

KZYX&Z
Mendocino County Public Broadcasting

POLICIES & PROCEDURES
FOR
BOARD ELECTIONS

Updated November 14, 2006

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This policy details the Bylaws of Mendocino County Public Broadcasting relevant to board elections and supercedes any previous elections policies or procedures adopted by the MCPB board.

I. BOARD POSITIONS:

The MCPB Board of Directors is made up of the following nine members, each with a three year term:

1. Eight board members representing the members of MCPB:

- **Two each representing the geographical areas of Anderson Valley, Coastal and Inland.**

These positions are open to all MCPB members who reside in the respective school district and who meet the Candidacy Requirements below. Programmers meeting the MCPB Programmer Criteria (Attachment A) are not eligible for these board positions.

- **Two 'At Large'.**

These positions are open to anyone who meets the Candidacy Requirements below, including KZYX&Z programmers.

2. One Programmer Elected board member:

This position is open only to KZYX&Z programmers who meet the MCPB Programmer Criteria, as well as the Candidacy Requirements below. The Programmer Elect is elected by KZYX&Z programmers meeting the MCPB Programmer Criteria (see Attachment A).

The election process and timing for the Programmer Elect is the same as that of the other MCPB Board Positions, except that ballots for this position are sent to Programmers only.

II. BOARD MEMBER CANDIDACY REQUIREMENTS:

It is the policy of MCPB Board of Directors to accept any applicant who meets the prerequisites for the respective board position stated above and who fulfills the following requirements:

1. Is a member of MCPB in good standing.
2. Is able to carry out the MCPB Board Member Responsibilities (see Attachment B).
3. Completes a MCPB Board Election Application (Attachment C) that is received by the Election Coordinators by the closing date published for the election.
4.

<i>For Programmer Elect Position:</i>	Meets the MCPB Programmer Criteria.
<i>For Anderson Valley, Coastal & Inland Positions:</i>	Resides in the respective school district.
<i>For the 'At Large' Positions:</i>	Meets items 1-3 above.
5. If applicable, is not an 'Interested Party' as specified in the MCPB Bylaws.

Board members are encouraged to actively recruit candidates for their experience and interest.

III. MCPB BOARD ELECTION TIMELINE:

If a date falls on a weekend or holiday, the next business day applies.

1	Board appoints Election Coordinator(s) (EC)	by Sep 31
2	EC announces Elections Dates, Candidacy Requirements and Contact Info for Applications – Develops on-air CART	by Nov 30
3	EC distributes applications, bylaws, strategic plan and policy handbook Receives completed applications from candidates (by email when possible)	Nov 30 to Jan 30
4	Last day to become member to vote	December 31
5	‘Programmers eligible to vote’ list completed	January 1
6	EC forwards applications to Board Secretary, who verifies Candidacy Requirements	by Jan 31 by Feb 5
7	EC compiles Ballot, forwards it to Election Auditor; Station staff forwards current Member database to Mailing House and copy to Elections Auditor	by Feb 10
8	Election Auditor certifies Membership mailing list and forwards special envelopes to mailing house; EC authorized mailing house to mail ballot to Members	by Feb 28
9	EC runs cart and news spot to announce ongoing election; organizes On Air Candidate Discussion	Mar 1 to 31 by March 15
10	Election Auditor receives ballots; tallies ballots, communicates result to Election Coordinator	March 1 to 31 by April 2
11	EC informs Board President and all candidates	by April 3
12	EC announces election results on air and to press	by April 4
11	EC organizes Board Orientation and annual Board Evaluation	by April 15
13	Board Meeting to conduct Annual Board Review; Retire outgoing board members and seat new board members	by May 3030

IV. MCPB BOARD ELECTION PROCESS

1. By **September 31**, the MCPB Board President **appoints the Elections Coordinator**: a member of the MCPB Board who is not a candidate (incumbent) to oversee the board Election and to coordinate the election process with the staff.
2. By **November 30**, the Election Coordinator assures the **announcement of the following election information** (as defined in Article VI of the 2000 MCPB Bylaws and Section II and III above):
 - ❑ Closing date for receipt of applications from candidates;
 - ❑ Candidacy Requirements (Section II above);
 - ❑ Station contact information for the Election Coordinator (phone number, mailing address, fax and/or email).

