

FPA BoD Minutes – 6/26/2024 @ 7:03pm

Minutes taken by Transcriptionist on behalf of the Board Secretary on

Minutes approved by the board on 7/31/24 @ 7:05pm

<b>Attendance</b>	
Members of the Board in Attendance (via electronic & phone participation)	-Hurriyet Ok -Ruth Bennett -Steve Mullen -Gayle Yiotis -Sharon Sobel -Peggy Fox
Staff in Attendance (via electronic & phone participation)	-Chuck Pena -Arcelious Joyner -Jay Erausquin -Gabriela Silva -Steven Jackson -Lisa Clarke
Members in Attendance	n/a

<b>Meeting Open</b>		
Call to order at 7:03pm	Hurriyet Ok (President)	<p>-Reminder of Code of Conduct</p> <p>-Acknowledging conflict of interest in Board Code of Conduct</p> <p>Acknowledgements &amp; Accolades:</p> <p>Chuck thanks Gabby and Gayle for their work organizing the personnel manual and incorporating staff suggestions. He also appreciates Steve Mullen and Gabby for planning the FY2025 budget. Chuck acknowledges Arcelious for overseeing the departure of all NOVA.ORG equipment/servers and for collecting keys from those NOVA.ORG members who had keys. He applauds Maryam for working weekends until a new weekend Master Control Operator is hired. Maryam has been conserving FPA's financial resources by delaying hiring for this position until the new Cablecast servers for Programming are installed, so that the new Master Control Operator will not have to be trained on the outgoing iTX server, only to need immediate training on the new Cablecast server. The transition from the iTX</p>

		<p>Grass Valley server to the Cablecast server for Programming is set for July 1,</p> <p>Ruth, Steve Mullen, and Hurriyet thank Gayle, Gabby, Chuck, and Cathy for creating the new employee manual.</p> <p>Steve Mullen and Gayle thank Gabby for her incredible work on the budget and for meeting with all managers. She works two jobs to help FPA as accounting manager.</p>
Meeting Agenda	Hurriyet Ok (President)	<p><u>Motion to accept meeting agenda as written</u></p> <p>Hurriyet ensures that all received the emailed agenda. He asks if there are any corrections or changes to the agenda.</p> <p>-Agenda inclusions: updated employee manual and Sharon's letter to non-profits</p> <p>-No objections. Agenda stands, as updated.</p> <p>-Meeting agenda approved unanimously.</p> <p>Peggy made a motion last year to keep Board meetings at one hour. Ruth wants to make this motion again. Approval can be obtained if meetings must exceed this time allotment.</p> <p>Hurriyet reminds that meeting reports are allotted for 20 minutes and committee reports for 15 minutes. Additional discussions without required votes can occur after the meeting adjourns.</p>
Approval of 5/29/24 Meeting Minutes	Gayle Yiotis (Secretary)	<p><u>Motion to approve May minutes as written</u></p> <p>Gayle ensures that all received the emailed edited minutes. She asks if there are any comments or questions. There are none.</p> <p>- Steve Mullen motions, Peggy seconds, no abstain/oppose</p> <p>-May minutes approved by unanimous vote.</p>

Staff Reports		
Executive Director	Chuck Peña	<p>FPA will be closed to members and the public from July 1-7 during the annual summer hiatus. Staff members perform maintenance and repairs on facilities and equipment, during the hiatus period. Members can still drop off programming and Maryam will set up curbside pickup of new programs. Producers can also remotely submit programs. FPA will reopen on Monday, July 8.</p>

