

PROPOSAL #5
Changing Notice Requirements for Meetings

Rationale / Description:

This bylaws change brings meeting notice bylaws language into compliance with Section 396(k)(4) of the Communications Act.

Current Language:

Article 3 Section 6B

The Board of the Directors, a Local Station Board, the Foundation's Executive Director, the Chairperson of the Board, or one percent (1%) or more of the Members may call a special meeting of the Members for any lawful purpose at any time. Said request for a special meeting shall be made in writing and shall specify the general nature of the business proposed to be transacted at said meeting. Said written requests must be submitted to the Chairperson of the Board, the Executive Director or the Foundation's secretary. The officer receiving the request must promptly give notice to all members of record entitled to vote. Said notice must state the location, time and date of the meeting, specify the general nature of the business to be transacted and provide that no other business than that set forth in said notice shall be transacted at said meeting. Said notice shall be given at least 20 days and no more than 90 days before the meeting date. The meeting date must be at least 35 days but no more than 90 days after receipt of the written request for the special meeting. If notice of the special meeting is not provided to the members within 20 days after the written request is received, the person(s) requesting the meeting may give notice to the members in a manner consistent with this section. Voting on any matter discussed at a special meeting shall be by written ballot consistent with the provisions of Section 8 of this article of the bylaws.

Proposed Language:

The Board of Directors, a Local Station Board, the Foundation's Executive Director, or one percent (1%) or more of the Members may call a special meeting of the Members for any lawful purpose at any time. Said request for a special meeting shall be made in writing and shall specify the general nature of the business proposed to be transacted at said meeting. Said written requests must be submitted to the Foundation's secretary at least 20 days before the proposed meeting date. The Foundation's secretary will comply with Section 396(k)(4) of the Communications Act by posting a website notice and notifying any individuals who have specifically requested to be notified seven days in advance.

Current Language:

Article Three, Section 9 - Manner of Notice

Whenever notice to members is required under these bylaws, notices shall be submitted, at the Foundation's sole discretion, either personally by first class, registered or certified mail, by electronic mail or other means of written communication, charges prepaid, and shall be addressed to each member entitled to vote at the postal address or email address of that member as it appears on the Foundation books or at the address given by the member to the Foundation for the purposes of notice. If no address appears on the Foundation books and no address has been given, then notice shall be deemed to have been given if notice is broadcast at least twenty one (21) times on the Foundation radio station with which the member is affiliated. Such broadcast notice shall be made at least 3 times per day on 7 consecutive days and shall state the web page address where the full notice is posted/

Proposed Language:

Whenever notice to members is required under these bylaws, notice shall be deemed to have been given if, at the Foundation's sole discretion, it is either provided personally by postal or electronic mail addressed to each member entitled to vote at the postal or email address of that member as it appears on the Foundation books or by the requirements stated in Section 396(k)(4) of the Communications Act via a notice available through an announcement that is accessible on the station's web page and a notice communicated by letter, e mail, fax, phone, or in person to any individuals who have specifically requested to be notified.

Current Language:

Article Six, Section 4 Notice

Notice of every regular meeting of the Board of Directors stating the time and place of said meeting and the purposes thereof shall be sent to each director by first class mail, facsimile or email according to the preference each director states in writing to the Foundation's secretary at least thirty (30) days before any such meeting. Special meetings shall require only seven (7) days advance notice, but shall also require telephonic notice by leaving a message at the telephone number given to the Foundation's secretary for such notice by each Director and shall specify the purpose of the meeting. No additional business not stated in the notice shall be conducted at a special meeting. Notice of all meetings shall be placed on the Foundation's website and announced a minimum of three times daily on air for five consecutive days on all Foundation radio stations beginning whenever reasonably possible no later than ten days before the date of said meeting.

Notice of a meeting hereunder will be considered waived by a Director who affirmatively agrees to attend a meeting or to waive this advance notice requirement, signs a waiver of notice or a written consent to hold the meeting or who attends the meeting without protesting prior to the meeting or upon commencement of the meeting of the lack of notice to that Director,

Proposed Language:

Regular meetings of the Board of Directors are to be noticed by website announcement at least 30 days prior to the date of the meeting. Special meetings of the Board of Directors are to be noticed by website announcement at least 7 days prior to the date of the meeting. Notice of every regular and special meeting of the Board of Directors shall be sent to each director by email at least seven (7) days before any such meeting. No additional business not stated in the meeting notice shall be conducted at a special meeting. Notice of all meetings shall be conducted in accordance with Section 396(4)(k) of the Communications Act: Notice is available through an announcement that is accessible on the station's Web page; and Notice is communicated by letter, e-mail, fax, phone, or in person to any individuals who have specifically requested to be notified.

Current Language:

Article 7, Section 6, Item D Notice

The public and all members shall be notified of each LSB meeting. Four on-air announcements made during primetime on the radio station during 4 different days beginning whenever feasible at least 7 days prior to the date of each meeting shall be considered adequate notice. In the event of LSB meetings convened on short notice for urgent business, all reasonable efforts shall be made to broadcast reasonable notice of the meeting at least 3 times during primetime for 2 days prior to the meeting. Whenever feasible, notice shall also be posted on the station's website at least 7 days prior to the meeting date.

Proposed Language:

All LSB meetings shall be noticed in accordance with section 396(k)(4) of the Communications Act: Notice is available through an announcement that is accessible on the station's Web page; and Notice is communicated by letter, e-mail, fax, phone, or in person to any individuals who have specifically requested to be notified.

Endorsers:

Carolyn Birden-WBAI, Janet Coleman-WBAI, Janis Lane-Ewart -AFFIL., Heather Grey-AFFIL, Kim Kaufman-KPFFK, Richard Uzzell- KPFT
