

FPA BoD Minutes - 02/28/2018 @ 7:07pm

Minutes taken by Genevieve Llamas on behalf of the Board Secretary on 02/28/2018

Minutes approved by the board on _____

Attendance	
Members of the Board	<ul style="list-style-type: none"> -Jim Housel (President) -Kevin McFarland (Vice President) -Steve Mullen (Treasurer) -Mary Gillam (Secretary) -Ingrid Parris-Hicklin -Georgia Graves -Ruth Bennett -Reggie Marston -Isaac Asare
Members of the Board in Attendance	<ul style="list-style-type: none"> -Jim Housel (President) -Kevin McFarland (Vice President) -Steve Mullen (Treasurer) -Mary Gillam (Secretary) -Ingrid Parris-Hicklin -Georgia Graves -Ruth Bennett -Isaac Asare
Staff in Attendance	<ul style="list-style-type: none"> -Chuck Pena -Steve Ruddell -Rocio Lopez -Jay Erasquin -Danny Olewine -Jerry Ferguson -Maryam Shah
Members in Attendance	<ul style="list-style-type: none"> -Abdiel Garcia

Meeting Open		
Call to order at 7:07pm	Jim Housel (President)	<ul style="list-style-type: none"> -Welcome comments -Reminder of Code of Conduct -Call for conflicts of interest <ul style="list-style-type: none"> • None -Accolades and acknowledgements: <ul style="list-style-type: none"> • Chuck gives accolades to the following people: <ul style="list-style-type: none"> ○ Mary Gillam for giving Chuck executive management training

		<ul style="list-style-type: none"> ○ Jay Erasquin and staff for the second Friday Night Live event ○ Joe Marrero for helping produce a special program with George Mason University for Women's History Month
Meeting Agenda	Jim Housel (President)	<p>-Steve M would like to add one item for executive session.</p> <p>-A motion to approve the agenda is made by Kevin and seconded by Mary. The motion carries.</p>
Approval of Minutes	Mary Gillam (Secretary)	<p>-A motion to approve the January 2018 minutes made by Steve M and seconded by Ruth. The motion carries.</p>

Discussion		
Revised Conflict of Interest policy for FPA	Benjamin Kinder David Lawrence	<p>-Benjamin: The policy is designed to clearly define what a conflict of interest is and includes steps for how to address it. If a conflict exists, the person should disclose the fact that they might have a conflict and then recuse themselves from decision-making.</p> <p>-Steve M: Dan Burnett provided specific comments related to the new conflict of interest policy.</p> <p>-Kevin recommends moving forward with the new conflict of interest policy as written by our legal counsel to ensure that the policy is legal and appropriate. Kevin makes a motion to move forward with the new conflict of interest policy. The motion is seconded by Ingrid.</p> <p>-Jim: The new policy is more robust and specific, and the policy can be amended if necessary.</p> <p>-Ingrid: A new policy with which we all agree allows us to move forward as we do new work.</p> <p>-Jim suggests that the board take time to review the new policy and then sign off on it at a later date.</p> <p>The motion to approve the new policy carries.</p>

