

**WEST VIRGINIA**  
**SECRETARY OF STATE**  
**KEN HECHLER**  
**ADMINISTRATIVE LAW DIVISION**

Form #2

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MAR 6 10 24 AM '98

OFFICE OF WEST VIRGINIA  
SECRETARY OF STATE

**NOTICE OF A COMMENT PERIOD ON A PROPOSED RULE**

AGENCY: Educational Broadcasting Authority TITLE NUMBER: 195

RULE TYPE: Procedural; CITE AUTHORITY WV Code 10-5-1 et seq.

AMENDMENT TO AN EXISTING RULE: YES \_\_\_ NO X

IF YES, SERIES NUMBER OF RULE BEING AMENDED: \_\_\_\_\_

TITLE OF RULE BEING AMENDED: \_\_\_\_\_

IF NO, SERIES NUMBER OF NEW RULE BEING PROPOSED: 1

TITLE OF RULE BEING PROPOSED: \_\_\_\_\_

Policy And Procedure Manual

IN LIEU OF A PUBLIC HEARING, A COMMENT PERIOD HAS BEEN ESTABLISHED DURING WHICH ANY INTERESTED PERSON MAY SEND COMMENTS CONCERNING THESE PROPOSED RULES. THIS COMMENT PERIOD WILL END ON April 20, 1998 AT 5:00 p.m. ONLY WRITTEN COMMENTS WILL BE ACCEPTED AND ARE TO BE MAILED TO THE FOLLOWING ADDRESS.

Dale Rhodes, Director of Planning &  
Administration  
Educational Broadcasting Authority  
600 Capitol Street  
Charleston WV 25301-1292

THE ISSUES TO BE HEARD SHALL BE LIMITED TO THIS PROPOSED RULE.

Dale Rhodes

ATTACH A **BRIEF** SUMMARY OF YOUR PROPOSAL

\$4.40



**RADIO**

WVPN(FM)  
Charleston

WWV(FM)  
Huntington

WVPG(FM)  
Parkersburg

WVPB(FM)  
Beckley

WVPW (FM)  
Buckhannon

WVPM(FM)  
Morgantown

WVNP(FM)  
Wheeling

WVEP(FM)  
Martinsburg

**TELEVISION**

WSWP-TV  
Channel 9  
Beckley

WPBY-TV  
Channel 33  
Charleston  
Huntington

WNPB-TV  
Channel 24  
Morgantown

March 4, 1998

TITLE 195  
PROCEDURAL RULES  
EDUCATIONAL BROADCASTING AUTHORITY

SERIES 1  
POLICY AND PROCEDURE MANUAL

The purpose of the above titled rules is to codify the workings of the board of directors of the West Virginia Educational Broadcasting Authority, a public benefit corporation, in carrying out its legislative mandate as described in §10-5-5 et seq.

Rita Ray  
Executive Director  
WV Educational Broadcasting Authority

/gm

West Virginia Educational Broadcasting Authority

600 Capitol Street    Charleston, WV 25301-1292    (304) 558-3400    FAX: 558- 1561

**APPENDIX B**

**FISCAL NOTE FOR PROPOSED RULES**

**Rule Title:** Title 195 Procedural Rules Educational Broadcasting Authority  
**Type of Rule:** Legislative Interpretive  Procedural  
**Agency** WV Educational Broadcasting Authority  
**Address** 600 Capitol Street  
Charleston, WV 25301-1223

**1. Effect of Proposed Rule**

	ANNUAL FISCAL YEAR				
	INCREASE	DECREASE	CURRENT	NEXT	THEREAFTER
<b>ESTIMATED TOTAL COST</b>	\$ N/A	\$ N/A	\$ N/A	\$ N/A	\$ N/A
<b>PERSONAL SERVICES</b>	N/A	N/A	N/A	N/A	N/A
<b>CURRENT EXPENSE</b>	N/A	N/A	N/A	N/A	N/A
<b>REPAIRS &amp; ALTERNATIONS</b>	N/A	N/A	N/A	N/A	N/A
<b>EQUIPMENT</b>	N/A	N/A	N/A	N/A	N/A
<b>OTHER</b>	N/A	N/A	N/A	N/A	N/A

**2. Explanation of above estimates:**

N/A

**3. Objectives of these rules:**

N/A

**Rule Title:** Rule 195 Procedural Rules Educational Broadcasting Authority

**4. Explanation of Overall Economic Impact of Proposed Rule.**

**A. Economic Impact on State Government.**

N/A

**B. Economic Impact on Political Subdivisions; Specific Industries; Specific groups of Citizens.**

N/A

**C. Economic Impact on Citizens/Public at Large.**

N/A

**Date:** March 4, 1998

**Signature of Agency Head or Authorized Representative**

*Rita Ray*

Rita Ray, Executive Director

**TITLE 195  
PROCEDURAL RULES  
EDUCATIONAL BROADCASTING AUTHORITY**

**SERIES 1  
POLICY AND PROCEDURE MANUAL**

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**§195-1-1. GENERAL**

1.1 Scope

This Policy and Procedure Manual codifies the workings of the board of directors of the West Virginia Education Broadcasting Authority, a public benefit corporation, in carrying out its legislative mandate as described in §10-5-1 et seq.

