



GREATER WEST BLOOMFIELD  
CABLE COMMUNICATIONS  
COMMISSION

KEEGO HARBOR • ORCHARD LAKE • SYLVAN LAKE • WEST BLOOMFIELD

## **BYLAWS**

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### **ARTICLE I**

#### **PREAMBLE**

The Greater West Bloomfield Cable Communications Commission, hereinafter referred to as the "Commission" is established pursuant to the

AGREEMENT BETWEEN THE CHARTER TOWNSHIP OF WEST BLOOMFIELD, CITIES OF KEEGO HARBOR, SYLVAN LAKE, AND ORCHARD LAKE TO CONDUCT AND TO ESTABLISH A JOINT ADVISORY BOARD FOR CABLE COMMUNICATIONS, executed on June 5, 1984.

### **ARTICLE II**

#### **PURPOSES**

SEC. 1. PURPOSES. This Commission is established to make recommendations to the respective communities on how to spend the funds provided in the Franchise Agreements and other areas such as access and channel usage, to be responsible for maintaining a line of communication in and among communities, and for other public purposes including, but not limited, to the following:

1. Determining community needs and/or interests in local programming.
2. Recommending specific plans for public access management, program production, channel assignment, equipment allocation, etc.
3. Coordinating support, as needed, for governmental access programming.
4. Promoting community awareness and involvement in local programming, and facilitating training and production opportunities.
5. Reviewing periodically the performance of the cable system operator or operators ("Operator") and making recommendations regarding such performance.
6. Acting as liaison between the four communities, cable subscribers, residents, and the system operator, including receiving communications for system development and operation.

7. To make recommendations regarding training workshops to train community and access users in cablecasting techniques and equipment.

8. To advise and make recommendations regarding conducting an advertising and promotional campaign to familiarize residents with the cable system's access opportunities.

9. To recommend a budget for the expenditure of the funds to be provided for the support of the Commission and the community/municipal information service, Civic Center TV.

10. To make recommendations regarding the usage of channels dedicated for public use.

11. To recommend a budget for equipment replacement modernization and maintenance.

12. To report on the status of the Cable Joint Venture Fund held by the four communities, including revenue, expenditures, and each community's equity share.

SEC. 2. IMPLEMENTATION. In order to accomplish these purposes:

1. The Commission shall formulate policies consistent with its purposes

2. The Commission may contract the services of an executive director and such additional contractors as the Commission shall deem necessary.

3. The Commission shall present an annual budget for approval by the four communities.

4. The budget shall be considered approved, and the Commission authorized to expend budgeted funds, if the budget is adopted by the Township and at least two of the three cities.

5. The Commission may deny the benefit of those expenditures to any city not providing proportional financial support, proportional financial support being defined as all funds the community receives from providers in excess of 5 percent of gross revenue.

6. If the Township and any two of the cities approve the expenditure of additional, non-budgeted cable funds by the Commission or approve non-financial recommendations from the Commission, the benefit of such actions shall accrue to the supporting communities and may be denied to those not in support.

### **ARTICLE III**

#### **MEMBERSHIP**

SEC. 1. MEMBERS. The Commission shall consist of members appointed respectively by the four communities. Seats on the Commission shall be allocated as follows, contingent upon approval of proportional financial support for the Commission's budget: six from the Charter Township of West Bloomfield and two each from the City of Keego Harbor, the City of Orchard Lake Village, and the City of Sylvan Lake. There shall be four Officers, at least one from each supporting community.

SEC. 2. CONFLICTS. No person shall accept or maintain membership on the Commission if such membership shall constitute a conflict of interest.

SEC. 3. APPOINTMENTS. Appointments to the Commission shall be made by the respective legislative bodies for a term of office to be determined by that body. Each member shall serve for the term for which he is appointed and until his successor is appointed or until his resignation or removal, provided that a member may be removed at any time with or without cause by a majority vote of the legislative body having appointed such member.

SEC. 4. VACANCIES. Should a vacancy occur on the Commission, a replacement shall be named by the appropriate legislative body to fill the remainder of the unexpired term.

## **ARTICLE IV**

### **MEETINGS**

SEC. 1. REGULAR MEETINGS. The Commission shall hold regular meetings on the second Thursday of each month or on an alternate day, as approved by the Commission, unless the meeting is canceled by the Commission.

SEC. 2. SPECIAL MEETINGS. Special meetings of the Commission may be called at any time by the Chairperson or by a majority of the members of the Commission.

SEC. 3. NOTICE. Members shall be notified in writing of the time, place and purpose of all meetings of the Commission at least three days prior to the date scheduled for said meeting. Attendance of a member at a meeting constitutes a waiver of notice of said meeting, except where the member attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SEC. 4. QUORUM. A majority of the members of the Commission then in office constitutes a quorum for the transaction of business. The vote of the majority of members present at a meeting at which a quorum is present constitutes the action of the Commission.

SEC. 5. ACTION WITHOUT A MEETING. No action may be taken by the Commission unless voted on at a meeting of the Commission, a quorum being present. Only votes cast by members of the Commission in attendance shall be considered.

SEC. 6. CONDUCT OF MEETINGS. Meetings of the Commission shall be conducted in accordance with the Open Meetings Act; Public Act 267 of 1976, as may be amended.

SEC. 7. RULES. The meetings shall be conducted according to Robert's Rules of Order Newly Revised.

SEC. 8. ATTENDANCE. If any member shall have been absent from three consecutive meetings of the Commission or four meetings in a calendar year, the Commission shall report that information to the legislative body which appointed that member and may recommend that the appointment be reconsidered. Such information shall also be provided to all commissioners.

