

MCT Board of Director's Meeting  
November 17, 2008

A meeting of the MCT Board of Directors was held at 7548 Standish Place in Rockville, Maryland on Monday, November 17, 2008. The Board members in attendance were:

Michael Boblitt	Lee Klumpp (by phone)
Diane Butts	Darryl Lesesne
Dennis Courtney	Marian Merewitz
Steven Freidman	Eugene Saunders
Ginny Gong	Paul Silverman
Merrill Hessel	Jonathan Walker, Sr.
Tom Hoopengardner	Noreene Wells
Marion Hayes Hull	Francine Wyron
Jim Klimaski	

**Call to Order**

The meeting was called to order at 7:38 p.m.

Also in attendance were:

Richard Turner, MCT Executive Director  
Alysia Thaxton, Executive Assistant  
Don Katzen, Operations Director  
Bill Stewart, Secretary of the MCT Volunteer Association

**Roll Call**

The following board members issued proxies:

Toby Beach to Tom Hoopengardner  
Fernando Cruz-Villalba to Lee Klumpp  
Henry Hailstock to Darryl Lesesne  
Sharon Levine to Marion Hayes Hull  
Paula Moore to Eugene Saunders  
Nancy Poole to Marian Merewitz

Dennis Courtney moved and Darryl Lesesne seconded a motion to excuse the board members who were absent without proxies. The motion passed 23 for 3 opposed.

**Approval of the October 2008 Board Minutes**

Correction to the draft October minutes, change the date on the last page from November 20<sup>th</sup> to November 17, 2008.

Francine Wyron moved Paul Silverman seconded a motion to accept the October 2008 board minutes with the above correction. The motion passed unanimously.

Marian Merewitz, the Board Secretary, read the Executive Committee minutes for November 17, 2008.

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MCT Board of Directors  
Executive Committee  
Meeting of November 17, 2008

**Call to order** – 6:12 p.m.

**Attendance**

Lee Klumpp, President via telephone  
Marion Hayes Hull, First Vice-President  
Eugene Saunders, Immediate Past President  
Dennis Courtney, Second Vice-President  
Darryl Lesesne, Treasurer  
Marian Merewitz, Secretary

Also in attendance were:

Richard Turner, MCT Executive Director  
Don Katzen, Operations Director  
Debbie Billings, Business, Administrative & HR Director

**Executive Director's Report**

- Richard gave an overview of his outreach report. He is currently developing the calendars, as requested, to include organizations for the type of outreach MCT could use and of local events which could possibly be covered by the various groups associated with the MCT organization.
- The Budget and Finance Committee did not meet. No increase in budget submitted.
- Nothing new to report from the County Council.
- Donna Keating has requested formal documentation on the reorganization.
- MCT is currently reviewing the residency requirements due to a user/member item involving "denied services" for non-residency.

**President's Report**

- Richard's status was mentioned. The request was made to give the Executive Committee the requested reports by December 1<sup>st</sup>.
- All of the newly elected board members met the criteria for becoming board members. All will be starting their terms at the January Board meeting.
- The employee 403B plan was discussed with regard to the new documentation requirements needed by the end of the year. A hard copy

will be distributed tonight to the full board. Any board members with questions will be requested to submit them to Debbie or Darryl by 12/1. An open joint Executive Committee and Budget Finance meeting will be held on Dec. 9 to decide on whether to adopt the plan as outlined or not. A representative from Mutual of America will be asked to attend in order to explain and answer any further questions at that meeting.

- Recommendations for board members to be on the nominating committee for At -Large members will be brought up in the full board meeting.
- Lee and Darryl met with Richard to discuss the reorganization and items discussed in the closed session of the Oct. 20<sup>th</sup> Board meeting.
- Richard and management are to let the Volunteers know about the reorganization.
- Lee has requested that some kind of recognition be made at the Monty Award ceremony for the outgoing Board members in recognition for their hard work and volunteer service.

### **Operations Manager's Report**

- Wednesday was the first Executive Committee reorganization conference call.
- The job descriptions for the new manager positions were completed and posted internally on Friday with a one week deadline.
- A timeline for the reorganization was completed as requested.
- New outside revenue clients have been in contact with some resulting contract negotiations.
- The Monty's are on track and progressing well.

### **Executive Committee Motion Recommendation Items**

- The Executive Committee will make a motion recommending that the full board accept the MCT Volunteer Association as an organization to be represented on the Board.
- The Executive Committee will make a motion recommending that the Budget and Finance Committee change the Capitalization Policy for fixed assets in the current amount of \$600 to \$1000 effective for FY2009.

### **Accounting and Human Resources Director Report**

- Debbie reported that letters were sent to the 14 applicants for the Operations Manager position informing them that the position had been filled internally.
- The job descriptions were posted internally for the new manager positions.
- Associated costs and time were needed for Rocha to upgrade to the advanced management version of their services.
- The standard Solomon uses have been maxed out and there is a need to manage, track and budget through Microsoft Forecaster.

## **Unfinished Business**

None

## **New Business**

Marian moved and Darryl seconded changing the scheduled Board meeting date for January to January 12<sup>th</sup> and the February meeting to February 9<sup>th</sup> due to National holidays.

