

Regular Board of Directors Meeting

September 1st, 2016

LCATV Studio/Offices

Creek Farm Plaza, Colchester, VT 05446

Board of Directors in Attendance: Ken Rocheleau (KR), Dick Pecor (DP), Bob Sekerak (BS), Bob Shea (BSh), Carol Jones (CJ) and Curt Taylor (CT).

Staff in Attendance: Kevin Christopher (KC), Buddy Meilleur (BM)

1. Call to Order: 5:37 PM

2. Approval of Agenda

Motion to approve by KR, 2nd by BS, passed unanimously

3. Public / Board Member / Staff Comment

KC introduced Michael Wright (MW), Assistant Production Manager, to the Directors. BS peppered him with questions. MW explained that his role at LCATV is to assist BM and work with field producers. This involves training, connecting and coordinating the field producers. MW discussed his background prior to coming to LCATV and provided insight into how LCATV might identify candidates for a possible scholarship at local high schools.

4. Approval of Minutes for 6/23/16 meeting

Motion to approve by CJ, 2nd by KR, passed unanimously

5. Executive Director's Report

KC invited Board members to tour upgrades to studio cameras after the meeting. KC stated that the next big upgrade is to the playback system in about three weeks. The current three servers (one for each channel) will be replaced by a single CASTUS HD *blade* server. KC also stated that this upgrade will assist in running LCATV's community bulletin board. Rebecca Padula's program scheduling will also be available to her over the internet. The server swap will be performed late in the evening on September 28. The last part of our HD upgrade will be integrating the LCATV website into the system. That will take the rest of the year to accomplish.

6. Treasurer's Report

Balance Sheet

CJ reported that the accounts are in balance. There is a negative net income for the year (36,669.15) due primarily to the capital costs of the HD upgrade. KC stated that a check of about \$155k was received after these financials were generated making current net income a positive number. CJ expressed concern regarding negative cash on the balance sheet. The Capital Money Market Account shows -31,357.94. KC explained that there is really a single Money Market account that is used for both Operating and Capital expenses. The Operating Money Market Account shows a positive balance of \$340.7k. Funds are removed from the Operating designation and put into the Capital designation at the end of the year. CJ asked what the projected net income might be at the end of the year. KC responded that he thought it might be in the \$55k range. CJ concluded that this would give LCATV \$660k in assets at the end of the year.

Income Sheet

CJ drew attention to the Office Supply category where the variance (3,280.89) is three times the budgeted amount. The assumption is that something has been misclassified. KC thought the low Blank Video Media figure may be the where the misclassification is occurring. KC will talk to the bookkeeper about this. CJ also asked about the Workman's Compensation figure and wondered why it has not decreased along with the decrease in Compensation. KC responded that an audit of those figures is performed later in the year. KC also remarked that the \$105k CD has been renewed at .25%.

7. Old Business

a. Personnel Committee

BSh requested that our references to *Human Resources* be changed to *Personnel* as it reflects a more human approach.

KC explained that there are two primary issues to resolve.

1) Contracts vs Offer Letter

Currently LCATV maintains yearly contracts with full-time employees though State Law specifies that such employees serve *at-will*. This raises possible legal problems should an employee be dismissed before the end of the contract period.

2) Should LCATV outsource HR on-boarding and off-boarding needs?

LCATV recently hired NFP to audit the HR side of the business. The firm could also be used to write an employee's handbook, and assure future compliance with Federal and State HR regulations.

After some discussion. **KR Moved to drop the contracts and go to offer letters. CJ seconded the motion.**

KC pointed out that LCATV's contracting period is from October 1 to September 30, though LCATV's fiscal year is January 1 to December 31st. He pointed out that it would aid budget discussions and planning if LCATV synchronized the employment year with the fiscal year.

KR modified his motion to include aligning the employment year with the fiscal year and CJ seconded. The motion passed unanimously.

Discussion then turned to how LCATV's five contract employees will be compensated during the three months between October 1st and January 1st of this year and how any raises might be worked into those three months. This led to considerations of salary ranges and how yearly salary increases are handled.

In the course of the conversation the role of the Board and the Executive Director with regard to salaries were clarified. The Executive Director provides the Board's Salary Committee with information about compensation and performance evaluations. The Salary Committee then determines any increases for full-time employees. For field-

producers the Executive Director and Production Manager look to the Board-approved budget for what funds they have available for salary increases and decide if any are warranted and how much they should be.

Offer Letters, in the new system, will be signed by the Board Chair.

Fair Labor Standards Act (FLSA) – Portions taking effect December 1st

The FLSA's new compensation criteria for exempt and non-exempt employees will take effect December 1st. This means that three of LCATV's full-time employees will move from Exempt to Non-Exempt classification and will become subject to overtime pay rather than compensation time (Comp Time). KC and BM will remain as exempt employees. KC pointed out that this may prompt changes in the number of fulltime employees needed, depending on how much overtime is required.

Synchronizing Salary Year and Fiscal Year

After a lengthy discussion of how raises will be handled during the three-month transition to a synchronized salary-year-budget-year system the Board decided to turn the issue over to the new salary committee composed of CJ, KR and DP. KC will get appraisals and other relevant data to this committee so they can determine any October 1st raises.

KC will design a template offer letter and submit it to the Personnel Committee. If the Personnel Committee approves the template it will be brought to the next Board meeting for approval. In the meantime, KC will provide the Salary Committee with the information they need to determine any October 1st raises. With the raises determined and the template filled in, the offer letters can be signed by DP and take effect October 1st.

Outsource HR on-boarding and off-boarding needs

The sense of the Board was that no action should be taken on whether or not to hire NFP for LCATV HR needs. The Board requires more time to consider the Assessment and Risk Analysis reports provided by NFC. KC will provide Directors with those documents and the subject will be on the agenda of a future meeting.

CJ asked that the Board continue its discussion of scholarships and donations and that Island Arts be considered for a donation. This will be done at a later meeting.

8. Executive Session (if needed)

No needed

9. Adjournment: 7:38 PM

Motion to adjourn by KR, 2nd by CJ, passed unanimously

After the meeting several Board members toured the production studio to see the camera and server upgrades.

Respectfully Submitted on September 5th 2016, approved September 27th 2016

Curt Taylor - Secretary