

Media Factory Board Meeting

March 17, 2022. 6 p.m.

In attendance: Dan Cahill, Seth Mobley, Chris Dissinger, Deborah Ellis, Gary Lambert, Jason Raymond, Katherine Bielawa Stamper, Melo Grant, Shelagh Shapiro

Meeting called to order 6:04 pm

1. **Public Comment** (none)
2. Deb moved to approve **Minutes** from 2/17/22; Katherine seconded. Motion approved unanimously.
3. **Treasurer's Report and Review of Financial Statements**
 - a. Seth shared his screen with Balance Sheet, etc.
 - b. Chris
 - i. Recognized Seth for his work on the investment fund
 - ii. **PNL**
 1. Interest off to slow start due to current events
 2. Underlying fundamentals in good shape, generally.
 3. A few small things pointed out (dental, maintenance) - nothing inexplicable or worrisome.
 4. Seth shared his conversations with investment manager about investment fund and current events. "Don't stare at the dashboard."
(Set to auto-correct at a certain level of loss).

5. Jess discussed 4320 – Production Income line. Generated about 5K in invoices just this week, which will help move number up after it had fallen a bit. SMC, plus other schools’ coverage. Large contracts. Successfully did Penguin Plunge recently, too.
6. Program Fees line (4340) is income generated by training / education department – classes, training. Secured 5K contract with arts council to provide tech training for arts organizations. Jess shared some other program details as well.
7. On income front: VAN is working on legislative strategy to secure bridge funding to re-evaluate how industry is funded; successfully secured 300K for budget adjustment in 2022. VAN is committed to split that between organizations, which means 12K+ for the Media Factory.
8. Dan moved to approve the budget report; Katherine seconded.
Budget report was unanimously approved.

4. Board Recruitment and Election Planning

- a. Exec Committee discussed this at last meeting.
- b. Document shared – about board members and individual terms.
- c. Seth presented the situation. How we came to have ten members (and Deb was elected). Terms nicely staggered.
- d. Gary asked how the “class of 2022” is feeling about their board work. Most interested in staying on. Gary interested in stepping off in May, given his length

of service and rules of term limits. So his sense is that one position will be opened up on the board.

- e. Katherine commended Gary's long service and he spoke to celebrating Scott's legacy via the scholarship and producing a radio show.
- f. Dan asked about **term limits**.
 - i. Seth: (3) 2-year terms.
 - ii. Jess: EC discussion was around starting fresh with term limits from inception of new MF board, though some folks have served for a long time and there is likely to be some natural attrition.
 - iii. Gary: we hit the reset button a little bit with the merger.
 - iv. Chris: as next-in-line, he's happy either way. If people want to bring on new members, he's happy to step down. But happy to continue on as people decide what's in the board's best interests.
 - v. Jason asked about appointments vs. elected positions.
 - 1. Seth: Gary stepping back creates a second elected seat (Deb's being the first), which fulfills the MF bylaws.
 - 2. The seats need to be designated and then remain, going forward, after Gary's seat opens up. (We need two elected positions for two years.)
 - 3. Jess: going forward, 2 elected seats, 9 appointed positions. Staggered.
 - 4. A bit more conversation about the process.

5. Seth: put on thinking caps, think about who would make good board members.
6. Mid-April, first email blast will go out re: finding new board members.
7. Katherine: what skill sets might we be looking to identify? (Not necessarily to discuss now, but that info would be helpful.) Seth and Jess will follow up about that.

5. Committee Updates

- a. **Programming:** Leader (Keith) not here. PC has not met since last board meeting, but will soon.
- b. **Inclusion:** Leader (Janine) not here. Same basic situation as PC.

6. Other Business

- a. **Scott Campitelli Scholarship** is again live. Please spread the word to find a new recipient. Last year we'll be running the scholarship process ourselves. After this year, VSAC will take it over. Seth mentioned that this change will be something Gary can help with. Launching in October.
- b. **Any other new business?**
 - i. Gary addressed the situation with **board members having been approached by staff members** to discuss HR issues. Email sent to staff members re: having heard them. This discussion will continue, first within Executive Committee (which has discussed it a bit already, but wants to do so again), and then to entire board for discussion.

1. Any questions – feel free to contact Gary.
 2. Katherine asked if she's hearing an invitation to offer support, help. Can this discussion be clarified at this point?
 3. Jess: Exec Comm discussion had to do with process, re: how board can handle being approached by staff. That process is being discussed now, apart from specifics of this particular situation.
 4. Because this is a public meeting, it's important to share details with care and consideration and only when ready.
- ii. Melo would like to see a discussion about **membership and use of the space**. As we work to increase membership, how do we track who's coming in, who attends classes, etc? She'd like to see that information, and a drive to pull in more people. Re: **radio station**: can we pull Pacifica Shows into slots that are now heavy into the WBTV playlist? Maybe a station meeting, more regular communication with the membership and staff. Touching base with DJs, outreach to people who've done shows in the past, talk about WBTV Presents. When Athena left, the communication level changed (lowered). These suggestions were met with general approval and appreciation.

Katherine moved to adjourn. Jason seconded. Approved unanimously. Meeting adjourned, 6:56 pm.