

SAN FRANCISCO PUBLIC ACCESS PROJECT

In collaboration with

**National Mass Media Telecommunications Systems, Inc.
2158 – 2160 19th St. San Francisco, California 94116**

PROPOSAL

(RFP #04-2009)

PUBLIC ACCESS CABLE CHANNEL OPERATOR

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Section 1. INTRODUCTION

The San Francisco Public Access Project ("SFPAP") submits this proposal in response to the City of San Francisco's RFP for operation of the public access channels on the Comcast, Astound Broadband and AT&T systems (currently Channels 29 and 76 on Comcast, Channels 29 and 30 on Astound, and Channel 99 on AT&T).

SECTION 2. EXECUTIVE SUMMARY

We live in an age where big corporations determine everything we see on television. Although the internet has given many people unlimited options for news and entertainment, it is still television that delivers the powerful ideas, images and messages to the 21st century urban dweller.

The San Francisco Public Access Project is a group of long time public access producers and advocates that have been involved with the evolution San Francisco public access television. We have been witness to the changes as the public access channel began in the 80's on Channel 25, in the 90's as CityVisions on Channel 53 and in the new century as Access SF on channels 29 and now 72. We experienced the rise of a flourishing and vibrant public access community and witnessed the fall and decline that is now the reality of public access in San Francisco.

There may be many reasons why public access in San Francisco has lost its' momentum since the current operator took over in 1999. One of the main reasons for the decline was the relationship between the producers and the leadership of the channel. The policies and procedures implemented by the SFCTC made it more difficult for the producers to present their shows. It made building and maintaining an audience virtually impossible. It made the atmosphere at the Access Center tense and adversarial between the people that used the station and the people who ran the station. As the station received more money than ever before, they continued to lose shows, lose interest and lose support. Even with the addition of more channels, there was still a steady decline.

SFPAP has partnered with the National Mass Media Telecommunications Systems, Inc to submit this bid to run the public access channel in San Francisco. This organization is a registered 501c3 non profit. NMMTSI has been in existence for over 28 years. Together we have plans to make public access television the primary local television source for San Francisco's diverse community groups, political forums, parades, festivals, local news, cutting edge music and much more. We will provide a strong multimedia electronic presence to groups and individuals involved with youth, seniors, the disabled, labor, faith, culture, ethnic diversity, politics, social justice, the peace movement, the environment, the arts and many other points of view and interests of people who could never gain access to the television media in any other way.

SFPAP believes that the funding and budget issues facing the future of public access may or may not require the station to move out of it's current location at 1720 Market St. and into another building. SFPAP will use this opportunity to expand the studios into San Francisco's neighborhoods by linking up the community centers where programming can originate. We will work with media students at San Francisco State University and San Francisco City College to provide volunteers and interns. We will maintain and improve the current training and operations programs currently running at the channel and dramatically increase the number of shows produced by local San Franciscans. Through specialty programming, fundraising events and outside sponsorships, we will develop revenue streams for the channel other than those provided by the cable operator that, at the same time, will also so serve to help train individuals for possible careers in broadcasting.

Section 3. DEFINITIONS

- (a) "SFPAP" shall mean "San Francisco Public Access Project", the submitting entity.
- (b) "NMMTSI" shall mean "National Mass Media Telecommunications Systems, Inc."
- (b) "RFP" shall mean the "RE-BID – Request for Proposal #04-2009 for Public Access Cable Channel Operator", which was released on May 6, 2009,
- (c) "Applicant" shall mean any entity, including SFPAP, which has submitted a proposal or bid in response to the RFP.
- (d) "Competing Applicants" shall mean all entities other than SFPAP that have submitted proposals in response to the RFP.
- (e) "Winning Applicant" shall mean the entity submitting what the RFP refers to as the "successful submission," which the Evaluators shall choose.
- (f) "Evaluators" shall mean the "committee for review and evaluation" cited in the RFP, along with any other City employee, agent, or advisor, or any other person that has influence in the selection of the Winning Applicant.
- (g) "FCC" shall mean the Federal Communications Commission.
- (h) "Current Operator" shall mean San Francisco Community Television Corporation, the incumbent operator of San Francisco's Public Access Channels.
- (i) "PEG Channels" shall mean public, educational, and government access channels.
- (j) "Channels" shall mean both Channel 29, Channel 76 or any other channels which the RFP refers to as the public access channels

Section 4 SFPAP'S MISSION

The founding mission of SFPAP is: "to provide a powerful voice to the community through public access television and electronic media."

Our purpose is to ensure the ability of residents to exercise their First Amendment rights through the medium of public access television and to create opportunities for mutual communication, education, artistic expression and other uses of video facilities on an open, uncensored and equitable basis. SFPAP exists to put the power of the media in the hands of the people. By offering low-cost media production and literacy classes and making production equipment and facilities easily accessible, SFPAP encourages every member of the community to tell his or her story."

Section 5. PUBLIC ACCESS OPERATIONS AND MANAGEMENT

Beginning July 1, 2009, SFPAP will be prepared to begin implementation to the Primary levels of service as described in the RFP.

Primary Service Level services include, but are not necessarily limited to, the following:

1. Scheduling of the channel and playback of programs produced by public access producers, including basic maintenance of related equipment.
2. Retention of certified producers, and assistance in producing initial and subsequent Public Access Programming.
3. Administration, oversight, and enforcement of channel facilities and policies.
4. We also plan to go a little beyond the Primary Level of Service by including the use of at least one of the Flash Studios.

In the event the funding is secured we plan to be able provide all of the Enhanced levels of services within 90 days of receiving the additional funding. Enhanced Service Level services include, but are not necessarily limited to, the following:

- 1 Organized and regularly scheduled training for Producers.
- 2 Check-out/in of equipment and reservation of facilities used by community producers.
- 3 Ensuring adequate staff or volunteer personnel are available to operate the studio and control room facilities as needed.
- 4 Preventive and corrective maintenance of facilities and equipment provided for use by community producers
5. Outreach to and recruitment of community organizations and individuals.

HOURS OF OPERATION

The current operator has been running the public access channel in San Francisco for 10 years. If we are the winning applicant, SFPAP plans to work under a thirty (30) day (or less) transition period where we can get a better grasp and knowledge on the physical situation at the station. We would like to keep as many of the current staff, but an assessment must first be made. During this transition period, we will maintain the current days and times of operation providing the Primary levels of service. After the transition period, SFPAP plans to have the facility open at least seven (7) hours per day and at least five (5) days a week and at higher than the primary levels of service by maintaining one of the Flash studios.

