within application, being first duly sworn, deposed and said that he is personally acquainted with the within named incorporators, _____

and they did in his presence acknowledge that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in _____, Tennessee, this _____ day of _____, 19____.

(Signature of County Court Clerk or Notary Public)

(If Notary Public) My commission expires _____ day of _____, 19____.

(Official Title) _____

I, JOE C. CARR, Secretary of State, do certify that
this Charter, with certificate attached, the foregoing of which
is a true copy, was this day registered and certified to by me.

This the 22nd day of September, 1967.

JOE C. CARR,

SECRETARY OF STATE

FFE: \$ 25.00

EXHIBIT A-4

General Welfare

AMENDMENT TO CHARTER OF INCORPORATION

At a Meeting of the Board of Directors of

Vanderbilt Student Communications, Inc.
Name of Corporation

duly held at the office of said corporation in Nashville, Tennessee, on the 15th day of May, 19 69, the following resolution was adopted, its advisability declared and a meeting membership of the ~~stockholders~~ duly called to vote thereon; which resolution is as follows:

Whereas it is advisable to confine the purposes of this ~~general welfare corporation~~ to those set forth in Section 501 (c) (3) of the Internal Revenue Code of 1954, it is therefore:

RESOLVED that the Charter of Incorporation of this Corporation be, and hereby is, amended by adding thereto the following paragraphs:

~~"Notwithstanding any other provision of this Charter, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Sections 501 (c) (3) of the Internal Revenue Code of 1954 and its Regulations as they now provide or as they may hereafter be amended to provide, or by an organization contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or hereafter may be amended.~~

~~Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, scientific, or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended."~~

EXHIBIT A-5

We, T. Aldrich Finegan and Caryl P. Privett ^{acting chairman} the ~~President~~ and Secretary, respectively, of Vanderbilt Student Communications, Inc. ^{General Welfare} a corporation chartered and organized under the laws of the State of Tennessee, in pursuance to directions from the Directors of the corporation, hereby certify that at a meeting of the ~~members~~ ^{membership} of said corporation, legally called and held at the office of said corporation in the town of Nashville, Tennessee, a resolution in writing was adopted by an affirmative vote of the ~~members~~ ^{membership} said affirmative vote representing a majority of the ~~members~~ ^{membership} in said corporation, declaring the desire of the ~~members~~ ^{membership} to amend the charter of their said company for the purposes set forth in said resolution above set out, and that said resolution was duly entered on the minutes of said corporation.

Now, therefore, we hereby certify to the fact of the adoption of said resolution by the ~~members~~ ^{membership} of said corporation for the purposes set out, to the end that this certificate may be duly recorded in the office of the Secretary of State.

WITNESS our hands, this the 15th day of May, 1969.

T. Aldrich Finegan
~~President~~
 Acting Chairman
Caryl P. Privett
 Secretary or Asst. Secretary

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, a Notary Public of the county aforesaid, T. Aldrich Finegan and Caryl P. Privett with whom I am personally acquainted and who made oath before me in due form of law that T. Aldrich Finegan ^{acting chairman} is the ~~President~~ and Caryl P. Privett is the Secretary of Vanderbilt Student Communications, Inc. and that the statements made in the foregoing certificate are true.

Witness my hand and official seal at office in Nashville, Tennessee, this 15th day of May, 1969

EMBERT 1-6

ate are true.

WITNESS my hand and official seal at office in Nashville, Tennessee, this 15th day of May, 1969

Wm. Malcolm King, Notary Public

(If Notary Public) My commission expires 21st day of October, 1970

Commission Expires October 21, 1970

EXHIBIT A-7

Communications, Inc.

We, the undersigned, comprising a majority of the Board of Directors of Vanderbilt Student,
Name of Corporation

apply to the State of Tennessee for an amendment to the charter of that corporation for the purposes therein shown.

Witness our signatures, this the fifteenth day of May, 1969.

Judy Kathleen Gokel
Richard A. Geyer, Jr.
Peter G. Hoadley
Jefferson James Davis

T. Aldrich Finegan
Harry Howe Ransom
Joseph H. Hamilton
David Northern
Jeff Goodman
James Huff Rosenblatt

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, a Notary Public of Davidson County
(official title), the within named T. Aldrich Finegan, Harry Howe Ransom, Joseph H. Hamilton,
David Northern, Jeff Goodman, James Huff Rosenblatt, Judy Kathleen Gokel, Richard
A. Geyer, Jr., Peter G. Hoadley, and Jefferson James Davis

Directors of Vanderbilt Student Communications, Inc. with whom I am
Name of Corporation

personally acquainted, and who acknowledge that as such Directors they executed the within application for
an amendment to the charter of incorporation for the purposes therein contained and expressed.

Witness my hand and seal of office, this the 15th day of May, 1969

W. Walter King

Notary Public of Davidson County
Official Title

(If Notary Public) My Commission expires 21st day of October, 1970

My Commission Expires October 21, 1970

EXHIBIT A-8

I, JOE C. CARR, Secretary of State, do hereby certify that this amendment to charter, with certificate attached, the foregoing of which is a true copy, was this day registered and certified to by me. This the 21st day of May, 1969.

JOE C. CARR,

SECRETARY OF STATE

FEE: \$ 10.00

EXHIBIT A-9

EXHIBIT B

Vanderbilt Student Communications, Inc.

Bylaws

Vanderbilt Student Communications, Inc. Bylaws

Version 10.20.09

Approved April 10, 2002, VSC, Inc. Board of Directors
Approved Sept. 5, 2002,
Vanderbilt University Chancellor E. Gordon Gee
Amended 03.12.03, 04.16.03, 09.10.03,
03.24.05, 04.17.07, 03.18.08, 04.13.09 & 10.20.09

ARTICLE I The Corporation

SECTION 1. Authority

The Corporation, acting through its Board of Directors ("Board" or "the Directors") and in accordance with these Bylaws, shall have exclusive authority over the operation of all undergraduate student communications media at Vanderbilt University ("the University") funded in whole or in part by student activity fees, excepting those supervised by the Administrative Offices of the University, and including, but not limited to, editorial and business policies, selection and removal of division heads, supervision and auditing of accounts, approval of contracts and any other power incidental to ensuring the welfare of the University student communications media. Undergraduate student communications media is defined, for the purposes of these bylaws, as publications for general distribution to the University community or to persons outside the membership of a student organization, and radio and television broadcasts to the campus or local community, and online student media products.

SECTION 2. Divisions

Student publications or media organizations may be authorized by the Board and operated as "probationary divisions" by the Corporation as provided in Article VI or authorized as "divisions" as provided in Article V. Recognition as a division or probationary division is required in order for undergraduate student communications media in order to publish or broadcast under the Corporation.

ARTICLE II Composition of Board and Officers Duties

SECTION 1. Composition

Board members with voting privileges shall include three members of the University faculty and five student representatives. Non-voting Board members shall include a representative of the University's Office of the Dean of Students, and the Director of Student Media. The officers of the Corporation shall be the Chair, the Vice Chair, the Secretary and the Director of Student Media.

(a) Chair

The Chair of the Board ("the Chair") shall be the chief executive officer of the Corporation and shall preside at all officer's meetings. The Chair shall have general supervision over the management of the business of the Corporation and shall see that all orders and resolutions of the Board are carried into effect. The Faculty member of the Board who is serving the third year of his or her term shall be the Chair.

(b) Vice Chair

The Vice Chair of the Board shall be an executive officer of the Corporation and shall serve in the capacity of the Chair, in the Chair's absence, and shall carry out any responsibilities assigned by the Board. The Faculty member of the Board who is serving the second year of his or her term shall be the Vice Chair.

(c) Secretary

The Secretary shall attend all sessions of the Board and record all votes and minutes of all proceedings and shall perform like duties for the committees of the Board when required. The Secretary shall give written notice of all meetings of the Board and shall perform such other duties as prescribed by the Board. The Secretary shall have charge of and keep all books, accounts, documents, and papers that properly belong to the office.

(d) Director of Student Media

The Director of Student Media serves the Vanderbilt Student Communications Board as the chief full-time paid professional staff member in a combination of administrative and consultant roles. The Director of Student Media is the Board's representative. In that capacity, the Director of Student Media is responsible for reporting any concerns or problems—fiscal or ethical—to the Board, or in its absence, the Chair. The Board or Chair will then decide what action is appropriate and may charge the Director of Student Media with its implementation. The general duties of the Director of Student Media are outlined in Appendix A, Section 23 of these Bylaws.

**- ARTICLE III
Hirings and Appointments**

SECTION 1. Appointed Members

(a) Faculty Representatives

The Faculty Representatives shall be members of the faculty of the University. One Faculty Representative shall be elected by the Board each year for a three-year term.

(b) Student Representatives

(i) Student Representatives shall be members in good academic standing of the undergraduate, graduate, or professional student body of the University. No more than one Student Representative position may be held at any time by a member of the graduate or professional student body. No Student Representative other than the Student Media Council Representative may serve as a Division Head while serving on the Board.

(ii) Student Representatives shall be appointed by the Board each year, in alternating years, for two-year terms.

SECTION 2. Hired Members

(a) Director of Student Media

(i) Members of the faculty and administrative staff of the University shall not be eligible to serve as the Director of Student Media. The Director of Student Media shall receive reasonable compensation, to be determined by the Board, for services rendered. Once annually the Finance Committee will evaluate the job performance of the Director of Student Media and present a report of its findings and recommendation to the Board. The Board may negotiate the proper salary for the next year, revising upward for inflation, increased responsibility, etc. The Director of Student Media shall continue to serve, except under removal policies outlined in Article IX. At least six weeks notice must be provided before a Director of Student Media's resignation.

(ii) The Director of Student Media shall be hired by the Board after receiving nominations from a search committee comprised of all division heads of the Corporation, and in consultation with the Office of the Dean of Students representative to the Board if applicable.