		<p>The Community Outreach Meeting on our Alliance Center Plan Amendment to redevelop our property was held on Thursday, June 20, via Zoom. County staff from the Department of Planning &amp; Development, including the Office of Community Revitalization, and the Department of Transportation attended. Our consultant, who developed the Mosaic District, Steve Teets, presented on behalf of the Alliance Center. Chuck was present to answer any detailed questions about the Alliance Center.</p> <ul style="list-style-type: none"> <li>-There was a good turnout and only two comments, only one of which was critical. A townhouse owner, who lives immediately adjacent to our property, was concerned that the proposed seven-story building will obscure her view and cause her to have to stare at the building's wall when she looks out her window. Steve assured her that a 3 or 7-story building would have the same impact on the view, but that the new building and driveway will be set back away from the townhouses. We are also planning to landscape the property for aesthetic purposes.</li> <li>-The other comment was from another Alliance Center unit owner who wondered about the timeline for final approval of the Plan Amendment.</li> <li>-Chuck informed Steve that he feels the meeting went smoothly. Mike Wing, who handles real estate issues for Providence District Supervisor Dalia Palchik, told Steve after the meeting that he thinks Steve handled it very well.</li> <li>-Chuck is hopeful that we can meet before the Planning Commission soon.</li> </ul> <p>All NOVA.ORG servers and computer equipment were removed from the FPA building by the beginning of June. Chuck thanks NOVA.ORG group members for the timely removal of their equipment and particularly Paco Hope for coordinating this process. Chuck also appreciates Arcelious for supervising.</p> <p>Chuck and Arcelious met with Arlington Independent Media (AIM) President Rhonda Snipe and gave her a tour of FPA studios.</p>
Engineering	Arcelious Joyner	<p>During the upcoming summer hiatus, the major plans are to complete the transition from iTX Grass Valley to Cablecast. We have undergone parallel testing for 1.5 months and have already assigned responsibility to both Engineering and Programming.</p>
Training / Office	Jay Erausquin	<p>Jay is working with teachers to offer new classes next semester.</p>

<p>Manager</p>		<p>-Denise Parks may teach a class called “Members Present.” This would piggyback on the “Friday Night Live” class, where we invited students who have gone through the TV studio equipment courses to lead a production under staff supervision.</p> <p>-In this new class, Denise will gather students for a few sessions where they will develop a script idea, undergo pre-production, execute the production, collect raw footage, and edit a decision list. The Training Department and David will complete final edits.</p> <p>-Students will gain exposure to develop a show idea and execute its production from beginning to end. This will ideally provide them with the confidence to continue and eventually produce shows independently.</p> <p>-The first workshop will ideally be held at the end of September. It will not be a paid class, but the benefits to members will justify the cost.</p>
<p>Production</p>	<p>Lisa Clarke</p>	<p>Nothing to add to report. Lisa is present to answer questions.</p> <p>Hurriyet asks about studio usage and activities for staff productions post-COVID compared to pre-COVID.</p> <p>-Sam’s report details utilization of studios by volunteers, but it does not include classes (Jay) or staff productions (Lisa). There are no changes from past seasons in terms of volunteers.</p> <p>-Next month, Sam will provide a 6-month comparison sheet like last year. For staff productions, Lisa is not getting anyone new to sign up. One producer joined in November 2023 and one more in 2024, but this producer may not be able to continue at FPA. Nine producers signed up for dates in the upcoming July to December season.</p> <p>Lisa’s report shows production and studio use (hours and percentage) for June. Studio C is the least used TV studio. Radio shows are around 30% and others are slightly higher.</p> <p>Hurriyet hopes to increase revenue and asks Lisa for any ideas on the matter. Lisa will follow up with Hurriyet in an e-mail to discuss this further.</p>
<p>Programming</p>	<p>Maryam Shah (absent); Jay Erausquin (reporting)</p>	<p>Jay reports for Maryam that she is currently running the 2 parallel systems: iTX Grass Valley and Cablecast. When the new Cablecast software is ready, most likely near the end of July, Maryam will look to hire a new part-time Master Control Operator for the weekends.</p>

		<p>Maryam and Mark are currently collaborating on the website upgrade to correct a few glitches related to the menu system. She is also working with Mark to decide on the best vendor to use for online payments. Once we have the vendor recommendation, we will work with Gabby to set up the accounting requirements for online membership payments.</p> <p>-Making membership renewals easier by offering an online payment option may stave off lower numbers. Membership is only \$26 annually, and old members may return. Numbers could remain steady or grow.</p>
Accounting	Gabriela Silva	<p><u>FPA Financial Statement Highlights – May 2024</u> (amounts compared to same quarter last year)</p> <p>Cox Cable Support Grant: FY24 YTD balance down \$66K (compared to FY23 YTD) -FY24 Q4 accrual down \$9K (compared to FY23 Q4 actual)</p> <p>Verizon Cable Support Grant: FY24 YTD balance down \$42K (compared to FY23 YTD) -FY24 Q4 accrual down \$16K (compared to FY23 Q4 actual)</p> <p>-FY24 Q3 payments received for both Cox and Verizon in May (accruals updated)</p> <p>- Numbers are more reflective of current activities, so we are not seeing as big of a drop as previous quarters.</p> <p><u>Income Statement Highlights (amounts compared to last year)</u> -Maintenance Reserve down \$7K -Office Operations up \$28K due to rise in overall costs -Salaries, Benefits, and Taxes up \$69.5K</p> <p><u>Statement of Financial Position (amounts compared to last year)</u> -Marketable Securities up \$2.4 million due to market changes -Market was up in May -Transfer from Edward Jones to Fisher Investments completed on April 26, 2023 -Cable (\$6,252,501) and non-cable (\$4,627,142) balances as of May 31, 2024 (total \$10,879,643) -Total in May 2023 was \$8,495,702 (at Edward Jones) -Investment Income increased by \$2,383,941 from May 23-24</p>

