

Media Factory Board Minutes DRAFT
March 16, 2026 at 6pm

In attendance:

In-Person: Deb Ellis, Seth Mobley and staff Patrick Heltz.

On-line - Olivia Hartwig, John Billingsley, Ted LeBlanc, Duane Peterson, Dean Pierce, and staff Adam Walker.

1. Call to Order

- a. Meeting called to order at 6:06pm.
- b. In lieu of a secretary, Olivia Hartwig agreed to take notes.
- c. We need a permanent secretary.

2. Public Comment

None

3. Approve Minutes: February 16, 2026

- a. Minutes approved with the following correction: Under attendance, Deb Ellis was present in person. Motion passes at 6:12.

4. Financial Report

- a. Grants income: Some of our state funding from the Governor's budget has been moved to the Secretary of State's budget in support of emergency services for VAN AMO's (Access Management Organizations) because they see value in community media sources and low powered FM stations being resources for broadcasting information in the event of state-wide emergencies.

Q: The money is still budgeted but can it only be used if there is a need?

A: Not Seth's understanding. He hasn't seen it himself but he learned that the additional \$540,000 (which brings us to 1.89) has been included in the Governor's budget as part of a larger line item going to the Secretary of State's office for emergency broadcasting and emergency services. He did not hear that it is set aside only for cases of an emergency, but that it is more on-going to support emergency services as a whole.

- b. Expenses, Office supplies: we are ahead of our budgeted amount due to a hiccup in water delivery autopayments going back to 2025. They launched a new payment processor that didn't port over our information and so we didn't pay regularly and owe back payments.
- c. Line 6585: WBTV expenses appear high but most are annual licensing fees that are paid up front for 2026.

- d. Line 7035: Administration of benefits are higher because fees are paid in two \$2750 payments, one of which has been paid.
- e. Otherwise, no significant income or expenses this month.
- f. Questions:
 - i. **Q:** Dean notes his surprise that we may get additional funds this year and requests to see the line items of the emergency funds that our \$540,000 is tied into. His concern is whether or not the money is in two lines; will VAN get it in one go so that the formula can be applied to everything, or will the release of funds be complicated because the funding is coming from two sources, causing the formula to be applied twice? This process will bear close attention.
A: Seth reinforces that he hasn't seen the larger number our money is tied into but hopes to hear more details soon. Seth also notes that we didn't budget for the \$540,000, but part of why we may get this money as well as why we got the \$250,000 for the rooftop generator is because the State has started to see us as a valuable resource in emergency circumstances. This process is relatively new to us.
 - ii. **Q:** Dean wanted to follow up on the Certificate of Resolution that the board approved in January as a part of our change to MVP for health insurance. Any information there?
A: Seth sent in the paperwork that MVP required to confirm the board accepted the Certificate of Resolution without amendments. As a result we now have MVP health insurance coverage.
- g. Dean moves to accept the finances as written. Ted seconded. Motion passed at 6:26pm.

5. Strategic Planning

- The April meeting will include an Info Session (or training) to the Board from staff to help us be Media Factory ambassadors to the community. With that in mind Seth asks: **What do we want to know more about?** Current ideas include sharing 26/27 plans, current projects, details about our programs, our services, and the day to day, but if there's anything in particular we'd like to know the details of please share out or be in touch.
 - *What services do we offer to larger organizations and corporations?*
 - *When working with partners in one-off or repeated events, it might be helpful to have us develop talking points that they can use or give us space to talk about what we do.* Especially if we are offering discounts on our services. Adam and Gin have talked about what a blurb might be.
 - *Do we have any policies on "AI slop" in our audio or video productions? What role could AI play in terms of our income streams?*

Door remains open to more input!

- This will be the first training session but the idea is to make it annual.

6. Committee Reports

A. Ad-Hoc Voting Committee Proposal

The Committee created a list of Recommendations to the Board regarding the voting process. Both Dean and Patrick had contacted Ted about the particular issues regarding recommendations to the proposal.

Dean had concerns about directing the committee to particular people vs general board discussion. He also had an issue with the current voting system where employees vote ahead of the public and board members. Having different classes of voters does not sit well with Dean.

Ted clarified that the reason it was suggested employees vote first was in response to the concern on whether they were able to see the results of the voting, and could therefore cast votes to push a result one way or another. This was an attempt to avoid persuasion that might influence results.

Dean offers that the solution to this problem is not to time the votes but to make the ballot box a "black box". That way, whatever service we are subscribing to assist in the election can close and determine the results separate from the voting process.