(b) Assistant Director(s) of Student Media

(i) Members of the faculty and administrative staff of the University shall not be eligible to serve as Assistant Director of Student Media. Each Assistant Director of Student Media shall receive reasonable compensation, initially determined by the Board, for services rendered. Each year the Director of Student Media may negotiate the proper salary for each

Assistant Director of Student Media for the next year, revising upward for inflation, increased responsibility, etc., in accordance with Article II, Section 1(d).

(ii) Each Assistant Director of Student Media shall be hired and supervised by the Director of Student Media.

(iii) A designated Assistant Director of Student Media or other staff representative shall serve as the Corporation's Business Manager, maintaining the accounts and books for all divisions.

(iv) A designated Assistant Director of Student Media or other staff representative shall be assigned by the Director of Student Media to serve as the Board's Secretary.

(d) Division Heads

(i) Any full-time student of the University who is in good academic standing shall be eligible to be hired as a division head.

(ii) Division heads shall be hired by the Board.

(g) Probationary Division Heads

(i) Any full-time student of the University who is in good academic standing shall be eligible to be hired as a probationary division head.

(ii) Following interviews of all applicants, including unopposed applicants, probationary division heads shall be hired by the Board for a term that shall extend from the date the Board grants probationary division status until the expiration of all division head terms.

SECTION 3. Hiring Procedures

(a) Terms of office for all Board members shall begin July 1, immediately following election hiring and end June 30 of their expiration year.

(b) Terms of office for all division heads shall begin May 15, immediately following hiring, and end May 14 of their expiration year.

(c) Hirings for Faculty Representatives, Student Representatives, Student Media Professionals, and Division Heads shall be conducted in the spring prior to the end of the academic semester. The Director of Student Media or designee shall publicize the hiring dates at least two weeks prior to the application deadline.

(d) For all hirings conducted by the Board, affirmation by a majority of Board members present is required to hire a candidate.

SECTION 4. Vacancies

In the event the position of any director, officer or division head is vacant, the Board by a majority vote may choose an interim successor. At its discretion, the Board may ask the interim successor to serve until the next regularly scheduled hiring, or may choose to hold a special election to fill the unexpired term.

SECTION 5. Removals

The Board can, by a two-thirds vote of members present, remove any hired officer or division head, including other members of the Board, provided that any such actions are conducted in accordance with procedures in Article IX.

SECTION 6. Quorum

A majority of voting members of the Board shall constitute a quorum to conduct all Board business. In the absence of a quorum a smaller number may conduct activities necessary to establish meeting times and announcements so as to attempt to attain a quorum at subsequent meetings.

ARTICLE IV Committees

SECTION 1. Finance Committee

This committee shall be comprised of three Board members, including at least one Student Representative. The members of this committee shall be appointed by the Chair.

SECTION 2. Awards Committee

This committee shall be comprised of the Chair, one Faculty Representative, the Director of Student Media, and two Assistant Directors of Student Media.

SECTION 3. Investigation Committee

This committee shall be comprised of one Faculty Representative and two Student Representatives. The members of this committee shall be appointed by the Chair.

ARTICLE V Divisions

SECTION 1. Definitions

Divisions of the corporation are defined as those media outlets with access to the resources of the corporation, including, but not limited to mechanisms of content production, financial support, and advisory staff. The divisions of the Corporation are divided into two classes, media and service. Each class of division is subject to the levels of status

described below and must follow the procedures and guidelines in these Bylaws. A media division of the Corporation is defined as a student organization that successfully executes its expressed purpose of operating a communications medium regularly reaching a broad spectrum of the University community. A service division is defined as an organization that directly supports the mission and operations of the Corporation by providing a specific service or educational role. The levels of media division status include:

(a) Primary Division:

Primary divisions are the flagship media outlets that are the foundation of the Corporation. These outlets publish, create and broadcast student content with the greatest regularity.

(b) Supplementary Division:

Supplementary Divisions are media outlets that augment the Primary Divisions with audience-driven and/or advocacy content.

(c) Affiliated Division:

Affiliated Divisions operate autonomously with limited or no financial support from the Corporation.

(d) Probationary Division: Probationary divisions are granted approval to exist under review for a period of one year, after which their status may be continued, changed, or dissolved. When deemed appropriate by the Board, probationary divisions must choose to operate as a Supplementary Division or Affiliated Division.

SECTION 2. Authority of Division Heads

The division head shall have the authority to manage the division in all respects, including the formulation of editorial policy and ultimate control over business policies, within the restrictions, if any, imposed by the Board. The Board and/or Corporation Staff shall not prescribe, censor, or exercise prior restraint over the contents or editorial positions of any division. In concurrence with this authority, the division head shall bear the ultimate burden of responsibility for the division in all respects. The division head shall be accountable to the Board for all operations of the division including, but not limited to, ethical and proper business conduct, adherence to established Board policies, and maintaining consistency with the mission and principles on which the division was established.

SECTION 3. Censure and Termination Proceedings

(a) Any division that is or appears to be incapable of fulfilling its goals and responsibilities is subject to censure or termination proceedings.

- (b) Any person (including a member of the Board) may petition the Board for censure or termination of a division. Upon the receipt of said written petition, the Chair shall charge the Investigation Committee to investigate the division and return a recommendation to the Board. A recommendation to censure shall include guidelines for rectifying grievances as well as consequences of further impropriety. The Board shall vote on this recommendation. A majority vote of the Board is required to censure a division. A two-thirds majority vote of the Board is required to terminate a division.

ARTICLE VI

Guidelines for the Creation of Probationary Divisions

Any undergraduate student(s) who wish to create a publication for general distribution to the University community or to persons outside the membership of a student organization, or any student(s) who wish to create a service division for the Corporation, may present a proposal requesting probationary division status to the Board.

SECTION 1. Proposal

Student(s) petitioning the Board for probationary division status must present a proposal before the Board. The format of the proposal is left to the petitioner's discretion. However, the proposal must include a clear definition of the mission of the new publication; the intended audience for the new publication; and demonstrate available resources for staffing, production, printing, distribution and funding.

SECTION 2. Criteria for Proposal Consideration

The University and the Corporation are committed to providing opportunities for the free and open exchange of ideas. The Board will consider all proposals for new publications with this tenet in mind. The Board will not grant probationary division status to proposals for publications that duplicate the mission or content of existing divisions. To that end, no proposals for student broadcast media will be considered so long as Vanderbilt Television and WRVU are active divisions. The Board will also consider the likelihood for success of a proposal based upon the petitioner's preparedness, expertise, and available resources.

SECTION 3. Probationary Term

Probationary divisions shall be authorized by the Board to operate for a one-year period. At the expiration of this year, the Board shall authorize a change of divisional status, extend the probationary term for an additional year, or terminate its authorization of the probationary division.

SECTION 4. Funding

Probationary divisions typically are ineligible for funding from the Corporation during the probationary term; they

may, however, utilize shared corporate resources such as advisory services and common workspace.

SECTION 5. Business Operations

The probationary divisions shall utilize the VSC business manager who shall maintain the books and records for each probationary division, hold the funds and sign checks for authorized expenditures of the probationary divisions. The Business Manager will provide monthly income and expense reports to each probationary division head.

SECTION 6. Assessment

Probationary divisions shall be subject to periodic assessment by the Board throughout the probationary term, in order to gather information sufficient to make an effective end-of-term evaluation. A focus will be placed on monitoring the development of a probationary division in a manner consistent with these Bylaws and additional Board policies, as well as the probationary division's ability to continue such operation beyond the probationary term. The Board and applicant shall discuss these measures prior to receiving probationary status, and the probationary division may be asked to present progress updates at the Board's discretion.

SECTION 7. Reapplication

Petitioners whose proposals are rejected by the Board, and petitioners whose probationary division was terminated following the probationary term, must wait at least one semester before applying to the Board for active probationary division status.

ARTICLE VII

Membership

SECTION 1. The Members

The membership of the Corporation shall initially consist of the University, which shall act through its Board of Trust when in session and through its Chancellor when the Board of Trust is not in session.

SECTION 2. Additional Members

Additional members may be admitted to membership to the Corporation by majority vote of the Corporation.

SECTION 3. Resignation

Any member may resign from the Corporation at any time by delivering written resignation to the Chair or Secretary of the Corporation.

- SECTION 4. Meetings

The members shall not have regularly scheduled meetings, but the Chair shall, upon written application of a majority of the membership of the Corporation, call a special meeting of the membership at any time, provided the request states the purpose of the meeting.

SECTION 5. Profit

No member of the Corporation shall at any time receive any pecuniary profit from the operation of the Corporation.

**ARTICLE VIII
Amendments and Resolutions**

SECTION 1. Amendments

These by-laws may be amended at any meeting by the affirmative vote of two-thirds of the entire Board provided that notice for such a meeting contains the substance of the proposed amendment (except with respect to Article II and Article VII, Section 1, the amendment of any which shall also require the approval of a majority of the members of the Corporation), or in any other manner provided by law.

SECTION 2. Appendix to Bylaws

The Appendix to these Bylaws serves as an operational policy manual for the corporation. The Appendix may be amended at any meeting by the affirmative vote of a simple majority of the Board's voting members. Policy changes or additions to the Appendix shall be effective as of the date of adoption, unless the resolution specifies another date.

**ARTICLE IX
Grievance Procedure**

SECTION 1. Complaints Against a Division Head

Any person (including a member of the Board) wishing to lodge a formal complaint against a division head shall first make his/her complaint directly to that person or may request a meeting with the division head and the Director of Student Media. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Chair. Upon presentation, the Chair shall have ten days to resolve the issue or convene the Investigation Committee.

The Investigation Committee shall be charged with investigating all alleged and/or misfeasance or malfeasance in office, by a division head. The Committee shall report its findings to the Board by the next scheduled meeting. The Board will then deliberate on the complaint, and if meritorious, determine the appropriate sanction.

