

FPA Board Meeting Minutes

March 28, 2012

Open meeting: 7:15 pm

Attendance:

BOD:

- Jim Housel
- Ayme Pointer
- Georgia Graves
- Tim Bowden
- Bob Giarrusso
- Ahmed Selim
- Jim Southworth
- Steve Mullen

FPA:

- Chuck Pena
- Jerry Ferguson
- Jay Erasquin
- Daniel Olewine
- Rocio Lopez
- Maryam Shah

Guests:

- none

FPA BOD Officer Activities:

- President: Ayme Pointer
 - Call meeting to order: quorum at 7:15 pm.
 - Conflicts of interest: None
 - Ms. Pointer asked everyone to identify themselves when speaking over the conference line.
 - The agenda for March BOD meeting was accepted.
 - The minutes for the January and February meetings are not prepared, so they will be submitted prior to the April meeting for approval.

- Ms. Pointer asked that we consider finding successors for Board positions and transitioning to new board members after the next annual meeting, as well as training successors for the Board.
- James Burke, who is a past President of the Radio Guild, and Robert Sheretta, a former board member of Arlington Media with fundraising experience, were discussed as possible candidates to fill the vacancy on the Board.
- Mr. Mullen suggested another candidate, Gul Beg, who has a background in marketing and may be receptive to taking on these responsibilities.
- Both Mr. Sheretta and Ms. Beg may be interested in volunteering their assistance even if not appointed to the Board.
- Mr. Giarrusso suggested that we post a notice at the station requesting resumes and following up at the next meeting.
- Mr. Pena said he would coordinate collection of the resumes and offer a list of preferred qualifications the Board is seeking in prospective Directors.
- Mr. Selim suggested that we find someone from the Radio Guild; and Ms. Graves suggested that we also take recommendations from the staff.
- Ms. Pointer asked that instead of accepting resumes from all interested and posting notices, we should start with recommendations from the Board and the staff instead.
- After a brief discussion, the Board concluded that this would be a faster process, as we wish to fill this vacancy as soon as possible.
- Ms. Pointer also recognized the contributions of Mr. Bowden to the fundraising and business development aspects of FPA, and that we need to remain forward thinking.

FPA Executive Director's Activities:

- Executive Director's Report: Chuck Pena
 - Mr. Pena noted that FPA is emphasizing obtaining the fourth channel from Verizon.
 - He observed that during the 16 week monitoring period, we are trying to keep with the requirements of 80% non-repeat original programs, 75% of which must be local. This only applies to the time slots from 6:00 pm to 11:00 pm, Monday through Friday.

- Mr. Mullen stated that the policy as it was explained at the January meeting was not clear. Mr. Pena acknowledged that they did not fully consider how it would affect all producers. He further stated that accommodations are being made to try to make up for the loss of prime time slots.
- Mr. Bowden suggested doing additional specials and finding other ways to generate original programming.
- Mr. Southworth also suggested that producers with one hour shows can split them into half hour segments.
- Mr. Mullen reminded us of the "Just Show Up" experiment, which allowed people to come to the station in a certain time block when crew volunteers were available, and produce as much new content as possible.
- Mr. Housel noted that Ms. Shah had many ideas, such as doing specials and having contests to reward producers for doing more original content during the 16 week period.
- Mr. Mullen also noted that Ms. Shah is working with individual producers to assist them through the 16-week test period, and to ensure their programs do air in their regular prime- time slots.
- Mr. Pena said that the Radio Guild held their monthly meeting on March 15.
- FPA held a free workshop on March 12, led by Chief Engineer Daniel Olewine.
- The staff held a St. Patrick's Day party, organized by Ms. Lopez.
- Operations/Engineering Report: Daniel Olewine-
 - Mr. Ruddell is absent, and Mr. Olewine is delivering a combined report in his absence.
 - Mr. Olewine provided the Board with a budget request for refurbishing the air conditioning system.
 - He said they would be adding and replacing thermostats, zone controls, and an updated damper system, including cleaning the vents and replacing the filters.
 - If approved, the work will be performed during the station's July hiatus.
 - Mr. Giarrusso asked if the sum requested includes maintenance and warranty on work and equipment. Mr. Olewine said he was not certain.
 - He also mentioned that they have added air filters in the studios.

- Mr. Selim moved to approve the \$ 35,000 budget for the Air Conditioning overhaul. Mr. Southworth seconded, and the motion was approved unanimously.
- Mr. Olewine noted that an emergency door handle has been installed in Studio C.
- He also observed that the roofing contractors are still working on the ponding/leaking issues that have occurred.
- Outreach Report: Jerry Ferguson-
 - See the March staff report.
- Training Report: Jay Erausquin-
 - Mr. Erausquin thanked Mr. Olewine and engineering for their assistance with the ongoing items in the radio studios and their help in accurately updating the manuals.
 - He is focusing on summer camps next, with reminders going out to the public schools, PTA groups and public libraries.
 - He stated that now the equipment room will also be able to take payments for membership and classes (in person and/or over the phone) from present members; however, new members will still have to complete the orientation process.
- Financial Report: Rocio Lopez-
 - Ms. Lopez presented the financial statements for the Board.
 - She noted that the one time payment from Cox is included in other income, which came in back in February.
 - She stated that the overall Verizon revenue is up \$ 111,000 from last year.
 - Income is also up \$ 10,000 for staff productions.
 - Mr. Bowden suggested using at least some of the additional income to pay down the mortgage on the building, as Mr. Selim had recommended. A discussion followed, and Mr. Mullen said he is addressing possible investments with Craig Kendall.
 - The biggest concern is not creating any additional tax liabilities in the process.
 - Mr. Mullen will get back to us next month after he discusses the matter with FPA's auditor, Dan Burnette.

