

**CHARTER OF THE
INTERCONNECTION COMMITTEE OF
THE BOARD OF DIRECTORS OF
THE CORPORATION FOR PUBLIC BROADCASTING**

Purpose

The purpose of the Interconnection Committee (the “Committee”) of the Board of Directors (the “Board”) of the Corporation for Public Broadcasting (the “Corporation”) is to advise and assist the Board with respect to issues, challenges and opportunities relating to the Corporation’s role in the establishment, development and funding of interconnection systems for the distribution of public telecommunications services.

Composition of Committee

The Board Chair shall appoint, subject to the approval of the Board, three or more directors to serve on the Committee, including one to serve as chair. The Members of the Committee shall serve for such terms as the Board may determine, or until their earlier resignation or removal by the Board. The Committee is established for a period of one year and the Committee may be renewed annually by the Board.

Meetings

The Committee is governed by the same rules regarding meetings (including meetings by conference telephone or similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The Committee is authorized and empowered to adopt its own rules of procedure not inconsistent with (i) any provision of this Charter, (ii) any provision of the By-Laws of the Corporation or (iii) the laws of the United States of America or the District of Columbia applicable to the Corporation. The Committee will maintain copies of minutes of each meeting of the Committee, and each written consent to action taken without a meeting, reflecting the actions so authorized or taken by the Committee. The Committee will ensure that a copy of the minutes of each meeting and all consents is provided by the Secretary of the Corporation and included in the Corporation’s minute books.

Authority

The Corporation will provide the Committee with the resources necessary to discharge its duties and responsibilities, including retaining, at the Corporation’s expense, outside counsel or other experts or consultants, as it deems appropriate. The Committee may form, and delegate authority to, subcommittees when it deems appropriate.

Duties and Responsibilities

The principal responsibilities and functions of the Committee are as follows:

1. Serve in an advisory capacity to the Board on all matters concerning the Corporation's role in the (strategic) development and funding of interconnection systems for distribution of noncommercial educational programming and related content by public telecommunications entities.
2. Develop guiding principles for CPB's funding of interconnection that will help shape the timeline, activities, and funding of interconnection proposals.
3. Engage with CPB staff, who will ensure the Committee has access to and opportunities to engage with consultants, representatives of public media interconnection organizations, station representatives, and others, as appropriate, to discuss and assess station and system interconnection needs.
4. Review and provide feedback on proposals to expand the capabilities of interconnection systems to improve the distribution of content to and among public telecommunications entities in ways that are cost effective and compatible with new and emerging technologies.
5. Review prior and future interconnection system assessments and recommendations, as provided by CPB, conducted by outside experts, including studies sponsored by CPB and the entities responsible for radio and television interconnection services.
6. Review historical background on CPB's interconnection funding history and become familiar with statutory definitions and requirements for interconnection, as provided by CPB.
7. Periodically conduct a performance evaluation of the Committee and identify opportunities for improved effectiveness.
8. Review and reassess the adequacy of this Charter periodically and recommend any proposed changes to the Board for approval.
9. Report to the Board on a regular basis and make such recommendations with respect to any of the above and other matters as the Committee deems necessary or appropriate.
10. Perform such other duties and responsibilities, consistent with this Charter, delegated to the Committee by the Board.

As adopted by the Board of Directors February 13, 2024