

FEDERAL COMMUNICATIONS COMMISSION

CLASS OF STATION FM

AKA

The following application is submitted for action by the Chief, Broadcast Bureau.

ST	FILE NUMBER	CALL	APPLICANT AND LOCATION	NATURE OF APPLICATION
PA	BPED -891019MF N/M	NEW 89.3MHZ	LEHIGH VALLEY COMMUNITY BR/CST ASSOC ALLENTOWN PA	CP FOR A NEW FM EDUCATIONAL ON: FREQ 89.3 MHZ. ERP: 0.12 KW V: HAAT: 245 METERS V; 40 33 54 75 26 26

LICENSE EXPIRATION DATE _____

30-PK: 11-7-89

Stacey Ashton
for CHIEF, LICENSE DIVISION

RECOMMENDATION: GRANT () CONSTRUCTION DATES, START _____ END _____

CONTESTED () UNCONTESTED ()

93-37

Jim Wolf
6/11/90 DLH

26

APPROVED _____

FOR CHIEF, BROADCAST BUREAU

F.C.C.-WASHINGTON, D.C.

LVCBA

Lehigh Valley Community Broadcasters Association, Inc.

P.O. Box 4567, Allentown, PA 18105

OCT 19 1989

DC MAIL BRANCH

ORIGINAL

October 10, 1989

RECEIVED

OCT 19 1989

FM EXAMINERS

Ms. Donna R. Searcy
Secretary
Federal Communications Commission
Washington, DC 20554

Dear Ms. Searcy:

Find attached an original and two copies of FCC Form 340 requesting authority to construct a new non-commercial educational FM station at Allentown, Pennsylvania.

Since the application is for a non-commercial facility, no filing fee is required.

Kindly direct any additional questions to the undersigned.

Respectfully yours,

LVCBA BOARD OF DIRECTORS



Geoffrey H. Chambers
President
(215) 776-0363

Enclosure

OCT 19 1989

APPLICATION FOR CONSTRUCTION PERMIT FOR
NONCOMMERCIAL EDUCATIONAL BROADCAST STATION
(Carefully read instructions before filing form) Return only form to FCC

See Page 23 for information regarding... ORIGINAL

For Commission Use Only
EPED - 891019MF
File No.
Code 30 P.U. 1-7-89

Section I - GENERAL INFORMATION

1. Name of Applicant
LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION, BOARD OF DIRECTORS

Street Address or P.O. Box
P.O. Box 1456

City Allentown	State Pa.	ZIP Code 18105
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Telephone No. (Include Area Code)
(215) 821-9188

Send notices and communications to the following person at the address below:

Name
**Geoffrey Chambers
President**

Street Address or P.O. Box
P.O. Box 1456

City Allentown	State Pa.	ZIP Code 18105
--------------------------	---------------------	--------------------------

Telephone No. (Include Area Code)
(215) 776-0363

2. This application is for: AM FM TV

(a) Channel No. or Frequency
Channel 207 A 89.3

(b) Principal Community	City Allentown	State Pa.
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(c) Check one of the following boxes:

- Application for **NEW** station
- MAJOR** change in licensed facilities; call sign: _____
- MINOR** change in licensed facilities; call sign: _____
- MAJOR** modification of construction permit; call sign: _____
- File No. of construction permit: _____
- MINOR** modification of construction permit; call sign: _____
- File No. of construction permit: _____
- AMENDMENT** to pending application; application file number: _____

RECEIVED

OCT 19 1989

FM EXAMINERS

NOTE: It is not necessary to use this form to amend a previously filed application. Should you do so, however, please submit only Section I and those other portions of the form that contain the amended information.

