

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

ARTICLE I: NAME	3
ARTICLE II: PURPOSE	3
ARTICLE III: MEMBERSHIP.....	4
Section 1. Eligibility	4
Section 2: Classification / Voting	4
ARTICLE IV: BOARD OF DIRECTORS	4
Section 1. Powers and Duties.....	4
Section 2. Number and Election/Appointment to Office.....	4
Section 3. Composition of and Terms of Office of the Board	4
Section 4. Resignation or Removal.....	5
Section 5. Vacancies	5
Section 6. Disqualification.....	5
Section 7. Compensation	5
ARTICLE V: MEETINGS OF THE BOARD OF DIRECTORS	5
Section 1. Regular Meetings	5
Section 2. Notice of Meetings.....	6
Section 3. Quorum	6
ARTICLE VI: MEETINGS OF THE CORPORATION	6
Section 1. Annual Meeting	6
Section 2. Special Meetings.....	6
Section 3. Place for Meetings	7
Section 4. Presiding Officers	7
Section 5. Quorum	7
Section 6. Special Meetings of Membership	7
Section 7. Emergency Meetings	7
ARTICLE VII: OFFICERS	7
Section 1. Officers	7
Section 2. Duties of President.....	8
Section 3. Duties of Vice-President.....	8

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

Section 4. Duties of the Secretary and the Assistant Secretary	8
Section 5. Duties of Treasurer	8
Section 6. Resignation or Removal.....	8
Section 7. Vacancies	9
Section 8. Compensation	9
ARTICLE VIII: COMMITTEES.....	9
Section 1. Standing Committees	9
Section 2. Appointment and Functions of Standing Committees	9
Section 2a. Nominating Committee.....	9
Section 2b. Finance Committee	9
Section 2c. Personnel Committee	10
Section 2d. Technology Committee.....	10
Section 3. Other Committees	10
ARTICLE IX: EXECUTIVE DIRECTOR AND STAFF	10
ARTICLE X: INDEMNIFICATION.....	10
ARTICLE XI: LIQUIDATION OR DISSOLUTION	11
ARTICLE XII: MISCELLANEOUS.....	11
Section 1. Seal.....	11
Section 2. Notice.....	12
Section 3. Fiscal Year	12
Section 4. Notes, Checks, etc.....	12
Section 5. Conduct of Meetings.....	12
ARTICLE XIII: AMENDMENTS	12
ARTICLE XIV: NONDISCRIMINATION POLICY	12

ARTICLE I: NAME

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

The name of this corporation shall be Greenfield Community Television, Inc. (hereinafter in these bylaws referred to as "the Corporation" and "GCTV"), unless and until changed by amendment of the Articles of Organization.

ARTICLE II: PURPOSE

The primary purposes of GCTV include the following:

1. To provide a means for any person or group in the local service area to use the medium of community access cable television;
2. To serve as the sole non-profit access corporation designated by the Issuing Authority of the City of Greenfield, as set forth in the Agreement dated May 5, 1987, respectively between the City of Greenfield (formally Town of Greenfield) and Greenfield Community Television Inc. respective of the Cable Television License and amendments made thereto (hereinafter in these bylaws referred to as "cable license");
3. To operate and manage the use of public, educational and governmental access channels on the cable television system in Greenfield;
4. To make available video equipment, facilities and instruction to any person or group in the local service area;
5. To disseminate information about community access television, including its history, current status, equipment, operating procedures, and programming;
6. To oversee the appointment of any management or operations staff as provided in the cable licenses in effect for the City;
7. To determine policy for access to, and use of, the community access channel(s);
8. To authorize use of and to determine fees, if any, to be charged for services and for use of cable access equipment and facilities;
9. To engage in other activities designed to support the primary public, governmental access and educational purposes of the organization. GCTV generally may perform other related activities to accomplish the above purposes; including but not limited to buying, selling, and leasing of real estate, applying for or holding any and all necessary licenses or permits that may be required by any federal, state or local authorities, soliciting funds for the furtherance of the purposes of the corporation, and producing cable television programming for the general public.
10. In addition, to operate a low power FM radio station under such operating conditions and parameters as the Board of Directors in its discretion determines subject to all laws and rules and regulations.