The above information is to be publicized as follows between **November 30 and January 30**:

 - ❑ broadcast at least twice a week and on weekends during both daytime and evening hours on KZYX&Z in the form of a CART (Elections Coordinator develops CART);
 - ❑ run at least twice as an item on the local news;
 - ❑ printed in one edition of Radio Waves, and
 - ❑ published in a press release to newspapers widely circulated in the KZYX&Z listening area.
3. From **November 30 to January 30**, the Election Coordinator **receives inquiries from applicants**, mails copies of the MCPB Bylaws, Policy Handbook, Strategic Plan and a blank application form including MCPB Board of Directors Responsibilities and MCPB New Board Member Orientation Checklist (Attachments B, C and D) to each applicant in a timely manner, and receives completed applications by mail, fax, email or by personal delivery (email preferred when possible). The EC will also cause a copy of the above documents and a copy of this MCPB Elections Policy to be posted in a public section of the MCPB website.
4. By **January 31**, the Election Coordinator **compiles a list of all applicants that meet the Candidacy Requirements** stated in Section II above for the position they are applying for and that have signed and submitted the required documents in time to be received by the Election Coordinator by the closing date. The Election Coordinator forwards this list to the Board Secretary by February 1. By February 5, the Board Secretary certifies in writing (or fax or email) to the Election Coordinator that all candidates meet the Candidacy Requirements stated in Section II above.
5. By **February 15**, the Election Coordinator **compiles and forwards a ballot** (using the form attached as Appendix E) **of all qualified candidates to the MCPB Election Auditor**. At the same time, the Election Coordinator forwards to the Election Auditor a list of the names of all KZYX&Z Programmers that meet the Programmer Criteria and that are eligible to vote for the Programmer Elect if this position is up for election. Station management in accordance with the procedure outlined in the current bylaws will have compiled this list. The Election Coordinator also assures that station staff makes up-to-date mailing information for all current members available to the Election Auditor and the Mailing House by that date.
6. By **February 20**, the MCPB Election Auditor **certifies the membership mailing list and forwards special return envelopes to the mailing house**. The Elections Auditor will devise a method that will assure that only one ballot per voter is returned and that members who don't receive or lose their ballot can receive a replacement ballot, e.g. by numbering all ballots or by marking outer return envelopes with a number that corresponds to the MCPB member list and including an inner ballot envelope for privacy. Any questions or other communications from the MCPB Election Auditor will be addressed to the Election Coordinator or to the MCPB President of the Board in writing or via email.

For the Programmer Elected Board Member election, the Election Auditor will mail ballots to all KZYX&Z Programmers that meet the Programmer Criteria (see Attachment A).

7. The Election Coordinator **authorizes the Mailing House to mail a ballot to every member of MCPB** in good standing along with a return envelope addressed to the MCPB Election Auditor. **The Election Coordinator assures that all ballots and return envelopes are mailed by the mailing house by the end of February.**
8. Between **March 1 and 25**, the Election Coordinator assures the **announcement of the following information on KZYX&Z** at least twice weekly and once on weekends:
 - Reminder that ballots were mailed to members on February 15;
 - Contact information for current members who may not have received a ballot;
 - Closing date for receipt of ballots by the Election Auditor.

The Election Coordinator also organizes an **On-Air Candidate Discussion** to take place no later than March 15, which will be:

- announced on KZYX&Z several times, starting at least one week in advance of the event,
- held on a weekday evening and be at least 2 hours in length, and
- be moderated by the Elections Coordinator or a person designated by the Elections Coordinator, who is not a candidate.

Each Candidate makes a 3-minute statement outlining their background, qualifications and goals for board membership. Q&A follow this by the moderator to all candidates for the first hour of the program. The moderator will address each question to all candidates and each candidate in turn will have 1 minute to answer each question. During the second hour, listeners call in with questions to be answered by each candidate or may submit questions in advance via mail, fax or email. There is a time limit of 1 minute per caller and per candidate to respond to the caller. Each candidate gives a 2-minute closing statement. The event is to be recorded and re-broadcast at least once before the close of elections.

9. From **March 1 through March 31**, the MCPB Election Auditor **receives returned ballots and tallies the results of these ballots** as they are received. **All received ballots must be postmarked by March 25 to be counted.** However, the Elections Auditor may wait until March 31 for ballots to be received to allow for mailing delays. By April 2, the Election Auditor communicates the election result to the MCPB Election Coordinator by phone and confirms them in writing.
10. By **April 3**, the Election Coordinator **informs the MCPB Board President of the election results and then immediately calls candidates** before any announcement to MCPB staff or to the public.
11. By **April 4**, the Election Coordinator **announces the results on KZYX&Z and in a press release.**
12. By **April 15**, and before the next MCPB board meeting, all new board members participate in a **New Board Member Orientation**. **The date for this orientation will have been confirmed with all candidates on the ballot prior to the close of election, to make sure this orientation can take place by April 15.** This meeting is organized by the Election Coordinator and conducted by the MCPB Board President, with participation from station management, staff, and one or more programmers (to be invited by the Program Director). The orientation will cover the items contained in the MCPB Board Member Orientation Checklist (Attachment D).

