

**Approved Board Meeting Minutes of
June 19, 2006**

A meeting of the MCT Board of Directors was held at 7548 Standish Place in Rockville, Maryland on Monday, June 19, 2006. The Board members in attendance were:

Theresa Cameron
Marion Hayes Hull
Merrill Hessel
Ginny Hillhouse
Jim Klimaski
Bill Larson

Paula Moore
Nancy Poole
Eugene Saunders
Francine Wyron
John Zakian

Call to Order

The meeting was called to order at 7:34 p.m. Richard Turner, MCT Executive Director, and Alice Gordon, Board Assistant, were also in attendance.

Roll Call

The following Board members having previously advised of other commitments were excused: Haig Ellian, Gracie Rivera-Oven and Ginny Gong.

Haig Ellian designated Merrill Hessel to exercise his proxy vote.

Gracie Rivera-Oven designated Theresa Cameron to exercise her proxy vote.

Ginny Gong designated Eugene Saunders to exercise her proxy vote.

Approval of minutes of May 15, 2006

Bill Larson moved and Marion Hayes Hull seconded the motion to accept the May 15, 2006 minutes. The motion carried unanimously.

President's Report

A second complaint from Lih Young addressed to both the Board and the staff was received on June 19, 2006. Staff communicated to Ms. Young that her first complaint was received and that the Board chose not to take any action. The Board discussed how the second complaint should be handled and the board concluded it should be handled by staff.

Indiggo Associates is requesting the postponement of routine staff performance evaluations at this time since the staff is undergoing extensive interviews and facilitation by Indiggo. MCT guidelines require staff performance evaluations be concluded by June 30, 2006. However, Indiggo requests the staff evaluation begin October 1, 2006. The Executive Committee unanimously supports this request.

A chairperson for the Audit Committee has been appointed and the committee has 5 members. The chairperson will meet with Debbie Billings, MCT's Accounting Director and the auditors regarding the FY07 Budget and then schedule an Audit Committee meeting. Two members were added to the Budget and Finance Committee.

Board Secretary Francine Wyrton read the minutes from the Executive Committee meeting of June 19, 2006.

MCT Board of Directors
Executive Committee
Meeting of June 19, 2006

Call to order – 6:16

Attendance –

Gene Saunders, President
Nancy Poole, Immediate Past-President
Fernando Cruz-Villalba, Vice-President
Francine Wyrton, Secretary
Richard Turner, Executive Director

President's Report

- Board Summer Meeting Schedule- details will be distributed at the full board meeting (ADDENDUM I)
- By September 18 - Six Organizational members to be selected by the Board, with final approval November 20.
- By late September - up to 8 Unaffiliated MCT member seats to be filled by petition for 8 or fewer qualified petitioners. If there are more than 8 qualified petitioners, members will be selected by election in mid to late December.

Executive Director's Report

- Union negotiations will be discussed in a closed session at tonight's board meeting
- County Production Services Contract Update - submitted on June 7. We should hear something in the next 30 days
- MCT Financials Update; FY 2007 Budget – Richard will discuss this at tonight's Board meeting. It is basically the same budget submitted in November with the additional \$40,000 that the county approved.

Old Business

- ACM conference. Anyone planning to go to the conference please let Richard know so that you can be registered.

New Business

- The board received a second complaint from MCT member Lih Young which will be circulated at tonight's meeting.

Adjourn – 6:46

Executive Director's Report

- Opening of the Gilcrest Center - Jasmine White, the Community Project Manager for down-county will begin spending 3 days a week at the Gilcrest Center. Beginning in July, MCT launches 2 classes there – Youth Documentary and Video Blogging. Initially, the classes are available only to people in the down-county area and class fees have been waived.
- Outreach Activities/Partnerships
 - 1) Smithville School & Museum - This school was originally a segregated colored school which has now been restored. They want to partner with MCT on a project called “Save Our History”. They are interested in training youth to document and archive the oral histories of alumni.
 - 2) Arts & Humanities Council – Their staff is working on a proposal that brings together a coalition of arts groups and nonprofits, including MCT, to tell stories using various art forms, i.e. video technology.
 - 3) Youth & Community Technology Centers for down-county – Richard Jaeggi is putting together a grant which includes MCT as a partner.
- MCT Financials - Richard is working with the county on year end wrap-up for FY06, making sure year-end billings are completed prior to the fiscal year end.
- Upcoming political season planning - MCT is working with the League of Women Voters to plan debates. Candidate's forum is also planned.
- Public Policy -
 - 1) The COPE Bill - The bill has passed in the house and is on its way to the Senate. The result of the bill will cut approximately 50% of total funding for public interest divisions of the franchise. Richard meets with Senator Mikulski's staff tomorrow to discuss the COPE Bill's importance to MCT.
 - 2) Net neutrality - MCT wants to ensure that it won't be discriminated against by signal providers given MCT isn't included in provider program contracts.
 - 3) Anti-redlining/Build-out Provisions - MCT wants to ensure build-out and wiring occurs throughout the county so that MCT distribution is not limited.
- Update on Stolen Projector - A police report has been filed. The projector was insured and county owned so property insurance will replace it. It is on schedule to be replaced by the county.
- MCT's Annual Picnic for volunteers, staff and Board members - To be held at Bohrer Park on August 20, 2006.

