

FPA BoD Minutes – 4/26/2023 @ 7:02pm

Minutes taken by Transcriptionist on behalf of the Board Secretary on

Minutes approved by the board on June 27, 2023

| Attendance | |
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| Members of the Board in Attendance (via electronic & phone participation) | -Ruth Bennett -Steve Mullen -Gayle Yiotis -John Aaron -Peggy Fox -Colin Davies -Hurriyet Ok -Happy Garcia |
| Staff in Attendance (via electronic & phone participation) | -Chuck Pena -Rocio Lopez -Jerry Ferguson -Jay Erausquin -Maryam Shah -Arcelious Joyner -Lisa Clarke |
| Members in Attendance | n/a |

| Meeting Open | | |
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| Call to order at 7:02pm | Ruth Bennett (Vice President) | <p>Reminder of Code of Conduct</p> <p>Acknowledging conflict of interest in Board Code of Conduct</p> <p>Acknowledgements & Accolades:</p> <p>Peggy thanks Steve for preparing financial package regarding Fisher Investments, presented at March meeting. Steve and Ruth thank Rocio for helping Steve put together financial package, giving Keegan from Fisher Investments a tour of FPA, and pulling double duty as Office Manager and Accountant. Steve thanks John Aaron for financial clarifications during last month's discussion.</p> <p>Ruth thanks Gayle for work on March meeting minutes, including last minute changes.</p> |

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| | | <p>Steve and John thank Fairfax County, Rick Ellrod, and county cable group for finding past underpayments for FPA.</p> <p>Chuck thanks Jay and Engineering department for drive to get new color copier.</p> <p>Chuck thanks Arcelious for finding new solutions to help FPA at the National Association of Broadcasters Convention.</p> <p>Maryam thanks Master Control Operator John Pinchot for his 27 years of dedicated service to FPA and congratulates him on retirement.</p> |
| Meeting Agenda | Ruth Bennett (Vice President) | Agenda moves forward with no changes. |
| Approval of 3/29/2023 Meeting Minutes | Gayle Yiotis (Secretary) | <p>Approval of March Board meeting minutes postponed. Amendments proposed by Isaac were last minute and under advisement. Steve is concerned that Isaac's amendments misrepresent what occurred at the meeting. Isaac asked for more information on Fisher's fees and specific investments selected, and Steve e-mailed a briefing package to address these inquiries. Peggy and Ruth suggest reviewing meeting recording. Peggy asks if Isaac can add a clarification in minutes with comments that were not proposed in the meeting but occurred to him after. John wonders if these fine points need to be corrected because the vote to move from Edward Jones to Fisher Investments already occurred.</p> |

| Staff Reports | | |
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| Executive Director | Chuck Peña | <p>FPA will receive a special payment from Cox Communications of just under \$200K representing past underpayment during period from July 1, 2017 through June 30, 2020. Chuck is appreciative that Fairfax County keeps a close eye on PEG (public, educational and government) access payments by cable operators</p> <p>Seeing flattening out of the decreases in cable revenues from Verizon (Cox revenue numbers will not be available until this coming May)</p> |

VERIZON REVENUES:

FY23 Q1 compared to FY22 Q1 revenues decreased by \$52K a decrease of 13.6%

FY23 Q2 compared to FY22 Q2 revenues decreased by \$48K a decrease of 12.2%

FY23 Q3 compared to FY22 Q3 revenues decreased by \$36K a decrease of 9.03%

Ruth asks how far back the county has gone to audit the payments and if FPA has any more missing past payments. Chuck says that over 10 years ago the General Assembly eliminated the former five percent franchise fees charged against cable operators' gross cable revenues and replacing them with a five percent tax directly imposed on cable subscribers. This resulted in tremendous confusion and underpayment to FPA by the cable operators. The county conducted audits that resulted in hundreds of thousands of dollars representing underpayments resulting from this change, being paid to FPA by Cox and Verizon.

