



Web Site – [www.mcam.org](http://www.mcam.org)

**Board of Directors Meeting – December 19, 2005 - 7:00 a.m.**

At the Home of MCAM  
540 Commercial Street  
Tel. No. 622-3023 - Fax 622-9323

Attending on December 19, 2005: John St. Hilaire, James Stewart, Joe Lahr, June Craig, Chris Proulx, Carol Williams and Jean Jeudy. Missing were Lorraine Lamontagne, Lou D'Allesandro, Hubie McDonough, Ray Buckley, Gene Mackie, Arthur Gatzoulis and Jean Jeudy.

Meeting was called to order at 7:15 a.m. and run according to Robert Rules of Order; Minutes of the prior meeting on November 22, 2005 were forwarded via email on November 25, 2005 to each Board Member by June Craig, Secretary.

It was noted that a meeting was scheduled for December 16, 2005 but not enough members attended to have a quorum. Discussion was held on some issues that did not require a vote. The Agenda presented and items discussed on the 16<sup>th</sup> is included below:

**AGENDA for December 16, 2005 / December 19, 2005**

1. 7:00 AM Meeting Brought to Order
2. Accept Minutes presented by June for the Previous Meeting Minutes of Nov. 22<sup>nd</sup>.
3. Present Gene Mackie Nomination to transition from Board Member to Treasurer.
4. Present Accounting Report on MCAM Through September 30, 2005
5. Present Preliminary report on Sponsorship and Marketing strategy and pass a resolution to allow Joe to begin Fund Raising to allow for the completion of Control Room A and the Commercial Editing Suites.
6. Approve Purchase of Joes presented list of needed equipment for Studio A and Control Room A
7. Approve and Adopt the Proposed Budget for FYE 9/30/06
8. Request and Schedule next Sponsor ship and Marketing Committee Meeting
9. Schedule By-Laws committee meeting to include the ability for Closed Meetings and Executive Sessions
10. Floor to June to discuss requirements for City Hall Open House on Tuesday December 20, 2005 at 7:30 AM
11. Consider revision of the Minutes of the July 27, 2005 Board of Director's Meeting.

12. Discuss and vote on the addition of additional board members.  
Resumes on hand for future Board Appointments
  - a. Ami D'Amelio
  - b. Graham J. Chynoweth, Esquire
  - c. Chris Williams
  
13. Open Floor for new Business.
  - a. MCAM to belong to Chamber of Commerce, Rotary
  
  - b. Schedule next 6 months of Board Meetings at regular intervals.

**December 16, 2005, 7:00 a.m.**

James Stewart wondered about the services MCAM is providing now in comparison to what was offered at MCTV. Joe noted there is a list of 50 people who want to be new producers and classes are starting to accommodate them.

There will be a rotating program so all producers get a chance for air time. MCAM is now producing ten more shows per week than when public access left MCTV.

It was noted that R.J.Norton had filmed the development of construction and fit up of the MCAM facilities, and we could perhaps do a presentation before the Administration Committee of the BofM&A who will be meeting in January. John has some photographs.

**UNH** A representative of UNH contacted Joe originally. John wants to develop a committee to talk to UNH folks while students are on break. Skip Tenzar is the person to speak to. Joe will try to set up a meeting. (Note Joe's subsequent email regarding his contact.) Benefits to UNH would be close proximity to MCAM.; state of the art equipment; permanent structured intern program, Sets, changing, evolving; additional editing space, studio space; looking at community radio when FCC opens up some channels.

**Public Service of NH.** It has a program that may create quite a savings on the MCAM lighting equipment. We may qualify for a rebate program for a media organization.

Since the meeting on the 16<sup>th</sup> was needed to vote on allowing Joe Lahr to begin fund raising, John will send out an e-mail to facilitate a vote.

We now have a Federal Identification number.

What will be the maximum number of members on the Board of Directors? With four new members to be voted on this month our new number will sixteen members.

The accountant's bill thus far is \$3,900 for which they produced the amortization schedule, the asset summary sheet, and a reworked Chart of Accounts. In the next three to four months more equipment will be purchased. After that final flurry of activity bookkeeping should be on a normal monthly basis.

**December 19, 2005**

**Treasurer's Report**

Board President John passed out several reports: Statement of Financial Condition, Balance Sheet for the 2005 fiscal year and a proposed Budget for 2006.

