

**BY-LAWS OF
THE NORTH CENTRAL COUNCIL FOR SCHOOL TELEVISION, INC.**

Adopted March 24, 1970

Amended March 8, 1972

Amended June 2, 1975

Amended June 10, 1983

Amended June 13, 1986

Amended October 21, 1988

Amended May 5, 1995

Amended June 17, 1998

**207 North 5th Street
Fargo, North Dakota 58108-3240**

ARTICLE I - Name

- Section 1 - The name of this organization shall be "The North Central Council for School Television, Inc."

ARTICLE II - Purpose

- Section 1 - To provide and produce television courses of instruction for use in schools as a part of their educational curriculum, and such other television programs as needed by the member schools.
- Section 2 - To provide an organization through which schools can cooperatively secure and arrange for educational television instruction along with the associated and supplementary materials at minimum cost.
- Section 3 - To provide experimentation, exploration, and evaluation in the field of television as an integral part of the instructional program of schools.

ARTICLE III - Membership

- Section 1 - Membership in this Council shall consist of those school systems sharing in the expense of producing and/or telecasting programs furnished by the Council.
- Section 2 - Membership shall be available as determined by the Board of Directors of the Council.
- Section 3 - Membership in the Council will run on a fiscal year basis and will be renewed each year. Schools planning to withdraw will notify the Chair in writing by 1 July of the membership year with the cancellation to take effect one year later. Membership shall be established by entering into a contract between the duly elected or appointed governing body at the educational agency and the Council or its fiscal agent for a proportionate share of the yearly expenses.
- Section 4 - Participation fees will be approved by the Board of Directors and shall represent each school's proportionate share of the cost of providing the Council's instructional service.
- Section 5 - The chief administrator, or his duly authorized representative, of each school organization entering into a contract with the Council or its fiscal agent shall be the organization's Council representative.

ARTICLE IV - Membership Meetings

- Section 1 - The Council shall hold an annual meeting at such time and date as determined by the Board of Directors. Notice of the time and place of holding of such meeting shall be mailed to each member at least ten (10) days prior thereto.
- Section 2 - Special meetings of the membership of the Council may be called by the President on his own initiative at any time. Upon receipt of a written request by five (5) members of the Council, the President shall call a special meeting. This meeting will be called within twenty-one (21) days of the receipt of the request. Notice of such meeting shall be mailed to each member at least ten (10) days prior to meeting. At such special meeting there shall be considered only such business as is set forth in the notice of the meeting or as set forth in the membership request for the meeting, unless it is the unanimous decision of the members to include additional items of business.
- Section 3 - At all meetings of the Council, either regular or special, five (5) members in attendance shall constitute a quorum.

ARTICLE V - Board of Directors

- Section 1 - The Board of Directors shall be considered the policy making body of the Council, and whenever the term "Board" is used herein it shall refer to the Board of Directors.
- Section 2 - The Board of Directors shall consist of nine elected directors. In addition, each member with student enrollment exceeding 4,000 shall have membership on the Board.
- Section 3 - The Board of Directors shall establish procedures for the election or appointment of members of the Board.
- Section 4 - Elected Board members' terms of office shall be for a period of three (3) years following their election. No elected Board member shall serve more than two consecutive three-year terms. Vacancies on the Board shall be filled by the Board to extend to the next annual meeting at which time the Council membership shall elect directors to fill any unexpired terms.
- Section 5 - Directorship on this Board shall be terminated by resignation, upon withdrawal of the director's district from the Council, or upon the transfer of the representative of an area to a school or district not holding membership in the Council. Any director who fails to attend three (3) consecutive meetings shall be dropped as a director.

ARTICLE VI - Board of Directors Meetings

- Section 1 - Board meetings shall be called by the Chair and shall be held whenever the need arises. One meeting shall be held on the same day as the annual meeting.
- Section 2 - The time and place of these meetings shall be determined by the Chair. Each director will be notified in writing of the meeting at least five (5) days prior to the meeting; however, the Chair, with approval of the majority of the Board may convene a meeting, via conference call or otherwise, by giving a twenty-four hour notice.
- Section 3 - Five (5) directors in attendance shall constitute a quorum of the Board at any one meeting. If a director cannot attend he may authorize a person to represent him providing the Chair of the Board is notified by the director in advance of the meeting.

ARTICLE VII - Officers of the Board of Directors

- Section 1 - The officers of the Board shall be the Chair (Council President) and the Vice-Chair (Council Vice-President), and the past Board Chair. If the past Chair is unavailable, the past Vice Chair shall serve as the third officer.
- Section 2 - The Chair and Vice-Chair shall be elected by the Board to serve a term of one (1) year. This election shall take place at the meeting of the Board held on the day of the annual meeting. New officers shall take office following their election.

ARTICLE VIII - Duties of the Board of Directors

- Section 1 - The Board will provide curricular and program direction for Prairie School Television.
- Section 2 - The Board will annually review and extend, modify or terminate the contract with Prairie Public Broadcasting, Inc.

ARTICLE IX - Standing Committees

Section 1 - There shall be two standing committees: The Executive Committee and the Curriculum Advisory Committee.

- a) **Executive Committee**
 - i) **This committee shall consist of the officers of the Board**
 - ii) **Meetings will be called by the committee Chair.**
 - iii) **This committee shall process recommendations from the administration prior to Board review.**
 - iv) **This committee shall act on behalf of the Board between regular Board meetings.**
- b) **Curriculum Advisory Committee**
 - i) **This committee of representatives from member schools shall be appointed by the Board. Its membership will be reviewed each year by the Board.**
 - ii) **Meetings will be called by the committee Chair.**
 - iii) **The Chair of this committee shall be elected by committee members and will meet with the Board at each meeting but will not vote.**
 - iv) **This committee shall prepare plans for the development of television programs or select recorded programs to be furnished by the Council to its member schools. It will review production, utilization and presentational features of the programs, direct the evaluation of programs, and carry out such other responsibilities in the curriculum and operational area as shall be assigned by the Board.**
 - v) **The Chair of this committee may appoint sub-committees to carry out such activities as the committee may direct. The Chairs of these sub-committees will be members of the Curriculum Advisory Committee, but the sub-committees may include people who are not members of the Curriculum Advisory Committee.**
 - vi) **At all meetings of the Curriculum Advisory Committee, those members in attendance shall constitute a quorum.**

ARTICLE X - Special Committees

Section 1 - Special committees shall be appointed by the Chair of the Board when and if it is deemed advisable.

ARTICLE XI - Officers of the Council

Section 1 - The Council officers shall consist of a President and a Vice-President. The Chair and Vice-Chair of the Board of the Council shall also serve as President and Vice-President of the Council, respectively.

Section 2 - The duties of the officers shall be as follows:

a) The President shall preside at all meetings of the Council and the Board. He shall appoint such committees as authorized by the Board from time to time.

b) The Vice-President, in the absence or disability of the President, shall perform the duties and exercise the powers of the President and shall perform such other duties as the Board shall prescribe.

ARTICLE XII - Amendments

Section 1 - These By-laws may be amended by a two-thirds (2/3) majority vote of member school representatives in attendance at any regular or special meeting of the full membership, provided written notification of the proposed by-law change has been circulated to the full membership prior to the meeting.