

JAZZ 91.9 WCLK
FUNDRAISING ADVISORY COMMITTEE
BYLAWS

ARTICLE 1.0 Name

This council shall be known as the WCLK FAC (hereinafter “Stations”) Fundraising Advisory Committee (hereinafter “Committee”).

ARTICLE 2.0 Purposes

The purpose of the Committee is to create positive community awareness of Station activities, actively advocate the mission of the Station, and advise on and implement strategy for securing revenue.

ARTICLE 3.0 Committee Membership

Section 3.1 Number and Qualifications

The Committee shall consist of:

- (a) not more than 15 (the exact number shall be determined by the Committee from time to time) supporting members of Atlanta residing within the Stations’ listening area (hereinafter called “Elected Members”); and
- (b) representatives from National Corporations (hereinafter called “Licensee Members); and
- (c) Station’s staff members with responsibility for management and revenue goals.

Section 3.2 Selection

3.2.1 Elected Members

Elected Members shall be elected by the other Committee members from candidates nominated by the Committee (or a committee thereof)

Section 3.3 Term of Office

3.3.1 Elected Members

Terms of office of Elected Members shall be three years, and the terms of office shall be arranged so as to allow the terms of one-third of the Elected Members to expire each year. No person shall be eligible for reelection for more than three consecutive complete terms of three years.

3.3.2 Licensee Members

Licensee Members shall be Members of the Committee so long as they are the designated representatives of the station's licensee.

Section 3.4 Removal

The Committee will generally remove any Elected Member who is absent without excuse from any two consecutive Committee meetings or from three meetings in any calendar year (if the Committee meets quarterly); provided notice of the meetings where any such action is considered shall expressly state such proposed action as an item of business.

Section 3.5

If the seat of any Elected Member becomes vacant because of resignation, removal, death, or otherwise, the remaining Committee may appoint a successor to fill the unexpired term.

ARTICLE 4.0 Meetings

Meetings shall be held at the call of the Chair, station management, or of any three Members of the Committee.

Section 4.1 Time and Place of Meetings

Meetings shall take place at least quarterly. The 4th meeting shall be the annual meeting of the Committee for the purpose of these Bylaws.

Section 4.2 Notice of Meetings

A written notice specifying the time and place of each meeting shall be sent to each Committee member at least seven(7) days in advance thereof and reasonable notice shall be given to the public of the fact, time and place of an open meeting at least one week in advance of the scheduled date of an open meeting.

Section 4.3 Quorum for Meetings

The presence of fifty percent (50%) of Members of the Committee shall constitute a quorum. In the absence of a quorum, the majority of Voting Members present may adjourn a meeting from time to time until a quorum is present. If a quorum is present when a duly called meeting is convened, the Voting Members present may continue to conduct until adjournment even though the withdrawal of a number of Voting Members leaves less than a quorum present.

Section 4.4 Voting

Each Member shall have one vote. The Committee shall take action by the affirmative vote of a majority of Voting Members present and voting, except where a larger majority is expressly required by these Bylaws.

ARTICLE 5.0 Officers

The Committee shall have a Chair, Vice Chair and a Secretary. They shall be elected by the Members of the Committee at each annual meeting of the Committee. They shall serve until the end of the annual meeting of the Committee next following that at which they were elected.

Section 5.1 Chair

5.1.1 The Chair shall be elected from among the Elected Members of the Committee.

5.1.2 The Chair shall serve no more than three consecutive years.

5.1.3 The Chair shall:

(a) Preside over all meetings of the Committee; and

(b) Appoint ad hoc committees as necessary and appropriate.

Section 5.2 Vice Chair

5.2.1 The Vice Chair shall be elected among the Elected Members of the Committee.

5.2.2 The Vice Chair shall:

(a) Act on behalf of the Chair in his/her absence and at other times as requested by the Chair; and

(b) represent the Committee and perform duties consistent with the office of treasurer.

Section 5.3 Secretary

5.3.1 The Secretary may be elected from among all Members of the Committee.

5.3.2 The Secretary shall record the minutes of all Committee meetings and perform such other duties as are assigned by the Committee and are consistent with the office.

Section 5.4 Vacancies

If any office becomes vacant because of resignation, removal, death or otherwise, the Committee shall designate a successor to fill the expired term.

ARTICLE 6.0 Ratification and Amendments

These Bylaws and any amendments thereof shall be effective only when adopted by a vote of two-thirds of the Committee Members and ratified by the WCLK Fundraising Advisory Committee.

ARTICLE 7.0 Miscellaneous

Section 7.1 Solicitation

Projects soliciting funds or other support shall:

- (a) be made in the name of the Station and/or licensee; and
- (b) be coordinated and approved by the Station's management.

All solicited funds should pass directly to the Station's management on behalf of the Station.

These amended Bylaws were adopted by a vote of the Members of the WCLK Fundraising Advisory Committee held in Atlanta, GA on December 12, 2006.