



**February 21, 2018**  
**Board of Directors Meeting Minutes**

**I. Call to Order**

At 5:34, President Julie Bowyer called the meeting to order.

**II. Communications**

We received a letter from Kurt Van Buskirk-Woods resigning from the board address to Patrick and Julie due to a lack of time. We discussed whether you should appoint someone to fulfill the remaining two years of his three-year term or to get a new board member at the start of the next fiscal year. Sharon Combes-Farr brought up that she is moving outside the service territory in mid-June so will not be able to fulfill the third year of her three-year term. We agreed to revisit closer to the annual meeting. We will promote the availability of positions closer to that time, as well. We accepted Kurt's resignation during the meeting. There were two people from Plymouth who were on the ballot last time that we can approach to see if they are still interested. We could offer one a one-year term and one a two-year term.

Vermont Access Network (VAN) asked us to make the contribution (that we had previously agreed to do) for the Comcast suit against the State of Vermont. VAN has party status. We are paying \$1,180 per year to help the legal expenses.

**III. Review of Minutes from Jan 10th Meeting**

Fra made a motion to accept the minutes as adjusted. Sharon Bixby seconded. The minutes were approved with the corrected change of the typo.

**IV. Director's Report**

See the separate Director's Report for more information. Note that Production & Programming notes were placed at the beginning of the report.

Fra thanked the product team for filming the new Walker Farm facility in Weston. Sharon Combes-Farr whether GNAT is adequately serving the Town of Weston.

Julie noted that the Vermont Tourism Summit Annual Meeting is coming up in Manchester very soon. Patrick will look into it and possibly attend.

VTel still hasn't replied about upgrading our connection to accommodate hi-def programming. Patrick established that the cost for this is \$3,500. Patrick will work with Julie on a more strongly worded letter asking for the upgrade to hi-def and the change to the contract accordingly. Hopefully VTel will respond to the new letter.



We now have multiple camera angles in the studio which can be seen in some of the new music programs. Fra asked if we should be promoting this new capability. We agreed that we should.

Town Meeting is on March 6<sup>th</sup>. Sharon Bixby will run the camera for the Ludlow meeting and Sharon Combes-Farr will run the microphone. We discussed that we cover all of the meetings and work hard to get all of the content on the website before the voting begins the next day. Fra pointed out that is we are going to do all of this work, we should promote the service to people are aware of it. Sharon Combes-Farr suggested that we have 6 small signs with easels ready for Town Meeting Day so that we are promoting that

## V. Committee Reports

### Outreach & Marketing / Fundraising

Sharon Combes-Farr will lock-in the sponsors for the Derby Gala and set-up a committee meeting to take place in the next few weeks. The date will be Saturday May 5<sup>th</sup>.

**\*\*All committees need to meet before the next Board meeting!\*\***

## VI. Finance / Budget Report

Patrick prepared a budget report and emailed it. We reviewed it during the meeting. Our income is a little under plan, so are our expenses. Look at the report for more details.

Regarding income, Patrick followed up with all recent past underwriters and got the fundraising letters out. Patrick sent a list of prospects and a draft to getting new prospective underwriters. Jon Clinch helped edit it. We need to "divide and conquer" to get new underwriters.

Another note regarding income, we always get a spike in our Comcast income in May after heavier usage during winter months.

## VII. Final Reading of By Laws Revisions

Lou sent a clean copy, in addition to the previously provided marked-up copy, of the new By Laws. Many sections were streamlined. We added a brief section about the ability to have issues that are resolved via email on a case-by-case basis. There is no proxy voting. We would like to have a legal opinion on Article V: Indemnification. Sharon Combes-Farr will send that section to Fred Glover and possibly Marty Nitka as a back-up.

Fra made a motion, pending legal review of Article 5, that we will put the proposed new By Laws up for a vote by the Board on Wednesday April 11<sup>th</sup>. This means that they have to be publicly posted and warned by March 11<sup>th</sup>. The motion was seconded by Sharon Bixby. There was no additional discussion. We approved the motion.

## VIII. Other Business

There was no other business.

## IX. Adjournment

Sharon Bixby made a motion to adjourn. Fra seconded the motion. It passed unanimously. At 6:41, President Julie Bowyer adjourned the meeting.