1.2 Authority

§10-5-1 et seq.

1.3 Filing Date

1.4 Effective Date

OFFICE OF THE  
SECRETARY OF STATE

MAR 6 10 25 AM '98

FILED

**§195-1-2. POLICY STATEMENT**

2.1 Distribution

A copy of these policies shall be furnished to each board member upon appointment to the board. These policies shall also be available for inspection at the office of the board.

2.2 Policy Review

These policies shall be reviewed each year at the board's annual meeting.

**§195-1-3. MISSION STATEMENT**

- 3.1 The mission of the West Virginia Educational Broadcasting Authority is to deliver quality programs and services that educate, inform, enlighten and entertain its viewers and listeners. (1/12/94 Resolution of the EBA Board.)

#### **§195-1-4. BOARD MEMBERS, OFFICERS**

##### **4.1 Composition of Board; Terms of Service**

As set forth in W. Va. Code §10-5-2, the board "shall consist of eleven voting members, who shall be residents of the state, of whom one shall be the state superintendent of schools, one shall be a member of the West Virginia board of education to be selected by it annually, one shall be a member of the university of West Virginia Board of Trustees to be selected by it annually, and one shall be a member of the board of directors of the state college system to be selected by it annually. The other seven members shall be appointed by the governor by and with the advice and consent of the senate for overlapping terms of seven years, one term expiring each year...not less than one appointive member shall come from each congressional district. Employees of noncommercial broadcasting stations in West Virginia are not eligible for appointment to the authority."

##### **4.2 Expiration of Term**

Appointed members of the board whose term of appointment expires before his or her successor is appointed shall continue to serve as a member of the board until such successor is appointed.

##### **4.3 Officers**

At its annual meeting each year, the board shall select one of its members as chairman, and one as vice chairman.

##### **4.4 Compensation and Expenses**

Members so appointed shall serve without compensation, but may be reimbursed for actual expenses incident to the performance of their duties as provided by law for board members.

#### **§195-1-5. ROLE OF THE BOARD**

##### **5.1 In carrying out its mission, the board acting on its own and through its executive director, shall adhere to and implement the mandates of state and federal law and regulation as they shall or may apply.**

## **§195-1-6. EXECUTIVE DIRECTOR**

### **6.1 Appointment**

The executive director shall be appointed by and shall serve at the will and pleasure of the board.

### **6.2 Role of Executive Director**

The executive director's duties shall include, but not be limited to the following:

- (a) Recommend and administer the mission, policies, decisions and directives of the board;
- (b) Direct the fulfillment of all government rules and regulations concerning the operation of broadcasting facilities and any other requirements;
- (c) Prepare and execute contracts, expenditures, schedules, budgets, and similar legal and/or financial documents approved by the board;
- (d) Hire and fire personnel required for the proper staffing of the facilities of the Educational Broadcasting Authority in accordance with the "Personnel Policy Manual" approved by the board.

## **§195-1-7. BOARD MEETINGS**

### **7.1 Regular Meetings**

The board shall attempt to meet quarterly and shall meet at least twice a year, including the annual meeting. The last meeting of the fiscal year shall be deemed the annual meeting.

### **7.2 Special Meetings**

Special meetings may be called by the executive committee on its own motion or upon any written request adopted by a majority of other board members or the executive director.

### **7.3 Emergency Meetings**

Upon his or her own motion or at the request of the executive director an emergency meeting may be called by the chairman of the board.

#### 7.4 Quorum

- (a) A quorum is a simple majority of the eleven board members.
- (b) If a quorum is not present, but if members are anticipated, the chairman shall recess the meeting and shall not conduct business until a quorum arrives.
- (c) If a quorum does not occur, the chairman shall adjourn the meeting, referring the question of the next meeting to the executive committee.

#### 7.5 Voting

- (a) For a motion to be passed, it must receive the votes of a simple majority of those voting.
- (b) The chairman has the same voting rights and responsibilities as any other board member.
- (c) The chairman will call for the votes by yeas, nays, or a show of hands; abstentions will also be recorded.
- (d) A roll call vote must be recorded upon request by any board member.

#### 7.6 Proxies

- (a) A non-statutory board member may not name a proxy to attend a board meeting in his or her place.
- (b) A statutory member of the EBA may, when necessary, name a proxy to attend a meeting of the EBA in his or her place. The proxy must be a representative of the same office or board as the member. The proxy statement shall be in writing on a form approved by the board and shall specify the duration of the proxy. A written proxy statement for a particular meeting shall be presented to the person presiding at the meeting and included in the minutes of that meeting. Any written proxy statement of longer duration shall be kept on record in the minutes of the meeting when first presented.

#### 7.7 Rules

On any point of the conduct of business not covered in the open governmental proceedings law or the board's adopted procedures, parliamentary procedures as set forth in "Robert's Rules of Order" (as revised) shall be followed.

