

By-Laws of The Area 9 Cable Council

ARTICLE 1: PURPOSE

The purpose and function of this organization shall be to represent the community's and cable¹ subscriber's interests with regard to cable service in the ten towns of Fairfield County designated as AREA 9. This includes dealings with the State of Connecticut Public Utilities Regulatory Authority (PURA) and the cable franchisee(s)²; reviewing the continuing expansion, installation, maintenance and operation of the cable system; acting as advisor to the ten towns, PURA and the franchisee(s) in matters concerning video services as authorized by the appropriate State Statutes.

1 "cable" pertains to video services that operate under a license issued by the State of Connecticut

2 "franchisee" is the designation given to a video services operator, which has entered into an advisory relationship with the Area 9 Cable Council per §16-331gg(a) of the CT General Statutes

ARTICLE 2: MEMBERSHIP

Section 1 - Appointment of Members

The Council shall consist of the representatives of the ten towns. These representatives shall be appointed under and according to the authorization of the PURA (Sec. 16-333-25)

Section 2 - Term, Reappointment, Vacancies

Each member of the council shall serve for a term of two years, commencing on July 1 of the year appointed. Appointments to the council shall be made by the appropriate appointing authority in each town upon timely notification by the Secretary of the Council that a term is expiring. Vacancies for an unexpired term shall be filled in the above manner and become effective at the next regular or special meeting of the Council.

Section 3 - Compensation

Members shall serve on the council without compensation as indicated by State law.

ARTICLE 3: OFFICERS OF THE COUNCIL

Section 1 - Election

The Officers of the Council shall be elected by a majority vote of the

members present at the Annual Meeting. The term of office shall be two years. It shall be the duty of a Nominating Committee, elected by the Membership present at the regularly scheduled meeting held immediately prior to the annual meeting, to present a proposed slate of officers of the Council at the Annual Meeting. The Secretary shall supply a list of eligible members to the committee. Nominations from the floor shall be allowed for this election. Vacancies shall be filled by a vote of the Council for the remainder of the unexpired term.

Section 2 - Chairman

The Chairman shall be responsible for representing the interests of the Council as a whole, scheduling and conducting meetings and appointing members of the Council to active committees.

Section 3 - Vice Chairman

The Vice Chairman shall be responsible for representing the Council, when appropriate, on the Board(s) of Directors of the franchisee(s). The Vice Chairman shall facilitate communication between the committees of the Council and the franchisee(s). The Vice Chairman shall be responsible for performing the duties of the Chairman when the Chairman is unavailable.

Section 4 - Secretary

The Secretary shall be responsible for maintaining a current list of the members of the Council, and for taking, keeping and distributing the minutes of each meeting.

Section 5 - Treasurer

The Treasurer shall be responsible for keeping an account of the cost of running the Council, both in cash expenditures and services rendered to the Council in kind. The Treasurer shall disburse payments as approved by the Council. The Treasurer shall, at the direction of the Chairman, draft an annual budget.

Section 6 - Assistant Secretary

The Assistant Secretary shall lend assistance to the Secretary and be responsible for performing the duties of the Secretary when the Secretary is unavailable.

Section 7 - Assistant Treasurer

The Assistant Treasurer shall lend assistance to the Treasurer and be responsible for performing the duties of the Treasurer when the Treasurer is unavailable.

ARTICLE 4: FINANCES

Section 1 - Financial Support

Financial support of the Council shall be governed by the provisions of applicable Connecticut General Statutes.

Section 2 – Bank Accounts

The Council shall retain any funds it holds in one or more bank accounts with one of these accounts to be for the purpose of financing the operations of the Council. The signatory for disbursement from these accounts shall be the Treasurer and the Chairman shall be designated as an alternate signatory.

Section 3 – Operational Funding

The Treasurer or authorized alternate may summarily disburse funds for operating expenses of the Council that fall within the guidelines that have previously been approved by the Council or for valid Council operating expenses of up to \$100. For expenses that do not fall into this category, the Treasurer shall first contact the Chairman to get approval before making the disbursement or for such expenses of \$250 or more, the Chairman shall request approval of the Council.

ARTICLE 5: MEETINGS OF THE MEMBERSHIP

Section 1 - Regular Meetings

The Council shall meet no less than bi-monthly in accordance with §16-333-29 of the Regulations of Connecticut State Agencies.

Section 2 - Annual Meeting

The Annual Meeting of the Membership of the Council shall be held during the second calendar quarter of the year on a date to be determined by a vote of the Council.

Section 3 - Special Meetings

Special meetings of the Council may be called by the Chairman, any three of the members or by a vote of the Council at any meeting.

Section 4 - Notice of Meetings

Written notice stating the time, place and date of each meeting shall be delivered personally, by mail, fax or e-mail to each member not less than 5 days before the date of any such meeting by or at the direction of the Chairman, the Secretary or the persons calling the meeting. In the case of a Special Meeting, the purpose of the meeting must be stated in the notice.

