



PROPOSED AMENDMENT TO BBG BY-LAWS: Presiding Governor and Alternate Presiding Governor

The International Broadcasting Act of 1994 (as amended) is silent about how the Board should proceed in the event the Chair steps down or becomes otherwise unable to perform his or her duties prior to the end of his or her term.

During a special telephonic meeting of the Board on Saturday, February 11, 2012, the Board decided to appoint Governor Michael Lynton as the “Presiding Governor” on an interim basis until such time as the Board selects an alternate Presiding Governor, Governor Lynton chooses to step down as presiding Governor, or a new Chairman is appointed by the White House and confirmed by the Senate.

The plenary Board adopted the following Governance Committee statement of authorities of the Presiding Governor at the March 8, 2012 Board meeting:

The Presiding Governor shall exercise the roles and authorities of the Chair of the Board, as such roles and authorities are defined in these By-Laws.

In the event that the Board appoints a Presiding Governor, the Presiding Governor may select an alternate Presiding Governor with the approval of the plenary Board. The alternate Presiding Governor shall have the authority to preside at meetings of the Board in the event the Presiding Governor is absent from a meeting or is otherwise unable to perform his or her duties.

The following By-Law amendment is proposed to bring the BBG By-Laws in line with the Board’s decisions:

3.06 PRESIDING GOVERNOR

In the event that the Chair of the Board steps down or becomes otherwise unable to perform his or her duties, the plenary Board may designate any other Governor to serve as Presiding Governor. The Presiding Governor shall exercise the roles and authorities of the Chair of the Board, as such roles and authorities are defined in these By-Laws and the decisions of the Board. Notwithstanding the foregoing, during the tenure of the Presiding Governor, the authority of the Chair to evaluate the performance of the IBB Director included in BBG By-laws §3.01 shall be exercised by the Board acting as Committee of the Whole, and shall not be exercised solely by the Presiding Governor. The Presiding Governor shall serve on an interim basis until such time as the Board selects a different Presiding Governor, the Presiding Governor chooses to step down as Presiding Governor, or a new Chairman is appointed by the President and confirmed by the Senate.

3.07 ALTERNATE PRESIDING GOVERNOR

In the event that the Board appoints a Presiding Governor, the Presiding Governor may select an alternate Presiding Governor with the approval of the plenary Board. The alternate Presiding Governor shall have the authority to call and preside at meetings of the Board in the event the Presiding Governor is absent from a meeting or is otherwise unable to perform his or her duties.