



Manchester Community Access Media, Inc.

Public Access Cable Television for Manchester, New Hampshire
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MINUTES OF

MCAM Board of Director's Meeting

July 17, 2007 at 7:00 a.m.

(No quorum for July 10, recalled meeting for July 17)

- 1. Chairman:** Meeting to Order - John St. Hilaire called meeting to order at 7:05 a.m.
Board Members: Present Status: 12 members – Quorum needs 7 in attendance

Attending: Joe Lahr, John St. Hilaire, Ray Buckley, June Craig, Glen Ouellette Will Infantine, Gene Mackie, Bill Garamella, Jean Jeudy and Terry Flower; missing were Artie Gatzoulis and Carol Williams.

- 2. Special Meeting Call: Chairman** John St. Hilaire declared that the meeting would be dedicated to the important human resources issues brought to the Board by the ad hoc Human Resources Committee headed by Will Infantine. The issues listed on the draft agenda forwarded by the secretary would be addressed at the August meeting. The July 10 meeting was originally not held due to unconfirmed lack of quorum. Will Infantine indicated that he really needed a meeting as soon as possible in July to report to the Board for action on the human resources issues. Notice was sent out for the July meeting to be held on July 17 and responses indicated we would have a quorum.
- 3. Secretary's Minutes:** June Craig. Minutes of the June 12, 2007 meeting were forwarded to all members for review via email on July 9, 2007. Chairman declared that the minutes would be voted on at the August meeting.
- 4. Treasurer:** Profit & Loss Statement was submitted by Joe Lahr. Terry will report at the August meeting.
- 5. Human Resources Committee:** Will Infantine reported that he, John St. Hilaire, Carol Williams and Artie Gatzoulis met in June to discuss human resource issues that needed immediate action by the Board. Will noted that whatever action is taken today, that we should remember that human resource issues are always a work in progress.

a) Employee manual implementation.

Will and his committee put together an Employee Handbook which details the do's and don'ts of employment with MCAM, what to expect, etc. The book was put together using a base document template provided by Will. His committee adjusted the base document to fit the needs of MCAM employees. This handbook was forwarded by Will for review by the Board prior to the July 17th meeting.

For Purpose of Discussion June made a Motion to accept the report and recommendations by the Human Resources Committee. This was seconded by Glenn.

- Joe reported that he and his staff had read the booklet and were generally pleased with it.
- It was noted that the Producers have had a Manuel for Membership for over twelve years.
- Ray hoped that initially we would look at the big picture of the Manual rather that line by line.
- Joe has devised a job description for light duty.
- John noted that the manual needs a section that addresses volunteers.

- Ray asked if an employee would have to sign for any changes made to the employee handbook after its initial implementation. The answer was yes.
- It was suggested that HR Committee have another meeting. John proclaimed Will the Chair of the Committee. The Manual could be voted on in August.**
- Bill Garamella suggested the manual could be recirculated twice a year or quarterly.
- June suggested that any revision date be so noted in a footer of the document.
- Gene suggested that any suggested changes or complaints should have a definite source or location to be delivered to.
- (off the subject) The Board of Directors should have such a booklet/manual.
- John suggested that any changes to the proposed manual be emailed to the HR Committee.
- It was noted that all Directors should utilize the MCAM email address: e.g. Joe@MCAM.org
- It was mentioned that the Employee Manual be tabled until the August meeting
- Will noted that there was a need for definite job descriptions.
- Joe advised that he has prepared job descriptions
- A copy of job descriptions was passed out to the Directors for their review.
 - a. Executive Director/Station Manager
 - b. Operations Director
 - c. Production Director
 - d. Production Assistant – (description not provided)

These are the positions currently funded at MCAM
- Current employees should sign off on their finalized job description
- Will asked that the Board members review the Employee Handbook and the job descriptions so they can be officially approved for implementation at the August 14, 2007 meeting. He advises that any suggestions be emailed to him as soon as possible.

- Terry Flower asked about the employees benefits. Will advised that there are many employee benefits already in place but benefits are still being reviewed and discussed.

- Glenn (off the subject) wanted to advise the Board that as the Producer's Representative he wished to announce that the producers are conducting a **Battle of the Bands** to be held at Arms Park with a target income to MCAM of \$20,000, \$5,000 to the Boys and Girls Club, \$5,000 to the Salvation Army, \$5,000 for expenses. Tickets would cost \$10 each. There will be eight bands with \$1,000 grand prize.

b) Commission compensation program.

- Will reported that the HR Committee would like to address the commission compensation program initially for the employees. In addition to the Advertising Commission Compensation proposal from the HR Committee, John St.Hilaire also produced a version for the Board's consideration. John's version was emailed by him to the Board members.
- John explained that there are not an infinite number of sponsorship slots available.
- The fact that MCAM is a non profit entity should be considered.
- Any compensation involving production work utilizing Studio A means more work and time by the employees.
- Ray wondered what were the pitfalls and/or benefits of subcontractors doing the sales.
- June and Will both mentioned that many sales come from the employees through their total involvement in day to day operations. Will mentioned that our employees live and breath their jobs.
- Gene felt that there should be provisions for employees to benefit from their generation of sponsorships.
- Bill wondered if employee compensation would cause conflicts.

(Gene and Ray have to leave meeting at 8:20 a.m. Quorum is still in place.)

- Will stated that our Board does not have responsibility for dollars donated or self donation..
- Will noted that we do not have an advertising brochure in place.
- Will noted that the Board can make a big error here and now. We need to compensate our present employees for all that they are worth, whether in salary or commission or bonus.
- John noted that our present employees have "ownership". They have been "in" from the beginning, accepting salaries that were known to be under the norm. They have vision for MCAM.
- Joe reported that – year to date \$12,000 has been brought in by employees.