FPA BOD Director's Activities:

- Director of Finances: Steve Mullen-
 - Mr. Mullen is working with Dan Burnette, to finalize our audit.
- Vice President: Jim Housel
 - Mr. Housel had no report.
- Parliamentarian: Ahmed Selim
 - Mr. Selim requested that Mr. Mullen begins preparation of the budget for FY 2013.
 - Mr. Selim noted that there are no lights on the side of the equipment room. Mr. Pena stated that he would discuss installing lights.
- President & Director of Strategies: Ayme Pointer
 - Ms. Pointer sent the Board her consolidated feedback from the strategic planning session.
 - She will resend, and asked the Board to provide input to her by next meeting.
- Secretary: Bob Giarrusso
 - Mr. Giarrusso asked the status of the efforts to get our programming information on the Verizon FiOS station guide.
 - Mr. Pena will follow up with Mr. Elrod.
- Technology Report: Jim Southworth-
 - Mr. Southworth had no report.
- Director of Business Development: Tim Bowden-
 - Since the last Board meeting, Mr. Bowden met with Ms. Graves, and came up with some recommendations.
 - They suggested that we do two member events each year, starting with a Hall of Fame event for longtime producers and volunteers, possibly the Saturday evening before the September member meeting.
 - He suggested that it should be free of charge, not a fund raising event, to recognize our members. He also suggested that we start a gallery of some of the celebrities who have been at FPA.
 - Ms. Graves noted that this would make the Sunday membership meeting more enjoyable, and create an atmosphere of appreciation and teamwork.

- Mr. Erausquin stated that some of this kind of recognition is also being planned by the staff.
- Mr. Southworth stated that some of these awards could be moved to Saturday night to streamline the membership meeting
- Mr. Bowden also wants to hold a film festival with submissions from members.
- He noted that it will require a lot work, and will need many people to organize it, judge the entries, etc. He suggested that it could be funded by the entry fees paid by the contestants.
- Director of Special Events: Georgia Graves-
 - Ms. Graves stated that she and Mr. Bowden were well received at the meeting they attended for the Greater Reston Chamber of Commerce and were received with great enthusiasm.
 - She stated that she and Mr. Bowden can start laying the groundwork for the September celebration.
 - They also suggested that FPA hires a full time staff person to coordinate fundraising with staff and Board members for FPA to make presentations.
 - Mr. Ferguson stated that we need to do the demographics/marketing to prepare an annual report and target where our efforts and energy will be best spent.
 - Mr. Ferguson said that philanthropic donors will want to see our educational and community-building components to determine if we can provide the services that they will want to see for their contributions.
 - Mr. Giarrusso stated that we will have to commit resources to properly organize, plan, and make this happen.
 - Mr. Ferguson stated that we have to strategically look at staff, what we have and what we need to address the need for marketing, fundraising, communications, and public relations.
 - Mr. Bowden and Mrs. Graves will begin organizing the September member meeting. Mr. Erausquin and Mr. Ferguson will work with them and develop a plan for the position(s) and skill sets needed to address FPA's identified needs.
 - Going forward, all special events participation in special events by FPA Board members will be coordinated, cleared and approved by Ms. Graves.
- OLD BUSINESS: Ayme Pointer

- Ms. Pointer showed the BOD invitations for the Airborne Search & Rescue Squad event Friday, June 8, 2010, and suggested the Board consider attending.
 - Mr. Bowden reiterated the need to address a retirement plan for FPA staff. He asked whether we could talk to Apple Credit Union to see if we could do a plan through them.
 - Mr. Mullen stated that he agreed we needed to work with an established retirement planning company.
 - He also stated that Ms. Lopez could do some preliminary investigation through Bank of America, as we have payroll and other accounts for FPA there.
 - Mrs. Graves asked if Mr. Mullen could follow up by next meeting. He said he would have some information for the April Board meeting.
- NEW BUSINESS: Ayme Pointer, Board
 - Mr. Housel made a motion that the Board adopts a policy for events to be attended by Board or staff members as representatives, FPA funds will be used to pay for their admission costs. Mr. Giarrusso seconded. After a brief discussion, the motion passed.
 - Mr. Housel moved to send three representatives from the Board, Mr. Giarrusso seconded. The motion passed.

Open Meeting over at 9:34 PM

Executive Session began at 9:34 pm.

