

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46

St. Albans NW PEG-TV Board of Directors
Meeting of February 6, 2012

1. **CALL TO ORDER** by David McWilliams, president at 5:30 p.m. at the NW PEG TV station in the BFA annex. Also present were Gregg Gervais, Lori Jordan, Joey Russo, Jill Snapp, Rick Tatro, and Elizabeth Malone, Executive Director. Absent was Marilyn Grunewald

2. Election of Officers

President McWilliams opened the election for President, Vice President, Secretary and Treasurer. "What is the wish of the board?"

For President, Mr. Tatro- I'd like to put on the floor the nomination of David McWilliams for President. Seconded by Lori Jordan. Mr. McWilliams. There's a motion on the floor and a second to the motion. Are there any other motions on the floor? (None) I'll entertain a motion to close the nominations for president. Mr. Russo moved to close the nominations for president. Seconded by Mrs. Jordan. Mr McWilliams-Motion has been made and seconded to close the nominations. All in favor of the motion say aye. (All in favor. None opposed. Motion Carried.) Mr. McWilliams- All those in favor of David McWilliams for President for one more year say aye. (All in favor. None opposed) President- Thank you. Just to let you know, I am going to be retiring . I will take it until then - February of 2013.

David McWilliams is Reelected President

For Vice President: President McWilliams- Are there nominations from the floor for Vice President? Mr. Russo-I nominate Rick Tatro for Vice President. Mrs. Jordan seconded the nomination. President McWilliams-A nomination has been made for Rick Tatro and seconded by Mrs. Jordan. Are there any other nominations from the floor? (None) President- I'll entertain a motion that nominations for Vice President be closed. Mr. Russo moved that nominations for Vice President be closed. Seconded by Mrs. Snapp. The motion has been made and seconded. All in favor of Rick Tatro as Vice President for the year 2012 say aye. (All in favor. None opposed) Motion Carried.

Rick Tatro is Reelected Vice President

For Treasurer: President McWilliams-Are there nominations from the floor for Treasurer? Mr. Tatro nominated Marilyn Grunewald for Treasurer. President McWilliams- A nomination has been made for Mrs. Grunewald for Treasurer. Is there a second? Seconded by Mr. Russo. President McWilliams-We have a second to the nomination. Are there any other nominations from the floor?

47 (None) I'll entertain a motion that nominations for Treasurer be closed. Mr.
48 Russo moved to close nominations. President McWilliams -Motion has been made
49 for that. Is there a second? Seconded by Mr. Tatro. President McWilliams-All
50 those in favor of closing the nominations say aye. (All in favor. None opposed)
51 All those in favor of Marilyn Grunewald for Treasurer say aye. (All in favor.
52 None opposed) Motion carried.

53

54

Marilyn Grunewald is Elected as Treasurer

55

56 For Recording Secretary: President McWilliams invited nominations for
57 Secretary. Mr. Tatro-I'll put the name of Lori Jordan on the floor for Secretary.
58 Lori Jordan- Isn't that Joan? Executive Director- No. The Secretary has to be a
59 member of the board and has to be able to sign certain documents. Lori Jordan-
60 As Recording Secretary? I see. I didn't know that. Okay. Chair- All you've got
61 to do is just look at the minutes and approve them. He noted the nomination for
62 Lori Jordan for Recording Secretary and called for a second. Seconded by Mr.
63 Russo. President -The nomination has been made and seconded. Any further
64 nominations from the floor? (None) President- I'll entertain a motion that
65 nominations be closed. Mr. Tatro-I'll make a motion to close the nominations.
66 President-Is there a second to that motion? Seconded by Mrs. Snapp. President-
67 All in favor of that motion say aye. (All in favor. None opposed)

