



# Manchester Community Access Media, Inc.

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

**TV23** www.mcam.org P: 603-622-3023 F: 603-622-9323

## MINUTES OF

MCAM Board of Director's Meeting

March 13, 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: 12 members – Quorum requires 7 in attendance.

Attending: (11) Joe Lahr, John St. Hilaire, Ray Buckley, June Craig, Artie Gatzoulis, Carol Williams, Bill Garamella, Will Infantine, Jean Jeudy, Glen Ouellette and Terry Flower. Gene Mackie did not attend however he arranged that John Cashin, Bookkeeper would attend in his stead to deliver the Treasurer's Report. Almost perfect attendance!

2. **Secretary:** Review Minutes of Board of Director Meeting of February 23, 2007. Board members were emailed a copy of the minutes on March 9, 2007. John noted that future minutes do not need to contain a list of unfinished business. **Ray made a Motion to approve the minutes with list of unfinished business removed; the Motion seconded by Glenn.** The Motion to accept the minutes as changed passed.
3. **Treasurer's Report:** John Cashin, bookkeeper was in attendance at the request of Gene Mackie. Upon reviewing the figures projecting \$32,000 new income for the 2007 year in comparison to the 2006 fiscal year, he deemed that MCAM could support equipment lease to complete Studio A. He estimated the cost of the lease for 2007 would be \$13,000 and next year 2008 would be \$26,000. He noted that he had not been provided a copy of MCAM's 2007 Budget. Joe stated that a meeting was held on October 26 at 5:00 p.m. Attending the meeting were John St. Hilaire, John Cashin, Gene Mackie, Will Infantine, Glenn Ouellette, June Craig and Joe Lahr. John St. Hilaire asked Joe to provide John with the document. It was noted that there was no Treasurer's monthly Profit and Loss Statement or Balance Sheet provided at this meeting.

**Ray made a Motion To Accept the Treasurer's Report as presented; the Motion was seconded by Bill,** and there being no further discussion, the Motion passed.

June noted that there was a possibility that Gene will be resigning from the Treasurer position. John Cashin declined any thought to taking over the position. Terry Flower was asked if this was a position she might assume if Gene does submit his resignation. Further discussion of this subject will be brought up at the next meeting pending any development.

4. **Equipment Lease:** John recapped the results of meetings with Centrix Bank, So. NH Bank and Citizens Bank. Citizens Bank as earlier reported by Joe in his email has approved us for an equipment lease and the Board approved Joe to go forward with the Equipment lease at the February 23<sup>rd</sup> meeting. Joe is in the process of providing Citizens with a list of

equipment to be purchased and the vendors. He noted that the \$100,000 listed as the cost of this equipment to be purchased was retail cost. Joe is in the process of collecting bids for the equipment list, hoping to reduce the cost. Joe noted that it was not a requirement of Citizens that we move our other accounts to their bank. The lease would be a five year term. At the end of the lease there would be a \$1 buyout of the equipment. There is no prepayment penalty.

John St. Hilaire noted that Bank of America had not been approached in the search for a lease or loan. Bank of America is the bank that held our restricted equipment funds. He stated that he would make arrangements to meet with a representative of this bank to see what they could offer.

5. **Grand Opening:** Lauren Horton emailed the Board a projection of a three night set of events. Following discussion it was agreed that: Wednesday, **April 25<sup>th</sup>** would be set aside for invited guests of the sponsor of the Norman Rockwell exhibit. The City Government, i.e. Mayor, Aldermen, Department Heads would also be invited for the 25<sup>th</sup>.

**April 26** will be for the Producers, Trolley Night attendees and attendees of Alliance For Community Media who will be in town for a spring conference.

An additional date, possibly **April 27<sup>th</sup>**, would be set for possible commercial clientele, Non-Profit Groups and other possible business clientele.

