



816 Pacific Avenue
Santa Cruz, CA 95060

**BOARD OF DIRECTORS
Regular Meeting and Retreat
January 11, 2014**

A G E N D A

9:00 A.M.

Offices of the Corporation

1. Roll Call

Keith Gudger (Chair), Nathan Benjamin, James Fisher, Tess Fitzgerald, Joe Hall, Caryn Machado, Mathilde Rand, Doree Steinmann, Lou Tuosto, Adam Wade [quorum is six]

2. Oral Communications

Any person may address the Board during its Oral Communications period. All Oral Communications must be directed to an item not listed on today's Consent or Regular Agenda, and must be within the jurisdiction of the Board.

3. Consideration of Late Additions to the Agenda; additions and deletions to Consent and Regular Agendas

CONSENT AGENDA

4. Approve Minutes* (p. 3)
Regular Board Meeting Minutes of November 21, 2013
5. Approve IRS Form 990
6. Approve Recommendation of Governance Committee
CTV Rules and Procedures Update

REGULAR AGENDA

7. Consider appointing Tom Manheim to CTV Board.
8. Wage Rate Schedule: Part Time Positions *
E.D. Recommendation to replace piece rates with hourly rates (p. 6)
9. Capital Budget Items *
Consideration of Studio Upgrades and methods of payment (p. 7)

10. 2014-15 Operations Budget *
Review of revised budget per County request. (p. 8)
11. Closed session pursuant to Gov. Code §54957:
PUBLIC EMPLOYMENT
Title: All CTV Employees
12. Reconvene in Open Session-Report Out from Closed Session
13. Board Retreat:
Non-Violent Communication Training
2014-15 Break Out Sessions.
14. Adjournment

Any person may address the Board during its Public Comment period. Each presentation will be limited to three minutes and individuals may speak only once during Public Comment. A maximum of five minutes will be set aside for this period at this meeting. If the period runs beyond five minutes, the Board may, at its discretion, allow time at the end of the meeting for additional public comment. All comments must be directed to an item NOT listed on today's agenda and must be within the subject matter jurisdiction of the Board. Preference will be given to individuals who did not speak at the previous Board meeting. All speakers must address the entire Board and will not be permitted to engage in dialogue. Speakers are requested to sign the sheet designated for that purpose so that their names may accurately be reflected in the minutes of the meeting. Regular Agenda Items: Members of the public may speak on any item on the agenda. Each presentation will be limited to three minutes. The maximum time devoted to public input on any item will be determined by the Chair.

*** Material Included in Board Packet**

**CTV Board of Directors
Organizational Meeting
November 21, 2013**

Meeting Minutes

1. Roll Call

Voting Members Present: Keith Gudger (Chair), Nathan Benjamin, James Fisher, Tess Fitzgerald, Joe Hall, Jennifer Pittman, Mathilde Rand, Doree Steinmann, Lou Tuosto

Voting Members Absent: Adam Wade

2. Oral Communications

Five people addressed the Board.

3. Consideration of Late Additions to the Agenda; additions and deletions to the Consent and Regular Agendas

Upon the motion of Hall, duly seconded by Rand, the Board, by unanimous vote, approved the consent agenda with the following changes to the agenda: item # 5 withdrawn from the Consent Agenda. Item # 7 moved to the regular agenda, item 13.1.

Consent Agenda

4. APPROVED the regular board meeting minutes of October 22, 2013

5. TABLED recommendation of the Finance Committee to accept the 2012 990 Tax Returns.

6. APPROVED recommendation of the Finance Committee to accept the October 31, 2013 Financials as proposed by the Executive Director

7. SEE REGULAR AGENDA ITEM 13.1

8. ACKNOWLEDGED the continuation of the City of Watsonville appointee, Lou Tuosto for a four year term, ending November 15, 2017 [G4].

REGULAR AGENDA

9. Oral Report of Executive Director-Report given.

10. Election of Officers

Upon the motion of Machado, duly seconded by Rand, the Board, by unanimous vote, reappointed Keith Gudger as Board President, Mathilde Rand as Vice-President, Joe Hall as Treasurer, and James Fischer as Secretary.

