

MCT Board Minutes
March 15, 2010

A meeting of the MCT Board of Directors was held at 7548 Standish Place in Rockville, Maryland on Monday, March 15, 2010. The Board members in attendance were:

Toby Beach
Diane Butts
Steven Freidman
Greg Hamilton
Marion Hayes Hull
Merrill Hessel
Jim Klimaski
Dennis Courtney

Lee Klumpp
George Kosovich
Darryl Lesesne
Charles Finn Pena
Nancy Poole
Della Stolsworth
Noreene Wells

Call to Order

The meeting was called to order at 7:36 p.m.

Also in attendance were:

Merlyn Reineke, Executive Director
Alysia Thaxton, Executive Assistant
Don Katzen, Operations Director
Debbie Billings, Accounting & Human Resources Director

Roll Call

The following board members are absent from tonight's meeting:

Elizabeth Ortega-Lohmeyer proxy to Chuck Pena
Marian Merewitz proxy to Marion Hayes Hull

Approval of January 2010 Board Minutes

Greg Hamilton moved and Della Stolsworth seconded a motion to accept the January 2010 minutes. The motion passed unanimously.

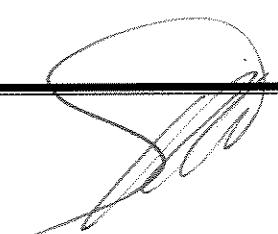
Executive Committee Minutes

The minutes for 3/15/10 have been placed at the end of these full Board minutes.

Montgomery County's Cable Administrator, Mitsuko Herrera, discussed and updated the board on the County Executive's recommended county budget and its effect on the PEG Channels.

Closed Session

Nancy Poole moved and Chuck Finn Pena seconded a motion to appoint Della Stolsworth to an At-Large seat on the board for the remaining term because the organization she represents, MC Volunteer Center, is ineligible for a seat on the board. The motion passed unanimously.



Election of Board President & Secretary

Marion Hayes Hull requested nominations for the position of Board President and Secretary. Steve Freidman moved and Jim Klimaski seconded a motion to nominate Lee Klumpp as Board President and Marian Merewitz as Board Secretary. The motion passed unanimously.

Executive Director's Report

Development

Development Manager, Marlyn Ferguson, gave an update on activities in Development.

- MCT was approved for the Montgomery County Arts & Humanity Grant. The amount of Grant will be announced on June 9th.
- We are planning to apply for a support grant from the Maryland State Arts Council Grant for FY12.
- MCT was invited to participate in a "Team-Up Grant". MCT was invited to partner with Homecrest House, Interfaith Works, Women Who Care Ministries and Art for the People. The grant would be for \$150,000 for three years. The theme of the program is Seniors working with Middleschoolers.
- We've added a blog to our website.
- We'll be doing a program in the spring with the Home School Network.
- We're also starting a program with Rockville High School's Journalism Program.
- We've held our first meeting with our Development Advisory Group.

Operations

Operations Director, Don Katzen, gave an update on operational activities.

- On April 9th, "This Week" will premiere. It's a joint venture of the PEG channels as they put together a weekly county report.
- The Volunteer Survey was sent out.
- The 2-year contract with V-Me has expired and will be extended until the end of March.
- NABET Negotiations – there will be one more session set for April.

Content

Executive Director, Merlyn Reineke, gave an update on Content Development activities.

- The first round of Greenlighting should occur at the end of March.
- Election coverage ideas have been discussed such as creating shout-outs, logos, etc.
- This year marks the 25th Anniversary of Montgomery Community Television.

Committee Reports

Public Access Policy Committee

The committee met to resolve two issues (see Addendum I):

- 1) Board Members and the Code of Ethics

The committee moves that the board accept the current recommendation from the code of ethics on the board role. The motion passed unanimously.

2) Requirements for Certification of Producers. The policy was not resolved and further investigation is forthcoming.

Personnel Committee

In lieu of a report, the committee chair, Nancy Poole, referred the board members to the Personnel Committee meeting report. (See Addendum II and III).

Technology Committee

The committee will be meeting by conference call this month.

Training Committee

The Service Learning program is up and running.

Budget & Finance Committee

MCT has assets totaling \$1.2 million dollars with net assets worth \$987,000. The committee plans to come up with a new investment policy.

Strategic Planning Committee

The committee did not meet since the last full board meeting but an upcoming conference call is scheduled.

Unfinished Business

There are fourteen months left on MCT's lease agreement at our current address.