The purposes shall also be exclusively charitable, scientific and educational within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1954, as amended from time

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

to time.

ARTICLE III: MEMBERSHIP

Section 1.

All persons who live, work, or go to school in the local service area and who subscribe to the purposes of the Corporation may become members by attending three Board meetings (other than the Annual Meeting) during one calendar year, as well as be paid current with any applicable dues/fees as assessed by the Corporation. Eligibility for membership must be re-established each year. Membership eligibility shall be verified at each Annual Meeting.

Section 2.

Membership shall consist of one class, and shall not be limited as to number. Members shall elect Directors at annual meetings as further provided in Article VI. At every regular or special meeting of the members, each membership shall be entitled to one (1) vote, in person, on each matter submitted to a vote of the members in good standing.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. Powers and Duties

The Board of Directors shall have general power to control and manage the affairs and property of the Corporation, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Corporation and shall have full authority with respect to the distribution and payment of the moneys received by the Corporation from time to time; provided, however, that the fundamental and basic purposes of the Corporation, as expressed in the Articles of Organization, shall not thereby be amended or changed, and provided, further, that the Board of Directors shall not permit any part of the net earnings or capital of the Corporation to inure to the benefit of any private individual.

Section 2. Number and Election/Appointment to Office

“The Board of Directors shall consist of at least Thirteen (13) members, each of whom shall serve for a three-year term. Every term shall commence at an annual meeting. Two (2) Directors shall be appointed by the Mayor of the City of Greenfield, and one (1) shall be appointed by Greenfield Community College, and Ten (10) shall be elected by the membership of GCTV. Candidates for the Board of Directors need not be members of the Corporation prior to their election or appointment to the Board of Directors. Directors shall continue in office until the expiration of the term for which they are elected, or until their successor shall have been appointed or elected and qualified, or until their death, resignation or removal.”

Section 3. Composition of and Terms of Office of the Board

The term of office of every Director, whether appointed or elected, shall be three (3) years, and therefore at each *annual meeting*, the terms of *roughly* one third (1/3) of the Directors elected shall expire and the terms of one third (1/3) of the appointed Directors shall expire.

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

To facilitate the board membership at thirteen (13) members and to get into compliance with the section 2 of the above by-law the following schedule of board member elections/appointments shall be instituted;

Annual meeting 2018: 3 board members, GCC appointee

Annual meeting 2019: 3 board members, 1 City of Greenfield appointee

Annual meeting 2020: 4 board members, 1 City of Greenfield appointee

Section 4. Resignation or Removal

Directors may resign by delivering their written resignation to the Corporation at its principal office or to any Corporation officer. Such resignation shall be effective upon its acceptance by the Board of Directors. Any Director who fails to attend three (3) consecutive meetings of the Board of Directors may be removed from the Board of Directors by a majority vote of those present and voting at a regular or special meeting of the Board of Directors. Any Director proposed to be removed shall be entitled to at least ten (10) days notice in writing by mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting prior to such vote for removal taking place. A Director may also be removed for cause by two-thirds (2/3) vote of the full Board of Directors.

Section 5. Vacancies

“The Board of Directors shall fill any vacancy in an elected Director’s position at any regular or special meeting called for this purpose. Any vacancy of an appointed Director shall be filled for by the organization that appointed or elected that Director. Any Director elected or appointed by the above shall only serve for the unexpired term for which he/she was elected/appointed.”

Section 6. Disqualification

No member of the Corporation's staff shall serve as a member of the Board of Directors. No immediate family/relative of the Corporation's staff shall serve as a member of the Board of Directors, nor shall any immediate family/relative of a member of the Board of Directors be an employee of the Corporation. No employee nor immediate family/relative of an employee of the Greenfield cable licensee, or its parent or affiliates, may serve as a member of the Board of Directors, nor shall any Director or immediate family/relative become an employee of the cable licensee, its parent or affiliates, within thirty (30) days after leaving the Board.