The Board shall have the authority to reprimand, remove from office or reduce the stipend of a division head. The Board shall by majority vote reach a decision as to the findings of fact and the disciplinary action to be taken. However, a two-thirds majority vote shall be required for the removal of a division head or for the reduction of any stipend. The accused and the accuser shall not be present during the Board's deliberation or decision.

A division head, against whom a formal complaint has been lodged, shall be notified by the Chair upon receipt of the complaint, and shall have the right to be informed of the evidence, and the right to appear before and present evidence to the Investigation Committee and the Board.

Following the discussion and decision of the Board, a division head against whom action will be taken shall have the right to lodge an appeal to an Appeals Committee comprised of five people appointed by the Chair to review the charges. The Appeals Committee should be comprised of two Student Representatives, excluding those who served on the Investigation Committee, two undergraduate students not serving on the Board, and one faculty member or graduate/professional student not serving on the Board. The Chair shall have ten days from receipt of the appeal to appoint and convene this committee.

The recommendation of the Appeals Committee shall be subject to the approval of the Chair. A written description of this complaint procedure shall be provided to any person, upon request from the Chair.

SECTION 2. Complaints Against the Director of Student Media

The Board shall have the authority to reprimand and/or remove from office the Director of Student Media, according to the following procedure. Any person (including a member of the Board) wishing to lodge a formal complaint against the Director of Student Media may consult with the Director of Student Media or bring the complaint before the Chair or the Board. Upon presentation the Chair shall convene the Investigation Committee.

After the committee's report has been presented to the Board, the Director of Student Media having been notified in writing by the Chair of the complaint, shall have the right to be informed of the evidence, and the right to appear before and present evidence to the Board.

After such a hearing, the Board may remove the Director of Student Media from office by a two-thirds majority vote of the entire voting membership of the Board. The Board may choose to reprimand the Director of Student Media by a majority vote, in which case a formal reprimand approved by the Board shall be entered into the Corporation's permanent records.

-The Board shall not cause any reduction in salary or any other punitive measures not prescribed herein to be taken against the Director of Student Media except due to a corresponding reduction in responsibilities.

In no case shall a Director of Student Media be removed from office without the Chair first having appointed and convened a committee comprised of three persons, not associated with Vanderbilt Student Communications, Inc., to review the charges against the Director of Student Media. This committee shall be appointed by the Chair subject to the approval of two-thirds of the voting members of the Board. At least two members of this committee shall be Vanderbilt undergraduate students. The third member may be selected from the faculty or the professional/graduate student body. The views of this committee shall be considered by, but shall not be binding upon, the Board in reaching its decision on the disciplinary action to be taken.

SECTION 3. Complaints Against Other Staff

Any person (including a member of the Board) wishing to lodge a formal complaint against an Assistant Director of Student Media shall first make his/her complaint directly to that person. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Director of Student Media. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Chair.

SECTION 4. Emergencies

In an emergency, the Chair can, with the approval of the Director of Student Media and a Student Representative of the Board, suspend a division head who has abused his/her responsibilities. This suspension shall be validated by a two-thirds majority vote of the Board at the subsequent meeting. At that time, the grievance procedure described in SECTION 1 shall go into effect. The Board may elect appoint an interim officer pending resolution of the grievance.

SECTION 5. Public Grievances

At least once each year the Board will inform the Vanderbilt community that views and concerns about the policies of the Corporation and the content and quality of its operations are welcome at any time. This communication should appear in a display advertisement in The Vanderbilt Hustler or other suitable media, and include instructions on how to contact the staff and Board of the Corporation. The Board may, at its discretion, convene from time to time a public forum, publicized in advance, for members of the community to express views and concerns about the Corporation and its operations.

SECTION 6. Penalties for Unexcused Absence

Regular attendance at Board meetings is imperative for all Board members. An absence is considered excused if the Board member notifies the Secretary of the Board no later than one day prior to a scheduled meeting of a planned absence. Absent members may provide a proxy pursuant to Article X. Two excused absences shall constitute one unexcused absence. In the event of an unexcused absence, the Secretary shall send written notification to that Board member of his or her failure to attend the prior meeting.

Two unexcused absences shall be grounds for dismissal from the Board.

Board meetings should be limited to a maximum of two hours. If business extends beyond that time, provision should be made to meet again to finish old business. In light of this, leaving a Board meeting prior to its completion shall constitute an unexcused absence.

ARTICLE X Proxies

SECTION 1. Student Representative Proxies and Student Alternates

The board may, at its discretion, select one Student Alternate board member, to be appointed from the pool of applicants seeking the position of Student Representative during the regularly scheduled election for such positions. The Student Alternate shall be an official member of the Board and shall be elected appointed to the term of no less than one semester but no more than one year. The Student Alternate shall be invited to attend all meetings of the Board, but may only cast votes in the place of one Student Representative not present at a meeting of the Board. The Student Alternate shall be subject to all policies regarding Student Representatives, including those policies in Article III, Section I, subsection (b) of these Bylaws.

Student Representatives may designate a student proxy for up to four different Board meetings during the academic year. The proxy may not be an officer of the Corporation, member of the Board, or hold a titled position within a division. A written notice, including the Representative's signature, must be provided to the Secretary or Chair at the Board meeting. A Student Representative may only designate a student proxy when a Student Alternate is not available or already serving as an alternate for another member on the board.

• SECTION 2. Faculty Representative Proxies

Faculty Representatives may designate another member of the University faculty as a proxy for up to four different Board meetings during the academic year. The proxy may not be an officer of the Corporation or member of the Board. A written notice, including the Representative's signature, must be provided to the Secretary or Chair at the Board meeting.

SECTION 3. Minutes

The minutes of any meeting shall contain a list of the individuals holding proxies and for whom these proxies are held.

Appendix A to Bylaws Operational Policies

1. CORPORATE MISSION

approved 04.10.02

Vanderbilt Student Communications, Inc. exists to provide the students and other members of the Vanderbilt community specific services and outcomes, primarily, (1) the provision of an environment that fosters the development of students' skills in leadership, management, human relations, and fiscal responsibility in a unique cocurricular setting that allows for high levels of participation in daily-run, product-oriented organizations; (2) the provision of realistic opportunities for students to learn and gain competency in specialized mass communications skills ranging from writing, editing, computer-aided design and production, advertising creation, sales and accounting, to television and radio production, program conception, and on-air participation; and (3) the provision to the campus community of print and broadcast media serving as forums for free expression, allowing the exchange of ideas, dissemination of news, outlets for creative work, and vehicles for entertainment, fulfilling a role critically essential to the health of a vibrant university in a democratic society.

2. OPERATIONAL PHILOSOPHY

approved 01.06.05, revision approved 04.10.07

SECTION I. Primary Corporate Responsibilities

(a) The mission of VSC remains multi-faceted, with the primary objectives of its organizational efforts being the distribution of student-produced mass media to the University community, opportunities for students to participate and learn, and fiscal solvency for the corporation to ensure such opportunities continue to exist for future generations of students.

(b) Critical to all facets of the VSC mission is, above all, the preservation of a core set of student media outlets that provide the most expansive set of opportunities for students, the most significant and enduring sources of revenue, and the most recognized mediums of outreach and appeal to the University's local, regional, and national audience.

(c) A variety of media exist on college and university campuses whose preservation is necessary and proper for the constituency of an elite institution with aspirations toward broad national aims. The delivery systems for these media often includes newspapers, magazines, radio, television and Web sites.

(d) VSC bears a directed responsibility to the students and community of Vanderbilt to provide for the preservation and

improvement of these mediums of student media above all. Methods may include, but are not limited to, the following: reallocation of physical or monetary resources from other expenses, restructuring of incentive programs to encourage participation, creation of education and outreach initiatives, and planning investments to ensure long-term growth and stability.

SECTION II. Additional Corporate Responsibilities

(a) Primary roles of fostering student development through participation and providing media outlets to the University community may be better served by an increased number of publication mediums. As such, as best it sees fit and to the extent possible given remaining physical and monetary resources, VSC maintains a firm commitment to providing additional student media divisions with organizational support, advisory services, and opportunities to reach the community.

(b) Efforts to improve quality and maximize interest are and should continue to be central aspirations of every division irrespective of the resources available, and VSC remains steadfast in its provision of support for these efforts. Different communications mediums benefit from different types of incentives, services, and other resources. Factors such as equitability and achievement, approached within the context of corporate priorities, play a central role in assessing levels of support to provide.

(c) Levels of resource allocation vary considerably for all divisions given their diverse and, at times, competing needs. In determining how to best manage the resources available to student-produced communications beyond those specifically described in SECTION I, it is necessary and appropriate for VSC to critically evaluate factors such as product quality, benefit to constituents, community interest, educational merit, and opportunity costs as a part of its decision-making process.

3. DIVISION OPERATIONAL STRUCTURE

approved 03.24.05, revision approved 10.06.09

As a means to apply its Operational Philosophy, VSC will distinguish its divisions into four categories based upon the role the division plays within the corporation. This categorization will be made without regard for a division's classification described in Article V, Section 1 of these Bylaws. The four categories and their definitions are:

(a) Primary Media:

Primary divisions are the flagship media outlets that are the foundation of the Corporation. These outlets publish, create and broadcast student content with the greatest regularity.

(b) Supplementary Division:

Supplementary Divisions are media outlets that augment

- the Primary Divisions with audience-driven and/or advocacy content.

(c) **Affiliated Division:**

Affiliated Divisions operate autonomously with limited or no financial support from the Corporation.

(d) **Probationary Division:** Probationary divisions are granted approval to exist under review for a period of one year, after which their status may be continued, changed, or dissolved. When deemed appropriate by the Board, probationary divisions must choose to operate as a Supplementary Division or Affiliated Division.

4. DIVISION CATEGORY GUIDELINES

approved 03.24.05, revision approved 10.06.09

The VSC Board of Directors will utilize the following category-based guidelines when taking action with regard to the allocation of financial, facility, and other resources to divisions.

SECTION 1. Corporate Services.

