

# FPA BoD Minutes - 10/30/2019 @ 7:13pm

Minutes taken by Genevieve Llamas on behalf of the Board Secretary on 10/30/2019

Minutes approved by the board on Dec. 4, 2019

Attendance	
Members of the Board in Attendance	<ul style="list-style-type: none"> <li>-Jim Housel (President)</li> <li>-Kevin McFarland (Vice President)</li> <li>-Steve Mullen (Treasurer)</li> <li>-Isaac Asare (Secretary)</li> <li>-Ingrid Parris-Hicklin</li> <li>-Ruth Bennett</li> <li>-Mary Gillam</li> <li>-Reggie Marston - <i>electronic participation</i></li> <li>-Gayle Yiotis</li> </ul>
Staff in Attendance	<ul style="list-style-type: none"> <li>-Chuck Peña</li> <li>-Alexander Pierson</li> <li>-Jay Erasquin</li> <li>-Maryam Shah</li> <li>-Rocio Lopez</li> </ul>
Members in Attendance	<ul style="list-style-type: none"> <li>-Ben Zuhl</li> <li>-Martin Dale</li> <li>-Happy Garcia</li> <li>-Hurriyet Ok</li> </ul>

Meeting Open		
Call to order at 7:13pm	Jim Housel (President)	<ul style="list-style-type: none"> <li>-Jim Housel is president and director until replaced.</li> <li>-Reminder of the Code of Conduct</li> <li>-Acknowledgement of the Conflict of Interest policy</li> <li>-Accolades and acknowledgements:               <ul style="list-style-type: none"> <li>● Chuck: Thank you to everyone who helped with the Member Meeting, particularly FPA staff.</li> <li>● Ruth: Thank you to everyone who helped with the Member Meeting.</li> <li>● Ingrid: Thanks to FPA staff. I interviewed 3-star general Stacey Harris. We had some</li> </ul> </li> </ul>

		<p>hiccups, but staff resolved the technical issues. Everyone was welcoming and fantastic.</p> <ul style="list-style-type: none"> <li>• Steve: Sam Rogers helped resolve issues with a production of “Sports Scope.”</li> <li>• Mary: Thank you to Jim for all your hard work and professionalism. Thanks for keeping us all together.</li> <li>• Isaac: Thanks to Danny Olewine for serving in the Engineering department.</li> </ul>
Meeting Agenda	Jim Housel (President)	<b>-A motion to approve the meeting agenda is made by Mary and seconded by Kevin. The motion carries.</b>
Approval of the Minutes from 8/28/2019	Isaac Asare (Secretary)	<b>-A motion to approve the August 2019 minutes is made by Steve and seconded by Ruth. The motion carries.</b>

Election	
Open board member position	<p>-Ruth nominates Hurriyet Ok for the vacant board position - Mr. Ok has been on my member committee since I started it. He would bring many things to the board such as diversity, international perspective, IT and cybersecurity knowledge, academic perspective, and a corporate background. Mr. Ok has a show, which is the longest-running Turkish TV program in the U.S.</p> <ul style="list-style-type: none"> <li>• Steve seconds the nomination for Mr. Ok -I am impressed with the IT and cybersecurity aspects of Mr. Ok’s background, and he is a longstanding producer.</li> </ul> <p>-Jim: Usually, we call for a nomination, and everyone brings forth a nomination. Then we organize a meet-and-greet with the nominees.</p> <p>-Ingrid feels that all board members should have the opportunity to present a candidate, and we should keep with the practice that we have been doing.</p> <ul style="list-style-type: none"> <li>• Kevin agrees with Ingrid. We should table nominations and give a chance to the rest of the directors to put forth possible candidates.</li> </ul>

	<ul style="list-style-type: none"> <li>● Jim: I can table this until after the election of officers.</li> <li>● Isaac: Are there other candidates whom the board members can put forward?</li> <li>● Ruth: I did nominate him. So, we do have to do something, don't we?</li> <li>● Jim: I can table this, either for during or later in the meeting which I'm inclined to do at this point.</li> <li>● Isaac: So what is the reason to table it?</li> <li>● Jim: That's the chair's prerogative. The chair has the prerogative I understand. It's not being tabled until the next meeting. At least I'm not. I'm only tabling until after the officer election.</li> <li>● Mary: It may be beneficial to refer to Robert's Rules.</li> </ul> <p>-Jim: I'm tabling the appointment of the director until after I am out of office and then it will be up to the new president to decide what to do.</p> <p>Any objections?</p> <ul style="list-style-type: none"> <li>● Ruth objects.</li> </ul> <p>-Chuck: Jim's statement that we are not required to elect a director now may conflict with the bylaws. I believe that the requirement to elect a director is on the same level as electing officers. It is to be done at the October meeting, or as soon as practicable. We can delay either election.</p> <p>-Isaac: According to Robert's Rules, if something is seconded, it should be open to discussion and brought to a vote.</p>
Office of President	<p>-Kevin nominates Ingrid for President - I have been very impressed with her experience as an executive of the Fairfax government. She has the leadership, diplomatic, and managerial skills that it takes to be president. She has the time available which will be crucial particularly for the matters at hand. She is a great representative, a huge promoter of FPA, and highly respected in the community.</p> <ul style="list-style-type: none"> <li>● Mary seconds the nomination for Ingrid.</li> </ul> <p>-Steve nominates Isaac for President. Secretary work is a lot of work and sacrifice, and Isaac has done an exceptionally good job. He is the technology director,</p>

