




See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form <b>990</b>  Department of the Treasury Internal Revenue Service	<b>Return of Organization Exempt From Income Tax</b> <b>Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)</b>	OMB No 1545-0047 <div> <div>2011</div> <div>Open to Public Inspection</div> </div>
	▶ The organization may have to use a copy of this return to satisfy state reporting requirements	

<b>A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011</b>		<b>D Employer identification number</b> 26-0250053	
<b>B</b> Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C Name of organization</b> Wareham Community Television Inc		<b>E Telephone number</b> (508) 273-2340
	Doing Business As		<b>G</b> Gross receipts \$ 433,790
	Number and street (or P O box if mail is not delivered to street address) PO Box 446	Room/suite	
	City or town, state or country, and ZIP + 4 Wareham, MA 02571		
	<b>F Name and address of principal officer</b>		<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀(Insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		<b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions)	
<b>J Website:</b> ▶ www.warehamtv.org		<b>H(c)</b> Group exemption number ▶	
<b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation 2007	<b>M</b> State of legal domicile MA

<b>Part I</b>	<b>Summary</b>
---------------	----------------

Activities & Governance	1 Briefly describe the organization's mission or most significant activities WCTV serves the local community by providing media training, facilities and access to cable TV through public access, education, and government (PEG) channels to reach the residents, non-profit organizations, educational institutions and government bodies of Wareham, MA		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a) . . . . .	3	7
	4 Number of independent voting members of the governing body (Part VI, line 1b) . . . . .	4	7
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a) . . . . .	5	4
	6 Total number of volunteers (estimate if necessary) . . . . .	6	25
	7a Total unrelated business revenue from Part VIII, column (C), line 12 . . . . .	7a	0
	7b Net unrelated business taxable income from Form 990-T, line 34 . . . . .	7b	
Revenue	8 Contributions and grants (Part VIII, line 1h) . . . . .	Prior Year 4,148	Current Year 8,714
	9 Program service revenue (Part VIII, line 2g) . . . . .	393,896	418,508
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d ) . . . . .	8,238	6,568
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		0
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) . . . . .	406,282	433,790
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3 ) . . . . .	
14 Benefits paid to or for members (Part IX, column (A), line 4) . . . . .			0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		181,988	211,938
16a Professional fundraising fees (Part IX, column (A), line 11e) . . . . .			0
b Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 804			
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e) . . . . .		136,570	155,323
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)		318,558	367,261
19 Revenue less expenses Subtract line 18 from line 12 . . . . .		87,724	66,529
Net Assets or Fund Balances			Beginning of Current Year
	20 Total assets (Part X, line 16) . . . . .	1,468,447	1,537,385
	21 Total liabilities (Part X, line 26) . . . . .	4,957	7,366
	22 Net assets or fund balances Subtract line 21 from line 20 . . . . .	1,463,490	1,530,019

## Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	***** Signature of officer			2012-11-15 Date	
	John E White Jr President Type or print name and title				
<b>Paid Preparer's Use Only</b>	Preparer's signature	Heather L Cozby CPA	Date	Check if self-employed <input checked="" type="checkbox"/>	Preparer's taxpayer identification number (see instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	Cozby & Company LLC 124 Long Pond Rd Ste 12 Plymouth, MA 02360			EIN
					Phone no (508) 830-0007

May the IRS discuss this return with the preparer shown above? (see instructions) . . . . . ☒ Yes ☐ No

Check if Schedule O contains a response to any question in this Part III . . . . . ☐

Wareham Community Television, Inc (WCTV) was organized exclusively for charitable, scientific and educational purposes. Specifically, WCTV serves the local community by providing media training, facilities and access to cable television through local public access, education, and government (PEG) channels unimpeded by government regulations to reach the residents, non-profit organizations, educational institutions and government bodies of Wareham, MA. WCTV's vision is to strengthen the spirit of the community and enrich the lives of the residents of Wareham, MA. This will be accomplished through unobstructed access to communications media and producer-driven television programming based upon the public's artistic expression, creativity and constitutional rights to freedom of speech on Wareham's PEG cable channels.

If "Yes," describe these new services on Schedule O

If "Yes," describe these changes on Schedule O

<b>4a</b>	(Code	) (Expenses \$	311,142	including grants of \$	) (Revenue \$	418,508 )
	Provide media training, facilities and access to cable television through local public access, education, and government (PEG) channels					

[illegible][illegible]

<b>4e</b>	<b>Total program service expenses</b>	<b>\$ 311,142</b>
-----------	---------------------------------------	-------------------

Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.		No
4	<b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I.		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II.		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.		No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV.		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.		No
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.		No
e	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.		No
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X.		No
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII.		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Part I.		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Part II and IV.		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Part III and IV.		No
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I.		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.		No
20a	Did the organization operate one or more hospitals? If "Yes," complete Schedule H.		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> All Form 990 filers that operated one or more hospitals must attach audited financial statements.		

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> . . . . .	21		No
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> . . . . .	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> . . . . .	23		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25</i> . . . . .	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . .	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . .	24d		No
25a	<b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> . . . . .	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> . . . . .	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> . . . . .	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i> . . . . .	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . . . .	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> . . . . .	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> . . . . .	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> . . . . .	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> . . . . .	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i> . . . . .	34		No
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	35a		No
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .	35b		No
36	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> . . . . .	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .	38	Yes	

<div>Part V</div> <div>Statements Regarding Other IRS Filings and Tax Compliance</div>			
Check if Schedule O contains a response to any question in this Part V <div></div>			
		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. .	1a	9
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements filed for the calendar year ending with or within the year covered by this return. .	2a	4
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?  Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	3b	No
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?	4a	No
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	No
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	No
7 Organizations that may receive deductible contributions under section 170(c).			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	No
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d	0
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	No
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	No
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8	No
9 Sponsoring organizations maintaining donor advised funds.			
a	Did the organization make any taxable distributions under section 4966?	9a	No
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	No
10 Section 501(c)(7) organizations. Enter			
a	Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11 Section 501(c)(12) organizations. Enter			
a	Gross income from members or shareholders.	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	11b	
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12a	No
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.	13a	No
b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c	Enter the aggregate amount of reserves on hand.	13c	
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b	No

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.  
Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	Yes	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	Yes	
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	Yes	
8b	Each committee with authority to act on behalf of the governing body?	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies

(This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		No
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	Yes	
11b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	Yes	
12b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	Yes	
13	Did the organization have a written whistleblower policy?		No
14	Did the organization have a written document retention and destruction policy?		No
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official		No
15b	Other officers or key employees of the organization		No
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		No

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	MA
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request	
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization.	Joseph Heard PO Box 446 Wareham, MA 02571 (508) 273-2340

Check if Schedule O contains a response to any question in this Part VII . . . . .