Section 7. Compensation

Directors as such shall receive no compensation for their services, provided that by vote of the Board of Directors, expenses of attendance at each annual or special meeting of the Board, if any, may not be reimbursed. A Director shall not be precluded from serving the Corporation in any other capacity, other than as a staff member, provided that a full disclosure of the nature of such service and the compensation therefore, if any, is filed with the Secretary of the Corporation. If appropriate, a formal agreement with said Director shall be approved by the Board of Directors, prior to the service being provided; provided, however, that no conflict of interest is inherent in such service. Said Director shall be precluded from voting on such formal agreement, or on any issue coming

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

before the Board that relates to such service.

ARTICLE V: MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Regular Meetings

Regular meetings of the Board of Directors for the transaction of such business as may be done in accordance with law, the Articles of Organization of the Corporation and these by-laws shall be held at such times as the Board of Directors may fix from time to time.

Section 2. Notice of Meetings

Notice of all meetings of the board of Directors shall be posted, whenever possible, at least forty-eight (48) hours prior to such meeting, at the Corporations usual place of business. Whenever possible, notice shall be cablecast as well as posted on the GCTV website. Each member of the Board of Directors shall also be notified in writing or electronic mail as above. All meetings shall be open to the membership and to the public, except that the Board of Directors may enter Executive Session for the following purposes:

1. To discuss the reputation, character, physical condition, or mental health, rather than the professional competence of a Director, officer, employee, or staff members of the corporation;
2. To consider the discipline or dismissal of, or to hear complaints or charges brought against an officer, employee, staff member or individual;
3. To discuss strategy with respect to litigation if an open meeting may have a detrimental effect of the litigating position upon Corporation;
4. To discuss the deployment of security personnel or devices;
5. To investigate charges of criminal misconduct or to discuss the filing of criminal complaints;
6. To consider the purchase, exchange, lease or value of real property, machinery and equipment;
7. To comply with the provisions of any general or special law or federal grant-in-air requirements;
8. For any other reason, if approved in advance by the Board of Directors, by vote to amend the by-laws of the Corporation.

Section 3. Quorum

A majority of the Directors in office shall be necessary to constitute a quorum for the transaction of business and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Directors. *Robert's Rules of Order Newly Revised* states that the quorum set in an organization's bylaws "should approximate the largest number that can be depended on to attend any meeting except in very bad weather or other extremely unfavorable conditions."

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

ARTICLE VI: MEETINGS OF THE CORPORATION

Section 1. Annual Meeting

An annual meeting of the Corporation shall be held during the fourth week of January in each year at the principal office of the Corporation in Greenfield, or at such other place in said town, as the Board of Directors shall from time to time designate. At such time, the members can elect Directors to fill any expired terms or vacancies, and may transact such business as may be done in accordance with law, the Articles of Organization of the Corporation and these by-laws.

Section 2. Special Meetings

A special meeting of the Corporation may be called at any time by the President of the Corporation, by the Board of Directors, or by receipt of the Secretary of the Corporation of a written request of ten (10) members. Special meetings shall be convened not less than ten (10) working days nor more than thirty (30) working days after being called.

Section 3. Place for Meetings

All meetings of the Corporation shall be held at the principal office of the Corporation in Greenfield or at such other place the Board of Directors may fix from time to time, or in the event of a special meeting, at such place as the Secretary of the Corporation may designate.

Section 4. Presiding Officers

The President of the Corporation shall preside at all regular or special meetings of the Corporation. Minutes of all meetings will be recorded by either staff or a Board member as appointed by the President of the Corporation.

Section 5. Quorum

A duly called regular or special meeting of the corporation shall not be organized for the transaction of business unless a quorum is present.

Section 6. Special Meetings of Members

The voting membership may petition the board of directors at any time to hold a special meeting. Such a petition must contain signatures of at least 10% of the voting membership as well as an explanation, in writing, of the purpose or purposes for which a meeting need be called and shall be submitted to the Secretary for verification. A special meeting shall be scheduled to occur within thirty (30) days of the submission of an approved petition. Public notice must be given.

