

WITF Public Media Ethics and Integrity Policy

For the Organization, Board, Staff and Volunteers

Approved by the WITF Board of Directors

6/14/2016

**WITF Public Media
Ethics and Integrity Policy for the Organization, Board, Staff and Volunteers**

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Ethics and Integrity Program Administration

Strong ethics and integrity are a part of the governance framework of WITF. Public media board members, staff and volunteers must operate with integrity and high standards of ethical conduct to maintain sound decision making processes and ensure community confidence and trust. This ethics and integrity policy applies to all members of the WITF community, including board members, employees and volunteers. Administration of this policy shall be conducted by WITF's Senior Vice President of Finance and Administration, who shall serve as the organization's Chief Ethics and Integrity Officer.

The Ethics and Integrity Policy, while comprehensive, does not address every conceivable situation or ethical dilemma that may be faced by members of the WITF community. WITF's board members, staff and volunteers are expected to exercise good judgment absent specific guidance from this policy or other applicable laws, rules and regulations. Specific questions pertaining to the Ethics and Integrity Policy should be directed to a supervisor, WITF's SVP of Finance and Administration, or the Chair of the Governance and Nominating Committee. To the extent that violations of this policy are not specifically addressed elsewhere, any reported violations of this policy should be directed first to a supervisor, SVP of Finance and Administration, or the Chair of the Governance Committee. If none of these reporting avenues is appropriate, the violation of policy may be reported directly and confidentially to the Board Chair or the CEO.

This ethics and integrity policy shall be reviewed annually by the Governance and Nominating Committee of the Board of Directors. The Board of Directors of WITF shall have the sole authority to modify this policy.

I. Mission

WITF's mission is to strengthen our communities by connecting us to each other and to opportunities for lifelong learning.

II. Core Values

- WITF inspires creativity internally and externally (creativity)
- WITF is a trusted source for information (trustworthiness)
- WITF acts transparently with donors and the community (transparency)
- WITF seeks to provide a personally meaningful experience (personally meaningful)
- WITF values inclusiveness in our content and organization (inclusiveness)

III. Vision

Engaging minds, enriching lives, uniquely.

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IV. Public Media Code of Organizational Integrity

Public broadcasters have adopted shared principles to strengthen the trust and integrity that communities expect of valued public service institutions.

Public media organizations contribute to a strong civil society and active community life, provide access to knowledge and culture, extend education, and offer varied viewpoints and sensibilities.

The freedom of public media professionals to make editorial decisions without undue influence is essential. It is rooted in America's commitment to free speech and a free press. It is reflected in the unique and critical media roles that federal, state, and local leaders have encouraged and respected across the years. It is affirmed by the courts.

Trust is equally fundamental. Public media organizations create and reinforce trust through rigorous, voluntary standards for the integrity of programming and services, fundraising, community interactions, and organizational governance.

These standards of integrity apply to all the content public media organizations produce and present, regardless of subject matter, including news, science, history, information, music, arts, and culture. These standards apply across all public media channels and platforms - broadcasting, online, social media, print, media devices, and in-person events.

Public media, individually and collectively:

- Contribute to communities' civic, educational, and cultural life by presenting a range of ideas and cultures and offering a robust forum for discussion and debate.
- Commit to accuracy and integrity in the pursuit of facts about events, issues, and important matters that affect communities and people's lives.
- Pursue fairness and responsiveness in content and services, with particular attention to reflecting diversity of demography, culture, and beliefs.
- Aim for transparency in news gathering, reporting, and other content creation and share the reasons for important editorial and programming choices.
- Protect the editorial process from the fact and appearance of undue influence, exercising care in seeking and accepting funds and setting careful boundaries between contributors and content creators.
- Encourage understanding of fundraising operations and practices, acknowledge program sponsors, and disclose content-related terms of sponsor support.
- Maintain respectful and accountable relationships with individual and organizational contributors.

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- Seek editorial partnerships and collaborations to enhance capacity, perspective, timeliness, and relevance and apply public media standards to these arrangements.
- Expect employees to uphold public media's integrity in their personal as well as their professional lives, understanding that employee actions, even when "off the clock," affect trust, integrity, credibility, and impartiality.
- Promote the common good, the public interest, and these commitments to integrity and trustworthiness in organizational governance, leadership, and management.

The Public Media Code of Integrity was developed by the Affinity Group Coalition and the Station Resource Group, collectively representing public television and radio stations and service organizations from across the country, with support from the Corporation for Public Broadcasting.

September 2013

V. Business Ethics and Code of Conduct

The successful business operation and reputation of WITF is built upon the principles of fair dealing and ethical conduct of our employees. Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

The continued success of WITF is dependent upon the trust of our members, viewers, listeners and readers, and we are dedicated to preserving that trust. Employees owe a duty to WITF, and the community to act in a way that will merit the continued trust and confidence of the public. WITF will comply with all applicable laws and regulations and expects its directors, officers, and employees to conduct business in accordance with the letter, spirit, and intent of all relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

In general, the use of good judgment, based on high ethical principles, will guide you with respect to lines of acceptable conduct. If a situation arises where it is difficult to determine the proper course of action, the matter should be discussed openly with your immediate supervisor. If discussing with your supervisor is not appropriate, bring the matter to the Senior Vice President of Finance and Administration or anyone else in management whom you are comfortable approaching.

Compliance with this policy of business ethics and conduct is the responsibility of every WITF employee. Disregarding or failing to comply with this standard of business ethics and conduct could lead to disciplinary action, up to and including termination of employment. (Reference: Whistleblower Policy.)

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VI. Conflict of Interest Policy & Disclosure Form

It is in the best interest of WITF to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict of interest policy is designed to help Directors, Officers, employees and volunteers of the WITF identify situations that present potential conflicts of interest and to provide WITF with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in WITF's operations.

To that end, each Director, Officer, employee and regular volunteer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that s/he has done so. Annually each Director, Officer and senior staff member shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that s/he believes could contribute to a Conflict of Interest.

I. Conflict of Interest Defined. In this policy, a person with a conflict of interest is referred to as an "interested person." For purposes of this policy, the following circumstances shall be deemed to create a Conflict of Interest:

1. A Director, Officer, employee or regular volunteer, including a Board member (or family member of any of the foregoing) is a party to a contract, or involved in a transaction with WITF for goods or services.
2. A Director, Officer, employee or regular volunteer, (or a family member of any of the foregoing) has a material financial interest in a transaction between WITF and an entity in which the Director, Officer, employee or volunteer, or a family member of the foregoing, is a Director, Officer, agent, partner, associate, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
3. A Director, Officer, employee or regular volunteer, (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with WITF.

VII.

Other situations may create the **appearance of a conflict**, or present a **duality of interests** in connection with a person who has influence over the activities or finances of WITF. All such circumstances should be disclosed to the Board chair or CEO, as appropriate, and a decision made as to what course of action the organization or individuals should take so that the best interests of WITF are not compromised.

Gifts, Gratuities and Entertainment: Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of WITF.

II. Definitions.

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1. A "Conflict of Interest" is any circumstance described in Part 1 of this Policy.
2. An "Interested Person" is any person serving as an Officer, employee or member of the Board of Directors of WITF or a major donor to WITF or anyone else who is in a position of control over WITF who has a personal interest that is in conflict with the interests of WITF.
3. A "Family Member" is a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of an interested person.
4. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an Interested Person's or Family Member's judgment with respect to transactions to which the entity is a party.
5. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of financial relationship, or the exercise of control over another organization. The making of a gift to WITF is not a Contract or Transaction.
6. A regular volunteer is a person who has completed a volunteer application form and has volunteered for an activity other than answering phones for pledge drives, which are casual, non-repetitive and scheduled in groups.

III. Procedures.

1. Prior to Board or committee action on a Contract or Transaction involving a Conflict of Interest, a Director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. If Board members are aware that staff or other volunteers have a conflict of interest, relevant facts should be disclosed by the Board member or by the interested person him/herself if invited to the Board meeting as a guest for purposes of disclosure.
2. A Director or committee member who plans not to attend a meeting at which he or she has reason to believe that the Board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
3. A person who has a Conflict of Interest shall not participate in or be permitted to hear the Board's or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
4. A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote.

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5. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Board of Directors of WITF has a Conflict of Interest when he or she stands for election as an Officer or for re-election as a member of the Board of Directors.

6. Interested Persons who are not members of the Board of Directors of WITF, or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to their supervisor, or the Senior Vice President of Finance and Administration, or the CEO, any Conflict of Interest that such Interested Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Interested Person. The Interested Person shall refrain from any action that may affect WITF's participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor, or the Senior Vice President of Finance and Administration, or the Chair or the Chair's designee, who shall determine whether full Board discussion is warranted or whether there exists a Conflict of Interest that is subject to this policy.

IV. Confidentiality. Each Director, Officer, employee and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of WITF. Furthermore, Directors, Officers, employees and volunteers shall not disclose or use information relating to the business of WITF for their personal profit or advantage or the personal profit or advantage of their Family Member(s).

V. Review of policy.

1. Each Director, Officer, employee and volunteer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that he or she has done so. The Senior Vice President of Finance and Administration in his or her capacity as Chief Ethics and Integrity Officer shall keep all such signed acknowledgements.

2. Annually each Director, Officer and senior staff member shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that he or she believes could contribute to a Conflict of Interest. Such relationships, positions or circumstances might include service as a Director of, or consultant to a nonprofit organization, or ownership of a business that might provide goods or services to WITF. Any such information regarding the business interests of a Director, Officer, senior staff member, or a family member thereof, shall be treated as confidential and shall generally be made available only to the Chair, the CEO, the Senior Vice President of Finance and Administration and the members of the Governance and Nominating Committee, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.