11. Committees of the Board

Upon the motion of Machado, duly seconded by Rand, the Board, by unanimous vote, appointed Board and staff members to the following committees for 2013-2014:

Finance Committee: Joe Hall (Chair), Tess Fitzgerald, Keith Gudger;

Governance Committee: Keith Gudger, Mathilde Rand, Joe Hall, Nathan Benjamin, Tess Fitzgerald; **Personnel Committee:** Keith Gudger (Chair); Caryn Machado, Doree Steinmann, Mathilde Rand, Nathan Benjamin; **Audit Committee:** Keith Gudger, Caryn Machado, Lou Tuosto; **Fund Development Committee:** Paul McNabb (Chair), James Fisher, Caryn Machado, Lou Tuosto

12. Board Calendar

The Board, by consensus, adopted the changes to the Board Meeting Calendar/Recurring Tasks - 2014 as presented in the document on page 70 of the agenda packet of the November 21, 2013 Board of Director's organizational meeting.

13. Board Retreat

Upon the motion of Rand, duly seconded by Machado, the Board, by unanimous vote, scheduled the Board retreat on Saturday, January 11, 2014 at the Community Television facility.

13.1 Employee Compensation/Personnel Manual: Approve the recommendation of the Personnel Committee regarding changes/revisions/deletions to CTV Job Descriptions - Station Director.

Motion made by Rand to approve the position with the request that the Personnel committee meet to further refine the position. MOTION FAILS due to lack of a second.

Upon the motion of Benjamin, duly seconded by Machado, with Fitzgerald, Rand, and Fisher voting no, the Board APPROVED the recommendation of the Personnel Committee regarding changes/revisions/deletions to the CTV job descriptions - Station Director, as presented.

REPORTS AND CORRESPONDENCE (non-action items):

14. Oral Report of the Board Chair-Report given.

15. Farewell to an outgoing Board Member

The Board voiced their appreciation for the service of Jennifer Pittman to the CTV Board of Directors and accepted her resignation.

16. Changes to Board Clerk duties.

The Board recognized that the minutes of Board Meetings will be assumed by the Secretary of the Board.

17. Board Member / Staff Requests for Specific Items to Appear on next Meeting Agenda

The Board directed the Executive Director to include information regarding her meeting with the County to discuss the CTV business Plan in the January Executive Director report.

18. Announcements

None.

19. Adjourn to Closed Session

Upon the motion of Rand, duly seconded by Steinmann, the Board, by unanimous vote, adjourned to closed session.

20. Closed session pursuant to Gov. Code §54957:

PUBLIC EMPLOYMENT

Title: Executive Director

21. Reconvene in Open Session-No reportable actions taken.

22. Adjournment

This set of minutes to be approved on January 11, 2014

Approved: _____
Board Chair

Attest: _____
Board Secretary

**WAGE RATE SCHEDULE PART-TIME POSITIONS
FISCAL YEAR 2013-2014**

Job Title	Hourly Range
Community Media Trainer	\$16.13 - \$19.81*
Community Media Production Crew	\$16.13 - \$19.81*
Production Assistant - Bilingual	\$16.13 - \$19.81*

Piece Rate for Event Coverage		
Piece 1	Produce, Shoot and Edit One Camera Event Coverage	\$250.00
Piece 2	Produce, Shoot and Edit Two Camera Event Coverage	\$325.00
Piece 3	2nd Camera on 2 camera shoot	\$125.00
Piece 4	Camera on Tricaster	\$150.00
Piece 5	Produce, Direct, and Edit Tricaster Shoot	\$250.00

Piece Rate Grid for Truck Productions		
Piece 6	Technical Director/Engineer in Charge (TD/EIC)	\$175.00
Piece 7	Character Generator Operator (CG)	\$150.00
Piece 8	Replay Operator/Engineer 2 (R/E2)	\$150.00
Piece 9	Audio 1 (A1)	\$150.00
Piece 10	Camera Operator (CamOp)	\$125.00
Piece 11	Audio 2/Utility (A2/Util)	\$75.00
Piece 12	Spotter	\$75.00

*Minimum Hourly Rate per the City of Santa Cruz and the County of Santa Cruz Living Wage Ordinance passed as of 05/21/2013 effective 07/01/2013