John reported that the Accountant had completed the books up to September 30, 2005 which is the end of our fiscal year. Also completed was the huge task of the Amortization Schedule for all the equipment purchased or acquired by MCAM through funds provided by the City/Verizon Agreement. The Chart of Accounts was fine tuned to the MCAM needs. Further, Joe Lahr recorded all the financial activity of MCAM from September 30<sup>th</sup> through the date of this meeting. (Dec. 19, 05) As soon as we officially vote Gene Mackie as Treasurer Gene will call the Accountant and arrange to meet and review the total set of books.

James Stewart made a **Motion to vote Gene Mackie as Treasurer of MCAM**. Chris seconded. Open for discussion. **Motion Passed unanimously**.

We reviewed the list of equipment that Joe wishes to purchase for Control Room A.

John advised the Board that on his own, Joe Lahr received permission to film the Christmas Variety Show held at the Palace Theatre, sponsored by WZID on Dec. 18<sup>th</sup>. The acts included Fat City Band, Livingston Taylor and many other prominent acts. MCAM has the go ahead to repeatedly broadcast the show on Channel 23, including Christmas Day. Praise for Joe!

**Minutes of July 27, 2005**

The members of the Board of Directors all received two letters from a MCAM Producer dated November 22, 2005; one delivered in hand to those attending the November 30<sup>th</sup> meeting and in the mail to all the Directors at their homes. The Producer voiced concern on several matters. On one concern the producer was advised that in minutes of July 27, 2005 a paragraph on page five will be edited to address his concern. Board of Director members have spoken with this producer to address his concerns.

New paragraph on Page 5: *It was mentioned that there was talk among the producers about the sub lease space designed from the MCAM total leased space; was MCAM losing money because the space is not ready yet. Such concerns are to be expected when there is a work in progress. The Board members are well aware of the public awareness of our efforts and our emphasis is on "crossing all our T's and dotting all our I's"*

**Proposed Studio A Equipment Purchase List**

Regarding questions about the Equipment Wish List put forth by Joe, John noted that the equipment list for Studio A which has changed slightly from his first version shall be approved by the Board before purchase Joe noted that he essentially has two

equipment lists; one on a general basis and another to bring the facility to meet the needs of UNH who have expressed interest in our facilities. Joe asked that we hold until he speaks with a TV engineer regarding certain aspects of the design-build. He would like to do some fundraising to accomplish the purchases.

He will advise the Board of future discourse with UNH contact person.

A future meeting with UNH will be a fact finding one where they can state their interests; how we can benefit from accommodating UNH programs and if they are interested in the sub-lease space. UNH would be required to invest between 40,000 and \$50,000 for space, not equipment.

The Capital Equipment Fund now has a balance of \$125,000

**2006 Budget** will reflect the first full year of operation (Oct. 1, 2005 to Sept. 30, 2006) and we expect to be in the black.

John asked for a **Motion to Accept the 2006 Budget**. June made the Motion, seconded by Carol. Under discussion Lou noted there was no money for retirement insurance for Workmen's Compensation. George's one year anniversary will be July of '06 and there is no raise added in the budget. A 401K bonafide retirement plan needs to be set up. We presently have Watson Insurance Group for our insurance. There was discussion about the cost of cleaning. Presently Blue Diamond is structuring a proposal for cleaning on a per time basis. Joe and staff do the necessary frequent vacuuming. It was suggested that we seek proposals from Pepsi, etc about getting vending machines on the premises. It was also suggested that we move the water machine to make it more accessible to visitors. Carol Williams noted that the bathroom is still not totally handicapped accessible. Stalls need to be built. Brian currier has volunteered to do them pro bono. MCAM received the \$231,000 from the City on October 31, 2005. On a vote to **Accept the proposed 2006 budget as of October 1, 2005 through September 30, 2006; being approved retroactively. All in favor, Motion passed unanimous.**

**Election of New Member of Board of Directors** The Board of Directors have had two months to consider the nominations of four new members for the Board of Directors. James made a **Motion to accept the four nominated candidates as new members of the Board**; Carol Williams seconded the Motion. **All were in favor, unanimous.** The new board members are Ami D'Amelio, Graham Chynoweth, J. Chris Williams and Carol Yeaton. June will call each new member to advise them of their new status and to invite them to the Breakfast the following morning.

John stated that he wanted to start up a By-Law Committee. Some felt the committee could be under the Policies and Procedures which is chaired by Arthur Gatzoulis who was not present. John will call Artie to get his thoughts.

John asked for members' best day to schedule a regular monthly meeting. It was decided that the second Friday of each month is the best for most. Therefore the next monthly meeting will be January 13, 2006.

June will submit the 2005 Annual Report of a Non Profit Corporation. The form is available online and is due by December 31, 2005.