☒ Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

Form **990** (2011)



## Part VII

<b>1b</b>	<b>Sub-Total . . . . .</b>	<b>▼</b>			
<b>c</b>	<b>Total from continuation sheets to Part VII, Section A . . . . .</b>	<b>▼</b>			
<b>d</b>	<b>Total (add lines 1b and 1c) . . . . .</b>	<b>▼</b>			

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization: 0

		Yes	No
<b>3</b>	Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> . . . . .	<b>3</b>	No
<b>4</b>	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i> . . . . .	<b>4</b>	No
<b>5</b>	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i> . . . . .	<b>5</b>	No

## **Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►0

Part VIII

Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a				
	b	Membership dues . . . . .	1b	922			
	c	Fundraising events . . . . .	1c				
	d	Related organizations . . . .	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	7,792			
	g	Noncash contributions included in lines 1a-1f \$ _____					
	h	Total. Add lines 1a-1f . . . . .			8,714		
Program Service Revenue	2a	PEG Access Fees	Business Code	418,508	418,508		
	b		515100				
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f . . . . .		418,508			
	Other Revenue	3	Investment income (including dividends, interest and other similar amounts) . . . . .		6,568		
4		Income from investment of tax-exempt bond proceeds . .		0			
5		Royalties . . . . .		0			
6a		Gross rents	(i) Real (ii) Personal				
b		Less rental expenses					
c		Rental income or (loss)					
d		Net rental income or (loss) . . . . .		0			
7a		Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
b		Less cost or other basis and sales expenses					
c		Gain or (loss)					
d		Net gain or (loss) . . . . .		0			
8a		Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . .	a				
b		Less direct expenses . . . .	b				
c		Net income or (loss) from fundraising events . .		0			
9a		Gross income from gaming activities See Part IV, line 19 . . . .	a				
b		Less direct expenses . . . .	b				
c		Net income or (loss) from gaming activities . .		0			
10a		Gross sales of inventory, less returns and allowances . . . .	a				
b		Less cost of goods sold . . .	b				
c		Net income or (loss) from sales of inventory . .		0			
Miscellaneous Revenue		Business Code					
11a							
b							
c							
d	All other revenue . . . . .						
e	Total. Add lines 11a-11d . . . . .		0				
12	Total revenue. See Instructions . . . . .		433,790	418,508		6,568	

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	0			
2	Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees . . . . .	0			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0			
7	Other salaries and wages	175,584	147,039	28,545	
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .	2,885	1,259	1,626	
9	Other employee benefits . . . . .	17,674	14,846	2,828	
10	Payroll taxes . . . . .	15,795	13,268	2,527	
11	Fees for services (non-employees)				
a	Management . . . . .	8,300		8,300	
b	Legal . . . . .	617		617	
c	Accounting . . . . .	3,758		3,758	
d	Lobbying . . . . .	0			
e	Professional fundraising See Part IV, line 17 . . . . .	0			
f	Investment management fees . . . . .	0			
g	Other . . . . .	10,578	9,163	1,415	
12	Advertising and promotion . . . . .	1,271	1,116		155
13	Office expenses . . . . .	5,495	1,788	3,707	
14	Information technology . . . . .	0			
15	Royalties . . . . .	0			
16	Occupancy . . . . .	34,481	34,481		
17	Travel . . . . .	0			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .	0			
19	Conferences, conventions, and meetings . . . . .	1,756	1,756		
20	Interest . . . . .	86		86	
21	Payments to affiliates . . . . .	0			
22	Depreciation, depletion, and amortization . . . . .	56,427	56,427		
23	Insurance . . . . .	5,291	3,515	1,776	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
a	Vehicle Maintenance & Expense	2,518	2,518		
b	Studio Production	23,106	23,106		
c	Professional Dues	860	860		
d	Printing and Publications	492			492
e	Postage and Shipping	157			157
f	All other expenses	130		130	
25	Total functional expenses. Add lines 1 through 24f	367,261	311,142	55,315	804
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing . . . . .			288,406	1	199,116
	2	Savings and temporary cash investments . . . . .			638,513	2	745,081
	3	Pledges and grants receivable, net . . . . .				3	0
	4	Accounts receivable, net . . . . .			289,947	4	321,662
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .				5	0
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L . . . . .				6	0
	7	Notes and loans receivable, net . . . . .				7	0
	8	Inventories for sale or use . . . . .				8	0
	9	Prepaid expenses and deferred charges . . . . .			5,254	9	5,106
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D . . . . .	10a	390,986			
	b	Less: accumulated depreciation . . . . .	10b	125,464	244,947	10c	265,522
	11	Investments—publicly traded securities . . . . .				11	0
	12	Investments—other securities. See Part IV, line 11 . . . . .				12	0
	13	Investments—program-related. See Part IV, line 11 . . . . .				13	0
	14	Intangible assets . . . . .				14	0
	15	Other assets. See Part IV, line 11 . . . . .			1,380	15	898
16	Total assets. Add lines 1 through 15 (must equal line 34) . . . . .			1,468,447	16	1,537,385	
Liabilities	17	Accounts payable and accrued expenses . . . . .			4,957	17	6,946
	18	Grants payable . . . . .				18	
	19	Deferred revenue . . . . .				19	
	20	Tax-exempt bond liabilities . . . . .				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .				22	
	23	Secured mortgages and notes payable to unrelated third parties . . . . .				23	
	24	Unsecured notes and loans payable to unrelated third parties . . . . .				24	420
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D . . . . .				25	
	26	Total liabilities. Add lines 17 through 25 . . . . .			4,957	26	7,366
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets . . . . .			1,361,675	27	1,475,503
	28	Temporarily restricted net assets . . . . .			101,815	28	54,516
	29	Permanently restricted net assets . . . . .				29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.						
	30	Capital stock or trust principal, or current funds . . . . .				30	
	31	Paid-in or capital surplus, or land, building or equipment fund . . . . .				31	
	32	Retained earnings, endowment, accumulated income, or other funds . . . . .				32	
	33	Total net assets or fund balances . . . . .			1,463,490	33	1,530,019
34	Total liabilities and net assets/fund balances . . . . .			1,468,447	34	1,537,385	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	433,790
2	Total expenses (must equal Part IX, column (A), line 25)	2	367,261
3	Revenue less expenses Subtract line 2 from line 1	3	66,529
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,463,490
5	Other changes in net assets or fund balances (explain in Schedule O)	5	
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	1,530,019