CTV Capital Budget 2013-14

Computer Hardware & Software	Units	Cost	Total	
RAM upgrades for editing lab suite (MacPro)	1	164.99	164.99	
RAM upgrades for editing lab suite (older gen iMac)	1	191.96	191.96	
CS5 software	4	567.99	2271.96	<i>This software makes the editing suite macs suitable for fee-based rentals.</i>
Microsoft Office	4	24	96	
				<i>This video production equipment makes CTV's equipment suitable for staff production and professional rental.</i>
Video Production Equipment				
EOS Rebel T4i 18-55mm IS II Lens Kit Refurbished:	3	575.99	1727.97	
Canon EF-S 55-250mm f/4-5.6 IS II Refurbished Lens	3	239.99	719.97	
Rode VideoMic with Fuzzy Windjammer Kit	3	159.99	479.97	
Zoom H4N Handy Portable Digital Recorder:	2	204.99	409.94	
Zoom R16 Multitrack SD Recorder Controller and Inter	1	314.99	314.99	
				<i>This video production accessories makes CTV's equipment suitable for staff production and professional rental.</i>
Camera Accessories				
Case Logic SLRC-203 Large SLR Camera Bag	3	56.34	169.02	
Tiffen 58mm UV Filter Protector:	6	6.99	41.94	
Hoya 58mm Neutral Density NDX400, 9 Stop Multi-Cc	3	33.94	101.82	
Manfrotto MVK500AM Lightweight Fluid Video Tripod:	3	360.43	1081.29	
				<i>This media storage upgrade is long overdue at CTV. This also adds to our ability to charge fee-based rentals for equipment requiring media storage cards, and increases our ability for professional-level fee-based production services with the equipment to do the job.</i>
Storage & Media				
Transcend 128GB High Speed Class 10 UHS Flash M	3	111.36	334.08	
Transcend 64 GB High Speed Class 10 UHS Flash M	3	57.95	173.85	
Drobo 5N 5-Bay NAS Storage Array, Gigabit Ethernet:	1	520.11	520.11	
Seagate Barracuda 3 TB HDD SATA Cache 7200 RPM	5	110.94	554.7	
				<i>This allows the current facility to upgrade in to a rentable studio space, offering fee-based services to members and certified users on their own without staff support. This is a Keycard-based magnetic locking system with software and IP camera monitoring support. this is currently an estimate, and formalization of quotes will be provided after board approval within this budget range.</i>
CTV Key Card Security System				
\$500 per door x 10 doors= \$5,000	10 doors	500	5000	
Control software and cards	1	2000	2000	
3 additional IP cameras and recording software	1	2000	2000	
				<i>Two available models Tricaster 460 provides isolated recording of cameras and internal Genlock camera inputs and 2 network inputs plus internal clip playback. Tricaster 410 provides no isolated recording and no genlock. The control surface will cost extra for the 410. Preferred model is the 460.</i>
Studio Upgrade				
Tricaster 460 \$ 19,995 or Tricaster 410 \$13,000	1	19995	19995	<i>Custom Case allows for studio equipment to operate in the field on special high-value productions.</i>
Custom Calzone Case	1	1500	1500	<i>New lighting control will allow for programmable set lighting scenes and no need to climb on the ladder</i>
New programmable Control	1	1000	1000	<i>Moving head lights will allow productions to add color to the scenes without the use of a ladder or the time it takes to set gels reducing CTV's liability and need for staffing.</i>
4 Moving head Color Lights	6	1200	7200	<i>400 rigging gear needed for new light fixtures described above</i>
Rigging gear	2	200	400	
Total Budget:			48793.54	
				Financing Options:
Option 1	Reserve fund Capital Purchase	One-time \$50,000 purchase		<i>One time purchase from CTV reserves; no repayment plan.</i>
Option 2	Cash secured equipment loan	\$1000/month for 5 years		<i>Cash secured loan through Santa Cruz Credit Union secures reserve fund for 50K until loan is paid off. No penalty for early repayment. Interest rates quoted 1.7.14 at 3.25%. This means CTV can repay a loan as a capital expense for this equipment after DIVCA is implemented on July 1st, 2014.</i>