STAFF

Under the funding limits of \$170,000 per year, SFPAP will operate under the with:

- (a) one full-time, paid Executive Director;
- (b) one full-time, paid Technician;
- (c) one full time, receptionist.
- (d) one administrative assistant
- (e) staff as needed
- (f) janitor

As more funding is secured, SFPAP intends to grow its revenues and organizational capacity to provide the enhanced levels of service and include the following personnel:

- (a) at least fifty to seventy-five (50 to 75) part-time volunteers and unpaid interns
- (b) one full time, receptionist.
- (c) one full-time, paid Executive Director;
- (d) one full-time, paid Channel Manager;
- (e) one full-time, paid Business Manager;
- (f) one full-time, paid Director of Technical Services;
- (g) one full-time, paid Technician;
- (h) one full-time, paid Executive Producer;
- (i) one full-time, paid Director of Marketing;
- (j) one full-time, paid Community Relations Coordinator;
- (k) one full-time, paid Outreach Coordinator
- (l) one full-time, paid Training Coordinator
- (l) two administrative assistant

- (m) Grant writer/consultant
- (m) janitor

Section 5.01 BOARD OF DIRECTORS

SFPAP currently has three board members, all with prior audio/video/television/film production experience and all with prior experience as producers at Access SF. If we become the winning applicant, we will expand out Board of Directors to seven members and include others with broad experience in the field of television and electronic communication and FCC communication law. Each of these members of the Board of Directors will volunteer an average of 10 hours per month towards developing, constructing, and sustaining the station.

Section 5.02 EXECUTIVE DIRECTOR / GENERAL MANAGER

SFPAP will have an Executive Director / General Manager who will be responsible for the day to day operations of the facility. He or She will work under the direction of the Board of Directors and is primarily responsible to carry out the strategic plans and policies as established by the Board to run the station.

The Executive Director / General Manager will:

- A. support operations and administration of the Board by advising and informing the Board members and interfacing between Board, staff and producers and will effectively manage the human resources of the organization according to authorized personnel policies and procedures that fully conform to the RFP specifications and current laws and regulations
- B. insures the organization and its mission, programs, and services are consistently presented in strong, positive image to relevant stakeholders
- C. oversees fundraising planning and implementation, including identifying resource requirements, researching funding sources, establishing strategies to approach funders, submitting proposals and administrating fundraising records and documentation
- D. Recommend yearly budget for Board approval and prudently manage the organization's resources within those budget guidelines according to the RFP and current laws and regulations

Section 5.04 ETHICS

At all times SFAP will observe the most professional and ethical human resources practices to ensure that the Channels are operated by the most qualified and professional people available.

Section 6. POLICIES AND PROCEDURES

SFPAP will make the Channels available for use and programming by the general public in a fair, transparent, non-partisan, and non-discriminatory fashion subject to the following rules, requirements, and guidelines:

All those who plan to submit or produce programming must establish their eligibility by the meeting the following criterion:

1. Residency: All persons who live or work in the Channels' service area, and/or those producing programs for organizations within the service area, are eligible to use SFPAP's facilities. Any sponsoring organizations must provide a letter stating that it is within the Channels' service area and that it has entered into an agreement with the producer.

2. Age: All persons 16 years or older satisfy the age requirement. A younger person may gain access if an adult parent or legal guardian assumes legal responsibility and supervises the minor when SFPAP equipment is used. A younger person may also gain access through a specially sponsored youth program.

3. All those who submit programming must submit a program proposal on our standardized form.

If using our facilities and/or equipment, the following are required:

1. Reading, abiding by, and signing a Producer Agreement outlining accountabilities, responsibilities, and liabilities while using the system. Minors must have a parent, guardian or responsible adult (if the minor is part of a group) sign for them;

2. All users must complete appropriate training before using any SFPAP production equipment or facilities. Users must pay the nominal class and equipment use fees (reduced fees available for low income persons) or volunteer time in lieu of payment;

3. Access to SFPAP facilities is subject to denial if the guest is physically threatening to anyone on premises or is reckless or abusive with SFPAP equipment.

SFPAP will not air material that:

1. violates statutory or common law copyrights;
2. advertises or promotes any commercial product or service;
3. is libelous, slanderous, or otherwise defamatory, or constitutes an unlawful invasion of privacy;
4. violates any state or federal law relating to obscenity.

Section 6.01 PROPOSED PROGRAMMING

In the event that either or both:

- a) the general public does not submit, produce, furnish, refer, recommend, or otherwise make available programming of sufficient aggregate length to adequately fill the station(s)' programming schedules, or
- b) the Evaluators decide to disregard the aforementioned warning of the legal requirement that rules governing the use of PEG channels must be non-content-based,

SFPAP submits for consideration the outline of proposed programming to supplement any programming supplied by and aired on behalf of the general public. This is the kind of healthy programming schedules that we seek to emulate.

- o Local government and public affairs programming
- o Documentaries concerning local history
- o Journalism, both objective and editorial, regarding local current events and public affairs

- o Presentations, meetings, and events locally staged by non-profit groups
- o Programming concerning local political, social, economic, labor-related, environmental, agricultural, health-related, and other important issues and affairs
- o Local arts, cultural, and entertainment programming
- o Local arts, including but not limited to the disciplines of stage, film, music, literature, poetry, visual arts, multimedia, and crafts
- o Local parades and other public entertainment events including but not limited to concerts, dances, plays, and recitals
- o Local non-English language programming
- o Local sports programming
- o Presentation of local games, matches, and other such sporting competitions in the youth, high-school, collegiate, amateur, semi-pro, and professional arenas
- o Analysis of and reporting on the competitions listed above, and their respective players, coaches, managers, and other relevant figures
- o Similar presentation, analysis, and coverage of individual and non-competitive sports
- o Local youth programming: reserved for and emphasizing the interests of minors and other persons less than twenty-five years of age
- o Local spiritual programming: SFPAP will be steadfastly non-sectarian, but its facilities will be made available to houses of worship of all denominations
- o Regional, state, national, and world government and public affairs programming

Section 7. BUDGET PLANNING AND IMPLEMENTATION

SFPAP has prepared a one (1) year budget based on the \$170,000 funding limit. The budget reflects personnel and corporate business operation costs, including insurance and bonding expenses, as well as expenditures for the implementation of the SFPAP Management Plan.

Principal officers and members of the Board of Directors.