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	No
b	Were the organization's financial statements audited by an independent accountant?	2b	No
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	No
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	No

SCHEDULE A

(Form 990 or 990EZ)

Department of the Treasury  
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public  
Inspection

Name of the organization Wareham Community Television Inc		Employer identification number 26-0250053
--	--	--

Part I

Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box )

1

☐

A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**

2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )

3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )

6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II )

8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II )

9

☐

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III )

10

☐

An organization organized and operated exclusively to test for public safety Se**section 509(a)(4).**

11

☒

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h  

a

☒ Type I

b

☐ Type II

c

☐ Type III - Functionally integrated

d

☐ Type III - Other

e

☒

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box ☒

g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?	Yes	No
(ii) a family member of a person described in (i) above?	11g(ii)	No
(iii) a 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	No

h

☐

Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
(A) Town of Wareham	046001336	6	Yes			No		No	0
Total									

Part II

Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 <b>Total.</b> Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 <b>Public Support.</b> Subtract line 5 from line 4						

Section B. Total Support							
Calendar year (or fiscal year beginning in)		(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7	Amounts from line 4						
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9	Net income from unrelated business activities, whether or not the business is regularly carried on						
10	Other income (Explain in Part IV ) Do not include gain or loss from the sale of capital assets						
11	Total support (Add lines 7 through 10)						
12	Gross receipts from related activities, etc (See instructions )					12	
13	First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage			
14	Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	
15	Public Support Percentage for 2010 Schedule A, Part II, line 14	15	
16a	<b>33 1/3% support test—2011.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization 		
b	<b>33 1/3% support test—2010.</b> If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization 		
17a	<b>10%-facts-and-circumstances test—2011.</b> If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization 		
b	<b>10%-facts-and-circumstances test—2010.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization 		
18	<b>Private Foundation</b> If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions 		

Part IIIPart III

Support Schedule for Organizations Described in IRC 509(a)(2)  
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6.)						

Section B. Total Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11 and 12.)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage			
15 Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15		
16 Public support percentage from 2010 Schedule A, Part III, line 15	16		

Section D. Computation of Investment Income Percentage			
17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17		
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18		
19a 33 1/3% support tests—2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization			
b 33 1/3% support tests—2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization			
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions			



**Part IV** **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

**Additional Data**

**Software ID:** 11000144  
**Software Version:** 2011v1.2  
**EIN:** 26-0250053  
**Name:** Wareham Community Television Inc

**Form 990, Special Condition Description:**

<b>Special Condition Description</b>
--------------------------------------

SCHEDULE D  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b  
► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
Wareham Community Television Inc

Employer identification number  
26-0250053

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or pleasure) ☐ Preservation of an historically importantly land area  
☐ Protection of natural habitat ☐ Preservation of a certified historic structure  
☐ Preservation of open space

2

Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a	Total number of conservation easements
b	Total acreage restricted by conservation easements
c	Number of conservation easements on a certified historic structure included in (a)
d	Number of conservation easements included in (c) acquired after 8/17/06

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► \_\_\_\_\_

4

Number of states where property subject to conservation easement is located ► \_\_\_\_\_

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ► \_\_\_\_\_

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year  
► \$ \_\_\_\_\_

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

☐ Yes ☐ No

9

In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b

If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1

► \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X

► \$ \_\_\_\_\_

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a

Revenues included in Form 990, Part VIII, line 1

► \$ \_\_\_\_\_

b

Assets included in Form 990, Part X

► \$ \_\_\_\_\_

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2011

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3

Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐ Public exhibition

d

☐ Loan or exchange programs

b

☐ Scholarly research

e

☐ Other

c

☐ Preservation for future generations

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance . . . . .				
b	Contributions . . . . .				
c	Investment earnings or losses . . . . .				
d	Grants or scholarships . . . . .				
e	Other expenditures for facilities and programs . . . . .				
f	Administrative expenses . . . . .				
g	End of year balance . . . . .				

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Term endowment ▶

3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations . . . . .	3a(i)	
(ii) related organizations . . . . .	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .	3b	

4

Describe in Part XIV the intended uses of the organization's endowment funds

Part VI

Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land . . . . .				
b Buildings . . . . .				
c Leasehold improvements . . . . .		142,833	35,122	107,711
d Equipment . . . . .		239,560	85,582	153,978
e Other . . . . .		8,593	4,760	3,833
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . . ▶				265,522



Part XI

Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	

Part XII

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements . . . . .	1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments . . . . .	2a	
b	Donated services and use of facilities . . . . .	2b	
c	Recoveries of prior year grants . . . . .	2c	
d	Other (Describe in Part XIV) . . . . .	2d	
e	Add lines 2a through 2d . . . . .	2e	
3	Subtract line 2e from line 1 . . . . .	3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	4a	
b	Other (Describe in Part XIV) . . . . .	4b	
c	Add lines 4a and 4b . . . . .	4c	
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12 ) . . . . .	5	

Part XIII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements . . . . .	1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities . . . . .	2a	
b	Prior year adjustments . . . . .	2b	
c	Other losses . . . . .	2c	
d	Other (Describe in Part XIV) . . . . .	2d	
e	Add lines 2a through 2d . . . . .	2e	
3	Subtract line 2e from line 1 . . . . .	3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	4a	
b	Other (Describe in Part XIV) . . . . .	4b	
c	Add lines 4a and 4b . . . . .	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18 ) . . . . .	5	

Part XIV

Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
------------	------------------	-------------

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public  
Inspection

Name of the organization Wareham Community Television Inc	Employer identification number  26-0250053
--	--

