

FPA Board Meeting Minutes

November 28, 2012

Open meeting: 7:15 pm

Attendance:

BOD:

- Jim Housel
- Bob Giarrusso
- Jim Southworth
- Georgia Graves
- Steve Mullen

FPA:

- Chuck Pena
- Jay Erausquin
- Daniel Olewine
- Maryam Shah

Guests:

- none

FPA BOD Officer Activities:

- Vice President: Bob Giarrusso-
 - Call meeting to order at 7:15 pm. Quorum at 8:05
 - Mr. Giarrusso thanked the Board and the staff for attending the Dulles 50th Anniversary Gala, and took minutes for this meeting.
 - Mr. Pena noted that both President Ayme Pointer and Secretary Todd McCallister would not be available this evening because of work conflicts. He also observed that Mr. Burke was teaching a class, and would not be able to attend this evening's meeting.
 - He also noted Rocio Lopez left early today because of illness, and would not be in attendance this evening.
 - Mr. Giarrusso reiterated Ms. Pointer's request for the Board to verify their bios for the website and update them as needed, and asked Mr. Erausquin to provide any necessary additional business cards

- Conflicts of interest: none
- Mr. Giarrusso asked everyone to adhere to the Board's voluntary code of conduct.
- The Board passed on accepting the minutes for the BOD meeting, until there was a quorum.
- Mr. Housel commended Ms. Graves for leading the Board in its participation in the Dulles 50th Anniversary Gala.
- The agenda for November BOD meeting was accepted.
- Mr. Southworth asked for the Board to consider whether the Board would consider combining the December and January meetings. He noted that the week of the inaugural (Jan 20th-27th) would be difficult to schedule.
- Mr. Giarrusso pointed out that Mr. Mullen was supposed to present the Board's retirement plan to the Board and staff.
- Mr. Pena verified that the January meeting is scheduled for Wednesday, January 30th.
- The Board agreed to discuss this when Mr. Mullen arrived.
- Mr. Southworth asked when the bi-yearly hiatus would occur. Mr. Olewine stated that would take place between January 7-11, 2013.

FPA Executive Director's Activities:

- Executive Director's Report: Chuck Pena-
 - Mr. Pena noted that Verizon has begun taking FPA channel signals directly from master control, and will no longer need to interconnect through Cox's equipment.
 - Mr. Pena stated that he has not been able to ascertain the arrangements that allowed FPA to use space in the James Lee Community Center.
 - He has also spoken to the Angelika Center about a cross-promotional discussion with them regarding FPA participation in Black History Month, using public domain films shown in the theaters and on FPA channels. Ms. Mouledaux is handling on behalf
 - Mr. Pena observed that Tammy Baldwin (D- WI) was elected to the US Senate, and stated that he will work with Lisa Clarke to reach out to local elected leaders (Congressman Wolf, Congressman Connolly, and Sen. Kaine) and invite them to FPA, on a day when the staff can properly show them around, and demonstrate the range of services at FPA's disposal.

- Engineering Report: Dan Olewine
 - Mr. Olewine attended the Government Video Expo, and witnessed the JVC GYHM600U camera, which he hopes we can use to replace the DVC Pro cameras currently being used in the field. He observed that standard definition cameras are not being made any more, so we will need to upgrade. He intends to purchase full kits with tripods, 3 or 4 depending on pricing. Mr. Olewine stated that the cameras themselves are approximately \$ 4K each. He said it's a more professional and more robust camera that we are currently using, but that some members have the skills to use these.
 - Mr. Housel asked about the open items on the red card report.
 - Mr. Olewine stated that the majority of these items have come up in the last 30 days. He stated that there is a functional dub deck in Dub Suite A, but the original deck has not been permanently repaired yet.
 - Mr. Housel suggested that engineering notes that the non-working deck and that a back-up is available, so the members are aware that the dub suite is still operational.
 - Mr. Southworth stated that many producers are coming to Inside Scoop to see demonstrations of Skype technology.
 - Mr. Southworth noted that it was easier to show in Studios A and B.
 - Mr. Olewine noted that Ms. Clarke had also provided training on Skype technology during the summer.
 - It was suggested that the number of producers is limited to no more than 2 or 3 additional producers/volunteers during an actual production.
 - Mr. Giarrusso engaged Mr. Erausquin and Ms. Shah in developing a routine or process for transitioning new members to become skilled producers, and will meet with them.