Adjourn meeting: 10:25 PM

ACTION ITEMS:

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/Update</i>
A10-1	Mr. Southworth will confer with Google about technology and upgrades, will bring the Exec. Director,	Mr. Southworth	26 Oct. 10	OPEN

Action Identifier:	Action:	Responsibility:	Date:	Status/ Update
	Mr. Pena, Mr. Olewine, Mr. Ruddell, and Ms. Pointer in on that when it can happen.			
A10-2	Provide end of fiscal year financials for next BOD meeting.	Mr. Mullen	26 Oct. 10	CLOSED
A10-3	Enroll at least one local merchant to support FPA Member Discount Program	ALL DIRECTORS	8 Dec. 10- revised to 23 Feb. 11	OPEN
A10-4	Research FPA Operations Manual, Articles and By Laws regarding fraud, misrepresentation	Mr. Giarrusso	8 Dec. 10	CLOSED
A10-5	Locate restaurant to host/cater FPA staff party	Ms. Graves	8 Dec. 10	CLOSED
A10-6	Update report by January 15 on selection of nominees for open Board position	Mr. Selim, Mr. Housel	8 Dec. 10	OPEN
A10-7	Prepare report on fundraising plan, to present at February BOD meeting	Mr. Pena, Mr. Housel	8 Dec. 10	OPEN
A11-1	Provide edits and corrections for Dec. 8, 2010 BOD mtg. minutes	Mr. Mullen	26 Jan. 11	CLOSED
A11-2	Provide notes/ input to BOD Secretary for preparation of 1/26/11 BOD meeting minutes	ALL	26 Jan. 11	CLOSED

Action Identifier:	Action:	Responsibility:	Date:	Status/ Update
A11-3	All BOD members not already photographed to have their portraits taken for FPA Board section	Mr. Selim Mr. Porzio	26 Jan. 11 29 June 11	OPEN
A11-4	Update on Nat Albright's progress in acquiring a van for FPA promotional activities	Mr. Selim Mr. Mullen	26 Jan. 11 29 June 11	OPEN
A11-5	FPA financial committee to meet with Dan Burdette on March 13 th , 1:00 pm	Mr. Selim Mr. Mullen Mr. Giarrusso Mr. Southworth Mr. Ruddell	23 Feb. 11	CLOSED
A11-6	Follow up with consultants and get bids for services	Ms. Pointer Mr. Housel	23 Feb. 11	OPEN
A11-7	Brainstorm and prepare list for producer self help and promotion, possible workshop?	Staff/ Ms. Shah/Mr. Giarrusso	30 March 11	OPEN
A11-8	Conference call Sunday 4/3/11 at 3:00 pm re: Membership Benefits program	Mr. Ruddell/Mr. Pena/Ms. Pointer/Mr. Housel/Mr. Southworth/	30 March 11	CLOSED

Action Identifier:	Action:	Responsibility:	Date:	Status/ Update
		Mr. Giarrusso		
A11-9	Review/revise wording in the Operations Manual regarding use of the facilities by government agencies or private organizations	Mr. Giarrusso	31 Aug. 11	OPEN
A11-10	Review proposals from consultants, report out in October	Mr. Housel	31 August 11	OPEN
A11-11	Draft comments for FCC rulemaking proceeding re: mandating program title and description to be included for all content providers by cable providers	Mr. Giarrusso / Ms. Pointer	31 August 11	TABLED Oct. 26, 2011 (to be revisited as needed)
A11-12	Follow up on Board members' responsibilities with one-on-one Board member discussions regarding individual roles and responsibilities	Ms. Pointer	26 October 11	OPEN
A11-13	Discuss format for offsite Board meeting/preparations for brainstorming fundraising efforts and formation of a committee	Mr. Bowden/Ms. Pointer	26 October 11	OPEN
A11-14	Arrange for portraits of Board members to be taken on	Ms. Pointer/ All BOD	26 October 11	OPEN

Action Identifier:	Action:	Responsibility:	Date:	Status/ Update
	premises at FPA.	Members		
A12-01	Discuss removal of "at your own risk" signs with outside counsel.	Mr. Pena/ Mr. Lawrence	25 January 12	OPEN
A12-2	Discussion of retirement planning.	Ms. Pointer/ Mr. Mullen	29 February 12	OPEN
A12-3	Resumes for candidates to fill open Board position by April 18, 2012	All FPA Staff and BOD members/ Ms. Pointer	28 March 12	OPEN
A12-4	Review and comment on strategic plan	All FPA BOD members/ Ms. Pointer	28 March 12	OPEN
A12-5	Budget for new staff member	Mr. Housel/ Mr. Mullen	28 March 12	OPEN
A12-6	Skill sets and recommendations for staff PR/Communications/ Marketing position	Mr. Erausquin/ Mr. Ferguson To BOD	28 March 12	OPEN
A12-7	Review and comment on strategic plan	All FPA BOD members/	28 March 12	OPEN

Action Identifier:	Action:	Responsibility:	Date:	Status/ Update
		Ms. Pointer		
A12-8	Begin planning for annual membership recognition event	Mr. Bowden/ Ms. Graves	28 March 12	OPEN