- Joe says sometimes the renewals are not followed up.
- Entry slates are thirteen weeks.
- Commission of 15% is the industry norm.
- John says his commission is based on 12%.
- Will noted renewals should be followed up because they are the easiest but perhaps the commission should be lower for renewals.
- Glenn mentioned one producer who has brought in many sponsorships and he has not received any Compensation. Glenn feels this is not encouraging to the producer, who may feel underappreciated if nothing else.
- Perhaps commission should be based on the percentage of profit in range of \$1,000 to 10,000
- For slates not involving video production there should be a certain \$ amount
- For slates where video production is involved the commission should be the percentage of profit.
- Terry expressed worry that we would create sales people out of the employees.
- Joe stated that if we want to raise a little money, leave it to the employees (they do not have time to focus on sales; If we want to raise big money we need to hire salespeople.
- Glenn again inquired about the need to address compensation to the Producers.
- Will advised that it is **imperative** that the Board address the employees' compensation first. Glenn was advised that now that there is a HR Committee the Producers will most certainly be addressed soon.
- Will advised that there are complications and increased time and effort associated with providing compensation to producers. Tax revenue, 1099's, Labor Department – producers on payroll? These are just some of the complications that need more research before implementing a compensation program for sales by producers.

Will made a **Motion that a compensation incentive plan for slates and video projects be created; that a commission percentage to be determined for employees only would be retroactive to July 1, 2007.** This motion was seconded by Glenn. There being no further discussion the motion passed, all in favor.

Flat fees for commissions on sales under \$500 will be review and determined later.

John made a **Motion that the proposal submitted for Major (\$500+) Studio Production Projects be accepted for compensation to employees. The commission is basically 15% of sales gross plus \$15 per hour on direct billable work for production of the video. Will seconded the Motion.** *see below (on the second part of John's proposal) Following further discussion, all in attendance voted in favor; **motion passed.**

** “Studio Production Videos can be based on a Percentage of 15% for anything over \$500.00. Anything under \$500 will be paid at the flat rate fees. Because of the 15% rate on the \$500 or above number the commission will automatically increase as the job grows. We do not need to increase the percentage. Also by keeping this at a constant percentage the fee will be paid from the first dollar. Engineering and production fees should start at \$75.00 per hour for non profit groups and agencies and increase to \$125.00 per hour for our normal commercial rate. Full time MCAM staff must keep track of all billable hours that they work on these projects for production and editing and will through payroll be paid \$15.00 per hour as additional pay for all billable hours that are worked on a project. All regular employees of MCAM will receive compensation for these services and commissions through their regular payroll.*

This additional pay will be itemized as to its source and amount for each service that they are being compensated for.

IE: Slate commission sales

Salaried Payroll *\$ 1,500.00*

Commission Sales:

10 @ \$25.00 = \$ 250.00

2 @ \$40.00 = \$ 80.00

1 @ \$50.00 = \$ 50.00

Production Labor: = \$ 225.00

(15 hours @ \$15.00 per hour)

Total Gross Salary =

\$ 2,130.00

People being paid the Commission fees that are not employees of MCAM will be required to:

- Complete and keep on file with MCAM a current W-9 (Subcontractor form).
- Submit all required MCAM forms completed in full with each sale they make.
- Shall be required to submit an invoice by the 15th of each month to MCAM listing each of the previous months sales recorded by that person with separate listings for returning client sales.
- Payments will be made on the 30th of each month for all sales that are in compliance with MCAM policies and are in good standing.
- Slate commissions will be paid on a Monthly basis for each month that a company opts to renew and remains in good standing.
- In the event that a slate sponsor shall fail to pay its monthly fee, MCAM shall charge back any commissions paid in good faith to the sales person responsible for the sponsor in default. The charge back amount shall be limited to commissions that have been paid on sales that have been deemed uncollectable by the station manager or the MCAM Board Treasurer.

This will give the Station Manager time to verify that all postings are correct, credited to the proper person and in good standing (paid and current) before cutting any checks.”

Folks had to leave for appointments. There was a loss of quorum.

Meeting adjourned at approximately 9:00 a.m.

Respectfully submitted:
June Craig, Secretary
MCAM Board of Directors

MCAM INFO

Fiscal Year: October 1st through September 30

Annual Meeting:

Present members of the Board of Directors:

Joe Lahr, Executive Director	Will Infantine, Human Resources Committee
John St. Hilaire, Chairman of the Board	Jean Jeudy
Ray Buckley, Vice Chairman of the Board	Glenn Ouellette, Producer Representative
Terry Flower, Treasurer, Chair of Finance and Budget Committees	Carol Williams
June E. Craig, Secretary	William Garamella
Arthur Gatzoulis Chair, Policies & Procedures	Gene Mackie

Finance Committee Members: All members of the Board of Directors

Budget Committee Members: Executive Director, Chairman, V. Chair, Treas, Bookkeeper, Mayor Appointee, Secretary

Human Resources: Will Infantine, Arthur Gatzoulis, John St. Hilaire, Carol Williams

Bookkeeper: John Cashin **Employees:** Joe Lahr, Executive Director, Station Manager
 George Cox, Production Director
 Lauren Horton, Operation Director
 and part timer “Catt” Catherine Ladd.

Chronology of MCAM History

March 1, 2004: Date of letter from Mayor Baines recruiting citizens to serve on Committee to take P out of PEG
_____ MCAM designated a Public Charity Non-Profit by the Internal Revenue Service.

April 23, 2005 - Agreement with City of Manchester designating MCAM, Ch. 23 as Public Access Provider for the City

July 1, 2005 - Date of funding MCAM from the City:

August 1, 2005 - Date of first taping in Studio B

May 26, 2007 – Open House - Grand Opening