3. Is this application mutually exclusive with a renewal application? Yes No

If Yes, state: 89.3MHz	Call letters	Community of License	
		City	State

EPED -891019MF NEW
ALLENTOWN PA
LEHIGH VALLEY COMMUNITY BR/CST ASSO

Extend
11.8.89

Section II - LEGAL QUALIFICATIONS

Name of Applicant

**LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION,
BOARD OF DIRECTORS**

1. Applicant is: *(Check one box below)*

- (a) governmental or public educational agency, board or institution
- (b) private nonprofit educational institution
- (c) Other *(specify)* **a Non-Profit Corporation**

2. For applicants 1(c) only, describe in an Exhibit the nature and educational purposes of the applicant.

Exhibit No.
I-1

3. For applicants 1(c) applying for a new noncommercial educational television station only, describe in an Exhibit how the applicant's officers, directors and members of its governing board are broadly representative of the educational, cultural and civic segments of the principal community to be served.

Exhibit No.
N/A

4. Describe in an Exhibit how the proposed station will be used, in accordance with 47 C.F.R. Section 73.503 or Section 73.621, for the advancement of an educational program.

Exhibit No.
I-2

5. Is there any provision contained in any by-laws, articles of incorporation, partnership agreement, charter, statute or other document which would restrict the applicant in advancing an educational program or complying with any Commission rule, policy or provision of the Communications Act of 1934, as amended?

Yes No

If Yes, provide particulars in an Exhibit.

Exhibit No.
N/A

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

6. (a) Is the applicant in violation of the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? (See Instruction B to Section II.)

Yes No

(b) Will any funds, credits or other financial assistance for the construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

Yes No

If the answer to (b) above is Yes, attach an Exhibit giving full disclosure concerning this assistance.

Exhibit No.
N/A

7. (a) Has an adverse finding been made or an adverse final action taken by any court or administrative body as to the applicant or any party to this application in a civil or criminal proceeding brought under the provisions of any law related to the following:

Any felony; broadcast related antitrust or unfair competition; criminal fraud or fraud before another governmental unit; or discrimination?

Yes No

(b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in (a) above?

Yes No

If the answer to (a) and/or (b) above is Yes, attach an Exhibit giving full disclosure concerning persons and matters involved, including an identification of the court or administrative body and the proceeding (by dates and file numbers), a statement of the facts upon which the proceeding is or was based or the nature of the offense alleged or committed, and a description of the current status or disposition of the matter.

Exhibit No.
N/A

PARTIES TO APPLICATION

8. Complete the following Table with respect to all parties to this application:

(NOTE: If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement with appropriate justification.)

INSTRUCTIONS: If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or ownership interests or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders of membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to vote 1% or more of the capital stock, membership or ownership interests. If applicant is a governmental or public educational agency, board or institution, fill out columns (a), (b), and (c) as to all members of the governing board and chief executive officers.

Name and Residence Address(es) (a)	Office Held (b)	Director or Member of Governing Board		% of: Ownership (O) or Voting Stock (VS) or Membership (M) (d)
		YES	NO	
		(c)		
<u>SEE EXHIBIT L-3</u>				

Section II - LEGAL QUALIFICATIONS (Page 3)

9. Does the applicant or any party to this application have, or have they had, any interest in:

(a) a broadcast station, or pending broadcast station application before the Commission?

Yes No

(b) a broadcast application which has been dismissed with prejudice by the Commission?

Yes No

(c) a broadcast application which has been denied by the Commission?

Yes No

(d) a broadcast station, the license of which has been revoked?

Yes No

(e) a broadcast application in any pending or concluded Commission proceeding which left unresolved character issues against the applicant?

Yes No

If the answer to any of the questions in (a)-(e) above is Yes, state in an Exhibit the following information:

Exhibit No.

N/A

- (1) Name of party having interest;
- (2) Nature of interest or connection, giving dates;
- (3) Call letters of stations or file number of application or docket; and
- (4) Location.

SECTION III - FINANCIAL QUALIFICATIONS

Note: If this application is for a change in an operating facility, DO NOT fill out this Section.

1. Is this application contingent upon receipt of a grant from the National Telecommunications and Information Administration? Yes No
2. Is this application contingent upon receipt of a grant from a charitable organization, the approval of the budget of a school or university, or an appropriation from a state, county, municipality or other political subdivision? Yes No

NOTE: If either Questions 1 or 2 is answered "Yes," your application cannot be granted until all of the necessary funds are committed or appropriated. In the case of grants from the National Telecommunications and Information Administration, no further action on your part is required. If you rely on funds from a source specified in Question 2, **you must advise the F.C.C. when the funds are committed or appropriated.** This should be accomplished by letter amendment to your application, in triplicate, signed in the same manner as the original application, and clearly identifying the application to be amended.