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3. This policy shall be reviewed regularly by the Governance and Nominating Committee of the Board of Directors. Any changes to the policy adopted by the Board of Directors shall be promptly communicated to all members of the board, its committees, staff and volunteers.

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VI. Conflict of Interest Disclosure Form

Date: _____

Name: _____

Position (Director/Officer/senior staff member): _____

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between WITF and your personal interests, financial or otherwise:

_____ *I have no conflict of interest to report*

_____ *I have the following conflict of interest to report (please specify both nonprofit and for-profit Boards you (and your spouse) sit on, any for-profit businesses for which you or an immediate family member are an Officer or Director, or a majority shareholder, and the name of your employer and any businesses you or a family member own):*

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Policy of Conflict of Interest of WITF.

Signature: _____

Date: _____

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VII. Conflict of Interest Affirmation Form (for volunteers and staff)

Name: _____

Position (staff member/volunteer): _____

I hereby acknowledge that I have reviewed and agree to abide by, the Conflict of Interest Policy of WITF. To the best of my knowledge, I have no conflicts as described in this Policy, except those noted below.

1. _____

2. _____

3. _____

4. _____

5. _____

6. _____

Signature: _____

Date: _____

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VIII. Whistleblower Policy

General

WITF requires its directors, officers and employees (and other WITF representatives – volunteers, interns, etc.) to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of WITF, it is expected that all directors, officers and employees will practice honesty and integrity in fulfilling responsibilities and comply with all applicable laws and regulations. Unlawful activity of any kind is prohibited, as well as unethical behavior. (Reference: Business Ethics and Conduct Policy.)

Reporting Responsibility

It is the responsibility of all WITF directors, officers and employees to comply with laws, governmental rules and regulations, and to report suspected illegal activity, including but not limited to, financial disclosures, accounting, internal accounting controls, auditing matters, conflicts of interest, workplace harassment, hostile workplace practices, and discrimination in hiring or management practices. This Whistleblower Policy is intended to encourage and enable employees and others to raise these serious concerns with WITF.

No Retaliation

No director, officer or employee who in good faith reports any suspected illegal activity shall suffer harassment, retaliation, or adverse employment consequence. A director, officer or employee that retaliates against someone who has reported a violation in good faith is subject to discipline, up to and including termination of employment or service.

Reporting Violations

Employees should report all suspected illegal activity to a party who is capable of addressing those concerns.

- In most cases, an employee's supervisor is in the best position to address an area of concern.
- If you are not comfortable speaking with your supervisor, you are encouraged to speak with the Human Resources Director, Senior Vice President of Finance and Administration or anyone in management whom you are comfortable approaching.
- Supervisors and managers are required to report suspected violations to WITF's Senior Vice President of Finance and Administration, who has specific and exclusive responsibility to investigate all reported violations.

Any report that is made directly to the Senior Vice President of Finance and Administration or management, whether openly, confidentially or anonymously, shall be promptly reported to the Audit Committee. If none of

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these reporting avenues are appropriate, a report can also be submitted directly and confidentially to the Audit Committee Chair.

Chief Ethics and Integrity Officer

WITF's Chief Ethics and Integrity Officer is responsible for investigating and resolving all reported suspected illegal activity and reporting the violations to the Audit Committee. S/he has direct access to the Audit Committee of the board of directors and is required to report to the Committee at least annually regarding compliance activity. WITF's Chief Ethics and Integrity Officer is the Senior Vice President of Finance and Administration. If you are not comfortable speaking with the Senior Vice President of Finance and Administration or s/he is unavailable and the matter is urgent, you may contact the Chair of the Finance/Audit Committee, by sending a letter describing the circumstances surrounding the matter to the following address:

Chair, WITF Finance/Audit Committee
4801 Lindle Road
Harrisburg, PA 17111

Compliance Matters

The Finance/Audit Committee of the board of directors shall oversee all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing matters involving WITF, including, without limitation, the following:

- Any fraud or misstatement or omission in any financial statement or other financial information published by WITF, including any report filed to governmental or regulatory authority;
Any intentional error or misconduct in the preparation, evaluation, review or audit of any of WITF's financial statements;
- Any fraud or misstatement or omission in recording and maintaining the financial records of WITF;
- Any weakness or deficiency in or noncompliance with WITF's internal accounting controls;
- Any misrepresentation or false statement made to or by a senior officer or accountant regarding a matter contained in, or required to be contained in, the financial records, financial statements, financial reports or audit reports of WITF;
- Any deviation from full and fair reporting of WITF's financial condition, results of operations or cash flows;
- Any effort to mislead, deceive, coerce or fraudulently influence any internal or external accountant or auditor in connection with the preparation, examination, audit or review of any financial statement or records of WITF; or
- Any other error, deficiency or weakness in WITF's financial statements, internal controls, auditing procedures or financial records or reports.
- Any conflicts of interest in staff or board;

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- Any instances of workplace harassment;
- Any hostile workplace practices;
- Any examples of discrimination in hiring or management practices.

Acting in Good Faith

Anyone filing a complaint must be acting in good faith and have reasonable grounds for believing the information disclosed indicates illegal activity. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious offense and is subject to discipline, up to and including termination of employment or service.

Confidentiality

Notice of an illegal activity may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The Senior Vice President of Finance and Administration will notify the sender and acknowledge receipt of the reported suspected illegal activity within five business days. The Chair of the Finance/Audit Committee will also be notified. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

XI. Equal Employment Opportunity Policy

In order to provide equal employment and advancement opportunities to all individuals, employment decisions at WITF will be based on merit, qualifications, and abilities. WITF does not discriminate in employment opportunities or practices on the basis of race, color, creed, religion, gender, ancestry, national origin, age, disability, genetic information, sexual orientation, veteran's status, or any other characteristic as protected by law.

XII. Disability Accommodation Policy

WITF is committed to complying fully with the Americans with Disabilities Act (ADA) and ensuring equal opportunity in employment for qualified persons with disabilities. All employment practices and activities are conducted on a non-discriminatory basis.

Hiring procedures have been reviewed and provide persons with disabilities meaningful employment opportunities. Upon request, job applications are available in alternative, accessible formats, as is assistance in completing the application. Pre-employment inquiries are made only regarding an applicant's ability to perform the essential job functions of the position, with or without reasonable accommodation.

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WITF will provide reasonable accommodation to disabled employees to enable them to perform the essential functions of their jobs provided that such accommodation does not impose an undue hardship upon WITF. Qualified individuals with disabilities are entitled to equal pay and other forms of compensation (or changes in compensation) as well as in job assignments, classifications, organizational structures, position descriptions, lines of progression, and seniority lists. Leave of all types will be available to all employees on an equal basis.

XIII. Sexual and Other Unlawful Harassment Policy

It is the policy of WITF that harassment of any kind towards employees, applicants or customers is unacceptable conduct and will not be tolerated. WITF strives to treat all employees fairly and equitably. As part of this commitment, WITF will make every effort to provide each employee with a working environment free from all forms of discriminatory harassment, including sexual harassment.

All employees, supervisors, and members of management, both male and female, are strictly prohibited from sexually harassing or making improper advances towards other employees, supervisors or members of management. In addition, WITF strictly prohibits any employee, supervisor or member of management from encouraging, condoning or otherwise permitting any form of sexual harassment.

Definition of Sexual Harassment

Harassment on the basis of sex is a violation of both federal and state laws. Such conduct is unlawful if:

- Submission is made, either explicitly or implicitly, a term and condition of an individual's employment;
- The response to the conduct is used as a basis for employment decisions affecting the individual; or
- The conduct has the purpose or effect of unreasonably interfering with an individual's work environment or creating an intimidating, hostile or offensive work environment.

The following behaviors may constitute sexual harassment:

- Unwelcome sexual advances;
- Requests for sexual favors;
- Other verbal or physical conduct of a sexual nature, such as:
 - Sexual slurs, insults or innuendoes
 - Sexual propositions or intimidation
 - Gender-based animosity
- Presence of sexually explicit graffiti or materials in the work place
- Unwelcome physical contact or touching of a sexual nature.

Reporting and Investigation Procedure

Any individual who believes that s/he has been the subject of sexual harassment should report the alleged act immediately to the Senior Vice President of Finance and Administration.

1. When an individual submits a report of sexual harassment, he/she will be asked to provide detailed information regarding the incident(s), including the identity of the harasser, the date(s) of the harassment, the

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conduct being complained of, and witnesses, if any, to the conduct. This is necessary to conduct a proper investigation.

2. WITF will conduct a prompt and thorough investigation of the claim, which may include interviews of the alleged harasser and witnesses as well as a review of relevant records. WITF will warn any employee accused of sexual harassment that any form of retaliation taken against an individual submitting such a claim will be grounds for immediate termination of employment. The confidentiality of the individual submitting the claim will be maintained to the extent possible while enabling WITF to conduct a thorough and complete investigation.

3. When WITF completes its investigation, it will take prompt remedial action consistent with its determination regarding the merits of the claim.

4. The employee submitting the claim will be advised of the outcome of the investigation.

5. No employee will suffer any form of retaliation for making a good faith report of sexual harassment.

Response to Sexual Harassment Complaints

1. Sexual harassment is a prohibited personnel practice under all circumstances and will not be tolerated.

2. Each member of supervision and management must monitor his/her work area for potential sexual harassment. Should a manager or supervisor become aware of a possible incident of sexual harassment, he or she must report it directly to management for investigation. Individuals who believe they have experienced any form of sexual harassment are encouraged to submit a complaint in accordance with the reporting procedure set forth above.