Section 7. Emergency Meetings

If 2/3 of the Board of Directors shall consent in writing or electronic mail to any action to be taken by the corporation, such action shall be a valid corporate action as though it had been taken at a regular meeting of the Board of Directors. If any officer of the corporation determines that immediate action by the Board of Directors is required in the interest of the corporation, and that it is impossible or impractical to obtain the written consent of the board prior to the date the action is required, he/she may direct that the board be polled by telephone or electronic mail concerning the proposed action. If a majority of the board consents to the proposed action, such action shall be a valid corporate action as though it had been authorized at a meeting of the board of directors. No action shall be taken until

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

the full board has been notified; written or oral notice having been given 48 hours in advance. No board members or corporation staff can be selected or dismissed in this manner. Public notice must be given. For purposes of this section, the definition of public notice shall be amended to require the fulfillment of the definition to the greatest extent possible.

ARTICLE VII: OFFICERS

Section 1. Officers

The Officers of the Corporation shall include a President, a Secretary and a Treasurer, and also may include one or more Vice-Presidents and an Assistant Secretary. All Officers shall be elected by the Board of Directors from the Board of Directors. No person shall hold more than one office at any one time. Each Officer of the Corporation shall be elected annually and shall hold office until the next annual meeting of the Corporation, or special meeting held in place thereof, and thereafter until their successor is chosen and qualified.

Section 2. Duties of President

The President shall be the chief executive officer of the Corporation. The President shall make a report on the affairs of the Corporation at each meeting of the members and Directors, and shall see that all orders and resolutions of the members and Directors are carried into effect; subject, however, to the right of members or the Directors to delegate to any other person any specific delegable duties. The President shall execute in the name of the Corporation all deeds, bonds, mortgages, membership certificates, written contracts and other documents and when necessary or proper, shall affix thereto the corporate seal. The President shall appoint chairpersons of all committees. The President shall be an ex-officio member of all committees and shall perform such other duties as are usually incident to their office or which the Directors may require.

Section 3. Duties of Vice-President

The Vice-President shall fulfill the duties of the President in the event of the absence or incapacity of the President, and shall have such other powers and shall perform such other duties as are set forth in these by-laws, as now or hereafter amended, and as the Board of Directors may designate from time to time. In the event of the absence or incapacity of the Vice-President, any other Vice-President shall fulfill the aforesaid duties of the President.

Section 4. Duties of the Secretary and the Assistant Secretary

The Secretary shall issue notice of Directors and Corporation meetings herein before set forth, shall attend and keep the minutes of the same in suitable minute books, shall have custody of all corporate books, records, papers, and the corporate seal, shall attest the signing and sealing by the President of all instruments requiring the corporate seal and the signing of all other instruments when so required by the President, these by-laws, or by law, shall do such other things as may be required by law, and shall perform such other duties as are usually incident to their office or as may be required by the Directors. There may be one Assistant Secretary. In the event there is no Secretary or they are absent, the Assistant Secretary shall perform the duties of Secretary.

Section 5. Duties of Treasurer

The Treasurer of the Corporation shall be the chief financial officer and shall have custody

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

and control of all funds and valuables of the Corporation. The Treasurer shall receive the funds of the Corporation and shall make disbursements there from and shall keep regular books of account showing receipts and disbursement to the Board of Directors for their examination and approval. The Treasurer shall deposit in the name of the Corporation all monies and valuables of the Corporation with a depository or depositories designated by the Board of Directors. The Treasurer shall also perform such duties as are incident to their office or as may be required by the Directors.

Section 6. Resignation or Removal

Any Officer may resign by delivering their written resignation to the Corporation at its principal office or to any other Officer. Such resignation shall be effective upon its acceptance by the Board of Directors. The Board of Directors may remove from office any officer by a two-thirds (2/3) vote, whenever in their judgment the best interests of the Corporation will be served thereby or for cause.

Section 7. Vacancies

A vacancy in any duly constituted office may be filled by majority vote of the Board of Directors whenever it occurs.

Section 8. Compensation

Officers shall receive no compensation for their services as officers of the Corporation as such; provided, however, that any officer may, if authorized by the Board of Directors, be reimbursed for necessary expenses.

