

1. CALL TO ORDER by President David McWilliams at 6:00 p.m. at the BFA-St. Albans Library. Present for the board were Elizabeth Malone, Executive Director, Larry Dugan, Greg Gervais, Lori Jordan, Joey Russo and Bill Walker.. Also present was Jill Snapp, a new addition to the group. Marilyn Grunewald and Rick Tatro were absent.

## 2. Brief Reflections On Board Training

The Chair briefly set aside the agenda item on discussing Board Training when another unplanned topic arose. The board moved to the question of whether or not NW Access Television supported inter-community contributions to organizations. The question was prompted by a local Christmas event in the City - the Festival of Trees - and whether they should make a contribution. The topic became more generalized as one board member recalled a practice she had seen an organization come up with. They would select an organization to help, turn over a certain amount of money to a bank, and that bank in turn would make the contribution to the organization in their name, which in their case would come from Channel 15 and 16. The board was receptive to the idea as a goal.

The Executive Director recalled an experience on a board on which she had served.. She said she had learned that if a board was in the process of applying for a grant it was not unexpected to hear a sort of one-line question from the grantor, "Does everyone on your board make contributions?" She said if the answer was no, the board could not apply for the grant. She advised the board that in the future that could become a consideration for NW Access TV, too, if they decided to go for grants. She added that board members weren't expected to contribute any specific amount. It was just that the question was asked, "Do your board members contribute?"

The Chair said he thought it was good they had been able to provide their services in providing the training event.. He commented that the Executive Director had done a great job drawing people in that evening because they weren't sure how many people would attend. He said Public Access TV had been happy to host it to show they were part of the community.

Moving back to their October training session, the Executive Director said that, to her, the huge issue to come to light at that event was hearing from non-executive committee board members that there was a feeling of being left out of the loop. She reflected that for years they had tried having quarterly board meetings and monthly executive committee meetings. The consequence of this feedback initiated discussion on correcting the direction they were doing. The Chair said the board would welcome any board member whether they were a part of the executive committee or not. "The idea is we want them to be part of the team." The Executive Director asked the board if moving forward they wanted to hold just monthly board meetings. The Chair reminded them they had to stay within their bylaws. The Executive Director said it was only in the last year that they had changed to quarterly meetings. Lori Jordan offered the opinion that this board owed a portion of their success to the fact that they met on a monthly basis. She thought that boards that met infrequently took the chance of losing sight of material in the interlude and ended up with a lot of material to cover.. Chair-The reason we take June and July off is because of the fact people want the summer off. He said in his role as president he could always call a special meeting any time.

Mr. Walker observed that it had made a big impression of them that people who were not on the Executive Committee really felt left out of the loop. "I for one would like to see us changing back so that when we have a meeting, they're here and it's not just the Executive Board." He said there would still be times when it was appropriate for the president to call an executive meeting, such as for personnel, or whatever, kinds of questions. He added that in order for the people who are on the full board in general to really feel a part of it, they should be attending every meeting and contributing to the decisions that go on. The Chair said he had no problem with that. Mr Walker-I think if we want to keep people involved, and feeling like they make a difference, we should change back. Mr Russo said he agreed 100 percent. The Chair said if that was the wish of the board, then they would make sure that all board members were notified when a meeting was scheduled and make sure they receive all emails and reports. The Executive Director said the paperwork would read "Full Board Meeting," not "Executive Committee" meeting so there's no question that it's really a full board meeting. Chair--Anyone else? Mr Dugan- So you will have a board meeting every month, except if you want to postpone it some months. But every meeting you have will be a regular board meeting. At one of those meetings if you feel that it's necessary to have an executive session, that just becomes a part of that - instead of not having a board meeting one month that you're having an executive session. Mr Walker-Exactly. Do we need a motion? **Chair-We've discussed the**

reflections and this is one of the things so is there a motion on the floor? Mr Gervais-Yes, I'll make that motion. Seconded by Mr. Walker. Chair-Is there any further discussion on the motion? (None) Chair-All in favor of the motion say aye. (All in favor) Those opposed? (None opposed)