Section 5 - Voting

In votes taken at duly noticed meetings, there shall be one vote for each member present. Each member authorized to vote shall make his or her presence known by signing in with the Secretary at the beginning of each meeting. Representation by at least one member from each of 5 member towns shall be necessary to constitute a quorum. A simple majority of members present is needed to pass any resolution or proposed action.

Section 6 – Keeping of Records

Agenda, attendance and Minutes are to be recorded at all meetings including committee meetings.

A written annual report prepared by the Council under the direction of the Chairman, consisting of but not limited to the PURA Advisory Council Annual Report form shall be distributed to the membership during the month of January. Upon acceptance by the Council, this report shall be submitted to the PURA and the Chief elected officials of each town.

ARTICLE 6: COMMITTEES

The membership shall be polled at the Annual Meeting and from time to time as appropriate, as to their interest to serve on a particular committee. The Chairman shall appoint interested members to various committees as appropriate or needed. Each committee shall elect its own chairman from the appointed members. The committee chairman may call upon volunteer consultants from outside the Council's membership to become ex-officio

members of the committee, particularly when their special expertise would be helpful. The active committees shall be determined by the current necessities of the Council and be activated by the Chairman or as a result of a vote of the Council. Committees shall be, but not limited to, Operations, Access, Community Relations, Government Relations, Programming, Library & Museum, Educational Access. The responsibilities of each committee shall be determined by the Chairman at the activation of the committee or as a result of a vote of the Council.

ARTICLE 7: AMENDMENTS TO BY-LAWS

These By-Laws may be amended by a two-thirds vote of the Members of the Council present and voting at a meeting, provided that at least thirty days written notice of said meeting, along with a copy of the proposed amendments, is given to all council members.

ARTICLE 8: OTHER

Section 1 – Access Grant Administration.

In the case where access funds for Educational and Government access may be transferred to the Council for distribution to the Towns and Schools, the following procedures will apply:

- a. Access funds will be kept in a separate bank account from the operational funds of the Council.
- b. Access funds distributed by the Council may only be used for Educational and Government access channels originating in Area 9.
- c. Access funds shall be distributed within one year from the date they are received by the Council.
- d. The division of funds between Educational and Government access use will be determined by vote of the Council after the receipt of the funds by the Council. The number and amounts of the grants from the pool of available Government access funds will be determined by vote of the Council and the number and amounts of the grants from the pool of available Educational access funds will be voted on by the Educational Access Committee.
- e. In order to be considered for receiving funding, grant applications must be submitted by the Towns and Schools which must adhere to the current *Government or Educational Access Grant Procedures* which

shall be made available by the Council to all qualifying Area 9 municipalities and school systems.

- f. All access funding grant applications will be acted on by a vote of the Council. The Council shall consider the recommendations of the Educational Access Committee for Educational Access grant applications, which shall be submitted by the duly authorized representative of said committee.
- g. An annual accounting of the prior year's grant program shall be submitted to the Community Access Provider(s) by January 15th each year and shall be included in the Council's Annual Report.

By-Laws Revisions

6-1-05

ARTICLE 3, Section 5 ANNUAL REPORT – changed distribution schedule of Annual Report from at the Annual Meeting to coincide with filing requirements of the DPUC

ARTICLE 4: OFFICERS OF THE COUNCIL

Section 3 -Vice Chairman – added: “responsible for performing the duties of the Chairman when the Chairman is unavailable”

Section 5 – Treasurer – added: “The Treasurer shall disburse payments as approved by the Council.”

Added **Section 6 - Assistant Secretary.**

Added **Section 7 - Assistant Treasurer.**

4-25-07

Added **By-Laws Revisions** record

ARTICLE 1: PURPOSE

Added “cable subscriber’s” in line 2.

Moved **ARTICLE 4: OFFICERS OF THE COUNCIL** to **ARTICLE 3**

Added **ARTICLE 4: FINANCES**

Section 1 - Financial Support. (Moved from ARTICLE 2 – Section 4)

Added **Section 2 – Bank Accounts.**

Added **Section 3 – Operational Funding.**

Moved **ARTICLE 3: MEETINGS OF THE MEMBERSHIP** to **ARTICLE 5**

Added **Section 1 – Regular Meetings**

Moved all subsequent sections down 1

Moved **ARTICLE 5: COMMITTEES** to **ARTICLE 6**

Added “ex-officio” in line 6

Moved **ARTICLE 6: AMENDMENTS TO BY-LAWS** to **ARTICLE 7**

Added **ARTICLE 8: OTHER**

Added **Section 1 – Access Grant Administration**

4-2-14

Changed all references to “Area Nine” to “Area 9”

Changed all references to “DPUC” to “PURA”

ARTICLE 1: PURPOSE

Defined PURA

Added foot note definitions for “cable” and “Franchisee”

ARTICLE 2, Section 3 – added “as indicated by State law”

ARTICLE 5, Section 2 – capitalized “Annual Meeting”

ARTICLE 5, Section 6 changed “Annual Report” to “Keeping of Records”

Added requirement for agenda, attendance and minutes for all meetings

ARTICLE 8: OTHER

Changed bullet list to lettered list

f. Changed procedure for approving Educational Access grants

g. Changed calendar reference of grant program and report deadline to the CAP