(a) The Corporation will provide to each of its divisions basic services, including access to advice, consultation and training from professional staff; accounting and fiscal management services; and access to limited community equipment (fax, photocopier, photographic, computer, etc.) without cost or penalty as regular administrative functions.

SECTION 2. Primary Media.

(a) Primary media divisions will receive first priority with respect to receiving funding, office space, equipment and other resources necessary to ensure successful operation.

SECTION 3. Supplementary Media

(a) The Board will at its discretion determine a minimum number of programming hours or issues to be published annually by each Supplementary Media division. The Board will allocate to the division(s) resources sufficient to support organizational operation and printing of the prescribed issues.

(b) Any revenue generated by Supplementary Media divisions will be shared in the common Primary/Supplementary operating budget as described in Policy 7 of Appendix A. When possible, surplus revenue generated by a division will be used to support that division's activities.

(c) Office space and equipment allocation to Supplementary Media will be made at the Board's discretion based upon corporate priorities and available resources.

SECTION 3. Affiliated Media

(a) After addressing financial priorities during the annual budget process, the Board may designate funds to be used for grants for Affiliated Media divisions.

(b) Grant funding may be used exclusively for an Affiliated Media division's essential operational expenses, e.g., printing, postage, supplies, etc. and may not be used for purposes such as staff travel, staff compensation, staff motivation, or equipment.

(c) Affiliated Media divisions will be provided access to shared office space that includes dedicated, secure digital and physical storage for the division. If sufficient corporate resources allow, Affiliated Media divisions may receive exclusive use of office and equipment at no charge.

(d) In the event that the board does not assign exclusive office space to an Affiliated Media division and available resources allow, an Affiliated Media division may request exclusive use of office space. If granted, the division will be charged a corporate assessment equal to the cost of the space. Any corporate assessment must be paid by the division using reserves or revenue raised in excess of grant-matched funds.

SECTION 4. Probationary Divisions

(a) The Board may at its discretion allocate to the division(s) resources sufficient to support organizational operation.

(b) Probationary divisions are expected to generate revenue to support the division's operations.

(c) Office space and equipment allocation to Probationary divisions may be made at the Board's discretion based upon corporate priorities and available resources.

5. COMPLAINTS PROCEDURE

approved 04.10.02

SECTION 1. Complaints Against a Division Head

Any person (including a member of the Board) wishing to lodge a formal complaint against a division head shall first make his/her complaint directly to that person or may request a meeting with the division head and the Director of Student Media. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Chair. Upon presentation, the Chair shall have ten days to resolve the issue or convene the Investigation Committee.

The Investigation Committee shall be charged with investigating all alleged and/or misfeasance or malfeasance in office, by a division head. The Committee shall report its findings to the Board by the next scheduled meeting. The Board will then deliberate on the complaint, and if meritorious, determine the appropriate sanction.

The Board shall have the authority to reprimand, remove from office or reduce the stipend of a division head. By a majority vote of its entire voting membership, the Board shall reach a decision as to the findings of fact and the dis-

disciplinary action to be taken. However, a two-thirds majority vote shall be required for the removal of a division head or for the reduction of any stipend. The accused and the accuser shall not be present during the board's deliberation or decision.

A division head, against whom a formal complaint has been lodged, shall be notified by the Chair upon receipt of the complaint, and shall have the right to be informed of the evidence, and the right to appear before and present evidence to the Investigation Committee and the Board.

Following the discussion and decision of the Board, a division head against whom action will be taken shall have the right to lodge an appeal to a committee comprised of five people appointed by the Chair to review the charges. The Appeals Committee should be comprised of two Student Representatives, excluding those who served on the Investigation Committee, two undergraduate students not serving on the Board, and one faculty member or graduate/professional student not serving on the Board. The Chair shall have ten days from receipt of the appeal to appoint and convene this committee.

The recommendation of the Appeals Committee shall be subject to the approval of the Chair. A written description of this complaint procedure shall be provided to any person, upon request from the Chair.

SECTION 2. Complaints Against the Director of Student Media

The Board shall have the authority to reprimand and/or remove from office the Director of Student Media, according to the following procedure. Any person (including a member of the Board) wishing to lodge a formal complaint against the Director of Student Media may consult with the Director of Student Media or bring the complaint before the Chair or the Board. Upon presentation the Chair shall convene the Investigation Committee.

After the committee's report has been presented to the Board, the Director of Student Media having been notified in writing by the Chair of the complaint, shall have the right to be informed of the evidence, and the right to appear before and present evidence to the Board.

After such a hearing, the Board may remove the Director of Student Media from office by a two-thirds majority vote of the entire voting membership of the Board. The Board may choose to reprimand the Director of Student Media by a majority vote, in which case a formal reprimand approved by the Board shall be entered into the Corporation's permanent records.

The Board shall not cause any reduction in salary or any other punitive measures not prescribed herein to be taken against the Director of Student Media except due to a cor-

responding reduction in responsibilities.

In no case shall a Director of Student Media be removed from office without the Chair first having appointed and convened a committee comprised of three persons, not associated with Vanderbilt Student Communications, Inc., to review the charges against the Director of Student Media. This committee shall be appointed by the Chair subject to the approval of two-thirds of the voting members of the Board. At least two members of this committee shall be Vanderbilt undergraduate students. The third member may be selected from the faculty or the professional/graduate student body. The views of this committee shall be considered by, but shall not be binding upon, the Board in reaching its decision on the disciplinary action to be taken.

SECTION 3. Complaints Against the Assistant Director(s) of Student Media

Any person (including a member of the Board) wishing to lodge a formal complaint against an Assistant Director of Student Media shall first make his/her complaint directly to that person. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Director of Student Media. A person whose complaint has not been resolved after consultation in this manner may present the complaint to the Chair.

6. ACTIVITY FEE FUNDING FORMULA

approved 04.10.02

Under agreement with the University's Division of Student Life, the Corporation receives an annual allocation of student activity fees. The formula for the amount received is based on the Corporation's 2000-2001 allocation of \$285,000. Each fiscal year following 2000-2001, the Corporation will receive the base amount plus a percentage increase equal to any increase in the Student Activities Fee. For example, if the Fee increases by 3 percent, the allocation would be \$285,000 X 1.03. The formula is subject to negotiation by the Corporation and the Division of Student Life in the event of special needs. Special needs could be the addition or loss of divisions, or if the Activities Fee Fund falls short of meeting the allocation requirements in any given year. In such cases, the Corporation might receive a decrease proportionate to the decrease experienced by the composite decrease of allocations to all other petitioning groups. The Corporation will provide upon request an itemized budget by division to the Student Finance Committee's administrative adviser.

While the Activities Fee Fund may be the primary source of a division's revenue, it should not be viewed as a subsidy in place of other attainable forms of revenue. Divisions are encouraged to generate additional revenue through advertising, underwriting, subscriptions and other legal means to subsidize Activities Fees used for operating funds. Full

*divisions shall bear the responsibility to generate a fair proportion of revenues through these means, within the constraints of their publication format.

7. DIVISION BUDGETS

approved 04.10.02, revision approved 10.06.09

All divisions classified as Primary or Supplementary by Article V, Section 1 of these Bylaws operate with a unified budget of shared revenue and expenses. The VSC Business Manager and the Director of Student Media will prepare a proposed unified budget for these divisions for board review each spring for the upcoming fiscal year. This proposed budget will also include all shared corporate revenue and expenses.

(a) Newly hired heads for divisions classified as Affiliated or Probationary by Article V, Section 1 of these Bylaws shall prepare each Spring a proposed item budget for the upcoming fiscal year. Proposed budgets shall be submitted to the board for review. Affiliated and Probationary divisions shall utilize the VSC business manager who shall maintain the books and records for each division, hold the funds and sign checks for authorized expenditures. The Business Manager will provide monthly income and expense reports to each division head.

(b) Newly hired Affiliated and Probationary division heads may submit requests for financial grants from the VSC unified budget. Any such requests must be submitted in writing to the VSC Business Manager in advance of the Board's spring budget review.

8. ACTIVITY FEE FUNDING ELIGIBILITY

approved 04.10.02

Funding originating from Activity Fee sources will not be allocated to organizations classified by the Office of Student Activities or the Board as partisan, including, but not limited to, religious or political groups. The Board may use this policy as a basis for determination when considering the status of a division or the election of a division head.

9. ACCOUNTING

approved 04.10.02

The VSC business manager shall keep a set of books, standardized for the particular divisions, which the Director of Student Media shall have the right to examine at any time during the year. Division heads shall have the right to examine the books for their respective divisions at any time during the year. The Director of Student Media shall file these books as part of the permanent record of the Corporation at the close of the fiscal year or as soon as practical thereafter.

10. STUDENT COMPENSATION

approved 04.10.02, revision approved 10.06.09

(a) Students working within VSC divisions may receive nominal compensation in accordance with this SECTION and with Board approval.

(b) Student compensation in this section refers only to use of funds to pay stipends to students working in staff positions within a division. This section does not apply to professional staff salaries, or students who are paid using federal college work study grants or individuals acting as independent contractors who perform specific services for a division. Any student staff member who receives regular pay in the form of an hourly wage or commission from a division may not also receive a stipend.

(c) Student staff compensation shall be allocated in the form of monthly payments made by the VSC business manager.

11. STUDENT ADVERTISING COMMISSIONS

approved 04.10.02

A division may pay to student staff commissions on the sale of advertising and underwriting. Commissions may not exceed 15 percent of any total sale. Division heads are not eligible to receive commissions from advertising or underwriting received from their division. The program director and music director of radio station WRVU are ineligible to receive any type of commission.

12. ADVERTISING TRADE-OUT

approved 03.24.05

As a matter of general practice, divisions may not trade advertising space or time in publications or programs for goods and/or services. All advertisers will be invoiced at the division's established, published rates. Advertisers are expected to make monetary payment for all advertising purchased. Exceptions to the policy may be made under special circumstances with advance approval of the VSC Business Manager.