Staff Reports		
Executive Director	Chuck Pena	<p>-Chuck passed out the contact list for the board members and requested that they forward him any revisions.</p> <p>-A couple of months ago, we discussed the fact that there is a discrepancy between how the operations manual defines 'membership' and how the by-laws define a 'member.' Chuck proposes to incorporate the following footnote: The terms "member" and "membership" as used in this manual do not confirm membership as defined in the Fairfax Cable Access Corporation articles of incorporation or by-laws.</p> <ul style="list-style-type: none"> ● Jim H suggests changing "does not owe outstanding debt" in Section II of the FPA Policies & Procedures Operations Manual to "does not have an outstanding debt owed to FPA 90 days past due." ● Chuck proposes to hold off the action item until further notice. <p>-Cox Channel 10 is launching in high definition on Monday, March 5th.</p> <p>-Steven Barbaro was hired as the new broadcast engineer.</p> <p>-State Senator Jennifer Wexton introduced a bill in response to the FCC Net Neutrality repeal. Her bill would have prohibited the Commonwealth of Virginia or any public entity from doing business with an Internet Service Provider (ISP) that did not adhere to Net Neutrality and internet privacy standards. The bill was killed in committee. Chuck would like to talk to her.</p> <p>-FPA added new programs this year related to African-American history this Black History Month, February 2018. Women's history programs will air during Women's History Month March 2018.</p>
Operations	Steve Ruddell	<p>-Steve has asked the board to review the 2018 holidays and dates for the board meetings.</p> <p>-Jim: For the October meeting, switch the date from the 31st to the 24th.</p> <p>-Steve will block off the 16th and 23rd in September for possible board meeting dates.</p> <p>-We will set the date for the member meeting date at the April 2018 board meeting.</p> <p>-The holiday party will be on December 7th.</p>

Engineering	Danny Olewine	-Steven Barbaro was hired as the new broadcast engineer.
		-Engineering has been focusing on the HD launch on March 5th at 6:30pm. -Danny is putting together an operations committee meeting to address the switcher in Studio C. -Danny had a meeting with Isaac on Monday, February 26th. -Isaac: Once we go HD, how can producers turn in HD shows? Danny: FPA is accepting file-based submissions.
Outreach	Jerry Ferguson	-see report-
Training	Jay Erasquin	-Jay is trying to get new business cards for the board members. -The second Friday Night Live took place on February 23rd. People are becoming more aware of it. The first edited episode will air on March 5th. The next Friday Night Live is on March 30th. -Jay is starting to push the summer camps.
Programming	Maryam Shah	-The HD launch is on Monday, March 5th, and there will be a party from 6pm to 7pm. -Maryam has sent out emails about policy enforcement. Effective March 1st, radio and television content must be turned in at least 48 hours prior to the time it airs, unless deemed time-sensitive by staff, in which case, the program must be turned in at least 24 hours prior to air-time.

Office Manager	Rocio Lopez	<p>-For this quarter, we received payments from Cox and Verizon</p> <ul style="list-style-type: none"> • From Cox - \$229,809.57 • From Verizon - \$449,032.82 <p>-Combined cable revenues were down \$41k for the second quarter of the current fiscal year when compared to the same period one year earlier. This is the second quarter in a row where FPA has experienced significant revenue reductions.</p> <p>-Combined cable revenues were down \$29k for the first quarter of the current fiscal year when compared to the same period one year earlier. As a result of the reduced revenues, we will need to monitor all expenses closely.</p> <p>-Staff productions income is up \$2k due to the increase in producers.</p> <p>-Office suite rental income is up \$6k due to the new tenant and past due payments from a current tenant.</p> <p>-Interest dividends income is up \$36k due to improving market conditions.</p> <p>-Salary and benefits taxes down \$76k due to the loyalty bonus deposit for 2016 and departures of full-time and part-time employees in July and August 2017.</p> <p>-Office operation expenses is up \$59k due to various new projects.</p> <p>-Internet expense is up \$4k due to the upgrade in internet capabilities.</p> <p>-Marketable securities are up \$1.8 million due to transfers made in November and December to the Edward Jones Cash Management Plan.</p> <p>-Accounts receivable - Cable Grant is down \$32k due to the reduced quarterly payments from Cox and Verizon.</p> <p>-Fixed assets, production equipment, and office equipment are up.</p> <p>-Loan payable - Building is down \$58k from last year due to payoff of the building loan.</p>

Director Reports		
Director of Finance Operation Development	Steve Mullen	-Dan Burnett is still working on the audit.