David G. Miles Jr. - Executive Director / General Manager

Mr. Miles will conduct the day to day operations of the public access facility. Mr. Miles is a former member of the San Francisco Community Television Corporation and served on the Technology Committee and the Program Committee. He has produced award winning television with two Cable Excellence Awards, and a WAVE Award from the Alliance for Community Media. Mr. Miles has over 30 years of experience leading community causes like the S.F. to L.A. Skate Against Violence Campaign, the Healthy Saturdays Initiative, Sunday Streets San Francisco and much more. Mr. Miles has 30 years of experience in fundraising, event promotions and generating media exposure and is one of the few people that is uniquely qualified to lead the effort to change the public Access Television experience in San Francisco

Wayne Lee - Technical Director

Mr. Lee will be the head technician for the public access facility. Mr. Lee is the Executive Vice President of the Professional and Technical Engineers Union Local 21, AFL-CIO. He is well versed in all the technical workings of the access studio and will be a valuable asset to our management team. Mr. Lee has served in many different aspects of the studio including co-producing shows and working the studio cameras. Mr. Lee has served on numerous community boards and has valuable experience in fundraising and sponsorship that will help us tremendously as we move forward.

Gregory Richardson - Outreach Coordinator

Mr. Richardson will conduct efforts to reach out to all the different groups, organizations and community centers. He will coordinate the effort to create programming that can originate in San Francisco's community centers. He has produced the Good News Show on San Francisco Public Access since the mid 90's and has worked with the Government Channel as well as a plethora of diverse community and religious groups across San Francisco. He will begin his efforts by working to both keep the current producers on the air and by reaching out to all the local producers who lost their timeslots or felt they were forced to leave.

Joan Mathis - Public Relations Coordinator

Miss Mathis will coordinate public relations and information. Joan will be responsible for making sure the efforts to reshape public access television in San Francisco is known throughout the City. Joan has a long history as a producer in San Francisco Public Access and will coordinate efforts to build a strong, positive image to inspire others to get involved in this new public access movement.

Lorena Cuevas Wurgaft - Bookkeeping and Finance

Mrs. Wurgaft is will be recording and maintaining our books and financial records. Mrs. Wurgaft has extensive experience working as a Senior Accountant with some of the Bay Area's top accounting firms and real estate groups including Ronald L Beaman & Co., Glenborough LLC, and Prometheus Real Estate Group.

Dr. Eddie C. Willbon - Fiscal Sponsor

Dr. Wilbon has been involved in Public Access ever since its' beginnings in the early 1980's. His non-profit organization, the National Mass Media Telecommunications Systems Inc. is the fiscal sponsor for the SFPAP. NMMTSI was incorporated in 1981 and continues today to help others to gain access to the electronic media through public access television.

Section 8 - FUNDRAISING AND REVENUE DEVELOPMENT

SFPAP has identified nine (9) revenue streams that will produce additional revenue for the channel outside the peg grant funds. SFPAP will continually grow its revenue streams over time in an on-going effort to increase its organizational capacity and in order to better serve the community. Said revenue streams are as follows:

1. Specialty Event Programming
2. Web subscriptions and pay-per-view access to the web video archive.
3. Direct public support:
4. Media production classes:
5. Membership:
6. Equipment, facilities, and technician rentals to non-members/non-volunteers:
7. Sales of copies of programming on traditional media (DVD, VHS, etc.):
8. Private Grants
9. Government grants:

Section 10 - TRAINING AND RETENTION OF COMMUNITY PRODUCERS

Over the past ten years there has been a decline in the number of community producers using the channel resources. SFPAP believes very strongly that the producers are the greatest asset the channel has. The SFPAP is strongly committed to retaining all producers that are currently involved with public access and to give them a major roll in the direction we take. We will update the training programs that help producers create their content and keep high quality, well produced programming on the channel. We will also update training models to keep the producers sharp and aware of new technologies where they can integrate their programming with the free opportunities on the internet.

We will encourage all the current producers to come together to create and actively participate in a Public Access Producers Council that will organize the producers in a cohesive group that can effectively represent their interest to the Board of Directors. The Producers Council will have a seat on the SFPAP Board of Directors to ensure that points of view and interest of the producers are always represented and considered as we move forward to reshape the public access television experience in San Francisco.

Section 11 – PUBLIC RELATIONS AND COMMUNITY OUTREACH

SFPAP plans to reach out and partner directly with the community groups and neighborhoods. We plan to connect with the neighborhood community centers throughout San Francisco to have programming originate from their centers. This will build a strong relationship between Public Access television and the community.

SFPAP has plans to create an 11 member advisory committee made up of representatives of each of the 11 supervisorial districts of San Francisco. Each representative will be placed on this committee by the Supervisor of that district. We will work directly with many of San Francisco diverse and important grass roots leaders and use the channels to help fulfill its' mission to provide a powerful voice to the community through public access television and electronic media.

SFPAP will create a monthly newsletter publication that will keep people aware of our efforts and showcase the successes of Public Access. This will also be supported with a web site where the public get information, can sound off their opinions and watch the programming.

As additional funding is secured, SFPAP will have a full time Outreach Coordinator that will coordinate our outreach efforts and work to bring in those community groups, organizations and others that will become involved in the reshaping of Public Access Television in San Francisco.

Section 12 – FAMILIARITY OF FEDERAL, STATE AND LOCAL GOVERNMENT REGULATIONS OF THE COMMUNICATIONS INDUSTRY AND WITH RELATED STATUTES, ORDINANCES, REGULATIONS AND CASE LAW

All the principals involved with the SFPAP effort have years of experience conforming to the local, state and federal laws governing the communications industry through the production of our shows. As a former member of the current operator's Board of Directors, David Miles Jr. served on the Program Committee that set the standards the station used to keep the programming in line with all federal, state and local regulations.

In order to insure strict accordance with all laws and in order to keep up to date on any changes in statutes, ordinances and regulations, we will be working with Dr. Derrick Spiva, Professor and

scholar with the San Francisco's State's Broadcasting Department. Dr. Spiva will become a member of the SFPAP Board of Directors and will help create internships at the channel.

Section 9.02 - COLLABORATION

In the spirit of the above section, SFPAP encourages a collaborative effort regardless of the decision made by the Evaluators, and in what it considers the likely event that its proposal shall be selected by the Evaluators, SFPAP invites all competing Applicants, including their principals, volunteers, financial and in-kind benefactors, to join SFPAP in the development and long-term operation of the Channels.

SFPAP will also seek to partner and collaborate with the area's schools, universities, non-profit organizations, houses of worship, and businesses to promote media literacy and media participation for and by as many citizens as possible. We will seek to partner with other PEG Channel operators throughout the country and will join the Alliance for Community Media immediately upon being deemed the Winning Applicant.