### MOTION CARRIES

#### 3. Financial Report

The Executive Director invited questions. We're still in good shape. She said at the end of September they were at 52 percent of all their expenses which was well underneath what it needed to be. She said their income is well above what was expected at this point. Again, at the end of September they already had 582 percent of expected income from Comcast. As seen in the Executive Director's Report, they had seen the final payment from Comcast that they would receive in 2011. That was also above budget as well. You also have the check forms and transaction details. As usual, the splits, as they're called, are at the bottom, so that explains board checks that were written that have more than one account assigned to them. The Executive Director said the largest expense they had was under Training and that was for her accounting course. She said they purchased a large driver - a hard drive. I don't know if anyone noticed, but Channel 16 had some trouble. In September, we were down for about a day and a half because the main hard drive on the computer that runs the bulletin board died. We had to replace that. We also had a pretty expensive camera repair - \$500. That's how it goes with those cameras, she said. They're great until they have to be repaired and then it's a pretty big price tag.

Mr Dugan- Quick question. When we purchase items there's a warranty with them. Is it our advantage to purchase some with a credit card that doubles the warranty, or sometimes triples the warranty? He said there were some credit cards out there that would extend the manufacturer's warranty. He said that might be something for them to look at and to make those purchases on that type of credit card. The Executive Director said they could look into that. The Chair agreed. Mr Dugan went on to say if their current credit card didn't offer it, they could easily start another credit card. Executive Director-Are there any other questions on the Financial Report? The Chair said that there was one thing they would do differently next year for the reason that every year it seemed that the cost of their annual dinner had been going up, They had decided to put it out to bid and have different restaurants give them a price on it so that it was fair. He said they wanted to make it so it was compatible to people in the viewing area. A motion to approve the Financial Report was invited.

**Mr Walker made a motion to approve Financial Report. Seconded by Lori Jordan. The Chair called for further discussion on the motion. (None) All those in favor of the motion say aye. (All in favor) Those opposed? (None opposed)**

### MOTION CARRIES

#### 4. Executive Director's Report

The Executive Director said her report was fairly short because they had been occupied with preparing for tonight's meeting, not to mention that the previous week they had done 9 shows. and earlier in the month they had done 10 shows in a single week. She said at some point they would need official approval of the new server for board training. She said that was the only item requiring a motion in the report. She repeated the fact that they had received a check from Comcast which would be the last check they would receive for 2011. It was also above the budgeted amount. The Chair said they had held a short meeting for the reason they had an opportunity to buy equipment at a reasonable price. The Executive Director explained the server acquired for Channel 16 had been part of a half-price demo-model clearance sale that had carried the original warranty. She had identified it as an exceptional deal and had asked the board to consider making a quick decision because only a handful of units were being offered. She said their Programming Coordinator was ecstatic upon learning of the purchase of the server because it would simplify his workload. **The Chair said he needed a motion to approve the expense for the purchase of the server.**

**Mr Dugan moved to approve the purchase of the server. Chair-The motion has been made. Is there a second? Seconded by Mr. Walker. Chair- Is there further discussion? (None.) All in favor of the motion say aye. (All in favor) All opposed say nay. (None opposed)**

**MOTION CARRIES**

The Executive Director expressed her thanks to the Underwriting Committee that has been hard at work.

**5. Old Business**

**a. A second review of the 2012 Budget**

The Executive Director said that for some people this review would be their first review. She said her procedure this year had been quite different than in the past. In the past she said they had carried accounts that had grown in a organic kind of way. She said it had started out as a business model and then she had had to rename accounts through the use of the software "Quick Books" specifically made to line up with 990, the tax form that they filled out every year. Then through the use of her notes she was able to explain what the old names were for the new categories.