3. WITF will promptly investigate all allegations of sexual harassment.

4. Violation of this Sexual Harassment Policy may result in the imposition of appropriate discipline, up to and including termination of employment.

5. In any instance where an investigation reveals that sexual harassment has taken place, WITF will take prompt remedial measures to bring the harassment to an end. If the harassment persists after such remedial measures are taken, the individual experiencing the harassment must report the matter to his or her supervisor, or to the Senior Vice President of Finance and Administration so that appropriate remedial and/or disciplinary action may be taken. The Chair of the Finance/Audit committee will also be notified.

Other Forms of Discriminatory Harassment

In addition to sexual harassment, harassment of any kind towards employees, applicants, or customers based upon race, religion, age, national origin, disability, or any of the other protected characteristics referenced in the Equal Employment Opportunity policy above, is unacceptable conduct and will not be tolerated.

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Any discriminatory harassment prohibited by this policy will be investigated and responded to in the same manner as sexual harassment. Any employee who feels that they have experienced any harassment prohibited by this policy should follow the reporting procedures outlined in the sexual harassment policy.

XIV. Workplace Violence Prevention Policy

WITF is committed to preventing workplace violence and to maintaining a safe work environment. Given the increasing violence in society in general, WITF has adopted the following guidelines to deal with intimidation, harassment, or other threats of (or actual) violence that may occur during business hours or on its premises.

All employees, including supervisors and temporary employees, should be treated with courtesy and respect at all times. Employees are expected to refrain from fighting, "horseplay," or other conduct that may be dangerous to others. Firearms, weapons, and other dangerous or hazardous devices or substances are prohibited from the premises of WITF without proper authorization.

Conduct that threatens, intimidates, or coerces another employee, a customer, or a member of the public at any time, including off-duty periods, will not be tolerated. This prohibition includes all acts of harassment, including harassment that is based on an individual's sex, race, age, or any characteristic protected by federal, state, or local law.

All threats of (or actual) violence, both direct and indirect, should be reported as soon as possible to your immediate supervisor or any other member of management. This includes threats by employees, as well as threats by customers, vendors, solicitors, or other members of the public. When reporting a threat of violence, you should be as specific and detailed as possible.

All suspicious individuals or activities should also be reported as soon as possible to a supervisor. Do not place yourself in peril. If you see or hear a commotion or disturbance near your work station, do not try to intercede or see what is happening.

WITF will promptly and thoroughly investigate all reports of threats of (or actual) violence and of suspicious individuals or activities. The identity of the individual making a report will be protected as much as is practical. In order to maintain workplace safety and the integrity of its investigation, WITF may suspend employees, either with or without pay, pending investigation.

Anyone determined to be responsible for threats of (or actual) violence or other conduct that is in violation of these guidelines will be subject to prompt disciplinary action up to and including termination of employment.

WITF encourages employees to bring their disputes or differences with other employees to the attention of their supervisors or the Senior Vice President of Finance and Administration before the situation escalates into potential violence. WITF is eager to assist in the resolution of employee disputes, and will not discipline employees for raising such concerns.

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XV. Employee Drug and Alcohol Use Policy

It is WITF's desire to provide a drug-free, healthful, and safe workplace. To promote this goal, employees are required to report to work in appropriate mental and physical condition to perform their jobs in a satisfactory manner.

As a recipient of federal funds, WITF is bound by the terms of the Drug-Free Workplace Act of 1988. Therefore, while on WITF leased or owned property, and/or while conducting business-related activities off WITF premises, no employee may use, possess, distribute, sell, or be under the influence of alcohol or illegal drugs. The legal use of prescribed drugs is permitted on the job only if it does not impair an employee's ability to perform the essential functions of the job effectively and in a safe manner that does not endanger other individuals in the workplace.

Violations of this policy may lead to disciplinary action, up to and including immediate termination of employment, and/or required participation in a substance abuse rehabilitation or treatment program. Such violations may also have legal consequences. To inform employees about important provisions of this policy, WITF has established a drug-free awareness program. The program provides information on the dangers and effects of substance abuse in the workplace, resources available to employees, and consequences for violations of this policy. Employees with questions or concerns about substance dependency or abuse are encouraged to use the resources of the Employee Assistance Program. They may also wish to discuss these matters with their supervisor or the Senior Vice President of Finance and Administration to receive assistance or referrals to appropriate resources in the community. Under the Drug-Free Workplace Act, an employee who performs work for a government contract or grant must notify WITF of a criminal conviction for drug-related activity occurring in the workplace. The report must be made within five days of the conviction. Employees with questions on this policy or issues related to drug or alcohol use in the workplace should raise their concerns with their supervisor or the Senior Vice President of Finance and Administration without fear of reprisal.

XVI. Employee Non-Disclosure Policy

The protection of confidential business information and trade secrets is vital to the interests and the success of WITF. Such confidential information includes, but is not limited to, the following examples:

- Member and donor lists and information
- Customer lists
- Financial information
- Marketing strategies
- Pending projects and proposals
- Proprietary production processes
- Research and development strategies
- Technological data and prototypes

Employees who are exposed to confidential information may be required to sign a non-disclosure

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agreement as a condition of employment. Employees who improperly use or disclose trade secrets or confidential business information will be subject to disciplinary action, up to and including termination of employment and legal action, even if they do not actually benefit from the disclosed information.

XVII. Volunteer Confidentiality Policy

Volunteers are responsible for maintaining the confidentiality of all proprietary or privileged information to which they are exposed while serving as a volunteer, whether this information involves an employee, volunteer, donor, or other person, or involves the overall business of the organization. Failure to maintain confidentiality may result in termination of the volunteer's relationship with WITF, or other corrective and/or legal action.

XVIII. WITF.org Privacy Policy

Thank you for visiting WITF.org and its associated sub-domains. As an extension of our broadcast mission, we want your visit to WITF.org to inform and entertain you. We know you don't want the information you provide us shared indiscriminately. Here we explain what information WITF (and our third-party vendors (collectively "we") acting on our behalf to help deliver the services and operate and analyze use of the Site), collect, what we do with the information, and what controls you have over the information collected. We're committed to ensuring the privacy of your personally identifiable information, and to protecting your ability to make financial transactions and transmit your personal data with full confidence.

The privacy policy set forth here refers solely to WITF.org, and its associated sub-domains such as, but not limited to, netcommunities.WITF.org, calendar.WITF.org, and feeds.WITF.org. Please read it carefully, and if you have any questions or concerns, please contact us. Also, note that WITF.org links to numerous other sites, such as PBS and NPR. Please consult those sites to learn more about their policies.

What Information Do We Collect About You

We collect two types of information from you: a) Personally identifiable information, includes personal information (such as your name, address, e-mail address, telephone number, credit card information and/or other identifying information) you voluntarily supply upon request when you register for our website, make a donation, complete a survey, register for an online discussion, enter a contest or provide your e-mail address; and b) Non-personally identifiable information, for example IP Addresses and cookies, which includes tracking information collected as you navigate through our site. Uses of this information are discussed in Section 2 below.

A. Personally Identifiable Information

We will not collect personally identifiable information from you, other than what you supply to us on a voluntary basis upon request.

Registration for Our Websites

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Anyone can view our site, however some pages of the Site may require a free registration, which enables full access to the information and resources offered throughout the Site. A unique email address (user name) and password must be supplied to register. By using the Site, you are agreeing to the conditions of our Terms of Use.

Paid Products and Services

While the majority of our Site is free, we may now or in the future, charge fees for select products and services, such as purchases made through an online shop. To enable the purchase of these and other products we collect your telephone number, e-mail address, billing address and credit card information.

Principles and Guidelines, Organizational Ethics and Editorial Integrity Support of WITF

On certain pages within the Site we may now or in the future offer visitors the opportunity to make a donation in support of WITF or our programming. If a visitor chooses to make a donation, we will collect and store your telephone number, e-mail address, billing address and credit card information.

Forums, Feedback and Content Submissions

On certain pages within the Site you can submit content to be published, make community postings, comments, suggestions, and vote. We may collect your name, address, and e-mail addresses in connection with these activities. We will indicate which information is required and which is optional. We may contact users regarding their submissions in certain circumstances.

Your Submission of Others' Personally Identifiable Information

On certain pages within the Site you can submit information about other people. For example, you may submit a person's name and email address to send an article. This information will only be used for your intended purpose.

Contests, Sweepstakes, Surveys and Special Offers

On occasion, we may collect personal information from users in connection with optional sweepstakes, surveys, contests or special offers. We will indicate which information is required and which is optional. Such information will be used as indicated at the time of collection.

E-Mail and E-Mail Newsletters

On occasion, we may collect personal information from users in connection with optional email and e-mail newsletters. We will indicate which information is required and which is optional. Such information will be used as indicated at the time of collection.

Marketing and Promotional Communications

On occasion, we may collect personal information from users in connection with optional marketing and promotional communications from WITF, PBS, or a public broadcasting station. We will indicate which

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information is required and which is optional. Such information will be used as indicated at the time of collection.

B. Non –Personally Identifiable Information

In addition to information that you provide to us, we (again, this is WITF and third party vendors) may also collect and store certain non-personally identifiable information automatically when you use the Site. This information helps us improve the experience you and other visitors have with the Site.

For example, we may collect your IP address, browser information and reference site domain, as well as related information such as the date on which you visit the Site. This information does not identify you personally and is only used in the aggregate.