Patrick noted that perhaps we introduce a 3rd party service to level the playing field and requested clearer definitions around the voting process, such as definitions of "what is too close to call" and "what conditions need to be met" to initiate protocols (which also need to be defined) about the voting process (like what to do when there is a tie?).

Ted looked into 3rd party voting services and they are surprisingly high. About \$2000 to get software that will manage an election. Ted simply wanted to offer a free solution in a time when we were trying to be frugal. As we are short on time before the vote, perhaps we can adopt the current recommendations in the short term and have the committee create a medium or long term approach.

Dean says the timing is important and he's also surprised by the pricing. Different organizations trade services, like a New Hampshire organization judging a Vermont event and vice versa when the time comes. In this way, the service (in our case facilitating the voting process) is taken out of the org but the other folks get a return on that service. Perhaps Seth can look into this with his peers at other media orgs.

Deb notes that Vermont is so small that swapping with another Vermont org might not solve the problem.

Seth notes that member participation in the voting is important. Despite a shrinking number of elected board spots, voting for board members has proven to be quite useful to board recruitment. When staff votes they are voting as members in the community like anyone else. The top priorities are to ensure voting can be implemented, that it does not cost too much, and that it is fair and inviting for all.

Seth responds to Dean's comment in the recommendation notes that we should move to all digital at some point in the near future. There are pros and cons to discuss. The mailer does help validate member addresses but also it would save us money not to mail flyers. Language changes to the flyers about the election process might also be helpful.

Ted recommends voting on each recommendation one by one. Otherwise we are bound by the previous process until the May vote. Patrick asks if we are voting on accepting these recommendations without revision? If we vote and it does not pass, does it go to revisions? Ted

suggests that comments on recommendations that do not pass should be included in future conversation, including Patrick's notes.

Seth notes that recommendation 4 can be read multiple ways. It looks to be a board recruiting committee which is great. We can only benefit from those conversations. But he did not read it as "the Standing Committee is vetting members who want to run in the election". Is that a suggestion here?

Ted says no, the purpose is for the committee to have guidelines under which to identify and recruit board members. Patrick's comments would be part of conversations that inform the future voting process. Deb clarifies that the motion should make it clear that these recommendations are in regards to the immediate election and the conversation around the voting process will continue.

- **Dean moves as a direction to staff to continue with the current software but initiate the use of a stronger password generator by using an alpha numeric randomizer. Seconded by Olivia. Motion passes at 7:01pm.**
- **John moves that all future voting would take place in the following order. Staff members are given 48 hours to submit their votes on the public board seats prior to the voting opening to the board and membership. After the 48 hours is up, staff voting is closed and the membership and board may begin voting through the duration of the process, with the amendment that it applies to just the upcoming 2026 election only and further discussion will be held after. Ted seconds with the amendment.**
 - Q: How is the staff voting process handled?
A: Identify when mailing to members goes out and notify staff that the voting is commencing. They vote with their ballot ID number. Their vote is timestamped. Manual process to review votes by ballot ID number associated with staff to confirm it was cast within the allowed 48 hours. Otherwise the vote will not count.
- **Vote results: 5 yeas. 1 nea. Motion passes.**

Points 3 and 4 will be held for future discussion by the whole board.

Q: Will the Ad-Hoc Voting Committee meet again?

A: No.

B. Programming Committee

- They did get two applications that brought about some questions. Those questions were recently resolved by Patrick but the ultimate decision is up to the committee, and some discussion is still needed.
- Q: Deb asks if the committee is meeting more than usual?
A: No. "Meetings" have been via email. Patrick sends applications on a monthly basis and members review them, ask questions, and make decisions as a group via email.

C. Marketing Committee

- They've met and found their largest question is around grappling with the goals in the strategic plan and how they relate to how we think. They've read that the objectives are to review the scope of services in terms of Media Factory's commitments, which brought up many questions including:
 - How do our commitments affect decisions that are being made?
 - Strategic goal to offset losses via rapid income diversification. What is being considered there? What areas are being considered by staff specifically?
 - How do we develop education opportunities?
 - What material exists on our YouTube channel?
- Seth wrote a robust set of responses to the committee's questions so members are ready to schedule another meeting. Feeling more focused on what questions to ask and how to best serve their purpose as a committee. Educational opportunities are feeling like a rich area to explore with the new education coordinator and Gin.

7. Other Business

None.

8. Adjournment at 7:21

Moved by Ted, seconded by Deb.