3. The applicant certifies, except as noted above, that sufficient net liquid assets are on hand or that sufficient funds are available from committed sources to construct and operate the requested facilities for three months without additional funds. Yes No

SECTION IV - PROGRAM SERVICE STATEMENT

Attach as an Exhibit, a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

Exhibit No.
P-1

NOTE: No program service statement need be filed where the proposed station's programming would be **wholly** "instructional" as that type of programming is defined in the Instructions to this Section.

SECTION VI - EQUAL EMPLOYMENT OPPORTUNITY PROGRAM

1. Does the applicant propose to employ five or more full-time employees? Yes No

If Yes, the applicant must include an EEO program called for in the separate Broadcast Equal Employment Opportunity Program Report (FCC 396-A).

SECTION VII - CERTIFICATION

1. Has or will the applicant comply with the public notice requirements of 47 C.F.R. Section 73.3580? Yes No

The APPLICANT hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. *(See Section 304 of the Communications Act of 1934, as amended.)*

The APPLICANT acknowledges that all the statements made in this application and attached exhibits are considered material representations, and that all exhibits are a material part hereof and incorporated herein.

The APPLICANT represents that this application is not filed for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with 47 C.F.R. Section 1.65, the APPLICANT has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18, SECTION 1001.**

I certify that the statements in this application are true and correct to the best of my knowledge and belief, and are made in good faith.

Name of Applicant LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION, BOARD OF DIRECTORS	Title President
Signature  Geoffrey Chambers	Date 10 October 1989

**FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT
AND THE PAPERWORK REDUCTION ACT**

The solicitation of personal information requested in this application is authorized by the Communications Act of 1934, as amended. The principal purpose for which the information will be used is to determine if the benefit requested is consistent with the public interest. The staff, consisting variously of attorneys, analysts, engineers and applications examiners, will use the information to determine whether the application should be granted, denied, dismissed, or designated for hearing. If all the information is not provided, the application may be returned without action having been taken upon it or its processing may be delayed while a request is made to provide the missing information. Accordingly, every effort should be made to provide all necessary information. Your response is required to obtain the requested authority.

Public reporting burden for this collection of information is estimated to vary from 76 to 80 hours with an average of 78 hours 04 minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, can be sent to the Federal Communications Commission, Office of Managing Director, Washington, D.C. 20554, and to the Office of Management and Budget, Paperwork Reduction Project (3060-0034), Washington, D.C. 20503.

THE FOREGOING NOTICE IS REQUIRED BY THE PRIVACY ACT OF 1974, P.L. 93-579, DECEMBER 31, 1974, 5 U.S.C. 552a(e)(3), AND THE PAPERWORK REDUCTION ACT OF 1980, P.L. 96-511, DECEMBER 11, 1980, 44 U.S.C. 3507.

Exhibit L1.0

The nature and educational purposes of the Applicant, Lehigh Valley Community Broadcasters Association, is:

- a) to promote community access to and involvement in the broadcast media of the Lehigh Valley and surrounding areas.
- b) to train interested and qualified members of the community in the operation of broadcast equipment and in the techniques of production and programming.
- c) to provide for and encourage the broadcast of music, news, and public affairs programming not otherwise readily available to the local community.
- d) to promote a closer relationship between community broadcast media and local civic, business, arts, and educational organizations.

Refer to Exhibit L1.1, Bylaws of Lehigh Valley Community Broadcasters Association .

BY-LAWS OF LEHIGH VALLEY COMMUNITY

BROADCASTERS ASSOCIATION

ARTICLE I - NAME

1. The name of the corporation is Lehigh Valley Community Broadcasters Association.

ARTICLE II - PRINCIPAL OFFICE

1. The principal office of the corporation shall be located at 136 N. Fifteenth Street, Allentown, Lehigh County, Pennsylvania.