68

69

Lori Jordan is Reelected as Recording Secretary

70

71

72 The President observed that some of their board member were present and some were in
73 Florida. Bill Walker, as you know, is no longer going to be on our board. He has
74 moved to Florida. In a later agenda item we'll be discussing the vacancy on the board.
75 He encouraged board members to be alert for interested members. Mr. Tatro said it
76 was his hope that the vacancy would be filled by someone from the Town of Sheldon,
77 noting their present roster included a board member from Highgate, one from Swanton,
78 and a couple from both the Town and the City. He added that filling the spot with a
79 member representing Sheldon would give them full representation on the board. Mrs.
80 Jordan shared information regarding a contact she had met from Sheldon and the
81 Executive Director said she would follow that up. Mr. Tatro-.One more thing. We're
82 at eight board members now, correct? The Executive Director agreed. Mr. Tatro-I
83 believe that nine is our limit? Executive Director-It will be once we sign the new
84 bylaws. Mr. Tatro expressed a preference for keeping the board at 9 members. The
85 President agreed.

86

87

3. Treasurer's Report

88

89 The President noted they were in receipt of the year-end report. Executive Director- If
90 everyone received that report from Marilyn Grunewald, I'll go through it fairly quickly.
91 You have your .check warrants as usual from the month of December. That's the last
92 set for 2011. Then the budget is closed out and these are the final balances for the

93 accounts. Just a quick overview of how the budget turned out. Our final number was
94 just over 81 percent of the budget, so we're considerably under budget. Much of that
95 was due to the fact that we were just at two full-time people for 3 months out of the
96 year. That's a huge difference. She said they had also under-spent in some computer
97 and software areas and they had to make up for that. She added that that was why they
98 had rolled over the amount for the two laptops. She recognized that they had to expect
99 good and bad years and said that already this year Chris Hoyt's computer system, which
100 was very expensive, as well as her own laptop, were both failing at the exact same
101 time. We'll probably be looking for approval of those purchases at the next meeting,
102 she told the board. The Executive Director said her laptop was about 6 years old. Mr.
103 Hoyt's computer was described as a huge unit, about 6 years old, with two monitors
104 that had to be powerful enough to edit videos. It was estimated that that computer
105 replacement would cost between \$3,000 and \$4,000. She commented that this expense
106 was their bread and butter and it was what they did all day long.

107
108 Asked what happened to the old units. The Executive Director said the old units were
109 used until they broke, which was typically how they used everything. She said her
110 laptop was pretty much of no use at this point because it was crashing pretty regularly.
111 She added that laptops could not be readily repaired without costing more than their
112 worth. She attributed the long life of Mr. Hoyt's computer to the studio's good fortune
113 in having an employee with the skill to add upgrades to it over the years, but the unit
114 was no longer fast enough to deal with the workload.

115
116 On the subject of finances, the Executive Director said that because they had a surplus
117 of about \$69,000 she thought the board should talk about the use to which the surplus
118 should be devoted. She said the balances for the end of the year indicated just about
119 \$400,000 total, adding that that figure included their Building Fund. She said with that
120 \$69,000 they had the option of putting more toward the Building Fund. She advised
121 that at this point they had over \$140,000 between their checking account and their
122 Money Market account and would receive another probably \$67,000 in two weeks time.
123 She explained that the balances in their accounts were flush. She said they really didn't
124 need to hold on to the amount of \$140,000. She said by that she meant that their yearly
125 budget was only about \$270,000. She noted they were starting the year with more than
126 half of what their annual budget was - and they would be receiving four payments in the
127 coming year of about \$67,000.

128
129 Mr. Tatro looked for recommendations on where to invest the \$69,000. The Executive
130 Director replied that she believed they should always look at growing the Building Fund
131 - but at the same time, when they were putting it into CD's, she hated to lock up the
132 entire amount. The President's opinion was they would be better off putting half in the
133 Building Fund and the other half be set aside in case they had to buy more major
134 computers, or other such costs. Mr. Russo asked, as far as the second part, should they
135 just approve buying those computers now and get it going. The President said they
136 needed estimates in hand before the board could okay them.

