

CATV By-laws

Section 1: Organization Overview

Community Access Television, Inc. (also known as CATV) is incorporated as a nonprofit corporation under the laws of the State of New Hampshire.

1-A Mission

The mission of CATV is to facilitate sharing of public information and promote freedom of speech through the medium of cable access television. CATV will support and promote programs of local interest, particularly those developed by producers within the CATV community. Activities to advance this mission shall include:

1. Procuring and producing video programs and information of interest to the community for use on the cable access channels.
2. Acquiring necessary facilities and equipment and manage these assets in a fiscally responsible manner.
3. Facilitating coordination of access services between the cable television company/ies serving the community and the municipalities.
4. Providing training in videography to community members.

1-B Service Area and Membership

The service area of CATV is compromised of both New Hampshire and Vermont municipalities including Hanover and Lebanon, NH; Norwich, Hartford and Hartland, VT. The cable customers within these municipalities pay an access fee that supports CATV and entitles each municipality's residents to CATV membership. These five towns shall hereafter be referred to as the CATV community and the residents of these municipalities as Members. In the future, CATV may negotiate with other area municipalities in order to include them as member communities with any changes to be reflected by amendments to these by-laws.

Section II: Board of Directors

II-A Board Composition and Terms

The CATV Board of Directors shall be comprised of a minimum of seven members representing the residents and institutions of municipalities within the service area. Board representing residents and institutions of municipalities within the service area. Board members shall be elected for three year terms and may not serve for more than a period of three consecutive terms. Should a vacancy occur on the Board between annual meetings, the Board is en-powered to elect a new Director from the membership to complete the unexpired term of such Director. An elected A board member must attend 60% of the meetings or not miss more than three meetings in a row from the annual meeting to the next annual meeting. An elected director may be removed from the board only for cause by two-thirds majority of the Board of Directors.

II-B Board Responsibility

The members of the Board of Directors volunteer their time and talents in order to advance the mission and related activities of CATV. The members of the Board of Directors have a fiduciary responsibility for the organization. The are charged with insuring that resources are available to carry out the organization's mission and that those resources are carefully managed. Specifically, board members are fiscally responsible for the organization and those responsibilities include, but are not limited to, financial development, contract negotiations, and approval of an annual operating budget.

II-C Board Meetings

The Board of Directors shall hold meetings at such times and locations as it shall determine with a minimum of four meetings each calendar year. Written notice of board meetings shall be given to board members at least five days prior to the meeting and shall be included in the station announcements (website and/or community calendar) of CATV, Board meetings are open to the public. Executive sessions, involving board members only, may be required for discussion of personnel or legal matters.

Quorum and Voting

A majority of elected board members shall constitute a quorum for board meetings. All discussions made by the Board shall be made by majority of those present at the meeting.

Conflict of Interest

No employee of any local cable television company may serve as a director. The Board shall adopt rules regarding conflicts of interest and may adopt other rules governing order at meeting and other manners as it deems appropriate.

Section III: Board Officers and Duties

The officers of CATV shall be a Chair, Vice-Chair, Treasurer and Secretary. The officers shall be elected from the Board of Directors by the board at its first meeting following the annual meeting of CATV. The officer shall serve for a term of one year, or until such time as their successors are duly qualified and elected. Should a vacancy occur, the Board may elect another eligible person to serve as an officer for the unexpired portion of the term. The officers shall comprise the Executive Committee for the portion of the term. The officers, along with the Executive Director, are designated signors for CATV. financial and legal transactions as approved by the Board of Directors.

III-A Chair

The Chair shall preside at all meetings of the members and the Board of Directors. The Chair shall have the usual powers of supervision and management as may pertain to the office of the Chair and perform other such duties as may be designated by the Board. This includes, but is not limited to, direct supervision of the Executive Director of CATV.

III-B Vice-Chair

The Vice Chair shall perform the duties of the Chair in the event of the absence or disability of the chair.

III-C Treasurer

The treasurer shall be the chief financial officer of CATV and shall, subject to the direction and control of the Board of Directors, have general charge of the financial affairs of CATV and the care and custody of its funds, securities, and the financial documentation for the organization. The Treasurer, working in cooperation with CATV staff, shall prepare regular financial statements for review for the Board of Directors.

III-D Secretary

The secretary will keep the minutes of the meetings of the Board of Directors and shall insure that organizational documents including Articles of Incorporation, By-laws and current board membership terms contact information be maintained and available at all reasonable times for inspection by any member.

Section IV - Committees

The committees of CATV are created to provide a focus for development of particular policies and practices that may be recommended to the Board of Directors for approval. Each committee (with the exception of the Executive Committee) shall have at least one board member with other members of the broader community encouraged to participate on specific committees based upon their areas of expertise and interest.

IV-A Executive Committee

The Executive Committee is comprised of the Officers of the Board of Directors. The Board of Directors may designate the Executive Committee to take certain actions on behalf of the Board as may be required between regular meetings of the Board.

IV-B Governance and Program

This committee is responsible for developing and maintaining policies and procedures for Board action that are related to CATV's governance structure. These responsibilities include: nominating members to serve as elected members of the Board of Directors, ensuring that organizational documents meet regulatory requirements, developing programming and related production guidelines.

IV-C Finance and Human Resources

This committee shall develop documents for approval of the board that include personnel policies and the annual operating budget. The committee shall also work with staff to create and maintain sound procedures and practices related to financial management and human resource development.

IV-D Facilities and Equipment

The committee shall insure that CATV makes the best use of available equipment and facilities to deliver quality programs and broadcasts. This committee shall advise the Board on technical aspects of CATV operations.

VV-E Special Committees

Special committees of CATV may be established by the Board of Directors to carry out specific activities to advance CATV objectives. An outline of assigned tasks and timeline for completion shall be provided by the Board of Directors to Special Committee members.