

CMBC Board Meeting Minutes
October 18, 2007 (rescheduled from 10/4)
MOCC Offices, 6-8:30 pm

Attended: LaNette Davis, Maresa Gold, David Johnston, Bunnie Riedel, Sandra Long,
Mike Gray, Jayfus Doswell, Denise Lowery, Bonnie Raindrop
Absent: Helen Holton, V.Lee.Brady

Welcome, agenda review, minutes approval

- Meeting called to order 6:10
- David Johnston, new Board member introduced
- Minutes reviewed. Motion to approve without changes by Sandra Long, seconded by Maresa Gold.

Organizational learning

- Watched Salem Access DVD compliments of Loretto Gubernatis.
- LaNette Davis expressed disconnect about how programming decisions on Channel 75.
- Bunnie Riedel explained there is a limited community of producers currently, who are vying for their programming to be shown; there is a hierarchical protocol for decision-making.
- Concern voiced that local producers not being best served by programming decisions. Since CMBC is not officially empowered yet, we cannot have much impact now. This issue will be discussed again.

Board expansion

- Sandra Long expressed opinion that the Board needed to be expanded in number, to accomplish the aggressive agenda more quickly.
- Discussion ensued and following points were made:
 - Sandra Long said we need the additional support, board members stressed with too much responsibilities, most are serving on multiple committees
 - Mike Gray requested Board members help in providing candidate names is needed, reiterated wisdom of finding people with needed skills
 - Bunnie Riedel noted that perceived slow progress should be balanced against realities which have been out of the control of the Board; Board has had to complete several major initiatives, which were expected to be handled by the

Board of Incorporators before Board was seated including City contract which took 5+ months to obtain feedback and agreement, delays in obtaining accounting of CMBC funds.

- LaNette Davis said hiring a part time staff person to support Board operations and communications is the next step, and will free Board members time to make faster progress;
- Jayfus Doswell noted we need people with specialties not just bodies, a swat analysis needed; agreement to this last point;
- Sandra Long reiterated our 2 year plan is aggressive and will take addl. people, based on her experience the Board size should be 15 and recommended the measure for formal vote;
- Reviewed process to amend bylaws should an expansion measure be undertaken:
 - Procedure to amend bylaws: will take 2/3 vote of Board of Directors and proposed amendment shall be stated in a written notice to all Board members and mailed 30 days before the meeting, where vote can be taken. Current schedule would mean the earliest a vote could be taken would be at the December meeting.
- Secretary (correction: Sandra Long) will send out letter to all Board members so a vote can be taken in December

Committee Reports

Nominating Committee

- Mike Gray reported on two candidates the committee had interviewed, noting both have needed qualities and skills.
- Nominating committee recommended both candidates.
- Vote taken to accept for Board positions:
 - Paul Taylor – unanimous agreement
 - Troy – unanimous agreement
- Mike Gray will contact both candidates and let them know their were accepted and advise them of coming meeting schedule.
- Bonnie Raindrop will contact Community Law Center for attorney recruiting

- Need to do a SWAT analysis was reiterated; no one was tasked with this action.

Finance Committee

- Budget –
 - Jayfus Doswell provided 3 yr projected budget, developed in last meeting, for calendar year, 2008-2010 for accountant to include in 501c3 application. Jayfus Doswell will send to Board members.
 - Adjustment needs to be made from \$60k to \$40k from Comcast operating income (cable grant category) for 2008 forward.
 - Mike Gray asked if plan is to ask Comcast to allow us to reallocate capital funds to operational; Sandra Long will have conversation with Barbara Gerring at Comcast about changing the contract so that some of capital funds can be moved to operating.
 - Budget was reviewed during the meeting and changes were made.
 - Jayfus Doswell will finalize changes and send budget out to all Board members for comment.
 - All Board members will immediately review and Reply All with questions, comments.
 - Finance Committee was empowered by Board to address questions, to finalize budget after Board review by email.
- Application for 5013c
 - Maresa Gold will work on compiling materials for King & King checklist between now and October 30.
 - Finance Committee will file all docs w/ Kara King by 11/1. Will schedule meeting w/ Sandra Long to review and approve all info to be sent to Kara King.
- LaNette Davis will obtain QuickBooks pro voucher to buy software.
- LaNette Davis recommended and it was agreed that Kara King report at December meeting on what we will need to do for book keeping, annual reports, etc. LaNette Davis will make arrangement with Kara King for this.
- Sandra Long asked LaNette Davis to send her Kara Kings' timeline for submittal and completion of 501c3

- Suspended other procurements and insurance decisions for November meeting

Site Committee

- Sandra Long reported that not much progress has been made since last Board meeting. She forwarded e-copy of consultant's recommendations for facility plan changes to Dr. Simmons, who has agreed to provide an amended plan.
- Sandra Long will have 3-way call with Dr. Simmons and Marilyn Harris-Davis before the next meeting.
- LaNette Davis asked if cost had been discussed; it is needed for budget.
- Bonnie Raindrop noted that Dr. Simmons had said he would meet with his Board to discuss financial aspects of the relationship two months ago and voiced concern about lack of accountability re: their own steps to move the process forward. Is this an example of problems to come?
- Again, college's deadline to encumber funds (12/31) was noted. Board members are frustrated and concerned that the college is dragging feet on fulfilling simple obligations to move process forward. MOU must be written to encumber funds.
- Jayfus Doswell will send MOU template to Sandra Long, notes partnering w/ college has numerous financial benefits for CMBC's grant potential.
- Sandra Long noted we have not found other options.
- Bonnie Raindrop asked the Site committee to move forward on meeting with Karla Hayden to discuss a library option more seriously. Sandra Long agreed to call Karla Hayden about a meeting date.

- At 8:30, Sandra Long suspended remainder of agenda until Nov 1 meeting:

Strategic Planning - Task list, project management

Executive Committee

Producers' event planning

Retreat, meeting scheduling '08

Check out