#### 7.8 Meeting Attendance

- (a) In order to insure the active participation of all board members, the chairman shall remind any member who misses three (3) consecutive board meetings that the member's absence diminishes the board's

ability to carry out its public trust and exercise its fiduciary duty. Further, the chairman shall request any member who does not intend to meet the obligation of attendance to resign.

- (b) Board members may attend and be counted as present (and voting) by telephone or other electronic means approved by the board.

#### **§195-1-8. NOTIFICATION OF MEETINGS**

- 8.1 Notification of all meetings shall be made in accordance with all applicable laws.

- 8.2 Regular Meetings

Notice of each regular meeting shall be filed with the secretary of state for publication in the "State Register" to allow the notice to appear in the "State Register" at least five days prior to the date of the meeting.

In addition, at least one week prior to a regular meeting, the executive director shall give notice of the meeting, its time and place to no fewer than five West Virginia newspapers of general circulation. Notice of regular meetings shall also be made in a timely manner on all of the broadcasting stations licensed to the EBA.

- 8.3 Special Meetings

The rules adopted in section 7.1, above, for regular meetings shall apply for special meetings except that:

- (a) The purpose of the special meeting shall be included in the notification of the meeting.
- (b) If advance notice to board members is less than one week, notification shall be made to the public as soon as possible.

- 8.4 Emergency Meetings

In the event of an emergency requiring board action, an emergency meeting notice shall be filed with the secretary of state as soon as practicable in accordance with state law. The notice shall state the time, place and purpose of the meeting and the facts and circumstances of the emergency.

## **§195-1-9. ADVISORY COUNCILS**

### 9.1 Creation

In accordance with §10-5-5, the board may create one or more advisory councils to serve in an advisory manner to one or more broadcasting facilities as directed by the board. Each council so created shall consist of not more than nine members to be appointed by and to serve at the will and pleasure of the board.

### 9.2 Officers

Each council shall annually elect a chairman, vice chairman and secretary.

### 9.3 Meetings Schedule

Each council shall meet on a schedule determined by the executive director and shall meet at least twice a year.

### 9.4 Compensation and Expenses

Advisory council members shall serve without compensation, but may be reimbursed for actual expenses incident to the performance of their duties as provided by law.

## **§195-1-10. COMMITTEES OF THE BOARD**

### 10.1 Committees Generally

The board may establish such committees as it determines necessary to assist the board in carrying out its duties. Unless the board otherwise directs, the chairman shall appoint board members and others to serve on such committees. Any committee so appointed shall designate a chair, who, at the board chairman's request, shall give a report at any board meeting. Any such committee may be established as a standing committee until such time as it is dissolved by the board or for a determined period of time.

### 10.2 Executive Committee

An executive committee of the board shall be established as a standing committee of the board. The executive committee shall consist of the chairman, the vice chairman, and one board member to be selected at the board's annual meeting by a vote of the board as a whole. The executive director shall serve as an ex-officio, non-voting member.

The executive committee has the authority to act on behalf of the board but may not make or modify any board policies. Any actions taken by the executive committee must be on the agenda for confirmation at the next board meeting.

## **§195-1-11. RELATIONSHIP WITH OTHER ENTITIES**

### 11.1 Affiliations Generally

The board may affiliate itself with such other entities, whether public or private, as it determines will assist the board in carrying out its duties. Any such affiliation may be discontinued at any time by the board.

Unless the board or the entity with which the board is affiliating otherwise directs, the chairman shall appoint board member(s) to serve as the board's designee(s). Such designee(s), at the board chairman's request, shall give a report at any board meeting of the work of the entity. The designee(s) shall represent the board on any matter where the board has taken a position, and any board member who fails to so do may be removed as the board's designee.

### 11.2 WV Public Broadcasting Foundation

As set forth in the Articles of Incorporation and bylaws of the West Virginia Public Broadcasting Foundation, Inc. [hereinafter "Foundation"], the board shall appoint four members of the board to serve on the Foundation board. The board chairman shall be one of the four board members so appointed. Any board member so appointed shall continue in that appointment until a successor is appointed, notwithstanding the term of office set forth in the Foundation's bylaws.

### 11.3 "Friends" Groups

The board recognizes the importance of membership organizations supporting public broadcasting. The current "Friends" groups, or such successor group(s) as they may be formed with the approval of the board, shall be the sole means by which individuals can become "members" of a public broadcasting organization.

The board shall attempt to stay apprised of the activities of the "Friends" groups through direct involvement by one or more board members or through such reports to the board as it may request.



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Channel 24  
Morgantown

March 4, 1998

Judy Cooper, Director, Administrative Law  
Secretary of State  
Building 1, Suite 157  
1900 Kanawha Blvd., East  
Charleston WV 25305-0770

Dear Judy:

Enclosed you will find the following attachments from the Educational Broadcasting Authority for rule making.

- Form #2-Notice of Comment Period On A Proposed Rule
- Brief Summary of Proposed Rule
- Appendix B
- Policy And Procedure Manual

I appreciate all the help you gave me in preparation of this procedure. If you require any further information, please feel free to call me.

Sincerely,

Gloria Massey  
Educational Broadcasting Authority

attachments: 4