13. By **May 30**, the Board President holds a **MCPB Board meeting**. The meeting agenda shall contain the following items in the order stated and immediately following each other:
- **Annual Board Review** (to be detailed in MCPB Board Handbook) to serve as an orientation to incoming board member;
 - **Retirement** of the outgoing board members; **Seating** of new board members;
 - **Election** of the new MCPB **Executive Committee**.

V. RESOLUTION PROCESS FOR ELECTION ISSUES OR DISPUTES:

Any issues or complaints with respect to elections should be identified in writing to the MCPB Board President (or in case of a conflict of interest, to another member of the MCPB Executive Committee), who shall perform the following due diligence process:

- 1) inform and obtain feedback from each board member as soon as possible, and
- 2) obtain advice or legal counsel from a qualified neutral third party.

The board member will investigate the issue or complaint and keep the whole board informed about the progress and outcome of the investigation. Any measures taken toward the resolution of issues or disputes shall be approved by an absolute majority of all board members and reviewed by legal counsel.

VI. APPOINTMENT OF BOARD MEMBERS TO BOARD VACANCIES

Vacancies on the MCPB Board of Directors shall be filled as outlined in the MCPB Bylaws. Candidates must meet the Candidacy Requirements for that board position as specified in the MCPB Bylaws and in this policy.

- Attachments:**
- A. MCPB Programmer Criteria
 - B. MCPB Board of Directors Responsibilities
 - C. MCPB Board Election Application
 - D. MCPB New Board Member Orientation Checklist
 - E. MCPB Board Election Sample Ballot

Attachment A: MCPB Programmer Criteria

Anyone who is a regularly scheduled program host, board operator or substitute program host, as determined by the program director, in consultation with the general manager and operations director, between July 1 and December 31 of the current year, or who will be in the first quarter (January 1-March 31) of the following year. A list of programmers eligible to vote will be determined by the above parties on or before November 1 and will be posted at the station. Additions and corrections will be considered between November 1 and November 30. A final list will be made available to the Elections Committee on December 1.

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Attachment B: MCPB BOARD OF DIRECTORS RESPONSIBILITIES

(This document to be made available to applicants along with application)

1. Actively serve the mission of MCPB as a community-supported radio station, and not that of a constituency, issue, special interest inside or outside of MCPB, or a personal agenda.
2. Give time, energy and special skills generously to MCPB e.g. for board meetings, board communication, committee work, fundraising, special events, public outreach.
3. Motivate others to support MCPB by giving their time and/or resources.
4. Act in an honest and responsible manner, keep an open mind and strive to make the best decisions for everyone involved.
5. Keep confidential information confidential.
6. Be respectful to board members, staff, programmers, volunteers, members and the public.
7. Do nothing to violate the trust of those that elected or appointed me to the board.
8. Not use my board service for my personal advantage or for the advantage of others.
9. Never exercise authority as a board member except when acting in a meeting with the full board or in a function the board delegates me to.
10. Never undermine the authority of the General Manager with the staff or volunteers of MCPB and keep out of management issues except as they appear before the board.
11. Become familiar, prior to taking office, with the MCPB Bylaws, Policies and Procedures, Board Member Handbook and other materials given to me as part of my board member orientation.
12. Participate in board member orientations, Board of Directors' meetings, committee work, retreats, board training and other board-related events. I understand that missing three consecutive board-related meetings shall be cause for dismissal from the Board.
13. Study all materials distributed in advance of a meeting and respond in a timely and effective manner to requests for feedback, including the ability to send and receive email documents.
14. Accept and perform in a responsible, timely manner assignments from the board, Members of the Executive Committee or from the chair of a committee that I am a member of.
15. Represent MCPB members to the Board of Directors, and represent the Board to the membership and not take board actions without the approval of the full board.
16. Set policies and procedures for MCPB, including by-law changes as needed.
17. Help develop, approve and oversee long-range planning for MCPB, and review implementation of long-range planning on a regular basis (annual or semi-annual)
18. **Oversee MCPB's financial health and ensure the organization has adequate finances and money is responsibly spent**, e.g. by reviewing and approving the annual budget, reviewing the budget every quarter and approving all major budget modifications.
19. Select, oversee, evaluate, and when necessary replace the general manager, who is accountable to the Board of Directors. This includes:
 - Review of the general managers operational report at every board meeting
 - Quarterly review of the station budget and membership development activities
 - Other reviews as determined necessary by the board to ensure the long-term health of MCPB and compliance with FCC regulations and all applicable regulations and laws.
20. Assist the general manager and staff with fundraising activities, e.g. pledge drives or events.
21. Be evaluated annually by the board for attendance, effectiveness and participation.
22. Submit disputes with MCPB or its representatives or employees to mediation.