Committee Reports

Budget and Finance Committee

- In an effort to engender goodwill in the community, the committee agreed to place some of MCT's CDs in local banks with competitive rates rather than in an internet bank.
- The committee suggested that since MCT is in good financial shape, we should consider adopting a fixed asset policy so that on an on-going basis, funds are set aside to replace, upgrade and enhance fixed assets.
- The committee wants to adopt a new policy for managing the budget that supports accountability while allowing the Executive Director more flexibility and adaptability in managing the budget on a monthly and yearly basis. The committee recommends that a line item requiring a transfer of \$3,000 or more or 10% of the annual total between the

line items go to the Executive Committee for action and for anything less than \$3,000 the Executive Director take action and then report it to the Executive Committee.

- The Budget and Finance Committee moved to adopt the proposed line item budget policy. All in favor; one abstention. The motion carried.
- John Zakian moved that for July and August a continuing resolution be adopted authorizing Richard to spend at the 2006 rates with an added proviso that whatever is established for July 1 goes into effect. Merrill seconded the motion. All in favor; one abstention. The motion carried.

Bylaws Committee

All MCT originating documents filed have been received and will be available to all Board members.

Volunteer Initiatives Committee

- The committee proposed the following new policies:
 - 1) Reduce membership dues structure to encourage volunteers to remain members.
 - 2) Temporarily implement a scholarship program for video production classes.
- Jim Klimaski, Chair of the Volunteer Initiatives Committee, recommends that membership dues be tiered and restructured. (See Addendum II)
 - The motion calls for a three-tier dues structure for certified members:
Youth (21 and younger) - \$15
Adults - \$40
Seniors (55 and older) - \$30
 - Carla Satinsky moved that the motion be modified to a two-tiered dues structure for certified members:
Youth fee - \$15
Adult fee - \$30
Nancy Pooled seconded the amendment.
In favor – 3; Oppose – 5; Abstain – 4. The amendment failed.
 - The original motion passes. In favor – 7; Oppose – 3; Abstain– 3.
 - The committee also moves that MCT reduce fees for video production classes beginning July 1, 2006 and ending December 31, 2006. Motion passes unanimously.

Public Access Committee

The committee had not met.

Strategic Planning Committee

Meeting postponed to July.

Personnel Committee

Summary minutes of the meeting were distributed to the Board. Due to a number of sensitive personnel items the summary is confidential and cannot be distributed publicly. The meeting discussions included:

- Developing a conflict of interest policy.
- Revising MCT's employee handbook.

- Nancy Poole, on behalf of the committee, requests the Board establish a policy regarding nepotism. The issue centers on choosing a standard definition of what constitutes family. Richard proposes a more inclusive definition of family rather than the county policy which is more exclusive.
- Merrill Hessel moved to accept the expanded policy on nepotism as written by Richard. In favor – 10; Opposed – 1; Abstention – 2. The motion passes.

Technology Committee Report
Scheduled to meet in August.

Closed session – The board convened to a closed session.

Open session

Carla Satinsky moves that as of July 1, 2006 non-union personnel get a 4% increase in their salary based on November 2005 CPI. The motion was seconded by Bill Larson. Motion passes unanimously.

The Board wants the record to reflect it's appreciation of all the hard work performed by the staff over the past year.

New Business

Since the Board composition has changed over recent months there is a request for a new board list with updated contact information.

Merrill Hessel moved to adjourn the meeting. Noreene Wells seconded the motion. The motion passed unanimously.