There was a question of Ray Buckley's continued tenure as a Board Director considering the new Mayor Guinta will have an opportunity to appoint his own representative to the Board. It was decided that this matter will be taken up after the new Mayor's inauguration. Basically it was agreed that Ray's term is – one year.

**December 20<sup>th</sup> Breakfast with Mayor and Alderman,** John will have a financial package ready for the attendees. John said we would send out an official financial package to the City Clerk's office after Christmas.

Ray suggested that the January 13<sup>th</sup> Director's Meeting that we do an "Orientation" for the Board Members. It was suggested that Ray put together a package for them.

Joe and Lauren had created invitations and sent them to the City Clerk's office for distribution to the Mayor and Aldermen, finance and solicitor. A review of the food and arrangements for the next morning's breakfast and who was bringing what. John volunteered to call the Aldermen to follow up on the invitation.

Jean Jeudy invited everyone to his swearing in for his elected position scheduled for January 3, 2006 at 10:00 a.m. at the Palace Theatre.

Meeting was adjourned.

Respectfully submitted,

June E. Craig, Secretary  
MCAM Board of Directors

Included in Minutes are on line votes by the Board of Directors on other issues on the agenda for a vote.

**Attachment A: E-Mail Vote to host breakfast for Mayor and Alderman**

**Attachment B: E-Mail Vote to Delay Grand Opening**

**Attachment C: Proposed Shopping List for Studio and Control Room by Joe Lahr via Email**

**Attachment D: Proposed Budget MCAM '06 for Oct. 1, 2005 to Sept. 30, 2006 via Email**

**Attachment E: Grand Opening Details**

**Attachment A:**

The Motion on the Table is as Follows:

**June made a Motion that a call be made to Mike Colby to determine if the Mayor would like a small**

**morning brunch/tour of the facilities before he leaves office; the gathering to include the Board of Aldermen, City Solicitor, and Finance officers.**

The Motion was made by June Craig and Seconded by John St.Hilaire:

Here is a list of replies and the vote as it tallies...

Jim Stewart: Yes

I am in favor of the brunch, but I would suggest having some type of financial statement available for the Alderman I know a few will be asking.

John St.Hilaire: Yes

The Books are ready and reports will be on hand for all who attend.

June Craig: Yes

Jean Judy: Yes

I think it is a great idea, however I do not see why that should be a problem or someone can explain what kind of " rule or stipulation that could create.

Lorraine Lamontagne: Yes

Hi John, I received a call from June this morning regarding inviting the Mayor and the Board of Alderman and other city officials to a brunch and a tour of the studios. I agree with June that we should do something before January 1st. I believe it would go a long way to dispel rumors concerning our studio.

Ray Buckley: Yes

Yes. Okay. Oui. Ci. Dah. Neh.

Artie Gatzoulis: Yes

Based on the Current Board make up of 12 Members it seems as though we have a quorum for this vote and the Vote Passes 7 for none against.

So It Be Said So It Be Done

June if you could put this in the online minutes for December It would be greatly appreciated. Also based on the vote please call Mike Colby of the Mayors office and see what his schedule is and if there is a morning that is better than others.

On a Separate note I would like to call the December Board meeting but I am reluctant to set the date before we know when the Brunch will be...So stay tuned to your e-mail for the next meeting and Agenda.

Thanks,

John

--

John St. Hilaire, President, MCAM Inc.

### **Attachment B – Vote to Delay the Grand Opening**

The Motion on the Floor is as follows: John made a motion to delay the Grand Opening until Mid February or Early March to allow time to complete the construction of Studio A and Control Room A . Work on the program book, invitations, and other planning for the event will continue to be worked on by the Event Committee. The Motion was Seconded By Jim Stewart. The discussion that has happened so far is listed below along with the current votes as they stand. Please be sure to respond so that your response and vote will be included for the record.

Jim Stewart:

Yes

John, I agree with you, it will also get our accounts house in order, I would much rather have the opening in the spring. Jim Stewart

June Craig: Yes

Hi Folks, I don't mind having more time to perfect the invitation list, line up a great reception menu, get the invitations out, get a photo of ALL the Directors, getting more ads for the program book, etc. I like Joe's vision for the opening even if it delays the opening until mid February or March. We might have to field a few critical comments from folks who need more information but I think we'll be fine. I know I will now be able to focus on Christmas!  
June

Hubie McDonough: Yes

John, It sounds like a wise move to wait. After the holidays it may have more of a bang. People are going to parties this whole month then it's new years. It will also most importantly give Joe a chance to get the kinks worked out and the cosmetic work will be done.  
Hubie

