

Articles of Incorporation, Amendments to the Articles and
Restated By-Laws for Bloomington Community Radio, Inc.
WFHB(FM-NCE), Bloomington, IN

LOCAL PUBLIC INSPECTION COPY

The attached material was filed with the Federal
Communications Commission, Washington, D.C.,
on the date indicated below.

Section 73.3526 of the FCC rules and Regulations
requires that this material be kept on file for public
inspection during regular business hours.

**Do not remove from or add to the attached
materials.**

GARVEY SCHUBERT BARER
Fifth Floor
1000 Potomac Street, NW
Washington, DC 20007
Telephone: (202) 965-7880
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Date: April 5, 2004



WASHINGTON, DC OFFICE

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GARVEY SCHUBERT BARER

Please reply to MELODIE A. VIRTUE
mvirtue@gsblaw.com TEL EXT 2527

April 5, 2004

Our File No. 21553-00100-61

Marlene H. Dortch, Secretary
Federal Communications Commission
c/o Natek, Inc.
236 Massachusetts Avenue, NE, Suite 110
Washington, DC 20002

Re: **Bloomington Community Radio Inc.**
WFHB(FM-NCE), Bloomington, IN, Facility ID No. 5878
Filing of Contracts Pursuant to FCC Rule 73.3613

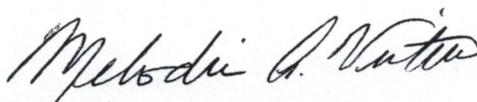
Dear Ms. Dortch:

Submitted herewith on behalf of Bloomington Community Radio Inc., licensee of Non-Commercial Educational Radio Station WFHB(FM-NCE), Bloomington, Indiana, pursuant to FCC Rule 73.3613, is a copy of the following documents:

- Articles of Incorporation dated September 4, 1975;
- Articles of Amendment, dated July 7, 1977;
- Articles of Amendment, dated June 5, 1984;
- Articles of Amendment, dated October 15, 1985; and
- By-Laws (restated), dated January 1999.

Should you have any questions regarding this matter, kindly communicate directly with this office.

Very truly yours,


Melodie A. Virtue

Enclosures
MAV/yg

DC_DOCS:621223.1

Corporate Form No. 364-1 (Aug. 1971)
Page One

ARTICLES OF INCORPORATION
(Not for Profit)

Prescribed by Larry A. Conrad,
Secretary of State of Indiana

INSTRUCTIONS:

Use 8½ x 11 Inch Paper for Inserts

Present 2 Executed Copies to Secretary of
State, Room 155, State House, Indianapolis,
Indiana 46204

FILING FEE is \$13.00

General Requirements — "Non-Profit" means
that the Corporation shall not engage in any
activities for the pecuniary gain of its
members.

ARTICLES OF INCORPORATION
OF

..... COMMUNITY RADIO PROJECTS, INC.

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana Not-For-Profit Corporation Act of 1971, (hereinafter referred to as the "Act"), executed the following Articles of Incorporation.

ARTICLE I
Name

The name of the Corporation is . . . COMMUNITY RADIO PROJECTS, INC.
(The name shall include the word "Corporation" or "Incorporated", or one of the abbreviations thereof.)

ARTICLE II
Purposes

The purposes for which the Corporation is formed are:

Educational, literary and charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1954 through the operation of a not-for-profit radio station sponsored by its listeners and other interested citizens and organizations, and through associated training programs in electronic media use and technology. The Corporation benefits and services will be made available without regard to race, religion, sex or place of national origin.

Corporation
President: Larry A. Gougeon
Secretary of State (Aug. 1971)

ARTICLE III Period of Existence

The period during which the Corporation shall continue is . . . perpetual
(will either be "Perpetual", or, if to be limited, some definite period of time.)

ARTICLE IV Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the Resident Agent in charge of the Corporation's principal office is Mark Hood
(Name)

1130 West 17th Street, Bloomington, INDIANA 47401
(Number and Street or Building) (City) (State) (Zip Code)

Section 2. Principal Office. The post office address of the principal office of the Corporation is

1130 West 17th Street, Bloomington INDIANA 47401
(Number and Street or Building) (City) (State) (Zip Code)

ARTICLE V Membership

(A minimum of three (3) shall have signed the membership list. Directors or Trustees or Incorporators are included in the Membership.)

Section 1. Classes. (If any)

There shall be four (4) classes of membership: sustaining, life, active, and charter.

Section 2. Rights, Preferences, Limitations, and Restrictions of Classes.

CLASSES. Sustaining members shall make contributions of at least Five Dollars (\$5.00) a year for each one-year sustaining membership. Life members shall make a contribution of at least One Hundred Dollars (\$100.00) within one year to obtain a permanent life membership. Active members will have worked either fifty (50) hours as a volunteer or worked two hundred fifty (250) hours of paid time, as directed and computed by the Board of Directors, for each one-year

Section 3. Voting Rights of Classes.

Each person shall have one vote on matters of business at duly called membership meetings, for each active or charter membership he holds. No other class of membership shall have voting rights, except that if no active or charter members are present at a duly called meeting then each life membership shall entitle the holder thereof to two votes and each sustaining membership shall entitle the holder thereof to one vote.

UNIQUE VOTE. The Corporation shall confer upon every member a certificate signed by the President for

LE V
ion 2.
tinued. . .

annual membership an individual shall obtain. Charter members shall be those who are members at the time of incorporation, and they shall have the rights of active members for one year from the time the corporation is formed. No membership shall be issued except by application to the Board of Directors or their designates.

Corporate Secretary
Prescribed by Larry A. Conrad,
Secretary of State (Aug. 1971)

ARTICLE VI Directors

Section 1. Number of Directors. The initial Board of Directors is composed of **three (3)** . . . members. If the exact number of Directors is not stated, the minimum number shall be **three (3)** . . . and the maximum number shall be **five (5)** Provided, however, that the exact number of directors shall be prescribed from time to time in the By-Laws of the Corporation; AND PROVIDED FURTHER THAT UNDER NO CIRCUMSTANCES SHALL THE MINIMUM NUMBER BE LESS THAN THREE (3).

