

Bylaws of KUT Public Media
Advisory Board within the Moody College of
Communication

Amended and Restated on March 27, 2026

INTRODUCTION

KUT Public Media (“KUT”) is licensed to the University of Texas at Austin by the FCC to operate in the public interest as a non-commercial educational broadcast service. It operates as a unit within the Moody College of Communication and encompasses KUT News, KUTX and other brands.

ARTICLE I - Name

The name approved of this organization shall be: The KUT Advisory Board.

ARTICLE II – Purpose and Objectives

Section 1. Purpose. The purpose of the Advisory Board is to further the public service and educational objectives of KUT by all available means, with emphasis on promoting the welfare of the station, public relations, and financial assistance through encouraging gifts, donations and bequests.

Section 2. Objectives. The KUT Advisory Board will advise and assist the Director of KUT and the Dean of the College of Communication on various issues related to strategic direction, public service-related policies, and strengthening relationships with the community it serves. Such objectives will include:

- a. Expanding recognition of KUT throughout the community.
- b. Assisting with the development of major fundraising plans and securing gifts through personal contributions and contributions of others.
- c. Advising the Director on issues in furtherance of KUT’s public service.
- d. Representing the communities and audiences that KUT serves.

ARTICLE III - Membership

Section 1. Qualifications. The membership of the Advisory Board shall consist of persons who bring a mix of relevant skills and who are especially committed to active involvement with KUT and its public service goals. Members should:

- a. Be committed to the editorial integrity and independence of public radio and KUT.
- b. Be knowledgeable of the community.

- c. Have a strong belief in the need and value of supporting KUT and public media.
- d. Have access to community leaders and be willing to make contacts and introductions on behalf of KUT.
- e. Be willing to seek financial support on behalf of KUT and make a personal contribution.

Section 2. Responsibilities. Members are expected to attend meetings, give or cause to be given an annual financial contribution to KUT and otherwise actively support the programs of KUT. These responsibilities include:

- a. Attending at least two regular meetings of the Advisory Board each year (and attending at least one of those meetings in person).
- b. Participating from time to time in presenting the needs of KUT to prospective donors.
- c. Providing thoughtful feedback on KUT's overall service and specific initiatives.
- d. Participating in committees or task forces as requested by the Advisory Board Chair in consultation with the Director.
- e. Meeting, recruiting, and recommending potential new members of the Advisory Board.

Section 3. Members. The KUT Advisory Board shall include up to 20 active members, plus *ex-officio* members including the Director of KUT and the Dean of the College of Communication. Honorary Life Members of the Advisory Board are authorized to be appointed after service of the regular term, as hereinafter provided.

Section 4. Appointment. Potential new members of the KUT Advisory Board shall be recommended from time to time by the Nominating Committee (defined below). The Director will consult with the Dean of the College of Communication regarding such nominees. New members may then be approved by majority vote of the Advisory Board.

Section 5. Term. Members of the KUT Advisory Board shall be appointed for three-year regular terms, or may be appointed to fill an unexpired term of less than three years. The terms of the members shall be staggered so that approximately one-third of the terms shall be renewable each fiscal year. The terms of the members and officers of the Advisory Board shall coincide with the fiscal year of the University, September 1 through August 31, and the terms will begin at the beginning of the next fiscal year following appointment unless the appointment is to fill a vacancy, whereupon the appointment shall take effect at once. No person shall serve more than three consecutive terms, except (a) as provided herein, and (b) when special exception is made by majority vote of the Advisory Board (e.g., in instances where a Member has rendered particularly distinguished services to the Advisory Board). The Governance Committee may further adjust board terms as deemed necessary to stagger terms and avoid excess attrition due to expiring terms.

Section 6. Voting. Each Member of the Advisory Board shall have one vote on all matters coming before the Advisory Board. The Chair of the Advisory Board may call for emergency or ad hoc votes to be held by email, provided that not less than three business days are provided to all members of the Advisory Board before the voting is closed.

Section 7. Honorary Life Members. Each elected Chair of the Advisory Board, upon completion of their final term and upon consent of the current Chair and the Director, shall be appointed to the position of Honorary Life member. Any other member of the Advisory Board who has rendered distinguished service during the term of their membership may be appointed to the position of Honorary Life member upon the recommendation of the Chair and KUT Director and approval of the Dean of the College. Honorary Life Members shall be invited to all meetings and activities of the Advisory Board.

Section 8. Resignation. Any member may resign at any time by letter or email to the Director of KUT or Chair of the Advisory Board addressed to either person and, if by mail, at:

KUT Public Media Studios
300 West Dean Keeton St.
STOPA0704
Austin TX 78712

ARTICLE IV - Meetings

Section 1. Frequency. Meetings of the KUT Advisory Board shall occur at least four (4) times a year on dates selected by the Director and the Chair. Other meetings may be held upon the recommendation of the Director and the Chair.

