

NW Access TV Board of Directors
Meeting of May 16, 2011

1. CALL TO ORDER at 6:00 p.m. by David McWilliams, President of the Board of Directors, at 4 Academy Drive, St. Albans. Also present were Rick Tatro, Vice President, Elizabeth Malone, Executive Director, Marilyn Grunewald, Lori Jordan, Bill Walker, Gregg Gervais and Joey Russo.
Absent were Larry Dugan and Jack Bergeron.

2. Minutes - February 20, March 20, April 4 and April 18.

(The Executive Director advised that those present for the February present were present at this meeting) The Chair invited a motion to accept the minutes of February 20. **Mr Walker moved to approve the minutes of February 20, 2011. Seconded by Mr Tatro. Chair- Is there a second on the motion? (None) Chair-All in favor of the motion? (All in favor. None opposed)**

MOTION CARRIES

The Chair invited a motion to accept the March 20, 2011 minutes. (The Executive Director advised that- Bill Walker, David McWilliams and Rick Tatro were present for that meeting) **Mr Tatro moved to accept the minutes of March 20. Seconded by Mr Walker. Chair-Any discussion on the motion? (None) All in favor? (All in favor. None opposed)**

MOTION CARRIES

The Chair invited a motion to accept the minutes of April 4, 2011. (The Executive Director advised that the chairman and Mr Tatro were the only two Executive Committee members present to vote at that meeting.) **The Chair moved to accept the minutes of April 4, 2011. Seconded by Mr Tatro. Chair-Any discussion?**

Ms. Jordan, referred to discussion held in the 4/4/11 minutes about an Outreach Coordinator and about grant writers.. She inquired if there was a job description. Executive Director-No. As you'll see in the revision, that was corrected because it was never a guaranteed position. It was a misinterpretation in the original version. Ms Jordan-But are we still looking? Executive Director-No. It was misinterpreted. It was more that we wanted to work on Outreach and Underwriting, etc. It shouldn't have been listed as a position or as a goal. Ms Jordan-If that were ever a direction that we were looking to expand in that way, I was thinking that perhaps it would make more sense to have a project manager who could incorporate all of those things - from keeping up with grants and small projects. Maybe we could explore that as an option. **The Chair indicated there was a motion on the floor and discussion had taken place. "All in favor of the motion say aye." (All in favor. None opposed)**

MOTION CARRIES

The Chair invited a motion to accept the minutes of April 18, 2011. The Executive Director advised that those were not ready for the board tonight and would appear on the August agenda.

3. Video Presentation by Staff Assistant Joanne Montanye

Mrs. Montanye, a long-time staff member, told the board that she had recently attended the National Conference for Media Reform in Boston. She said her experience might not lend itself to a small presentation because it had included a huge intersection of people involved with public media at every possible level. She said that included everything from the legislative, national, and international coalitions and things that are before Congress and the FCC right down to the guy around the corner who was trying to start a company for a low-powered FM radio station that would cover maybe a square mile and everybody in between who was involved in some way with getting information to the public for the public's benefit. "Who participates and why?" she asked.. This is a little video clip of somebody who participated that we interviewed. Interviewer: (Mrs. Montanye)- We're here with Mike Watson (sp?) the Executive Director from the St. Paul Neighborhood Network, who will provide us with a good explanation. What is one of the most interesting things that you have gathered from the conference - or what did you come here to do, or hope to get?

Interviewee: I came here basically to connect with different people who are driving a lot of work in both new media developments, as well as lot of visual literacy initiatives and broadband development across the country. The thing about the National Media Reform Conference is that it's an intersection of people who are doing work at government level on policy or funding initiatives, as well as practitioners who are doing educational work in local communities; people who are media practitioners who are teaching people how to do media and do storytelling. and people who are working on diversity issues in the media as well as people who are just activists or community members who care deeply about making sure that the media system is more responsive to American needs or more reflective of life in our communities. So you meet a wide range of people here. It ends up being a great opportunity to think about new possibilities for either the work that you're doing on the ground back home or it gives you the opportunity to see the great developments that other people are doing across the country.

Mrs. Montanye showed the board the conference schedule and reviewed the categories in which people could participate. She pointed to the one on PEG Access that she had attended. Out of the list of theme tracks the conference was structured around, Mrs. Montanye said she had picked the journalism track, having talked to Elizabeth Malone about the various breakdown of themes. She said her choice seemed to match best what they were doing locally and their stage of development. Mrs. Montanye read from the screen: It says-"1. Providing access to essential information. 2. Providing the vehicle for the community to produce their own voice and content The third one she identified as a direction where a lot of people seemed to be going. "They've evolving into community media hubs by fostering collaborations between the providers of various types of information." By way of example, she described one situation where

professional journalists with 30 years in the business would partner with people who had wide access. These partners came together with their skills to make new outlets that worked for today.