Adjourn – 10:55 p.m.

MCT Board of Directors
Executive Committee
Meeting of March 15, 2010

Call to order – 6:40 p.m.

Attendance

Lee Klumpp, President
Marion Hayes Hull, First Vice-President
Dennis Courtney, Second Vice-President
Darryl Lesesne, Treasurer

Also in attendance were:
Merlyn Reineke, Executive Director

President's Report

- The By-laws Committee is going to review and clarify the definition of an organization for the purposes of membership on the Board.
- Lee will be passing around the Committee signup sheet at the full Board meeting.
- Jonathon Walker has resigned from the Board.
- Lee is continuing to work on getting an expert on non-profits to give a presentation to our Board about the role and expectations of Board members. He is planning on having a meeting for the current Board and a special meeting once the new Board is seated.
- The Strategic Planning Committee will be working on getting the plan completed as soon as possible.

Executive Director's Report

- Merlyn has requested a closed session

Closed Session

Unfinished Business

- No unfinished business

New Business

- No new business

Action Items

- No action items

Adjourn – 7:30 p.m.

**Report
Public Access Policy Committee**

March 15, 2010

The Public Access Policy Committee met March 3, 2010 in the Classroom at Montgomery Community Television. Although all members of the Board of Directors received a notice of the meeting, the only persons in attendance were Marian Merewitz, Nancy Poole, Merrill Hessel and Marion Hull, Chair of the Committee. The following two items were on the agenda: 1) How should members of the Board of Directors be penalized for violating the MCT Code of Ethics?; 2) what policy should be used to certify producers at Access Montgomery.

After much discussion, the participants agreed to recommend the following `revision to the MCT Code of Ethics:

Draft Policy

Review of alleged violations of the Code of Ethics, Core Values, or Board of Directors Role by a member of Board of Directors is the responsibility of the Executive Committee. Decisions of the Executive Committee may be appealed as described in the MCT Bylaws Article III, Section 9, Removal of Directors. Review of alleged violations of the Code of Ethics or Core Values by other stakeholders including but not limited to MCT employees and volunteers is the responsibility of the Executive Director.

Procedures

Alleged violations by a Board of Directors Member will be handled as follows:

1. An employee or volunteer submits his/her allegation of violation of the Code of Ethics, Core Values, or Board of Directors Role in writing to the appropriate MCT department manager who forwards the allegation to the Executive Director. The Executive Director then refers the allegation to the Board President.
2. A Board Member submits his/her allegation of violation of the Code of Ethics, Core Values, or Board of Directors Role to the Board President.
3. The Board President notifies the alleged violator of the specific allegation(s), discusses it with him/her and the President may then begin an investigation, if warranted.
4. The Board President informs the Executive Committee of his/her findings.
5. If the Executive Committee determines that the alleged violation is not true, it sends the Board Member and Executive Director a written notice dismissing the allegation. The Executive Director shares the decision with the department manager who then informs the employee or volunteer.

Addendum I

6. If the Executive Committee determines that the alleged violation is true, it sends the offending Board Member a written notice outlining the violation and recommendation for corrective action.
7. The violation is announced and briefly described in the President's Report at the next Board of Directors meeting. The names of the individuals involved are not disclosed.
8. If the Executive Committee determines that the violation is serious enough to warrant immediate removal from the Board of Directors, it implements the MCT Bylaws, Article III, Section 9, Removal of Directors.
9. While the Executive Committee may determine that the violation is not serious enough to warrant immediate removal from the Board of Directors, if the Board Member commits a second violation that the Executive Committee finds to be true, the Executive Committee then implements the MCT Bylaws, Article III, Section 9, Removal of Directors.

Alleged violations by an employee or volunteer will be handled as follows:

An employee or volunteer submits his/her allegation of violation of the Code of Ethics or Core Values in writing to the appropriate MCT department manager who then forwards the allegation to the Executive Director for his/her review and action in accordance with the MCT Employees Handbook or the Statement of Public Access Policy, revised September 20, 2004.

Recommendation on policy to certify producers

Three of the four participants at the meeting agreed to recommend keeping the current policy relating to certifying only producers who are residents of Montgomery County. However we agreed to allow Merrill to present a minority opinion if he chooses to do so.

Montgomery Community Television, Inc.
Personnel Committee Meeting Summary Minutes
February 18, 2010

The meeting was called to order by Chair Nancy Poole at 7:55 p.m. at the MCT offices. In attendance were Committee members Chuck Peña and Nancy as well as staff members Merlyn Reineke and Debbie Billings. Committee members Paul Amon, Henry Hailstock and Sean McMullen were absent.