13. ADVERTISING PROMOTION

approved 11.06.02

No division may make in its advertising solicitation efforts false claims with respect to issues such as circulation, readership, pricing or other quantitative values.

14. BOARD CHAIR RESEARCH FUND

approved 04.10.02

The faculty representative entering the third year of his or her term on the Board shall serve as the Board's Chair. As an expression of appreciation for service, a Research Fund, not to exceed \$1,000, shall be established for the Chair's discretionary use to support educational/research oriented endeavors.

15. BOARD STUDENT MEMBER STIPEND

approved 03.24.05

Student Board members agree to attend up to 10 meetings each year, serve on at least one VSC committee, and actively participate in the business of the Board. Additionally, the Media Council Representative agrees to convene at least one meeting of the Council each semester, communicate Board action to the Council, and represent Council interests to the Board. Student Members-at-Large in their first year of service to the Board and the Media Council Representative shall receive a \$150 annual stipend in appreciation of their service. Student Members-at-Large in their second year of service to the Board shall receive a \$250 annual stipend. Stipends will be distributed in two equal payments at the end of the fall and spring semesters. Failure to meet obligations to the Board may result in a proportional reduction of the stipend by a set schedule that shall be determined by the Board prior to the onset of the term of service.

16. STUDENT TRAVEL

approved 04.10.02, revision approved 10.06.09

The Corporation encourages its members to engage in external educational opportunities that support the student media efforts of its divisions. Likewise, the Corporation supports the value of on-site media coverage of events when the magnitude of such events is of compelling interest to the University community. When possible and appropriate, VSC will financially assist staff members with expenses related to participation in workshops, conferences and special event coverage. During the annual budget preparation process the Board may choose to allocate funds that may be used to support student travel.

Division heads requesting travel funding not exceeding \$2,500 should submit their requests to the VSC Business Manager. The Business Manager, in consultation with appropriate members of the VSC advising staff and/or the Director of Student Media, will determine if a request is financially and programatically permissible. Division heads may appeal denied requests to the VSC Board of Directors. All division head travel requests that exceed \$2,500 must be submitted directly to the board.

Requests for conference/workshop travel funding must conform to the following rules:

(a) All requests for travel funding must be specific, and include conference/workshop description, number and names of students who would travel, and good faith estimates of registration, travel,

and lodging expenses.

(b) Travel funding allocated under this policy may be used only for convention/workshop registration fees, transportation costs from Nashville to the conference city (excluding parking, taxis, tips, etc.), and lodging costs during the workshop. Any other travel-related expenses are the responsibility of the individuals traveling.

(c) Travel funding will not be allocated to cover the expenses of spring semester travel for seniors and/or students who will not be returning to VSC the following fall.

Requests for special event coverage travel funding must conform to the following rules:

(d) All requests for travel funding must be specific, and include the event description and supporting evidence to warrant on-site coverage, number and names of students who would travel, and good faith estimates of travel and lodging expenses.

(e) Travel funding allocated under this policy may be used only for transportation costs from Nashville to the event city (excluding parking, taxis, tips, etc.), and lodging costs during the event. Any other travel-related expenses are the responsibility of the individuals traveling.

To protect VSC from losses resulting from non-refundable fares and last-minute changes, students authorized funding for air travel will be expected to purchase their own tickets and be reimbursed by VSC immediately upon return from the trip.

17. STUDENT TRAVEL AGREEMENT

approved 09.10.03, revision approved 01.30.07

Students whose travel is subsidized by funding provided by the corporation, as described in Policy 17, are required to consent to and sign VSC's Convention/Workshop Travel Contract. This contract stipulates that each student will be responsible for reimbursing VSC funds it expends, whole or in part, if the student elects for non-emergent reasons not to travel and costs such as registration and lodging cannot be transferred to a suitable substitute. Subsidized student travelers must also agree that the Board may demand reimbursement for funds expended, whole or in part, if the student is found to have gone to but failed to materially participate at an event. When board-approved travel includes airline transportation, each student approved for funding must purchase his or her airline ticket in advance. Within three working days of completion of the student's travel, VSC will issue a reimbursement check for the cost of airfare up to the amount approved in advance by the board.

18. REIMBURSEMENT

approved 09.10.03

Individuals seeking reimbursement for expenditures made on behalf of the corporation must retain receipts or other documentation of transactions and attach them to a completed "Reimbursement Request Form" to be turned in to

the VSC Business Manager. It is each individual's responsibility to determine in advance if expenditures will be authorized and approved. Reimbursements will typically be paid within three business days, except under special circumstances.

19. EQUIPMENT

approved 04.10.02

The Corporation maintains reserve accounts for purposes that include the replacement, upgrade, and repair of equipment. These reserve funds may not be used for annual operating expenses. Additionally, during the annual budget preparation process, divisions may itemize reasonable equipment requests as an expense line in their division budgets. All requests for equipment funding must be specific, and include comprehensive equipment descriptions, model numbers, and pricing information.

No capital equipment may be sold, transferred, conveyed or otherwise disposed of without the approval of the Board. At the end of each academic year an inventory must be made in all divisions.

20. EQUIPMENT USE

approved 03.24.05, revision approved 10.06.09

The corporation provides equipment to support the activities of its divisions. Most equipment, such as computers, broadcast components, etc., is intended to be used in and not removed from the VSC space it occupies. Other equipment, such as cameras, are intended to be used by student staff in the field. Individuals who use VSC equipment agree to exercise reasonable care to avoid its damage or loss. Individuals who have equipment in their care that becomes damaged or lost due to negligence will be responsible for reimbursing VSC the repair or replacement cost for the equipment.

21. CONTINGENCY FUND

approved 04.10.02

VSC acknowledges that contingencies may arise throughout the year for which additional funds may be necessary for some divisions. These may include, but are not limited to, unexpected travel requests, emergency equipment requests, and full or partial allocation to new divisions. Divisions may petition the Board and request an allocation from the available contingency fund.

22. STAFF MOTIVATION

approved 04.10.02, revision approved 10.06.09

During the annual budget proposal process the Board may choose to allocate funds that may be used to support staff motivation. Funds allocated to Staff Motivation may be used at the discretion of respective division heads for the purchase of goods and services to be used as incentives and/or rewards for active staff members as a means to ensure staff retention and job performance. Funds allocated to Staff Motivation may be expended on items that include, but are not limited to, food, t-shirts, gift certificates, recreation or other tokens of appreciation.

All requests for staff motivation must include a description of intent for use and a timeframe for distribution. Division heads may submit requests to the VSC Business Manager. The Business Manager, in consultation with appropriate members of the VSC advising staff and/or the Director of Student Media, will determine if a request is financially and programatically permissible. Division heads may appeal denied requests to the VSC Board of Directors.

As with all division expenditures, Staff Motivation expenses are subject to review by the VSC Business Manager, Director of Student Media, and Board of Directors. The following rules apply to Staff Motivation funding:

- (a) Anything purchased with Staff Motivation funds must be fairly and equally distributed to all staff members who warrant incentives and/or rewards. Funds may not be used to enrich individual staff members.
- (b) Staff Motivation funds may not be distributed in the form of cash payments to staff members.
- (c) Staff Motivation funds may not be expended on alcoholic beverages.

23. PROFESSIONAL STAFF DUTIES

approved 04.10.02

SECTION 1. Director of Student Media, General Duties

- (a) The Director of Student Media shall coordinate the activities of any attorneys, the accounting and auditing firm, the consultant engineer of the radio station, and any other consultants and advisers assisting in the work or training of the divisions.
- (b) The Director of Student Media shall have regular meetings with the division heads to critique publication/production and discuss problems or concerns. The Director of Student Media and the division heads shall apprise the Chair of the regularity and frequency of their meetings and inform the Chair of any difficulties in their arrangement. The Director of Student Media shall assist division heads in staff

management, inventory control, relations with university administration, fiscal management and all problems relating to production or publication.

(c) The Director of Student Media shall be available to deal with emergency issues confronting division heads (i.e. questionable or potentially libelous content).

(d) The Director of Student Media shall keep regular office hours at least three days a week to meet with division heads and other publication staff on a walk-in basis. The Director of Student Media shall be in the office during posted office hours except in cases of illness or emergency.

(e) The Director of Student Media shall serve as a consultant to the division heads when preparing annual line item budget proposals.

(f) The Director of Student Media shall review the financial operations of each division to ensure expenses fall within approved budgets. The Director of Student Media shall promptly report to the Chair or the Board any known or foreseeable financial problems. The Director of Student Media shall have the right to examine the set of standardized financial books kept by the VSC business manager for each division at any time. The Director of Student Media shall file these books as part of the permanent record of the Corporation at the close of the academic year or as soon as is practical thereafter.

(g) The Director of Student Media shall be a non-voting member of the Board of Directors and assist the Chair, the Vice-Chair, and the Board in the fulfillment of their duties.

(h) The Director of Student Media shall serve as the Chief Financial Officer of the Corporation (supervision of the corporation's operating budget) and fulfill any corresponding duties that may be assigned by the Board. The Director of Student Media shall assist the Board in dealing with grievances.

(i) The Director of Student Media shall serve as supervisor for all full and part-time professional staff employed by VSC, Inc., including the Assistant Director of Student Media responsible for business and bookkeeping (VSC Business Manager) and the Assistant Director of Student Media responsible for advising duties as assigned. The Director of Student Media shall be responsible for the delegation of professional staff work assignments, scheduling, and other personnel-related issues. The Director of Student Media shall conduct an annual performance review of each professional staff member, and in consultation with the Chair, authorize salary increases when appropriate. Likewise, the Director of Student Media shall alert the Chair if the performance of any professional staff member warrants Board attention.

24. NON-AFFILIATE PARTICIPATION

approved 08.25.03, revision approved 10.06.09

The primary mission of VSC is to serve Vanderbilt students. To that end, currently enrolled students shall always receive first priority for opportunities to participate in any division's activities. Active participation on a division's staff, defined as any involvement greater than the submission of occasional content contributions (e.g., letters to the editor, guest columns, submissions of creative writing, etc.), is limited to individuals affiliated with the University, specifically current students, alumni, faculty and staff.