Board member, Ms Jordan-"If you were to take that information and apply it to our community, who would be our partners?" Mrs. Montanye -"Whoever is producing information for the community.". She mentioned the local Center for Health and Wellness and the NCSS people as examples of a local component. She said there were some libraries that were ready to be a part of this, after checking with Elizabeth, and historical societies She mentioned her new acquaintance with "open-source software" where aggregate sites were pulled together. She said they were self-funded because of the fact they partnered with commercial entities. These entities worked on multiple issues via documentaries and videos prepared for the public. "You could click on them and donate to the one you thought was worth funding. They had all kind of collaborations you never would have thought of that worked for them and they were expanding," Mrs Montanye said. Board members took away from this presentation the understanding that this information could be tailored for their own use.

4. Executive Director's Report (See Attached)

Ms Malone looked for input on the Director's Report, noting that as usual they had gone through most everything. Chair-Are there any questions about the Executive Director's Report? (None) - Is there a motion to accept? Mr Gervais moved to accept the Executive Director's Report. Seconded by Mr Walker. Chair- We have a motion and a second. Is there any discussion. (None) Chair-"All in favor of the motion?" (All in favor. None opposed)

MOTION CARRIES

5. Financial Report (See Attached)

Ms Malone- Are there any questions on the budget? It's been a very quiet month for purchases because I've been doing a lot of day-to-day stuff. Chair-When is our next payment from Comcast? Ms Malone- We actually just got that in the mail. It's just slightly higher than the previous payment so we're right on budget with what we can expect. That's from the first quarter of 2011 as far as what we received.. Chair-For round \$67000? Ms Malone-"Yes. Chair-She has not made much on the special approval of the capital items Are you still working on that? Everybody should see the new studio. It's actually straighten out and turned around. It looks good. Ms Malone- That was a very big project. Chair-Our health insurance is all paid up? Is that a quarterly payment? Ms Malone-Those are monthly payments - the Health insurance and most of the insurances are monthly. Chair- Our insurances for the Board of Directors and equipment? Have they sent us a bill? Ms Malone We just got the bill for the directors' and the officers' insurance. In the fall we'll get our larger liability insurance bill. Chair-Any question, opinions or statements?

Ms Jordan, referring to the February minutes which contained a question on the studio's petty cash, noted that Ms Malone had been in contact with Gina Ms Malone-Yes. I'm going to change the way petty cash is reported. It will become a account -on our regular reports - which is also going to reflect - because about 25 percent of the money that we earn from making copies goes through petty cash. That will change our accounting just a little bit. Ms Jordan-I don't have anything else. Chair- Any further questions on the Financial Report? We need to send this sheet around for signatures on check disbursements. Is there a motion to accept the Financial Report? Mr Tatro-"I'll move that we accept the Financial Report. Seconded by Ms Jordan. Motion made and seconded. Any discussion on the motion? (None) All in favor of the motion? (All in favor. None opposed)

MOTON CARRIES

6. Old Business

a Creation of Committees

i. Underwriting.

Ms Malone asked Mr. Walker if he was still interested in participating in the Underwriting Committee. Mr Walker expressed his willingness to participate. Ms Malone said she could foresee the schedule for that committee as involving as few as 3 meetings a year. Their assignment would be to create a fee schedule to cover what they would charge for underwriting programs. Mr McWilliams said that, as chairman, he would be a part of that committee as would the Vice Chairman. He added that the Underwriting committee would also put together literature to hand out at different events.

ii Outreach

The Outreach Committee was described by Ms Malone as a committee likely to meet about twice a year. It was expected that its members would be asked to develop ideas, which ideas the staff and the Programming Coordinator would later implement. Mrs Grunewald and Ms Jordan both expressed interest in sitting on that committee.

b. Board Members Visits To Represented Municipalities/Schools.

Chair-Basically we're going to table this for now but what we thought we would do is to educate board members before they make their presentations to the surrounding towns. We want to make sure you have all the information before you make presentations. Mr Tatro-I definitely would like to see some type of uniformity and that we're all sending out the same message - a common theme for each individual board member. Because each town had its own specific issues, Mr Tatro anticipated that local topics would be addressed as well. "It's part of our responsibility. That's why we're here," he said. It was explained to board members that this interaction with their communities should

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take place, if not annually then every other year. The Chair agreed, saying he favored an annual presentation - "just to let the towns know where we stand." Ms Malone asked board members if there were general questions they had in mind that might have been answered in the course of coming to meetings. "Even if you can't think of anything off the top of your heads, as summer comes on and we plan for August, we'd like to know what you would like to learn. We see you once a month. Maybe there are questions about exactly what we do." Ms Jordan suggested that the Executive Director accompany board members to their individual town presentations. The Executive Director assured her that no one would be going to their town presentations alone. "We anticipate there would be questions to which you don't know the answers."