ARTICLE III - SEAL

1. The seal of the corporation shall be in the form of a circle and shall bear the name of the corporation, the year of its incorporation and the name of the Commonwealth of Pennsylvania.

ARTICLE IV - PURPOSE AND FUNDING

1. Purpose.

(a) To promote community access to and involvement in the broadcast media of the Lehigh Valley and surrounding areas.

(b) To train interested and qualified members of the community in the operation of broadcast equipment and in the techniques of production and programming.

(c) To provide for and encourage the broadcast of material not otherwise readily available to the local community.

(d) To facilitate the interchange of broadcast material between members of the Association and between the Association and other organizations and individuals.

(e) To promote a closer relationship between community broadcast media and local civic, business, arts and educational organizations.

(f) To foster local and little known musicians, poets, writers and other local talents, and to provide a public forum for their work.

(g) To build and maintain a communication center dedicated to the continuation of our goals, indefinitely.

(h) To allow the community to operate the communication center for the benefit of the community, with responsibility to the concept of many voices with many things to say.

(i) To enable the communication center to be open and available to every person of the community regardless of race, color or creed.

(j) To build the communication center in conjunction with the community and to be supported by the community.

2. Funding.

(a) The Association will receive dues, membership fees and contributions for the aforementioned purposes.

ARTICLE V - MEMBERSHIP

1. Classification of Members. Membership shall be in three categories: regular, supporting and honorary.

2. Regular Membership. Regular membership shall be open to any person twelve (12) years of age who submits a completed membership application form and pays an admittance fee. Regular members shall attend meetings of the membership and may make such use of the corporation's equipment and facilities as is appropriate to the corporation and in accordance with these by-laws or the rules and regulations adopted by the Board of Directors. Regular members will be placed on the corporation's mailing list.

3. Supporting Membership. Any person or organization which contributes an annual contribution to the corporation, but does not engage in the activities of the corporation shall be a supporting member. A supporting member may attend meetings of the membership, but shall not engage in any other activities of the corporation. A supporting member shall be placed on the corporation's mailing list.

4. Honorary Membership. Honorary membership may be bestowed by the Board of Directors on a person who is not a regular member of the Association who has contributed service to the Association on a continuing basis. Honorary members shall have the same privileges and restrictions as supporting members, but are not required to pay membership dues or make contributions. Honorary membership may be terminated upon the majority vote of the Board of Directors.

5. Membership Status. Any regular member who is delinquent in his or her dues for more than six months shall be dropped from the membership.

6. Membership Meetings.

(a) There shall be one annual meeting of the membership of the corporation which shall be held on the same date and at the same place as the annual meeting of the Board of Directors. At this meeting, the membership may conduct the business of the corporation and otherwise promote the purpose thereof. The membership shall elect the Board of Directors at the annual meeting.

(b) Regular monthly meetings of the membership of the corporation shall be held at a regular set time each month, such time to be determined by the Board of Directors.

(c) Special meetings of the membership may be called by ten or more members in the same manner as special meetings of the Board of Directors.

7. Quorum. A majority of the membership shall be necessary to constitute a quorum.

8. Voting. Any motion voted on at any meeting shall be passed by a simple majority vote of the regular members. Supporting members and honorary members shall not be entitled to vote.

ARTICLE VI - BOARD OF DIRECTORS

1. Powers. The affairs of the corporation shall be conducted and managed by a Board of Directors which shall exercise the powers of the corporation and which shall consist of not less than ten (10), nor more than twenty-five (25) members as determined by the Board of Directors.

2. Term. Each elected director shall serve a term of three (3) years or until his or her successor is chosen and qualifies. All terms shall run from the date of the annual Board of Directors' meeting. The directors shall be elected by classes so that the term of office of one-third of the members shall expire annually.

3. Vacancy. Any interim vacancy incurring on the Board of Directors may be filled by a majority vote of the membership of the corporation at a regular monthly meeting or special meeting of the membership. The person elected to fill such vacancy shall serve until the next annual meeting or until his or her successor is elected.

