



Manchester Community Access Media, Inc.

Public Access Cable Television for Manchester, New Hampshire
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Board of Directors Meeting

August 23, 2006 – 7:00 a.m. at MCAM

Needed for a Quorum of the Board of Directors: – Eight (More than 50% of Board Membership of 14)

Attending on Aug 23, 2006: (8-6-1) John St. Hilaire, June Craig, Arthur Gatzoulis, Carol Williams, Ray Buckley, Gene Mackie, Ami D'Amelio, Will Infantine and Station Manager Joe Lahr. Missing were, James Stewart, Graham Chynoweth, Lou D'Allesandro, Carol Yeaton, Hubie McDonough and Jean Jeudy

Meeting was called to order by John St. Hilaire at 7:13 a.m. and run according to Robert's Rules of Order. John referred to an agenda prepared by the Secretary and emailed to Board Members on July 25, 2006.

Treasurer: Gene Mackie and John St Hilaire began a discussion about treasurer reports. Gene contended that things were not as they should be, he agreed to be the Treasurer, not the bookkeeper and he has been anticipating the hiring of a bookkeeper. He did not feel it was his job to create the necessary monthly reports. John noted that Gene had never brought the lap top provided to the Treasurer up to date and had never made an appointment with the bookkeeper for training. Carol advised that she wished to have the discussion cease immediately.

Agenda Issues John St. Hilarie acknowledged that it is important that Board Members receive a timely advance copy of the Agenda for each Board Meeting and noted that he had brought up this issue once before. He made a motion: **"Seven Days prior to each meeting all Board members shall receive via email a copy of the planned Agenda from the Board Secretary. Members may advise the Secretary if they wish to add an item to the Agenda but said item must be received five days prior to the meeting to be included on the agenda."** Motion was seconded by Will Infantine. All were in favor, motion passed.

Minutes of June 30, 2006 were forwarded via email on July 24, 2006 to each Board Member by June Craig, Secretary for review. Carol Williams made a motion to accept the Minutes of the June 30, 2006, Ray Buckley seconded the motion. Motion passed. Will Infantine abstained on the grounds that he was not present at that meeting.

Financial Reports: There were three treasurer reports generated by Joe Lahr who has been serving as bookkeeper. A Balance Sheet, Itemized Expenditures/ Profit & Loss, and Budget. These reports are available via email from Joe upon request.

Proposed By Law Changes Review, Chairman Arthur Gatzoulis Working from the Draft Revisions to the MCAM By-Laws came some of the following changes.

Regarding 9.03 Duties of Finance Committee

Will Infantine mentioned that on other Boards he has served on there is usually a Financial Committee that generates a budget for the new fiscal year to the Board. John explained that we were waiting for the completion of the By-Laws. The committee should consist of the Executive Director, the Board Chairman, the Treasurer and other members who would meet quarterly. The Budget should go into effect in September. Ray Buckley, Assistant Treasurer, stated that there is a difference from the Finance Committee and the Budget Committee. Ray made a motion: **"There shall be a Budget Committee that will prepare a budget for the upcoming fiscal year. Members shall be the Executive Director, the Chairman of the Board, the Treasurer, Assistant Treasurer and the Mayor's Appointee"**. Ami seconded the Motion.

Under discussion it was recommended that the Motion also state: “**Budget Committee report should be sent out to the full Board two weeks prior to the August meeting.**” The Motion passed with Arthur Gatzoulis abstaining.

Artie made a Motion to Table a vote to Accept the By-Law Revisions until further discussion of further changes. Will seconded. Motion passed.

Other changes/comments to the draft included:

Section 13.01
All amendments must be presented at the meeting prior to the meeting at which the issue will be voted upon and the proposed wording forwarded in email form to all Board members in the Agenda.

Section 4.01 – Item A Non-commercial, no prices, no call to action, no comparisons

Section 5.10 - Dates certain were determined so the budget approval would be within 30 days of the end of the fiscal year.

Ray stated that for the Producers First Election of a Board Representative we should consider shortening the timeline in order to utilize the Board and Budget Timelines.

Based on discussion at the June 30th meeting it was decided to allow Joe Lahr to be a voting member of the Board of Directors. Joe noted that he would recuse himself in any voting that may be a conflict.

It was noted that we continue to vote electronically on MCAM Board matters. Secretary will send out via email the proposed wording and keep track of the votes on the issue.

Arthur Gatzoulis made a **Motion To Accept the By Laws as presented and refined including typographical errors**. Will Infantine seconded the Motion. There was no further discussion. All were in favor, none opposed.

Fundraising:

There was discussion about the NH Poker at the Amoskeag Bingo Hall. Joe is set to go. He has been approved to be physically present as the MCAM designee treasurer during the ten day duration of the MCAM sponsorship which are in September.

Will made a motion to all the
Carol seconded
None opposed

At 8:45 Will Infantine and Artie Gatzoulis had to leave the meeting. We no longer had a quorum.

MORE – After Quorum Loss

Restroom facilities required renovations. John said that he and a volunteer had plans to come in over the weekend to adjust the bathroom partitions to make at least one of the facilities handicapped accessible. June said she had never seen the rest room facilities and thought we ought to take a look to see for ourselves what is required. There was some doubt if it could be accomplished so easily.

At 9:00 a.m. Ami had to leave the meeting.

John reported that Chester College was not ready or intending to rent our sublease space or enter into an agreement. We were advised that the Multi Cultural Workers Service Center had interest in using the sub lease space and their interest will be further explored. It was noted that Alderman Mike Lopez had a part in getting the Cultural Center interested in the space.

Respectfully submitted,

June E. Craig, Secretary
MCAM Board of Directors
September 25, 2006