Section 2. Names and Post Office Addresses of the Directors. The name and post office addresses of the initial Board of Directors are:

Name	Number and Street or Building	City	State	Zip Code
Mark Hood	1130 West 17th Street	Bloomington	Indiana	47401
Jeffrey Morris	1130 West 17th St.	Bloomington	Indiana	47401
W. Craig Palmer	718 West 6th St.	Bloomington	Indiana	47401

ARTICLE VII Incorporator(s)

Section 1. Names and Post Office Addresses. The names and post office address(es) of the incorporator(s) of the Corporation is (are) as follows:

Name	Number and Street or Building	City	State	Zip Code
Mark Hood	1130 West 17th Street	Bloomington	Indiana	47401
Jeffrey Morris	1130 West 17th Street	Bloomington	Indiana	47401
W. Craig Palmer	718 West 6th Street	Bloomington	Indiana	47401

Prescribed by Harry A. Van
Secretary of State (Aug. 1971)

ARTICLE VIII
Statement of Property (If any)

A statement of the property and an estimate of the value thereof, to be taken over by this corporation at or upon its incorporation are as follows:

Checking Account, First National Bank, Bloomington, Indiana 47401

ARTICLE IX
Provisions for Regulation and Conduct
Of the Affairs of Corporation
(Can be the "By Laws")

Other provisions, consistent with the laws of this state, for the regulation and conduct of the affairs of this corporation, and creating, defining, limiting or regulating the powers of this corporation, of the directors or of the members or any class or classes of members are as follows:

By the By-Laws

By Larry A. ...
Secretary of State (Aug. 1975)

The undersigned, being one or more persons, do hereby adopt these Articles of Incorporation representing beforehand to the Secretary of State of the State of Indiana and all persons whom it may concern that a membership list or lists of the above named corporation for which a Certificate of Incorporation is hereby applied for, have heretofore been opened in accordance with the law and that at least three (3) persons have signed such membership list.

IN WITNESS WHEREOF, I (we) the undersigned do hereby execute these Articles of Incorporation and certify the truth of the facts herein stated, this . 3rd . day of . September 1975.

Jeffrey M. Morris
(Written Signature)

JEFFREY M. MORRIS
(Printed Signature)

Mark S. Hood
(Written Signature)

MARK S. HOOD
(Printed Signature)

W. Craig Palmer
(Written Signature)

W. CRAIG PALMER
(Printed Signature)

NOTARY ACKNOWLEDGEMENT (required)

State of Indiana

SS:

County of MONROE

Before me, JAN. GOLIGHTLY BRAGDON., a Notary Public in and for said county and State, personally appeared the above incorporator(s) and (severally) acknowledged the execution of the foregoing Articles of Incorporation.

Notary Seal
Required

Jan Golightly Bragdon
(Written Signature)

JAN GOLIGHTLY BRAGDON , Notary Public
(Printed Signature)

My commission expires: August. 28., 1978

WITNESS my hand and Notarial
Seal this . 3rd . day of September .
1975.

This instrument was prepared by . Guy R. Loftman, COLMAN, DARBY, LOWENTHAL & LOFTMAN
(Name)

114 SOUTH GRANT BLOOMINGTON, INDIANA 47401

by Larry A. ...
Secretary of State (Aug. 19. 1)

The undersigned, being one or more persons, do hereby adopt these Articles of Incorporation representing beforehand to the Secretary of State of the State of Indiana and all persons whom it may concern that a membership list or lists of the above named corporation for which a Certificate of Incorporation is hereby applied for, have heretofore been opened in accordance with the law and that at least three (3) persons have signed such membership list.

IN WITNESS WHEREOF, I (we) the undersigned do hereby execute these Articles of Incorporation and certify the truth of the facts herein stated, this . 3rd . day of . . September . . . 19.75.

Jeffrey M. Morris
(Written Signature)
JEFFREY M. MORRIS
(Printed Signature)

Mark S. Hood
(Written Signature)
MARK S. HOOD
(Printed Signature)
W. Craig Palmer
(Written Signature)
W. CRAIG PALMER
(Printed Signature)

NOTARY ACKNOWLEDGEMENT
(required)

State of Indiana

County of MONROE

SS:

Before me, JAN. GOLIGHTLY BRAGDON, a Notary Public in and for said county and State, personally appeared the above incorporator(s) and (severally) acknowledged the execution of the foregoing Articles of Incorporation.

Notary Seal
Required

Jan. Golightly Bragdon
(Written Signature)
GOLIGHTLY BRAGDON, Notary Public
(Printed Signature)

My commission expires: August. 28., 1978

WITNESS my hand and Notarial
Seal this . 3rd . day of September . .
19.75

this instrument was prepared by . Guy R. Loftman, COLMAN, DARBY, LOWENTHAL & LOFTMAN
(Name)
SOUTH GRANT BLOOMINGTON, INDIANA . 47401
(Number and Street or Building) (City) (State) (Zip Code)

FORM 36452

NOTE: This Form is for use by Domestic Not-For-Profit Corporations Incorporated or Reorganized Under The Indiana General Not For Profit Corporation Act Approved March 7, 1935 and The Indiana Not-For-Profit Corporation Act of 1971 Approved September 2, 1971.

If the Amendment is filed pursuant to the terms of the Indiana General Not-For-Profit Corporation Act, triplicate filing should be made with the Secretary of State. After approval one copy should be filed with the County Recorder.

If the Amendment is filed pursuant to the terms of the Indiana Not-For-Profit Corporation Act of 1971, duplicate filing should be made with the Secretary of State. Recording with the County Recorder is not required.