4. Removal. Any member of the Board of Directors may be removed without cause and a successor elected by a two-thirds vote of the membership of the corporation at any regular monthly meeting or special meeting called by the membership for that purpose.

5. The Board of Directors shall exercise all of the power and authority of the corporation except as such authority may be limited by the Articles of Incorporation or by these by-laws.

6. The majority of the entire Board of Directors shall constitute a quorum for the transaction of business.

7. The vote of a majority of the Board of Directors present at any duly constituted meeting shall be sufficient to take any action unless otherwise limited by the Articles of Incorporation or by these by-laws.

ARTICLE VII - MEETINGS OF THE BOARD OF DIRECTORS

1. Annual Meeting. The Board of Directors shall hold an annual meeting which shall take place on the same date and at the same place as the annual meeting of the membership of the corporation. Such meeting shall be held for the purpose of election of Officers and the consideration of any other business which may properly be brought before it. Notice of the exact date, hour and place of such meeting shall be given to each member of the Board of Directors not less than five (5) days prior to the date of such meeting.

2. Regular meetings of the Board of Directors shall be held monthly at a time and place to be determined by the Board of Directors.

3. Other meetings of the Board of Directors may be held at any time, at any place, as may from time to time be determined by the President or a majority of the Board, upon the giving of written notice not later than ten days preceding the day of such meeting.

4. Any action required or permitted to be taken at any meeting of the Board of Directors, or of the Executive Committee of the Board may be taken without a meeting if written consent to such action is signed by all of the members of the Board or of the Executive Committee as the case may be, and such written consent shall be filed with the Minutes of such meeting.

ARTICLE VIII - OFFICERS

1. Election of Officers. The officers of the corporation shall consist of a President, a Vice President, a Secretary and a Treasurer, and such officers, assistant officers and agents, as may be deemed necessary by the Board of Directors. The officers shall be elected by the Board of Directors. Unless otherwise sooner removed by the Board of Directors, the officers shall serve for a term of one (1) year and until their successors are elected and shall qualify. In the case of any vacancy in any office of the corporation the vacancy shall be filled by the Board of Directors.

2. President. The President shall be chief executive officer of the corporation; he shall preside at all meetings of the membership, the Board of Directors and the Executive Committee and shall have general and active management of the affairs of the corporation and shall see that all orders and resolutions of the Board are carried into effect. He shall execute in the corporate name all authorized deeds, mortgages, bonds, contracts or other instruments requiring a seal, under the seal of the

corporation (except in cases in which the signing or execution thereof shall be expressly delegated by the Board of Directors to some other officers or agent of the corporation), and shall have power and authority to perform all other duties ususally incident to such office.

3. Vice President. The Vice President in the absence or disability of the President shall perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors shall prescribe.

4. Secretary. The Secretary shall attend all meetings of the membership, the Board of Directors and the Executive Committee, and record all votes and the minutes of all meetings in a book to be kept for that purpose. He shall keep in safe custody the seal of the corporation, and, when authorized by the Board of Directors, affix the seal to any instrument requiring it, and, when so affixed, it shall be attested by his signature or the signature of the Treasurer.

5. Treasurer. The Treasurer shall have custody of the corporate funds and securities, and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors. He shall disburse the funds of the corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render an account of all his transactions at

Treasurer and of the financial condition of the corporation whenever called upon to do so. If required by the Board of Directors, he shall give the corporation a bond in such form and penalty, and with such surety or sureties as the Board of Directors may prescribe. In the absence of the Treasurer, his duties shall be performed by an Assistant Treasurer.

ARTICLE IX - COMMITTEES

1. Executive Committee. The President, Vice President, Secretary and Treasurer shall serve as the Executive Committee. The designation of such Executive Committee, and the delegation of the authority hereinabove granted shall not operate to relieve the Board of Directors or any member thereof of any responsibility imposed on it or him by law. No member of the Executive Committee shall continue to be a member thereof after he ceases to be a Director of the corporation. The Board of Directors shall have the power at any time to increase or decrease the number of members of the Executive Committee, to fill the vacancies thereon, to change any member thereof, and to change the functions to terminate the existence thereof.