**DRAFT Master DIVCA Operating Budget (July 2014)
Community Television of Santa Cruz County
Fiscal Year 2014-2015**

**Total
Operating
Reduction
45.37%**

**Approved
Budget
FY 2013-2014**

	<i>Account</i>	<i>Total</i>	<i>Total</i>	Notes/Footnotes/Explanations
TOTAL OPERATING REVENUE	4300			
CTV Reserves		0.00	38,237.00	CTV Reserves
County Operating Funds	4100	253,530.00	409,393.00	28% Reduction due to DIVCA
County Board of Supervisors Meetings	4101	27,570.00	37,000.00	Board of Supervisors Meetings
City of Watsonville Government Meetings	4102	16,500.00	9,500.00	Government Meetings
City of Capitola Government Meetings	4103	16,500.00	20,000.00	Government Meetings
SCMTD Meetings	4104	2,200.00	2,000.00	Government Meetings
County PEG Fees	4105	0.00	99,635.00	Moved to Capital Budget
City of Santa Cruz Government Meetings	4106	13,785.00	3,400.00	Government Meetings
Wats/Cap/County Charter Fees	4107	0.00	18,530.00	Moved to County Operating 4100
SCCRTC Meetings	4108	2,350.00	2,400.00	Government Meetings
Memberships	4110	2,000.00	8,000.00	Memberships
Administration Fees	4111	500.00	500.00	Administrative Services Income
Production Services - Media Dubbing	4112	1,300.00	1,300.00	Media Dubbing Income
Underwriting & Sponsorships	4114	2,000.00	500.00	Sponsorships
Digital Media Sales	4115	600.00	1,000.00	Sale of Digital Media (DVD's & Memory Cards)
Facility & Equipment Rental	4120	5,000.00	0.00	Facility & Equipment Rental
Classes	4130	2,000.00	6,600.00	Classes
Third Party Agreements	4135	900.00	900.00	Third Party Production Agreements
Donations	4165	5,000.00	12,000.00	Donations & Fundraising
Grants/Production Grants	4166	5,000.00	15,000.00	New Grants
Misc. Income/Interest Income	4185	200.00	500.00	Bank Interest, Etc.
Production Services	4200	30,000.00	25,000.00	Income from Production Services
Special Event Revenue	4600	0.00	20,000.00	Special Event Income from Fundraising
Total Operating Revenue		386,935.00	731,395.00	
TOTAL REVENUE	4300	386,935.00	731,395.00	

OPERATING EXPENSES	6000			
PEG Access Services & Supplies	6500			
Advertising	6100	1,500.00	200.00	Social Media, New Services & Job Placement Ads
Bank Charges	6300	850.00	700.00	Bank & Pay Pal Fees
Dues & Subscriptions	6600	2,500.00	1,800.00	Business Dues & Development Dues
D/O, Accident, Crime Insurance	6700	2,500.00	2,433.00	Corporate Insurance
Office Supplies	7100	2,000.00	3,300.00	Copy Paper, Pens, & Supplies
Production Expenses	7105	800.00	2,000.00	Expenses for CTV Productions
Postage/Freight	7200	1,000.00	800.00	Postage & Bulk Mailings
Printing	7205	150.00	600.00	Business Cards, Flyers, Etc.
Facility Supplies	7401	500.00	750.00	Janitorial & Cleaning Supplies
Licenses/Fees/Misc. Taxes	7640	5,250.00	7,500.00	Business Licenses, Parking Fees & Corporate Taxes
Telephone/Telecommunications	7700	3,000.00	3,000.00	Telephone (Does not include donated internet/webhosting)
Facility Utilities	7900	0.00	23,500.00	Moved to Capital for e-negotiated All-inclusive lease
Total PEG Access Services & Supplies	6500	20,050.00	46,583.00	
Contract Services	6800			
Audit/Payroll Services	6900	14,500.00	13,700.00	Audit & Payroll Services
Contract Services - Studio Production	7001	0.00	900.00	Studio Production Contractors
Contract Services - Janitorial Services	7003	4,500.00	4,500.00	Janitorial Service
Contract Services - Americorps	7006	0.00	10,000.00	Americorps Volunteer (10 months)
Contract Services - CMAP Services	7007	50,000.00	150,000.00	Consulting & IT (50,000)
Contract Services - Director of Content	7009	30,000.00	0.00	New Contracted Position for Production
Contract Services - Consulting/Producing	7010	15,000.00	10,000.00	Contracted Finance/HR Consultants & Website Design/Support
Contract Services - Legal Fees	7110	2,000.00	2,800.00	Attorney Fees
Contract Services - Production Grants	7910	4,000.00	1,000.00	Field Production Contractors
Contract Services - Dunbar Productions	7915	0.00	80,000.00	Underwriting on Start-up Production Costs Completed
Total Contract Services	6800	120,000.00	272,900.00	
Staff Development & Fundraising Expense	7000			
Newsletter/Brochure/Annual Reports	7210	0.00	400.00	Newsletter/Brochure/Annual Reports
Training & Conferences	7405	500.00	400.00	Staff Training
Travel & Meals	7800	500.00	3,000.00	Staff Mileage
Retreats/Events	7920	500.00	500.00	Annual Board/Staff Retreat
Special Events Expenses	8600	0.00	1,000.00	Special Event Expenses
Total Staff Dev. & Fundraising Expense.	7000	1,500.00	5,300.00	

