

FPA BoD Meeting Minutes -- October 28, 2016
Taken by Danny Olewine
Revised by Steve Mullen

Board Members Present:

Jim Housel
Jim Southworth
Ruth Bennett
Georgia Graves
John Henkel (Via Phone)
Kevin McFarland
Ingrid Parris-Hicklin
Steve Mullen

Staff Present:

Chuck Pena
Steve Ruddell
Jay Erausquin
Maryam Shah
Lisa Clarke
Daniel Olewine
Rocio Lopez

Members Present:

Martin Dale
Diana Watkins (LWV)
Stephen Watkins
Ahmed Selim
Abdiel Happy Garcia
Mady Garcia
Kenneth Freelain

Jim Housel called the meeting to order. He offered his congratulations to Ingrid on her election and Georgia on her re-election. Reminded all of code of conduct and to conduct board business at meetings and to treat each other with respect and dignity. Call for conflicts of interest, none heard.

Jim extended thanks to staff for a smooth annual member meeting.

Jim Southworth spoke regarding the appreciation from Jim Girardi's family with the turn out from FPA to Jim's funeral services.

Ruth Bennett offered an accolade to Ingrid Parris-Hicklin for her work on the FPA career announcement email list, which was recently re-started.

Kevin McFarland moved to approve the agenda.

Jim Southworth seconded the motion. The motion passed.

Jim Housel noted that the August minutes are not ready, but would be ready upon review by Ruth Bennett.

Maryam Shah reported that the July minutes had not yet been approved. **Kevin McFarland moved to approve July minutes. Georgia Graves seconded the motion. The motion passed.**

Board-Appointed Board Position:

Kevin McFarland moved to nominate Jim Housel for the Board-Appointed Board Position; Jim Southworth seconded. Georgia Graves called the vote. Jim Housel abstained from voting. Motion Carried.

Election of Board Officers for the coming year:

Georgia Graves nominated Jim Housel for President. Jim Southworth seconded. Jim Housel accepted. Georgia Graves called the vote. Motion Carried with Jim Housel abstaining.

Steve Mullen nominated Georgia Graves for Vice President. Kevin McFarland seconded. Georgia accepted. Motion Carried.

Kevin McFarland nominated Steve Mullen for Treasurer. Georgia Graves seconded. Steve accepted. Motion Carried.

Georgia Graves nominated Ingrid for Secretary. Ingrid declined because it is her first year. **Steve Mullen nominated Ruth Bennett. Georgia Graves seconded.** Steve has agreed that he would be responsible for the minutes of the Board of Directors meeting. Jim Housel noted that board members taking minutes is distracting from their participation in the meeting, and noted that the secretary is not required to take minutes. Jim proposes considering using a staff member or hiring an outside party to take minutes.

Jim Southworth noted that the secretary position is very important. Jim Housel added it is one of two required officer positions for a corporation in the Commonwealth of Virginia.

Ruth Bennett commented that she plans to work closely with whoever takes meeting minutes.

A vote was called and the motion passed.

Kenneth Freelain was not present to discuss his member issue when called.

Chuck introduced Lisa Clarke, Director of Staff Productions, to discuss the planned VTR phase-out process. In her presentation to the board, Lisa advised that members were alerted in July 2016 about proposed changes to VTR tape capability. Seminars were held in July and August 2016 to inform members about HD capability, which involved use of the new DSS System to record programs in HD. Joe Marrero is teaching Lightworks editing software classes, especially for Live-to-Tape producers who currently use both tape decks for their shows. Lisa expressed concerns about tape machines failing, which is driving the current timeline. Ruth Bennett advised that members had approached her to suggest leaving a VTR1 tape deck in at least one control room to allow producers to continue their productions using two tape decks. Danny Olewine addressed engineering concerns about leaving VTR 1 in the control room after the DSS System is operational. Danny advised it is possible but would present engineering challenges. Ruth requested that Engineering Staff explore the capability to leave both VTRs in one Control Room. Considerable discussion followed.

Mr Selim noted that he would like to have someone from staff available in the control room to assist. Lisa Clarke replied that ER staff are available to assist and can stand in the control room with producers to ensure they are successful. Additional transition time was suggested. This matter was left open as an action item for Ruth, Danny, Joe, and Lisa to work on.

