

**Okemo Valley TV Board of Directors
Regular Meeting**

Tuesday, July 26, 2022 at 5:30 PM

Okemo Valley TV, 37C Main St., Ludlow, VT and Zoom

Minutes

Present: Noah Schmidt, Robert Greenawalt, Lisa Hamm-Greenawalt, Zachary McNaughton, Pat Moore, Wendell Perkins, Patrick Cody, Executive Director, Okemo Valley TV

Zoom: No one attended via Zoom

Absent: John Cama, George O. Thomson, Newt Rose

Guest: Community member Patrick Donnelly

I. Call Meeting to Order – Welcome/Introductions/Announcements (10 Minutes) -

The reorganizational meeting was called to order by President Noah at 5:37 PM.

- a. **Welcome / Introductions.** Noah welcomed the group and guests, and board members and guests all introduced themselves.
- b. **Review Board Member Descriptions.** Patrick reviewed Board Member descriptions from website, as well as mission and vision.
- c. **Review Officer Descriptions.** Patrick reviews Officer descriptions. He also suggested having committee review and update descriptions.
- d. **Election of Officers:**
 - a. Zachary McNaughton nominated Noah Schmidt for president. Lisa Hamm-Greenawalt seconded the nomination. It passed unanimously.
 - b. Lisa Hamm-Greenawalt nominated Pat Moore for vice president. Noah Schmidt seconded the nomination. It passed unanimously.
 - c. Noah Schmidt nominated Wendell Perkins for treasurer. Lisa Hamm-Greenawalt seconded the nomination. It passed unanimously.
 - d. Noah nominated George Thomson for secretary. Bob Greenawalt seconded the nomination. It passed unanimously.
 - e. The new 2022-2023 Okemo Valley TV officers are: Noah Schmidt, president. Pat Moore, vice president. Wendell Perkins, treasurer. George Thomson, secretary.
- e. **Review and sign Code of Ethics.** Patrick reviewed the Code of Ethics from the website. All Board members signed the document.
- f. **Review Committee Descriptions.** Patrick reviewed committee descriptions. The committees are Finance, Personnel, Building and Grounds, Nominations and Elections, Community Engagement Committee. Each Board Member is asked to serve on at least two. Patrick would like to see the Finance Committee review early drafts of accounting policies to help establish better workflow and tighten procedures.

- g. **Need for Any New Ad Hoc Committees:** Patrick suggested we need a document review committee or some sort of process for updating policies and procedures, as many are out-of-date or undated. He also suggested all documents should be dated. Noah suggested an Ad Hoc Document Review/Policy Committee could perhaps could tackle one document per month. The Board agreed and the new committee was formed.
- h. **Appointment of Committees.** Board members were assigned committees as follows:
 - a. Finance – John, Bob, Wendell
 - b. Personnel – Noah, George, Pat
 - c. Building and Grounds – Noah, Bob, John
 - d. Community Engagement – Lisa, Newt, Pat, George
 - e. Nominations – Newt, Zach
 - f. Policy – Zach, Wendell
- i. **Set regular meeting dates & establish procedure for warning meetings, setting & reviewing agendas, taking & distributing minutes:**
 - a. Dates. Meetings will be held generally on the 3rd Thursday of month the month, subject to change depending on board members’ and executive director’s availability.
 - b. Tightening Procedures: Each month, Patrick and the Board President should set the meeting agenda. Noah should check in with committees to see if they have reports, and should send out a notice by email to board members 7 days in advance, with a draft agenda. The final agenda should also be posted on the website.
 - c. Taking & distributing minutes: George will take minutes, to be sent out within 10 business days and posted on website. (Patrick pointed out that minutes have not been posted on the website since Dec 21, 2022.)
- j. **Adjournment.** Noah adjourned the reorganizational meeting at 6:15 PM.

II. Call Regular Meeting to Order / Review Agenda. Noah called the regular meeting to order at 6:17 PM.

III. Communications/Public Comments. Pasha Donnelly, the only guest, had none. Patrick pointed out that Pasha worked the switcher for OVTV in the last month and will be doing again.

IV. Review & Approve Meeting Minutes. Lisa motioned to approve. Pat seconded. Minutes were unanimously approved.

V. Director’s Report. Patrick emailed his Report to board members earlier in the week. The annual summary will be posted to website by George. Highlights included:

- a. Patrick reported that the Woodstock collaboration has come to a halt due to internal politics at the Woodstock station. Jennifer, who attended the last meeting, has resigned. He said OVTV will step back while they work out their organizational issues, as the current board is not interested in working with us.

We have invoiced them for our work on Bookstock but have not yet received payment.

- b. Patrick said it has been great having Gavin Greenawalt and Sarah Bennett as part-time employees this summer. They are very reliable and have allowed us to do many additional projects. He commented that perhaps the station would benefit from having three full-time employees.
- c. Patrick thanked Pat Moore for covering the Calvin Coolidge Birthday Celebration on July 4, which includes a wreath ceremony, national debate high school championship, and more. It was suggested that Tracy Messer, the Calvin Coolidge impersonator, come in for programming, perhaps giving some sort of regular updates.

VI. Financial Report: Review Final FY22 Budget Report & Statements. Patrick couldn't provide the board with a complete year-end balance sheet and profit-and-loss report because he is waiting for the accountant to complete his reconciliation. When Patrick gets that, he will send it to the board, with side-by-side comparisons of FY22 vs FY21.

VII. Other Business.

- a. It was agreed that committees that should meet before the next meeting – Finance, Community Engagement (summer membership drive), Building and Grounds (especially since interest rates are going up; Patrick wants to get moving before they go higher, since we want to finance the completion of the building). We have a cost estimate and budget of what we can afford. Noah knows architect Jesse Gillette, who may be able to help with plans going forward. Patrick says OVTV has an architect from the start of project 10 years ago who is still under contract, and we need to inform him his services are no longer needed for the remaining buildout of the floor plans.
- b. Lisa will check with Patrick on availability of conference room, and email community engagement members to set up meeting.
- c. Noah says committees should pick their own leaders.

VIII. Confirm Next Meeting Date(s). There will be no meeting in August, as Patrick is away on vacation Aug 15-25. Committees will try to meet in August. The next Board meeting will be held on Sept. 15 at 5:30 PM.

IX. Adjourn. Noah Schmidt adjourned the meeting at 7:40 PM.

Minutes submitted by Lisa Hamm-Greenawalt, filling in for George O. Thomson, secretary, who was absent.