Adjourned – 9:46 p.m.

ADDENDUM I

CALENDAR OF MCT BOARD MEETINGS AND BOARD PLANNING: SECOND HALF CY 2006

Tuesday, July 11 – Special Meeting for facilitation @ Indiggo, including discussion of Board planning.

Monday, August 21 – Special Meeting for Board Planning @ MCT or Indiggo

Wednesday, August 30 – Special Meeting for facilitation @ Indiggo

Thursday, August 31 – Due date for receipt of letters from Organizations seeking seats on the Board for CY 2007-2010 (6 organizations are to be selected)

Monday, September 18 – Regular Board Meeting @ MCT: preliminary approval of 6 organizations

Tuesday, September 19 – 60 day notice sent to County Council informing of 6 organizations selected

Thursday, September 21 – Petitions due for MCT Unaffiliated Board Members (8 maximum)

Thursday, November 16 – Ballots sent to all MCT members for election of unaffiliated members if there are greater than 8 qualified MCT member petitions

Monday, November 20 – Regular Board Meeting @ MCT: Final approval of 6 Organizations to be accepted onto the Board

Friday, December 1 – Deadline for 3 Municipal Representative Board Member appointment letters to be received for term to begin January 2007; deadline for postmark of ballots for unaffiliated member election to be received

Monday, January 1, 2007 – terms of all newly elected and appointed Board members begin; beginning January 2007 Board appoints up to 3 At-Large directors

Summary: 1) 6 Organizational members are selected by the Board by September 18, with final approval November 20, 2) up to 8 Unaffiliated MCT member seats are filled by petition by late September (for 8 or fewer qualified petitioners), or by election by mid-late December, if there are more than 8 qualified petitioners 3) 3 Municipal representatives are appointed by their municipal entities by December 1, and 4) the Board appoints up to 3 At-Large members in early 2007

Conclusion: The Board will have to decide by mid-late August, which current members it wishes to re-admit into Organization representative seats, and the letters from those organizations will need to be received on a short time deadline ending August 31; the 3 highest priority individuals as of January will be selected for the At-Large Board seats.

ADDENDUM II

Committee on Volunteer Initiatives

The Committee's recommendation is to increase the number of volunteers by reducing financial barriers.

1. Implement a tiered and reduced dues structure for member annual dues.
 - a. Youth membership 21 or younger - \$15
 - b. Senior membership 55 or older - \$30
 - c. Regular adult membership - \$40

2. Implement a limited time scholarship program for all entrants into video production classes. This would be in effect July 1, 2006 through December 31, 2006.

**Minutes of Special Board Meeting
July 11, 2006**

A special meeting of the MCT Board of Directors was held at 11921 Rockville Pike, Rockville, Md., fourth floor conference room on Tuesday, July 11, 2006. The Board members in attendance were:

Theresa Cameron
Fernando Cruz-Villalba
Ginny Gong
Merrill Hessel
Marion Hull
Jim Klimaski

Nancy Poole
Carla Satinsky
Eugene Saunders
Noreene Wells
John Zakian

Call to Order

The meeting was called to order at 7:31 p.m. The following were also in attendance:

Richard Turner, MCT Executive Director
Janeen Gelbart - Indiggo Associates
Marc Inzelstein - Indiggo Associates

Roll Call

Carla Satinsky moved, and Noreene Wells seconded that the following Board members be excused:

Haig Ellian, Ginny Hillhouse, Bill Larson, Paula Moore, and Francine Wyron.

The motion passed with two abstentions. Graciela Rivera-Oven was absent without requesting excusal.

The meeting was then convened in closed session. Prior to adjournment, the meeting was re-convened in open session. Theresa Cameron moved for adjournment, seconded by John Zakian.

Adjournment: The meeting was adjourned by acclamation at 10:06 p.m.



These minutes were recorded by Gene Saunders, acting as Secretary.

Minutes of Meeting
June 14, 2006

A special meeting of the MCT Board of Directors was held at Indiggo and Associates, 11921 Rockville Pike, Suite 500, Rockville, Maryland on Wednesday, June 14, 2006. The Board members in attendance were:

Fernando Cruz-Villalba
Haig Elian
Ginny Gong
Marion Hayes Hull
Merrill Hessel
Ginny Hillhouse

Jim Klimaski
Paula Moore
Nancy Poole
Carla Satinsky
Eugene Saunders_
Francine Wyron

Also in attendance were Janeen Gelbart and Marc Inzelstein of Indiggo Associates and Executive Director, Richard Turner.