Chuck passed out updated Board of Directors contact information for members to review.

Chuck presented two action items:

Action Item 1 - To allow FPA staff to suspend the privilege of a member to use production equipment and facilities when the member owes FPA funds and is 90 days past due. They will remain members and retain the ability to vote.

Ruth Bennett moved to approve Action Item 1.

Jim Southworth seconded the motion.

The motion passed.

Action Item 2 - Maryam has requested changes to the operations manual to reflect updated technical standards.

Maryam reviewed the changes, and noted one non-technical change to change reservation times in WRLD from 4 to 3 hours, to allow for greater use of the space by radio producers, as well as correcting a typo to allow radio producers only 1 hour time slot per week.

Steve Mullen asked about the reference to headers required for tape programs. Maryam clarified that when putting multiple episodes on one tape, the full header of 60 seconds of tone, 10 seconds of black, and 10 seconds of slate must be included between episodes. Maryam advised she would revise the reference in the action item to clarify its meaning.

Steve Mullen noted that in the past we have had a 30-day buffer between operations manual changes being presented to the board and board action to vote on them. Maryam commented

that making these changes will go hand in hand with the technical changes and should be made by January.

This action item was tabled until the next meeting.

Chuck continued with his report. He noted that FPA's trademarks have been renewed.

The remainder of the report was presented as written in the staff report to the Board.

Kenneth Freelain presented his proposal:

He is the host of International Definition. The Engineering Tribute to the Presidential Inauguration has been a recurring topic on his show for 20 years after every election. Topics have included infrastructure, communications, and other topics. He is inviting FPA to participate in the tribute of January 2017. He suggests a panel of speakers from FPA to discuss the advantages of converting from SD to HD. He notes that he is available for the next few weeks to answer questions.

Jim Housel asked where this event takes place. Ken replied that it changes location, but last year the event occurred at Montgomery Community Media in Rockville, MD. The event last year featured representatives from both Clean Energy Action, who came from Colorado, and the city gov't of McCallan, Texas who presented information on a bridge they constructed. A computer engineer discussed the exploration of space, and the president of the American Society of Civil Engineers was also featured in the event. The event was produced into a series of thirteen shows.

Jim Housel and Georgia Graves asked about the format and how it relates to the inauguration. Kenneth replied that it occurs 3-4 days after the inauguration to permit people who have visited for the inauguration to participate. It would be a production that Kenneth produces during a three-hour studio reservation. He is requesting a FPA board or staff member to participate in the panel, as well as representatives from Cox, Verizon, and other broadcasters.

Jim Housel assigned it to Jim Southworth as an action item to follow up with Ken on how the board can help Ken accomplish his goal.

Member Martin Dale asked Chuck if the member seminars could be held on the weekend. Chuck replied that the studios are generally less available during the weekends and attempts had been made to schedule the events on the weekend.

Steve Ruddell presented his report as written, including 2017 meeting dates:

-January 25th

-February 22nd

-March 29th (5th Wednesday)

-April 26th

-May 31st (5th Wednesday)

-June 28th

Danny presented his report as written as well as reporting on the Operations Committee purchases totaling \$261,512.32.

Jay presented his report as written and noted that the ongoing equipment upgrades will require him to modify his current classes and offer new update and refresher classes.

Maryam presented her report as written.

Chuck noted that the League of Women Voters (LWV) completed a mandated re-count of the votes from the last election, and the totals were as follows:

Ingrid Parris-Hicklin: 72

Georgia Graves: 65

Gail Ruf: 25

Rocio Lopez presented the financial report as written.

Rocio also noted that she will be working with the staff on the Operations Committee budget to make the purchases with the cash flow in mind.

Jim Housel asked about the status of staff training. Maryam reported that her department is using the Lynda.com service. Rocio reported that the ADP training has been helpful for groups, rather than individual training. Staff are also encouraged to complete individual training.

Steve Mullen reported that the audit fieldwork is normally done at this time of the year, and he is working with our Auditor to start work in November. The new accounting software continues to be a work in progress. There are some report anomalies and Rocio is working on them with the software vendor and progress is being made. He notes that the auditor is happy with the new system. Rocio adds that the issues being seen are only on the reporting side of the application, and the resolution is simple, but has been time consuming. Because QuickBooks was used for the first several months of the fiscal year, it is being saved, but is no longer being used.