Operating Salaries/Benefits	7500			
Executive Director	7510	0.00	6,067.00	Position Eliminated
Station Director	7512	60,000.00	0.00	Position Added for AF & Staff Management
Development Director	7512	0.00	55,016.00	Position Eliminated
Production Coordinator	7516	0.00	0.00	Position Added for Transition
Access Facilitator (6 Mo. Only then Deleted)	7530	0.00	19,822.40	Position Eliminated
Administration & Finance Director	7535	0.00	34,944.00	Position Eliminated
Playback Technician	7540	0.00	22,713.60	Position Eliminated
Production Supervisor	7541	0.00	30,784.00	Position Eliminated
Media Services Coordinator	7542	40,000.00	0.00	Position Added for Transition
Operations Coordinator	7545	0.00	38,172.16	Position Eliminated
Extra Help/Government Technicians	7585	12,000.00	8,000.00	Technicians for Government Meetings
Extra Help/Trainers	7586	0.00	1,200.00	Position Eliminated
Extra Help/Production Asst.	7589	12,000.00	22,500.00	Production Assistants & Trainers
Total Operating Salaries	7500	124,000.00	239,219.16	
Payroll Taxes	7621	21,032.30	21,660.53	Payroll Taxes
Worker's Comp	7635	4,910.34	4,808.31	Worker's Compensation
Health/Dental Benefits	7630	50,000.00	58,722.00	Health, Dental, Vision & Life Insurance
Severance/Vacation Payouts	7632	20,000.00	12,500.00	Eliminated
Total Benefits & Taxes	7500	95,942.64	97,690.84	
TOTAL OPERATING EXPENSES	6000	361,492.64	661,693.00	
TOTAL EXPENSES		\$361,492.64	\$731,395.00	
TOTAL REVENUE-EXPENSES		\$25,442.36		

DRAFT DIVCA Capital Budget (July 2014)
Community Television of Santa Cruz County
Fiscal Year 2014-2015

Approved
Budget
FY 2013-2014

	<i>Account</i>	<i>Total</i>	<i>Total</i>	Notes/Footnotes/Explanations
TOTAL REVENUE	4300			
County PEG Fees	4100	450,000.00	409,393.00	County PEG Fees (Operating Moved to Operating Budget)
Wats/Cap/County Charter PEG Fees	4107	0.00	18,530.00	Moved to County Operating
Total Capital Revenue		450,000.00	427,923.00	
TOTAL REVENUE	4300	450,000.00	427,923.00	
CAPITAL EXPENDITURES	5000			
Facility	5100			
Property, Cyber Liability, Broadcasters Insur	6700	9,500.00	8,567.00	Property/Equip./Brodcasters/Cyber Insurance moved to C
Leasehold Improvement/Facility Relocation	7058	200,000.00	0.00	Facility Relocation & Improvements
Facility/Equipment Rental	7300	1,000.00	850.00	Equipment Rental for Facility
Facility Maintenance/Security Services	7400	3,500.00	3,500.00	Facility Maintenance & Security Systems moved to Capit
Total Facility Expenses	5100	214,000.00	12,917.00	
Equipment	5200			
Automation Equipment	7011	5,000.00	4,000.00	Projected Equipment Replacement (CTV)
Equipment Repair	7051	2,000.00	2,000.00	Equipment Repair Moved to Capital Budget
Prod. Equipment Replacement - Depreciated	7052	60,000.00	20,000.00	Projected Equipment for Expanding Productions
Prod. Equipment Replacement - Non-Deprec	7053	3,500.00	3,500.00	Projected Equipment for Expanding Productions
Production Truck Equipment - Depreciated	7054	0.00	0.00	Eliminated
Equipment - Depreciated	7056	160,000.00	1,600.00	Projected Equipment for Studio & Community Use
Equipment - Non-Depreciated	7057	500.00	400.00	Projected Equipment for Studio & Community Use
Production Truck Equipment - Non Deprecia	7060	0.00	0.00	Eliminated
Copy Machine Lease	7215	5,000.00	5,000.00	Leased Copy Machine Moved to Capital Budget
Total Equipment Expenses	5200	236,000.00	36,500.00	
TOTAL CAPITAL EXPENDITURES	5000	450,000.00	49,417.00	
TOTAL BUDGET		\$0.00		