Section 2. Notice. KUT will provide reasonable advance notice of meetings. It will use its best efforts to provide members with at least 14 days' notice of regular meetings, and at least 3 days advance electronic or telephonic notice of specially called meetings.

Section 3. Place. The time and place of the meetings of the KUT Advisory Board shall be designated by the Director with the advice of the Chair.

Section 4. Quorum. Three or more members present at the time and place of any meeting duly called in accordance with the required notice set out in Section 2 of Article IV of these Bylaws shall constitute a quorum. The vote of the majority of voting members present shall constitute the decision of the KUT Advisory Board.

Section 5. Meeting Attendance. Meetings and votes may be held online, in person, or in a combination of such methods. Members are encouraged to attend in person to facilitate better communication and exchanges of ideas.

ARTICLE V - Officers and Committees

Section 1. Officers. The officers of the KUT Advisory Board shall consist of a Chair, a Vice Chair and a Secretary. The officers of the Advisory Board shall be regular members of the Advisory Board, nominated by the Advisory Board and elected to two-year terms by majority

vote of the members of the KUT Advisory Board. An officer may not serve more than two consecutive terms in any office. The Advisory Board may choose not to elect a Secretary and instead appoint a member of the staff of KUT (with the Director's permission) to handle the duties that would otherwise be performed by the Secretary.

Section 2. Duties. It shall be the duty of the Chair, in cooperation with the Director, to plan the affairs and the meetings of the Advisory Board to achieve maximum accomplishment of its goals, and to create agendas for meetings of the Advisory Board. From time to time, the Chair may appoint standing committees, special committees and task forces to assist with the business of the Advisory Board; these groups serve at the pleasure of the Chair and conclude their service upon presentation of their final report. The Chair shall preside at all meetings of the KUT Advisory Board. The Vice Chair (or other designee) shall perform the duties of the Chair in case of absence or disability. The Secretary shall oversee the issuance of notices of all meetings, ensure minutes or summaries of all meetings are kept in permanent form. Officers shall perform such additional duties as may be assigned to them from time to time by the Chair.

Section 3. Election. Officers shall be nominated and elected by a majority vote at the regular meeting preceding the start of the next fiscal year (September 1). Officer terms will begin September 1 unless filling a vacancy, in which case the term will begin immediately upon election. An officer's term on the Advisory Board shall be automatically extended to the end of the office duration without the need for further vote.

Section 4. Governance Committee. The Governance Committee of the Advisory Board shall administer the policies of the Advisory Board and shall, between regular meetings of the Advisory Board, provide assistance and consultation to the Director of KUT.

Section 5. Governance Committee Members. The Governance Committee shall consist of the Advisory Board officers, the Director of KUT, and two members elected at large from the Advisory Board. Except for the Director, who is a permanent member, elected members will serve for two years. The immediate past Chair may also serve an additional one-year term on the Governance Committee, and if that member's final term is expiring, the term shall be extended for one year.

Section 6. Nominating Committee. The Nominating Committee shall be comprised of the Governance Committee. The Nominating Committee shall nominate candidates for officers, Governance Committee and Advisory Board membership.

Section 7. Standing Committees. The Chair, in consultation with the Director, may name standing committees, appoint members to each committee, and name one such member as a chair of the committee. Members of standing committees shall primarily be Advisory Board members, though any committee may have up to two people who are not Advisory Board members. The Director and/or an assigned member of KUT staff may participate in each standing committee. Standing committees shall meet in advance of each regular meeting of the Advisory Board (unless the chair of the committee deems a meeting unnecessary). The chair of each standing committee shall be ready to report to the Advisory Board at each regular meeting.

Section 8. Severability. If the KUT Advisory Board falls out of compliance with any one or more

provisions of these Bylaws, the remainder of the Bylaws shall remain applicable. If any one or more provisions of these Bylaws is held to be unenforceable, the remainder of the Bylaws shall remain in place and enforceable as if such unenforceable provision were stricken from the document.

ARTICLE VI - Amendments

These Bylaws may from time to time be added to, changed, altered, amended, restated, or repealed by the affirmative vote of the majority of those present and voting at a duly called meeting of the KUT Advisory Board.

ARTICLE VII - Parliamentary Procedure

In the absence of any provision to the contrary in the Bylaws, all business meetings of the Advisory Board and all committees shall be governed by the parliamentary rules and usages contained in the most current edition of *Robert's Rules of Order*.