137

138 Mrs. Jordan raised the topic of marketing. She suggested they set up an annual grant
139 or grants for area businesses to apply to get them interested in the opportunity of
140 utilizing the services which NW-PEG TV provided to the community. She went on to
141 suggest that they put dollars aside to attract businesses to work with them. The
142 Executive Director reminded her of their status as a non-profit entity as opposed to that
143 of businesses. She said as a non-profit they had to be careful that they were not edging
144 towards commercial content. She offered encouragement, saying the idea was certainly
145 something to look at because they didn't currently offer much in the lines of
146 promotional dollars. She referred to the Public Relations Committee as the body that
147 could decide to come up with such a proposal. She left open the likelihood that not all
148 of the 2011 surplus would be put towards the Building Fund, which could then possibly
149 free an amount for promotional marketing. The board left the idea open as needing
150 work. They returned to the question of dedicating a repository for their 2011 surplus.

151

152 **Mr. Tatro- I make a motion that we take \$40,000 from the 2011 surplus and put it**
153 **into the Building Fund. President-Motion has been made. Is there a second?**
154 **Seconded by Mr. Russo. The President invited discussion:**

155

156 Mr. Tatro asked if there was a point at which Comcast would look at the Building Fund
157 and say, "They certainly have an awful lot of money sitting there." President- Yes.
158 That's why we had you set up a committee to do the groundwork. The Executive
159 Director reminded them that the number Comcast would be looking at was exactly one
160 and a half times their annual budget. "We're not quite there yet," she told them. Mr.
161 Tatro-Thank you. You answered my question. Executive Director-But at the same time,
162 as long as you have those dollars earmarked, according to the State it's supposed to be
163 safe - as long as those dollars are earmarked. Dollars that are not earmarked are what
164 make Comcast very uncomfortable. They may question us when we hit that point, just
165 so you know. **President-We have a motion and a second to that motion. Is there**
166 **any further discussion? (None) All in favor say aye. (All in favor) Those**
167 **opposed? (None opposed)**

168

169

MOTION CARRIES

170

171 The President took board members back to the time of Christmas bonuses. He pointed
172 them to an entry on the list and explained its origin. He said he had grabbed the wrong
173 credit card when he went to Sears. He said he had used their NW PEG -TV card on a
174 \$35 item. "I did pay that back. I just wanted to make you aware." The President
175 identified another entry, that of Hartford Insurance, as being their new insurance. It
176 was said that it did not cover officers and directors at this point; that coverage was due
177 to take place in June. Currently it provided coverage for the organization and was twice
178 the coverage of what was in place in the past. The President invited discussion on the
179 new budget. Hearing none, he invited a motion.

180

181 **Mr. Tatro-I make a motion that we accept the Treasurer's Report as presented.**
182 **Seconded by Mrs. Jordan. President-Motion has been made and seconded. Any**

183 **more discussion on the motion? (None) All in favor of the motion, say aye.. (All**
184 **in favor) Those opposed? (None opposed)**

185

186

MOTION CARRIED

187

4. Executive Director's Report

189

190 The Executive Director advised the board that everything contained in her report would
191 be touched upon in this evening's agenda except for a reminder to watch for Town
192 Meeting Day coverage on March 6, which she characterized as an annual production
193 that involved much advance work on the part of the studio. Mr. Tatro inquired if his
194 use of the studio for 2 hours the night before Town Meeting Day would involve a
195 conflict for anyone, offering the alternative of possibly March 12th. The Executive
196 Director told him if everyone else was okay with March 12th, she thought that would
197 work well. The President invited further input. None was forthcoming.