As is common practice among web sites, we use “cookies” and similar technologies. In general, cookies -- the informational files that your web browser places on your computer when you visit a website -- are used on this Site to track and analyze how you and other visitors use our Site. We use these cookies in order to improve the Site, to identify the source of visitors and what pages you use while on our site, to offer visitors interactive and/or personalized features that would not be possible without the cookies, to recall specific information to save visitors time when they return to the Site, to provide our sponsors targeted sponsorship opportunities, to provide visitors customized sponsorship messages or list of customized videos of interest, and to identify usage and statistical trends. By looking at this traffic we can better understand our community, which allows us to improve our Site and to provide you with an optimal experience and better service. Our sponsorship service vendors, which serve sponsorship messages onto our site, and third party vendors that measure and analyze the use of the Site for us, may also use their own cookies. At no time does the cookie reveal your name, address, or e-mail address (even if you have entered these in specific areas of the Site). The Site pages cannot extract any personally identifying information about you from what we receive via a cookie and your browser.

You can set your browser preferences to refuse cookies or to alert you when cookies are being sent. However, some parts of the Site will not function properly if you do so.

How Do We Use Information Gathered On The Site

Neither WITF, nor our third-party vendors acting on our behalf to help deliver the services and operate the Site, will willfully disclose any personally identifiable information about our online users to any non-affiliated third party without first receiving the user's permission, unless required by law. WITF’s affiliates include our local productions (such as Smart Talk, Health Smart, Explore PA), PBS, and other public broadcasting stations or programming.

In terms of our own use of information, we may use your personally identifiable information for the activities described in the previous sections, for the activities described when you submitted the information, or for internal and marketing promotional purposes as further described in this policy.

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We will typically explain the extent of use at the time you are asked to provide personal information. If you do not want this information to be collected or used by us for these purposes, you can simply “opt out.” Under certain circumstances, opting out may prevent your participation in activities for which personal information is needed, as in contests.

As mentioned, in certain cases, we contract with other companies to provide services on our behalf. These service providers maintain customer databases with e-mail addresses of Site visitors who have provided them to us by registering at our site, signing up for a newsletter or email, e-mailing us questions about the service, donors who submit online contributions, or online buyers who make a purchase. We (which includes our service providers) will use these addresses to respond to the general purposes for which we collected the information, to provide services and to operate the Site, including to respond to inquiries; to process credit card payments, billing, and shipping; to process e-mail distribution; for list processing and analysis; for promotions management; to send information about WITF’s programs, services, or your local public broadcasting station’s membership/fundraising; or to correspond about a purchase or product offers. Our service providers have access to your personally identifiable information as necessary to provide certain services on our behalf. They are required to maintain the privacy of all such information in their possession or control and can only use the information on our behalf for the purpose that we have contracted them, for example sending you a newsletter. They are not authorized to use your information for any other purpose.

Similarly, personally identifiable information provided in connection with a donation will be shared with third parties who perform services to process the donation.

WITF will not sell, rent, lease, loan, trade, give, donate, transfer or exchange their membership or donor names to, with or from any local, state, or federal candidate for public office, authorized committee for such a candidate, or political party for any purpose whatsoever, except as required by law.

If at any time you would like to check or update our record of your information, please let us know by using the WITF.org Contact Us page, calling the WITF Main Switchboard (717-704-3000, Monday-Friday, 8am-5pm EST), or writing to us (WITF, 4801 Lindle Road, Harrisburg, PA 17111).

We will not sell, exchange, or lend e-mail addresses to any non-affiliated third party, without your permission. However, we or our service providers may release personally identifiable information if we believe in good faith that the law or legal process requires it, we have received a valid administrative request from a law enforcement agency, or such release is necessary to protect anyone’s rights, property or safety.

On certain pages, we may now or in the future, offer visitors the opportunity to provide comments, messages or other user-generated text, content or materials (collectively “User Materials”). Any information that you disclose when posting a message to these areas, such as your name, screen name or ID used, becomes public. In addition, the information that you disclose in these areas may be used by us for promotional and marketing purposes. We are not responsible for any personally identifiable information that

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you choose to disclose in these public areas. Further, WITF, its production units, public broadcasting station affiliates and their licensees, may use, copy, sublicense, modify, transmit, publicly perform, display, create derivative works of, host, index, cache, tag, encode, and/or adapt any User Materials, and any information contained therein, in any and all media formats or channels, whether now known or hereafter devised, including, but not limited to, the Site, public broadcasting station web sites, other third party web sites, over the air (on radio or television), and on mobile platforms.

We reserve the right to send you e-mail relating to your account status. This includes order confirmations, renewal/expiration notices, notices of credit-card problems, other transactional e-mails and notifications about major changes to our Site and/or to our Privacy Policy. If you have registered for online discussions or other services, you may receive e-mail specific to your participation in those activities.

We offer several e-mail newsletters and emails. We will always provide a clear and convenient method of unsubscribing to our e-mailings. If you no longer wish to receive a specific newsletter, follow the "unsubscribe" instructions located in each newsletter or email, or by going to the Site's Contact Us page and send us a message. We will update our records as soon as possible.

WITF, with the assistance from time to time of its third party service vendors, uses non-identifying aggregate information to analyze use of and better design the Site and to share with third parties in aggregate form only as appropriate. For example, we may tell a third party that a certain number of users accessed a particular video on our Site. However, we will not disclose any information that could be used to identify those users.

Security of Information

WITF has in place what we believe to be appropriate physical, electronic, and managerial procedures to safeguard and secure the information we collect online. Credit card information provided on the Site is protected against unauthorized use by Secure Sockets Layer (SSL) security features. The SSL protocol is the industry standard method for creating an encrypted, secure connection between your web browser and a web server, such as the Site's server. You should, however, keep in mind that no Internet or e-mail transmission is ever fully secure or error free. Because most e-mail is not encrypted, you should take special care in deciding what information you send to us via e-mail.

Children's Guidelines

WITF.org is a general audience site and does not knowingly collect or store personally identifiable information about children under the age of 13.

Any portions of our Site that are directed to children under the age of 13 (e.g., the kids section under the Education section) comply with COPPA (Children's Online Privacy Protection Act) standards, which are in addition to WITF.org policies. For complete guidelines on children's information collection, please visit the WITF KIDS PRIVACY POLICY which is located below.

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Corrections to Personal Data; Opting Out

Please Contact Us to a) correct or update any personal information in the WITF database that you state is erroneous, b) opt-out of future communications from WITF, or c) request WITF to make reasonable efforts to remove your personal information from the WITF online database, thereby canceling your profile, newsletter registration and other WITF registrations. This will not necessarily remove previous public comments and other User Materials submitted for public display on the Site. You should understand that it may be impossible to delete personal information entirely because of backups and records of deletions.

Acceptance of This Privacy Policy for WITF.org

By using this Site, you signify your agreement to the terms and conditions of this Privacy Policy for WITF.org. If you do not agree to these terms and conditions, please do not use this Site. We reserve the right, at our sole discretion, to change, modify, add, or remove portions of this policy at any time. Please check this page periodically for any changes. Your continued use of WITF.org following the posting of any changes to these terms shall mean that you have accepted those changes. If you have any questions or concerns, please contact us.

Changes to This Privacy Policy

Whenever this Privacy Policy for our Site changes, we will post the changes to the Site, and such changes will be effective immediately upon posting. If you do not agree to the changes, please do not continue to use the Site. Under certain circumstances, we may also elect to notify you of changes or updates to our Privacy Policy by additional means, such as posting a notice on the front page of our Site or sending you an e-mail if we have your e-mail address.

Terms of Use

Please also make sure to read WITF.org's Terms of Use to understand the additional terms and conditions, which apply to your use of our Site.

XIX. Children's Privacy Policy for WITF.org

WITF takes great pride in the high-quality television, radio, and Web content we provide for children, as well as the public trust we have secured in doing so. As we move into providing an online Kids service on the Web, this trust becomes even more important to you, and to us. We believe the following understanding will enhance the safety, value and enjoyment of your child's visits to WITF Online.

It is our goal to provide service on our site while maintaining our strong commitment to identifying children and protecting their privacy. When we collect information from our Web visitors, we routinely ask them to confirm whether they are older than 18 years of age. If we learn that a user is younger than 18, we will not store his/her personal information for future communication.

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WITF does not willfully disclose to any third party any personally identifiable information about our online visitors who have identified themselves as younger than 18.

From time to time, we may offer contests, quizzes, and surveys in the Kids section of WITF Online. Our sole objective in these endeavors is to offer young visitors appropriate and entertaining interactive content.

When we showcase online content specifically for young people that requires identifying information, we ask children to gain permission from a parent or caregiver first (e.g., "Hey, kids, before you enter our contest, make sure you get permission to participate from a parent or whoever takes care of you.")

If we know a visitor is younger than 18, we collect parental/caregiver permission offline (by US mail, fax, or phone) before we mail any prizes to the child. If your child submits stories, artwork, written comments, or anything else for us to post on our site, he or she will be identified only by first name, age, and state.

You and your child's use of this site are conditioned on your having accepted these terms. Please check this policy frequently, as it is subject to change from time to time, and your child's continued use of the site is conditioned upon your acceptance of any modifications hereto.

We want to make this site a safe haven for where families to surf together, and where parents and caregivers are happy to have their children interact, learn, and play. If you have any comments or questions, we'd be happy to hear them.

XX. Open Meeting Policy

It is the policy of WITF that meetings of the governing board of the organization, its committees, and advisory boards shall be open to the public.

Meetings or portions of meetings may occasionally be closed to the public when considering matters relating to individual employees, proprietary information or litigation. A written statement explaining the reason for closing the meeting will be available on the website within a reasonable period of time.

Appropriate minutes of all open meetings shall be available for inspection by the public at the WITF Public Media Center, 4801 Lindle Road, Harrisburg.