The main order of business was discussion of a new employee performance management system that has been identified by staff. Merlyn had arranged for an 8 p.m. online presentation of the performance management system by Success Factors titled, "Express." Zack Young, Success Factors representative, joined by phone and online to demonstrate the system's capabilities. Zack stated that two-thirds of his firm's clients are small businesses with fewer than 50 employees like MCT. For well over an hour Zack demonstrated the system and answered questions from the Committee. Highlights of the Express system include:

- To develop each employee's performance plan, a library of core competencies is provided from which managers can choose.
- To document performance, a library of written comments from which employees and managers can select is provided. All comments have been reviewed and approved in regard to any possible legal implications, which will protect managers and MCT while at the same time facilitate the performance review process. The system allows users to fine tune their comments by just clicking and sliding along a continuum from poor performance to excellent performance. The system automatically modifies the language of the comments.
- Instead of using the written comments library, both employees and managers are able to write their own comments.
- Areas to document notes and followup reminders are provided. System's ratings are numeric and will facilitate review of rating trends among managers.
- The system is entirely Web-based. The data entered can be used to generate useful reports and print hard copies of performance documents. The system allows for electronic signatures by managers and employees.
- Merlyn and Debbie are impressed that the system will assist managers and employees in tying individual performance goals and tasks to MCT's operational goals.

The estimated cost of Success Factors Express version for 1 year is \$3,000. Following discussion, the Personnel Committee supports the staff request to purchase the online performance management system as soon as possible in FY 10 so that set up and training can occur and the system can be implemented on July 1. The Committee further recommends that the system be assessed in a 1-year pilot test before purchase of subsequent years. The Committee agreed that these recommendations should be presented to the Budget and Finance Committee for consideration at the February 23 meeting.

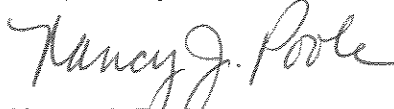
The second order of Committee business was to consider four personnel-related issues from the ongoing NABET union contract negotiations. Merlyn will use the Committee's feedback to proceed with negotiations. The issues are, with the Committee's recommendations, that:

- Union employees' birthdays should be paid holidays. No.
- Union employees' vacation and sick leave should be increased. No.
- Bereavement leave should be modified to include the death of the employee's significant other. Recommend using the same language at Montgomery County on this issue.
- If severance pay allowance is increased under MCT's company policy, then the increase will also be granted to union employees. Yes.

The next Personnel Committee meeting will be held on Thursday evening, March 11.

The meeting was adjourned at 9:55 p.m.

Respectfully submitted,

A handwritten signature in cursive script that reads "Nancy J. Poole".

Nancy J. Poole
Chair

Montgomery Community Television, Inc.
Personnel Committee Meeting Summary Minutes
March 11, 2010

The teleconference was called to order by Chair Nancy Poole at 7:36 p.m. In attendance were Committee members Chuck Peña and Nancy as well as staff members Merlyn Reineke and Debbie Billings. Committee members Paul Amon, Henry Hailstock and Sean McMullen were absent.

Nancy reported on the February 23 Budget and Finance (B & F) Committee meeting in which the Personnel Committee's recommendations on a new employee performance management system and long-term disability insurance were discussed. Because both issues are cost-bearing and not currently in the budget, they were prioritized for further consideration by the Executive Committee. It was agreed that the performance management system would be considered first because of the time needed to prepare for implementation on July 1, if approved.

Merlyn then reported on the Executive Committee's action in regard to the performance management system. The Committee asked him to obtain references based on actual use of the system by organizations similar in size to Montgomery Community Television (MCT). Pending receipt of positive references, the Executive Committee approved \$3,000 for purchase of the new system.

Debbie presented information on employee benefits that she has been gathering as directed by the B & F Committee. The information will be used to compare MCT's employee benefits to those of other public access organizations. Debbie requested data from Fairfax Cable Access and DCTV. Nancy suggested that she also contact Arlington and Prince Georges Public Access. Chuck further suggested that Debbie request any relevant data from the Alliance for Community Media, and he offered to touch base with his contact at DCTV to encourage their timely response. Debbie will have the complete table of comparisons ready for consideration by the Personnel Committee at the next meeting on March 11.

The teleconference was adjourned at 7:55 p.m.

Respectfully submitted,



Nancy J. Poole
Chair