Under federal law, municipalities are allowed to impose two different charges on cable operators. One is the 5% franchise fee, and that money could be used for anything (e.g., pave roads, pay police officers, etc.)

Audits go back many years (possibly 2007) and FPA is often a beneficiary. Not a traditional audit, but the county gets an expert to unlock all the different types of revenue that the cable companies have brought in and makes sure that 3% is given to the big operators. Once FPA received approximately \$600K from Verizon.

Used to be easy to figure out how much money was owed to the public education and government access channels: simple comparison of 5% to 3% in franchise fees. General Assembly eliminated the 5% franchise fees, where the amount of money was much broader. Now excluded from the five percent tax, but still imposed on fees paid to FPA, include the home shopping networks commissions to cable operators, cable ad revenue, leased access fees and carriage paid by some networks. For example, Trinity Broadcasting Network (religious organization) paid \$0.03 per subscriber per month to the cable companies.

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| | | <p>Chuck spoke to Louise Anderson, who oversees Verizon video franchise services throughout Virginia, Maryland and western Pennsylvania. She said that Fairfax County is the only jurisdiction constantly auditing their revenues.</p> <p>The above extra \$200K (plus the \$133K previously received this fiscal year) means FPA is virtually certain to finish this fiscal year in the black.</p> <p>On April 7, 2023, the county issued an Informal Request for Proposals to solicit unsealed proposals to establish a contract for a review of cable operators' PEG (Public, Educational, and Governmental) Access Grant payments. This contract covers payments by the three cable operators: Cox, Verizon, and Comcast for the period July 1, 2020, through June 30, 2023.</p> <p>FPA Director of Training Jay Erausquin spearheaded the upgrade and delivery process, in moving from our former Xerox C-60 color copier/printer to our upgraded Xerox PrimeLink C9070 color copier/printer. FPA uses our color copier/printers as production printers, printing very large volumes of materials, including class manuals, course catalogs and other materials.</p> <p>Chuck mentions an article from cable industry trade magazine <i>Multichannel News</i>, which states that study by Horowitz Research found that the decrease in revenues to cable operators is flattening.</p> |
| Engineering | Arcelious Joyner | Plans to combine April and May reports in next month's meeting because he was in Las Vegas at the National Association of Broadcasters Convention. It was the 100-year anniversary, and some FPA members were there. Venders were showing new products, and Arcelious will discuss buying some next month. |
| Outreach | Jerry Ferguson | Nothing to add to report. |
| Training | Jay Erausquin | <p>Negotiating with teachers for next semester and adding new classes.</p> <p>1) Videography with Smartphones (Recording for B-roll). Teacher Alonzo Zarzycki, former member/independent producer, is creating a curriculum and Jay needs to approve it. Planned as 3 sessions, with 2 hours per session.</p> |

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| | | <p>Need approval for FPA to get phone accessories (e.g., ring camera, wireless microphone, etc.).</p> <p>2) Acting 101 (bring in new members): Teacher Denise Parks: freelance actor, social media for companies, PR for Prince William County Government, acting/production background, will be in Chicago this summer for independent film, possibly produce show at FPA. Taught acting, DaVinci editing, Adobe Photoshop, Illustrator, field camera courses, and more.</p> <p>3) Editing for DaVinci.</p> <p>4) Stand-alone Teleprompter class: Some members want to volunteer, but aren't technically savvy. They could take a free studio camera class and then \$10 Teleprompter class to learn equipment, start volunteering, be a part of productions, and possibly take other classes.</p> <p>Planning other classes but looking for teachers. Teacher withdrew from summer camps due to medical emergency. Jay is seeking a replacement but has two months. Curriculum settled in two months. Working on budget for next fiscal year.</p> <p>John asks if FPA could get loaner equipment from DC Camera and if they would give students a discount code to buy items. Chuck says that, under county agreements, cable companies give FPA money to buy cameras that students can use for free. Members who take classes and get certified can use FPA's high-end, professional equipment for free, so there is no need to buy.</p> <p>Jay mentions that members ask about college student discounts for software (e.g. Adobe Cloud, Premiere, Photoshop, etc.). He provides students with a FPA class transcript and letter saying they are a member who took classes at a non-profit station to help them get the discount.</p> |
| Production | Lisa Clarke | <p>Nothing to add to report. Lisa tells Ruth that no one has used Studio D yet.</p> |
| Programming | Maryam Shah | <p>Trevor Green's last day was April 8, so now Dorothy Monroe is the new Master Control Operator on the weekends.</p> |