198

5. Old Business

199

200

201

a. Volunteer Background Check Policy

202

203

204

205

206

207

208

209

210

211

212

213

214

215

The Executive Director referred to a report she had distributed. By way of background she said at one time there had been three access channels that had been located in school environments. At this point, she said, they were now down to one. She described these situations as hybrids. I.E. communities making the best of what they could offer. She proceeded to summarize each of the three situations and their practices with regard to background checks. 1. Hyde Park, she said, had experienced a problem about 5 years before, and as a result the school had tightened its connection with their in- house TV station. She characterized the outcome of the incident as kind of a case of, "We control the TV studio or the TV studio goes." She said that consequently the school now issued paychecks, and the money from Comcast actually went to the School District.. Regarding their practice of background checks, they are currently implemented for all full time staff. members, but not part time staff members nor volunteers.

216

217

218

219

220

221

222

223

224

2. In Springfield, the Executive Director said, half of the school is a high school, and half of the school is kind of a vocational center. Apparently, depending on which side of the school a person enters, they either do or do not have to have a pass. Those signing in at the office have entered through one door, but not through the other door. This could be viewed as kind of ridiculous because the buildings are completely connected. But their current practice is much like ours insofar as they do background checks on all employees and any volunteers that are going to be working directly with the students. That's exactly what our practice is, she said.

225

226

227

228

3. Ludlow. The Executive Director said Ludlow was an interesting situation. The station used to be located in a school. Subsequently the town decided to either build or renovate a large building to which they were going to move - the object being they were going to switch from a school location to a municipal location. The school heard about

229 that and, in a great act of miscommunication between the school principal and the
230 director of the studio, they planned on the studio being gone for the start of the school
231 year in September. Meanwhile, the studio was planning on being out of the school in
232 December. So the school year started and the principal said, "It's time for you to go."
233 The Executive Director said at the point she had spoken with the studio people, they
234 were currently located in a trailer. In their case, it was a very small school and a very
235 open school; the kind of school where the whole community walked through with
236 regularity. For that reason they said they didn't do background checks of any kind,
237 which left only two studios that are located in schools.

238
239 The Executive Director identified Springfield is the most like that of St. Albans - one
240 difference being in Springfield the station is more embedded within the student
241 population than we are here. Our current practice is anyone that we hire gets a
242 background check, even if they're just freelance and they do two meetings a month for
243 us. They all get criminal background checks. At this point we don't have any volunteers
244 working directly with students. However, it certainly would be advisable to do
245 background checks for anyone who was in that position. The President looked for
246 reaction from the board regarding the issuance of badges containing pictures and public
247 access identification for any employees, board members, volunteers or part time
248 videographers. He said it was something they had often done when they were sending
249 videographers into a situation where there would be a lot of other media present. Board
250 members responded positively.

251
252 The Executive Director advised that the school had a laminator and it was possible to
253 make them on site. Mrs. Jordan raised the question of what were the consequences if a
254 glitch appeared on someone's background. Mr. Russo said in his opinion backgrounds
255 should be free of glitches - not a parking ticket. not anything. Mr. Tatro-"Goodnight,
256 everybody." (laughter) Executive Director-We have to rule out traffic violations. Mr.
257 Russo said if traffic violations were paid they wouldn't come up anyway. The comment
258 was made that there was an assumption made by the public that people connected with
259 organizations such as schools were above reproach, generally speaking..

260

261 **6. Programming Video Report**

262

263 Two staff members, Chris Hoyt and Mike Montanye, appeared before the board,
264 thanking the board for their new computers. They said the laptops had already made
265 their way to MVU for use in an after-school program. It was said to have simplified life
266 for the students, allowing them to capture videos and edit them right there. The board
267 enjoyed a presentation of what the staff called their video of the month. The highlights
268 of their video included an introduction to their own staff and environs of NW Access
269 TV as well as an interviews of the 3 candidates for a vacancy on the St. Albans Town
270 Selectboard.