Call to order

The meeting was called to order at 7:19 p.m.

Roll Call

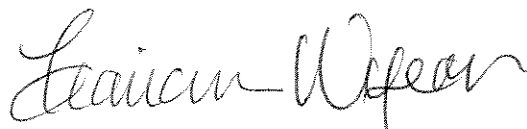
The following members asked to be excused for this meeting: John Zakian Noreen Wells and Gracie Rivera Oven. Carla Satinsky moved to excuse these members and Paula Moore seconded. The motion passed - 11 for, 1 opposed.

Board members Bill Larson and Theresa Cameron were unexcused.

Closed Session

Adjourn

The meeting was adjourned at 10:01 p.m.


Francine Wyron
Board Secretary

**MCT Board of Directors
Executive Committee**

Meeting of July 17, 2006

Call to order – 7:40

Attendance –

Gene Saunders, President,
Nancy Poole, Immediate Past-President
Richard Turner, Executive Director

Not Present:

Fernando Cruz-Villalba, Vice President
Francine Wyrton, Secretary.

President's Report – None

Executive Director's Report - Richard Turner

- Finance and Accounting Activities: Preparations for the Voluntary Compliance Program closely overlap in time the preparations for the FY 2006 audit, and necessitate a delay in the audit execution unless additional outside accounting help is brought in. As of this meeting date the books are still open for June 2006.
- Personnel Hiring Progress
 - Two positions are still open: the Media Resource Technical Team Manager, and one of the Community Project Manager positions. One Community Project Manager has recently been hired.
- Board Position Recruitment Support
 - Letters to organizations inviting application for seats on the MCT Board beginning January 2007 are expected to be sent out within approximately one week's time.
 - Richard will seek out advice and assistance from Maryland Non-Profits in setting up the procedures for the MCT member ('Unaffiliated Board Member') petition and election process..

Old Business, New Business: None

Adjourn – 8:55 pm



(These minutes were recorded by Gene Saunders, acting as Secretary)

**MCT Board of Directors
Executive Committee and Budget and Finance Committee
Meeting of August 14, 2006**

Call to order – 7:38

Attendance – Gene Saunders, President
Nancy Poole, Immediate Past-President
Fernando Cruz-Villalba, Vice-President
Francine Wyron, Secretary
Haig Ellian
Lee Klumpp, Chair, Audit Committee
Darryl Lesesne- via telephone
Richard Turner, Executive Director
Debbie Billings, Staff Accountant

Presentation of the Audit Committee Progress

- First meeting of the Audit committee was last month
- Mr. Klumpp met with the audit firm, Richard Turner and Debbie Billings to discuss the details of the audit.
- A date has not yet been set but should be around the first of September.
- The Audit Committee will review drafts of the report prior to its presentation to the Board of Directors

Presentation of the Requirement for a Separate VCP Annual Audit

- Department of Labor and the Employee Retirement Income Security Act (ERISA) require that retirement benefit plans with greater than 100 participants be audited by a CPA. Due to the VCP filing MCT's plan falls in this category.
- This audit can either be a full scope audit or a limited scope audit. The limited scope audit will satisfy the requirement and will audit the plan, but not its investments.
- The Audit Committee recommends the limited scope audit for MCT's plan to be performed by the same firm as our annual audit.
- The estimated cost of the VCP audit will be \$5000-\$6500 and will need to be attached to the Form 5500 filing due every July 31st. It will require an adjustment in the current budget as this audit will need to be done in or around the month of April, prior to the next fiscal budget.
- All in attendance endorsed the recommendation of the Audit committee to have a limited scope audit performed on the Mutual of America retirement plan.
- The committee also recommends exploring the possibility of amending the Mutual of America plan with regard to MCT contribution and with regard to creating a minimum balance requirement which would require an employee who has less than a certain dollar amount in his or her account to move the funds out of the plan. This could reduce plan cost and the number of participants and consequently the requirement for the audit.

Staff Presentation

VCP Plan update –

- Packets were sent out to all 57 terminated employees affected by the VCP. As of today 37 of them have been received and 13 have completed and returned an enrollment form.
- There are 9 current employees affected by the VCP. Seven of them have met with Debbie to discuss the VCP and she is in the process of arranging the remaining two meetings.
- Only 2 of the people on the list were not reached by the initial mailing and efforts are underway to locate them.
- Mutual of America will meet with staff to discuss the enrollment process in the last week of August.