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| | | <p>Maryam just hired the new full-time Master Control Operator Rafael Porras. He starts this Monday, May 1, and will be trained by Maryam and John Pinchot (current Master Control Operator).</p> <p>John's retirement will be in mid to late May, and we are planning a retirement party at the station soon. Marking 27 years of employment on May 11: FPA's longest working employee and member for 31-32 years.</p> <p>Ran first social media Facebook ad for most of March. Very successful: 600-700 more sessions on website than normal, coinciding with dates of ad. Ad had Studio D feature about podcasting linked to the Orientation Page.</p> <p>Monthly Google Analytics metrics show top three visited pages on our website. For March, the Orientation Page made #8 and it seldom makes the top ten.</p> <p>Social media acquisition jumped to approximately 20% when it's usually less than 6% every month (increasing awareness). Ran this ad at the cheapest available price, so spending more for the next ad might get more exposure.</p> <p>Asks to pay more for ad in May without breaking the budget. Working on the next ad for beginning of May: reel, live studio footage from TV and radio producers, or ad for Radio Fairfax (most popular station). Hope to have more advertising in the future and to use different methods. Worked on a proposal for Isaac.</p> <p>Working on next spotlight featuring an international producer. First time featuring a bilingual producer, and she is celebrating the 25th anniversary of her radio show this year.</p> <p>Gayle asks Maryam if new people coming into the station are asked how they found out about FPA, and Maryam said that Jay takes surveys during orientation.</p> <p>Peggy asks Maryam to share the March Facebook ad. Maryam will email the March ad, and May's ad can be shared simultaneously or at the next Board meeting.</p> |
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| | | <p>Future name change could complicate ads, so doing the next one for <u>Radio Fairfax</u> is wise (station name remains the same). Top access page every single month by far for years. Favored on TuneIn over 4300 times: precise analytics unavailable since likely proprietary. Positive viewer comments. Some discover it channel surfing and remain loyal.</p> <p>Maryam says that people most commonly access Radio Fairfax through the FPA website and the TuneIn radio app. FPA has some international listeners, and we can track them through our new Grafana map that Arcelious worked on with a contractor. Chuck notes that since Radio Fairfax is also distributed on the cable channels, the actual viewership is likely much higher than through website and TuneIn traffic.</p> <p>Toward the end of last year, Arcelious and Maryam changed the visual bulletin board to include a now-playing feature for Channel 37 that displays the current song information. The information is already on FPA's website by federal law.</p> |
| Office Manager | Rocio Lopez | <p><u>March 2023 Income Statement</u> (all amounts compared to last year)</p> <p>Cable Support Grant Cox Total Income down \$43K Cable Support Grant Verizon Total Income down \$135K; will receive Q3 payment at end of April or early May (update soon)</p> <p>Office suite rental income down \$6K, training income down \$6K due to class cancellations, salaries/benefits/taxes up \$31K, facility expenses up \$12K due to higher electricity bills and updated quarterly maintenance fees for HVAC units, maintenance reserve up \$15K due to AC unit repairs, programming expenses up due to website upgrade</p> <p><u>Balance Sheet:</u> Marketable securities are down \$633K due to market changes. Accounts receivable (Cox and Verizon cable grant) down \$19K.</p> <p><u>Comparison Budget:</u> Lists all actual income/expenses and compares to FY budget Budget amounts should be around 75%. Verizon and Cox Service Fee Income cable revenues are at 71% and 61%, respectively.</p> |