## **ARTICLE V**

### **OFFICERS**

SEC. 1. SELECTION. The Commission's first scheduled meeting of each calendar year shall be its Organizational Meeting, at which the Commission shall select a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer who shall serve for the period of one (1) year or until their successors shall be chosen. One such Officer shall be chosen from each of the four communities.

SEC. 2. AUTHORITY AND REMOVAL. All Officers shall respectively have such authority and perform such duties in the management of the property and affairs of the Commission as may be designated in these bylaws or by the Commission. The Commission may remove any Officer whenever, in their judgment, the interests of the Commission will be served.

SEC. 3. SECURITY. The Commission may secure the fidelity of any or all of such Officers by bond or otherwise.

## **ARTICLE VI**

### **DUTIES OF OFFICERS**

SEC. 1. CHAIRPERSON. The Chairperson shall:

1. determine the agenda of each meeting of the Commission.
2. chair each meeting of the Commission.
3. be the Chief Operating Officer of the Commission, and in the recess of the Commission, shall have the general control and management of its affairs, subject, however, to the right of the Commission to delegate any specific power to the Executive Director.

SEC. 2. VICE-CHAIRPERSON. In case the office of Chairperson shall become vacant, or in case of the absence of the Chairperson, or the disability of the Chairperson to discharge the duties of that office, such duties shall, for the time being, devolve upon the Vice-Chairperson who shall do and perform those duties and others which the Commission may, from time to time, require.

SEC. 3. SECRETARY. The Secretary shall:

1. keep the minutes of the meetings of the Commission.
2. provide for each meeting public notice and give notice to each member of the Commission.
3. be the liaison for communications between the four communities, the Commission, and the operators.
4. receive and respond to all communication directed to the Commission.

SEC. 4. TREASURER. The Treasurer shall:

1. have custody and keep account of all money, funds and property of the Commission, unless otherwise determined by the Commission.
2. render such accounts and present such statements to the Commission and Chairperson as may be required, both in regard to the Commission's annual budget and the Cable Joint Venture Fund.
3. direct the deposit of all funds of the Commission as the Commission may designate and monitor and maintain bank accounts in the name of the Commission.
4. cause money to be paid out in accordance with the annual budget of the Commission and the actions of the Commission and the four communities upon the order of the properly constituted officer or officers of the Commission, provided, however, that the Commission shall have power by resolution to delegate any of the duties of the Treasurer to other Officers and to provide by what Officers, if any, all bills, notes, checks, vouchers, orders or other instruments shall be countersigned.
5. prepare, or cause to be prepared, a proposed budget for the expenditure of Cable Joint Venture Funds and other considerations provided by the Operator in order to provide for the administration, professional, and consultant costs of the Commission, and to provide for the promotion and development of public-benefit usage of the cable system.
6. perform additional duties as delegated by the Commission.

SEC. 5. DELEGATION OF DUTIES. The Commission may delegate the duties of the Secretary and the Treasurer to the Executive Director. The performance of such duties by the Executive Director will be evaluated.

## **ARTICLE VII**

### **COMMITTEES**

SEC. 1. STRUCTURE OF COMMITTEES. The Commission may establish both standing committees and select committees. Each committee shall have no more than six members, including no more than three members representing West Bloomfield Township and one member representing each of the cities. The Commission Chairperson shall appoint the chairperson, the vice-chairperson, and members of each committee, subject to approval by a majority vote of the Commission. The Commission Chairperson shall also have the authority to remove members from committees, subject to approval by a majority vote of the Commission. Each committee shall establish its meeting schedule and procedures and shall form sub-committees as needed.

SEC. 2. STANDING COMMITTEES. There shall be three standing committees of the Commission.

1. The Commission Operations and Strategic Planning Committee, responsible for a) contracting the resources necessary to accomplish the Commission's Scope of Operations and evaluating contractors, b) the operation of the Commission in accordance with its bylaws, protocols, and state law, c) the Commission's vision and mission, d) the development of revenue sources, e) relationships with government and community organizations, f) assessing local needs and how to meet those needs, g) functioning as an information resource and advocate for the

Commission, communities, and residents, locally and through state and national organizations, h) franchise agreements with cable providers, i) current telecommunications technology and policy, j) infrastructure, and k) other matters as may be directed by the Commission.

2. The Community Programming Committee, responsible for a) the operation of Civic Center TV, including assessment of programming needs, vision, facility and equipment, policies, program production, daily operation, promotion, and evaluation, b) public and educational access, c) scholarships, and d) other matters as may be directed by the Commission.

3. The Finance Committee, responsible for a) preparation and management of the annual Cable Commission budget, b) management of the Cable Joint Venture Fund, c) long term financial oversight, and d) other matters as may be directed by the Commission. This committee is to be chaired by the Treasurer of the Commission.

SEC. 3. SELECT COMMITTEES. The commission may appoint such select committees as it deems appropriate.

## **ARTICLE VIII**

### **PROFESSIONAL CONSULTANTS**

The Commission may retain the services of such professional consultants as deemed necessary from time to time.

## **ARTICLE IX**

### **AMENDMENT AND REVIEW OF BY-LAWS**

SEC. 1. These bylaws may be amended by the affirmative vote of 2/3 of the members. Any such amendment shall be introduced at a Commission meeting and approved at the next Commission meeting

SEC. 2. These By-Laws and any amendments are subject to review by the legislative bodies of the respective communities.