## **Adjourn** - 7:32

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The Executive Committee unanimously passed a motion to change the capitalization policy for fixed assets in the current amount of a \$600 to a \$1,000 minimum becoming effective in 2009. Merrill Hessel moved and Paul Silverman seconded a motion to amend the motion to raise the amount of capitalization to \$2,000. The amended motion passed.

## **President's Report**

The Executive Committee appointed Don Katzen to the new Operations Director position. The Organizational Chart changes have been amended as directed by the unanimous Board decision in the October meeting. The Executive Director and the Operations Director have been given instruction defining their roles and responsibilities. The reorganization is in progress and Don Katzen is responsible for most of the reorganization. A weekly meeting by conference call between the Executive Committee, Don Katzen, Richard Turner and Debbie Billings has been implemented to support the progress of the reorganization.

The Executive Committee will be meeting bi-weekly to help support the reorganization process. Additionally, Lee met with the MCT staff to inform them of the changes and the reorganization. Richard will communicate to the Volunteer Association about the reorganization as well as the new roles for the Executive Director and the Operations Director.

## **Committee Reports**

**Budget & Finance Committee** –  
The committee did not meet.

**Bylaws Committee** –  
The committee has two motions. The first motion is to approve the amended bylaws. The motion could not be passed because the written notice of a special

meeting to amend the Bylaws was not mailed in a timely manner according to the Section 7A of the Bylaws.

The committee recommended that the board approve the bylaws as dated November 11, 2008, the revision of the bylaws, as it was distributed to the board, subject to formal ratification to be done at a special meeting. The motion passed.

Lee Klumpp called a special meeting to be held on December 9<sup>th</sup> to approve the amended the bylaws. The meeting will coincide with a meeting between the Executive Committee and the Budget & Finance Committee meeting. The motion passed.

The Bylaws committee recommends that the board requesting the following motions:

- 1) Go forward with sending a letter to the county requesting a code change regarding the definition of MCT members. The motion passed.
- 2) Allow Lee to move forward in contacting the cable office to change the number of providers. The motion passed.

#### Strategic Planning Committee –

The Viewer Survey was distributed to the board. The committee met with two people from the company that conducted the Viewer Survey. The surveyors recommended that the focus should be on improving the content, specifically viewers expressed interest in mixed-programming rather than block-programming. Recommendations also included on-demand programming and high-definition programming, and any other kind of on-screen promotion, i.e. class calendar. Further suggestions were outlined in the report. The committee chair, Gene Saunders, requested feedback (reflections or suggestions) from board members regarding the survey prior to the next committee meeting in December.

#### Executive Director's Report

- Outreach/Training – December orientation is fully booked. The March orientation is scheduled and a number of people are already signed up.
- Organization Restructuring – Richard is working with Don to assist in the reorganization.
- Fee Reduction Volunteer Program – Genaye Gadarowski, the Volunteer Coordinator, made a presentation to the board on how the program works and the success rate of the program. Eighteen people signed up for the fee reduction program while only 6 people completed the program.
- Volunteers in Production Program – Genaye Gadarowski, the Volunteer Coordinator, also reported on how the VIP Program worked. Out of 100

volunteers only 15 volunteers are doing 50 % of the work so a focus group was created to encourage greater volunteerism. Tote bags and t-shirts were given to volunteers who volunteered a certain number of hours.

Paul Silverman moved Marian Merewitz seconded a motion to extend the volunteer incentive program another year. The motion passed unanimously.

- Monty Awards – Genaye Gadarowski, presented an update on the Monty Awards.

The Executive Committee requested that the board members rotating off the board, be recognized with a certificate at the Monty's.

### **Operations Director's Report**

- Reorganization - Don Katzen, the Operations Director, distributed a reorganization timeline to the board and updated the board on its progress. The reorganization has begun with the posting of the new manager positions. The Executive Committee gave a deadline of January 30, 2009 for the completion of the reorganization. Don, Richard and Debbie are meeting every other week with the Executive Committee regarding the reorganization process.
- Outside Revenue – Three leads are being pursued for outside revenue.
  - Substance Abuse & Mental Health Services Administration of the US Health & Human Services would like to produce a weekly health show.
  - Sentac, an energy consulting firm wants to produce audio programs.
  - Wall-to-Wall Productions in the United Kingdom are seeking the video rights from some of the footage from the sniper shooting footage produced by the news program MCT used to produce.

### **Unfinished Business –**

The Executive Committee recommends that the board accept the application of the MCT Volunteer Association to a seat on the board. The motion passed.

Members-at-Large – Board members were asked to join a Nominating Committee to nominate the three at-large seats. Noreene Wells, Toby Beach and Nancy Poole were recommended to be on the committee.

403B Employee Pension Plan – Mutual of America holds the retirement plan for MCT employees. The 403B Plan is a supplementary plan. The Executive Committee wanted the materials regarding the plan to be distributed to the board, which was included in the packet that board members received tonight, so that board members may submit comments to the committee by December 9th. The Executive Committee will consider the comments in their decision.

The Executive Committee recommends that the 2009 January and February meetings be held on January 12<sup>th</sup> and February 9<sup>th</sup> due to the federal holidays.

**Adjourned** – 10:25 p.m.