XXI. Principles, Guidelines and Editorial Policy

Introduction

WITF, a non-profit community-based organization, uses media in public service. WITF is licensed by the Federal Communications Commission to operate the non-commercial broadcasting frequencies WITF-TV, WITF-FM and WYPM-FM. WITF also provides Educational Services and operates WITF.org, Pennsylvania Public Radio (a statewide public radio service) and Media Solutions, a production services division. WITF Enterprises, a wholly

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owned for-profit subsidiary of WITF, consists of TFM Advertising, a promotion and advertising agency, and Radio Pennsylvania, a statewide news network for commercial radio stations.

Note: "Programs" or "programming" refers to content in any media format, radio, TV, web, mobile or print.

WITF is committed to the ethical and transparent operation of our organization and to the ethical practice of journalism, whether in our non-profit and for-profit enterprises. We will treat our donors, staff and members of the community with respect, and be open about our finances and policies. WITF is committed to providing high quality content that is distinctive and responsive to the needs and interests of our communities.

The Board of Directors, Management, and the Community Advisory Board each have important, separate and distinct roles in WITF's editorial philosophy and decision-making guidelines.

These Principles and Guidelines provide direction to management and information to the public about the operation of WITF and its media enterprises.

Acknowledgements

WITF gratefully acknowledges several documents as sources and inspiration for these Principles and Guidelines. The Principles and Guidelines are based in part upon the Code of Editorial Integrity, Local Public Media Organizations, a 2012 collaboration of public television's Affinity Group Coalition and public radio's Station Resource Group. This document also benefitted from *This is NPR: These Are The Standards of Our Journalism*, issued in February 2012 and available at NPR.org.

Historically, the still relevant *Editorial Integrity In Public Broadcasting, Proceedings of the Wingspread Conference on Editorial Integrity* (1985) has provided an ethical and legal foundation for many public broadcasting organizations, including WITF.

These Principles and Guidelines build upon *WITF's Editorial Philosophy and Decision-making Guidelines*, approved by the WITF Board of Directors in February 2000.

A. Responsibilities of the Board of Directors

1. Establish and enforce the Principles and Guidelines, which serve the public interest, convenience and necessity.
2. Delegate to the President the authority to manage the organization and make programming decisions (what to produce or schedule, when, and how to present it).
3. Demand the highest journalistic standards of fairness and accuracy in all news and information programming.
4. Resist pressures to compromise the editorial decision-making process delegated to the President and managers in item #2 above. Act as a "heat shield" when WITF is criticized for the practice of responsible journalism.

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5. Share the opinions of viewers in their communities, and encourage all citizens to express their views about programming to the board, President and staff.

B. Responsibilities of the President/CEO

1. Develop the Principles and Guidelines (what to produce or schedule, when, and how to present it) which are consistent with the mission of the organization and which result in programs that audiences can trust and value.
2. Demand the highest journalistic standards of fairness and accuracy in all news and information programming.
3. Present a regular strategic and annual plan to the Board of Directors based upon an assessment of community needs.
4. Encourage citizens to express their views regarding programming; respond promptly and fully to viewer questions and concerns.

C. Responsibilities of the Community Advisory Board

The Federal Communications Commission and the Board of Directors of WITF have established a Community Advisory Board, which is broadly representative of the communities served by WITF. The Community Advisory Board shall:

1. Review the *Principles and Guidelines* as established for WITF by the Board of Directors.
2. Review the services and programming provided by WITF, providing constructive criticism and recommendations to staff and the Board of Directors.
3. Advocate for, and inform the community about, the value of public service media and its contribution to community life.

D. Nine Principles in Summary

Our purposes are to support a strong civil society, increase cultural access and knowledge, extend public education, and strengthen community life through electronic media and related community activities. The public's trust in our organizations, content, services, and relationships is fundamental to achieving these purposes.

We earn the public's trust through the quality and excellence of our work, the inclusion and reflection of the diversity of our communities, and a commitment to defined professional standards and practices.

We take specific steps to ascertain community needs and interests; to assure respect and civility in our discussions and impartiality in our coverage of complex matters; and to be accessible, accountable, and transparent to the community as a whole.

Our standards apply to all the content we produce and present, regardless of subject matter and they apply across all the channels and platforms we use – broadcasting, online, social media, print, and in person events.

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1. Governance and Management for the Common Good

We govern our activities in ways that promote the common good and the public interest and that reflect our commitment to integrity and trustworthiness. These obligations supersede personal and institutional agendas.

2. Ideas, Culture and Forums with Respect and Civility

We contribute to the civic, educational, and cultural life of our communities by presenting a range of ideas and cultures and offering a robust forum for discussion and debate.

3. Journalism That Reports Events and Issues with Accuracy and Integrity

We pursue facts about events and issues in our communities and other important matters that affect people's lives with accuracy and integrity.

4. Inclusion and Reflection of Our Communities' Diversity

The integrity of our work is strengthened by incorporating the diversity of demography, culture, and beliefs in our communities and the nation into our work and our content.

5. Transparency in Program Selection and Content Creation

We share with our audiences and the public the mission-based and practical reasons for our program choices. We seek to be transparent in how we gather and report news and create other content.

6. Transparency in Fundraising

We aim for respectful relationships with our donors and clear understanding among donors and others about our fundraising operations. We acknowledge the sponsors of our programming and disclose the terms on which we obtain such support.

7. Preventing Undue Influence

We strive to assure that our editorial process is free from undue influence. We take care in deciding from whom we seek and accept funds and in setting boundaries with respect to those who contribute.

8. Consistent Editorial Standards in Partnerships and Collaborations

Editorial partnerships expand our capacity to serve and the perspectives we can share with our audiences. They enhance the timeliness and relevance of our programming and activities.

9. Employee Activities Beyond Their Public Media Work

The actions of our employees, even when "off the clock," affect public trust in our integrity, credibility, and impartiality. We expect employees to strive for congruency in their personal and professional lives.

E. Nine Principles In Detail

1. Governance and Management for the Common Good

We govern our activities in ways that promote the common good and the public interest and that reflect our commitment to integrity and trustworthiness. These obligations supersede personal and institutional agendas.

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We make important organizational decisions in open meetings of our governing bodies, which we announce to the public. Our audited financial statements and IRS 990 forms are available to the public at WITF.org. As per a whistleblower policy, the WITF Finance/Audit Committee is available to receive and respond to complaints of financial or ethical improprieties by WITF staff. The only exceptions to these provisions are in matters related to personnel, business matters of a proprietary and competitive nature, and legal matters that require confidentiality.

We assess community needs and interests to inform and guide editorial decisions and employ approaches that assure we have been inclusive of the full community and a diversity of voices, experiences, and views.

We require our decision-makers to disclose possible conflicts of interests to their colleagues, and to remove themselves from decisions where such conflicts exist. Conflict of interest policies are in place for members of the Board of Directors (in bylaws) and for staff (in the Employee Handbook). Senior members of our staff are accessible to the public and information about how to contact them is available at WITF.org.

We regularly discuss and debate elements of these Principles and Guidelines (and related policies), review the success of their application in our work, and update them as appropriate.

In fulfilling these commitments to accountability, we are guided by and adhere to multiple legal and regulatory frameworks within which we work. Principal among these are laws, rules, and regulations that govern the licensees of noncommercial, educational broadcast stations, federal and state policies that apply to nonprofit organizations, and requirements applied by the Corporation for Public Broadcasting to organizations that benefit from the federal investment in public media.

2. Ideas, Culture and Forums with Respect and Civility

We contribute to the civic, educational, and cultural life of our communities by presenting a range of ideas and cultures and offering a robust forum for discussion and debate.

In doing this work we provide:

- Public access to information, resources and opportunities for lifelong education, the cultural offerings of the arts, humanities and sciences, and forums and media through which to experience a diversity of voices, experiences and views.

- In program selection and scheduling, we note that programs for children are substantively different from programs for adults. Not every program provided by WITF will be appropriate for children and such programs will be presented, scheduled or provided in such a way as to direct them to the attention of adults. In general, WITF believes that adults should have the information and breadth of perspectives necessary to make their own decisions. Programming for children will be selected and presented for its ability to educate and inform, as well as to provide a non-violent safe haven among today's media choices.

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- Citizen access to means for expressing concerns, asking questions, providing answers and sharing viewpoints and ideas in ways that are heard and respectfully considered.
- Civil discourse and interaction among people with varying interests and perspectives, leading to greater shared knowledge and understanding of differences, constructive problem-solving and sustained community building.

Portions of these activities are accomplished through forums for perspectives and opinions on matters that are important to our communities, including interview programs, panel discussions, talk shows, debates, on-line discussions and similar opportunities for officials, experts, advocates, and citizens to express their views and hear the views of others.

In all these settings we strive to support a vigorous marketplace of ideas without advocating, endorsing or certifying a particular point of view.

When inviting participants, we seek people who, by reason of their expertise and experience, are able to add perspectives and insights across a broad range of views on issues of concern to our communities. From time to time, audience members may hear points of view with which they disagree.

Controversy may arise from subject matter, political or cultural point of view, or the inclusion of indecent material. Programs are subject to individual personal judgment. WITF recognizes the need to consider a variety of tastes, viewpoints, and standards of public behavior represented in its region. WITF also recognizes inherent differences among broadcast, print and web-based media and between news and other formats.

In cases of potential controversy, the content (in whatever media format) will be reviewed by the media manager with a recommendation made to Senior Vice President, Content and to the President when appropriate. The considerations for selection include the editorial and production quality of the program in the context of its own medium; its place among other programs and points of view already selected, its value in addressing subjects of community and societal significance, and any applicable legal requirements (such as infringement of copyright, obscenity, etc.).

3. Journalism That Reports Events and Issues with Accuracy and Integrity

We pursue facts about events and issues in our communities and other important matters that affect people's lives with accuracy and integrity.