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| | | <p>Actual is less than expected percentage budget amount for fundraising contributions, underwriting (fear of underwriting producers), service fee, and rental income (backpay rent).</p> <p>Actual exceeds the expected budget amount for internet subscription (renewing subscribers) and membership income (renewing memberships and slight increase in new members).</p> <p>Gains/losses on sale assets not included in comparison budget.</p> <p><u>Expenses:</u> Most of the expense accounts are around 75% of the expected budget amount <i>except</i> where the actual exceeds the expected budget amount for real estate taxes (pay biannually and final payment made in December, so amount remains since there are no more payments), condo associations fees expense (April fee paid at end of March to avoid late fees), total utilities expense (increased electricity bills), programming expenses (website upgrade final, so no further anticipated increase).</p> <p>Total income is around 74% (should be around 75%) and total expenses are around 70%, so moving in the right direction.</p> |
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| Committee Reports | | |
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| Finance Committee | Steve Mullen | <p>Good news: Additional \$200K in cable revenue. All investment assets transferred from Edward Jones to Fisher Investments and Fidelity (custodian). Extensive audit conducted by Fisher to ensure all assets are transferred; awaiting spreadsheet to confirm, which will be directed to auditor Dan Burnett. Transferred assets more than projected initial estimates from Edward Jones. Earned around \$200K due to rise in stock market equities and fixed income over past few weeks. Final investment asset amounts will be included in the end of April financials and discussed in the May Board meeting. Fisher plans to complete portfolio of investment asset selections by Wednesday, May 3.</p> |

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| | | <p>Steve and Roccio hosted Keegan Anderson from Fisher at FPA, and he provided an initial investment plan (e-mailed to all).</p> <p><u>Initial Fisher Plan:</u> Steve is impressed with the summary. Contents: overview of Fisher, portfolio recommendations, profile, initial investment assets, confirms break-up by equity/fixed income, portfolio over extended periods of time, breakout for probability of asset survival across complete 35 years (desired and longest plan available), ending percentage values, probability of ending value being greater than starting value, average annual return for each profile, expected returns on different portfolio break-outs (e.g. 100% equity, 60/40% equity/fixed income, etc.)</p> <p>Breakout of equity and fixed income assets matches what Board approved (carry-over from Edward Jones): 70% equity and 30% fixed income.</p> <p>Includes placeholder for cash income to be received from investment portfolio: hope don't need but stress-tests plan. Important to see how taking 3% of money out of portfolio to cover potential loss of revenue in future years impacts investment portfolio (may not need).</p> <p>FPA does well in Monte Carlo simulations of all stock market variations.</p> <p>Cash payback begins in Year 2 starting July 1, 2024 (planned): adequate resources for next fiscal year.</p> <p>Initial plan can be updated based on FCAC (SP?) financials change over time.</p> <p>John is disappointed in personal investment model, as opposed to institutional (non-profit). Plan addresses "persons" in income tax considerations, market sector for fixed income, and tax-exempt bonds. There is no comment on why non-profit would invest in tax exempts unless specifically seeking capital gain. John wants to ask Fisher if there is an institutional model, if FPA will be treated as an entity, and if an algorithm created the allocations based on a personal model. Steve will bring John's concerns to Fisher.</p> <p>Steve, Rocio and staff are preparing the budget for July 1, 2023 to June 30, 2024 and presenting it at June 28 Board meeting (pushed back from end of May to work with Fisher).</p> |
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| | | <p>No large changes anticipated: end of fiscal year expenses/income carries over, inventory of fixed assets on end of fiscal year day to close out fixed assets database. Budget sent to staff in mid-June.</p> |
| Performance Management | Gayle Yiotis | <p>Maryam and Jay discussed new hires. Nothing to add to report.</p> |
| Membership Development | Ruth Bennett & Colin Davies | <p>Colin: Ruth discovered good potential meet-and-greet speaker. Brian Rose taught Communications and Media Studies at Fordham for decades and wrote many books on TV/film. Charges \$300 but \$250 for non-profit. Last speaker charged \$225: one of best, good response and Q/A, discussion on changing face of classic radio. Chuck says that the cost is low and quality is worth the money. Date TBD, possibly hybrid.</p> <p>Ruth notes that we need to Zoom in speaker (not local). Gayle suggests Zooming in members. Ruth wonders if FPA could Zoom into station so members can meet and work together. Colin hopes that some Board members can attend in-person.</p> <p>Peggy asks about having in-person Board meetings and meet-and-greets in the future.</p> <p><u>Potential Meet-and-Greet Topics:</u> Colin's Pick: How the Internet Changed the Media: Why Newspapers, Music and TV Will Never Be the Same Ruth's Pick: Changing Face of TV, YouTube, Binging, Streaming, and Beyond. Popular Theme: Future of Media.</p> |
| Operations | Hurriyet Ok | <p>No update to report.</p> |
| Promotional Development | Peggy Fox | <p>Priority is name change to NOVA Public Media (voted already) Trying to contact Novamedia Productions: sent several emails (no response), maybe visit address in-person. Peggy spoke with Francis, who may not work there anymore. Not getting back to us, but still in operation. John wondered if they folded. Peggy asks about next steps if they don't respond.</p> <p>Chuck: Despite reaching out to company, lawyer says FPA is open to a lawsuit if we move forward without Novamedia Productions consent and could likely lose if brought to trial.</p> |