The Board may allow exceptions to permit non-affiliated individuals to participate in guest DJ positions with WRVU. The Board may set specific limits on the number of non-affiliated individuals who may participate in this role.

If non-affiliated participation at WRVU is authorized by the Board, the Director of Student Media and/or the Director's staff designee shall maintain a list of individuals who may be permitted to participate. This list of individuals will be shared with the student station manager who may at his/her discretion include some or all non-affiliates on the station's schedule.

To be considered for inclusion on the list of authorized non-affiliates, individuals must apply annually to the Director of Student Media or the Director's designee. Each individual who seeks permission for non-affiliate participation must submit a completed and signed "Non-Affiliate Participation Form". The selection process and priority ranking of non-affiliates shall be done at the discretion of the Director and subject to review by the Board of Directors.

Non-affiliates under consideration may not participate at WRVU until Board approval is authorized. Non-affiliate participants may not hold titled or leadership positions within WRVU.

25. UNAUTHORIZED REMOVAL OF PUBLICATIONS FROM CIRCULATION

approved 02.04.05

If any Vanderbilt student, faculty member, employee or campus visitor considers something they see in any of the VSC-sanctioned publications on campus to be either highly offensive or in breach of the law in terms of libel, obscenity or invasion of privacy, they have a right to register their complaint and seek appropriate action, pursuant to the Complaints Procedure laid out in the By-Laws.

In cases involving offensive or defamatory material, the matter should be raised directly with a member of the VSC Staff or the VSC Board and, if possible, with the Editor-in-Chief (EIC) of the publication in question. Although it would be generally preferable, it is not necessary to notify the EIC

that a complaint is being made before going to either the VSC Board or a VSC staff member. Once the complaint has been made, VSC will notify the EIC of the relevant publication of the nature of the complaint.

Individuals should not remove issues that they consider offensive or potentially defamatory without consultation with VSC staff. Publications distributed on campus within the VSC structure are property of VSC, and any removal (other than for the intended purpose of general distribution) of them without authorization will be regarded as theft.

An individual may only remove the issues either with the permission of the EIC of the publication, or with authorization from the VSC Director of Student Media.

If the complaint concerns the offensive nature of a publication but not a belief that the publication has violated any legal barrier under libel, obscenity or invasion of privacy laws, the publication will be left in the racks. The question of whether or not action should be taken against the EIC or the publication in general will then normally be raised at the next board meeting, where the person (or persons) who made the complaint will be invited to speak to it.

If the complaint concerns a potential legal action against the publication, and the Director of Student Media considers such an action to present a reasonable legal risk, then the general course of action shall be to have the issues removed from circulation, and stored by VSC until the matter is resolved.

The decision to leave a publication in circulation after a complaint regarding offensiveness has been made in no way represents an endorsement by VSC of the decision to publish whichever item caused offense. The VSC Board reserves the right to impose whatever sanction it deems appropriate against the publication in question, or its editorial staff, regardless of what decision was taken in regard to circulation of the issue at the time of the complaint.

26. STATEMENT ON INCLUSIVE PARTICIPATION

approved 04.10.02

Vanderbilt Student Communications, Inc. and its divisions actively seek to be diverse student organizations and welcome applications from all members of the student community.

27. PAID STUDENT STAFF DOCUMENTATION

approved 03.24.05

Students who are to be compensated for work for a division under SECTION 10 must complete and return all employment paperwork to the VSC Business Manager before con-

ducting any work for which pay is expected. Required paperwork includes IRS Form W-4, IRS Form I-9, and others that may become required by law. Students may only be paid for work done following the date and time that required paperwork is filed. Students who perform work for divisions without required paperwork on file will be considered volunteers.

28. POLICY ON USE OF PSEUDONYMS

approved 03.24.05

In some situations, most notably in cases involving humor or satire publications, divisions may produce content using a pseudonym or including fictional quotes from made-up or well-known public figures. For example, a persona piece may be written from the perspective of someone other than the actual writer. Sometimes these are attributed to public figures or celebrities, but also occasionally to an archetypal persona, which would require the "invention" of a name for the columnist. Additionally, certain news stories can sometimes be attributed to fictional authors or include quotations from imaginary people. Finally, certain blatantly satirical special features regularly use fake names for respondents.

For any column, news story, or feature which contains an author or quotation attributed to someone other than a staff writer, it is incumbent upon the publication to establish either (a) that this person is a legitimate public figure whose name can be used in a satirical context; (b) that the persona is clearly identified so as to remove confusion that it could be an actual non-public individual (e.g. "John Smith, local film director"); or (c) that the name used does not correspond with that of any private individual who would not wish their name to be used in such a way and would not be considered a public figure.

All fake names – authors and characters quoted or described in stories – should be subjected to internal University search as well as general internet or other search as appropriate to rule out the possibility of accidentally attributing items to individuals in violation of the above conditions.

29. GOLF CART USAGE POLICY

approved 01.30.07

VSC maintains a golf cart available for use by students for authorized divisional purposes, which are limited to the transport of publications and/or equipment on campus. Only those students who have been approved under the terms and conditions stipulated in the Golf Cart Usage Form will be authorized to operate the cart. In the event there is damage to the cart or damage caused by the cart to other property that is the result of the driver's negligence, the driver will be financially liable for damages incurred.

*When necessary, an investigation into the facts of such cases will be conducted by the VSC Board of Directors. Depending upon the circumstances, VSC may request the assistance of the University's Office of Student Conduct and Academic Integrity to adjudicate such matters.

30. POLICY ON CORPORATE STAFF ASSISTANCE TO CANDIDATES FOR HIRING

approved 04.17.07

Transparency and fairness are of the utmost importance during the electoral processes conducted by the corporation. To comply with these criteria, assistance and consultation will be made available by the Director of Student Media and Assistant Directors of Student Media to any applicant seeking the position of head of a division of the corporation or a position on the board of directors of the corporation.

Such consultation shall not infringe on the privacy expectations of other applicants seeking the same or another position within the corporation. No member of the staff shall knowingly engage in consultation with an applicant that will place another applicant seeking the same or another position within the corporation at a competitive disadvantage.

All applicants seeking the aforementioned positions within the corporation shall be made known of the potential for assistance and consultation with staff in writing no later than the date of final deadline for submission of applications. It is left to the discretion of the staff as to how applicants will be notified of this availability.

31. WRVU MANAGEMENT STRUCTURE

approved 12.08.09

Authority for the operation of WRVU comes solely from its license granted by the Federal Communications Commission to the Board of Directors of Vanderbilt Student Communications, Inc. Conditions of that license require that the Board have and maintain absolute control of the station, its equipment, and operation, including complete supervision of the programs to be broadcast.

Consistent with this requirement, authority for the operation of the radio station is delegated from the Board of Directors through the Director Student Media to the Assistant Director of Student Media for Broadcasting (Adviser). All persons to whom authority has been delegated for the operation of the station are held accountable for the wise and prudent use of that authority. All persons working at WRVU must be aware of the Board's responsibility as licensee in their conduct and accountability to station management and the Board. It is the continuing responsibility of the station's Adviser and the student station manager, who is hired by the Board, to see that the station is operated in a manner consistent with the Board's responsibility as licensee.

VSC encourages active student participation in the operation of WRVU. However, since the station must be managed and operated in compliance with FCC regulations and since the licensee is legally accountable for this compliance, reasonable limits must be placed on the degree and level of student participation. While student prerogatives are given the widest possible expression, there will be times when a line must be drawn consistent with licensee responsibility. Since that line moves with changes in regulations and circumstances, the Adviser and/or the Director of Student Media are responsible for keeping student prerogatives consistent with the licensee's responsibility.

To better ensure continuity and compliance with its responsibilities, the Board will divide the management functions for WRVU between the Adviser and the student station manager. Specifically, acting on the Board's behalf, the Adviser is responsible for all station matters related to FCC compliance (including technical, recordkeeping and programming regulations), facility and equipment, supervision of the station's engineer, and ultimate supervision of all non-student participation with the station. The student station manager is responsible for all decisions related to programming (including content to be aired and scheduling of all approved on-air personnel), appointment and supervision of the executive staff, supervision of all approved on-air and/or station support staff, and any off-air programs, marketing or events developed in support of the station.

EXHIBIT C

Vanderbilt Student Communications, Inc.

Corporate Annual Reports

dated

August 27, 2004 through September 2, 2010

CORPORATION ANNUAL REPORT

Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Eighth Ave. N, 6th Floor
 William R. Snodgrass Tower
 Nashville, TN. 37243

Annual Report Filing Fee Due:
 120, if no changes are made in block #6 to the registered agent/office, or
 140, if any changes are made in block #6 to the registered agent/office

CURRENT FISCAL YEAR CLOSING MONTH: 06 IF DIFFERENT, CORRECT MONTH IS _____	THIS REPORT IS DUE ON OR BEFORE 10/01/04
---	---

(1) SECRETARY OF STATE CONTROL NUMBER: **0086632**

(2A.) NAME AND MAILING ADDRESS OF CORPORATION: <p align="center">VANDERBILT STUDENT COMMUNICATIONS, INC.</p> <p>2100 WEST END AVE SUITE 750 NASHVILLE, TN 37203</p> <p align="center">D 09/22/1967 NON-PROFIT</p>	(2B.) STATE OR COUNTRY OF INCORPORATION: <p align="center">TENNESSEE</p> (2C.) ADD OR CHANGE MAILING ADDRESS:
---	---

(3) A. PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:
VANDERBILT UNIVSTY, BOX 1669, STATION B, NASHVILLE, TN 37235

B. CHANGE OF PRINCIPAL ADDRESS:

<u>STREET</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP CODE + 4</u>
---------------	-------------	--------------	---------------------

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS (ATTACH ADDITIONAL SHEET IF NECESSARY.)

