

Media Factory Board Minutes

January 19, 2026 at 6pm

In attendance: Keith Oppenheim, Deb Ellis (Online- Olivia Hartwig, Duane Peterson, John Billingsley, Dean Pierce, Jason Raymond)

1. Call to Order

- a. Meeting called to order at 6:06pm
- b. Before public comment Keith highlighted the need for a Secretary. Given recent changes to the by-laws, it is imperative this role is filled as soon as possible.
- c. Olivia volunteered to act as note-taker for the meeting.

2. Public Comment

- a. None

3. Approval of Minutes:

- a. Olivia moved to approve the minutes from the last meeting as written.
- b. Jason seconded the motion.
- c. The motion carried at 6:10pm.

4. Financial Report

Income:

- a. income presented to the board this evening was a work in progress as Q4 2025 income is still being finalized. Totals presented were a Q4 projection. The financial report will be updated when the actual value has been calculated.
- b. Grants:
 - i. We anticipated and can confirm that we will be getting a \$25,000 state grant for the installation of a roof-top generator. One stipulation for the grant is that it will be used to broadcast in emergency situations. This funding will not hit the books until 2026 because it is a reimbursed grant.
 - ii. We are also waiting on \$3,000 that was delayed due to clerical errors related to staffing transitions at Vermont Public.
- b. 3130, Unrestricted Contributions: thank you to our board members who donated. Still waiting for those funds to hit our books from the online platforms. Our goal was \$8,500 and we hit \$8,546. Thank you again!
- c. 4370, Facilities Fees: Some still need to be invoiced so this total is not the final figure.

Expenses:

- d. We were way below budget on the capital side, around \$60,000 to \$70,000. This is for a few different reasons:
 - i. Our website timeline has been extended and we will be billed for the second half of that work in 2026.
 - ii. We had some staffing changes which led to a slow down in capital expenses, namely HD Channel upgrades. Anticipate that upgrade to occur

in 2026.

Questions:

Q: What is the generator installation project timeline?

A: In order to meet grant reporting requirements, this year. The grant covers \$25,000 but we will likely need to spend the allocated \$60,000 to cover both the size of a generator large enough for our facility's needs as well as related construction costs.

Q: Who is building our website?

A: Community media rockstars Grand Rapids Community Media.

Olivia moved to accept the financial report at 6:23pm.

Dean seconded the motion.

Motion carried at 6:23pm.

5. 2026 Capital Budget

- a. Summary: Departments generate a wishlist throughout the year. In October a very impressive spreadsheet (organized by PNL category) is created and filled in with items, listing their related projects, descriptions, prices, priority level and more. A short list will be generated from this spreadsheet of the highest priority items to be purchased, though this list may change as project needs and priorities shift.

Questions

Q: Are we using capital funds to purchase a new vehicle?

A: Yes, we are likely getting a new vehicle but not in 2026.

Q: We are viewing a draft for approval tonight. Are we voting to approve the draft or is there more work for us to do on this draft tonight?

A: There will be more work to determine what gets purchased but we are voting on the total tonight of \$330,000.

Q: Where does the salary line item total of \$65,000 come from?

A: In past years this number was lower as it gets applied to any hours a staff member spends on equipment related tasks (repairing equipment, software installs, network maintenance, etc). This year we have a part time staff member (who used to be a contractor, so his cost was reflected in a different line item) whose only job is equipment related tasks. His salary comes from this line.

Deb moves to accept the capital budget as written.

John seconds.

Motion passed at 6:40pm.

6. MVP Contract Resolutions

- a. Page 21 of the MVP health plan (the Certificate of Resolution) has to be accepted by a governing body and can't be signed by the plan's administrator alone. This certificate hadn't come before the board when we were insured by other carriers but Seth suspects it has to do with our status as a non-profit. After some discussion trying to figure out the language, time for questions was opened.

Questions and Comments

Deb thanks Seth for including us in this process, and for brokering what looks like a pretty good deal for health insurance.

Q: Can you explain the new plan and why we are switching to it?

A: We are switching to save costs. Cost savings come primarily from shifting away from HSA accounts that belong to employees to an HRA account that belongs to the Media Factory, from which funds are distributed as needed. We have enough in our HRA to meet employee deductibles so they have full coverage.

Q: Who is the administrator referenced in the Certificate of Resolution?

A: Seth is the healthcare administrator.

Q: Will this reconfiguration of health insurance plans leave staff whole? Will they have to pay for something they didn't have to before?

A: Yes, staff will be whole and no, they are not paying for something they didn't have to before. A representative came to explain the plan to employees and they had an opportunity to ask questions. The doctor network is basically mirrored to BCBS. The biggest difference is likely to be in prescription brands. The medicine will be available, but the brand name may be different. There is also the plan description which was supplied to both employees and is in the board packet for tonight's meeting.

Q: What is NFP? What are they?

A: NFP is our broker. They streamline health, dental, life insurance, retirement processes and help us with different policies and HR support. They did a lot of research in terms of health care options for us and then they broke it down to be human readable. They do not themselves provide insurance.

Q: Are we voting to give Seth authority to certify the resolutions of the MVP Certificate of Resolution document? What is the correct language?

A: Some discussion ensued.

Duane moved to accept the resolution of the MVP Certificate for Resolution healthcare document for the 2026 fiscal year.

Deb seconded.

Motion passed at 6:59pm.

7. Strategic Planning

- a. The Strategic Plan is on track. Seth and Keith are seeking assistance from board members regarding those portions of the Strategic Plan that are related to the board or are board centric. These items were mainly those highlighted in orange of the strategic plan draft. Seth is making a cheat sheet of those items, organizing them so each department and board committee knows what they are responsible for and track progress.
- b. Their ask is for board members to volunteer to commit to meeting and tracking the board portions and keep an eye that they are moving forward.
- c. Some items are committee driven, like marketing and inclusion. So that is another way to keep moving those goals forward.
- d. Deb and Keith volunteered to assist with this process.

8. Committee Reports

- a. Keith opened this portion by summarizing the different committees and asking John Billingsley what committee he might be interested in. John joined the Programming Committee.
- b. The ad-hoc Election Review Committee did not have an update as Ted was not present. He has notes from a meaty conversation regarding our voting process, so we will wait for his attendance.
- c. Marketing: Deb reported that they haven't met since November but plan to meet soon.
- d. Programming: Dean reports that the last round of applications were 3 locals as well as 1 licensing request. Meetings have been about once a month via email, which Seth points out has greatly improved our ability to process programming applications and get folks in to produce and air content. Seth also reminds folks that an important aspect of the Programming Committee is to review member appeals and any policy complaints. Dean also notes that they are seeing an increase in requests for shows from folks who used to air on Big Heavy World's the Radiator station.

9. Other business

- a. Keith makes another call for volunteers to be board Secretary.
- b. Olivia is engaged! Congratulations.

10. Adjournment

- a. 7:18pm.