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	The organization will make its governing documents, conflict of interest policy, and financial statements available to the public upon request Significant portions of this information is readily available online through various state agencies as well
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted The periodic reviews shall consist of monitoring potential conflict of interest issues with its board of directors, members and employees in compliance with their Conflict of Interest Policy
Form 990, Part VI, Line 11	Form 990, Part VI, Line 11 Form 990 Review Process	The governing body was provided with a copy of the Form 990 prior to filing Any comments were to be provided to the Executive Director prior to November 15, 2012 Any additional comments provided after November 15, 2012 will be evaluated and material changes to the Form 990 as filed will be amended
Form 990, Part VI, Line 7b	Form 990, Part VI, Line 7b Describe Decisions of Governing Body Approval by Members or Shareholders	All members of the Board of Directors (initial members and all subsequent members) shall be appointed by the Town of Wareham's Board of Selectmen
Form 990, Part VI, Line 7a	Form 990, Part VI, Line 7a How Members or Shareholders Elect Governing Body	At every regular or special meeting of the Members, each member authorized to vote shall be entitled to one voice, in person, on each matter submitted to a vote of the Members The members elect the Board of Directors at the annual meeting
Form 990, Part VI, Line 6	Form 990, Part VI, Line 6 Explanation of Classes of Members or Shareholder	All residents of the Town of Wareham and all businesses, corporations, organizations, institutions and other entities which are located in the said Town and who substantially subscribe to the purposes of the Corporation shall be eligible to election to membership in the Corporation upon completion of a written application on a form approved by the Board of Directors and upon compliance with conditions, consistent with the Articles of Incorporation, By-laws, and other governing documents as may be prescribed by the Board of Directors All members over the age of 18 whose membership is in good standing by September 1st of each year are eligible to vote on business decisions during annual and special meetings of membership A member shall not be entitled to compensation for his or her service as a member
Form 990, Part VI, Line 4	Form 990, Part VI, Line 4 Description of Significant Changes to Organizational Documents	The organization amended their bylaws to remove the requirement of the Town of Wareham Board of Selectman to appoint the Board of Directors The Members of the organization now elect the Board of Directors The amended bylaws are attached

**BY-LAWS  
OF  
THE  
WAREHAM COMMUNITY TELEVISION, INC.**

**Article I: Name**

The name of this corporation shall be WAREHAM COMMUNITY TELEVISION, INC. (hereinafter in these By-Laws also referred to as the “Corporation”), unless and until changed by amendment of the Articles of Organization.

**Article II: Purposes**

The purpose of the Wareham Community Television, Inc. (hereinafter referred to as the “corporation”) shall be exclusively charitable, scientific and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended from time to time, or the corresponding section of any future federal tax code, including without limitation:

(1) To develop and operate a Public, Educational and/or Governmental (“PEG”) Access program, including facilities, equipment and PEG programming, in accordance with any agreement entered into by and between the Town of Wareham, Massachusetts (a municipal corporation, hereinafter referred to as the “Town”) and the Corporation;

(2) To oversee the development of a PEG access studio (“access studio”) and the purchase and/or lease of equipment for PEG access for use by the public in accordance with the rules and regulations developed by the Corporation, and in compliance with any agreement entered into with the Town;

(3) To apply for and to receive contributions, grants, donations and loans of all types from individuals, organizations, public and private corporations and government entities, and/or others to support the purposes set forth in these Articles of Organization;

(4) To allocate channel space and channel time to Town of Wareham residents and ensure overall access to the Corporation’s facilities on a non-discriminatory basis. Provide for the cablecasting/playback of programs on the PEG access channels and for the innovative use of said access channels;

(5) To provide training to Town of Wareham residents in the use of access facilities and PEG access channels and to encourage the use of said facilities and channels;

(6) To provide technical assistance, pre-production, production, and post-production services to PEG access users;

(7) To establish rules, procedures and guidelines for the use of PEG access channels and facilities;



(8) To distribute programming, by cablecasting, broadcasting, or by any other means, within and/or outside of the Town of Wareham;

(9) To serve PEG access viewers with programming reflecting the activities, concerns, and interests to the residents of the Town of Wareham in a manner that promotes the exchange of information and ideas;

(10) To conduct public information, educational, cultural and social activities to foster PEG access and programming;

(11) To provide financial, technical and other assistance for local programming and other non-profit uses of the cable television system(s);

(12) To provide promotion, fundraising, outreach and other support services in the furtherance of the purposes of the Corporation, and develop a group of volunteers to create community-based programming and to assist others in the furtherance of the purposes set forth herein; and

(13) To determine, conduct, administer and/or support, in any lawful manner, such other tasks relating to the operation, scheduling, and/or management of the PEG access channels, facilities and equipment or other information and/or telecommunications services, including but not limited to Internet or information services, as appropriate and/or necessary, and to do so in compliance with the restrictions required under federal law and regulations for an organization recognized as a Section 501(c)(3) organization.

(14) To oversee the construction and maintenance and support of the Institutional Network (I-Net), to provide the fiber infrastructure communications plant necessary to electronically integrate municipal and school buildings and the Access studio. The purpose of the network is to provide municipal data/voice communications, and PEG media.

### **Article III: Membership**

#### **Section 1. Class or Classes of Membership**

The Corporation shall initially have one class of voting Members which may be subdivided by the Board of Directors to account for individual and organizational Members. Furthermore, the Board of Directors may establish other classes of voting and/or non-voting membership.

#### **Section 2. Eligibility for Membership**

(a) All residents of the Town of Wareham and all businesses, corporations, organizations, institutions and other entities which are located in the said Town and who substantially subscribe to the purposes of the Corporation shall be eligible to election to membership in the Corporation upon completion of a written application on a form approved by the Board of Directors and upon compliance with conditions, consistent with the Articles of Incorporation and these By-Laws, as may be prescribed by the Board of Directors.

(b) All persons serving on the Board of Directors shall become Members of the Corporation upon election to the Board.

### **Section 3. Evidence of Membership**

The Clerk shall issue each new Member a card or certificate evidencing membership in the Corporation and any other relevant information.

### **Section 4. Dues/Service Requirements and Terms of Membership**

The Board of Directors may establish reasonable annual dues and/or service requirements for Members and types of Members and specify requirements of membership, if any. There shall be provision for the waiver of dues for reasons of hardship. Dues shall be reduced or eliminated for students of the Wareham Public Schools or for Town of Wareham residents attending any other school up through high school.