We aim to foster an informed and engaged public that, in turn, enables a strong and effective democracy, and to support individuals in making good decisions for themselves and their families and in their pursuit of a high quality of life.

We take responsibility for the validity of the content we present. We operate within a system of defined professional principles, ethics and practices in gathering data and perspectives. We are transparent about editorial decision-making processes.

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Key Principles That Guide Our Reporting and Editing:

Accuracy

We make every effort to assure that we are accurate. We use consistent standards and approaches in verifying the facts we present and the sources of information we use.

Attribution

Whenever feasible we attribute the sources of our information. We resist anonymity, especially with respect to opinion, speculation, or personal attacks, and permit it only if we are without other means to gather compelling, verifiable information.

Context and Impartiality

We place the facts we report in context. In our coverage of politics and controversial topics, we emphasize not only accuracy and full attribution, but also an impartial, non-partisan approach and attention to competing views.

Corrections

When we make mistakes we admit and correct them, either in the same venue in which they were made, such as an on-air broadcast, in the enduring version of a report or program, such as the online version of a story or on-demand version of a program, or both. We welcome comments and additional facts; if they add to the precision of what we present, we are committed to timely modifications.

Inclusivity

We present a full range of views on controversial subjects – sometimes in a single story and sometimes over the course of a series of programs or set of commentaries presented in a timely fashion.

We seek out individuals and organizations mentioned in our coverage and reports when others have made unfavorable or critical allegations about them so that they have an opportunity to respond to such assertions and our audiences are more fully informed about the controversy. We avoid stereotyping, with particular attention to race, gender, age, religion, ethnicity, geography, sexual orientation, disability, physical appearance, and social status.

In our reporting we make a distinction between the accountability of public officials, business and non-profit leaders and others who serve the public or seek power and influence, and the greater rights and expectations of privacy for private individuals, which we endeavor to respect and protect.

Identification of Sources

We are straightforward with our audiences. When we present the work of others we say so, but all media content produced by WITF on any platform shall be the sole editorial responsibility of WITF.

Audiences shall never be in doubt about the origin of any materials included in a WITF program, whether video used as “background” or sound bites from a press conference. The source of all such elements shall be identified in a way appropriate to the medium (e.g., in the credits of television program, in the intro to a radio story, in the cutline of a photograph.) No WITF programs of any kind (news or non-news) shall distribute

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complete, pre-produced video or audio stories or segments from corporate, government or third-party non-news sources.

WITF may distribute pre-produced video or audio stories or segments only from other news organizations (commercial or public) whose news judgment is trusted by WITF news and public affairs professionals. However, before use by WITF, such stories must be evaluated by the staff and deemed to meet WITF's editorial standards.

Note that this policy does not apply the use of pre-produced video or audio stories or segments from our national news suppliers (i.e., PRI, NPR, the Associated Press), as these content elements are the product of an editorial partner whose editorial standards are known and approved by WITF. If a national news supplier does not meet WITF's editorial standards, it will be replaced.

Transparency

When we edit interviews and other material we strive to preserve the original meaning. When we process audio, video, or images electronically, we do so only to enhance clarity and not to distort meaning or mislead audiences as to how or when the content was obtained.

We tell the people and the organizations we cover who we are and what we are doing unless public or personal safety is at serious risk and this open approach will not produce vital information. We will generally avoid an undercover approach, but will disclose when we have done so.

We work to include individuals who help provide balance among the main positions on important issues, although not always in a single program, online discussion or event.

We ask participants in our forums to create a level of clarity by providing details, examples, and evidence to support their contentions. We give them opportunities to respond to criticism and seeming inconsistencies.

4. Inclusions and Reflection of Our Communities' Diversity

The integrity of our work is strengthened by incorporating the diversity of demography, culture, and beliefs in our communities and the nation into our work and our content. We look to the full diversity of our community as we ascertain needs and interests to which we might respond.

We assure that people with different backgrounds, perspectives, and experiences are heard and seen as both sources and subjects of our programming and are invited to participate in our activities. We seek to create content and activities that reach and serve a diversity of people, recognizing that different programming attracts people with different values, beliefs, lifestyles, and demography. We treat the subjects of our programming with respect. We include points of view that may not be widely shared and individuals and groups that are infrequently heard or seen outside their own communities.

5. Transparency In Program Selection and Content Creation

We share with our audiences and the public the mission-based and practical reasons for our program choices. We seek to be transparent in how we gather and report news and create other content.

Selecting Material for Broadcast and Online

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We choose programs and content for broadcast and online presentation that are consistent with our overall mission and purposes. We are also guided by our public service priorities, which focus our work on particular needs and issues and on service to particular communities and audiences. Our mission statement and service priorities are published on our website.

Our content decisions are also shaped by practical considerations, such as the need for an overall coherence to our service and identity, the interests of audiences, the availability of material through other media, the costs of different kinds of programming we create, the costs of programs we acquire, and our overall resources.

We aim for public understanding of these public service and practical reasons for our decisions, especially when we make substantial changes in the direction or focus of our programming or services.

Selecting Stories and Issues for News and Public Affairs Programs

Topics we cover for broadcast and online delivery are selected at regular editorial meetings of our professional staff. We welcome suggestions about what to cover and encourage comments, criticisms, and corrections of our work. We publish the names, position, and contact information for senior members of our staff on our website.

Several criteria influence topic selection, beginning with the importance to our community and the fit with our organization's public service priorities. Other factors include relevance to our audience, timeliness, potential impact, our capacity to bring something new or unique to the topic, and our ability to take on the topic or issue in a way that meets our defined editorial standards.

Showing How We Gather and Report Information

We work to verify and authenticate the information we present in ways that are visible and understandable to the public.

We use and cite public records, publications and databases whenever possible. We identify the individuals or organizations that are sources of our information unless such disclosure jeopardizes the livelihood or safety of the source or it is otherwise impossible to obtain information that we believe to be newsworthy and reliable.

We identify the locations where we gather facts and from which we report.

We offer opportunities for audiences to learn more about the matters we cover through providing sources of additional information and views, such as fuller versions of interviews from which we have quoted, original documents used in our research and reporting, or places to find the views of those we consulted or considered in preparing our report.

We engage with our audiences on all these matters, including in settings in which editorial decision-makers discuss our broad principles, policies, and practices as well as specific editorial decisions with the public.

6. Transparency In Fundraising

We aim for respectful relationships with our donors and a clear understanding among donors and others about our fundraising operations. We acknowledge the sponsors of our programming and disclose the terms on which we obtain such support.

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Our public service depends on donations of all sizes from many different sources. We maintain the trust and confidence of these donors and our communities by making clear the purposes and uses for which we seek their support, making every effort to understand a donor's intent and, after accepting a gift, working to carry out the donor's wishes.

We inform donors about how donor records will be used. We protect personal and confidential information that we obtain during fundraising activities or through our ongoing relationships with these donors.

We rarely exchange or rent our donor lists to other organizations, and do so only to non-profit organizations whose donor policies are consistent with our own. If we change lists, we inform donors and give them an easy means to "opt out." We do not exchange or rent donor lists to political candidates or political action committees.

We communicate directly and explicitly with donors about our editorial standards that bring rigor and integrity to our work, the legal requirements that surround our donor relationships, and the boundaries between funders and our editorial process. Within that framework, we keep donors informed about operations, welcome their suggestions and feedback, and value their role as advocates in the community.

We always disclose, on air or online as appropriate, the funders of specific programs, areas of coverage, or other activities. We acknowledge any person or organization that gives us money or other valuable consideration to broadcast specific content, as follows: We acknowledge donors that sponsor the broadcast of a program with broadcast announcements associated with the program. We also acknowledge with broadcast announcements (providing permission is given) donors that have provided substantial general support.

We acknowledge donors that support the production of specific programs in on-air announcements. We keep a list of these donors in a publicly available file. We acknowledge donors that sponsor political programming or discussions of controversial issues of public importance (other than such discussions during regular news and public affairs programs) in on-air announcements. We keep a list of these donors and additional FCC-required information about the sponsors in a public file.

We do not accept anonymous gifts for the production of specific programs.

We report the overall costs of fundraising, including personnel, consultants, special events, and related support costs. This reporting is part of our overall disclosure of revenue and expenses in our public file, and in our annual reports and 990 filings posted at WITF.org.

7. Preventing Undue Influence

We strive to assure that our editorial process is free from undue influence. We take care in deciding from whom we seek and accept funds and in setting boundaries with respect to those who contribute.

A large and diverse group of funders supports our work, including many individuals, businesses, governmental entities, and foundations. Most of the funding and underwriting we receive support overall operations rather than specific programs or series. A diversity of sources, the number of contributors, and the unrestricted character of funds all reinforce the independence and integrity of our editorial process.

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We give careful attention to contributions and grants that support specific programs, projects, and activities.

We seek to avoid the reality and to limit the appearance of inappropriate influence. We reserve the right to refuse any donation for any reason, including, but not limited to, perceived conflicts of interest, potential audience misconception regarding a funder's role or influence, and perceived impact on our reputation, integrity, or fundraising ability. We review the propriety of prospective funders on a case-by-case basis, using the framework outlined below.

Fundraising and Underwriting for News Programming

We exercise close scrutiny when deciding who can fund, sponsor, or otherwise underwrite news and information programming. We are especially cautious with respect to potential funders whose principal purpose or agenda is to bring about a specific political outcome or to influence public policy on controversial matters that are the current subjects of our ongoing coverage. We do not accept funding of news and information programming from political parties and candidates for public office. We don't accept funding that would obligate us to provide coverage of a topic that we would not have covered with general funds or that requires more extensive coverage than the topic's value or importance warrants.

