

PAC 14 Board Meeting Minutes
August 2, 2011 at 4 p.m.
At Salisbury University: Nabb Research Center

Members in attendance: Phil Tilghman, Angie Jones, Michael Scott, George Whitehead, Sue Revelle, Mark Thompson and John Cannon. Creig Twilley and Dreanna Ryan attended representing PAC 14. Mr. Tim Spies and Ms. Laura Mitchell attended for Shanie Shields. Meeting was opened by Mr. Phil Tilghman.

Welcome and Call to Order: Chair Phil Tilghman

Secretary's Report: Reviewed the June 2011 Minutes.

Action: Motion made by Mr. Scott and second by Mr. Cannon to approve June 2011 Minutes. Motion approved by majority.

Treasurer's Report: Mr. George Whitehead

Discussion: The financials for May 2011 show that we are under budget. The end of the year information will be presented by PKS at the September meeting.

Executive Director's Report: Mr. Creig Twilley

Discussion:

1. Data Doc Report – Encoder hours are down by 2; Variety in Government hours; Programming tends to slow down in Summer.
2. CMC Visit –
 - a. The staff of PAC 14, Mr. Rick Pollitt, Ms. Laura Mitchell, Mr. Tim Spies, Ms. Shanie Shields, Ms. Tracy Sahler, Mr. George Whitehead, Mr. Bill Duck and Mr. Keith Whitelock made the trip on June 15, 2011. Mr. Tim Spies and Ms. Laura Mitchell both enjoyed the visit.
 - b. Mr. Spies was very impressed with the production studio and hoped that PAC 14 would continue to communicate with CMC.
 - c. Ms. Mitchell indicated what a pleasure it was to see the facility and the equipment, but she was shocked to find out that they get 40% of the franchise fees versus our 30% and possible reduction to 20%. She also enjoyed hearing the fundraising ideas that were shared which sparked more discussion on the ride home. These discussions led her to think of better ways to improve the upcoming negotiations with Comcast. She is on the Tri-County Council and wants to help Sheree Sample-Hughes on the sub-committee with the proposal from PAC 14. The visit re-ignited the fire in her to get the Comcast audit done to be better prepared for the negotiations.
 - d. The hope is that the City and County will negotiate together. Mr. Scott thought public hearings would be beneficial for the public to vent their frustrations. He also mentioned that the issue with the negotiations as far as Tri County is that there are 3 different cable companies (Comcast-has customers in all of the counties, Mediacom-Worcester Co. and Charter-Somerset Co.). Mr. Scott felt that they won't all negotiate with the same terms. It will be great for the Cable Advisory Committee to compile all of the information along with the public concerns and present it during the negotiations.
 - e. Mr. Twilley attended the Snow Rotary meeting the morning of August 2nd to speak about Public Access. The Tri-County was mentioned and Marty Pusey mentioned she is very interested in working on this. Ms. Pusey stated that she is very jealous of the programming that PAC 14 offers on Wicomico County Health Dept. and would love to offer that to Worcester County. We need to find out when the contracts expire for Worcester and Somerset County.
3. Budget Cuts – We have received the \$66,096 from the County and we will receive quarterly payments from the City. The City will have their 2nd reading on the budget on August 8, 2011.

Finance Committee: Mr. George Whitehead

Discussion: They met on July 11, 2011 and determined they are not only a Finance Committee, but a Finance/Audit Committee. The committee is proposing two changes to the by-laws:

1. Section 12.03 – Duties of the Finance/Audit Committee
 - a. Eliminate – the word “annual” anywhere it is referenced “annual audit”.
 - b. Add a 4th responsibility: Review year end annual report.
2. Section 13.02 – Auditing and Inspection Requirements
 - a. Revise as follows: PAC 14, Inc. shall contract for an audit of its records with a Certified Public Accountant every four years, the period starting July 1, 2010 and every four years thereafter. Its records shall be open to any member of the public.

The PAC 14 by-laws were created prior to the City and County MOU which state conflicting audit timelines, so we are still working on making all of them match. We will provide the current by-laws with the changes red-lined for the members to see in order to vote at the October 4th meeting.

Action: Motion made by Mr. Whitehead and second by Ms. Revelle to approve the changes to the by-laws listed above for the members to vote on at the Annual Meeting in October. Motion approved by majority.