	<p>and works closely with the Engineering department. He has been the president of the Radio Guild, and has worked closely with Chuck.</p> <p>-Remarks:</p> <ul style="list-style-type: none"> <li>• Ingrid: I have been president of many organizations. My heart is in what we do at FPA. A word I believe in is “team” - we have to function as a team. For FPA, I attend events, put together partnerships, bring new members, bring diverse content, serve as a mentor, help network, and send out job announcements.</li> <li>• Isaac: It is important that we have a neutral president who puts the members and organization first.</li> <li>• The voting was done by secret ballot.</li> </ul> <p><b>-Ingrid Parris-Hicklin is President.</b></p>
Office of Vice President	<p>-Mary nominates Isaac for Vice President.</p> <p>-Kevin seconds the nomination for Isaac.</p> <p><b>-Isaac Asare is Vice President.</b></p>
Office of Secretary	<p>-Steve nominates Gayle for Secretary. She is very good on her program.</p> <p><b>-Gayle Yiotis is Secretary.</b></p>
Office of Treasurer	<p>-Kevin nominates Steve for Treasurer. He has a wealth of experience and is great at being Treasurer.</p> <p>-Mary nominates Steve.</p> <p><b>-Steve Mullen is Treasurer.</b></p>

Member Requested Discussion	
Happy Garcia	<p>-Last week, I was notified that the policies and procedures were changed. What is the policy for notifying the membership? Historically, changes occur during April, but these changes happened during August.</p> <p>-Chuck: The rules change at the board’s discretion. Lisa Clarke has taken on the role of revising the operations manual. The manual is always available on the website. It could be a good policy in the future to notify members via email.</p> <p>-Ingrid: Could we hold an information session to discuss the changes made? We owe it to the members to let them know.</p>

	<p>-Chuck: Some of those changes are so extensive. It might be easier to distinguish between old and new regulations.</p> <p>-Ingrid (to Mr. Garcia): Give us a chance to explore how we can assist you with this.</p> <p>-Ruth: Perhaps we can discuss the policies and procedures at a member meeting, and distribute the most updated version.</p>
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**Staff Reports**

Executive Director	Chuck Peña	<p>-We will receive a special payment of \$66,000 from Cox Communications as a result of a settlement agreement between the county government and Cox for the audit period from July 1, 2014 through June 30, 2017. Cox had already made a payment to FPA for this audit period in the amount of \$71,878, in order to reduce interest charges owed to FPA. As such the total Cox special payments for the audit period July 1, 2014 through June 30, 2017 was \$137,878. In order for this payment to go forward, Northern Virginia Community College, GMU, the county, and FPA had to sign off on the settlement agreement. Daniel Olewine's last day of work was October 15. Alexander Pierson will serve as acting chief engineer.</p> <p>-On September 24th, the Fairfax County Board of Supervisors held a public hearing on a new cable ordinance. They moved forward in adopting the new cable regulation unanimously.</p> <p>-On September 24th, the Fairfax County Board of Supervisors approved of Fairfax County being a party in the lawsuit against the FCC offset rule.</p> <p>-The National Association of Telecommunications Officers and Advisors (NATOA) filed a request of the FCC to stay the effective date that the offset rule go into effect. The FCC has still not made a decision.</p> <p>-On September 24th, Fairfax County Government held a public hearing to consider modifications to the Merrifield Suburban Center plan amendment (SSPA 2018-I-1MS). The motion to adopt the plan</p>
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		<p>amendment passed unanimously. The action included plan amendments for the Inova Center for Personalized Health and Fairview Park North. The Fairview Park North amendments call for mixed use (residential/retail/office) development. I am encouraged by this move. I would like to see our property zoned for mixed use development in preparation for a future sale.</p> <p>-On October 1st, a three-judge panel of the U.S. Court of Appeals for D.C. let stand the FCC’s repeal of net neutrality; however, the panel did strike down the FCC rule prohibiting States from adopting their own net neutrality rules (which California has already done). The court decision is predicted to result in a patchwork of individual States rules regarding net neutrality. Such a situation could likely prompt Congressional action to create national legislation on net neutrality.</p> <p>-Under the strategic plan, we should provide a whistleblower policy. I am providing the Board with my proposed whistleblower policy. Perhaps we can vote on it at the upcoming January board meeting.</p> <p>-In August, I mentioned that we would do special programming for Hispanic Heritage Month. We have been showing Spanish-language classic movies based on literary works (these movies received very positive response from the Fairfax County Public School Board) along with documentaries of Hispanic art and artists.</p>
Operations	Rocio Lopez (speaking on behalf of Steve Ruddell)	<p>-Steve would like to approve the dates for future board meetings.</p> <p>-Steve M: May 20th is a move-forward date. That is budget time, and I am part of the Appalachian House Build during the last Wednesday of May.</p> <p>-Ingrid: The agreement to move forward with these dates is unanimous.</p>
Engineering	Alexander Pierson	<p>-Thank you to Danny for being an excellent mentor for the last five years.</p>