Director of Financial Management	Kevin McFarland	<p>-Cash management accounts at Edward Jones:</p> <ul style="list-style-type: none"> • Total amount of inflow since inception: \$4,569,816.06 • The value as of today: \$5,099,949.25 • Total average annual return net: 3.94% per year since inception • Total return on investment net since inception: \$530,133.19 • For 2018, we are down 10 basis points. • Projected annual income: \$96,586.90 • Total net return since inception: 16.72% • Total amount of inflows into the 401k plan: \$585,384.30 at the principal • The value as of today: \$680,504.05
Director of Community Development and Director of Promotional Development	Georgia Graves and Ingrid Parris-Hicklin	<p>-The Outreach Marketing Committee voted in favor of a motion to support the Best of Reston event.</p> <p>-The committee suggested additional follow-up communications with the Best of Reston to clarify the level of services rendered by FPA.</p>

		<ul style="list-style-type: none"> -Steve M. stated that FPA support for the Best of Reston event will be discussed further in the follow-on FPA executive session. -Committee voted unanimously, with Kevin abstaining, to do the Friday Night Live T-shirts. -Chuck states that coffee mugs will be sold instead of T-shirts. Ruth said she talked with Jay, who said he would like to sell both. -We started recording the Silver Line Committee on February 26th. -Five job announcements have been sent out. -FPA board members attended several events in February. -FPA representatives will be at Fairfax County Government Center to record the Lieutenant Governor. A table will be set up to give out more information about FPA. -Ingrid will serve as mistress of ceremony for the National Coalition of 100 Black Women at the Northern VA Chamber of Commerce Sisterhood Luncheon. -Ingrid will also serve as mistress of ceremony at the Women's Luncheon for #MeToo. -Steve M suggests finding a way to promote our radio and television programming, as well as the training that is available.
Director of Strategic Development	Mary Gillam	<ul style="list-style-type: none"> -Mary suggested that the board prioritize completion of the BoD Manual, which has been out for comment/input since October 2017. She would like to have the document completed by March 31, 2018. Since the board currently does not have a manual for documenting board members' duties and responsibilities, this document will help to fill that gap. -Once the manual is completed, the board will have a reference tool for aligning FPA goals with the proper directorate. For example, each director should have specific duties that reflect goals and objectives associated with FPA's mission. Since the manual will be a living document, Mary recommends that board members

		<p>provide input as soon as possible so that the manual can be finalized for release.</p> <p>-Mary is also working to schedule a strategic planning session.</p> <p>-Mary also recommended a book entitled 'Crucial Conversations: Tools for Talking When Stakes are High.' With over one million copies sold, the authors (Patterson, Grenny, McMillan, & Switzler) of this NYT bestseller have provided individuals with the tools necessary to have dialogue without creating organizational chaos.</p>
Director of Technology Development	Isaac Asare	<p>-Isaac met with Danny and talked about the equipment usage and health, as well as future equipment.</p> <p>-Studio producers are up to par with the current equipment.</p> <p>-The HD roll-out presents a good opportunity to have an event with members and inform them on how to enhance their productions.</p> <p>In the studios, a new prompter system will be installed, and members will be able to record to SD cards.</p> <p>-A less bulky flypack system may encourage multi-camera field use among members.</p> <p>-The ability to submit programs from home may be convenient for producers.</p> <p>-We are looking for a better data management system to replace Facil.</p> <p>-We are looking at use of on-demand programming hours and live program streaming through our website.</p> <p>-We discussed a production truck.</p> <p>-We are looking to upgrade emergency generators to keep systems online during a power outage.</p> <p>-Jim: Reggie will take over as chair of the operations committee, and Isaac will be a voting member.</p>
Director of Member Development	Ruth Bennett	<p>-As a result of the outreach committee meeting, Ruth plans to conduct additional research that continues to promote FPA membership growth and engagement.</p>

Meeting Close	
Unfinished Business	
Add new items to next month's agenda	-none-
Confirm future meeting dates	-A motion to adjourn the meeting is made by Kevin and seconded by Mary. The motion carries. -The meeting is adjourned at 9:09 pm.