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| <p>COVID Transition</p> | <p>Happy Garcia</p> | <p>Committee met last week and recommended having all restrictions removed on May 11 to coincide with the official end to the Covid emergency by the federal government and Fairfax County. Chuck will ensure the website is updated by May 11. All COVID related restrictions on the number of people at FPA will be dropped.</p> <p>Recommend return to previous rules where groups of 15 or more (talent, crew, observers) in studio need waiver from staff.</p> <p>Gayle asks about meet-and-greets and annual meetings, which have over 15 attendees. Happy says the rule is the same as in the past and applies only to productions. Lisa adds that the waiver is available online and in the equipment room. Staff must check if classes/productions are going on at the time before approving a waiver due to noise concerns (e.g. studios A/B next to each other, class in conference room, live show/recording disrupted, etc.).</p> <p>Happy is working with Chuck to monitor the situation and will recommend returning to restrictions if situation worsens.</p> |
| <p>Strategic</p> | <p>John Aaron</p> | <p>John reviewed the 2019 strategic plan. For the new plan, he aims to return to the original and discover who was responsible for implementing it, what was implemented, and what worked and didn't. He seeks recommendations for next year and wants to use focus groups of members/producers to ask what they want. New strategic plan will be compiled by this time next year.</p> |

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| <p>Meeting Close</p> | |
| <p>Unfinished Business</p> | <p>Gayle asks about FPA members attending the monthly Zoom Board meetings. Maryam reminds all that the website includes information on when the meetings occur and how members can attend.</p> <p><u>From "Board Schedule" Page of Website (link under "Board of Directors Meeting" tab in Updates section):</u> "Individuals wishing to bring matters to the attention of the Board may send an email at least 72 hours prior to the next Board Meeting, by contacting FPA Board President Isaac Asare, and state the matters which they desire to bring to the Board's attention. Please copy this message to FPA Executive Director Chuck Peña at cpena@fcac.org."</p> |

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| | <p>Maryam can return to adding the date/time of meetings on Home Page.</p> <p>Board considering e-mailing members before meetings to remind them of the procedures for observing and bringing up concerns.</p> <p>Chuck likes Jay's suggestion to have members e-mail FPA feedback, which would be presented during the Board meeting in staff reports.</p> <p>Happy suggests airing meetings on a private YouTube channel without comments. Board will explore how to handle potential behavioral issues on Zoom and how to provide the public Zoom or YouTube links.</p> |
| New Business | None |
| Confirm Future Meeting Dates | May 31 |
| Adjournment at 8:45 pm | Peggy: Moves to adjourn. John/Gayle seconds. Meeting adjourned by unanimous vote. |