

**Cheshire TV Special Members Meeting  
May 11, 2021**

**Agenda**

1. To see if the Members will make the following change to Cheshire TV's Articles of Agreement:

**Possible Compromise Proposal on Cheshire TV Articles Amendment, for discussion regarding possible presentation to City of Keene.**

**“Amend the Articles of Agreement, by deleting Article THREE as currently written, and inserting the following new Article:**

**“Article Three: Provision for membership in the corporation is as follows: There will be two classes of Members of the Corporation, as follows:**

“Class A Members are those municipalities which provide public and governmental access funding to the corporation, acting through their governing and/or legislative bodies. Class A Members shall at all times retain the power to appoint a majority of the board of directors, and shall initially appoint [number] directors to the board of directors. Class A members shall retain the power to approve any amendments to the Articles of Agreement., Each Class A Member of the board of directors will have voting power commensurate with its municipalities' percentage of the funding of the corporation.

“Class B Members shall be any natural persons who apply for membership, are residents of the municipalities served by the Corporation, have some interest in, or involvement with, the activities of Cheshire TV, and pay such dues as may be required, if any, and who otherwise complies with the requirements for membership set forth in the By-laws of the corporation, as may be amended from time to time. Class B members may elect [number] directors to the board of directors from among the Class B Members, but shall not have the authority to elect a majority of the board of directors.”

“The board of directors shall have the authority, by majority vote, to prepare and approve the By-laws, and any amendments thereto, to prepare and approve the annual budget, and any amendments thereto, and to hire and supervise the Executive Director.”

Article 3 currently reads:

**THIRD:** The provisions for establishing membership and participation in the corporation are:

There shall be a Board of Directors governed by the organizational by-laws and guidelines. All residents of Keene, Marlborough and Swanzey, New Hampshire are eligible for membership in the corporation. Educational, governmental, healthcare, arts, religious, business, civic, and other entities which are based in or serve the residents of the three communities shall also be eligible for membership. Application for membership shall be made by submitting a membership form to Cheshire TV, 350 Marlboro St., Keene, NH 03431.