

Catamount Access Television Corporation

Board of Directors Meeting Minutes

Monday, February 25, 2018

1. **The meeting convened at 4:00pm with the following members present; Drew Totten, Robert Ebert, Willy Jones, Sarah Perrin, Alex Burke, Marcia Noyes, Tim Scoggins and Lisa Byer – Executive Director. Spencer Sweet was absent.**

2. **APPOINTMENT OF DIRECTOR:** Tim Scoggins was introduced as a nominee to be appointed to the board seat vacated by Frank Barnes.

MOTION: SARAH PERRIN MOVED TO APPOINT TIM SCOGGINS TO THE BOARD. ALEX BURKE SECONDED THE MOTION. ALL VOTED IN FAVOR AND THE MOTION PASSED.

3. **ELECTION OF TREASURER:** Drew Totten offered Robert Ebert’s nomination as Treasurer.

MOTION: ALEX BURKE MOVED TO ELECT ROBERT EBERT AS TREASURER. MARCIA NOYES SECONDED THE MOTION. ALL VOTED IN FAVOR AND THE MOTION PASSED.

4. **APPROVAL OF MINUTES:** Drew Totten asked for approval of the November 26, 2018 and January 28, 2019 Board Minutes.

MOTION: ROBERT EBERT MOVED TO APPROVE THE MINUTES OF THE NOVEMBER 26, 2018 BOARD MEETING. ALEX BURKE SECONDED THE MOTION. TIM SCOGGINS ABSAINED AND ALL OTHERS VOTED IN FAVOR. THE MOTION PASSED.

MOTION: MARCIA NOYES MOVED TO APPROVE THE MINUTES OF THE JANUARY 28, 2019 BOARD MEETING. WILLY JONES SECONDED THE MOTION. TIM SCOGGINS ABSAINED AND ALL OTHERS VOTED IN FAVOR. THE MOTION PASSED.

5. **FINANCE REPORT:** Lisa presented the finance reports for months ending January and answered questions of the board.

6. **EXECUTIVE DIRECTOR’S REPORT:**

Lisa Byer provided highlights of her report, which is attached and formally submitted with these minutes.

a. *Overview:* Lisa provided an overview of the reports of the staff. Highlights include William working to find cost saving in the network services, Alex replacing the fan in the master control system, Flashback Friday program, research on monetizing content, Beq working on membership database, membership forms online, candidates forum. There was discussion of Underwriting contracts and an update on the different accounts and where they stand. There was some concern that the initiative has plateaued but Lisa provided more explanation of the process.

Lisa provided an update on the Regulatory activity. (1) The PUC has scheduled a workshop for March 28th in an effort to examine the funding shortfall created by Comcast’s new accounting procedures. (2) The judge in the Federal District Court Comcast CPG case has ordered mediation between the parties which is scheduled for March 11th. The committee is working to prepare for the mediation process.

(3) There is no real update concerning the FCC Rulemaking process except to say that Ex Parte comments are still being accepted and that there has been surprise as to how much public push back on the issue. It is apparently close to the comments filed for the Net Neutrality which has surprised the FCC staff. In a meeting with the ACM, Lisa was told that if the rule passes, it would likely be overturned in appeal but the concern is that the funding would be lost in the process. While it is difficult to ascertain exactly how much funding could be lost in the rule, the ACM is recommending centers consider a 30 to 50% drop. (4) The oral arguments are being heard on this day in the MNN v. Halleck case in front the Supreme Court. Lisa was able to learn more about the issues at the heart of this case really come down to a disagreement between the AMO and the producer. The cable industry has used the opportunity to introduce arguments that claim PEG Access is unconstitutional. It is hoped that these arguments will be dismissed as not relevant.

VAN held a Legislative Day last week and worked to inform legislators of what's at risk in losing PEG. They testified in front of a couple committees, were recognized on the floor and continue to work with Action Circles to develop a strategy, messaging and ultimately an "ask." Right now that "ask" seems to be a summer study session to examine options and threats. Lisa reported on her contact with our delegation and confirmed their support for our organization.

Lisa reported that she did complete the employee annual reviews.

MOTION: MARCIA NOYES MOVED THAT THE BOARD MOVE INTO EXECUTIVE SESSION TO DISCUSS A PERSONNEL MATTER. ALEX BURKE SECONDED THE MOTION. ALL VOTED IN FAVOR AND THE MOTION PASSED.

MOTION: ALEX BURKE MOVED THAT THE BOARD COME OUT OF EXECUTIVE SESSION. SARAH PERRIN SECONDED THE MOTION. ALL VOTED IN FAVOR AND THE MOTION PASSED.

7. OLD BUSINESS:

Removal of Director: As warned on the agenda, there was discussion of removal of Ethel Hutton from the Board due to failure to attend meetings. It was agreed that Lisa would follow up with a letter to Ms. Hutton informing her of the action.

MOTION: SARAH PERRIN MOVED THAT ETHEL HUTTON BE REMOVED AS A MEMBER OF THE BOARD OF DIRECTORS. MARCIA NOYES SECONDED THE MOTION. ALL VOTED IN FAVOR AND THE MOTION PASSED.

Approval of Operating Rule Appendices: It was decided that Lisa would send the Appendices to the Board electronically for review and approval.

Member Compliance: Alex Burke informed the Board that until further notice, he will need to abstain from any votes or discussions involving Kevin Hoyt due his position as Deputy State's Attorney.

MOTION: SARAH PERRIN MOVED TO ADJORN THE MEETING. MARCIA NOYES SECONDED. THE MEETING ADJORNED AT 5:22PM.

Respectfully submitted by,
Willy Jones, Secretary