Discussion: The committee also discussed the other duties of the Finance/Audit Committee:

1. Whether PAC 14, Inc. is meeting its projected budget – this is done monthly
2. The scope and adequacy of the annual audit and related fees – done every 4 years
3. The effectiveness and adequacy of the internal accounting controls of Pac 14, Inc. – The consensus was that if any line item on the budget is going to be over by 10%, the Executive Director of PAC 14, Inc. must get approval from the Executive Committee of the Board of Directors.

The Finance/Audit Committee will meet at the end of July, October, January and April.

Action: Motion made by Mr. Whitehead and second by Mr. Scott to approve the required approval from the Executive Committee for any budget line item that exceeds the budget by 10%. Motion approved by majority.

Development Committee: Mr. Mike Scott

Discussion:

- The committee is moving forward with the Sponsorship fundraising plan. We have the first sponsorship from Peninsula Regional Medical Center and PAC 14 will have promos before and after Focus on Health. Ms. Naleppa created a promo stating that PRMC is proud to partner with PAC 14. The next step is to look at organizations that support or have a connection with PAC 14. The sponsorship information will be in the brochure at the Annual Meeting.
- Mr. Scott will be resigning from the chair position on the Development Committee.
- Members include: Mr. Mike Scott, Mr. Luis Luna, Mr. George Whitehead, Mr. Creig Twilley, Mr. Phil Tilghman, Mr. Keith Whitelock, Mr. Gerald DiBartolo, Mr. Bob Culver. Mr. Carlos Mir, Ms. Marianne Kelly, Mr. Vaughn Baker would like to be involved, but this has not been made official.
- Mr. Tilghman recommended that we include LORA (Locally Owned Restaurant Association) in the committee. The LORA organization could be willing to partner with us and they would definitely be a great resource for fundraising.
- Ms. Mitchell suggested that Ms. Stacy Weisner would be a wonderful asset to the Development Committee.

Old Business

Agenda Item: Annual Meeting

Discussion: We have reserved the room at MAC, Inc. with a capacity of 150 and easy access parking. We will have to pay their staff person \$80 to open/close, set up and brake down for the meeting.

Action: We will begin to work on the Annual Report for the October 4, 2011 meeting. We will provide light refreshments at the 6 p.m. meeting. Work on the program/brochure with highlights, pictures and emphasizing the PEG component. Invitation will be distributed to the member email list, posted on the Website, the Community Calendar and on Facebook. We will have a draft agenda for the Annual Meeting for review at the next board meeting.

New Business

Agenda Item: Nomination Committee

Discussion: Liz Bellavance resigned after the board meeting in June 2011. The board needs to meet to vote on replacement for Ms. Bellavance and also to nominate a new chair to replace Mr. Thompson whose term ends October 2011.

Action: Motion made by Ms. Revelle and second by Mr. Scott to accept the resignation of Ms. Liz Bellavance. Motion approved by majority.

Agenda Item: Update New Broadcast System – Head End

Discussion: We are in failure mode, so we need to replace the system soon. Mr. Twilley is working on getting information from 3 companies in order to present the decision at the September 2011 Board Meeting. Mr. Tilghman suggested building a network of contacts among the Public Access Channels to share information. Mr. Twilley just

received an email about a download site from the National Alliance and a DVD regarding Media Foundations, so he will look into that information. The PAC 14 membership to the National Alliance has expired.

Agenda Item: PRMC Sponsorship

Discussion: We have posted their sponsorship on our website and we need to find out if Ms. Naleppa wants to share the details of the sponsorship for publicity. We would like to have a picture of them in our Annual Report along with Ms. Mary DiBartolo for Focus on Health.

Agenda Item: Comcast

Discussion: SU was paying for 3 modems (2 of which are backups for the university); Comcast was not paying MD taxes on time, therefore, SU was not paying the Comcast bill. This led to our service being cut off and we were unable to upload our schedule and have live streaming. We have moved our account from SU, so we are now in control of those payments. We paid the account up to date and then we were cut off again. Come to find out when the tech to look into the problem, they discovered that Comcast had us paying on one of the other 2 modems that did not control our programming. The problem has been resolved.

Agenda Item: Adjourn

Action: The meeting was adjourned by Mr. Phil Tilghman, Chair at 5:15 p.m.

Next Meeting: September 13, 2001

Hand Outs provided via email

June Minutes Agenda Financial Document Data Doc - provided at meeting