Training	Jay Erasquin	<ul style="list-style-type: none"> <li>-We will have our membership appreciation party on November 22nd, which is also our last Friday Night Live. We will take a break from FNL.</li> <li>-We will have two mentorship programs, one for radio producers and one for TV producers. We will also offer free workshops.</li> <li>-The schedule for next semester should be available in two weeks.</li> </ul>
Programming	Maryam Shah	<ul style="list-style-type: none"> <li>-The 2019 holiday party will take place on Friday, December 6th at 7pm at Matchbox.</li> </ul>
Office Manager	Rocio Lopez	<ul style="list-style-type: none"> <li>-For financials, we always report one month prior. This report is as of September 2019.</li> <li>-Since this is the end of the first quarter, we have the comparison budget. The comparison budget is about 25%.</li> <li>-Cox total income is up \$542 from last year. The first quarter payment of FY20 will arrive in early November.</li> <li>-Verizon total income is down \$8k from last year. The first quarter payment of FY20 will arrive in early November.</li> <li>-Other/Interest/Dividend income is up \$13k due to the additional deposits to the Cash Management accounts.</li> <li>-Facilities Expense is down \$5k from last year due to fewer expenses in the Engineering department.</li> <li>-Office Operations Expense is down \$5k from last year due to reduced expenses this year for virtual sets for Studio C and general operations.</li> <li>-Professional Services is down \$17k from last year due to reduced payments made to Dan Burnett for additional services provided.</li> <li>-Marketable Securities are up \$1m due to the various transfers made from Bank of America to the Edward Jones Cash Management Plan.</li> <li>-Fixed Assets: Commercial Condominium Unit is up due to repairs made to the A/C system.</li> <li>-Production Equipment is up due to ongoing projects and upgrades. Office Furniture is up due to upgrades.</li> </ul>

		<p>-Fundraising/Contributions Income: Actual is less than the expected percentage of budget amount due to the decrease in donors.</p> <p>-Underwriting Conduit Fee Income: Actual exceeds the expected percentage of budget amount due to the increase in underwriters for programs.</p> <p>-Net Training Income: Actual exceeds the expected percentage of budget amount due to higher enrollment in the Radio and TV camps.</p> <p>-Internet Subscriptions Income: Actual exceeds the expected percentage of budget amount due to surprisingly higher interest from members to sign up for internet services.</p> <p>-Most of the expenses are below percentage of budget amount, except for a few slightly higher than 25%.</p>
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<b>Director Reports</b>		
<p>Director of Finance Operation Development</p>	<p>Steve Mullen</p>	<p>-Rocio and I need to sit down together and look at the cash requirements summary. We need to know what Engineering wants to do as far as equipment and upgrades.</p> <p>-I got a letter from Edward Jones informing us that Kevin would no longer be our investment advisor on our retirement plan.</p> <ul style="list-style-type: none"> <li>● Kevin: I had to receive permission from my field supervision department. I had to receive prior approval before accepting the request for proposal for Edward Jones to do the cash management. On the retirement plan, both areas are reviewed very closely. I received a call from field supervision and they cited a concern regarding ERISA law. I had the choice of resigning from the board or resigning as financial advisor on the retirement plan. I resigned as financial advisor on the retirement plan, which was effective October 10th. The plan is handled by The</li> </ul>