Section 12. POINT OF CONTACT The primary contact person for all inquiries regarding this proposal is SFPAP Executive Director, David Miles Jr. Mr. Miles may be reached by phone at 415-752-1967, by email at Sk8GodFather@earthlink.net, or via snail mail to 2158 – 2160 19th St. San Francisco, California 94116

Section 13. SCHEDULE OF EXHIBITS

SFPAP attaches exhibits hereto in accordance with the following schedule:

- RFP Proposal
- 1 year Proposed Budget
- Bios/Resumes on the Principals
- NMMTSI Bylaws and Organizing Documents
- Fundraising and Revenue Development
- Fiscal Agreement
- Human Rights Commission Application

Section 14. CERTIFICATION I certify that the statements in this proposal are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

David G. Miles Jr.

David G. Miles Jr. Executive Director

10 Jun 09

Date

BYLAWS

SAN FRANCISCO PUBLIC ACCESS PROJECT

A California Nonprofit Public Benefit corporation

ARTICLE I

NAME

The name of this corporation is
SAN FRANCISCO PUBLIC ACCESS PROJECT

ARTICLE II

PRINCIPAL OFFICES

The principal office for the transaction of the business of the corporation shall be located in the City and County of San Francisco, State of California ("City and County"). The Directors may change the principal office from one location to another within the City and County without the necessity of amending these bylaws, but the secretary shall note said change and the effective date thereof on these bylaws.

ARTICLE III

PURPOSES

The specific purpose of this corporation is to promote, encourage, facilitate and oversee the use of public interest and public benefit mass media and telecommunications to serve the needs of citizens, civic organizations, government entities, cultural and arts organizations; to promote diversity of viewpoints, voices and freedom of expression in San Francisco; to train individuals and nonprofit organizations to produce high quality video programming of interest to the community.

ARTICLE IV

POWERS

Subject to any limitations contained in the articles or these bylaws and to the provisions of the California Nonprofit Corporation Law and other applicable laws, this corporation, in carrying out its activities, shall have all of the powers of a natural person, including, without limitation, the power to:

1. Adopt, use and at will alter a corporate seal, but failure to affix a seal shall not affect

- the validity of any instrument executed by the corporation.
2. Qualify to conduct its activities in any other state, territory, dependency or foreign country.
 3. Issue memberships and levy dues, assessments and admission fees and charges for goods and services rendered.
 4. Receive, hold, and disburse gifts, bequests, devises and other funds and make donations for the public welfare or for community funds, hospital, charitable, educational, scientific, civic, religious or similar purposes.
 5. Own and maintain or lease suitable real estate, buildings and personal property which is deemed necessary for its purposes.
 6. Participate with others in any partnership, joint - venture or other association, transaction or arrangement of any kind whether or not such participation involves sharing or delegation of control with or to others.
 7. Assume obligations; enter into contracts, including contracts of guarantee or surety ship; incur liabilities, borrow or lend money or otherwise use its credit; and secure

employee of this corporation, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. On liquidation or dissolution, all remaining properties, assets and obligations all be distributed and paid over to an organization dedicated charitable purposes, provided that said organization qualifies an exempt organization under section 501 (c) (3) of the internal Revenue Code.

ARTICLE VII

MEMBERSHIP

This organization shall be governed by its Board of Directors and Board Officers in accordance with these Bylaws. The organization has no members.

ARTICLE VIII

DIRECTORS

SECTION 1. DUTIES AND POWERS

Subject to any limitations contained in the articles or these bylaws and the provisions of the California Nonprofit Corporation Law, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. The Board may delegate the management of the activities of the corporation to any person or persons, management company, or committee however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Without prejudice to the general powers of the Board, but subject to the same limitations, the Board shall have the following powers:

1. To select and remove at the pleasure of the Board all officers, agents and employees; to prescribe powers and duties for them as may be consistent with law, the articles of incorporation, and these bylaws; to fix their compensation; and to require from them security for faithful service.
2. Change the principal office.
3. To adopt and use a corporate seal, and alter the form of seal. However, a seal shall not be required.
4. To borrow money and incur indebtedness on behalf of the corporation, and cause to be executed and delivered for the corporation's purposed, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecation, and other evidences of debt and securities.

5. To exercise all other powers conferred by the California Nonprofit Corporation Law, or other applicable laws, consistent with the articles of incorporation and these bylaws.

SECTION 2. STANDARD OF CARE

A director shall perform the duties of a director, including duties as a member of any committee of the Board upon which the director may serve, in good faith, in a manner such director believes to be in the best interests of the corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

SECTION 3 - NUMBER OF DIRECTORS

There shall be no less than five nor more than fifteen Directors, the exact number to be set by the Board from time to time.

SECTION 4 - QUALIFICATIONS

1. The Board shall be broadly representative and reflective of the cultural, ethnic, and sexual diversity of the City and County of San Francisco, its diverse cable access constituencies and its nonprofit cultural, educational, health, social service, civic and community organizations.
2. At all times at least one Director will be an active producer of public access programming or engaged in some aspect of the production of programming for the public access channel(s) under the management of the SFPAP.
3. At least two-thirds of the Board shall be subscribers to cable TV service or subscribers to services provided by other companies that are required to provide financial support to the SFPAP through a franchise or contractual agreement with the City and County.
4. At least two-thirds of the Directors shall have their primary residence in the City and County of San Francisco.
5. No director shall have direct ownership interest in or be a salaried employee of a cable company granted a franchise by the City and County.
6. No SFPAP employee may, while an employee, serve on the Board, except that the Executive Director shall be a non-voting, ex-officio member of the Board.

SECTION. 5 - TERM OF DIRECTORS

Directors shall be elected at each annual meeting of the corporation, and shall hold office for a term of three years. Each director, including a director elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until a successor has been elected and qualified.

No director may serve more than two consecutive terms, unless they first take a year off from serving on the Board. Terms shall be staggered so that only a third of the Board is elected at each election.

SECTION 6 - SELECTION

Three months prior to the Annual Meeting the Board shall appoint a Nominating Committee to develop a slate to fill any vacancies as well as a slate of officers. The Nominating Committee shall consist of at least three Directors but no more than one less than the quorum for the full Board. Individuals who are not members of the Board may participate on the Nominating Committee at the discretion of the Board. The Nominating Committee will seek nominations from Producers' Advisory Group, the Community Advisory Group and other advisory groups that may be established by the Board. The Nominating Committee will notify the Board of the slate of nominees and the slate of officers no later than ten (10) days prior to the Annual Meeting. Directors and Officers shall be elected at the Annual Meeting by a majority vote of the Board.

SECTION 7 - VACANCIES

A vacancy or vacancies on the Board of Directors shall be deemed to exist on the death, resignation or removal of any director, or upon an increase in the authorized number of Directors. The Board may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty under Article 3, commencing with Section 5230, of the California Nonprofit Corporation Law.

The Board shall also declare vacant the office of a director who has three unexcused absences from meetings of the Board.