6. **Poker Games:** Net proceeds of our ten games in March have not been finalized but it is in the \$15,000 range. June asked if we could have someone besides Joe present to cover the Poker event. It was explained that the list is short as the person must have check signing abilities and that the process is lengthy to get people approved. We can look into this issue at another time.
7. **Second Channel Update.** John St.Hilaire reported that as of yet there has been no meeting of City officials, MCTV and MCAM representatives. He is waiting to hear from Tom Arnold of the City Solicitor's office about a new meeting date. The first date set for the beginning of March was postponed.
8. **Sub-Lease** "Stealth Health" AKA Mr. Peter R. Mahoney and Mr. Mike Cyr have moved into the sub lease space. They signed the Lease and paid a deposit of the first and last month of the lease.
9. **Public Attendance at MCAM Board of Directors' meetings** was suggested by Will Infantine several meetings ago. Will made a **Motion the MCAM invite the public to our Board of Directors' meetings through our weekly press release. There could be 10 minutes up front for public comment beginning at 7:00 a.m. The motion was seconded by Glenn.** During discussion it was added to the Motion that after the ten minute public session the public can stay at the meeting but cannot speak. Jean Judy and Carol Williams opposed, others approved, **motion passed.**
10. **Facility and E & O Insurance Report by Will Infantine.** Will was directed to put together a spec document to accept bids on insurance packages.

11. **By-Laws & Policy Committee** – Arthur Gatzoulis, Chairman. A Revised version of the By-Laws with the recently approved revision about the 25 mile residency limit of Directors will be emailed to everyone.
12. **Sponsorship and Marketing** – John St. Hilaire Chairman. John anticipates a meeting with Joe Lahr followed by meeting with the Sponsorship and Marketing Committee members. John will send a meeting notice to all board members as all Directors are welcome to be on the committee. With recent changes to the Board of Directors the old committee list is obsolete.
13. **Political Candidate Ads and Political Action Committee Ads.** There was strong discussion on this subject which generally pointed to many pitfalls not worth the money it may bring in. **Carol made a Motion seconded by Bill that this issue will go to the Policy and Procedure Committee to set up a policy governing PAC sponsorships as well as political sponsorships.** Following discussion the Motion passed. The board recommended that PAC as well as Political Candidate money not be accepted for slates or governed advertising at this time. Artie will send out an email for the members of the Policy and Procedure Committee with a date and time to meet within the next two weeks.
14. **Facility Issues:**
  - a. **Handicap Access Bathroom Facilities** – JCM Management is still working on this. The bathrooms are roped off and folks are directed to an upstairs bathroom.
  - b. **Handicap Parking.** John says he is waiting for delivery of the sign for the building... Painted parking space line indicators are the responsibility of JCM Management. Stealth Health will be requiring signage. Joe suggested that they use their window in the entry hall. Any exterior signage must be approved by JCM Management and MCAM.
  - c. **Kitchen Sink** The sink is in!! Plus we still have the utility sink. Lauren Horton advised that her husband spent two weekends of his valuable handyman time doing this for MCAM. He is now on our Hero List.
  - d. **Alarm security installation.** The installation of the security system is nearly complete. This new system ties in with the existing security system that was in place. Additional security can be had for a spot not included in the quote that is managed by software. Another great feature of the new security is that it is expandable. There was discussion about the art exhibit that is planned for the Grand Opening. The Exhibitor should provide us with a certificate of insurance coverage for his property.
  - e. **Further security** for the proximity of the server equipment as mentioned by Bill Garamella. John will look into a ½” clear acrylic panel which is the same material used in areas as bullet proof glass to be installed at the point of concern. John will bring a quote to the next meeting.
  - f. The prices at two office stores for a **fire proof safe** are \$375.00. June made a **motion that Joe Lahr be directed to purchase a fire proof safe for storage of MCAM’s valuable documents. Glenn seconded the motion;** the motion passed.
15. **Intern/work study position.** No action on this item yet.
16. **Letter to new prospects** for a position to the MCAM Board of Directors. June will work on the letter and send to two new potential Directors before the next meeting

Respectfully submitted,

June E. Craig, Secretary  
MCAM Board of Directors  
March 19, 2007

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### **Brief on 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

Finance Committee Members: All members of the Board of Directors

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

#### **Present members of the Board of Directors:**

Joe Lahr, Executive Director

Will Infantine

John St. Hilaire, Chairman of the Board

Jean Jeudy

Ray Buckley, Vice Chairman of the Board

Glenn Ouellette

Gene Mackie, Treasurer, Chair of Finance and Budget Committees

Carol Williams

June E. Craig, Secretary

William Garamella

Arthur Gatzoulis Chair, Policies & Procedures

Terry Flower

**Bookkeeper:** John Cashin

**Employees:** Joe Lahr, Lauren Horton, George Cox and part timer Bill Ferrarini.