She explained that in addition to the old 2011 budget column to the right that they were used to seeing there were two columns to the left because as their building committee had been doing work, she thought it was only fair to reflect the work they were doing in two scenarios: (With Rent) I.E. If they did have to pay rent, and what would that mean to them financially - and- (Without Rent) I.E. of they stayed in the building they occupy what would their budget look like. The first column, (With Rent) was said to be purely hypothetical, and nothing they expected to encounter in 2012. She skipped to the bottom line and explained the totals. In the case of the final budget for Without Rent they would allocate just over \$12,000 to go into the Building Fund. Then in the first column, if they were to pay rent, she said she had based that \$29,000 on what Colchester's Access TV pays for their utilities and rent. She said the figure was high because Colchester paid more rent because of its location compared to that of St. Albans.

**2012 BUDGET NW-PEG-TV SECOND PROPOSAL**

<u>Account</u>	<u>With Rent</u>	<u>Without Rent</u>	<u>2011 Budget</u>
<b><u>Direct Public Support</u></b>			
Comcast Revenue Share	268,000	268,000	244,000
Gifts of in Kind -Goods. (Blank category)			
Underwriting Income	2,000	1,000 -	0
<b><u>Investments Interest Income</u></b>	2000	2000	1,500
<b><u>Other Types of Income</u></b>			
Media Duplication Sales.	4,000.	4,000	4,000 (Unpredictable)
Miscellaneous Revenue			
<b><u>Business Expenses</u></b>			
Business Expenses -			
	1,000	1,000	1,000
(-Formerly Dues & Subscriptions - new account names) membership fees professional associations			
<b><u>Capital Expenses</u></b>			
Audio/Visual Equip.)	15,000	20,000	22,400
(Biggest account).			
Computer Hardware	4,000	5,000	7,500 - includes rollover
			Knocked off 2,500 for 2012
<b>(Capital Expenses, Cont'd.)</b>			
Office Furniture	1,000	1,000	1,500

<b>Capital Expenses (Cont'd.)</b>	<b>With Rent</b>	<b>Without Rent</b>	<b>2011 Budget</b>
Capital Expenses Software	1,500	2,000	2,000
	2,000		

**Contract Services**

Accounting Fees	1,200	1,200	Previously Wrapped into payroll fees
Board Secretary Fees	1,000	1,000	2,000 Rollover-policy review
Legal Fees	1,000	1,000	Formerly Consulting Service
Contract Services	1,000	1,000	1,000 (in-house)
System Engineering Services	1,000	1,000	

**Facilities and Equipment**

Donated Facilities	Empty
Equip.Rental & Maintenance	Empty

**Insurance**

(1,000 Unemployment Ins.  
 11,500 All insurances, including SUI were combined. \*SUI is currently reported under tax liabilities )

D. and O Insurance	6,000	6,000
Liability Insurance	1,700	1,700
Workers' Compensation	1,800	1,800

(Pause for discussion)

Lori Jordan said she hadn't seen anything for Fund Raising. She asked if goals had been set for that. The Executive Director said they were focusing on it under Fundraising. On the question of In-Kind Goods, Example offered In-Kind Goods was: If Corporate Outfitters were to contribute vests to NW Access TV. Mrs. Jordan reasoned that would require a certain amount of fund raising. The Executive Director agreed, saying that's why it had been left blank for the time being.. Mr Dugan's opinion was that In- Kind would be a different category - volunteers , for example. If we have 20 volunteers giving 100 hours each that's actually a contribution to us of that amount of hours at \$10 an hour. The Executive Director said she was unused to measuring it in terms of a budget. She understood it with documents. Mr. Dugan said he didn't think a vest would be In-Kind. The Executive Director pointed out that it was In-Kind Goods. We would need to reflect that so it could be written off to show that they donated vests to us, she said. People can't write off the time that they donate to a non-profit, but a business can write off the amount of physical items they've donated. I think that's why it's built into this non-profit template, she said. She added that In-Kind just meant instead of cash. So instead of giving us \$100 Corporate Outfitters gives us \$100 worth of vests.