Audit prep –

- Staff is waiting for the initial request for materials for the first phase of the audit to begin sometime in early September.

Financials update –

- Still trying to close the June books in order to be ready for the audit.
- Personnel update –
- In the place of the accounting temp that has left, Evolutionary Business Systems has been temporarily assisting with MCT's accounting needs. They are in the process of hiring another temp to do the work.
- Staff is currently conducting an annual Worker's Compensation audit and a general liability audit

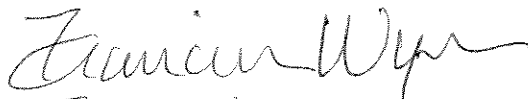
Dues payment requests –

- Once the online payment system is in place, dues cards will be mailed.
- This new online payment service will require MCT to open an additional account.

President's report

- The next meeting of the Budget and Finance Committee has not been scheduled, but it is anticipated to be called for sometime in October.
- There will be an optional attendance Board meeting for the week of September 11. The purpose of this meeting will be to vet and approve the organizational applications for Board seats.
- There will be a regular Board business meeting called for October and if necessary December.

Adjourn – 8:45


Francine Wyron
Board Secretary

Minutes of Meeting
August 21, 2006

A special meeting of the MCT Board of Directors was held at Indiggo and Associates, 11921 Rockville Pike, Suite 500, Rockville, Maryland on Monday, August 21, 2006. The Board members in attendance were:

Fernando Cruz-Villalba
Haig Ellian
Ginny Gong
Merrill Hessel
Marion Hayes Hull
Ginny Hillhouse
Jim Klimaski
Paula Moore

Nancy Poole
Carla Satinsky
Eugene Saunders
Jonathan Walker
Noreen Wells
Francine Wyron

Call to order

The meeting was called to order at 7:35 p.m.

Also in attendance was Richard Turner, MCT Executive Director

Roll Call

Carla Satinsky moved, and Nancy Poole seconded that the following Board members be excused:

Theresa Cameron - due to illness.

Bill Larson - previous commitments

Closed Session

Announcements


A meeting will be held on Wednesday, September 13 for the purpose of vetting organizational member applications. This meeting is optional for board members.

There will be time set aside during the September 18 \regular meeting of the board to discuss outreach.

Adjourn

Haig Ellian moved for adjournment Ginny Gong seconded the motion.

The meeting was adjourned at 9:11 p.m.


Francine Wyron
Board Secretary

Minutes of Meeting
August 30, 2006

A meeting of the MCT Board of Directors was held at Indiggo and Associates, 11921 Rockville Pike, Suite 500, Rockville, Maryland on Monday, August 30, 2006. The Board members in attendance were:

Theresa Cameron
Fernando Cruz-Villalba
Ginny Gong
Merrill Hessel
Ginny Hillhouse
Jim Klimaski
Paula Moore

Nancy Poole
Carla Satinsky
Eugene Saunders
Jonathan Walker
Noreen Wells
Francine Wyron

Call to order

The meeting was called to order at 7:35 p.m.

Also in attendance were:

Richard Turner, MCT Executive Director
Janeen Gelbart - Indiggo Associates
Marc Inzelstein - Indiggo Associates

Roll Call

Carla Satinsky moved and Ginny Hillhouse seconded the motion to excuse the following members:

Marion Hayes Hull, Haig Ellian, Bill Larson

President's Announcements

- There will be a regular meeting of the board on October 16, 2006
- There will be 30 minutes within the September 18, 2006 board meeting dedicated to a discussion about outreach.
- There will be an optional attendance board meeting on Wednesday September 13, 2006 at 7:30 pm at Indiggo and Associates for the purpose of vetting organizational applications for the board
- The regular Board Meetings will be monthly through November and possibly December.

Closed Session

Fernando Cruz-Villalba moved and Jonathan Walker seconded the motion to hold a board retreat between now and November 30, date and time to be determined. The motion passed: 9 for, 0 against, 3 abstain

Ginny Gong moved and Carla Satinsky seconded the motion to have the full board review

the Executive Director's performance goals and provide a performance evaluation to Richard Turner during a closed session during the September 18, 2006 regular meeting of the board.

Adjourn

The meeting was adjourned at 10:45 p.m.

Francine Wyron
Francine Wyron
Board Secretary