ARTICLE VIII: COMMITTEES

Section 1. Standing Committees

The standing committees of the Corporation shall be as follows:

- a. Development Committee
- b. Finance Committee
- c. Personnel Committee
- d. Technology Committee

Section 2. Appointment and Functions of Standing Committees

The President shall annually appoint the chairpersons and members of all standing committees. Membership of each standing committee shall only be from the members of the Board of Directors.

Section 2a. Development Committee

At the Annual Meeting the Development Committee shall nominate a slate of candidates for election as Directors and Officers. The Development Committee shall maintain a record of the names of all Directors and their terms of office. The Development Committee shall conduct board development, recruitment, orientation, and other duties as required to maintain a fully functioning

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

board throughout the year as required. The Development Committee shall maintain Corporation Bylaws and review and bring forth for full board vote any and all recommended changes as submitted by GCTV members or directors. The committee shall bring forth any required changes or updates in compliance with Federal or State Law.

The Development Committee shall pursue, review, and evaluate funding opportunities based on value to the mission of GCTV. Opportunities may include memberships, fund raising events, grants, partnerships, donations, and other services related to revenue generation. The Development Committee shall bring and present opportunities and recommendations to the full board for approval.

Section 2b. Finance Committee

The Finance Committee shall develop and recommend to the Board of Directors the annual budget and work plan; shall regularly monitor the Corporation's expenses and income; and shall recommend budget adjustments to the Board of Directors as needed. The Finance Committee shall review the annual financial statements; review annual audit reports; and recommend to the Board of Directors selection of; and fees to be paid to, the independent certified public accountant for the Corporation. It shall be the responsibility of the Finance Committee to report to the Board of Directors whether the Corporation is meeting its projected budget; on the scope and adequacy of the annual audit and related fees; to continually monitor and report to the Board of Directors the effectiveness and adequacy of the Corporation's internal accounting controls, and to include in that report its findings as to whether or not any errors, omissions, criticisms or recommendations contained in the management letter of the independent certified public accountant, if one accompanies the annual audit, have been properly dealt with.

Section 2c. Personnel Committee

The Personnel Committee shall formulate job descriptions for the Corporation's personnel and amend such descriptions from time to time. The Personnel Committee shall also review and evaluate personnel practices, salary ranges, benefits, employee reviews and other related personnel matters. The Personnel Committee shall direct or review all searches of vacant positions.

Section 2d. Technology Committee

The Technology Committee shall research, evaluate, and develop an annual technology implementation plan for the facility. The plan with recommended equipment purchases shall be presented to the Board of Directors for approval and funding. The committee shall have oversight in implementation of approved plans.

Section 3. Other Committees

The President may appoint, with the approval of the Board of Directors, other special or ad hoc committees as required. The President shall define the objectives of said committees, and said committees shall be discharged upon acceptance of their final reports. Adhoc Committees may be composed of Directors and members when deemed appropriate by the Board of Directors.

ARTICLE IX: EXECUTIVE DIRECTOR AND STAFF

The Board of Directors of such organization or organizations which are organized and
GCTV INC. AMENDED & APPROVED ON FEBRUARY 26, 2019 PAGE 10

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

operated exclusively for charitable purposes and which shall at that time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Laws may authorize such staff positions as may be necessary in the conduct of the business of the Corporation, including an Executive Director. The Executive Director shall have the authority and responsibility to manage and operate the Corporation's affairs in accordance with the general policies and directions specified by the Board of Directors, shall supervise the daily operations of the other employees and shall have additional authority and duties, as the Board of Directors may from time to time prescribe. All such policies, directions and duties shall be communicated to the Executive Director by the President of the Corporation, or by the Chairperson of the Personnel Committee. The Executive Director shall report to and be directly responsible to the President of the Corporation.

The Executive Director shall be entitled to compensation for his/her services. The Board of Directors shall negotiate a contract with the Executive Director specifying salary, initial term of service, renewal and other provisions as appropriate. The Executive Director shall not be deemed a member of the Board of Directors, nor shall he/she be deemed to be an officer of the Corporation.

