

3. 1999 By-Law

SECTION 2: NOMINATION OF DIRECTORS:

Candidates for Directors may be nominated by the Foundation's Board Governance and Structure Committee. (2/28/99)

(*) see footnote

SECTION 3: ELECTION OF DIRECTORS:

In order to be elected as a director, a nominee must receive the majority vote of those seated in a quorum. (9/28/97)

FOOTNOTE

(*) The Board of Governance and Structure Committee reports the following regarding the Nomination of Directors. (2/28/99)

The Committee is committed to maintaining a National Governing Board composed of a majority of persons of color, keeping in mind that this is a goal and not a quota.

The Committee recognizes that Local Advisory Boards will still have put in to the Governing Board through the Council of Chairs, and the right to nominate, as a body or individually, directors to the Governing Board through the Board Governance and Structure Committee. The only limitation is that the nominee may not be a LAB member and a Governing Board member concurrently.

The Committee will insure representation from the signal area of each Pacifica station.

The Executive Committee must have representation from each signal area.