**Attachment C: Application for Board of Directors Election
Mendocino County Public Broadcasting**

Member Name _____

Address _____

Telephone _____ Fax: _____

Ballot Statement:

Please explain in up to 400 (four-hundred) words why the members of KZYX&Z should vote for you as a Board Member. Please use a separate sheet if needed, or email your ballot statement.

Your ballot statement will be mailed to our members.

We would appreciate it if you would include answers to the following four (optional) questions:

- Why are you interested in becoming a Board Member?
- What can you contribute to the Board and to Mendocino County Public Broadcasting?
- What are your interests and experience?
- What are your affiliations with non-profit organizations, professional societies, etc.?
- What do you consider a board member's fundraising responsibilities and what is your fundraising experience?

For any questions, please contact the Election Coordinator _____ (name).

Please send this application to the Elections Coordinator at

Email: elections@kzyx.org

Phone: 707.895.2324 Fax: 707.895.2451

Mail: KZYX&Z Board Elections, PO Box 1, Philo, CA, 95466

We must receive your application by January 30, (year).

Attachment D: MCPB New Board Member Orientation

(This document to be made available to applicants along with application)

Within 2 weeks of the close of board elections and before the next MCPB board meeting, the MCPB Elections Coordinators will conduct a **New Board Member Orientation Session** for all newly elected board members.

The orientation session will cover the following items:

- Introduction to the **MCPB mission, history, organization**

- **Walk through of MCPB Board Member Handbook**, containing, at a minimum, the most recent, board approved versions of the following items:
 1. Bylaws, Policies and Procedures
 2. Annual Budget
 3. Auditors Report
 4. Board Members Pledge
 5. Annual Board Evaluation
 6. Copies of Board Meeting Minutes for the preceding 12 months
 7. Employee Handbook
 8. Overview of FCC and other legal entities influencing MCPB
 9. List of recurring items and dates requiring board action (e.g. filing dates)
 10. Any other papers pertaining to MCPB Board responsibilities and authority.

- **Meeting with KZYX&Z staff members** covering:
 1. Overview of station mission, organization and programming by station manager
 2. Brief introduction by each staff members outlining their area of responsibility
 3. Overview of KZYX&Z Broadcasting Equipment (e.g. studios, transmitter locations)
 4. Outline of KZYX&Z annual event calendar (e.g. pledge drives, fundraisers, schedule of meetings with programmers and advisory committees, special programs etc.)

- **A guided tour of KZYX&Z headquarters and at least one satellite studio.**

Attachment E: MCPB Board Elections Sample Ballot
(To serve as model for future board election ballots)

**KZYX&Z - MENDOCINO COUNTY PUBLIC BROADCASTING
ELECTION FOR BOARD OF DIRECTORS**

Dear KZYX&Z Member,

Enclosed you will find:

- A **ballot** for this year's election of members to the Board of Directors of Mendocino County Public Broadcasting.
- **Statements from the candidates** who are running for these positions and
- A pre-addressed **return envelop**.

Voting Instructions:

- Please clearly mark the box next to the name of the candidate of your choice.
- **Mail this original ballot in the enclosed, pre-addressed envelope by March 25 of this year** (date of postmark). Don't forget the postage stamp!

Ballot

Board Member Category 1 (e.g. Inland, Coastal, Anderson Valley, At Large)
(vote for one):

- Name of Candidate A (in alphabetical order)**
- Name of Candidate B**

Board Member Category 2 (e.g. Inland, Coastal, Anderson Valley, At Large)
(vote for one):

- Name of Candidate A (in alphabetical order)**
- Name of Candidate B**

etc.

Please Note: For your vote to be counted,

1. You must use this original ballot form and the enclosed return envelope.
2. Your return mailing must have current postage, and be postmarked on or before March 25.

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