271

272

273

274 **b. Review Second Portion of Bylaws**

275

276 The Executive Director turned the attention of the board to her review of the revised
277 version of the second section of the bylaws, copies of which they had previously been
278 provided. She said the changes were highlighted in red and they reflected exactly what
279 the board had worked on at the last meeting. She added that she would welcome
280 questions on the changes to the second section which was color- coded.

281

282 Addressing the definition of a quorum as simply the directors who were present at any
283 given time, it said: "A quorum of the board shall consist of a simple majority (more than
284 50 percent) of the entire Board of Directors for business transactions to take place and
285 motions to pass." The Executive Director said it also requested that resignations be
286 submitted in writing, and furthermore that more than one unexcused absence from
287 board meetings shall result in termination. The Executive Director said that
288 circumstances such as members being ill or out of town would be recognized as
289 excused absences. No questions were heard about Section 2 and it was suggested they
290 jump to Section 3 of the bylaws rather than going back and forth.

291

292 The Executive Director noted -Section 3 was tri-colored, the color blue representing
293 highlighted pieces from the original and red was indicative of alternative versions.
294 Under Checks, Drafts, Etc., the first sentence highlighted was, "All expenditures shall
295 be approved by the board in advance." The practice of the board, it was explained, had
296 been that the board approved an annual budget but then it approved the expenditures in
297 the form of check warrants after the checks had been issued. She said the basic
298 intention for this had not been clearly stated. She said that was why she had proposed
299 an alternate version, saying, "The board must approve an annual budget and all
300 expenditures must be within budget. Any major change in the budget must be approved
301 by the Board or Executive Committee." She explained that the definition held that the
302 organization must have an annual budget to begin with, and that it limited the
303 expenditures to the budget with the exception of approved changes by the board or the
304 Executive Committee. She invited questions. (None) Executive Director- Again, it was
305 just the idea of clarifying that sentence regarding all expenditures must be approved.
306 Because clearly, I'm not going to wait until the board approves us to pay \$30 for
307 whatever it might be. I don't think that was ever the intention of the sentence. She said
308 that hopefully, the alternate version would clarify exactly what practice they followed.
309 Is everyone okay with that alternate version? (No comments forthcoming)

310

311 BOOKS AND RECORDS: "The Board shall keep correct and complete books and
312 records of accounts, minutes, and other records as may be necessary or advisable or
313 required by law" The Executive Director explained that it seemed a little repetitive, and
314 she was suggesting deleting the words, "as may be necessary" In its place she
315 suggested saying, "The Board shall keep correct and complete books and records of
316 accounts, minutes, and other records as advisable or required by law." The President
317 remarked on the absence of the phrase that required the minutes to be made available
318 within 5 days. Executive Director-Yes. I suggested we take that out because it's
319 already been defined in here. She asked if everyone was agreeable to deleting "as may
320 be necessary," and deleting the extra sentence. (No comments forthcoming)

321
322
323
324
325
326
327
328
329
330
331
332
333
334
335
336
337
338
339
340
341
342
343
344
345
346
347
348
349
350
351
352
353
354
355
356
357
358
359
360
361
362
363
364
365
366

DIRECTOR AND STAFF

Board member Jill Snapp raised a question to the effect that taking part in municipal productions was a commonplace occupation for her. She inquired if, as a board member, she wanted to help with a show did that mean she couldn't get paid. Executive Director-Right. President-Yes. Board members get a free meal at the end of the year along with a shirt or a hat or whatever we decide to come up with. Mrs. Snapp-No exceptions? Executive Director-What I would say is if you had underwriters for a show then I see no reason why - and again, it would be underwriters that you found, and you did the work of. Then you could receive compensation in that way; because we do have that open. She went on to explain that they had two other board members who had regular shows as well. Pretty much everybody on the board has a show, she said. The advice she offered people was to get underwriters on their own.