An Amendment filed under either "Act" is to be accompanied with a \$25.00 filing fee.

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF

COMMUNITY RADIO PROJECT, INC.

APPROVED
AND
FILED
JUL 2 1977
Lyndee
SECRETARY OF
STATE OF INDIANA

JAMES H. MANION

(President or Vice President)

and

JEFFREY MORRIS

(Secretary or Assistant Secretary)

of the above named corporation respectfully show that:

1. The above named corporation was organized or reorganized under ~~the General Not-For-Profit Corporation Act, approved March 7, 1935~~ / The Indiana Not-For-Profit Corporation Act of 1971, approved September 2, 1971 (Select the appropriate act) on SEPTEMBER 4, 1975 (Date)

2. The above named Corporation upon the proposal of its board of directors by resolution duly adopted by said board of directors setting forth the proposed amendment and directing that the same be submitted to a vote of the members entitled to vote in respect thereof at a designated meeting of such members and upon the adoption thereof by said members at said meeting as provided by law and as hereinafter more specifically set out, does hereby by NOTARIZED SIGNATURE OF its PRESIDENT - JAMES H. MANION (Pres. or V. Pres.) and SECRETARY - JEFFREY MORRIS (Secy. or Asst. Secy.) execute and acknowledge the following.

Articles of Amendment of its Articles of Incorporation

Text
of

Amendment

THE MANNER AND
VOTE BY WHICH
THE AMENDMENT
WAS ADOPTED

3. (A)

Our CORPORATE NAME OF 'COMMUNITY RADIO
PROJECT, INC.' IS HEREBY AMENDED TO
READ "CLEAR CREEK SOUNDS, INC."The above amendment was adopted in the following manner and by the
following vote, that is to say:The Board of Directors of said Corporation at a duly called (annual or
special meeting of said board held on FEBRUARY 9, 1977
(Date)at 1130 W. 17TH ST., BLOOMINGTON, IN. adopted the
(Place)

following resolution of Articles of Amendment of the Articles of Incorporation of said corporation:

TEXT OF RESOLUTION
OF DIRECTORS"Resolved, That THE NAME COMMUNITY RADIO PROJECT, INC.,
BE CHANGED FORMALLY TO CLEAR CREEK SOUNDS, INC.,
AND THAT UPON ADOPTION OF THIS AMENDMENT, THAT
THE SECRETARY OF STATE BE INSTRUCTED TO SO
CHANGE OUR CORPORATE NAME.""Be it further resolved, that this proposed amendment be submitted to a vote of the members entitled to
vote thereon at (an) REGULAR BOARD OF DIRECTORS meeting, to be held on the 23RD day
of FEBRUARY, 19 77, at 8:30 P.M., AT 1130 W. 17TH ST., BLOOMINGTON, IN. 47401
and the secretary is hereby directed to give Notice thereof as required by law."

At the members' meeting the members entitled to vote in respect of said amendment to the Articles of Incorporation, upon the call and notice required by law, did adopt the above amendment(s) by the affirmative vote of at least a majority of the members entitled to vote thereon.

Membership Vote with Respect to the Proposed Amendment

The number of Members entitled to vote in respect of such Articles of Acceptance, the Members voting in favor of the adoption of such Articles of Acceptance, and the Members voting against such adoption, are as follows:

	TOTAL
Members entitled to vote:	<u>7</u>
Members voted in favor:	<u>7</u>
Members voted against:	<u>0</u>

Compliance with Legal Requirements

The manner of the adoption of such Articles of Amendment, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

In witness whereof the undersigned JAMES H. MANION and
(President or Vice President)
JEFFREY MORRIS, respectively, of said corporation
(Secretary or Asst. Secretary)
have unto set their hand and seal this 19TH day of JUNE, 19 77.

James H. Manion
(President or Vice President)
Jeffrey M. Morris
(Secretary or Assistant Secretary)

STATE OF INDIANA)
COUNTY OF MONROE)

Before me, BRENDA D. BOLE, a notary public in and for said county and state,
personally appeared JAMES HENRY MANION and JEFFREY M. MORRIS
well known to me to be the President and Secretary
(Pres. or Vice Pres.) (Secy. or Asst. Secy.)

respectively, of the above-named corporation and severally acknowledge the execution of the foregoing Articles
of Amendment.

Brenda D. Bole
Notary Public

(SEAL)

My commission expires July 19, 1979

SS-C-35
State Form 37019STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AMENDMENT

OF

CLEAR CREEK SOUNDS, INC.

To Whom These Presents Come, Greeting:

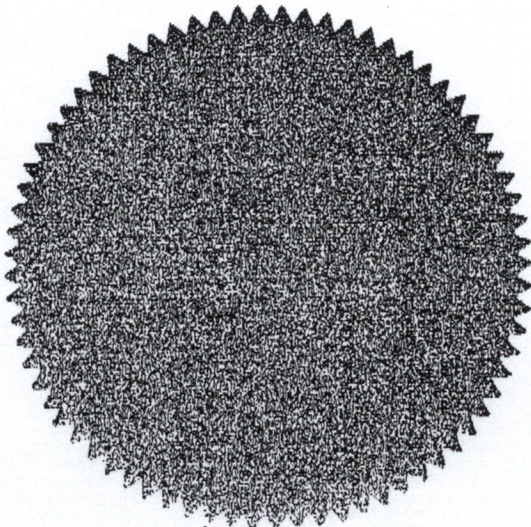
I, EDWIN J. SIMCOX, Secretary of State of Indiana, hereby certify that the name of the corporation is amended as follows:

BLOOMINGTON COMMUNITY RADIO, INC.

a corporation duly organized and existing under the laws of the State of Indiana, has this day filed in the office of the Secretary of State, Articles of Amendment showing an amendment to the articles of incorporation of said company, in accordance with the ~~Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)~~ / The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1).