		<p>Principal Group. Wilshire Financial provides the services on a fiduciary basis.</p> <ul style="list-style-type: none"> <li>• Wilshire is the organization behind the scenes that evaluates employees' investment options. We accepted their recommendations.</li> </ul>
Director of Financial Management	Kevin McFarlane	<p>-The total assets under management as of today were \$7,049,000.</p> <p>-For the account ending in 839 - The total inflows since inception are \$4,069,854. The value as of today is \$4,665,025. The total net return since inception is \$595,170 with an annualized net return of 3.81%. The account as of today for 2019 is up net 9.50%, or \$384,865.</p> <p>-For the account ending in 840 - The total inflows since inception are \$2,069,987. The value as of today is \$2,384,179. The total net return since inception is \$314,192 with an annualized net return of 4.01%. The account as of today for 2019 is up net 9.34%, or \$193,443.</p> <p>-The estimated annual income on both accounts combined as of today is \$169,000.</p>
Director of Promotional Development	Ingrid Parris-Hicklin	<p>-I sent out ten job announcements. I worked closely with Martin Dale to search for different opportunities.</p> <p>-I attended some events in September and October.</p> <p>-We agreed that FPA would be a supporting partner for the Turkey Trot 5K.</p> <p>Events Attended</p> <p>9/11-9/15/19: Congressional Black Caucus Foundation's 49th Annual Legislative Conference at the Washington Convention Center in Washington, D.C.</p> <p>10/4/19: Catholics for Housing Gala, Westfield Marriott</p> <p>10/5/19: 29th Annual Mount Vernon Slave Memorial Wreath Laying Ceremony at George Washington's Mount Vernon.</p> <p>10/6/19: Conversation with a FPA Member regarding the Telly Awards</p> <p>10/14/19: Conversation with a FPA Member regarding the Telly Awards</p> <p>10/21/19: Lunch with FLEDG at the Swiss Bakery</p>

		<p>10/25/19: MC for a Fairfax County Retirement Upcoming Events</p> <p>11/2/19: Bloomingdale's Charity Event 9AM-9PM Old Dominion Foundation, Incorporated in partnership Old Dominion (VA) Chapter, The Links, Incorporated Bloomingdale's Tyson Corner, 8100 Tyson's Corner Center, Tyson's Corner, Virginia</p> <p>11/17/19: 8 AM First annual Tysons Rotary 5K Turkey Trot. Lerner is the Host Sponsor and has designated the start and finish of the 5K certified course at the Central Park Tysons II. <a href="http://www.tysonscorner5k.com">www.tysonscorner5k.com</a> FPA is a \$500 Supporting Partner.</p>
Director of Strategic Development	Mary Gillam	<p>-Chuck talked about one of the outstanding items in the strategic plan, particularly the whistleblower policy.</p> <p>-Because we have the plan and the dates, we could look at items we are tracking as well as our progress in completing those tasks. We can post our mission, vision, and core values at FPA. We can let our FPA community know what the goals are.</p> <ul style="list-style-type: none"> <li>• Ingrid: How can we make this happen? Chuck: I will work with additional staff on how to get this done.</li> </ul> <p>Chuck: I was going to present the code of ethical conduct. I gave Maryam a copy of the strategic plan that did not have due-by dates. I did not want to post dates on the website.</p> <ul style="list-style-type: none"> <li>• Ingrid: Thank you, Chuck, for handling those critical issues. We will finalize by the end of January.</li> </ul>
Director of Radio Development	Reggie Marston	<i>-nothing to report-</i>
Director of Member Development	Ruth Bennett	<p>-We had one non-profit that completed their PSA, The Women's Center. Ryan edited the PSA. I like Ingrid's idea of having a member meeting talking about the changes in the policies and procedures manual.</p> <p>-I would like to know when we will vote on the vacant board seat.</p>

		<ul style="list-style-type: none"> <li>● Ingrid: I would like to wait until the next meeting. Let's give all board members the opportunity to suggest candidates. We can gather the CV's and meet the candidates. Resumes should be emailed within the next two weeks, by November 13th.</li> <li>● Wednesday, December 4th is the next board meeting. There will be a meet-and-greet at 5pm for the candidates, and voting will take place that day.</li> </ul>
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Meeting Close	
Unfinished Business	-none-
Add new items to next month's agenda	-none-
Confirm future meeting dates	-Future meeting(s) will take place on: <ul style="list-style-type: none"> <li>● December 4</li> </ul> <b>-A motion to adjourn is made by Kevin and seconded by Steve. The motion carries.</b> -The meeting is adjourned at 9:21pm. -Executive session to follow.