



Manchester Community Access Media, Inc.

Public Access Cable Television for Manchester, New Hampshire
540 No. Commercial Street. Manchester, NH 03101

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MINUTES OF

MCAM Board of Director's Meeting

February 23, 2007 at 7:00 a.m.

- 1. Chairman:** Meeting to Order - John St. Hilaire called meeting to order at 7:05 a.m.
Board Members: Present Status: 11 members – Quorum needs 6 in attendance

Attending: Joe Lahr, John St. Hilaire, Ray Buckley, June Craig, Artie Gatzoulis, Carol Williams, Bill Garamella and Glen Ouellette. Missing were Gene Mackie, Will Infantine and Jean Jeudy. The Chairman welcomed John Cashin who was attending as bookkeeper at the Treasurer's request and Terry Flower who was attending as a prospective board member.

Terry Flower spoke to the group about her interest in becoming a board member. **Carol Williams made a Motion to accept Terry as a new member of the Board of Directors; Glenn Ouellette seconded**, following discussion the Motion passed. Joe Lahr gave Terry a New Board Member Booklet.

- 2. Secretary:** Members were asked to approve the Minutes of the January 23, 2007 Directors meeting. Board members were emailed a copy of the minutes on January 30, 2007 together with attachments and an Addendum to the Minutes for voting on items taken up at the 1-23-07 meeting. **Artie made a motion to accept the January 23rd Minutes, it was seconded by Bill;** Following discussion the Motion passed.

A Motion to accept the Minutes of December 7, 2006 meeting was made by Glenn, seconded by Artie and following discussion the Minutes were approved. These minutes were not approved at the January 23rd meeting because of lack of quorum.

- 3. Treasurer's Report:** John Cashin gave the report for Gene Mackie who was on vacation. John provided a balance sheet. Over \$2,000 has been raised through sponsorships since December 1st. Public Service provided income in the way of a \$14,000 discount on a lighting package that would save us money on monthly usage bills. Lumber Liquidators donated 1,600 square feet of oak flooring for Studio A plus the expensive glue. **A Motion to accept the Treasurer's Report was made by Glenn, seconded by Terry.** Five months into our fiscal year we are under budget. Following discussion the motion passed.

A. There was a Finance meeting held on February 21, 2007 at MCAM to which all members were invited. This meeting was to discuss the probability of securing an equipment lease or loan from several banks that we were lined to interview.

Citizens Bank had the first interview on February 20th and the loan officer felt we could best be served with an equipment lease. Following the Finance meeting an equipment lease application was completed and upon approval by this Board was forwarded to Citizens.

Centrix Bank met Board members on Feb. 22nd at 10:00 a.m. They explained that they were mostly a real estate lending institution but would consider helping if we submitted an application.

Southern NH Bank met with Board members on Feb. 22nd at 1:30 p.m. The loan officer explained that they were a business bank central to New England. Their name was soon changing to Bank of New England and the loan officer saw a possible partnership with MCAM for a loan and name recognition for their new bank name. A loan application was completed and forwarded to So.NH.

4. STUDIO A & CONTROL ROOM:

Joe Lahr passed out a Service & Marketing Expansion Proposal document for MCAM TV-23 to each Director. It listed the inventory of equipment to be purchased. We talked about the projections of employees and producers who anticipated being able to bring in revenue once the Studio A & Control Room is completed. John St. Hilaire liked the lease proposal from Citizens. We will wait to hear from the two banks with whom we submitted an application. Among the financial facts considered was 2007 has three definite new sources of income that were not part of the 2006 figures. The new sources are: \$12,000 for sublet rental; \$10,000 (aprox) from Gaming income; and \$12,000 from Sponsorship income.

Glenn made a motion to move forward on the application for an equipment lease line of credit with Citizens Bank. As soon as an offer is in, the proposal will be brought forward to the Board for agreement to sign. The motion was seconded by Artie; following further discussion the motion passed. It was agreed that we could give final approval of the equipment lease via an electronic (email) vote.

Joe Lahr noted that we needed a copy of the Agreement with the City dated July 1, 2005 to submit with applications.

5. SIGNS

Handicap Parking. A handicapped sign was currently in production with attention to all requirements.

MCAM Street Sign at No Commercial Street. John said that he was also making the sign to indicate how to get to MCAM. He was providing the handicapped sign and street sign as a gift to MCAM.

6. The ANNUAL REPORT was delivered to the City on February 1st at 4:50 p.m., in a nick of time. John apologized to the Board members who were looking forward to reviewing the contents before submission to the City. Time constraints are understandable. Glenn asked that an opportunity be made for review by the board of future submissions one week before the deadline.

a. The annual report to the MCAM membership is due the last week of March. He said there is still time for more information to be submitted before the printing of this document.

7. Second Channel Update. John advised that a meeting is scheduled the week of February 26th Tom Arnold, Grace Sullivan, Joe Lahr, City Department Heads are invited to attend this meeting. The hope is that attendees will see that the best option is to grant MCAM the use of the additional channel, thereby leaving one more channel for optional use by the City. Joe explained that the requirements for the 4th channel are not rigorous but the requirements for the 5th channel have many triggers.

8. Sub-Lease “Stealth Health” AKA Mr. Peter R. Mahoney and Mr. Mike Cyr met with John St.Hilaire on Friday, 2-16-07 to reach an agreement for the sub-lease space. They will pay for their own fit up. John Cashin reminded us that the monthly lease fee should have

deductions for the sub-lease share of the heat/air conditioning, etc. They will be allowed to schedule the use the conference room from time to time. The agreement would allow for the cost of utilities to be increased if necessary. June made a Motion to Accept Stealth Health to lease the sub-tenant area consisting of 725 sq. feet. The motion was seconded by Joe Lahr. Following discussion the motion passed, none opposed.

9. By-Laws & Policy Committee – Arthur Gatzoulis, Chairman.

A motion was made by John St. Hilaire to adopt the change to MCAM By-Laws as follows:

ARTICLE V. THE BOARD OF DIRECTORS

Section 5.02 Qualifications

ADD (b) All Board members must live within 25 miles of the MCAM facility, presently at 540 Commercial Street, Manchester, NH 03101

Motion was seconded by Carol and following discussion the Motion passed.

10. Premises Alarm Security: Agenda item requested by Bill Garamella on 1-27-07

Alarm/security issue at MCAM “Does the Board need to authorize installation of perimeter alarm, motion sensors and isolation of server equipment?” Joe Lahr presented three quotes from local security companies. He reported that ADT had the best quote: \$1,300 installation and a monthly fee of \$38.00 for monitoring service. **A motion was made by Ray to secure the services of ADT pursuant to their quote. Artie seconded** the motion and following further discussion the motion passed.

Bill noted that he would like to see further protection for the server equipment. This was not discussed further. A proposal and cost and consent by the owner of the facility may be needed. The issue of a safe deposit box or safe for MCAM documents was not discussed.

11. Change the Meeting Schedule? A show of hands of directors at the meeting showed a unanimous approval of the 7:00 a.m. meeting time for the Board of Directors’ meetings. Directors had been emailed a calendar to indicate their choice of meeting day, week and time. No one turned the questionnaire in. It was **moved by Artie and seconded by Bill to schedule the regular monthly meetings to the second Tuesday of the month at 7:00 a.m.** Following discussion the motion passed.

Next Meeting: March 13, 2007 at 7:00 a.m.

A motion to adjourn the meeting was made by Glenn, seconded by Carol. No discussion. Motion approved.

Respectfully submitted,

June E. Craig, Secretary
MCAM Board of Directors
March 8, 2007