TITLE	BUSINESS ADDRESS	CITY, STATE, ZIP CODE + 4
PRESIDENT		
SECRETARY	<i>see attached</i>	

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE) (ATTACH ADDITIONAL SHEET IF NECESSARY.) SAME AS ABOVE NONE

OR LISTED BELOW: NAME	BUSINESS ADDRESS	CITY, STATE, ZIP CODE + 4
<i>see attached</i>		

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS
DAVID WILLIAMS, II

B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:
305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240

C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(I) CHANGE OF REGISTERED AGENT: _____

(II) CHANGE OF REGISTERED OFFICE:

STREET	CITY	STATE	ZIP CODE + 4	COUNTY
		TN		

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED: IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL

PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK RELIGIOUS

(8) SIGNATURE 	(9) DATE 8/27/04
(10) TYPE PRINT NAME OF SIGNER: Bradford Vivian	(11) TITLE OF SIGNER Board Chair

** THIS REPORT MUST BE DATED AND SIGNED **



C-1

Vanderbilt Student Communications, Inc.
Board of Directors

<u>Last</u>	<u>First</u>	<u>Title</u>	<u>Business Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
<u>Voting Members</u>						
Vivian	Brad	Faculty Member & Board Chair	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
McGinn	Tom	Faculty Member & Vice-Chair	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Dozier	Andy	Faculty Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Throneberry	Danielle	Student Media Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Boyd	Tim	Student Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Carlisle	Jennifer	Student Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Khuchua	Gosha	Student Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Taylor	Kristin	Student Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
<u>Ex-Officio Members</u>						
Caldwell	Steve	Student Life Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Bennett	Sybril	Professional Media Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Peebles	Jennifer	Professional Media Representative	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Carroll	Chris	Director of Student Media	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669
Wilcox	Chad	Board Secretary (See list for title)	2301 Vanderbilt Place	Nashville	Tennessee	37235-1669

8/25/04

C-2

CORPORATION ANNUAL REPORT

Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Eighth Ave. N, 6th Floor
 William R. Snodgrass Tower
 Nashville, TN. 37243

Annual Report Filing Fee Due:
 \$20, if no changes are made in block #6 to the registered agent/office, or
 \$40, if any changes are made in block #6 to the registered agent/office

CURRENT FISCAL YEAR CLOSING MONTH: 05 IF DIFFERENT, THIS REPORT IS DUE ON OR BEFORE 10/01/05
 CORRECT MONTH IS _____

(1) SECRETARY OF STATE CONTROL NUMBER: 0086632

(2A.) NAME AND MAILING ADDRESS OF CORPORATION: <p align="center">VANDERBILT STUDENT COMMUNICATIONS, INC.</p> 2100 WEST END AVE SUITE 750 NASHVILLE, TN 37203 D 09/22/1987 NON-PROFIT	(2B.) STATE OR COUNTRY OF INCORPORATION <p align="center">TENNESSEE</p> (2C.) ADD OR CHANGE MAILING ADDRESS:
---	---

(3) A PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:
 VANDERBILT UNIVSTY, BOX 1669, STATION B, NASHVILLE, TN 37235

B CHANGE OF PRINCIPAL ADDRESS:

<u>STREET</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP CODE + 4</u>
---------------	-------------	--------------	---------------------

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS.
 (ATTACH ADDITIONAL SHEET IF NECESSARY.)

TITLE	NAME	BUSINESS ADDRESS	CITY, STATE, ZIP CODE + 4
PRESIDENT	<i>see attached</i>		
SECRETARY			

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE) (ATTACH ADDITIONAL SHEET IF NECESSARY.) SAME AS ABOVE NONE

OR LISTED BELOW:	NAME	BUSINESS ADDRESS	CITY, STATE, ZIP CODE + 4
<i>see attached</i>			

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS:
 DAVID WILLIAMS, II

B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:
 305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240

C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(I). CHANGE OF REGISTERED AGENT: _____

(II). CHANGE OF REGISTERED OFFICE:

STREET	CITY	STATE	ZIP CODE + 4	COUNTY
		TN		

SEP 13 AM 9:01
 SECRETARY OF STATE

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED: IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL

PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK. RELIGIOUS

(8) SIGNATURE <i>Bradford Vivian</i>	(9) DATE 8/24/05
(10) TYPE PRINT NAME OF SIGNER: Bradford Vivian	(11) TITLE OF SIGNER: Board Chair

** THIS REPORT MUST BE DATED AND SIGNED **



CONTINUED ON BACK

EXHIBIT C-3

Vanderbilt Student Communications, Inc.

(4) Principal Officers

Brad Vivian
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Andy Dozier
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Orr
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

(5) Board of Directors

Brad Vivian
Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Andy Dozier
Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Vanderbilt Student Communications, Inc.

(5) Board of Directors (continued)

Bruce Barry
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Anne Malinee
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Mike Burns
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Gosha Khuchua
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Christina England
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

David Fotouhi
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

CORPORATION ANNUAL REPORT

Annual Report Filing Fee Due:
 \$20, if no changes are made in block #6 to the registered agent/office, or
 \$40, if any changes are made in block #8 to the registered agent/office.

Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Eighth Avenue N. 6th Floor
 William R. Snodgrass Tower
 Nashville, TN 37243

CURRENT FISCAL YEAR CLOSING MONTH: 06

THIS REPORT IS DUE ON OR BEFORE: 10/01/06


(1) SECRETARY OF STATE CONTROL Number: 0086632

(2A.) NAME AND MAILING ADDRESS OF CORPORATION

(2B.) STATE OR COUNTRY OF INCORPORATION
 TENNESSEE

VANDERBILT STUDENT COMMUNICATIONS, INC.

(2C.) ADD OR CHANGE MAILING ADDRESS:

2100 WEST END AVE
 SUITE 750
 NASHVILLE, TN 37203


D 09/22/1967 NON-PROFIT

5872.1008

(3) A. PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:
 VANDERBILT UNIVSTY, BOX 1669, STATION B, NASHVILLE, TN 37235
 B. CHANGE OF PRINCIPAL ADDRESS:

STREET CITY STATE ZIP CODE + 4

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS.
 (ATTACH ADDITIONAL SHEET IF NECESSARY.)

Title	Name	Business Address	City, State, Zip Code + 4
President	Please see		
Secretary	attached sheet		

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE.) (ATTACH ADDITIONAL SHEET IF NECESSARY.)
 SAME AS ABOVE, NONE, OR LISTED BELOW:

Name	Business Address	City, State, Zip Code + 4

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS:
 DAVID WILLIAMS, II
 B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:
 305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240
 C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(i.) CHANGE OF REGISTERED AGENT: _____
 (ii.) CHANGE OF REGISTERED OFFICE (Street Address): _____
 (City) _____ (State) TN (Zip Code + 4) _____ (County) _____

06 OCT -4 AM 10:10
 METT L. FARNELL
 SECRETARY OF STATE

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED:
 IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL

PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK RELIGIOUS

(8) SIGNATURE *Chris Carroll*

(9) DATE 9/25/06

(10) TYPE/PRINT NAME OF SIGNER
 Chris Carroll

(11) TITLE OF SIGNER
 Director



** THIS REPORT MUST BE DATED AND SIGNED **

EXHIBIT C-6

Vanderbilt Student Communications, Inc.

(4) Principal Officers

Brad Vivian
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Bruce Barry
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

(5) Board of Directors

Brad Vivian
Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Bruce Barry
Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

5872.1009

Vanderbilt Student Communications, Inc.

(5) Board of Directors (continued)

Stefanie Lindquist

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Michael Ward

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Rhyse Nance

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Ally Smith

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Christina England

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

David Fotouhi

Member

Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

5872.1010

Chris Carroll
Director of Student Media
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

5872.1011

CORPORATION ANNUAL REPORT

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Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Eighth Avenue N. 6th Floor
 William R. Snodgrass Tower
 Nashville, TN 37243

CURRENT FISCAL YEAR CLOSING MONTH: 06

THIS REPORT IS DUE ON OR BEFORE: 10/01/07

(1) SECRETARY OF STATE CONTROL Number: 0086632

(2A.) NAME AND MAILING ADDRESS OF CORPORATION

VANDERBILT STUDENT COMMUNICATIONS, INC.

2100 WEST END AVE
 SUITE 750
 NASHVILLE, TN 37203

|||||

D 09/22/1967 NON-PROFIT

(2B.) STATE OR COUNTRY OF INCORPORATION

TENNESSEE

(2C.) ADD OR CHANGE MAILING ADDRESS:

(3) A. PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:
 VANDERBILT UNIVSTY, BOX 1669, STATION B, NASHVILLE, TN 37235

B. CHANGE OF PRINCIPAL ADDRESS:
 STREET CITY STATE ZIP CODE + 4

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS.
 (ATTACH ADDITIONAL SHEET IF NECESSARY.)

Title	Name	Business Address	City, State, Zip Code + 4
President		See attached	
Secretary			

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE.) (ATTACH ADDITIONAL SHEET IF NECESSARY.)

SAME AS ABOVE, NONE, OR LISTED BELOW:

Name	Business Address	City, State, Zip Code + 4
	See attached	

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS:
 DAVID WILLIAMS, II
 B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:
 305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240
 C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(I.) CHANGE OF REGISTERED AGENT: _____
 (II.) CHANGE OF REGISTERED OFFICE (Street Address): _____
 (City) _____ (State) TN (Zip Code + 4) _____ (County) _____

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED:

IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL
 PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK RELIGIOUS

(8) SIGNATURE *Chris Carroll*

(9) DATE 8/28/07

(10) TYPE/PRINT NAME OF SIGNER
 Chris Carroll

(11) TITLE OF SIGNER
 Director

THIS REPORT MUST BE DATED AND SIGNED



6124.0720

EXHIBIT C-10

Vanderbilt Student Communications, Inc.