		-Accounts Receivable Cable Grant down \$33 due to decline in Cox/Verizon Cable Support grant revenue.
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Committee Reports

<p>Finance Committee</p>	<p>Steve Mullen</p>	<p><u>INTERIM Budget FY2024-2025</u></p> <p>Chart shows three columns: FY2024 Budget, Projected FY24 Total (baseline to approximate the anticipated balance at the end of FY24 as a baseline to start FY25), and FY2025 Proposed Budget</p> <p>-Projected FY24 Total: actuals through end of March 2024 divided by 9 (months in FY at end of March) x 12</p> <p>INCOME</p> <p>Cox Service Fee: down \$100K to \$600K (\$700K last year)          -We may be pleasantly surprised by more revenue after Cox raises fees, but it is not anticipated.</p> <p>Verizon Service Fee: down \$100K to \$1.3 million (\$1.4 million last year)          -No further reduction desired.          -Verizon not focused on cable revenues but more on internet and streaming, so no increase expected.</p> <p>Fundraising/Contributions: up \$1K to \$4K (\$3K last year)          -Chuck gained significant end-of-year donations from members.          -More fundraising and donations are needed to raise revenue.</p> <p>Underwriting Conduit Fees: up \$100 to \$900 (\$800 last year)          -For programs that have underwriters, we charge a small fee for accounting service.</p> <p>Staff Productions: up \$3K to \$23K (\$20K last year)</p> <p>Fee for Service Productions: \$0 income (\$6K last year)</p> <p>Rental Income: steady at \$20K (same as last year)</p> <p>Training: up \$3K to \$23K (\$20K last year)</p>
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	<p>Total Media Sales: down \$750 to \$250 (\$1K last year)</p> <p>Total Fees (Usage/Locker): up \$100 to \$500 (\$400 last year)</p> <p>Internet Subscriptions: \$0 income (\$2K last year)</p> <p>Membership Dues: down \$1,248 to \$11,180 (\$12,428 last year)</p> <p>Interest/Dividend Income: up \$29,959 to \$221,914 (\$191,955 last year)</p> <p>TOTAL INCOME: down \$172,839 to \$2,204,744 (\$2,377,583 last year)</p> <p>EXPENSES</p> <p>Full Time Salaries: down \$39,152 to \$1,149,000 (\$1,188,152 last year)</p> <p>Part Time Salaries: up \$44,633 to \$195K (\$150,367 last year)</p> <ul style="list-style-type: none"> <li>-2% cost of living adjustment salary increases for all staff</li> <li>-Complete bonus pool funding: \$24K quarterly bonus and \$150K annual bonus (same as last year)</li> <li>-In FY2025, staff will receive half of their bonus in December and half at end of FY.</li> <li>-Sale of equities with Fisher will occur if needed.</li> <li>-Performance appraisals can occur before each bonus payout.</li> </ul> <p>Facilities Expenses:</p> <p>Real Estate Taxes: up \$500 to \$10K (\$9.5K last year)</p> <p>Condo Association Fees: down \$2K to \$29K (\$31K last year)</p> <ul style="list-style-type: none"> <li>-Chuck warns the number may increase.</li> </ul> <p>Total Facilities Maintenance: up \$16K to \$56K (\$40K last year)</p> <ul style="list-style-type: none"> <li>-More maintenance expected for next year.</li> </ul> <p>*Remainder of expenses enumerated in Interim FY2025 Budget sent to all (report truncated for time)</p> <p>TOTAL EXPENSES exceed revenue: up \$3,555 to \$2,569,789 (\$2,566,234 last year)</p>
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		<p>TOTAL NET INCOME: -\$365,045 for FY2025 (-\$188,651 last year)          -Anticipated deficit of \$176,394 more than last year</p> <p>Depreciation/Amortization: down \$60K to \$240K (\$300K last year)          -Non-cash expense covers \$240K of deficit</p> <p>-We only need to cover the remaining \$125K of deficit (1/3 of overall deficit): Total Net Income - Depreciation/Amortization          -Working with Fisher to sell equities should cover the amount. If other income amounts produce more revenue than is currently budgeted, then this will help.</p> <p>Regarding the budget approval, Hurriyet said that using the investment to cover the budget deficit would be a one-time exception.</p> <p><u>Motion to approve Interim FY2025 Budget</u>          - Steve Mullen /Gayle motions, Peggy seconds          -Copy of actual budget and notes for all line items sent to Board.          - Steve Mullen ensures that changes will be made for next year's budget.</p> <p>-5 yes, 1 no (Sharon), no abstain          -Sharon does not want to approve a budget that is not balanced.</p> <p>Hurriyet thanks SM, Chuck, Gabby, and all managers for putting the FY2025 Budget together.</p>
Performance Management	Gayle Yiotis	<p>Gayle ensures that all Board and staff members received the employee manual.</p> <p><u>Motion to accept updated employee manual</u>          -Peggy motions, Steve Mullen second, all in favor          -6 aye (Ruth, Hurriyet, SM, Peggy, Sharon, Gayle), no oppose          -Motion passes by unanimous vote</p> <p>Chuck informs that after obtaining Board approval, the lawyer then needs to approve the completed employee manual. If changes are recommended, the updated employee manual will be returned to the Board for approval of any advised revisions.</p>