WHEREAS, upon due examination, I find that they conform to law:

NOW, THEREFORE, I, EDWIN J. SIMCOX, Secretary of State, hereby certify that I have this day endorsed my approval upon all copies of Articles so presented, and, having received the fees required by law, have filed one copy of the Articles in this office and returned the remaining copies bearing the endorsement of my approval to the Corporation.



In Witness Whereof, I have hereunto set my hand and affixed

the seal of the State of Indiana, at the City of Indianapolis,

this 5th day of

JUNE, 19 84

Edwin J. Simcox

EDWIN J. SIMCOX, Secretary of State

By Laurie Filipovich

Deputy



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

State Form 4161R2/Corporate Form No. 364-2 (August 1983)
Articles of Amendment (Amending Individual Articles Only) NOT-FOR-PROFIT
Prescribed by Edwin J. Simcox, Secretary of State of Indiana

Instructions: Present 2 Executed Copies to:

SECRETARY OF STATE
Room 155, State House
Indianapolis, Indiana 46204

APPROVED

JUN 05 1984

APPROVED
AND

FILED

JUN 05 1984

SECRETARY OF STATE OF INDIANA SECRETARY OF STATE OF INDIANA

FILING FEE IS \$26.00

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

CLEAR CREEK SOUNDS, INC.

The undersigned officers of

CLEAR CREEK SOUNDS, INC.

(hereinafter referred to as the "Corporation") existing pursuant to the provisions of:
(check appropriate box)

☒ The Indiana Not-For-Profit Corporation
Act of 1971 (I.C. 23-7-1.1), as amended

☐ Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)

(hereinafter referred to as the "Act") desiring to give notice of corporate action effectuating amendment to its Articles of Incorporation
certify the following facts:

ARTICLE I Amendment(s)

SECTION 1 The date of incorporation of the corporation is:

SEPTEMBER 4 1975

SECTION 2 The name of the corporation following this amendment to the Articles of Incorporation is:

BLOOMINGTON COMMUNITY RADIO, INC.

SECTION 3

The exact text of Article(s) ARTICLE I of the Articles of Incorporation is now as follows.

THE NAME OF THE CORPORATION IS
BLOOMINGTON COMMUNITY RADIO, INC.

ARTICLE II Manner of Adoption and Vote

SECTION 1 Action by Directors

The Board of Directors of the Corporation duly adopted a resolution proposing to amend the terms and provisions of

Article(s) ARTICLE F of the Articles of Incorporation and directing a meeting of the members, to be held on MAY 20, 1984, allowing such members to vote on the proposed amendment.

The resolution was adopted by: (select appropriate paragraph)

(a) Vote of the Board of Directors at a meeting held on MAY 20, 19 84, at which a quorum of such Board was present.

(b) Written consent executed on _____, 19 _____, and signed by all members of the Board of Directors.

SECTION 2 Action by Members

The members of the corporation entitled to vote in respect to the Articles of Amendment adopted the proposed Amendment.

The proposed Amendment was adopted by: (select appropriate paragraph)

(a) Vote of such members during the meeting as called by the Board of Directors. The result of such vote is as follows:

	TOTAL
MEMBERS ENTITLED TO VOTE:	5
MEMBERS VOTED IN FAVOR:	5
MEMBERS VOTED AGAINST:	0

(b) Written consent executed on MAY 20, 19 84, and signed by all such members.

SECTION 3 Compliance with legal requirements

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify subject to penalties or perjury that the facts contained herein are true.

Current Officer's Signature

Jeffrey M. Morris

Officer's Name Printed

JEFFREY M. MORRIS

Officer's Title

SECRETARY

SS-C-36
State Form 37019

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AMENDMENT

To Whom These Presents Come, Greeting:

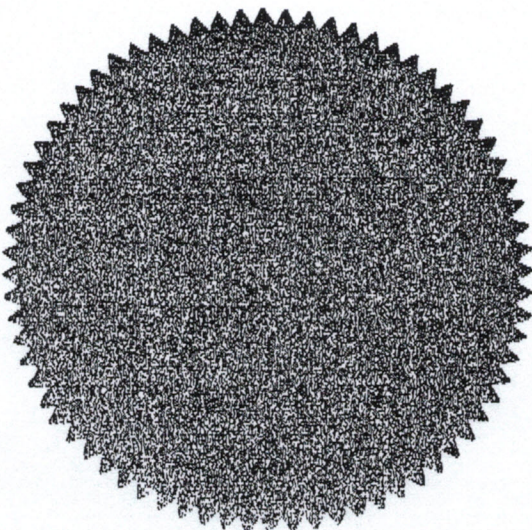
I, EDWIN J. SIMCOX, Secretary of State of Indiana, hereby certify that

BLOOMINGTON COMMUNITY RADIO, INC.

a corporation duly organized and existing under the laws of the State of Indiana, has this day filed in the office of the Secretary of State, Articles of Amendment showing an amendment to the articles of incorporation of said company, in accordance with the ~~Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)~~ The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1).

WHEREAS, upon due examination, I find that they conform to law:

NOW, THEREFORE, I, EDWIN J. SIMCOX, Secretary of State, hereby certify that I have this day endorsed my approval upon all copies of Articles so presented, and, having received the fees required by law, have filed one copy of the Articles in this office and returned the remaining copies bearing the endorsement of my approval to the Corporation.