### **Section 5. Transfer and Revocation of Membership**

(a) No membership or right arising from membership shall be transferable unless otherwise authorized for good cause by the Board of Directors.

(b) Upon written petition submitted and signed by at least five (5) members of the Board of Directors, the Board of Directors shall consider the revocation of membership for any current Member of the Corporation. The Board of Directors may remove, for cause, from membership any person or organization by the vote of seven (7) Directors, when in their judgment the best interests of the Corporation will be served thereby. A person so removed shall forfeit his or her membership card or certificate.

(c) Nothing herein shall prohibit or restrict the right of the Corporation, through its designated authority, to revoke or suspend the right of a member to use the Corporation's facilities or equipment.

### **Section 6. Voting Rights**

At every regular or special meeting of the Members, each member authorized to vote shall be entitled to one (1) vote, in person, on each matter submitted to a vote of the Members. Organizational Members (businesses, corporations, organizations, institutions and other entities) shall designate, in writing, one person to vote on behalf of the organization. Every voting designation by an organization shall be executed in writing and shall be filed with the Clerk of the Corporation prior to the exercise thereof.

### **Section 7. Compensation**

A Member shall not be entitled to compensation for his or her service as a Member.

## **Article IV. Meetings of the Corporation (Members)**

### **Section 1. Annual Meeting**

An annual meeting of the membership shall be held the last week of September of each year at 7:00 P.M. at the principal office of the Corporation, or at such other time and place as the Board of Directors shall from time to time designate. At such time, the Members may transact such business as may be done in accordance with law, the Articles of Organization of the Corporation and these By-Laws.

### **Section 2. Special Meetings**

A special meeting of the Corporation may be called at any time by a majority of the Board of Directors, or by receipt by the Clerk of the Corporation of a written request by one-third (1/3) or more of the Membership of the Corporation. Special meetings shall be convened not less than fourteen (14) days or more than forty-five (45) days after being called.

### **Section 3. Place for Meetings**

All meetings of the Corporation shall be held at the principal office of the Corporation or at such other place(s) as the Board of Directors may fix from time to time, or in the event of a special meeting, at such place as the Clerk of the Corporation may designate.

### **Section 4. Notice of Meetings**

(a) Notice of the Annual Meeting shall be given to each Member at least thirty (30) days prior to the said Annual Meeting. Notice of a special meeting of the Members shall be given at least fourteen (14) days prior to the scheduled date of the meeting. Said notice shall be in writing, which may be electronic mail to any member who has provided an e-mail address to the Clerk of the Corporation. If applicable for the Annual Meeting that year, the notice shall state that nominations for the director position elected by the Membership that year will be accepted, pursuant to Article V, Section 2(e)(iii), by submitting the name of a nominee in writing to the Clerk, no later than fourteen (14) days prior to the Annual Meeting.

(b) Notice of a regular or special meeting of the Members shall also be given on the public access channel for each day of the respective minimum notice period referenced in Subparagraph (a) above.

### **Section 5. Waiver of Notice or Consent by Attendance**

(a) Notice of a meeting may be waived by written waiver of a Member or their agent before or after the meeting. A waiver of notice need not specify the purposes of the meeting or reasons for such a waiver.

(b) Except as provided in Section 6 below, Members' attendance at a meeting shall constitute a waiver of notice of the meeting, unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not legally called or convened. However, attendance at the meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting, but not so included, if that objection is expressly made at the meeting.

#### **Section 6. Notice of Certain Agenda Items**

Approval by the Members of any of the following proposals other than by unanimous approval by those entitled to vote is valid only if the notice states such actions are to be considered or all Members entitled to vote waive notice and/or consent by their attendance:

(1) Amending the Articles of Incorporation or the By-Laws.

#### **Section 7. Quorum**

(a) A duly called regular or special meeting of the Members shall not be organized for the transaction of business unless a quorum of ten percent (10%) of the membership is present, but in no event less than ten (10) members are present. This minimum quorum requirement shall not be applicable for the first full year of the Corporation's existence.

(b) The Members present at a duly organized meeting can continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum, and the acts of such a meeting shall be the acts of the Members, so long as the subject of any action taken was included in the notice of the meeting.

#### **Section 8. Adjournment and Notice of Adjourned Meetings**

Any regular or special meeting, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of the Members present at the meeting. No meeting may be adjourned for more than forty-five (45) days. When a meeting is adjourned to another time and place, notice need not be given of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which adjournment is taken. If after adjournment a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each member who, on the record date of the notice of the meeting, is entitled to vote at each meeting. At the adjourned meeting, the Members may transact any business that might have been transacted at the original meeting.

#### **Section 9. Presiding Officers**

The President of the Corporation shall preside at all regular or special meetings of the Members, and the Clerk of the Corporation shall record the minutes of all such meetings. In the absence of the President, the Vice President shall preside, and in the absence of the Vice President the Treasurer shall designate a member(s) of the Board of Directors to so preside and/or record minutes. The Treasurer may so appoint himself or herself to such function.

### **Section 10. Voting - Generally**

Each member entitled to vote shall be entitled to cast one vote on each matter submitted to a vote of the Members. Voting shall be by a show of hands or ballot. A secret ballot shall be conducted if requested by no less than a majority of the Members voting on a motion for a secret ballot.

### **Section 11. Quantum of Vote**

If a quorum is present, the affirmative vote of a majority of the Members represented at the meeting entitled to vote and voting on any matter shall be the act of the Members, unless the vote of a greater number is required by law, the Articles of Incorporation or these By-Laws.

### **Section 12. Meetings of Members Open to the Public**

Meetings of the Members of the Corporation shall be open in their entirety to the public, unless by majority vote, the Meeting deems closure of all or some of the meeting to be in the best interest of the Corporation.

### **Section 13. Record Date for Notice and Voting**

(a) The record date for determining Members entitled to receive notice of a meeting of Members shall be the business day preceding the day on which notice is given, or if notice is waived, the business day preceding the day on which the meeting is held.

(b) The record date for determining Members entitled to vote at a meeting of Members shall be thirty (30) days prior to the date the meeting is held.

### **Section 14. Proxy Prohibited**

There shall be no voting or other action by proxy, except that any organizational member may, by the organization filing notice with the Clerk of the Corporation, designate a person to exercise a vote of the organization.

