

Minutes of the ORCA Board of Directors Meeting, August 28, 2018

Present: Mike Abadi, Mike Doyle, Bill Doyle, David Connor, Carlos Diaz, CJ Stumpf, Susan Bettmann, and guest Kathy Spear

Absent: Rachel Feldman, and Winston Sadoo

6:40 President Mike Abadi calls the meeting to order

Carlos will take over as new secretary soon. No date set.

6:45 Approval of June 16th meeting's minutes with amendments to strike out an extra "is" on page 2, and to separate the sentence, " Bernie supports us in the suit." from the preceding paragraph. CJ moves to approve the minutes as amended. Mike D seconds. Minutes approved.

6:48 Financial Report by Mike Doyle

Mike D. reviewed ORCA's cash on hand, PayPal, checking, and savings accounts, amounting to \$79,081.80

Our 30-day expenditures are now \$41,000 which is \$16,000 over previous usual expenditures.

The Edward Jones Reserve Account has \$252,000 in investments, with stocks rising. Our loan is currently \$39,000, down from \$42,000.

The Money Market Account is \$213,000, down from \$215,000, despite the \$10,000 we took out for operating expenses.

Discussion to address paying the loan at \$1,000 per month out of operating expenses rather than reserve funds. Current interest is 5%. Paying off the loan set us back this quarter. We will have new numbers at the end of October. Meanwhile Rob will set aside \$12,000 to pay the loan. By our request, Edward Jones sends us a check for operating expenses. We are doing well and keeping the reserve healthy.

Rob discusses monthly revenue. VAN will collect data on the number of subscribers. Number of subscribers from Comcast is proprietary information.

Because of a loss of Comcast subscribers, we have a revenue loss of \$5,000 per quarter.

CJ recommends an action item for Rob to find the subscriber numbers from Comcast.

Dave asks if there is a comparison with other public access stations.

Does Comcast keep track of subscribers dropping the service. Rob says

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that it's possible but difficult to get those numbers. We can get them if they honor our non-disclosure agreement.

Discussion: CJ talks about economic development such as creating videos for small businesses. Rob agrees, citing advocacy with VAN and the Governor's office since we're an Access Management Organization. That gives us clout.

Mike A. suggests creating a subcommittee under old business to explore small business videos, with structuring to be explored.

CJ recommends making a connection with the Commerce Secretary, contacting Michael Schirling, for a proposal with VAN to petition for funding.

7:14 Director's Financial Report

We are in the 8th month of a 12-month fiscal year, 66% of the annual cycle.

We provide pro bono coverage of Act 46 hearings and town meetings such as school board and select board. For other services, for example streaming, we will charge. Berlin is interested in that.

Montpelier and Waterbury currently pay part of camera operator expenses.

CJ will talk with the Town Manager about what Randolph can offer for capitalization of rent. Rob says some stations purchase their locations, and that capitalization of rent is okay with Comcast according to accountant Maureen Garafano.

CJ proposes that for business development ORCA could provide a moderator to monitor streaming of town meetings to Facebook. This would benefit young people who work and can't get to meetings.

Mike A. recommends identifying a pilot town to try this out.

Dave suggests we produce a packet about what a moderated meeting looks like. Carlos adds that a few years ago there was a Skype-in conference about marijuana use.

Mike A. says mileage costs will now be lower than they have been because we are getting files via Dropbox from students in Rochester and Randolph.

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CJ mentions that there is an October 12th Budget Committee meeting.

Mike A. moves to accept Rob's financial report. CJ seconds. The motion passes.

7:25 Director's Report

Rob and Chris Green attended the Alliance for Community Media annual conference, which was held in Baltimore in July.

Topics included networking, leadership, fundraising, membership, regulatory staff, and youth organization for inner city and disenfranchised kids.

Next year's ACM meeting will be held in Portland, Oregon.

Carlos and Chris are interested in a youth camp for next summer.

Rob reports that Jin is doing well. She is great at data and spreadsheets, and the staff goes to her for help with computer problems.

The rest of the staff is doing well.

7:38 Motion to accept Director's report is seconded and passed.

7:39 By-Laws

Mike Abadi talks about the need to clean up the By-laws rather than make substantive changes. At this meeting there is the presentation of the changes.

At the next meeting of the Board, in October, there will be a review of the changes. At our third meeting, in December, we will vote on the changes.

What needs amendment is primarily language that comes from FCC rules regarding radio stations. We should keep boilerplate conflict of interest language, though the radio station aspect no longer applies.

Rob and CJ discuss creating a buffer of a year or two to prevent conflict of interest, and will discuss additional language at the October meeting.

7:51 Old Business

Mike Abadi reminds us that the subcommittee meeting is Tuesday Sept. 25th.

He recommends that we use alternate months between Board meetings for subcommittee meetings. Committees could include strategic planning,

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by-laws, legal and regulatory affairs, budget, and outreach—such as a summer camp.

CJ brings up the subject of conference calls.

Dave asks about the motion to dismiss the lawsuit. Rob says that is on pause.

The motion was dropped in the first quarter. We are waiting for the judge to take it up again. CJ suggests creating outreach about the suit.

Discussion about streaming revenue capture from Comcast access centers facilitated by VAN. This is a national conversation, even an international public good story. Carlos adds that this includes the production of access, not just access itself.

We could be the pilot program for this. As a 501(c)(3) we can receive donations from other organizations supportive of public good, history, community, education, right of expression, and access protection.

Bill moves to adjourn. Mike Doyle seconds. Motion passed.

8:12 Meeting adjourned.

Next meeting October 23rd.

Respectfully submitted,

Susan Bettmann