ARTICLE X: INDEMNIFICATION

The corporation shall, to the extent legally permissible, indemnify each of its Directors and Officers or Staff against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonable incurred by him or her in connection with the defense or disposition of any action, suit or other proceeding whether civil or criminal, in which they may be involved or with which they may be threatened, while in office or thereafter, by reason of their being or having been such a Director or Officer, except with respect to any matter as to which they shall have been adjudicated not to have acted in good faith in the reasonable belief that their action was in the best interests of the Corporation; provided, however, that as to any matter disposed of by a compromise payment by which such Director or Officer pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as being in the best interest of the Corporation after notice that it involves such indemnification; a) by a disinterested majority of the Directors then in office; or b) by a majority of the disinterested Directors then in office after the Corporation has received an opinion in writing of independent legal counsel to the effect that such Director or Officer appears to have acted in good faith in the reasonable belief that their action was in the best interest of the Corporation. Expenses, including counsel fees reasonably incurred by any such Director or Officer in connection with the defense or disposition of any such action, suit or other proceeding, may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if they shall be adjudicated to be entitled to indemnification under MGL, Ch. 180, § 6. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law.

ARTICLE XI: LIQUIDATION OR DISSOLUTION

In the event of the liquidation or dissolution of the Corporation, whether voluntary or

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

involuntary, no Director, Officer or member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and remaining property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be distributed by the Board of Directors to such organization or purposes and which shall at that time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954., or the corresponding provision of any future United States Internal Revenue Laws; provided, however, that no part of the net earnings of such organization or organizations shall inure to the benefit of any private shareholders, member or individual, and no substantial part of the activities of such organization or organizations shall consist of carrying on propaganda or otherwise attempting to influence legislation, and such organization or organizations shall not participate or intervene in any political campaign on behalf of any candidate for public office.

The Board of Directors shall not voluntarily dissolve the Corporation except by two-thirds (2/3) vote of the Board and a two-thirds (2/3) vote of the members present at a special meeting of the Corporation convened for the sole purpose of dissolution.

ARTICLE XII: MISCELLANEOUS

Section 1. Seal

The seal of the Corporation shall consist of a flat-faced circular die with the name of the Corporation, its state of incorporation and the year of its organization cut or engraved thereon.

Section 2. Notice

Whenever written notice is required to be given to any person, it may be given to such person either personally or by sending a copy thereof by first class mail, postage prepaid, to their address appearing in the books of the Corporation, or in the case of Directors or members of another body, supplied by him or her to the Corporation for the purpose of notice.

Section 3. Fiscal Year

The fiscal year of the Corporation shall be the twelve (12) months ending December 31st of any given year, except as from time to time otherwise determined by the Board of Directors

Section 4. Notes, Checks, etc.

The Executive Director, or President, or Vice-President, or Treasurer, or Secretary; are designated check signing authorities for the Corporation. Checks written for expenses, including payroll, up to \$3,000.00 will require one (1) signature; expenses over \$3,500.00 but less than \$5,500.00 need two (2) signatures; any expense over \$5,500.00 requires any three (3) signatures from the afore mentioned authorities.

Section 5. Conduct of Meetings

Robert's Rules of Order, Revised shall govern the conduct of all meetings of the members of the Corporation and the Board of Directors and its various committees, except where the same shall be in conflict with law or these by-laws.

Bylaws of Greenfield Community Television, Inc.

AMENDED AS OF FEBRUARY 26, 2019

ARTICLE XIII: AMENDMENTS

Any part or all of these by-laws may be altered, amended or repealed by a two-thirds (2/3) vote of the Board of Directors present at a regular or special meeting of the Board duly called for that purpose, provided that notice of the substance of the proposed alteration, amendment or repeal shall be stated in a notice for such meeting mailed to the Board of Directors no less than ten (10) days before such meeting.

ARTICLE XIV: NONDISCRIMINATION POLICY

The Corporation shall abide by all federal and state statutes and laws in relation to non-discrimination and is an equal opportunity employer.