Chris Proulx: Yes

I think if Joe wants to hold off for a bit to make it a Grand opening then I say let's hold off. We may also get more people to attend after the holidays. Just my two cents.  
Chris

John St.Hilaire: Yes

Ray Buckley: No

I consider the grand opening the start of much of our activities, but not the end all. I say go for it.  
Raymond Buckley

Lorraine Lamontagne: Yes

Hi John,  
Just read the minutes of Monday's meeting. I agree that the grand opening be held at a later time. This is a busy time of the year when people are very busy and also there are usually many events planned.  
Lorraine

Lou D'Allesandro: Yes

I believe we should wait and have a later opening.  
Lou

Art Gatzoulis: I vote yes

As much as we want to get this done I think we were shortsighted in planning this during the holidays as it is such a busy time. For instance, I have two other parties scheduled for Dec 15th also. I'm sure everyone else is just as busy. A spring opening will ensure we will have a good turnout.

Gene Mackie: Yes

While I'm the new kid on the block, I definitely agree with Joe that the Grand Opening - Open House should take place once the facility showcases what MCAM offers. The old adage, "First impressions are lasting impressions", is definitely true especially when you're offering service to clients. When potential clients visit, virtually everything should be in place and the facilities should impress people. While in the entertainment industry I attended "open houses" and some involved facilities that were not complete, equipment did not operate correctly, if it existed at all, and representatives of the facilities could not answer questions. With all the competition that existed, these type of "open houses" were not the grand beginning the owners wanted them to be, but in reality would be better described as a "death knell". My vote is "let's do it right."  
Gene

The Motion to Delay the Grand opening passes by a 9 to 1 Margin. Stay tuned for the Next Executive Meeting Date And thank you to everyone who responded...it was much appreciated.

Gene had responded before I sent out the results I had just not seen his e-mail. Sorry Gene.

June If you could make sure that this vote is recorded for the minutes as an on line meeting I would appreciate it.

Again thank You to all, John St. Hilaire, President, MCAM Inc.

## Attachment C

### Studio A and Control Room

#### STUDIO CAMERA for MCAM design

Qty	Item	Description	Price	Total Price
1	Panasonic AW-RP605	Camera Controller	\$ 4,398.00	\$ 4,400.00
2	Panasonic AW-PB605	Video card	\$ 900.00	\$ 1,800.00
1	Panasonic AW-PS505	power supply	\$ 300.00	\$ 300.00
3	Panasonic AW-PH300A	Pan/Tilt Unit + power supply	\$ 3,700.00	\$ 11,100.00
3	Panasonic AW-E650	1/2" CCD Camera	\$ 4,000.00	\$ 12,000.00
3	Panasonic S16x7.3BMD	16X Remote Control Lens	\$ 3,000.00	\$ 9,000.00
3	Panasonic AW-CA50T29	Camera Cable	\$ 200.00	\$ 600.00
3	PT-TRIPOD	tripod mount	\$ 60.00	\$ 180.00
1	Panasonic AW-RP615A	additional controller	\$ 2,500.00	\$ 2,500.00
1	Panasonic AW-PS505	power supply	\$ 300.00	\$ 300.00
3	Bogen 519,525PKIT	Tripod	\$ 1,400.00	\$ 4,200.00
1	BroadcastPix Studio 2000 + 300 Audio for DDR + 601 on site training		\$ 22,000.00	\$ 22,000.00

#### STUDIO CAMERA for UNH design

3	JVC SP560SDI	KY-F560U camera	\$ 11,000.00	\$ 33,000.00
		KA-F5603U SDI studio adaptor		
		VF-P400U 4" Studio viewfinder	items	
		RM-P210U CCU	included	
		HZ-FM13U focus controls	here	
		HZ-ZS13U zoom cotroller		
		50 ft CCU cable with SDI		
		Fujinon S17X66BRM-SD 17X IF lens		

3	Bogen 519,525PKIT	Tripod	\$ 1,339.00	\$ 4,017.00
8	AT803B	Audio-Technica lapel mics	200	1600
1	snake	Horizon Music- 8/XLR/F to 8/XLR/M - 50'	200	400
1	snake	Horizon Music- 8/XLR/F to 8/XLR/M - 100'	\$ 300.00	\$ 300.00
6	pt-506hs	MCM poweracoustic 5" LCD Monitor 60-4805	150	1000
6		power supply for above	20	100
1	15-2572	RF AV trans/rec	300	300
6	15-2573	RF xtra receiver	60	360
4	28-9700	MCM/Wiremold 15' power strip	55	60