Except for a vacancy created by removal of a director by the members, vacancies on the Board may be filled by a majority of the Directors then in office, whether or not less than a quorum, or by the sole remaining director.

SECTION. 8 - REMOVAL OF DIRECTORS

Any or all Directors may be removed without cause only by the vote of two-thirds of the Directors in office.

Any or all Directors may be removed for cause by order or judgment of the Superior Court of the county in the State of California where the principal office of the corporation is located.

SECTION 9 - RESIGNATION

Except as provided in this paragraph, any director may resign effective upon giving written notice to the chairperson of the Board, the president, the secretary, or the Board of Directors of the corporation, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be elected to take office when the resignation becomes effective. Except upon notice to the Attorney General, no director may resign where the corporation would then be left without a director or Directors in charge of its affairs.

SECTION. 10 - RESTRICTION ON INTERESTED DIRECTORS

No person serving on the Board of this corporation may be interested persons. An interested person is (1) any person currently being compensated by the corporation for services rendered to it within the previous 12 months, whether as a full- or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (2) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, or father-in-law of any such person. However, any violation of the provisions of this paragraph shall not affect the validity or enforceability of any transaction entered into by the corporation.

SECTION. 11 - LIMITATION ON SELF-DEALING TRANSACTIONS

No director shall enter into a transaction with this corporation in which said director has a material financial interest unless prior to consummating the transaction, or any part thereof, the transaction is approved by the Attorney General of the State of California or by the Board, not counting the vote of the interested director or Directors, as provided in Section 5233 of the California Nonprofit Corporation Law.

SECTION. 12 - FEES AND COMPENSATION OF DIRECTORS

Directors shall receive no compensation or direct or indirect personal gain for services rendered as Directors, but shall be reimbursed for all reasonable expenses incurred while performing their duties.

SECTION 13 - NON-LIABILITY OF DIRECTORS

Directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

ARTICLE IX

MEETINGS OF THE BOARD

SECTION 1. CALL, NOTICE AND LOCATION

Board meetings will be held no less than quarterly. Special meetings of the Board may be called by the chairperson of the Board, the president, the secretary, the Executive Committee, or by one-third of the Directors then in office.

All meetings of the Board shall be held upon at least-three-days' notice to each director at his or her address or telephone number as shown on the records of the corporation. The channel must also carry notice of Board meetings at least three days in advance.

All meetings of the Board must be held within the City and County of San Francisco, and must be reasonably accessible to all parties and members of the public.

SECTION 2 - OPEN MEETINGS

Every meeting of the Board shall be open to the public and all persons shall be permitted to attend any meeting unless such meeting is closed pursuant to SEC. 3; provided that the removal of any person who willfully disrupts a meeting to prevent and compromise the conduct of the meeting shall not be prohibited. The Board shall afford all interested persons an opportunity to submit data, views, or arguments, in writing, on any agenda item. The Board shall also afford all interested persons an opportunity to present oral testimony on any agenda item. The Board shall provide for the reasonable administration of oral testimony by resolution.

All or any part of a meeting of the Board may be recorded by any person in attendance by means of a tape recorder or any other means of electronic reproduction, except when a meeting is closed pursuant to SEC. 3; provided that the recording does not actively interfere with the conduct of the meeting.

SECTION 3 - EXECUTIVE MEETINGS

The Board may hold an executive meeting closed to the public upon an affirmative vote, taken at an open meeting, of two-thirds (2/3) of the members present; provided the affirmative vote constitutes a majority of the members of the Board. A meeting closed to the public shall be limited to matters exempted in below. The reason for holding such a meeting shall be publicly announced and the vote of each member on the question of holding a meeting closed to the public shall be recorded and entered into the minutes of the meeting.

Exceptions: The Board may hold a meeting closed to the public for one or more of the following purposes:

1. to consider the hiring, evaluation, dismissal, or discipline of an officer or employee or

charges brought against the officer or employee, where consideration of matters affecting privacy will be involved; provided that if the individual concerned requests an open meeting, an open meeting shall be held;

2. to deliberate concerning the authority of persons designated by the Board to conduct labor negotiations or to negotiate the acquisition of property, or during the conduct of such negotiations;
3. to consult with the Board's attorney on questions and issues pertaining to the Board's powers, duties, privileges, immunities, and liabilities;
4. to investigate proceedings regarding criminal misconduct;
5. to review proprietary information provided to the Board on the condition that the information not be disclosed publicly.
6. to meet in Committees and Subcommittees of the Board, provided that less than a majority of Directors to which the Corporation is entitled is not present at the meeting.

In no instance shall the Board make a decision in an executive meeting on matters not directly related to the purposes specified in the above section. No chance meeting or electronic communication shall be used to circumvent the spirit or the requirements of this part to make a decision or to deliberate towards a decision.

SECTION 4. WAIVER OF NOTICE

Notice of any meeting need not be given to any director who signed a waiver of notice or a written consent to holding the meeting or who approved the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such director. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

SECTION 5. PARTICIPATION BY TELEPHONE

Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another and so long as one location is accessible to the public. Such participation by a Board member constitutes presence in person at such meeting.

SECTION 6. QUORUM

A majority of the Directors in office shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the

withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

SECTION 7. ADJOURNMENT

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than 24 hours, notice of the time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of the adjournment.

SECTION 8. ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and shall have the same force and effect as the unanimous vote of such Directors.

SECTION 9 - PROXIES

No proxy votes shall be permitted at a meeting of the Board.

ARTICLE X

COMMITTEES

SECTION 1. COMMITTEE MEMBERSHIP AND AUTHORITY

The Board may create committees, each consisting of two or more Directors, to serve at the pleasure of the Board. Individuals who are not members of the Board may participate on the any committee at the discretion of the Board. Any such committee, to the extent provided in the resolution of the Board, shall have all the authority of the Board, except that no committee may:

1. fill vacancies on the Board or in any committee which has the authority of the Board;
2. fix compensation of the Directors for serving on the Board or on any committee;
3. amend or repeal bylaws or adopt new bylaws;
4. amend or repeal any resolution of the Board which by its express terms is not so amendable or repealable;
5. appoint committees of the Board or the members thereof.

SECTION 2 - STANDING COMMITTEES

In addition to other committees as the Board may create from time to time, the following standing committees shall be created and sustained:

1. The Finance Committee is responsible for all capital assets and other existing financial resources of the corporation and executive fiscal matters, including without limitation, procurement of facilities and equipment, care and maintenance of capital assets, allocation of assets, fiscal policy, budgeting procedure, investment management and financial oversight and reporting.
2. The Development Committee shall be responsible for the long-term growth of the corporation, including without limitation, fundraising, long-term strategic planning, annual operational planning and evaluation.
3. The Program Committee is responsible for creating and enforcing the governance and standard operating procedures of the corporation that relate to programming, including without limitation, training and other services of the corporation, policies and procedures, rules and regulations, and codes and standards.