DIRECTOR AND STAFF

On the bottom of page 1 of Section 3 of the Bylaws, the Executive Director suggested a change to the definition of the position of Executive Director. (She read) The Executive Director is responsible for the day-to-day operation of PEG TV, takes direction from, and is responsible to the Board "and its Executive Committee"

She suggested they delete the words, "and its Executive Committee," since the Executive Committee is made up of the board, the phrase she was questioning seemed to divide up the Executive Committee unnecessarily. I thought just simply saying it is responsible to the board would cover it. Consequently, the superfluous words were deleted with the approval of the board.

Moving on to the sentence at the top of the second page: "It is the responsibility of the Executive Director to assist in the development, administration and implementation of policies and programs adopted by the board. She told the board that her guess that the sentence containing the word "'assist" was part of very early language created at a time when the Executive Director was not yet a full time position. She said that old sentence set forth what the Executive Director must do - not "assist" in doing. . Conversely, she said it was not the Board's job to come into the station and work on the administration and implementation of policies. "That's why you have me. It's my job to work with the organization and the staff and volunteers of the organization to do all these things". alternative version: "The Executive Director is responsible for the day-to-day operation of PEG TV, including carrying out the organization's goals and policies." Executive Director-Any thoughts on that? Mr Russo's opinion was the new version was fine because it didn't exclude anything. It was explained that the alternative versions was extracted from a non-profit bylaw template. Executive Director-Any other thoughts? In an abbreviated exchange, Mr. Gervais and the Executive Director arrived at a mutual understanding of what constituted the makeup of the Executive Committee, I.E. that all members of the Executive Committee were members of the Board of Directors.

367
368
369
370
371
372
373
374
375
376
377
378
379
380
381
382
383
384
385
386
387
388
389
390
391
392
393
394
395
396
397
398
399
400
401
402
403
404
405
406
407
408
409
410
411
412

INDEMNIFICATIONS AND NON-DISCRIMINATION

The Executive Director said the next two sections were new to their bylaws but they were fairly traditional in non-profit bylaws. "The indemnifications will ideally - and of course there are always legal ways around things, but at least it has in writing that the directors are not to be individually held accountable for the actions of the board taken in the best interest of the station. Obviously, you are not protected if you exercise some malevolent interest. As long as you're acting in good faith then you won't be held individually accountable. - should we be sued or have some legal filing against the organization." President-Is this from another public access, or should we have a legal opinion? The Executive Director replied that most of it was from the Lake Champlain Access Bylaws. She said she had looked at several indemnification clauses and found theirs to be the most succinct. She said some of them went on for three pages and seemed a little bit of overkill for the length of their bylaws. She said she had just taken the best out of what she found from other non-profit bylaws. She invited questions.
(None)

NON-DISCRIMINATION

Set forth was the following sentence: NWPEG-TV shall not discriminate in services, facilities, employment, procurement, or any other manner because of race, national origin, religion, age, color, gender, creed, sexual orientation, marital status, handicap or any other factor unrelated to ability. Executive Director-This is a fairly simple one simply saying we shall not discriminate for any of these reasons, or, and this is an important way to end the sentence, "any other factor unrelated to ability". So just clearly stating that we're not going to practice discrimination. This is important to have on the books should someone come and accuse us of discrimination, we can quickly say that our bylaws state otherwise.

AMENDMENTS

Executive Director- The last question is under Amendments. She said this was a little redundant of what they had talked about earlier with the thought of quorums. She said that the current bylaws state that the adoption of any amendment shall require an affirmative vote of two-thirds of the Directors present and voting at a duly constituted regular meeting. So we're again seeing that statement of Directors present and voting. That could be two of you. Defining how many members it's necessary to have in order to change the bylaws gives a great deal of protection for the organization because . surely you wouldn't want just two members of the board changing the bylaws at will. So the alternate version defines that the bylaws can only be amended by a two-thirds majority of the Board of Directors. So in our current state, that would be about six people. alternate version - The alternate version keep the same length of time - twenty-one days.