## **Article V: Board of Directors**

### **Section 1. Powers and Duties**

The Board of Directors shall have general power to control and manage the affairs and property of the Corporation, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Board of Directors. The Board shall have full authority with respect to the distribution and payment of the moneys received by the Corporation from time to time; provided, however, that the fundamental and basic purposes of the Corporation, as expressed in the Articles of Organization, shall not thereby be amended or changed, and provided further, that the Board of Directors shall not permit any part of the net earnings or capital of the Corporation inure to the benefit of any private individual.

**Section 2. Number of Directors/Eligibility/ Election/Term Limits**

- (a) The Board of Directors shall consist of seven (7) members.**
- (b) All residents of the Town of Wareham shall be eligible for election as a Director. No more than two Directors at any one time may be non-residents if they are associated with a Town of Wareham business or organization.**
- (c) The Directors shall be elected by a vote of the membership at the annual meeting as follows:**
  - i. Elections for board members shall be staggered year after year, alternating in a three (3) seat, one (1) seat, three (3) seat board member election cycle.**
- (d) All Director positions shall be for a period of three (3) years. All Directors must comply with established guidelines and acceptance policy**
- (e) A Nominating Committee shall be formed within sixty (60) days but no less than thirty (30) days of the date of the annual meeting of the corporation.**
  - i. The Nominating Committee shall be comprised of the then current board members whose seats are not open for election in that given year PLUS two (2) other persons selected from the general membership.**
  - ii. The Nominating Committee shall, within fifteen (15) days of the annual meeting of the corporation, nominate at least the number of persons sufficient to equal board seats open for election.**
  - iii. Notice of the nominees selected by the Nominating Committee, as well as the date, time and place of the Annual Meeting, shall be provided to members at least fourteen (14) days prior to the Annual Meeting.**
  - iv. Notice of all nominees shall be cablecast on the public access channel(s) and shall be posted on the Corporation's website, if any.**
- (f) A Director need not be a member of the Corporation prior to his or her appointment to the Board of Directors, but shall become a member immediately upon his or her appointment as a Director.**

**(g) Each Director shall, absent resignation, removal, continue in office until the expiration of the term for which he or she is elected or appointed, or until his or her successor shall have been elected and qualified, whichever is later.**

**(h) All members over the age of 18 whose membership is in good standing by September 1<sup>st</sup> are eligible to vote on business decisions during annual and special meetings of the membership. Individual memberships, family memberships and organizational memberships are each entitled to one (1) vote. Family and organizational members must designate one (1) person to cast the ballot.**

### **Section 3. Organizational Meeting**

Within thirty (30) days after each annual appointment of Directors, the Board shall hold a regular meeting for purposes of organization, election of officers, appointment, and transaction of other business. Notice of this meeting shall state that it is the Organizational Meeting.

### **Section 4. Resignation and Removal**

(a) A Director may resign by delivering his or her written resignation to the Corporation at its principal office or to any Corporation officer. Such resignation shall be effective upon its acceptance by the Board of Directors.

(b) Any Director who misses three (3) consecutive regular meetings of the Board of Directors without reasonable cause or who ceases to be a resident of the Town (except those members who were not required to be a resident upon appointment) shall be deemed to have resigned from the Board of Directors.

(c) A Director may be removed from office with less than an affirmative vote of five (5) members of the Board of Directors. Any Director proposed to be removed shall be entitled to at least fourteen (14) days notice, in writing, by certified mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting prior to such vote for removal taking place. The reason(s) for removal shall be provided, in writing, to the removed Director.

### **Section 5. Vacancies**

(a) In the event of any vacancy(ies) the continuing Directors may act despite said vacancy(ies) and shall be deemed to constitute a full Board for all purposes.

(b) Any vacancy in the Board of Directors arising at any time and from any cause may be filled for the unexpired term by the remaining Board of Directors. A replacement Director shall serve until the end of the unexpired term of the person whose absence caused the vacancy to exist.

## **Section 6. Conflict of Interest - Participation and Voting**

No member of the Board of Directors may participate or vote on any particular matter in which said Director, or they or their immediate family member, partner, a business organization in which they are serving as an officer, director, trustee, partner or employee, or any person or organization with whom they are negotiating or has an arrangement concerning prospective employment, has a financial interest. For purposes of this Section 7, "immediate family member" includes the spouse, parents, children, and brothers and sisters of the individual or their spouse.

## **Section 7. Compensation**

(a) Directors shall receive no compensation for their services provided as Directors, however, that a Director may be reimbursed for reasonable and necessary expenses incurred. The rules and procedures for such reimbursement shall be established by the Board of Directors.

(b) A Director shall not be precluded from serving the Corporation in any other capacity, however no Director shall be eligible to be compensated for any services, although they may be reimbursed for reasonable and necessary expenses incurred.

## **Article VI: Meetings of the Board of Directors**

### **Section 1. Regular Meetings**

Regular meetings of the Board of Directors for the transaction of such business as may be done in accordance with the law, the Articles of Organization of the Corporation and these By-Laws shall be held at such times as the Board of Directors may fix from time to time, but in no event less than once every two (2) months during the first year of the Corporation, nor less than once each quarter thereafter.

### **Section 2. Special Meetings**

Special meetings of the Directors may be called by the President (or in the Presidents absence, by the Vice President or the Treasurer) or by two (2) or more of the Directors then in office, and shall be held at such time and for such purposes as may be specified in the call for said meeting, with reasonable notice given to each Director as provided in Section 3 below.

### **Section 3. Emergency Meetings**

(a) Emergency meetings of the Directors may be called by the President (or in the Presidents absence, by the Vice President or the Treasurer) or by two (2) or more of the Directors then in office, but only if the Executive Director or the President or other authorized officer does not have authority to handle the matter or deems the judgment of the Board of Directors to be desirable.



(b) Nothing in this Article or Section shall be construed to prevent or restrict the Executive Director or an officer from taking any action necessary to secure and make safe the Corporation's facility and equipment or to protect the health and safety of any person(s).

#### **Section 4. Notice of Meetings**

(a) Written notice of regular meetings of Directors shall be given to each Director at least fourteen (14) days prior to the day fixed for such meeting.

