

## WORT BOARD OF DIRECTORS POLICY ON COMMITTEES

*Approved 2/22/95; amended 4/30/98; amended 8/16/2017;*

*amended 7/19/2023*

1. Creation, Filling, and Dissolution of Sub-Units
  - A. Pursuant to Article V of the Bylaws, the Board of Directors (Board ) may, by majority vote, establish committees, sub-committees and work groups.
  - B. Committees are classified according to how they are defined.
    - i. Permanent committees are completely specified in the Bylaws.
    - ii. Standing committees and work groups are specified within this policy.
    - iii. Temporary committees are specified by resolution of the Board for no more than one year.
    - iv. The board may, by resolution, create work groups to address issues that do not fall under the aegis of any permanent, standing, or temporary committee.
  - C. All sub-unit appointments shall be made by resolution of the Board, except where the Board delegates its authority to the President.
    - i. The membership of all committees shall be reconstituted at the first scheduled Board meeting following the date of the Annual Meeting.
    - ii. Vacancies existing at other times due to death, resignation, or removal, as well as vacancies on newly created committees, shall be promptly filled.
    - iii. Other than members of the executive committee, all committee members serve at the sole discretion of the Board and may be removed at any time without cause by a majority vote of the Board.
  - D. Other than the Executive Committee, which the president shall chair, and the Finance Committee, which the Treasurer shall chair, each committee or work group shall elect its chair. The President may designate a temporary chair if a committee does not have one.
  - E. Standing committees may be dissolved at any time by a 2/3 vote of the Board. All other sub-units may be dissolved at any time by a majority vote of the Board.
  - F. All committees and work groups are subordinate to the Board of Directors.
  
2. Standing Committees
  - A. The Diversity, Equity, and Inclusion Committee shall consist of diverse members from different backgrounds, It shall explore ways to cultivate greater participation by members of underrepresented groups in the leadership, staffing, programming, and volunteering roles at the station.
  - B. The "Regulatory Compliance Committee" shall consist of two board members. Including the president, and two staff nominated by the collective. It shall be responsible for developing and administering procedures to document compliance with all regulatory and administrative filings.
  - C. The "Election Committee" shall consist of three persons, including the Secretary

and one staff member. This committee shall draft procedures to be approved by the Board for Board elections and the certification of participating members and shall oversee the proper implementation of those procedures.

- D. The “Programming Committee” shall consist of eight members, as specified in its charter. This committee is responsible for the content of WORT's on-air and online service to fulfill its mission statement. The committee shall research, critique, develop, and implement ideas for current and potential programs, and implement necessary changes. The committee’s authority, policies, and procedures shall be as provided for in its charter, which is subject to review and approval by the Board.
  - E. The Policy and Bylaws Committee shall consist of three-to five persons, including at least one Director, responsible for reviewing the corporation’s bylaws and board policies and suggesting amendments thereto. This committee shall also draft and submit a Volunteer Handbook for the board’s approval, and maintain a current aggregation of adopted board policies at WORTFM.ORG. All proposals to amend the bylaws or policies shall be referred to the committee, which may also advise the Board of its interpretation of the Bylaws or policy.
  - F. The Board creates, dissolves, or alters a standing committee.
3. Committee Meetings and Reports
- A. Committees are strongly encouraged to adopt a standard meeting schedule. Committees shall provide timely notice of the time and location of their meetings to a designated staff member, who shall cause the information to be posted at WORTFM.ORG. Meetings may be held in person at 118 S. Bedford St., Madison, or virtually, at the committee’s discretion.
  - B. All meetings shall be open to the public, except as they may be closed according to law.
  - C. All committees shall report to the Board detailing their activities at least monthly.
4. Work Groups
- A. To the extent authorized by law, work groups are not subject to the notice or open meeting requirements of permanent or standing committees.
  - B. Work groups shall report from time to time to the board of directors on their activities.
  - C. The Secretary shall maintain a folder containing the resolutions creating each work group.
5. Supersedure of Previous Policies
- A. This policy shall supersede all previously adopted policies regarding committee structure, purpose or creation, or any other policies with which it may conflict.