Funding and Underwriting for Music, Arts, and Cultural Programs

We do not accept funds for arts and cultural programs that focus on reviews and recommendations from organizations with a direct interest in the works or performances. We occasionally consider funding from a music or cultural performing group or venue to support the presentation of performances by such groups or at such venues, depending on the answers to such questions as:

- Is the performance likely to meet our standards of quality for such material?
- Does the group or venue have broad community support and interest or is there another community focused rationale for presenting the performance?
- Is there an appropriate reason to accept production funding from one community arts organization while declining such funding from another?

When we accept funding from an organization that will also play a role in the creation of content, we do not substitute others' editorial judgment for our own. We assure that our presentation of content produced through partnerships with funders meets our defined editorial standards. We disclose when a funder has joined us in the creation of content we present.

8. Consistent Editorial Standards In Partnerships and Collaborations

Editorial partnerships expand our capacity to serve and the perspectives we can share with our audiences.

They enhance the timeliness and relevance of our programming and activities.

We engage in ongoing efforts to build connections that deepen our knowledge of the communities we serve and our awareness of potential partners for projects. We look for alignment in the motivation and goals of

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potential partners and collaborators and those of our own organization. We focus on principles, values, and practices and understand that differences in style or tone among our partners may contribute to our ability to serve the full community.

We maintain our defined editorial standards when partnering with other entities. We identify and articulate our principles, policies, and practices to all stakeholders in our partnerships and other collaborations. We require our partners to adhere to the same standards for any shared content, including transparency in the editorial process and the disclosure of content funders.

Our standards follow our content to other technologies and contexts. For example, hosting or facilitating a community discussion, town hall or forum requires editorial judgments using the same standards we apply in our broadcast or online activities.

We disclose our editorial partners and provide to the public a brief description of their and our roles and responsibilities. The form and frequency of these acknowledgements and disclosures will vary with the character of the relationship and the editorial content or activity that it produces.

9. Employee Activities Beyond Their Public Media Work

The actions of our employees, even when “off the clock,” affect public trust in our integrity, credibility, and impartiality. We expect employees to strive for congruency in their personal and professional lives.

We respect the active personal lives of public media employees and their many interests, activities, and relationships. We are mindful, though, that employees’ activities beyond their public media work can affect our reputation and public trust. We therefore ask employees to integrate the principles and values of public media editorial integrity into their personal lives.

All Public Media Employees Should:

- Aspire to high standards of integrity and ethics in their personal lives, including dealings with friends and associates, public behavior, and use of social media.
- Be alert and sensitive to conflicts of interest between personal interests (including family members) and their professional public media responsibility.
- Make a distinction between communications that are part of professional public media responsibilities and all other communications.
- Exercise careful judgment in engaging in partisan activities or advocacy regarding controversial issues of public importance.

For employees with direct responsibilities for news and public affairs content, including reporters, producers, the Senior Vice President of Content and the President/CEO, with whom ultimate editorial decisions reside:

- Do not participate in partisan political activities and activities supporting, opposing, or espousing views on controversial issues of public importance. This includes running for elected office, contributing to

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candidates for office, participating in rallies, marches, and demonstrations, signing petitions, and displaying lawn signs and bumper stickers.

- Do not participate in groups, including online groups, with agendas or activities that may give rise to real or perceived bias on matters of public interest or controversy.
- Do not accept gifts, favors, and fees (including free travel or special treatment) from those with an agenda on matters of public importance or with whom it is important to preserve detachment and impartiality.

APPENDIX A: PUBLIC MEDIA CODE OF EDITORIAL INTEGRITY (2012)

Trust is the most important asset public broadcasting carries forward into its evolving public media future. Audiences rely on our information and perspectives as they make decisions in their public and personal lives. The public consistently says public television and public radio are their most trusted sources among many media choices.

Our independence is deeply rooted in American values of freedom of speech and of the press, both protected by the First Amendment to the Constitution. The Public Broadcasting Act of 1967 reinforces that independence, directing the Corporation for Public Broadcasting to protect public broadcasting entities “from interference with, or control of, program content or other activities.”

Public confidence in our organizations is strengthened by the regulations and legal requirements that accompany our FCC licenses to broadcast, our federal recognition as nonprofit educational and charitable organizations, and the federal funds that contribute to our work.

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We assure the public’s continued trust by holding ourselves to rigorous voluntary standards of integrity — in how we govern our local public media organizations, produce our work, raise funds for content and operations, and comport ourselves in our communities.

Our organizations operate in a wide range of circumstances – in the communities they serve, the programming and other activities they provide, and the scale of resources with which they work.

The Code of Editorial Integrity for Local Public Media Organizations has been developed through discussions, debates, and consultations involving hundreds of executives and senior staff of public broadcasting organizations, faculty from schools of journalism, and advisers in the areas of philanthropy, community engagement, new media, and best practices for nonprofit organizations. We have benefitted from statements of editorial practices and standards, programming guidelines, and fund raising policies from public television and public radio stations across the country.

While offered as a model for all public service media, the principal focus of the Code of Editorial Integrity is the public television and public radio stations that benefit from federal support through the Corporation for Public Broadcasting. The principles, policies and practices of the Code define and unify an evolving field. Stations and other public media organizations will adapt and apply the Code in ways that both reflect shared values and address their unique circumstances.

We affirm our principles, policies and practices through our support of this Code of Editorial Integrity.

February 2012

The Editorial Integrity Project is a collaboration of public television’s Affinity Group Coalition and public radio’s Station Resource Group. The Corporation for Public Broadcasting provided funding and the National Educational Telecommunications Association provided organizational support.

APPENDIX B: BY-LAWS OF WITF, INC.

BYLAWS OF WITF, INC.
As approved 12-8-2015

ARTICLE I
Name

1.1 The name of the Corporation is WITF, Inc.

ARTICLE II
Purposes and Powers

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2.1 The purposes of the Corporation, as stated in its Articles of Incorporation, are to receive, administer and expend funds consistent with the intent of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of subsequent federal tax laws in connection with the following:

To create, operate, maintain and improve public media facilities for the purposes of the formal, informal and lifelong education of children and adults, and to engage in such other related activities as may be consistent therewith.

2.2 The Corporation shall have unlimited power to engage in and to do any lawful act concerning the foregoing purposes, and such other powers as are now or may hereafter be granted by the Pennsylvania Nonprofit Corporation Law of 1988, as amended from time to time, and any and all other applicable state and federal laws.

ARTICLE III
Offices

3.1 The Corporation shall have its principal office at 4801 Lindle Road, Harrisburg, Pennsylvania, or such other location within the Commonwealth of Pennsylvania as the Board of Directors (hereafter, the Board) may from time to time determine.

3.2 The Corporation shall have and continuously maintain in the Commonwealth of Pennsylvania a registered office, and may have other offices within or without Pennsylvania as the Board may from time to time determine.

ARTICLE IV
Members

4.1 The Members of this Corporation shall be the Board of this Corporation.

ARTICLE V
Board of Directors

5.1 The affairs of the Corporation shall be governed by its Board. The Board shall hire and evaluate the CEO using standing or ad hoc committees as the Board shall determine.

5.2 The number of Directors shall be determined from time to time by resolution of the Board, but shall not be fewer than ten (10) nor more than thirty-four (34), including the President who, by virtue of his or her office, shall be a voting member of the Board. Each Director other than the President shall be elected and hold office for a term of three (3) years and until his or her successor is elected and qualified, and may be re-elected for two additional three-year terms, or until his or her

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earlier death, resignation or removal. A Director shall not be eligible for re-election for one year after having served three full terms of three (3) years each. A Director serving as or nominated to be Chair of the Board shall have his or her term extended so that he or she may serve on the Board until one year after his or her term as Board Chair has ended.

5.3 The original Board having divided its membership into three separate classes, at each subsequent annual meeting, approximately one-third of the Board (excluding the President) shall be elected by the Board from a slate of nominees submitted by the Governance and Nominating Committee.

5.4 An annual meeting of the Corporation shall be held on such date during the last quarter of each calendar year as determined by the Board. Such annual meeting shall be held at such location within Pennsylvania as may be determined by the Board, for the purpose of electing Directors and for the transaction of such other business as may properly be brought before the meeting. The Board shall also hold a minimum of three regular meetings, in addition to the annual meeting, on a schedule and at locations to be determined by the Board.

5.5 Special meetings of the Board may be called by or at the request of the Chairman or any four Directors, and shall be held at the principal office of the Corporation unless the Board shall otherwise direct.

5.6 Any meeting of the Board may be conducted by means of conference telephone or similar communications equipment, as may be prescribed by law.

5.7 Notice of any regular meeting of the Board shall be given at least five days previous thereto, by written notice delivered personally or sent by first class or overnight mail, fax, telephone or other electronic means to each Director at his or her address as shown in the records of the Corporation. Notice of any special meeting of the Board shall be given at least 48 hours previous thereto, by written notice provided as set forth above, first class or overnight mail, fax, telephone or other electronic means. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, postage prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where attendance is for the express purpose of objecting to the meeting called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these Bylaws.

5.8 Forty percent (40%) of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, provided, that if less than 40% of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

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5.9 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, except where otherwise provided by law or by these Bylaws.

- a. No proxy voting shall be permitted at any meeting of Directors.

5.10 Any vacancy occurring in the Board or any Directorship to be filled by reason of an increase in the number of Directors, shall be filled by the Board. A Director who is absent from four (4) consecutive regular meetings of the Board shall prompt a conversation with the Chair of the Governance and Nominating Committee. Directors may request from the Governance and Nominating Committee a leave of absence from board service for reasons of illness, travel or other circumstances. If granted, the leave of absence suspends the term of the Director until his or her return.