2. Powers of Executive Committee. During the intervals between meetings of the Board of Directors, and subject to such limitations as may be required by law, these By-Laws, or by resolution of the Board of Directors, the Executive Committee shall have and may exercise all the authority of the Board of Directors in the management of the corporation. The Executive

Committee may also from time to time formulate and recommend to the Board of Directors for approval, general policies regarding the management of the affairs of the corporation.

3. Meetings of the Executive Committee. Meetings of the Executive Committee may be held at any time and at any place as may from time to time be determined by the Executive Committee upon the giving of informal notice not later than two (2) days preceding the date of the meeting.

4. Quorum of Executive Committee. A majority of the entire Executive Committee shall be necessary to constitute a quorum for the transaction of any business, and the act of the majority of the members present at such meeting at which a quorum is present shall be the act of the Executive Committee.

5. Standing and Special Committees. The corporation shall have certain standing committees as described below. Other special committees may be appointed by the Board of Directors as necessary. The corporation shall have the following standing committees:

Public Relations	Speakers Forum
Finance	Programming
Muhlenberg College Liaison	Publications
Public Service and Community Affairs	
Engineering	
Library	
Library	
Membership	

Committee Chairpersons shall be appointed from amongst the Board of Directors or the membership and shall serve on the Board of Directors; provided however, that any Chairperson appointed from amongst the membership must be elected to the Board of Directors at its next monthly meeting.

ARTICLE X - FISCAL YEAR

1. The fiscal year of the corporation shall begin on July 1 of each year and end the day thereto of the following year.

ARTICLE XI - AMENDMENTS

1. These By-Laws may be amended or repealed at any regular meeting of the Board of Directors, or at any special meeting, provided that notice of the proposed amendment or repeal shall be given in writing to each member of the Board in advance of any special meeting. Amendments or repeal shall be made by the affirmative vote of two-thirds of the Board of Directors entitled to vote and present at such meeting.

ARTICLE XI - MISCELLANEOUS

1. All contracts and agreements, and all checks, drafts, notes, bonds, bills of exchange, and orders for the payment of money, shall, unless otherwise required by law, or permitted by these By-Laws, be signed by such officer or officers as the Board of Directors may from time to time designate.

2. Correct and complete books and records of accounts and transactions and minutes of the proceedings of the Board of Directors shall be kept by the corporation. The president of the corporation shall cause to be prepared annually a full and correct statement of the affairs of the corporation, including a balance sheet and financial statement of operations for the

preceding fiscal year, which shall be submitted at the annual meeting of the Board of Directors and filed within twenty (20) days thereafter with the Secretary of the corporation.

ARTICLE XII - EXECUTIVE DIRECTOR

1. The Board of Directors may hire paid executive directors to aid in the management and conduct of the business of the corporation and to perform other duties to be specified by the Board of Directors.

ARTICLE XIII - INDEMNIFICATION

1. The corporation shall indemnify each person who is or was a director, officer, employee or member of the corporation, or of any other corporation which he or she served as such at the request of the corporation, against any and all liability and reasonable expense that may be incurred by him or her in connection with or resulting from any claim, action, suit or proceeding (whether brought by or in the right of the corporation or such other corporation or otherwise), civil or criminal, or in connection with an appeal relating thereto, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer, employee or member of the corporation or of such other corporation, or by reason of any past or future action taken or not taken in his or her capacity as such director, officer, employee or member, whether or not he or she continues to be such at the time such liability

or expense is incurred, provided such person acted, in good faith, in what he or she reasonably believed to be the best interests of the corporation or such other corporation, as the case may be, and, in addition, in any criminal action or proceeding, where he or she had no reasonable cause to believe that his or her conduct was unlawful. As used in this Article, the terms "liability" and "expense" shall include, but shall not be limited to, counsel fees and disbursements and amount of judgments, fines, or penalties against, and amounts paid in settlement by a director, officer, employee or member, other than amounts paid to the corporation itself or to such other corporation served at the corporations's request.