SECTION 3 - APPOINTMENTS

The newly elected President shall appoint the Standing Committee members as the first item of business at the first duly called meeting after the election. The chairperson of any committee shall be a member of the Board. An affirmative vote of a majority of the Directors attending a meeting shall be required to confirm the appointments. Mid-term vacancies shall be filled in the same manner. The term of a chairperson shall be the same as the appointing President.

SECTION 4 - MEMBERSHIP

Each committee shall consist of at least three Directors but no more than one less than the quorum for the full Board. Individuals who are not members of the Board may participate on a committee at the discretion of the Board.

SECTION 5 - ADVISORY COMMITTEES

The Board of Directors shall appoint a Producers Advisory Committee, composed of representatives from volunteers producing programming for the public access channel, and a Community Advisory Committee, composed of representatives from social service, cultural, and ethnic community based organizations in San Francisco. The Board may also appoint other advisory groups to the Board from time to time by resolution.

SECTION 6 - REMOVALS

Any committee or advisory committee member may be removed by a majority vote of the Board.

SECTION 7 - MEETINGS OF COMMITTEES AND ADVISORY COMMITTEES

Each committee and advisory committee shall keep regular minutes of meetings and report to the Board as required.

ARTICLE XI

OFFICERS AND EXECUTIVE DIRECTOR

SECTION 1. OFFICERS

The officers of this corporation shall be a president, a secretary, and treasurer. The corporation may also have, at the discretion of the Board, one or more vice presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article XI. Any number of offices may be held by the same person, except that neither the secretary nor the treasurer may serve concurrently as either the president of the Board.

SECTION 2 ELECTION OF OFFICERS

The officers of the corporation shall be chosen by the Board, and each shall serve at the pleasure of the Board.

SECTION 3. REMOVAL OF OFFICERS

Subject to the rights, if any, of an officer under any contract of employment, any officer may be removed, with or without cause, by a vote of the majority of the Board of Directors, at any regular or special meeting of the Board.

SECTION 4. RESIGNATION OF OFFICERS

Any officer may resign at any time by giving written notice to the corporation. Any resignation shall take effect upon receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

SECTION 5. VACANCIES IN OFFICES

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause, shall be filled only in the manner prescribed in these bylaws for regular appointments to that office.

SECTION 6. RESPONSIBILITIES OF OFFICERS

1. **President.** The president shall, subject to the control of the Board of Directors, generally supervise, direct and control the business and the officers of the corporation. The president shall preside at all meetings of the Board of Directors, and shall have such other powers and duties as may be prescribed by the Board.
2. **Vice-Presidents.** In the absence or disability of the president, the vice presidents, if any, in order of their rank as fixed by the Board of Directors, shall perform all the duties of the president, and when so active shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board of Directors or the chairperson of the Board.
3. **Secretary.** The secretary shall attend to the following:
 - (i) **Book of minutes.** The secretary shall keep or cause to be kept, at the principal office or such other place as the Board may direct, a book of minutes of all meetings and action of Directors and committees of the corporation, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at such meetings, and the proceedings of such meetings.
 - (ii) **Notices, seal and other duties.** The secretary shall give, or cause to be given, notice of all meetings of the Board required by the bylaws to be given; shall keep the seal of the corporation in safe custody; and shall have such other powers and perform such other duties as may be prescribed by the Board or the bylaws.
- (4) **Treasurer.** The treasurer shall attend to the following:
 - (i) **Books of account.** The treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account shall be open to inspection by any director at all reasonable times.

- (ii) Deposit and disbursement of money and valuables. The treasurer shall deposit or cause to be deposited all money and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Board of Directors; shall disburse the funds of the corporation as may be ordered by the Board of Directors; shall render to the president and Directors, whenever they request it, an account of all transactions of the corporation and of the financial condition of the corporation; and shall have other powers and perform such other duties as may be prescribed by the Board.

SECTION 7 - RESPONSIBILITIES OF THE EXECUTIVE DIRECTOR

The Executive Director shall, under the direction of the Board and its President, be responsible for planning, budget and finance and for the general supervision and management of the corporation's affairs and its general operations. Subject to the direction and control of the Board, he or she shall be in charge of the business of SFPAP, and he or she shall see that the resolutions and directions of the Board are carried into effect except in those instances in which that responsibility is specifically assigned to some other person or committee by the Board or these Bylaws. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of SFPAP or a different mode of execution is expressly prescribed by the Board or by these Bylaws, the Executive Director may execute for SFPSP instruments that the Board has authorized to be executed, and he or she may accomplish the execution either under or without the corporate seal and either individually or with the Secretary or any other officer authorized by the Board, according to the requirements of the form of the instrument. The Executive Director shall be an ex-officio, non-voting member of the Board and all committees.

ARTICLE XII

INDEMNIFICATION

SECTION 1. RIGHT TO INDEMNITY

To the fullest extent permitted by law, this corporation shall indemnify its Directors, officers, employees and other persons described in Section 5238(a) of the California Corporations Code, including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that Section and including an action by or in the right of the corporation, by reason of the fact that such person is or was a person described by that Section. "Expenses," as used in this bylaw, shall have the same meaning as in Section 5238(a) of the California Corporations Code.

SECTION 2. APPROVAL OF INDEMNITY

On written request to the Board by any person seeking indemnification under Section 5238(b) or 5238(c) of the California Corporations Code, the Board shall promptly determine in accordance with Section 5238(e) of the California Corporation Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if it has, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of Directors who are not parties to the proceeding, the Board shall promptly call a meeting of members. At that meeting, the members shall determine under Section 5238(e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if it has, the members present at the meeting in person or by proxy shall authorize indemnification.

SECTION 3. ADVANCEMENT OF EXPENSES

To the fullest extent permitted by law and except as is otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under this Article in defending any proceeding covered by this Article shall be advanced by the corporation before final disposition of the proceeding, on receipt by the corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the corporation for those expenses.

SECTION 4. INSURANCE

The corporation shall have the power to purchase and maintain insurance on behalf of its officers, Directors, employees, and other agents against any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising out of the officer's, director's, employee's, or agent's status as such.

ARTICLE XIII

CONTRACTS. LOANS. CHECKS AND DEPOSITS

1. The Board may prospectively or retroactively authorize any officer(s), agent(s), or employee(s) to enter into any contract or execute or satisfy any instrument in the name of and on behalf of SFPAP, and such authority may be general, confined to specific instances, or otherwise limited.
2. Unless authorized by a specific resolution of the Board, SFPAP shall neither loan nor borrow money in any manner.
3. All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness issued in the name of SFPAP shall be signed by such officer(s), agent(s), or employee(s) of SFPAP and in such manner as shall from time to time be determined by resolution of the Board.