In Witness Whereof, I have hereunto set my hand and affixed
the seal of the State of Indiana, at the City of Indianapolis,
this 15th day of

OCTOBER, 19 85

Edwin J. Simcox
EDWIN J. SIMCOX, Secretary of State

By Rebecca F. Depina
Deputy

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION**

State Form 4161R3/Corporate Form No. 384-2 (August 1984)

Articles of Amendment (Amending Individual Articles Only) NOT-FOR-PROFIT

Prescribed by Edwin J. Simcox, Secretary of State of Indiana

Instructions: Present 2 Executed Copies to:

SECRETARY OF STATE
Room 155, State House
Indianapolis, Indiana 46204

FILING FEE IS \$26.00

APPROVED
AND
FILED
OCT 15 1985
Edwin J. Simcox
SECRETARY OF STATE OF INDIANA**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**The undersigned officers of **Bloomington Community Radio, Inc.**(hereinafter referred to as the "Corporation") existing pursuant to the provisions of:
(check appropriate box)☒ The Indiana Not-For-Profit Corporation
Act of 1971 (I.C. 23-7-1.1), as amended☐ Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)(hereinafter referred to as the "Act") desiring to give notice of corporate action effectuating amendment to its Articles of Incorporation
certify the following facts:**ARTICLE I Amendment(s)**SECTION 1 The date of incorporation of the corporation is: **September 4, 1975**SECTION 2 The name of the corporation following this amendment to the Articles of Incorporation is:
Bloomington Community Radio, Inc.**SECTION 3**The exact text of Article(s) **II, IV, and V** of the Articles of Incorporation is now as follows.

II: The purposes for which the corporation is formed are educational, literary, and charitable purposes within the meaning of S 501 (c)(3) of the internal revenue code of 1954 through the operation of a not-for-profit corporation sponsored by its members and other interested citizens and organizations. The corporation benefits and services will be made without regard to race, religion, or place of national origin.

IV: The name and address of the resident agent is: **Brian Kearney**
PO Box 1702
Bloomington, In. 47402

The address of the principal office of the corporation is:
PO Box 1973
Bloomington, In. 47402

V: Section 1--Classes: The classes of the corporation shall be determined in the by-laws.

Section 2--Rights, preferences, limitations, and restrictions of classes:
Rights and responsibilities of members shall be determined in the by-laws.

ARTICLE II Manner of Adoption and Vote

SECTION 1 Action by Directors

The Board of Directors of the Corporation duly adopted a resolution proposing to amend the terms and provisions of

Article(s) II, IV, and V of the Articles of Incorporation and directing a meeting of the members,

to be held on September 12, 1985, allowing such members to vote on the proposed amendment.

The resolution was adopted by: (select appropriate paragraph)

(a) Vote of the Board of Directors at a meeting held on September 12, 1985,
at which a quorum of such Board was present.

(b) Written consent executed on _____, 19____, and signed by all members of the
Board of Directors.

SECTION 2 Action by Members

The members of the corporation entitled to vote in respect to the Articles of Amendment adopted the proposed Amendment.

The proposed Amendment was adopted by: (select appropriate paragraph)

(a) Vote of such members during the meeting as called by the Board of Directors. The result of such vote is as follows:

	TOTAL
MEMBERS ENTITLED TO VOTE:	5
MEMBERS VOTED IN FAVOR:	5
MEMBERS VOTED AGAINST:	0

(b) Written consent executed on _____, 19____, and signed by all such members.

SECTION 3 Compliance with legal requirements

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify subject to penalties or perjury that the facts contained herein are true.

Current Officer's Signature

Brian Kearney

Officer's Name Printed

Brian Kearney

Officer's Title

President

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
 State Form 4161R3/Corporate Form No. 364-2 (August 1984)
 Articles of Amendment (Amending Individual Articles Only) NOT-FOR-PROFIT
 Prescribed by Edwin J. Simcox, Secretary of State of Indiana

Instructions: Present 2 Executed Copies to:

SECRETARY OF STATE
 Room 155, State House
 Indianapolis, Indiana 46204

FILING FEE IS \$26.00

**ARTICLES OF AMENDMENT
 TO THE
 ARTICLES OF INCORPORATION
 OF**

RECEIVED
CORPORATIONS DIV.

06 MAY 7 AIO : 43

EDWIN J. SIMCOX
SECRETARY OF STATEFILED
IND. SECRETARY OF STATEThe undersigned officers of **Bloomington Community Radio, Inc.**

(hereinafter referred to as the "Corporation") existing pursuant to the provisions of:
 (check appropriate box)

☒ The Indiana Not-For-Profit Corporation
 Act of 1971 (I.C. 23-7-1.1), as amended

☐ Indiana General Not-For-Profit Corporation Act (approved March 7, 1935)

(hereinafter referred to as the "Act") desiring to give notice of corporate action effectuating amendment to its Articles of Incorporation
 certify the following facts:

ARTICLE I Amendment(s)

SECTION 1 The date of Incorporation of the corporation is:

September 4, 1975

SECTION 2 The name of the corporation following this amendment to the Articles of Incorporation is:

Bloomington Community Radio, Inc.

SECTION 3

The exact text of Article(s)

III

of the Articles of Incorporation is now as follows.

**ARTICLE III
 Period of Existence**

The period during which the Corporation shall continue is perpetual. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Monroe County, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

ARTICLE II Manner of Adoption and Vote

SECTION 1 Action by Directors

The Board of Directors of the Corporation duly adopted a resolution proposing to amend the terms and provisions of

Article(s) III of the Articles of Incorporation and directing a meeting of the members, to be held on May 2, 1986, allowing such members to vote on the proposed amendment.

The resolution was adopted by: (select appropriate paragraph)

(a) Vote of the Board of Directors at a meeting held on May 2, 19 86, at which a quorum of such Board was present.

(b) Written consent executed on _____, 19____, and signed by all members of the Board of Directors.

SECTION 2 Action by Members

The members of the corporation entitled to vote in respect to the Articles of Amendment adopted the proposed Amendment.

The proposed Amendment was adopted by: (select appropriate paragraph)

(a) Vote of such members during the meeting as called by the Board of Directors. The result of such vote is as follows:

	TOTAL
MEMBERS ENTITLED TO VOTE	7
MEMBERS VOTED IN FAVOR:	7
MEMBERS VOTED AGAINST:	0

(b) Written consent executed on _____, 19____, and signed by all such members.