(b) Written notice of special meetings of the Directors, stating the time, place and purpose of the meeting shall be given to each Director at least fourteen (14) days prior to the day fixed for such meeting, unless the party or parties calling for said meeting designates said meeting to be an emergency meeting.

(c) Notice of an emergency meeting shall be given as soon as reasonably possible. Notice for an emergency meeting may be by telephone. The reasons for the emergency shall be submitted in writing to the Clerk of the Corporation by the party or parties calling said meeting, at or before the emergency meeting.

(d) Notice of regular meetings of the Directors shall be given by the Clerk. Notice of special meetings may be given by the person or persons calling the meeting or shall be given by the Clerk, if available, at the request by such person or persons calling the meeting.

(e) Notice of a regular or special meeting of the Directors shall also be given on the public access channel managed by the Corporation.

(f) When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting other than by announcement at the meeting at which such adjournment is taken.

(g) Written notice may be by electronic mail to any member who has provided, in writing, an e-mail address to the Clerk of the Corporation.

(h) Whenever a vote requiring more than a simple majority is anticipated, the subject of said vote shall be include in the meeting notice.

#### **Section 5. Waiver of Notice**

(a) Notice of a meeting may be waived by written waiver of a Director or their agent before or after the meeting.

(b) A Director's attendance at a meeting shall constitute a waiver of notice of the meeting, unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not legally called or convened. However, attendance at the meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting but not so included, if that objection is expressly made at the meeting.

## **Section 6. Quorum**

A majority of the Directors in office shall be necessary to constitute a quorum for the transaction of business.

## **Section 7. Meetings Open to the Public**

All meetings of the Board of Directors shall be open to the public unless the Board, by majority vote, deems closure of all or some of the meeting to be in the best interest of the Corporation.

## **Section 8. Action of the Board of Directors**

The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Corporation's Articles of Organization or these By-Laws. There shall be no vote by proxy.

## **Article VII: Officers**

### **Section 1. Officers**

The officers of the Corporation shall include a President, Vice-President, a Clerk, and a Treasurer, and such other officers as deemed necessary by the Board of Directors. Other officers shall have such powers as may be designated from time to time by the Board. All officers shall be elected by the Board of Directors from the Board of Directors. No person shall hold more than one office at any one time, except for a temporary appointment not to exceed ninety (90) days.

### **Section 2. Duties of President**

The President shall be the chief executive officer of the Corporation. The President shall make a report on the affairs of the Corporation at each meeting of the Members and Directors, and shall see that all orders and resolutions of the Members and Directors are carried into effect; subject, however, to the right of Members or the Directors to delegate to any other person any specific delegable duties. The President shall execute in the name of the Corporation all documents as required by these Bylaws and, when necessary or proper, shall affix thereto the corporate seal. The President shall be an ex-officio member of all committees and shall perform such other duties as are usually incident to his or her office or may be required by the Directors.

### **Section 3. Duties of Vice President**

The Vice-President shall fulfill the duties of the President in the event of the absence or incapacity of the President, and shall have such other powers and shall perform such other duties as are set forth in these By-Laws, as now or hereafter amended, and as the Board of Directors may designate from time to time. In the event of the absence or incapacity of the Vice-President, the Treasurer shall fulfill the aforesaid duties of the President.

### **Section 4. Duties of the Clerk**

(a) The Clerk shall issue notices of Directors' and Membership meetings as set forth in these By-Laws, shall attend and keep the minutes of the same in suitable minute books, shall attest the signing and sealing by the President and/or Treasurer of all instruments requiring signature and/or the corporate seal, shall maintain a record of the Corporations membership, shall give, or cause to be given, notice of all meetings of the Corporation as required by these By-Laws, and shall do such other things as may be required by law, and shall perform such other duties as are usually incidental to his or her office or as may be required by the Directors.

(b) In the event there is no Clerk or he or she is absent, the Board of Directors may designate an Assistant Clerk to perform the duties of the Clerk until such time as the Clerk can resume the duties.

#### **Section 5. Duties of the Treasurer**

The Treasurer of the Corporation shall be the chief financial officer and shall have custody and control of all funds and valuables of the Corporation. The Treasurer shall receive the funds of the Corporation and shall make disbursements therefrom and shall keep regular books of account showing receipts and disbursements, and shall submit a monthly financial statement and an annual audited statement of all such receipts and disbursements to the Board of Directors for their examination and approval. The books of account shall be open to inspection by any Director at all reasonable times. The Treasurer shall deposit in the name of the Corporation all monies and valuables of the Corporation with a depository or depositories designated by the Board of Directors. The Treasurer shall also perform the duties of the President in the absence or incapacity of both the President and Vice-President. The Treasurer shall also perform such other duties as are incident to his or her office or as may be required by the Directors.

#### **Section 6. Election of Officers/Terms**

(a) The initial officers shall be chosen by the individuals appointed to be the Board of Directors pursuant to Article V, Section 2, above. Thereafter, each officer of the Corporation shall be elected by the Board of Directors at the organizational meeting following the respective Annual Meeting and shall hold office until the next organizational meeting or special meeting held in place thereof or until his or her successor is chosen and qualified, whichever is later, subject to resignation or removal, discussed below.

(b) The term of office for each officer shall be two (2) years.

#### **Section 7. Resignation or Removal**

(a) Any officer may resign by delivering his or her written resignation to the Corporation at its principal office or to any other officer. Such resignation shall be effective upon its acceptance by the Board of Directors.

(b) An officer may be removed from office by the vote of six (6) or more members of the Board of Directors then in office at a regular or special meeting of the Board of Directors for

which notice of said possible removal is provided, when in their judgment the Director has acted against the best interests of the Corporation.

(c) Any Officer proposed to be removed shall be entitled to at least fourteen (14) days notice in writing by certified mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting prior to such vote for removal taking place.

#### **Section 8. Vacancies**

A vacancy in any duly constituted office may be filled by majority vote of the Board of Directors whenever it occurs.

#### **Section 9. Conflict of Interest**

See Article V, Section 6 of these Bylaws.

#### **Section 10. Compensation**

The provisions of Article V, Section 7 shall also apply to officers.

### **Article VIII: Committees**

#### **Section 1. Standing Committees**

The Board of Directors may, in its sole discretion, form standing or special committees.