IMPLEMENTATION

413

414 The Executive Director, under Implementation, commented that the version before them
415 seemed unusual. (She read) "The bylaws were approved and shall take effect, (She
416 interpreted this wording to be guesswork)- and will remain in effect until approved,
417 changed or amended by vote of the board." The Executive Director said she thought the
418 word "approved" was a typo because of the fact the bylaws couldn't take effect until
419 approved. She anticipated it might just say, " and will remain in effect until changed or
420 amended by vote of the board." The Executive Director congratulated board members
421 for having made it through all of the bylaws. Revisions, she said, would get to them
422 within the 21- day window.

423

424

425

426 **7. New Business**

427

428 a. Public Relations Committee Report.

429

430 The President requested that Mrs. Jordan give the board an overall presentation on
431 public relations. Mrs. Jordan told the board she had taken the time to review broad
432 marketing strategies because, as they knew, marketing strategies were important to an
433 organization. As for business plans, she said they must be revisited on a yearly basis,
434 if not quarterly. She pointed out that goals of the organization must be met, although in
435 actuality she said that marketing strategies did the same kind of thing.. Until recently,
436 their access station had been focused on getting its house in order and in the process of
437 that getting their checkbook, and bylaws in order, now their focus was on marketing.
438 She said among the things they had looked at was where to begin. In this regard she
439 had acquainted herself with marketing strategies as contained in Alden Silk's, What is
440 Marketing, a book from the Harvard Business School Press, that had been assigned in
441 one of her classes She recommended its broad overview approach to marketing. With
442 marketing, she said, "You come up with an idea and it's out the next minute. It can
443 involve a million different things and you have to stick with it."

444

445 She identified the group with whom she was working as made up of in-house staff
446 members and the choice of their focus as education. She said they had come up with
447 the idea of a presentation not unlike that put together by Chris Hoyt and Mike
448 Montanye this evening. She said their object was to familiarize their viewers with what
449 Channels 15 and 16 were all about. Mrs Jordan's perception of what some people
450 grasped of access TV was that it existed. She thought some viewers were aware of the
451 fact the studio did a few different things, but she wasn't sure they knew the organization
452 could be a source of help to them. She said they would pull together a format for their
453 upcoming video with a student intern giving a brief introduction - having been trained
454 by the Executive Director - to acquaint their audience with Channel 15 and 16 and the
455 breadth of their services.. She said she pictured a little blurb from Elizabeth, a little
456 blurb from Chris, and a little blurb from Mike telling viewers what their roles were..
457 She visualized marking January as their Access TV Education month, with succeeding
458 months having a different emphasis, all with the intent of forging links within the

459 community. She said they had gathered a list of email addresses for non-profit
460 sources. They needed to keep in mind, that businesses needed to be aware of their
461 activities, too. She said they could be the ones doing the underwriting for some of the
462 programs they may want to support.

463
464 Mr. Tatro suggested that after the videos were sent out there needed to be follow-up.
465 Mrs. Jordan said marketing was such a broad topic that you could get very confused on
466 what direction to take it. The Executive Director said they had broken down the
467 educational outreach to non-profits as one group and people 15-to 25 as the other group.
468 She added that she would be working with a class of Champlain College students who
469 would be working - appropriately - on developing strategies for reaching the 15- to -25
470 year old market. The target for the year would be to get as many non-profits and
471 schools into the studio producing videos, and younger people as well. They went on to
472 discuss strategies.

473
474 Mr. Russo-Do we know who is watching what show - or how many people are
475 watching? President-We don't. Mr. Russo-Is that information available? The
476 Executive Director said yes but there were 2 problems, the first being it was expensive
477 and the other problem was they were in about 5200 homes. She said that most
478 samplings might include 10 percent, which was a good sampling number. That would
479 be 52 homes. The President said one of the things they could do once or twice a year
480 was to send out a questionnaire; a survey included in bills, but they had never done that
481 although it was paid for who will pay for it twice a year with 6 months notice. The
482 Executive Director told the board they had a plan to request a questionnaire in advance
483 of their annual meeting to alert people that the meeting was coming up. She said it
484 could also include ballots at election time. Mr. Russo-Or maybe just invite comments
485 on the show -What shows do the like or what shows do they want.

