

**Articles of Amendment  
& Restated Articles of Incorporation  
of Bethel Broadcasting, Inc.**

The above-named corporation hereby adopts the following Articles of Amendment pursuant to AS 10.20.171-10.20.191 and restates its Articles of Incorporation pursuant to AS 10.20.196-10.20.211.

**ARTICLE I**

The name of the corporation shall be Bethel Broadcasting, Inc.

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The objects and purposes for which the corporation is formed are as follows:

- a. To engage in and encourage non-commercial educational radio and television broadcasting.
- b. Through a Board of Directors broadly representative of the community to control policy, equipment, personnel and operation of one or more educational broadcasting stations.
- c. To cooperate with public and private agencies to develop and broadcast educational radio and television programs.
- d. Through its broadcasting and web services; encourage and assist all people, and especially low-income and underserved people, to raise their social and economic level and generally enrich the quality of their lives through programs that educate and increase cultural pride.
- e. To encourage the contribution of funds from as many sources as possible and to spend its funds in all ways permitted by law and appropriate to the furtherance of the purposes of the corporation.
- f. To engage in such related business or activity as will compliment or serve to further the services of the corporation.
- g. To participate under the Public Broadcasting Act of 1967 (Public Law 90-129)

#### **ARTICLE IV**

The corporation is organized exclusively for charitable, scientific, educational and literary purposes. No part of the net earnings of the corporation shall inure to the benefit of any private individual. No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in nor intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activity not permitted to be carried on a) by corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

Upon dissolution of the corporation, the Board of Directors shall, after making provisions for the payment of all liabilities of the corporation, dispose of all of the assets exclusively for the purposes set forth in this Article to such organization or organizations as shall at that time qualify as an exempt organizations under section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE V**

The physical address of the registered office of the corporation is 640 Radio Street, Bethel, Alaska. The mailing address of the registered office of the corporation is PO Box 468, Bethel, Alaska 99559. The registered agent for the corporation at that address is Shane Iverson.

#### **ARTICLE VI**

The Corporation shall have no members.

#### **ARTICLE VII**

The affairs of the corporation shall be managed and controlled by a board of directors.

- a) The Board of Directors of the corporation shall consist of ten Directors each of whom must reside within the broadcast station service area as that area is defined below. A majority of the Board

of Directors shall be six Directors. A Director shall serve a term of three years and may be re-elected.

- b) In order to foster representation on the Board of Directors that will reflect the varied interests of the people living within the broadcast station service area, and recognizing that the usual means of selection of Directors by a membership will not provide for the range of interests desired on the Board of Directors; the Board of Directors shall be responsible for the selection of its members. The Board of Directors shall use the following sub-regional guideline for selecting its members:

**Bethel (4 members)**

Bethel

**Lower Yukon (1)**

Alakanuk  
Emmonak  
Kotlik  
Mountain Village  
Pitka's Point  
St. Mary's  
Pilot Station  
Marshall  
Russian Mission  
Nunam Iqua

**Coastal (1)**

Chevak  
Hooper Bay  
Scammon Bay  
Nightmute  
Newtok  
Toksook Bay  
Mekoryuk  
Tununak

**At Large (1 Member)**

Anywhere

**Kuskokwim Bay (1)**

Chefornak  
Eek  
Goodnews Bay  
Kipnuk  
Kwigillingok  
Platinum  
Quinhagak  
Tuntutuliak  
Kongiganak

**Middle  
Kuskokwim (1)**

Aniak  
Chuathbaluk  
Crooked Creek  
George Town  
Red Devil  
Sleetmute  
Stoney River  
Napaimute  
Upper & Lower Kalskag  
Crow Village  
Lime Village

**Lower  
Kuskokwim (1)**

Akiachak  
Akiak  
Atmuatluak  
Kasigluk  
Napaskiak  
Napakiak  
Oscarville  
Kwethluk  
Tuluksak  
Nunapitchuk

The Board of Directors shall use its best efforts to fill vacancies from within the same sub region, although it shall not be required to do so. No community or sub region shall have more than four members on the Board of Directors.

The communities listed in this section shall constitute the broadcast station service area.

- c) No employee of Bethel Broadcasting, Inc. shall be a member of the Board of Directors.

#### **ARTICLE VIII**

Regular meetings of the Board of Directors shall be held no less than four times per year on a date, time and at a location agreed upon by the Board of Directors.

#### **ARTICLE IX**

Members of the Board shall not use proxies for any purposes at Directors meeting, including but not limited to establishing a quorum or voting on any issue before the Board.

#### **ARTICLE X**

All meetings of the Board of Directors shall be open to the public. Any action taken at a Director's meeting which is not a public meeting shall be void. The conduct of all meetings shall conform to the provisions of AS 44.62.310 and AS 44.62.312, as if Bethel Broadcasting, Inc. were a governmental entity subject to Alaska's open meeting law.

Notice of all regular meetings of the Board of Directors shall be given to the public through these Articles of Incorporation filed with the State of Alaska and on KYUK AM radio and KYUK FM radio.

Notice of all special meetings of the Board of Directors shall be given to the public by KYUK AM radio and KYUK FM radio.

#### **ARTICLE XI**

These Articles of Incorporation may be amended as provided by law.

*Dated this 3<sup>rd</sup> day of June 2017, at Bethel Alaska.*