

ARTICLE VI. DIRECTORS

Sec. 6.2 Number of Directors:

The number of authorized Directors of the Board of the corporation shall be NINE (9). The Director of the DCCA shall appoint six (6) Directors, two (2) Directors shall be appointed by the Cable Operator and one (1) shall be elected in accordance with Sec. 6.9c..

Sec. 6.9c Elected Director:

The Board shall authorize the Corporation to administer an election among the Corporation's public, educational, and government users to fill one (1) and only one position, which position was formerly held by an appointee of the Director of the DCCA (the "Elected Director"). Only one (1) Elected Director may sit on the Board at any given time.

The election for the Elected Director shall be completed and the results of the election forwarded to the Board within a reasonable time prior to the Board's first meeting of the calendar year. The Elected Director's term shall be set in accordance with Sec. 6.8.

If at any time during the first year of the Elected Director's term the Elected Director terminates the position, or is removed for cause pursuant to Sec. 6.10, the vacancy shall be filled by the individual who has received the first, second, or third highest vote total in the original election, in descending order, until the vacancy is filled, provided that if for any reason the vacancy is not filled by one of these three individuals, the vacancy shall be filled in the manner prescribed for filling such a vacancy after the first year of the term of the Elected Director.

If at any time after the first year of the term the Elected Director terminates the position or is removed for cause pursuant to Sec. 6.10, the Board shall direct the Corporation to conduct an election to fill the position, provided that if the vacancy occurs during the final six (6) months of the Elected Director's term, the Board may at its discretion allow the position to remain vacant pending completion of the term.

Sec. 6.10 Resignation or Removal

The Director of the DCCA may remove at any time, with cause, any member of the Board that he/she has appointed or the Elected Director.