4. All funds of SFPAP not otherwise employed shall be deposited from time to time to the credit of SFPAP in such banks, trust companies, or other depositories as the Board may select.
5. The Board or any officer of SFPAP may accept on behalf of SFPAP any contribution, gift, bequest, or devise for the general purposes or for any special purpose of SFPAP, except that any such gifts made with any limitation or condition imposed by the donor, other than gifts to a fund, scholarship, or program previously approved of by the Board, may not be accepted without express authority of the Board.

ARTICLE XIV

RECORDS AND RIGHTS OF INSPECTION

SECTION 1. ARTICLES AND BYLAWS

This corporation shall keep at its principal office in the State of California the original or a copy of its articles and bylaws as amended to date, which shall be open to inspection by the Directors and members of the public at all reasonable times during office hours.

SECTION 2. BOOKS AND RECORDS

This corporation shall keep adequate and correct books and records of account and minutes of the proceedings of the Board and of the committees of the Board, and a record of each member's name, address, and class of membership. These records shall be kept at the corporation's principal office in the City and County. Minutes shall be kept in written form and other books and records shall be kept either in written form or in any other form capable of being converted to written form.

SECTION 3. INSPECTION BY DIRECTORS

Every director shall have the absolute right at any reasonable time to inspect all books, records, documents and physical properties of every kind of the corporation. This inspection may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

SECTION 4. INSPECTION BY MEMBERS OF THE PUBLIC

Any person shall have the right to inspect during normal business hours the records and documents of the corporation, provided that personnel records and records associated with actions identified in ARTICLE X, SEC. 3 (1) - (6) are exempted. The inspection shall include the right to copy at a reasonable charge set by the Board from time to time at the corporation's office so long as such copying does not interfere with normal business operations.

SECTION 5. ANNUAL REPORT

The Board shall cause an annual report to be sent to Directors within 120 days after the end of the corporation's fiscal year. That report shall contain the following information, in appropriate detail, for the fiscal year:

1. The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year.
2. The principal changes in assets and liabilities, including trust funds.
3. The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes.
4. The expenses or disbursements of the corporation for both general and restricted purposes.
5. Any information required by section 6322 of the California corporations code regarding transactions between the corporation and interested persons, and indemnifications or advances to officers or Directors.

The annual report shall be accompanied by any report on it of independent accountants or, if there is no such report, by the certificate of an authorized officer of the corporation that such statements were prepared without audit from the corporation's books and records.

This requirement of an annual report shall not apply if the corporation receives less than \$25,000 in gross receipts during the fiscal year, provided, however, that the information specified above for inclusion in an annual report must be furnished annually to all Directors and to any member who requests it in writing.

ARTICLE XV

CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the above, the masculine gender includes the feminine and neuter, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both the corporation and natural person.

ARTICLE XVI

AMENDMENTS

SECTION 1. AMENDMENT BY BOARD

The Board may adopt, amend, or repeal bylaws by two-thirds vote of all the members of the Board.

CERTIFICATE OF ADOPTION

I, being the duly elected Secretary of San Francisco Public Access Project, do hereby certify that the Bylaws to which this certificate is attached were adopted at a duly constituted meeting of the Board of Directors of the corporation on the _____ day of _____, 2009

Secretary

FUNDING SOURCES, GRANTS AND FOUNDATION REVENUE

SFPAP has identified nine (9) revenue streams that will produce additional revenue for the channel outside the peg grant funds. SFPAP will continually grow its revenue streams over time in an on-going effort to increase its organizational capacity and in order to better serve the community. Said revenue streams are as follows:

1. Specialty Event Programming

Many of San Francisco's large parades, festivals and unique ethnic and cultural events that were featured on local television in the past can now not afford the costs involved. SFPAP will take advantage of this situation by presenting an option for video production and airing of these events at an affordable rate. These same opportunities will be used as "in the field" training and experience for the interns and volunteers working at the channels to hone their craft and develop their skills for real world possibilities.

2. Web subscriptions and pay-per-view access to the web video archive:

Programming will be made freely available on SFPAP's website, while all programming older than 30 days will be accessible either on an ala carte, pay-per-view basis, or on an unlimited basis to subscribers. Rates to view archived programs are \$90 per year; \$10 per month; or \$3 per view.

3. Direct public support:

SFPAP fiscal sponsor, NMMTSI is a 501(c)(3) tax exempt public charity and will conduct fundraising campaigns on an ongoing basis. We plan to have fundraising event parties, a Public Access Film Festival, and various other events that will help us raise funds and build membership.

4. Media production classes:

SFPAP will present media production classes for the public. We will promote the model of "Current TV" where people create content on their computers and sent it in to the

channels. We will provide low cost classes to the public and teach them how to create content for the channels. The proposed classes and their respective rates will be determined in the transition period from the departure of the current operator and the winning applicant's takeover of the channels.

5. Membership:

Although several classes of membership will be available, we assume the average membership rate to be \$35 per year. Members will be entitled to discounted classes, the right to use and reserve equipment or free and voting rights for the Producers Council.

6. Equipment, facilities, and technician rentals to non-members/non-volunteers:

While SFPAP members, volunteers, and trainees are entitled to reserve and use equipment free of charge for non-commercial uses, equipment rentals for commercial purposes will provide a steady source of income for SFPAP. Daily rental rates are generally figured at five (5) percent the cost of the equipment plus ten dollars per item.

7. Sales of copies of programming on traditional media (DVD, VHS, etc.):

Copies of archived programming will be available on legacy formats.

8. Private Grants

SFPAP expects to actively seek grants; potential grantors include:

1. San Francisco Foundation
2. The William and Flora Hewlett Foundation
3. The David and Lucile Packard Foundation
4. The Evelyn and Walter Hass, Jr. Fund
5. The California Endowment
9. **Government grants:** SFPAP will seek to apply for applicable grants from all levels of city, state and federal funding sources.