SECTION 3 Compliance with legal requirements

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify subject to penalties or perjury that the facts contained herein are true.

Current Officer's Signature

Brian Kearney

Officer's Name Printed

Brian Kearney

Officer's Title

President

Bylaws of Bloomington Community Radio, Inc.
A Corporation Organized Under The General Not-For-Profit Corporation Law of Indiana
Ratified January 1999

Article One: Name

The name of the Corporation is Bloomington Community Radio, Inc. also referred to as BCR.

Article Two: Definitions

2.1 Board Defined.

As used herein, the term "Board" shall be defined as the Board of Directors of the Corporation.

2.2 Officer Defined.

As used herein, the term "Officer" shall be defined as an Officer of the Corporation or an Officer of the Board of Directors, as the case may be.

2.3 Member Defined.

As used herein, the term "Member" shall be defined as any individual, group of individuals or organization who has made the required minimum contribution to the Corporation.

Article Three: Offices

The principal offices of the Corporation shall be located in Bloomington, Indiana. The Corporation may have such other offices, either within or without the state of Indiana, as the Board may determine from time to time.

Article Four: Purpose

The purposes of the Corporation are the development and operation of non-commercial, educational broadcast facilities, the carrying out of educational and media activities and such other projects as may be related to public education or communication.

Article Five: Membership

5.1 Authority of the Board of Directors.

In accordance with these bylaws, and/or in the event of an individual dispute, the Board of Directors may determine the Membership of the Corporation.

5.2 Classes of Membership.

5.2.1 A Participating Member in the Corporation shall be any person who has met the required minimum amount of work as defined in these Bylaws. Participating Members shall have the right to vote on the election of Directors and on any other matters brought before the Membership for an electoral decision. Members of the Board and paid employees of the Corporation shall be considered Participating Members for as long as they continue in their positions.

5.2.2 A Contributing Member in the Corporation shall be any person who has made the minimum monetary contribution to the Corporation as determined by the Board of Directors. A Contributing Member shall have no voting power.

5.3 Terms of Membership.

5.3.1 The term of Membership for a Participating Member shall extend for twelve (12) months from the first day of the first month in which the required minimum amount of work has been met.

5.3.2 The term of Membership for a Contributing Member shall extend for twelve (12) months from the first of the month in which the contribution was made.

5.4 Definitions.

5.4.1 The minimum monetary contribution shall be established by the Board and may be changed from time to time by the Board when deemed appropriate; said changes may be made on a case by case basis.

5.4.2 The required minimum amount of work for a Participating Member shall be a total of thirty (30) hours of authorized work for the Corporation, paid or unpaid, within any consecutive 12-month period. During this period, at least four (4) hours of work must be done during each of three (3) different months.

5.5 Resignation from Membership.

A Member may resign from Membership at any time by submitting written notice of resignation to the Board.

However, no Member shall be entitled to any refund of any contribution or gift made to the Corporation.

5.6 Membership Meetings.

A list of the names of all valid Participating Members shall be posted in a prominent location at the main offices of the Corporation no later than 24 hours prior to any Membership Meeting. The first order of business at each Meeting shall be the hearing of any dispute regarding the list of Participating Members. In the event

of any dispute, those members of the Board of Directors and any paid Staff Members present shall resign to a separate area to discuss the names in question. The recommendation of any two paid Staff Members and the majority vote of those Board Members present shall be required for each disputed name to be added to or deleted from the list of Participating Members. The Secretary shall then announce any changes made to the list of Participating Members.

5.6.1 Annual Meeting.

The Members shall meet annually for the following purposes: to elect Board Members, to receive reports from the Board and the Staff, to offer recommendations to the Board and the Staff, and to act upon any other business requiring the input or vote of the Participating Membership. The Annual Meeting of the Membership shall be held at a time and place designated by the Board. In no event shall the Meeting be held later than June 15th of each year. Should the Board fail to designate any other place or date for the Meeting, the Meeting shall be held at the main offices of the Corporation at 8:00 pm on the last Wednesday before June 15th. Each Member shall be notified in writing of the date, time and place of the Annual Meeting.

5.6.2 Quorum.

The attendance of twenty percent (20%) of Participating Members at a meeting shall constitute a quorum at that Meeting. The vote or recommendation of the majority (51%) of Participating Members (including valid absentee ballots) shall be the act or recommendation of the Members.

5.6.3 Call of Meetings.

Meetings of the Members other than the Annual Meeting may be called by the Board, or by a petition signed by 20% of the Participating Membership, and directed to the secretary at least thirty (30) days before the proposed date of the Meeting.

5.6.4 Notice of Meeting.

Notice of any Meeting of Members shall be given at least fourteen (14) days prior thereto by written notice to each Member at his/her address of record. If mailed, such notice shall be deemed delivered when deposited in the United States mail, properly addressed and with the postage thereon prepaid.

5.6.5 Waiver of Notice.

When written notice is to be given to any Member under the articles of incorporation, Bylaws, or any provision of law, a waiver of the notice in writing, signed at any time by the Member entitled to the notice shall be equivalent of giving notice. The attendance of a Member at a Meeting shall constitute a waiver of notice of the Meeting.

5.6.6 Absentee Voting.

Absentee ballots shall be provided to the membership for the purposes of voting on any issue. Absentee ballots, properly signed by a valid Participating Member, must be received by the Secretary no later than the scheduled time that a meeting is convened or as otherwise defined in these bylaws. No other form of absentee ballot or proxy shall be accepted as valid.

Article 6: Board of Directors.

6.1 Membership of the Board.

6.1.1 General Powers.

The Board is the final authority on all matters pertaining to the functioning of the Corporation.

The business management of the Corporation, its finances, and its properties shall be trusted to the Board. The Board shall have the authority to transact the necessary business of the Corporation between Meetings of the Participating Members. The Board shall employ all paid staff, and have the power to remove any staff member if he or she fails to perform the duties of his/her position. The Board is similarly empowered to remove any Member of the Board of Advisors that fails to perform the duties of that position.

