

PAC 14 Board Meeting Minutes
October 4, 2011 at 6 p.m.
MAC, Inc.

Members in attendance: Phil Tilghman, Angie Jones, Michael Scott, George Whitehead, Mark Thompson, Shanie Shields and John Cannon. Mr. Ray Perdue and Mr. Daniel O'Connell attended from PKS to discuss Fiscal Year 2011 Financials.

Welcome and Call to Order: Chair Phil Tilghman

- Introduce Board Members
 - Mr. Michael Scott, Vice-Chair
 - Angie Jones, Secretary
 - George Whitehead, Treasurer
 - Mark Thompson, Chair of Nominating Committee
 - John Cannon
 - Sue Revelle
 - Shanie Shields
 - Tracy Sahler – not in attendance
 - Bob Culver – not in attendance
- Order of Events for the Evening
 - Treasurer's Report
 - Nominating Committee
 - Executive Director Report
 - 50/50 Drawing

Treasurer's Report: Mr. George Whitehead, Mr. Daniel O'Connell

Discussion: Mr. George Whitehead explained a change that was made by PKS from the 2010-2011 Fiscal Year End Draft presented at the September Board Meeting. On page 5 of the Financial Statements, a line item was added (Net change in accounts receivable and payroll liabilities) in the amount of \$2,315 to represent dollars that we did not have at the time when the draft was prepared at the end of June. Mr. Whitehead proceeded to introduce Mr. Daniel O'Connell and Mr. Ray Perdue from PKS. Mr. O'Connell reviewed the statement of financial position "snapshot" from page 2 with the board. He continued onto page 3 which can be viewed in the annual report provided to all in attendance to the meeting. This page, statement of activities, covers a period of time (July 1, 2010 through June 30, 2011) shows approximately a 7% decrease in revenue from last year. He did want to point out that the amount of revenue generated internally by PAC 14 versus the amount given by Wicomico Co. and the City for both years. In 2011, roughly 90% of those resources came from the government sources and one year prior less than 1/2% was generated internally. The expenses decreased approximately 3% from the 2010 expenses; however, this year's expenses did exceed the revenue resulting in a negative balance of \$1,697.

Action: Motion made by Mr. John Cannon and second by Mr. Scott to approve the Final June 2011 Financial Statements. Motion approved by majority.

Finance Committee: Mr. George Whitehead

Discussion: Mr. Whitehead presented a change to:

- **Section 12.03 - Duties of the Finance/Audit Committee**

The Finance/Audit committee shall review the Annual Financial Statement, **review and** approve the **annual audit (year end annual)** report, and submit a recommendation to the Board regarding the selection of and fees paid to an independent Certified Public Accountant by PAC 14, Inc. It shall be the responsibility of the Finance/Audit Committee to report to the Board regarding: (1) whether PAC 14, Inc. is meeting its projected budget; (2) the scope and adequacy of the **annual audit (four year audit process)** and related fees; and (3) the effectiveness and adequacy of the internal accounting controls of PAC 14, Inc. That report shall include the criticisms or recommendations contained in the management letter of the independent CPA (if one accompanies the annual ~~audit~~) have been properly addressed. The Finance/Audit committee shall have such other duties as may be delegated to it by the Board from time to time.
- **Section 13.02 – Auditing and Inspection Requirements**

PAC 14, Inc. shall contract for an audit of its records with a Certified Public Accountant ~~on an annual basis~~ **every four years, the period starting July 2, 2010 and every four years thereafter**. Its records shall be open to any member of the public.

Action: Motion made by Mr. John Cannon and second by Ms. Jones to approve the changes to the by-laws. Motion approved by majority.

Discussion: Mr. Whitehead presented a change to:

- **Section 13.02 – Auditing and Inspection Requirements**

PAC 14, Inc. shall contract for an audit of its records with a Certified Public Accountant ~~on an annual basis~~ every four years, the period starting July 2, 2010 and every four years thereafter. Its records shall be open to any member of the public.

Action: Motion made by Mr. John Cannon and second by Ms. Jones to approve the changes to the by-laws. Motion approved by majority.

Nominating Committee: Mr. Mark Thompson

Discussion: Mr. Thompson shared that we are adding to the board of 11 members that includes county and city representatives, higher education representative and a representative from the Wicomico County school system. Mr. Thompson and Mr. Cannon's term ends October 2011, therefore, they are up for re-election to the board. Mr. Thompson took a moment to acknowledge Ms. Liz Bellavance who resigned this year, therefore, the board has an opening. The new board member nominee is Dr. Faye Wilson. Mr. Mark Thompson recommends the motion to accept the returning members, Mr. Mark Thompson and Mr. John Cannon along with the addition of Dr. Faye Wilson to the board.

Action: Motion made by Mr. Scott and second by Ms. Jones to approve the return of Mr. Mark Thompson and Mr. John Cannon along with the addition of Dr. Faye Wilson to the board. Motion approved by majority.

Discussion: For future reference, Mr. Tilghman shared with the members in attendance that according to the by-laws, they can nominate someone from the membership to join the board.

Executive Director's Report: Mr. Creig Twilley

1. Showed a PAC 14 video.
2. Power Point to explain what PAC 14 is all about.
3. Showed a "Year in Review" Video
4. Announced the "Local Producer of the Year" Award winner, Kiya Amajioyi. Mr. Twilley showed a video created by Mr. Tom Taylor displaying Kiya's work and he complimented Kiya on what a great job he is doing with his show and how much he has improved over the last 3 years. Mr. Twilley awarded him a gift certificate to B & H Photo.

50/50 Drawing: Mr. Thompson was our winner.

2nd Drawing for PAC 14 Mug & T-Shirt: Ms. Shanie Shields was our winner

Meeting Adjourned by Mr. Phil Tilghman

Camera Time: Mr. Taylor set up a studio area for anyone interested in commenting about PAC 14 for a promo. We greatly appreciate the members that took a few moments to share their thoughts.

Acknowledgements:

- Mr. John Cannon shared his appreciation for PAC 14 and also for Mr. Phil Tilghman as the chairman through the journey.
- Ms. Carol Steffey formed the Esther Fund and thanked PAC 14 for carrying her message on the community calendar. She has received phone calls and volunteers as a direct result of PAC 14.
- Mr. Buddy Murray thanked PAC 14 for airing the Civil Air Patrol information regarding the cadet program.
- Mr. Joel Roache expressed his concern that the community does not know the full benefit that PAC 14 has to offer.

Next Meeting: November 1, 2011 - 4 p.m. at Nabb Center Conference Room

Hand Outs provided

Annual Report Agenda