Budget
Fiscal Year 2009 to 2011

Income:	Total	Monthly	2009 July	2009 August	2009 Sept	2009 Oct	2009 Nov	2009 Dec	2010 Jan	2010 Feb	2010 Mar	2010 Apr	2010 May	2010 Jun	Total
Govt. Access:															
1 Specialty Event Programming	20,000.00	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	1,666.67	20,000.00
Web subscriptions and Pay-Per-view access to the web video archive:	4,380.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	365.00	4,380.00
2 Direct public support	88,000.00	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	7,333.33	87,999.96
3 Media Production classes:	3,600.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	300.00	3,600.00
4 Membership	47,500.00	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	3,958.33	47,499.96
Equipment, facilities and technician rentals to non-member/non-volunteers:	18,360.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	1,530.00	18,360.00
6 Sales of copies of programming on traditional media (DVD, VHS, etc):	3,000.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	3,000.00
7 Private Grants	30,000.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	30,000.00
8 Government Grants	15,000.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	1,250.00	15,000.00
9 General Income:	229,840.00	19,153.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	22,903.33	229,839.96
Total of Income:	229,840.00														

Expenses:

60010 Accounting															
60020 Bank Charges and Fees															
60100 Equipment: Office Equipment	325.00														
60120 Interest Expense															
60130 Internal Acct.	600.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	600.00
60140 Legal Services	3,500.00	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	291.67	3,500.00
60150 Licenses and Business Fees															
60170 Memberships															
60180 Medical Insurance	4,000.00	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	333.33	3,999.96
60180 Miscellaneous															
60190 Moving Expenses															
60200 Office Supplies	300.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	300.00
60205 Fiscal Sponsor- Consultant	10,200.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	850.00	10,200.00
60205 P&GE	4,200.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	350.00	4,200.00
60210 Photocopying: General															
60230 Postage / Messenger															
60240 Printing	3,000.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	3,000.00
60250 Software															
60270 Telephone	600.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	50.00	600.00
Water & Trash	1,740.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	145.00	1,740.00
Insurance:															
60210 Directors and Operations															
60200 Cablecasters Errors & Omissions															
62040 General Business Liability															
62050 Property															
60300 Insurance, Criminal Coverae															
63040 Insurance, Health															
63050 Insurance, Workers' Comp															
63070 Payroll Service	399.96	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	33.33	399.96
63080 Payroll Tax, Federal	8,000.04	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	666.67	8,000.04
63090 Payroll Tax, State	3,000.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	250.00	3,000.00
Personnel:															
63170 Salaries, Executive Director	20,799.96	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	1,733.33	20,799.96
63180 Salaries, Technician	17,679.96	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	1,473.33	17,679.96
Accountant	15,600.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	1,300.00	15,600.00
63181 Receptionist/Admin	18,200.04	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	1,516.67	18,200.04
Janitor	5,196.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	433.00	5,196.00

Budget Expenses 170,000.00
Net 6,184.04

Salaries

1 Executive Director	PT	20.00	hr	20.00	400.00	52.00	20,800.00	12.00	1,733.33
2 Technician	PT	17.00	hr	20.00	340.00	52.00	17,680.00	12.00	1,473.33
3 Accountant	PT	15.00	hr	20.00	300.00	52.00	16,600.00	12.00	1,300.00
4 Receptionist/Admin	FT	10.00	hr	35.00	350.00	52.00	18,200.00	12.00	1,516.67
5 Janitor	PT	10.00	hr	10.00	100.00	52.00	5,200.00	12.00	433.33

Salaries Total: 72,280.00



May 22, 1981

In reply refer to
344:WBH:mh:g

National Mass Media Tele-
Communication Systems, Inc.
2085 Sutter Street
San Francisco, CA 94115

Purpose : Charitable and Educational
Form of Organization : Corporation
Accounting Period Ending: December 31
Organization Number :

On the basis of the information submitted and provided your present operations continue unchanged or conform to those proposed in your application, you are exempt from state franchise or income tax under Section 23701d, Revenue and Taxation Code. Any change in operation, character or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 3rd month (2 1/2 months) after the close of your annual accounting period.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

Robert Lute, Manager
Exempt Organization Section
Telephone (800) 852-7050

cc: Eddie C. Welbon
Secretary of State
Registrar of Charitable Trusts

FTB 4206-ATS (7-78)

National Mass Media Telecommunication Systems, Inc.
94-2761357

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

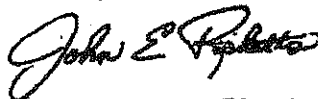
The law requires you to make your organization's annual return available for public inspection without charge for three years after the due date of the return. If your organization had a copy of its application for recognition of exemption on July 15, 1987, it is also required to make available for public inspection a copy of the exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. You can charge only a reasonable fee for reproduction and actual postage costs for the copied materials. The law does not require you to provide copies of public inspection documents that are widely available, such as by posting them on the Internet (World Wide Web). You may be liable for a penalty of \$20 a day for each day you do not make these documents available for public inspection (up to a maximum of \$10,000 in the case of an annual return).

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

This letter affirms your organization's exempt status.

Sincerely,



John E. Ricketts, Director, TE/GE
Customer Account Services

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: April 13, 2001

Person to Contact:
Jackie Johnson 31-07453
Customer Service Specialist

National Mass Media Telecommunication Systems, Inc.
2158 2160 19th Avenue
San Francisco, CA 94116

Toll Free Telephone Number:
8:00 a.m. to 8:30 p.m. EST
877-829-5500

Fax Number:
513-263-3756

Federal Identification Number:
94-2761357

Dear Sir or Madam:

This letter is in response to your request for a copy of your organization's determination letter. This letter will take the place of the copy you requested.

Our records indicate that a determination letter issued in August 1985 granted your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

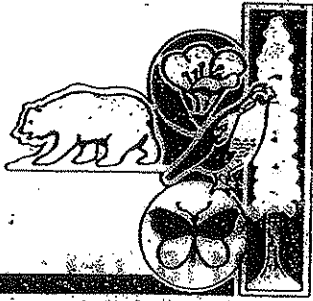
Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Attachment #5



State
of
California

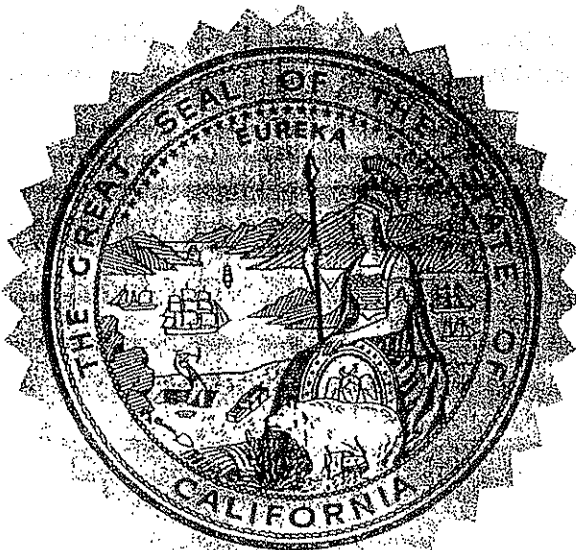
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

JUL 1 1981



March Fong Eu

Secretary of State