- Outreach and Development Report: Jerry Ferguson
 - Mr. Ferguson stated that he is videotaping and editing several events in the community, and to see the October Staff Report for details.

- Training Report: Jay Erausquin-
 - Mr. Erausquin said that he has completed scheduling for next semesters. The big changes are that we are no longer teaching Final Cut Pro, and replacing it with Avid and Adobe premiere.

- A new trainer, Robert Brown from NOVA, has accepted and will teach the computer- based classes. He has experience in post- production courses at NOVA.
- Mr. Erasquin anticipates that Mr. Brown may suggest other qualified instructors from NOVA, and that staff members are still given preference for teaching courses in which they are certified.
- Programming Report: Maryam Shah-
 - See the November staff report.
 - Ms. Shah stated that she is confident we will exceed last year's original programming hours.
- Financial Report: Steve Mullen-
 - As Mr. Mullen arrived to present the monthly financial report in Ms. Lopez' stead, he was surmised of the prior discussions before he joined, the Board discussed the motion to combine the December and January Board Meetings.
 - Mr. Southworth moved the Board to accept combining the meetings for December 2012 and January 2013, Mr. Housel seconded.
 - After a brief discussion, the motion passed unanimously. Mr. Mullen agreed to have the presentation to the Board by or before January 21st, so everyone has time to review the plan.
 - He stated that he is confident that the financing is there for the plan, but wanted to meet with all FPA staff to get their input on the plan, before going forward. Mr. Pena will coordinate a date when everyone will be present to discuss this. Mr. Mullen will have an additional session to discuss with any other staff that were unable to attend the first meeting.
 - She stated that revenues from Cox were approximately the same as last year, Verizon revenues were up \$191 K.
 - Mr. Mullen noted that Cox income for the third and fourth quarters was down slightly, and that FPA is expecting the 2nd quarter payment for 2013 in January or early February.
 - Mr. Mullen also observed that income from Verizon FiOS is up \$ 133K from last year.
 - Because the accrual is calculated differently now, FPA should be able to predict revenues more accurately going forward.
 - He noted that FPA's overall revenues from July 1 through Oct 31 of 2012 are up.

- Mr. Mullen noted that FPA has paid down the mortgage commitments to the building, by using cash and cash equivalents by over \$1,000,000 in FY 2012.
- Because of our financial planning, the mortgage will be reduced an additional \$ 71,000 per year going forward.
- Mr. Southworth and Mr. Mullen both commented that this is a good time to take advantage of market conditions and interest rates to make additional strategic investments.

FPA BOD Director's Activities:

- Director of Finances: Steve Mullen-
 - Mr. Mullen stated that we paid down the mortgage on FPA facility by approximately \$ 975 K, using revenues accrued in the non-cable account.
 - He noted that given the return on investments currently available, there are few options that yield anything worthwhile.
 - Mr. Mullen stated that he will contact Mr. Kendall to discuss investment alternatives. He hopes to have a meeting with him by December.
 - Mr. Housel asked Mr. Mullen about the status of the retirement plan. Mr. Mullen stated that he will summarize the three plans and present the options so that employees can review them and choose their preferences.
 - The Board agreed that the retirement plan should take precedence over investment planning, and Mr. Mullen stated that he would concentrate his efforts to have a plan ready to present by the December board meeting.

- Director of Special Events: Georgia Graves-
 - Ms. Graves noted that most of the events coming up in the next month are holiday parties, and other political events.
 - She will send the Board an email of upcoming events for February and March.
 - Mr. Giarrusso suggested that Mrs. Graves look at media events that FPA could participate in that would enhance FPA's visibility in the community and among professionals in the industry.