Kevin presented investment numbers:

Total Combined Balance: \$3,354,783

Acct ending in 1839

Balance - \$2,119,000

Return since Feb 14 - 5.95%

2016 YTD Return - 2.64%

Acct ending in 840

Balance - \$1,235,783.58
Return since Feb 14 - 6.88%
2016 YTD Return - 2.65%

Total return both combined \$184,867
Projected annual income combined \$67,000

Georgia returned to the discussion of FPA's participate at the 50th anniversary of the Committee of Dulles event. Table sponsorship was discussed at \$2500. At this cost, the Executive Committee of Committee for Dulles agreed to consider FPA as a silver sponsor (\$5000 value), as well as free membership until end of 2017. They will also list FPA in every form of media until end of 2017. They will also extend 1 seat to FPA for every luncheon. In return, FPA will provide Committee of Dulles with four video productions at a cost to Committee for Dulles of \$2000. Georgia noted that Sharon Bulova plans to attend the event, as well as additional area elected officials. Georgia also noted that this sponsorship will expose FPA to businesses that may decide to sponsor FPA and our programs such as the George Mason University class partnership.

Jim Housel noted that this seemed like a good proposal for FPA. He noted that the \$2500 expense benefits the organization as a whole. He asked Georgia how the members benefit. He also asked if we were in any way committed to move forward with the purchase. Georgia replied that Dulles Airport is critical to the growth of the region, and FPA's involvement keeps us in sync with that community.

Kevin noted that this is platinum exposure for FPA. He commented that exposure and building a brand for FPA is important. FPA has two great sources of income, but he believes that FPA may be facing a possible decrease in revenue in the future due to the millennial generation unsubscribing from cable, and FPA will require corporate sponsors. This event exposes us to those potential sponsors.

Georgia continued that this event connects us directly with local businesses that may not be familiar with FPA and our services, and may engage with FPA as a production customer. Jim Southworth noted that he was concerned with the previous proposal that we were not getting a bang for our buck, however he is in support of the deal being proposed now. He feels 180 degrees from how he felt before. Ruth expressed that she shared Jim's feelings. She had concerns before, but is now in support after Georgia renegotiated the proposal.

Ingrid shared that she produces her program with the assistance of underwriters, and making connections with businesses is difficult. She noted that it is the responsibility of all Board members to use these opportunities wisely and represent FPA well to help foster those relationships. She also noted the importance of following-up with those contacts made.

Steve Mullen noted that he is happy that FPA will be receiving \$2000 for video production services as part of this proposal. He noted that some members were concerned that FPA was

going to the far end of the county for this event, but that many Fairfax County elected officials and business people will be participating in this event.

Ruth suggested tracking what opportunities arise from this event.

Jim Southworth moved to approve the \$2500 for the event

Steve Mullen seconded.

The motion carried with 1 abstention from Georgia Graves.

Jim Housel mentioned to Ingrid that she might be interested in the Board of Director position of Director of Promotional Development. It is the position formerly performed by Rich Massabny, whose term ended in September 2016. Ingrid indicated she would be happy to assume this important board role.

Jim Southworth reported that a friend reported that FPA programming is visible on Verizon FiOS Channel 10 in Prince William County. He asked Chuck why we are not receiving PEG revenue from areas outside Fairfax County where FPA channels are visible. Chuck replied that we would have to change the FCAC Articles of Incorporation, which is very difficult. He noted that FiOS carries certain FPA channels in various areas outside Fairfax County, including Washington DC.

Jim Housel suggested deferring discussion of this item to new business at the next meeting.

John Henkel reported that he continues to work with staff on ADP matters.

Ruth Bennett noted that she has been working with Chuck on an upcoming member meeting.

Jim Housel asked about unfinished business. Georgia asked if she should work on the Christmas party. Chuck noted that staff has been concerned about participation at the Board Christmas party due to it's location far from FPA. Chuck suggested investigating a venue closer to FPA to increase staff participation. Maryam also suggested holding the party on a night that would maximize staff participation.

Jim Housel entertained a motion to adjourn.

Georgia Graves moved to adjourn.

Steve Mullen seconded.

The motion carried.