#### **Section 2. Appointment and Functions of Committees**

The Board of Directors shall appoint the chairpersons and members of any committees. The chairperson of each committee shall be a member of the Board of Directors. All recommendations and policies developed by a Committee is subject to approval by the Board of Directors.

### **Article IX: Personnel**

(a) The Board of Directors may authorize such staff positions as may be necessary in the conduct of the business of the Corporation, including an Executive Director or similar position (hereinafter referred to as an "Executive Director"). All hiring, other than the hiring for the position of Executive Director, shall be by the Executive Director. The Executive Director shall have the authority and responsibility to manage and operate the day-to-day operations of the Corporation, in accordance with the general policies and directions specified by the Board of Directors, and shall supervise the daily operations of the other employees and shall have additional authority and duties, as the Board of Directors may from time to time prescribe. All such policies, directions and duties shall be communicated to the Executive Director through the

President of the Corporation or his/her designee. The Executive Director shall report to and be directly responsible to the President of the Corporation.

(b) The Executive Director shall be entitled to compensation for his or her services. The Board of Directors shall negotiate a contract with the Executive Director, specifying the job description, salary, terms of service, and other provisions as appropriate.

(c) The Executive Director shall not be a member of the Board of Directors, nor shall he or she be an officer of the Corporation during said employment as Executive Director.

### **Article X: Indemnification**

(a) The Corporation shall, to the extent legally permissible pursuant to the Massachusetts General Laws, including Chapter 180, Section 3 of said laws, indemnify each of its Directors and officers against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonable incurred by him or her in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he or she may be involved or with which he or she may be threatened, while in office or thereafter, by reason of his or her being or having been such a Director or officer, whether or not said he or she is continues to be a director or officer at the time of adjudication or settlement of such claim or liability. Provided, however, that as to any matter to be disposed of by a compromise settlement, no indemnification either for said payment or for any other expenses shall be provided unless such person shall be found to have acted in the reasonable belief that his or her action was in the best interest of the Corporation, after notice that the matter involves such indemnification:

(i) by a disinterested majority of the Directors then in office and entitled to vote; or

(ii) by a majority of the disinterested Directors then in office after the Corporation has obtained, at the request of a majority said disinterested Directors, an opinion in writing from independent legal counsel, other than counsel to the Corporation, to the effect that such Director or officer appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation.

(b) Expenses, including counsel fees reasonable incurred by any such Director or officer in connection with the defense or disposition of any such action, suit or other proceeding, may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if he or she shall be adjudicated not to be entitled to indemnification pursuant to these By-Laws or Chapter 180 of the Massachusetts General Laws.

(c) The right of indemnification hereby provided shall not be exclusive of or affect any other rights to indemnification to which corporate personnel, other than directors and officers, may be entitled by contract or otherwise under law.

(d) This Article shall not limit the authority of the Board of Directors to authorize the purchase

and maintenance of insurance on behalf of any Director, officer, committee member, employee or agent of the Corporation, whether or not the Corporation would have the power to indemnify said Director, officer, committee member, employee or agent against such liability under this Section.

## **Article XI: Liquidation or Dissolution**

(a) Dissolution of the Corporation shall require the affirmative vote of at least six (6) members of the Board of Directors.

(b) In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no Director, officer or member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be distributed by the Board of Directors to the Town of Wareham or to such organization or organizations designated by the Board of Selectmen of the Town of Wareham which are organized and operated exclusively for charitable purposes and which shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Laws; provided, however, that no part of the net earnings of such organization or organizations shall inure to the benefit of any private shareholders, member or individual, and no substantial part of the activities of such organization or organizations shall consist of carrying on propaganda or otherwise attempting to influence legislation, and such organization or organizations shall not participate or intervene in any political campaign on behalf of any candidate for public office. Unless otherwise required by applicable law, such distribution, division of property and proceeds and payment of all money and other property shall be distributed in accordance with the Access Agreement by and between the Corporation and the Town of Wareham.

## **Article XII: Additional Provisions Including Notice**

### **Section 1. Seal**

The Seal of the Corporation shall consist of a flat-faced circular die with the name of the Corporation, its state of incorporation and the year of its organization cut or engraved thereon.

### **Section 2. Notice**

Whenever written notice is required to be given to any person, it may be given to such person at his or her address (including e-mail address when so authorized by these By-Laws) appearing on the books of the Corporation, or in the case of directors or members of another body, supplied by him or her to the Corporation for the purpose of notice.

### **Section 3. Fiscal Year**

The fiscal year of the Corporation shall be the twelve (12) months ending December 31<sup>st</sup> in each year, except as from time to time otherwise determined by the Board of Directors.

#### **Section 4. Execution of Corporate Instruments**

- (a) All drafts, checks, other orders for the payment of money, other than payroll checks, shall be signed by the Executive Director, if any, and the President or the Treasurer, and/or such other person or persons as the Board of Directors may designate from time to time. Payroll checks shall be signed by the Executive Director, or, in the absence of the Executive Director, by the President or Treasurer.
- (b) All bonds, loans, mortgages, other evidence of indebtedness as the Corporation may issue in the conduct of its business, shall be authorized by a resolution of the Board of Directors and then signed by the President and the Treasurer of the Corporation.
- (c) Any instrument purporting to affect an interest in real estate shall be authorized by a resolution of the Board of Directors and then signed by the President and Treasurer of the Corporation.

#### **Section 5. Financial Statements and Audits**

A year-end fiscal audit shall annually be prepared by an independent certified public accountant.. A copy of all financial statements and audits shall be made available to Members upon written request.

#### **Section 6. Conduct of Meetings**

The Board of Directors shall adopt rules which shall govern the conduct of all meetings of the Members of the Corporation and the Board of Directors and its various committees, except where the same shall be in conflict with law, the Articles of Incorporation or these By-Laws.

#### **Article XIII: Amendment of Bylaws**

Any part or all of these By-Laws may be amended or repealed by:

- (a) A majority vote of the Board of Directors then in office, at a regular or special meeting of the Board duly called for that purpose, provided that notice of the substance of the proposed amendment or repeal shall be stated in a notice for such meeting mailed to the Board of Directors no less than fourteen (14) days before such meeting; and
- (b) A vote of ratification by a majority vote at the next annual or special meeting of the Members. Notice of such proposed By-Law change(s) must be provided with the notice of the annual or special meeting in accordance with the provision of these By-Laws.