#### STUDIO CONTROL

1	apple	Apple Mac G5	2500	2500
---	-------	--------------	------	------



## Attachment D

### MCAM Proposed 2006 Budget

#### Position: Station Manager / Director

Gross Salary	\$45,000.00
Social Security	\$2,782.00
Medicare	\$640.00
State Unemployment	\$1,170.00
Health Benefits	\$13,860.00
Retirement	\$0.00
Worker's Comp	
<b>Total For Position</b>	<b>\$63,452.00</b>

#### Position: Production Coordinator

Gross Salary	\$30,000.00
Social Security	\$1,872.00
Medicare	\$442.00
State Unemployment	\$845.00
Health Benefits	\$4,560.00
Retirement	\$0.00
Worker's Comp	
<b>Total For Position</b>	<b>\$37,719.00</b>

#### Position: Production Coordinator

Gross Salary	\$30,000.00
Social Security	\$1,872.00
Medicare	\$442.00
State Unemployment	\$845.00
Health Benefits	\$0.00
Retirement	\$0.00
Worker's Comp	
<b>Total For Position</b>	<b>\$33,159.00</b>

#### Facility Costs

Lease + NNN	\$60,720.00
Electricity	\$14,400.00
Telephone / DSL Internet	\$3,120.00
<b>Sub-total</b>	<b>\$78,240.00</b>

#### Legal & Insurance

Legal Fees	\$4,000.00
Business Insurance	\$3,800.00
<b>Sub-total</b>	<b>\$7,800.00</b>

#### Regular Expenses

Board Training	\$1,000.00
----------------	------------

Dues, Fees, Licenses	\$1,500.00
Travel/Conference/Training-Staff	\$1,500.00
Banking Services	\$150.00
<b>Sub-total</b>	<b>\$4,150.00</b>

<b>Other</b>	
Media Stock	\$1,100.00
Equipment Repair & Maint.	\$2,000.00
Office Supplies	\$750.00
Marketing	
Fundraising	
<b>Sub-total</b>	<b>\$3,850.00</b>

<b>Contracted Services</b>	
Accounting Services	\$8,000.00
Payroll	\$900.00
<b>Sub-total</b>	<b>\$8,900.00</b>

<b>EXPENSES SUMMARY</b>	
Section 1 (Salaries)	\$134,330.00
Section 2 (Annual Expenses)	\$102,940.00
<b>Sub-total</b>	<b>\$237,270.00</b>

<b>REVENUES</b>	
Membership Fees:	\$4,000.00
Sponsorship	
Other Fundraising	
Production Fees	
UNH or Other	

Sublet Space	\$4,770.00	6
Franchise Payment (est.)	\$231,770.00	months
<b>Sub-total</b>	<b>\$240,540.00</b>	

## Attachment E MCAM Grand Opening

**Invitation.** John said his business GS&E will absorb the cost of printing the invitation. We decided on 1,000 invitations. It will cost: \$800 to mail

Budget: There had been no budget amount discussed at an earlier meeting. We decided on:

Mailing	\$ 800.	
Food	1,000.	\$5.00 per person looking also for donations
Awards	150.	
Banners for sponsors	400.	

**Future Awards:** John suggested the idea of a future monthly award to the volunteer of the month; this coming after Jeff Luebkerk receives an award for his outstanding volunteerism over the summer, painting most of MCAM and many other tasks he accomplished. Artie made a motion, seconded by Carol that **the Intern Award will be called the Jeff Luebkerk Volunteer Award. All were in favor.**

**Program Book** Carol asked if we would have a handout for folks attending of the ceremonies for the Opening. June suggested we have a program book, Artie concurred. Soon we decided on an 8.5 x 11" book featuring an Agenda, Genesis written by Joe, a listing and picture of the employees, the Board of Directors, a page featuring the award to Jeff Luebkerk, a listing of the Producers and the names of their programs, etc.

The price for the ads we will try to sell:	\$200. full page
	125. 1/2 page
	75. 1/4 page
	50. business card size

Checks for the ads obtained should be made out to MCAM with a memo for program book. **Camera ready ads** and checks should be delivered to John St. Hilaire at MCAM. The ads could also be forwarded to John at: [John@MCAM.org](mailto:John@MCAM.org)

**The budget for the Grand Opening shall not exceed \$2,500 unless the overage is brought before the board for approval.**

**Any money gained from the program book first be put towards the expense of the Grand Opening, then the remainder be put towards the Marketing Fund to help pay for future marketing projects, i.e. letter head stationary, business cards, etc.**

All Board members are asked to bring in two ads for the book. June subsequently mentioned to Joe that the Producers, many of whom have business cards, would be a rich source for 1/8 page ads. Joe will notify the producers of the advertising opportunity.

