

# **Eliot Cable Television Ad Hoc Committee**

## **By-laws**

### **(Revised 7-17-18)**

#### **ARTICLE 1: PURPOSE**

- a. The purpose of the Cable Television Committee, (hereafter referred to as the Committee) is to serve in an advisory capacity to the Select Board on all matters associated with a cable franchise agreement and its related options.
- b. The Eliot Select Board shall review the purpose of the Committee at least every five (5) years, with the option to retain the Committee, restate the Committee's purpose, or disband the Committee. The first review shall be five (5) years from the date Select Board approves the Committee's by-laws.

#### **ARTICLE 2: DUTIES**

The Committee shall:

- a. Examine the relationship between franchise fees, local cable TV billing and creating a Public Educational and Governmental programming channel;
- b. Determine the technology and equipment that would be required to institute a PEG Channel;
- c. Research what other Towns have negotiated in their cable franchise;
- d. Serve as preliminary negotiators of any new cable franchise agreement, subject to final approval by the Select Board; and
- e. if funding of the Committee is sought, a detailed budget request must be submitted to the Town Manager no later than November 1 of each year.

#### **ARTICLE 3: MEMBERSHIP**

##### **3.1 Appointments and Terms**

- a. The Committee shall consist of three (3) regular members and two (2) alternates appointed by the Select Board. A liaison from the Select Board may also be appointed by the Select Board (non-voting).
- b. All members of the Committee shall be eligible voters of the Town.
- c. Members shall be eligible for reappointment.
- d. Non-voting specialized consultants may advise the Committee as needed.
- e. When a member is absent from a meeting or recuses him / herself from action on a motion, the Chair shall appoint an alternate member to that position for the meeting on that motion.

### **3.2 Staff Support**

- a. The Town Manager, or his / her designee shall provide staff support to the Committee.

## **ARTICLE 4: OFFICERS AND ELECTIONS**

### **4.1 Officers and Responsibilities**

The officers of the Committee shall consist of the Chair, Vice Chair, and Secretary. The duties of the Committee officers shall be as follows:

- a. **Chair.** The Chair is the official spokesperson for the Committee and shall publicly express only those points of view that are reflective of and have been agreed upon by the Committee. The Chair shall preside at all meetings of the Committee; call special meetings when necessary; approve agendas drafted by staff; assign members to sub-committees; monitor conflict of interest in all of the Committee's activities; ensure adherence to local Ordinances, Town Charter and State Statutes; ensure proper training of the Committee's members; recruit new members when a Committee vacancy occurs; keep the Select Board apprised of the Committee's activities; and perform all other duties necessary or incidental to the office. The Chair shall decide all points of order and procedure during meetings and his/her decision shall be final unless overruled by a majority of the members present. The Chairperson is a voting member of the Committee.
- b. **Vice Chair.** In the absence of the Chair, or in the event of the Chair's inability to act, the Vice Chair shall perform the Chair's duties. In the event of the absence or inability to act of both the Chair and the Vice Chair, the remaining members shall appoint one of their members to act temporarily as Chair.
- c. **Secretary.** The Secretary shall record the minutes of the Committee meetings and be responsible for maintaining the Committee's records.

### **4.2 Elections**

- a. Officers shall be elected annually by a majority of the Committee membership at the first meeting of the Town's fiscal year.
- b. No member may serve in the position of Chair for more than two consecutive terms.

### **4.3 Removal from Office**

- a. Members are expected to attend scheduled meetings on a regular basis. The Committee Chair shall notify the Select Board if a member fails to attend at least 50% of all regular monthly meetings over a one (1) year period. Such action shall constitute a resignation that must be acted on by a majority vote of the Select Board.
- b. Committee members may be removed by the Select Board for malfeasance in office.

## **ARTICLE 5: SUBCOMMITTEES**

- a. The Chair shall appoint those subcommittees that are necessary to accomplish the Committee's work, subject to the approval of a majority vote of the Committee.
- b. The Chair shall be an ex-officio member of every subcommittee.

## **ARTICLE 6: MEETINGS**

### **6.1 Regular Meetings**

- a. The Committee shall meet at least monthly at a place and time so designated by an agenda approved by the Chair.
- b. The Committee may meet more frequently as determined by the Chair or a majority of the Committee.
- c. Agendas shall be posted on the Eliot website and locations that the Select Board agendas are posted. Agendas of regular meetings shall be posted at least seven (7) days prior to the meeting.
- d. All meetings shall be open to the public. Every agenda shall have a section that is specifically for people to offer public comment, though time restrictions for speaking may be adopted as deemed required.

### **6.2 Special Meetings & Emergency Meetings**

- a. The Chair may call a special meeting of the Committee provided that the agenda is posted three (3) days prior to the meeting. Public notice will be provided for Emergency meetings as soon as possible and on all available sources of media.

### **6.3 Executive Sessions**

The Committee may call for an executive session only under the provisions and terms specified in the Maine State Statutes.

## **6.4 Quorum & Voting**

- a. A quorum of the Committee shall consist of a majority of the regular membership, not including Alternate Members.
- b. No official action, binding resolution or discussion of committee business shall be made by the Committee without a quorum of the membership.
- c. The Committee will take action pursuant to motions and seconds made by Committee members. A roll call vote count shall be maintained on any Committee vote. The action will be approved if a quorum is present at a meeting and a majority of those present at a meeting vote in favor of the action.
- d. Proxy voting shall not be allowed.

## **6.5 Presiding Rules**

Parliamentary procedure in Committee meetings shall be governed by the adopted rules of order, Robert's Rules of Order Newly Revised, current edition with particular attention to "small municipal board" section.

## **ARTICLE 7: PERFORMANCE ISSUES**

Committee members serve as official representatives of the Town of Eliot to the business community, to other governmental units, to the press, and to the public at large and therefore are expected to comport themselves accordingly. All members shall adhere to the Maine Freedom of Access Act Laws (1 MRS § 401 et seq.) and, where applicable, the Eliot Personnel Policies and Procedures Manual. The Town Manager is the FOAA Officer for the Town and all such requests to the Committee shall be immediately conveyed to the FOAA Officer.

## **ARTICLE 8: AMENDMENT OF THE BYLAWS**

These by-laws may be amended, and recommended for amendment to Select Board, by a 2/3 vote of the Committee after two (2) weeks advanced notice of the intent to change has been given in writing to each Committee member.

## **ARTICLE 9: EFFECTIVE DATE**

These by-laws shall become effective upon a vote of the majority of Committee members in a regular meeting and a majority vote of Select Board.

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John Murphy, Chair

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Phil Lytle, Vice Chair

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Richard Donhauser

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Alex Orestis