5.11 At the annual meeting of the Corporation and subsequent to election of Directors, the Board shall elect, from the members of the newly constituted Board, a Chair and Vice Chair. The Chair shall serve for up to two one-year terms and until a successor is elected and qualified, or until his or her earlier death, resignation or removal. The Chair shall preside over meetings of the Board or, in his or her absence, the Vice Chair shall preside. The Secretary of the Corporation or, in his or her absence, an Assistant Secretary, shall act as Secretary of each meeting, but if neither the Secretary nor an Assistant Secretary is present, those in attendance shall choose any person present to act as Secretary of the meeting.

5.12 No Director (or officer) of the Corporation shall solicit or accept any favor, gift, loan or gratuity worth more than \$100 from any person (or entity) who has or is seeking a contractual, employment, or financial relationship with the Corporation. The foregoing shall not be interpreted to prohibit a Director (or officer) from engaging in arms' length commercial transactions with any such person (or entity) on terms customary for such transactions.

5.13 This Corporation shall not enter into any contract or transaction with a Director or a member of the immediate family of a Director or of an organization in which a Director or immediate family member of a Director has a material financial interest, unless the material facts of the contract or transaction are fully disclosed to the Board, and the Board authorizes, approves, or ratifies the contract or transaction by the affirmative vote (without counting the interested Director) of a majority of the Board, at a meeting by which there is a quorum without counting the interested Director. For purposes of these Bylaws, "members of the immediate family" shall mean a spouse, parent, child, spouse of a child, brother, sister or spouse of a brother or sister, of a Director.

5.14 The Corporation, by action of the Board of Directors, may adopt additional conflict of interest policies.

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ARTICLE VI
Officers

6.1 The officers of the Corporation shall be a President, one or more Vice Presidents (the number to be determined by the Board, and whose order of authority shall be determined by the Board), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board may elect such other officers, including an Assistant Secretary and an Assistant Treasurer, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board. Any two or more offices may be held by the same person, except the offices of President and Secretary.

6.2 The officers of the Corporation shall be elected by the Board at the annual meeting as soon as practicable after the election of Directors. Vacancies may be filled or new offices created and filled at any meeting of the Board. Each officer shall hold office until a successor is elected and qualified, or until his or her earlier death, resignation or removal.

6.3 Any officer elected by the Board may be removed by the Board whenever in its judgment the best interests of the Corporation would be served, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

6.4 A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term.

6.5 The President shall be the principal executive officer of the Corporation and shall supervise and control the business and affairs of the Corporation, and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time. By virtue of the office, the President shall be a voting member of the Board and of all of the Board's committees, during his or her term of office, providing, however, that the President shall not participate in his/her hiring, termination or evaluation or compensation, or in the approval of the Corporation's audit. The President may execute, with the Secretary or any other proper officer of the Corporation authorized by the Board, any deed, mortgage, bond, contract, or other instrument which the Board has authorized, except in cases where such execution shall be expressly delegated by the Board, by these Bylaws or by statute, to some other officer or agent of the Corporation.

6.6 If the President is absent or is unable or unwilling to act, the Board shall designate one or more Vice Presidents to perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board.

6.7 The Secretary shall keep the minutes of the meetings of the Board and the Corporation; see that all notices are duly given in accordance with these Bylaws or as required by law; be custodian of

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the corporate records and seal of the Corporation; affix the seal of the Corporation to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board.

6.8 The Treasurer shall have charge and custody of and be responsible for all funds of the Corporation; receive and give receipts for moneys due and payable to the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies or other depositories as shall be selected by the Board; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board.

6.9 The Assistant Treasurer and Assistant Secretary, in general, shall perform such duties as shall be assigned by the Treasurer or the Secretary, or by the President or the Board.

ARTICLE VII
Committees

7.1 The Board, by duly adopted resolution, may establish standing and ad hoc committees from time to time, including an Executive Committee. The duties and functions of these committees shall be established by the Board. The Executive Committee shall have and exercise the authority of the Board in the management of the Corporation to the extent granted by the Board and permitted by law.

7.2 The Chair of the Board shall appoint the membership and chair of the standing and ad hoc committees, each of which shall consist of two or more Directors. The Chair of the Board is an ex-officio member, without vote, on all committees. Non-Directors may serve on committees, although such persons may not constitute a majority of its members. The establishment of the Executive and any standing committees and the delegation thereto of authority shall not operate to relieve the Board or any individual Director of any responsibility imposed by law.

7.3 Each member of any committee shall continue as such until a successor is appointed, unless the committee shall be sooner terminated by the establishing entity, or such member be removed from such committee by the establishing entity.

7.4 Vacancies in the membership of any committee may be filled by the Chair of the Board.

7.5 Unless otherwise provided by the Board, 40% of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee. Committee meetings may be conducted by means of conference telephone or similar communications equipment, as may be prescribed by law.

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7.6 Each committee will adopt a committee charter for its governance that has been approved by the board.

ARTICLE VIII

Contracts, Checks, Deposits and Funds

8.1 The Board may authorize any officer or agent of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

8.2 All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officers or agents of the Corporation and in such manner as shall from time to time be determined by the Board. In the absence of such determination, such instrument shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice President of the Corporation.

8.3 All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board may select.

8.4 The Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

ARTICLE IX

Books and Records

9.1 The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board and committees having any authority of the Board.

ARTICLE X

Fiscal Year

10.1 The fiscal year of the Corporation shall begin on July 1 and end on June 30 of the following year.

ARTICLE XI

Seal

11.1 The Board shall adopt a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation.

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ARTICLE XII
Waiver of Notice

12.1 Whenever any notice whatever is required to be given under the provisions of the Pennsylvania Nonprofit Corporation Law of 1972 (or the corresponding provisions of any successor Pennsylvania law) or under the provisions of the Articles of Incorporation or the Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Such notice may be given in any manner prescribed by law, unless otherwise provided herein.

ARTICLE XIII
Indemnification

13.1 The Corporation shall indemnify any Director or officer, and may indemnify any other employee or agent, who was or is a party to, or is threatened to be made a party to or who is called as a witness in connection with, any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including an action by or in the right of the Corporation, by reason of the fact that he or she is or was a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding, unless the act or failure to act giving rise to the claim for indemnification is determined by a court of competent jurisdiction to have constituted willful misconduct or recklessness.

The indemnification and advancement of expenses provided by, or granted pursuant to, this Article 13.1 shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any Bylaw, agreement, contract, vote of Directors or pursuant to the direction, howsoever embodied, of any court of competent jurisdiction or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. It is the policy of the Corporation that indemnification of, and advancement of expenses to, Directors and officers of the Corporation shall be made to the fullest extent permitted by law.

The Corporation shall pay expenses incurred by an officer or Director, and may pay expenses incurred by any other employee or agent, in defending a civil or criminal action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation.

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The indemnification and advancement of expenses provided by, or granted pursuant to, this Article 13.1 shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

The Corporation shall have the authority to create a fund of any nature, which may, but need not be, under the control of a trustee, or otherwise secure or insure in any manner, its indemnification obligations, whether arising under these Bylaws or otherwise. This authority shall include, without limitation, the authority to (i) deposit funds in trust or in escrow, (ii) establish any form of self insurance, or (iii) establish a letter of credit, guaranty or surety arrangement for the benefit of such persons in connection with the anticipated indemnification or advancement of expenses contemplated by this Article 13.1. The provisions of this Article 13.1 shall not be deemed to preclude the indemnification of, or advancement of expenses to, any person who is not specified in Section 6.1 above but whom the Corporation has the power or obligation to indemnify, or to advance expenses for, under the provisions of the Nonprofit Corporation Law, as amended, or otherwise. The authority granted by this Section 13.1 shall be exercised by the Board of Directors of the Corporation.

The repeal of this Article 13.1 or any amendment thereof which may impair or otherwise diminish the protection afforded hereby to the persons described herein shall be effective only with respect to acts or omissions by such persons which occur after the effective date of such repeal or amendment and shall have no effect whatsoever with respect to acts or omissions occurring prior to such effective date.

13.2 The Corporation may purchase and maintain insurance on behalf of the aforesaid persons to the extent authorized by law.

13.3 A Director shall not be personally liable, as such, for monetary damages for any action taken, or for any failure to take any action, unless: (1) the Director has breached or failed to perform the duties of his or her office under Subchapter B, Chapter 57 of the Pennsylvania Nonprofit Corporation Law applicable to directors of nonprofit corporations; and (2) the breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness. The preceding paragraph shall not apply to: (1) the responsibility or liability of a Director pursuant to any criminal statute; or (2) the liability of a Director for the payment of taxes pursuant to Federal, State or local law. No amendment to or repeal of this Article shall apply to or have any effect on the personal liability for monetary damages of any Director for, or with respect to, any act or omission of such Director occurring prior to such amendment or repeal.

ARTICLE XIV
Informal Action

**WITF Public Media
Ethics and Integrity Policy for the Organization, Board, Staff and Volunteers**

14.1 Any action required or permitted to be taken at any meeting of the Board or any committee thereof may be taken without a meeting if prior to such action a written consent thereto is signed by all members of the Board or of the committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or the committee.

ARTICLE XV

Dissolution

15.1 Upon dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of subsequent federal tax laws), or shall be distributed to the federal government or to a state or local government for a public purpose, in accordance with the Articles of Incorporation.

ARTICLE XVI

Amendments to Bylaws

16.1 These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the affirmative vote of two-thirds of those Directors present at any regular or special meeting of the Board at which a quorum is present, provided that at least thirty days' written notice is given of the intention to alter, amend or repeal or to adopt new Bylaws at such meeting.

Approved by WITF Board of Directors 12-8-15