c. Update on Programming Coordinator Search

Ms Malone said the Programming Coordinator's search was going very well. "I'd have to say in general the overall caliber of the candidates is far beyond where we were last year. It's almost like a buyer's market." She noted that since the economy has taken a downturn, technology had taken a lot of cuts. There was one more candidate they were looking to meet at the end of this week, she told the board, and by early the following week they would announce who they would like to hire. She identified members of the search committee - Marilyn Grunewald, Rick Tatro and Joey Russo. Chair-Based on the recommendation, do you give the Executive Director permission to hire? The three search committee members granted permission with Mrs. Grunewald adding, -Yes. They're amazing candidates.

d. Scholarship Applications

Ms Malone passed around scholarship applications from their two candidates. "While you're looking at them, I'll be playing Luke Tatro's video. (not related to Rick Tatro) Luke is one of the students at our NW Tech center. He's been directing shows in the studio and is an impressive student," she said as lively music perked up ears around the table. Ms Malone identified the two scholarships in question -the Stan Beauregard scholarship and the Larry Dugan scholarship. She explained the awarding of the scholarships had been the decision of the Executive Committee, and it remained to the board to grant full board approval. She invited questions. (None) The Chair came to the scholarship named in the memory of Paul Legassey to be awarded on Memorial Day at the BFA Sports Banquet. Mr Tatro commented that this was not a scholarship that was awarded to a BFA athlete with name-recognition by virtually everybody. Ms Malone went on to explain that it was a scholarship that was given out annually to a student who was both an athlete and a student in the classroom and who didn't necessarily excel in the top of the class or who was winning 5 other scholarships, but who was "a student who gives a lot with his heart, which is what we all felt that Paul Legassey symbolized."

7. New Business

a. Adopt Employee Handbook

Ms Malone-The most-recent version you have of the Employee Handbook is not very different from the previous or the original versions so there are very few changes to be made overall. Are there any questions about the handbook? Chair- We did put in a couple of different things - one would be seeing what the insurance policy was, etc. As with some contracts, there are so many plans for BP, you want to know which BP plan it is, so we narrowed it down. The Chair invited a motion to accept the handbook. **Mr Tatro-"Since I was here when we reviewed this, I'll make the motion that we accept the Employee Handbook." Seconded by Mr Walker. Chair-We have a motion and a second. Any discussion? (None) All in favor of the motion say aye. (All in favor. None opposed) (They sign the handbook)**

MOTION CARRIES

b. Adopt Financial Manual

Chair-We decided we were going to table this after an email of 30 different items from Larry Dugan, because we want to be sure of what we have. He added that they could always accept it or amend it further down the line if that was the wish of the board. Mrs Grunewald-" My recommendation is that we table it, as you said, David, and have a chance to go back and take a close look at it. Mr. Walker-Certainly we need Larry here to go over some of his points Ms. Malone said she thought since Mr Dugan was the Treasurer and this was the Financial Manual that she and Mrs Grunewald should work with Mr Dugan and go over his 30 points before they brought this back to the board in the fall. She added that the thought had been when they finish the policies, including the Financial Manual, they would put them out for legal review at the end of the year. Mr Tatro saw it as an opportunity to take a last look at the document. Ms Jordan said it was a chance to get everybody on the same page.

c. Review Board Schedule Through December 2011.

Regarding the schedule, Ms Malone said that roughly speaking, August would be a TBA on the location for a slightly-longer meeting involving a meal and then they would talk about how their presentations would be laid out before the separate boards, making sure they were all on the same page with what everyone knew about the organization. Asked if their summer meetings were cancelled, Ms Malone said there would be no meetings in June and July. She explained there could have been an optional quarterly Executive Meeting but it had become a tradition to take those two months off. Ms Malone advised she would still be sending out monthly reports. She went on to say that in September and October the Executive Committee would be working on the bylaws and probably the Financial Manual again. In November she said that the annual Subscriber's meeting was held for all the community to come in and find out what their organization did. She added that for the first time last year many members of the community had attended and hopefully this year they would have a larger turnout. Mr Tatro spoke of the many ideas offered at that meeting, voicing the hope that, with the hiring of a Program Director to add to their manpower, those ideas would be carried out

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in the future. and not get lost. Ms Jordan suggested making an invitational "mixer" of the Subscriber's meeting which produced a positive reaction from board members.

The Chair looked for further input from the board (None)

8. Executive Session - Personnel

Ms Malone advised that Executive Session was unnecessary for the reason that the scheduled interviews had not been completed.

9. Adjournment

Mr Tatro moved to adjourn the meeting at 7:10 p.m. No second required. Chair -All those in favor? (All in favor. None opposed)

MOTION CARRIES

NW PEG-TV BOARD OF DIRECTORS

David McWilliams, president

Rick Tatro, vice president

Marilyn Grunewald

Bill Walker

Lori Jordan, Secretary

Gregg Gervais

Joey Russo

Executive Director, Elizabeth Malone

Joan Jordan
Joan Jordan, scribe