Mr Dugan inquired about the D. and O Insurance. He said it seemed like an awful lot and asked if there were other people with whom they were comparing it. He asked what the other PEG agencies might be paying. The Executive Director said they hadn't done that for a while but she would. She said it came down to the fact that they were a broadcast television service. Lori Jordan said it came down to liability, too. Mr Dugan said he was thinking of other organizations where the cost may have been \$600 instead of \$6,000. Executive Director-They don't have two broadcast stations. That's huge. We're broadcasting other people's opinions. Mr. Dugan said it was worth shopping around. Executive Director-Definitely. The Chair agreed. Back to the budget.

**Meals and Entertainment**

This came out of petty cash, the Executive Director said, - but not the traditional sense of petty cash because petty cash was. bringing in income, which wasn't what petty cash was supposed to do. She said that some of those dollars that were coming in from sales. They record dollars we receive but it's not a traditional system. This will now make it more traditional. (She pointed to the example of a

business lunch) Mr Dugan said it was really important that any income coming in had to be deposited in the accounts of the corporation. Executive Director-Yes. That's why we're cleaning it up this year.

<b>Meals &amp; Entertainment</b>	<b>With Rent</b>	<b>Without Rent</b>	<b>2011 Budget</b>
Meals & Entertainment -	1,000	1,500	(Previously Reported as Training/Petty Cash)
Yearly Volunteer Party	2,000	2,500	2,500

**Operations**

Advertising budget	1,000	1,500	1,000 (We were over on this before June)
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The Executive Director said to advertise for a new staff member cost \$800. Mr Dugan offered the opinion that an advertising line item had to do with hiring. Advertising shouldn't have to do with putting the station's name out in terms of soliciting. Lori Jordan asked if it belonged under marketing. Mr Dugan said he thought advertising had a more common term in IRS forms; possibly personnel recruiting.

Audio/Video Supplies	4,000	4,000	5,000 (Purchases caught up)
/Bd. of Directors' Expense	500	500	1,000 (secretarial fees moved)
Equipment Repairs	2,500	2,500	2,000 budget deficit anticipated for 2011
Miscellaneous Expense	500	1,000	1,000
Office Supplies	4,000	4,000	4,000
Postage-Mailing Service	1,500	1,500	600 (Formerly Purchases & Repairs)
Printing and Copying	500	250	( New account Professional Printing)
Promotional Expense	2,000	3,000	3,300 (The 2011 amount included rollover from previous year)
Telephone, Telecommunications	2,000	1,000	(1,000 previously recorded as dues and subscriptions)

**Other Types of Expenses**

Service Charges	250	250	Previously recorded in various expense accounts.
Special Approval Expenses	0	5,000	9,500 A seldom used account
Expenses - Training	2,000	3,000	2,000

**Payroll**

Background Checks	250	250	250
Health & Life Insurance	33,000	33,000	28250 (Mostly due to

15% projected increase

<b>(Payroll, Cont'd.)</b>	<b>With Rent</b>	<b>Without Rent</b>	<b>2011 Budget</b>
Hourly Wages	24,250	25,000	140,000
Tax Expense	28,600	28,600	(These 3 accts. were "Payroll Expenses")
Payroll Salaries	97,000	97,000	(A 3% increase to wages and salaries has been requested)
<b><u>Scholarship Fund</u></b>	1,500	1,500	1,500
<b><u>Travel and Meetings</u></b>	2,000	2,000	1,300
<b><u>TOTALS</u></b>	<b>247,550</b>	<b>262,550</b>	<b>256,100</b>
<b><u>Building Fund Investment</u></b>		<b>12,450</b>	<b>0</b>
<b><u>Rental Location Projected Expenses</u></b>	<b>29,450</b>		<b>0</b>

**In a later discussion the following action took place:**

Mr Dugan made a motion that the Executive Director be authorized to make a donation to the Festival of Trees on behalf of Channel 15 and 16. Seconded by Mr Gervais. Chair-Is there further discussion? (None) All in favor say aye. (All in favor) Those opposed say nay. (None opposed)

**MOTION CARRIES**

**Adjournment**

The meeting adjourned at 7:00 p.m.  
 Respectfully submitted,  
 Joan Jordan