6.1.2 Composition of the Board.

The Board shall consist of at least seven (7) and no more than nine (9) elected, voting Members. The Station Manager shall serve as a non-elected, non-voting member of the Board. No other Members of the Board may also hold paid staff positions. In the event of the resignation of a Member of the Board, fewer than seven Members shall be allowed until a replacement is found.

6.1.3 Term of Office.

The term of office of a Director shall be three (3) years from the date of election. Elections shall be held at the Annual Meeting of the Corporation. The terms of office shall be so arranged that at least one (1) Director is elected at each Annual Meeting.

6.1.4 Vacancies.

If a seat on the Board becomes vacant, through resignation or for any other reason, the remaining Directors will elect a new Member to complete the term of office. The new Director's term of office will expire on the same date on which the previous Director's term would have expired.

6.2 Member Election of Directors.

6.2.1 Nominations.

Nominations for the office of Director must be submitted in one of the following ways:

1) The Board shall appoint a nominating committee which shall submit at least one (1) but no more than two (2) nominations for each seat to be filled. These nominations must be made public at least sixty (60) days prior to the Annual Meeting by posting in a prominent location at the main offices of the Corporation.

2) Participating Members may add names to the list of candidates by submitting petitions to the Board. Such petitions must be signed by at least ten (10) valid Participating Members. A Participating Member may sign only one (1) such petition for each seat to be filled. Petitions must be submitted to the Board no later than thirty (30) days prior to the Annual Meeting.

3) The Board may nominate one (1) name, at or before the Annual Meeting, for each seat to be filled.

Nominees should be willing to serve the proposed term.

6.2.2 Elections.

The only people eligible to be elected to the Board are those that have been duly nominated. Directors shall be elected by majority vote of Participating Members, either in person or by absentee ballot, voting at the Annual Meeting at which a quorum is present. Each Participating Member shall have one vote for each position to be filled. There shall be no cumulative voting. Absentee ballots, properly signed and received before the Annual Meeting shall be counted only on the first ballot for each seat. If no candidate receives a majority vote, or in the case of a tie, the Participating Members present will cast additional ballots until all seats have been filled. In the event that a position is not filled by election, the Board shall be required to call another Meeting of Participating Members within ninety (90) days for the purpose of election for the unfilled seat(s).

Any disputes about the election process may be appealed to, and will be decided by, a majority vote of all Directors who are not standing for election at that time.

6.3 Meetings and Procedures.

All actions of the Board shall be decided by the majority vote of those members at a meeting at which a quorum is present, unless otherwise provided in these Bylaws. Fifty-one percent (51%) of the voting members of the Board, shall constitute a quorum. The Station Manager shall not be considered for purposes of establishing a quorum. Members of the Board may cast votes and participate in a meeting by telephone. Board Members may cast votes on specific issues in writing, by telephone, or by any other reasonable means, up to 48 hours before or after a meeting.

6.3.1 Annual Meeting.

The Annual Meeting of the Board shall be held, without notice other than the Bylaws, immediately following and at the same location as the Annual Membership Meeting. The purpose of the Annual Meeting shall be to receive reports from the Officers, Directors, committees, and the general manager, and for other such business as may be transacted at a regular Meeting. In addition, Officers for the upcoming year shall also be chosen. If for any reason the Annual Meeting is not held the scheduled time, it shall be held as soon as may be convenient.

6.3.2 Regular Meetings.

The Board may provide, by resolution, the time and place for holding additional Meetings, without notice other than the resolution.

6.3.3 Special Meetings.

Special Meetings of the Board may be called by any three (3) Directors. The Directors may fix the time and place of such Meeting.

6.3.4 Notice of Meetings.

Notice of Annual or Special Meetings of the Board shall be given in person, by mail, or by telephone to each Director at least ten (10) days before each Meeting.

6.3.5 Written Action.

Any action which might be taken at a Board Meeting, or at a Meeting of any committee established by the Board, may be taken without a meeting if done in writing and signed by all Members of the Board or

committee. Approval of such action shall be made as required in the bylaws for the issue under consideration.

6.3.6 Committees.

The Board may establish committees to carry out specific tasks and to make recommendations to the Board. The Board may determine the number of persons to comprise any committee. All committees shall be responsible to the Board. Committees may be dissolved by completion of assigned tasks or by resolution of the Board. Committees can determine the date and time of their Meetings.

6.3.7 Resignation of Board Members.

A resignation from the Board of Directors shall be submitted in writing to the President, who will present it at the first Meeting of the Board following its reception.

6.3.8 Removal of Board Member(s).

A Director may be removed from office only by a unanimous vote of all of the remaining Board Members and a majority vote of all Participating Members. Absentee votes will be accepted.

6.3.9 Waiver of Notice.

When written notice is to be given to any Director under the articles of incorporation, Bylaws, or any provision of law, a waiver of the notice in writing, signed at any time by the Director entitled to the notice shall be equivalent of giving notice. The attendance of a Director at a Meeting shall constitute a waiver of notice of the Meeting.

Article Seven: Corporate Officers

7.1 Offices.

The principal Officers of the Corporation shall be a President/Chair, a Secretary, and a Treasurer. Each of the principal Officers shall be elected by the Board. Other Officers and Assistant Officers as may be deemed necessary may be elected or appointed by the Board. Any two or more offices may be held by the same person, except the offices of President and Secretary. The Officers of the Corporation shall also be the Officers of the Board.

7.1.1 President/Chair. The President/Chair shall be the Chief Officer of the Corporation and shall preside at all Meetings of the Board.

7.1.2 Secretary. The Secretary shall keep the minutes of the Meetings of the Board, or said minutes shall be kept at the Secretary's direction; shall see that all notices are duly given in accordance with these by-laws; shall see that all elections are duly and correctly held; and shall perform such related duties as from time to time may be assigned to him or her by the President or the Board. The Secretary shall preside at any Meeting of the Board at which the President is absent.