Membership Development	Ruth Bennett & Colin Davies	Chuck suggests holding a meet-and-greet with the former PBS Co-Director of Underwriting, who wrote the PBS underwriting guidelines, lawyer John Hanshaw. He's now the Founder and Executive Director of the Washington Film Institute. He can address questions about commercials versus underwriting announcements, calls to action, and editorial control.
Operations	Reggie Marston (absent); Chuck Peña (reporting)	Chuck thanks Arcelious for giving an informative presentation on the possibility of obtaining an LED wall. This would have significantly upgraded Studio A, but the cost is estimated at around \$100K. Currently, we have no funds for this purchase.
Promotional Development	Peggy Fox	Peggy highlights Sharon's letter with helpful additions.
Fee-for-Service (Temporary Name)	Sharon Sobel	<p>The letter to non-profits was sent to the Board for review. Once approved, it will be sent to non-profits.</p> <p>Hurriyet asks how this fits into the fee-for-service model.</p> <ul style="list-style-type: none"> <li>-Chuck informs that two lawyers reviewed the administration agreement between FPA and Verizon and determined that the Verizon agreement is ironclad: funding from Verizon must be used "solely for cable public access purposes." Furthermore, funding from Verizon or even from Cox may not be used for any commercial, private, or non-public purposes.</li> <li>-We do not want to risk \$1.3 million in Verizon cable revenue for possibly 1-2% of that from fee-for-service.</li> <li>-The current cable franchise agreement is extended until 2026.</li> </ul> <p>Hurriyet asks why staff productions are not included. Chuck answers that these are allowed, because the programs are produced to be cablecast on our public access channels.</p> <p>Hurriyet wants this at the top of the letter: "according to your wishes, we have a production team available for a fee." Chuck reiterates the importance of stating that productions cannot ask for funding, but instead can describe what the organization does. Peggy and Sharon agree to emphasize this restriction.</p> <p>Hurriyet wants to move the comment about Jerry's services to the bottom as a footnote. He favors focusing on current offerings first and then mentioning what Jerry can no longer provide at the end to downplay what was available in the past.</p>

		<p>Lisa notes that, for staff productions, you have to be a certified producer with a show on file. Lisa asks if we will waive this. Chuck will consider options because they may need to become members. Content would not be commercial and would be shown on our channels, which differentiates it from any prohibited programming under the administration agreement.</p> <p>Peggy reminds that membership is required, but we could vote for a special exception or provide quick training to allow for expedited membership. Peggy wants to keep the rule, however.</p> <p>Sharon adds to the letter: “We are able to provide services for programs that will air on FPA resources, referred to as staff productions, where contingencies may apply.”</p> <p><u>Motion to approve letter to non-profits as revised by Board</u>  -Hurriyet moves, Steve Mullen seconds, all in favor  -Motion passes by unanimous vote</p> <p>-Hurriyet suggests adding Lisa’s contact information to the letter again at the bottom for easy reference. Lisa agrees. Non-profits can contact her, and she will explain details regarding obtaining certification and/or membership.</p>
Strategic	Vacant	

Meeting Close	
Unfinished Business	None
New Business	None
Confirm Future Meeting Dates	Next meeting: Wednesday, July 31, 2024 at 7pm (normal time)
Adjournment at 8:31pm	Gayle motions, Steve Mullen seconds, all in favor -June Board meeting adjourned at 8:31pm