The termination of any claim, action, suit, or proceeding, civil or criminal, by judgment, settlement (whether with or without court approval) or conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that a director, officer, employee or member did not meet the standards of conduct set forth in the first sentence of this Article, except where there shall have been a judgment rendered specifically finding that the action or conduct of such director, officer, employee or member constituted negligence or misconduct.

Any such director, officer, employee or member referred to in this Article who has been wholly successful, on the merits or otherwise, with respect to any claim, action, suit or proceeding of the character described herein shall be entitled to indemnifi-

cation as of right. Except as provided in the preceding sentence, any indemnification hereunder shall be made at the discretion of the corporation, but only if (1) the Board, acting by a quorum consisting of directors who are not parties to (or who have been wholly successful with respect to) such claim, action, suit, or proceeding, shall find that the director, officer, employee or member has met the standards of conduct set forth in the first sentence of this Article, or (2) independent legal counsel (who may be the regular counsel of the corporation) shall deliver to it his or her written advice that, in his or her opinion, such director, officer, employee or member has met such standards. Expenses incurred with respect to any such claim, action, suit or proceeding may be advanced by the corporation prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount unless it shall ultimately be determined that he or she is entitled to indemnification under this Article. The rights of indemnification provided in this Article shall be in addition to any rights to which any person concerned may otherwise be entitled by contract or as a matter of law, and shall inure to the benefit of the heirs, executors, and administrators of any such person.

The proposed FM public radio station will serve to advance an educational program in two ways. First, it will serve the public in an educational capacity through the broadcast of music programs not typically found in commercial radio markets, fine arts programs, and news and public affairs programs. Second, it will serve as a center for broadcast training to interested and qualified members of the community.

The Applicant has been helping to operate WMUH, Allentown (91.7 FM) at Muhlenberg College during all vacation periods since 1981, as an unincorporated entity, and since its incorporation in 1984 as a nonprofit charitable organization as defined in section 501(c)3 of the IRS Tax Laws. The Applicant, in seeking to establish its own station, proposes to fulfill a commitment to the community on a year-round-basis and provide a facility at which community members can train and communication majors from educational institutions can intern.

The following description of our programming and history at WMUH shows the Applicant's experience, capability, and direction in serving to meet the needs of the Lehigh Valley community and in advancing an educational program. Since our involvement at WMUH in 1981, the following has been accomplished: creation and implementation of a broadcast and production training program; publication of a training manual and annual program guides; and development, production, and broadcast of an array of programs that are unavailable in the Lehigh Valley.

Our program schedule consists of:

- 1) nationally syndicated and locally produced news and public affairs programs,
- 2) alternative music programs that are entertaining and informative,
- 3) ethnic programs for the Hispanic, Black, Austrian, German, Eastern European, and East Indian communities,
- 4) specialty shows such as children's programs, poetry, and dramas.

Exhibit L2.0
(continued)

Locally produced news and public affairs programs include "Community Focus", interviews with leading community figures, "Art News", a calendar local arts events, and "Interview", a combination of educational, arts, and public affairs interviews. Nationally syndicated programs that are unavailable elsewhere in the immediate area, are also broadcast. The Applicant proposes to expand the scope of current programming by providing airtime to local civic and educational institutions.

Arts programs that have been aired over the years include interview programs featuring directors, writers, poets, and artists, and musicians; locally produced and nationally syndicated radio dramas; and avant-garde music programs. Music programs are often informative on the arts, presenting the heritage of traditional musics and their ongoing evolution into today's contemporary forms. An emphasis is often placed on the composer and musician.

The Applicant's intention is to continue in a similar direction, seeking qualified community members to provide the kind of programming described while always striving to improve and develop our programming to best meet the needs of the community. The following Exhibits L2.1-L2.3 provide detailed program descriptions and highlights for our schedule, which is entirely the production of the Applicant. Exhibit L2.4 is provided to members as part of our educational program.

- 1) Exhibit L2.1, 1989 Program Guide,
- 2) Exhibit L2.2, Pennsylvania Council on the Arts Grant,
- 3) Exhibit L2.3, 1988 Programming Highlights, and
- 4) Exhibit L2.4, Training Manual.