

## **Media Factory Board Meeting**

**When: March 20, 2023 at 6 pm**

**Location: Media Factory Classroom, 208 Flynn Avenue,**

**In attendance: Katherine, Deb, Kendra Barber, Art, Jess, Seth, Keith, Jason, Shelagh, Dean, Melo, Chris.**

1. Call to Order
2. Introduction to Kendra Barber - about to wrap up her 360 Internship  
Public Comment
3. Approve Minutes from 2/20/23
  - a. Dean moved to approve the minutes
  - b. Katherine seconded
4. Treasurer's Report and Review of Financial Statements
  - a. (Chris turned this part of the meeting over to Seth due to unusual circumstances to discuss.)
  - b. Sarah Berger passed away unexpectedly. She was an employee of CH 17, CCTV and provided her services as

our bookkeeper through them. She was wonderful:  
effective and very helpful to work with. The MF is on top  
of things for now, but MF & CCTV are researching options  
and next steps.

c. We were gearing up to do 2022 Year-End Work. Still doing  
that.

d. Reports:

- i. Financial Reports are up to date despite the  
unexpected changes to business services
- ii. Just two months into the year we are right on target  
with our fee-for-service projections. We are  
anticipating a busy spring and we just confirmed  
another documentary project for our LEAP/VT DBVI  
partners (about the Overlook Cafe), and will be  
helping the Burlington Tech Center with a refresh of  
their program recruitment videos. Both projects are  
slated for April/May.

- iii. As of this morning our investment portfolio has been insulated from the fallout at big banks.
- iv. Our expense accounts for 7005 Accounting and 7070 Admin of Benefits are fluid due to the planned changes in the services WW&A provides (audits, reviews, 990s) and the unexpected changes to our business office services related to Sarah's passing. (as I mentioned I can help report in detail about these items during our board meeting)
- v. On schedule, not behind at all.
- vi. *Production - Internal R&M* at 78% of budget. Seth explained this.
- vii. The pros and cons of an annual audit for an organization our size.

1. Reached out to Todd Wimette - who has done our audits. Discussion about doing audit every other year, with financial reviews done in the

off years. This could save money. (~\$6000 in the first year.)

2. Katherine asked about financial review as opposed to audit: what are the differences?
  - a. Seth: Financial review is like the bulk of the audit without the testing (GAP - generally accepted accounting principles).
3. Dean:
  - a. would do the audits vs. the Financial Review each time?
  - b. Will the audit being conducted every other year mean that each audit costs more than they used to when annual?
  - c. Seth addressed these questions.
4. Looked at *7070 Business Office Prof Fees* to explain the numbers there, which had to do

with Sarah's invoice, which will come at some point.

5. Shelagh moved to accept financial reports. Deb seconded.

5. Consideration of a Board Resolution to Honor Sarah Berger

- a. Keith spoke about Sarah's value to the MF, as described by Seth and Jess.
- b. Seth and Jess shared what has been written in order to honor Sarah. (Jess acknowledged that the language is formal, but this is due to the contribution being considered - to VT Can!) See below:

Whereas Sarah Berger provided exemplary service to RETN, VCAM, and then the Media Factory with diligence, knowledge, grace, and a sense of humor, and was an invaluable support to the organization's leadership throughout the Media Factory merger;

Whereas Sarah over the course of her career supported the financial stability of the community media movement in Vermont;

Whereas Sarah was well-known for her tireless advocacy on behalf of animals, and as a fierce and passionate protector of cats; and

Whereas Sarah tragically lost her life all too early, now, therefore be it

*Resolved*, that the Media Factory Board on behalf of its staff and members:

1. honors and is grateful to Sarah Berger for all her service, and good humor in doing so, and
2. expresses its sincere condolences to all of Sarah's colleagues, family, and friends, and
3. in memory of Sarah will donate \$150 to VT CAN!, a non-profit organization that provides low-cost spay and neutering to companion animals, and was near to Sarah's heart.

- i. Proposed donation: \$150 (which is enough to spay two cats)
- ii. Dean asked about some of the language of the proposal, which Jess spoke to.
- iii. Jason moves that we approve this resolution with a \$150 donation. Katherine seconded.
- iv. Shelagh suggested less formal language in the website announcement, just to soften the tone.

## 6. 2023 Media Factory Board Election

- a. One seat is open
- b. Art suggested Kevin Ellis, who helped found VT Digger and has fundraising experience. Jess knows him also and will reach out to him.
- c. Deb asked to see a list to see details of board seats and term limits, that sort of thing. Seth will get that to her.
- d. Seth asked that we continue to consider our networks with the board in mind.

## 7. Committee Updates

- a. Inclusion Committee:
  - i. Chris reported on his discussion with Kathy Johnson with CQ Strategies - (training services available for inclusion education).
  - ii. If we find a second group to do this with us, that can result in cost savings.

- iii. Seth: target # for participants? Chris: she will be getting that info to him. He will also be inviting her to one of our meetings.
- b. Programming Committee: Shelagh reported on three new programmers/shows being approved.
- c. Marketing Committee: Art and Melo talked about upcoming meeting discussion - schedule still being worked out. Seth joined the discussion as well.

## 8. Other Business

- a. Seth: Exec Committee meeting will be on Thursdays at 3:30 p.m.
- b. Katherine:
  - i. reminded Shelagh that she is on the Programming Committee as well
  - ii. DEI training - be sure to ask if things are evidence based, or how do you back up the efficacy of your trainings?



c. Dean: How was town meeting day?

- i. Key takeaway–Need for discussion with select board members for set-ups for town meeting day (seating arrangements)

9. Katherine moved to adjourn the meeting. Seconded by Art .

Adjourned at 7:02 pm