- Director of Internal Affairs & Operations Committee Liaison: Jim Housel-
 - Mr. Housel had no report.

- He stated that the Operations Committee will next meet in December or January.
- Technology Report: Jim Southworth-
 - Mr. Southworth suggested honoring the late jim Flynn, a longtime FPA member and producer, with a special show.
 - Mr. Ruddell's already acquired a plaque for the station honoring Mr. Flynn's many contributions to the station.
 - Mr. Southworth and Mr. Olewine discussed the applications of Skype, with Mr. Olewine noting that some calling features are "pay for play."
 - Mr. Olewine noted that he was doing some testing in Studio C this week, and observed that the internet was slower than usual because all 3 studios were using Skype simultaneously.
 - He stated that he was also looking at ways of accessing greater bandwidth, and he is exploring alternatives that would allow us to stream to more viewers over the internet, and use other applications without slowing down network speed.
- President: Ayme Pointer-
 - Ms. Pointer was out of town and could not attend this meeting.
- Secretary: Todd McAllister-
 - Mr. McAllister out of town and could not attend this meeting.
- Vice President & Director of Membership: Bob Giarrusso-
 - Mr. Giarrusso discussed the training program that Ms. Pointer provided in an email earlier this week.
 - There was an extensive discussion regarding how training may be suggested by and between staff members.
 - Mr. Giarrusso suggested that training should be available for part-time staff, as well.
 - Mr. Southworth suggested that instructors are also given training. Mr. Mullen noted that as independent contractors, they would not be eligible.
 - Mr. Erasquin suggested Fairfax County Public Schools Adult Community Education (ACE) offers several management classes that could be appropriate.
 - Ms. Graves made a motion to amend and increase the amount of staff training available for each non-managerial employee to \$1,000.00 each

year, and to include an option for part time staff to request up to \$ 500.00 each year for training. Mr. Giarrusso seconded.

- The amounts of \$ 1,500.00 per manager and \$ 2,500.00 for the Executive Director were unchanged.
- Ms. Graves Also moved for an additional \$ 5,000.00 to be set aside in FY 2013 for training. The total training amount in the FY 2013 budget was approved to increase
- Mr. Housel and Mr. Mullen also discussed preparing some footage to highlight some of his shows and many contributions to FPA.
- OLD BUSINESS: Bob Giarrusso-
 - Mr. Giarrusso observed no old business.
- NEW BUSINESS: Bob Giarrusso-
 - There was also no new business.

Open Meeting over at 9:44 PM

Adjourn meeting: 9:44 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. Pena, Mr. Olewine, Mr. Ruddell, and Ms. Pointer in on that when it can happen.	Mr. Southworth	26 Oct. 10	OPEN
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	OPEN

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/ Update</i>
			Feb. 11	
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	CLOSED
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
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

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/ Update</i>
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/ Mr. Giarrusso	30 March 11	CLOSED
A11-9	Review/revise wording in the Operations Manual regarding use of the facilities by government agencies or private	Mr. Giarrusso	31 Aug. 11	OPEN

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/ Update</i>
	organizations			
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	CLOSED
A11-14	Arrange for portraits of Board members to be taken on premises at FPA.	Ms. Pointer/ All BOD Members	26 October 11	OPEN
A12-01	Discuss removal of "at your own risk" signs with outside counsel.	Mr. Pena/ Mr. Lawrence	25 January 12	OPEN

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/ Update</i>
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	CLOSED
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	Begin planning for annual membership recognition event	Mr. Bowden/ Ms. Graves	28 March 12	OPEN
A12-8	Present the FPA retirement savings plan to the Board for the December 2012 meeting- Changed to January 2013 meeting, Mr. Mullen to provide info to Board 10 days prior to meeting	Mr. Mullen	24 October 12	OPEN

<i>Action Identifier:</i>	<i>Action:</i>	<i>Responsibility:</i>	<i>Date:</i>	<i>Status/ Update</i>