7.1.3 Treasurer. The Treasurer of the Corporation will perform the duties normally assigned to his or her office and shall preside at any Meeting of the Board at which the President and the Secretary are absent.

7.2 Election and Term of Office.

The Officers of the Corporation shall be elected by the Board of Directors at the Annual Meeting of the Board and will serve terms of one (1) year.

7.3 Resignation.

A resignation by an Officer shall be submitted in writing to the Board at a Board Meeting. The Officer shall continue to perform the duties of his or her office until a replacement has been found.

7.4 Removal.

Any Officer may be removed by the Board whenever in its best judgment the best interests of the Corporation would be served by removal. An Officer may be removed by a vote of no less than two-thirds (2/3) of the full Board of Directors, excluding the Officer in question.

7.5 Replacement of Resigned or Removed Officer.

The Board shall be notified as soon as possible of the need to replace an Officer. The Board will then elect a replacement within two (2) months of the date of the vacancy to fill the unexpired term of the Officer.

Article Eight: Executive Committee

8.1 Membership and Election.

The Board may at their discretion decide to form an Executive Committee. Should they do so, this Executive Committee shall consist of at least three (3) Members of the Board, and shall be elected by the majority vote of the full Board of Directors.

8.2 Duties.

The Executive Committee shall be charged with handling emergency matters between regular Board Meetings, reviewing personnel problems, and handling any other matter specifically delegated to it by the full Board.

8.3 Reconsideration of Executive Committee Actions by the Full Board.

Any Director, including any Member of the executive committee, may move for reconsideration by the full Board of any decision of the committee. The full Board shall adopt a procedure for the review of committee decisions.

Article Nine: Community Advisory Board

The Board may select from the community at large an unspecified number of persons to serve on an advisory panel known as the Board of Advisors, for terms of one (1) year. These Advisors may be reappointed for such additional one (1) year terms as the Board may deem proper. The Advisors shall serve in an advisory capacity to the Board of Directors. Members of the Board of Advisors shall not be Staff Members. The Advisory Board Membership should reasonably reflect the diverse needs and interests of the community.

Article Ten: Contracts, Loans, Checks and Deposits: Special Corporate Acts.

The Board may authorize any Officer or Officers, their agent or agents, to enter into any contract or to execute or deliver any instrument in the name of or on behalf of the Corporation. This authorization may be general or confined to specific instances. In the absence of other designations, all deeds, mortgages, and instruments of assignment or pledge made by the Corporation shall be executed in the name of the Corporation by the chair or the secretary, or by an assistant secretary, the treasurer or assistant treasurer. The secretary or an assistant secretary, when necessary or required, shall affix the corporate seal to instruments. When executed no other party to the instrument or any third party shall be required to inquire about the authority of the signing Officer or Officers.

Article Eleven: Rights of Members

11.1 Equal Opportunity.

Staff, management, and Directors of the Corporation shall not consider racial characteristics, ethnic background, personal beliefs, sex, physical disabilities, or sexual orientation in making any decisions about membership status, employment, or participation in the activities of the Corporation.

11.2 Free Speech.

The Members' right of free speech shall not be abridged or restricted by the Corporation, either during broadcasting or other operations, except as may be required by law.

11.3 Disciplinary Action.

Accusations which may warrant disciplinary action by the staff, management, or Board of Directors shall be considered only if they are based upon specific grounds. Any person so accused shall have the right to defend themselves in the presence of those who bring the accusations.

11.4 Right of Appeal.

Members shall have the right to appeal the decisions of the staff, management, or Executive Committee to the full Board of Directors.

11.5 Due Process.

Membership status shall not be changed or denied to anyone without due process under these Bylaws and the laws of the State of Indiana.

11.6 Decision Making.

Staff, management, and Directors who are under consideration for disciplinary action shall disqualify themselves from participation in the decision-making process, without prejudice to any of their rights as set forth in these Bylaws.

Article Twelve: Obligations to Candidates for Membership

No person shall be offered any position based upon that person's monetary donations or promises of monetary donations to this Corporation. No contractual obligations as a provision of a grant of monies or other assets to this Corporation shall be made without the approval of the Board.

Article Thirteen: Amendments

Amendments of these Bylaws may be proposed by either twenty-five percent (25%) of the Participating Members or twenty percent (20%) of the Board of Directors. Amendments shall first be submitted to the Board for

review. Three-fourths (3/4) of the full Board must approve the proposed amendment. The proposed amendment must then be submitted by the Board to the full Participating Membership within ninety (90) days of its approval by the Board. Absentee ballots shall be provided to the Participating Members when written notice of the Membership Meeting is sent. Initial approval of the amendment must be made by at least fifty-one percent (51%) of the Participating Membership, including valid absentee ballots, at a meeting at which a quorum is present. After approval, an amendment must be ratified by a second vote, including absentee ballots, no sooner than thirty (30) days following the initial approval of the amendment. Ratification of an amendment must be made by the affirmative vote of fifty-one percent (51%) of the Participating Members.

Article Fourteen: Severability

If any section, clause, provision, or portion of these Bylaws is judged unconstitutional or invalid by a court or competent jurisdiction, the remainder of the Bylaws shall not be affected.

Article Fifteen: Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Monroe County exclusively for such purpose, or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

This Revision of the Bylaws of Bloomington Community Radio, Inc. is hereby accepted by all current members of the Board of Directors, and is ratified by majority vote of the Participating Members of the Corporation:

Brian Kearney, President	Date	
Patti Powell, Secretary/Treasurer	Date	
Clarence Boone	Date	
Jeannette Brown	Date	
James Elliott	Date	
Carrol Krause	Date	
Richard Malone	Date	
Gwen McCay	Date	
Jonathan Coke, Station Manager	Date	