(4) Principal Officers

Bruce Barry
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Stefanine Lindquist
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

(5) Board of Directors

Bruce Barry
Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Stefanie Lindquist
Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

6124.0721

1

2

Chris Carroll
Director of Student Media
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Orr
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

CORPORATION ANNUAL REPORT

Annual Report Filing Fee Due:
 \$20, if no changes are made in block #6 to the registered agent/office, or
 \$40, if any changes are made in block #6 to the registered agent/office.

Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Eighth Avenue N. 6th Floor
 William R. Snodgrass Tower
 Nashville, TN 37243

CURRENT FISCAL YEAR CLOSING MONTH: 06

THIS REPORT IS DUE ON OR BEFORE: 10/01/08

(1) SECRETARY OF STATE CONTROL Number: 0086632

(2A.) NAME AND MAILING ADDRESS OF CORPORATION

VANDERBILT STUDENT COMMUNICATIONS, INC.

2100 WEST END AVE
 SUITE 750
 NASHVILLE, TN 37203



(2B.) STATE OR COUNTRY OF INCORPORATION

TENNESSEE

(2C.) ADD OR CHANGE MAILING ADDRESS:

RECEIVED
 STATE OF TENNESSEE
 2008 AUG 22 AM 11:00
 SECRETARY OF STATE

6367.2742

(3) A. PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:
 VANDERBILT UNIVSTY, BOX 1869, STATION B, NASHVILLE, TN 37235

B. CHANGE OF PRINCIPAL ADDRESS:

STREET CITY STATE ZIP CODE + 4

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS.
 (ATTACH ADDITIONAL SHEET IF NECESSARY.)

Title	Name	Business Address	City, State, Zip Code + 4
President	See attached		
Secretary			

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE.) (ATTACH ADDITIONAL SHEET IF NECESSARY.)

SAME AS ABOVE, NONE, OR LISTED BELOW:

Name	Business Address	City, State, Zip Code + 4
See attached		

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS:

DAVID WILLIAMS, II

B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:

305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240

C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(i.) CHANGE OF REGISTERED AGENT: _____

(ii.) CHANGE OF REGISTERED OFFICE (Street Address): _____

(City) _____ (State) TN (Zip Code + 4) _____ (County) _____

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED:

IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL

PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK RELIGIOUS

(8) SIGNATURE *Chris Carroll*

(9) DATE 8/7/08

(10) TYPE/PRINT NAME OF SIGNER *Chris Carroll*

(11) TITLE OF SIGNER *Director*

**** THIS REPORT MUST BE DATED AND SIGNED ****



EXHIBIT C-13

Vanderbilt Student Communications, Inc.

(4) Principal Officers

Bruce Barry
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Kevin Leander
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

(5) Board of Directors

Bruce Barry
Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Kevin Leander
Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

6367.2743

(5) Board of Directors (continued)

Vanessa Beasley
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Douglas Kurdziel
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Ally Smith
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Courtney Rogers
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Sydney Wilmer
Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Claire Costantino
Alternate Member
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Chris Carroll
Director of Student Media
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

6367.2745

CORPORATION ANNUAL REPORT

Annual Report Filing Fee Due:

\$20, if no changes are made in block #6 to the registered agent/office, or
 \$40, if any changes are made in block #6 to the registered agent/office.

Please return completed form to:
TENNESSEE SECRETARY OF STATE
 Attn: Annual Report
 312 Rosa L Parks Avenue, 6th Floor
 William R. Snodgrass Tower
 Nashville, TN 37243

CURRENT FISCAL YEAR CLOSING MONTH: 06

THIS REPORT IS DUE ON OR BEFORE: 10/01/09

(1) SECRETARY OF STATE CONTROL Number: 0086632

(2A.) NAME AND MAILING ADDRESS OF CORPORATION

VANDERBILT STUDENT COMMUNICATIONS, INC.

2100 WEST END AVE
 SUITE 750
 NASHVILLE, TN 37203



(2B.) STATE OR COUNTRY OF INCORPORATION

TENNESSEE

(2C.) ADD OR CHANGE MAILING ADDRESS:

RECEIVED
 SECRETARY OF STATE
 10/23/09 11:23 AM
 10/23/09 11:23 AM

6598.3057

(3) A. PRINCIPAL ADDRESS INCLUDING CITY, STATE, ZIP CODE:

VANDERBILT UNIVSTY, BOX 1669, STATION B, NASHVILLE, TN 37235

B. CHANGE OF PRINCIPAL ADDRESS:

STREET CITY STATE ZIP CODE + 4

(4) NAME AND BUSINESS ADDRESS, INCLUDING ZIP CODE, OF THE PRESIDENT, SECRETARY AND OTHER PRINCIPAL OFFICERS.
 (ATTACH ADDITIONAL SHEET IF NECESSARY.)

Title	Name	Business Address	City, State, Zip Code + 4
President	→ please see attached sheet		
Secretary			

(5) BOARD OF DIRECTORS (NAMES, BUSINESS ADDRESS INCLUDING ZIP CODE.) (ATTACH ADDITIONAL SHEET IF NECESSARY.)

SAME AS ABOVE, NONE, OR LISTED BELOW:

Name	Business Address	City, State, Zip Code + 4
→ please see attached sheet		

(6) A. NAME OF REGISTERED AGENT AS APPEARS ON SECRETARY OF STATE RECORDS:

DAVID WILLIAMS, II

B. REGISTERED ADDRESS AS APPEARS ON SECRETARY OF STATE RECORDS:

305 KIRKLAND HALL, VANDERBILT UNIV, NASHVILLE, TN 37240

C. INDICATE BELOW ANY CHANGES TO THE REGISTERED AGENT NAME AND/OR REGISTERED OFFICE.

(i.) CHANGE OF REGISTERED AGENT: _____

(ii.) CHANGE OF REGISTERED OFFICE (Street Address): _____

(City) _____ (State) TN (Zip Code + 4) _____ (County) _____

(7) A. THIS BOX APPLIES ONLY TO NONPROFIT CORPORATIONS. OUR RECORDS REFLECT THAT YOUR NONPROFIT CORPORATION IS A PUBLIC BENEFIT OR A MUTUAL BENEFIT CORPORATION AS INDICATED:

IF BLANK OR INCORRECT, PLEASE CHECK APPROPRIATE BOX: PUBLIC MUTUAL

PUBLIC

B. IF A TENNESSEE RELIGIOUS CORPORATION, PLEASE CHECK BOX IF BLANK RELIGIOUS

(8) SIGNATURE

Chris Carroll

(9) DATE

9/16/09

(10) TYPE/PRINT NAME OF SIGNER

Chris Carroll

(11) TITLE OF SIGNER

Director

**** THIS REPORT MUST BE DATED AND SIGNED ****



EXHIBIT C-17

2009 SEP 23 PM 12:38

SECRETARY OF STATE

(4) Principal Officers

Kevin Leander
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Vanessa Beasley
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Paige Clancy
Board Secretary
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

(5) Board of Directors

Kevin Leander
Board Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

Vanessa Beasley
Board Vice-Chair
Vanderbilt Student Communications
Vanderbilt University
2301 Vanderbilt Place
VU Station B #351669
Nashville, TN 37235-1669

6598.3058



Tennessee Corporation Annual Report Form

AR Filing #: 02371718

Status: Complete

File online at: <http://TNBear.TN.gov/AR>

Due on/Before: 10/01/2010

This Annual Report has been successfully paid for and submitted. Your Annual Report will be reviewed by Business Services and filed within 48 hours. Please keep this report for your records.

Annual Report Filing Fee Due:

\$20 if no changes are made in block 3 to the registered agent/office, or
\$40 if any changes are made in block 3 to the registered agent/office

SOS Control Number: 86632

Corporation Non-Profit - Domestic

Date Formed: 09/22/1967

Formation Locale: Davidson County

(1) Name and Mailing Address:

VANDERBILT STUDENT COMMUNICATIONS, INC.
2100 WEST END AVE
SUITE 750
NASHVILLE, TN 37203-0000 USA

(2) Principal Office Address:

VANDERBILT UNIVSTY
BOX 1669, STATION B
NASHVILLE, TN 37235-0000 USA

(3) Registered Agent (RA) and Registered Office (RO) Address: Agent Changed: No

DAVID WILLIAMS II
305 KIRKLAND HALL
VANDERBILT UNIV
NASHVILLE, TN 372400000 USA

Image #: A0046-1938

(4) Name and business address (with zip code) of the President, Secretary and other principal officers.

Title	Name	Business Address	City, State, Zip
Secretary	Paige Clancy	PMB 351669	Nashville, TN 37235-1669
President	Chris Carroll	PMB 351669	Nashville, TN 37235-1669

(5) Board of Directors names and business address (with zip code). (___ None)

Name	Business Address	City, State, Zip
Mark Wollaeager	PMB 351669	Nashville, TN 37235-1669
Marc Hetherington	PMB 351669	Nashville, TN 37235-1669
Laura Carpenter	PMB 351669	Nashville, TN 37235-1669
Phil Carroll	PMB 351669	Nashville, TN 37235-1669
Courtney Kissack	PMB 351669	Nashville, TN 37235-1669
Justin Tardiff	PMB 351669	Nashville, TN 37235-1669
Thomas Shattuck	PMB 351669	Nashville, TN 37235-1669
Kyle Blaine	PMB 351669	Nashville, TN 37235-1669
Laura Dolbow	PMB 351669	Nashville, TN 37235-1669
Steve Caldwell	PMB 351669	Nashville, TN 37235-1669

(6) This section applies to non-profit corporations ONLY.

A. Our records reflect that your non-profit corporation is a public benefit or a mutual benefit corporation as indicated.

If blank or incorrect, please check appropriately: Public Mutual

B. If a Tennessee religious corporation, please check here if blank: Religious

(7) Signature: Electronic

(8) Date: 09/02/2010 11:07 AM

(9) Type/Print Name: Paige Clancy

(10) Title: Secretary

EXHIBIT C-19