486 **b. Signal Interruption Plan**

487
488
489 Mr. Russo said one day over the weekend as he had walked by his TV set, he thought he
490 was witnessing a freeze frame on his TV screen. The president told him it was an
491 incident at a church service, not the first time it had been experienced.. The Executive
492 Director said that was what had triggered this agenda item. She said David was
493 referring to the fact that for about 36 hours they had been off-air. It had happened on a
494 weekend when Comcast was reluctant to send out techs to the "head-end", where all of
495 the channel signals were joined before going public.. She said while Comcast was at
496 the head end, they need someone monitoring the signal in the studio. She said the
497 incident had involved a lot of staff time. In an effort to avoid that, the board was
498 advised of step-by-step instructions on procedures to follow in the event of a signal
499 interruption. She said she would include in their next packet a card laying out a to-do
500 list for all the board members. Topping the list was, 1. Call the studio first to find out if
501 the signal interruption has been reported. If unreported, next call the Executive
502 Director's cell phone number, as provided. If she's unavailable, call the president's cell
503 phone number .The president's response would be to call Chris Hoyt or Mike Montanye.
504 Following these instructions would prevent a situation of random calls made to the

505 wrong people resulting in the President, the Executive Director, Chris and Mike
506 showing up at the station at 7:00 a.m. It was verified that signal interruptions
507 originated with Comcast.

508
509 **d. Recognition of Bill Walker**

510
511 The President noted that the Bill Walker had departed for sunny Florida. The board
512 reminisced about the comfortable presence they had enjoyed in the company of their
513 departed board member. An unsolicited testimonial sprung up when Mr. Tatro said
514 that what he had learned from Bill Walker was the value of a board member who
515 listened. Mr. Russo agreed and they all shared the memory that when Mr. Walker
516 arrived at an opinion he didn't hold back. They held out the thought of throwing a party
517 if he ever came back to town. In the meantime they settled on the plan of sending him a
518 plaque and a DVD.

519
520 **e. Approval of Minutes**

521
522 The president noted that the minutes had already been approved and only needed
523 signatures. Executive Director-Yes. We've gotten into the habit of approving the
524 minutes but not signing them. She noted there were 4 sets of minutes marked with the
525 dates they were approved. She added, that they needed a motion to approve only the
526 minutes from January 3rd.

527
528 **Mr. Tatro-I make a motion that we approve the minutes of January 3rd.**
529 **President- Is there a second to the motion? Seconded by Mr. Russo. President-Is**
530 **there discussion on the motion? (None) All in favor of the motion say aye. (All in**
531 **Favor) Those opposed? (None opposed)**

532
533 **MOTION CARRIES**

534
535 **Adjournment**

536
537 **President-Is there a motion on the floor to adjourn? Mr. Gervais moved to**
538 **adjourn the meeting at 6:45 p.m. Seconded by Mrs. Jordan. The president invited**
539 **discussion. (None) All in favor? (All in favor) Those opposed? (None opposed)**

540
541 **MOTION CARRIES**

542 .
543
544
545
546
547 NW PEG -TV BOARD OF DIRECTORS

548
549 _____
550 President David McWilliams

551
552
553
554
555
556
557
558
559
560
561
562
563
564
565
566
567
568
569
570
571
572
573
574
575
576
577
578
579
580
581
582
583
584
585
586
587
588
589
590
591
592
593
594
595
596

Vice President Rick Tatro

Joey Russo

Gregg Gervais

Jill Snapp

Elizabeth Malone, Executive Director

Respectfully submitted,
Joan Jordan