

CCTV Center for Media & Democracy

Meeting of the Board of Directors

Time: **Thursday, March 8, 2018 at 5:00 p.m.**

Location: **CCTV Center for Media & Democracy, 294 N. Winooski Avenue, Burlington, VT**

[Upcoming Meetings](#) | [Board Contact Information](#)

The mission of CCTV Center for Media & Democracy is to open the door for democratic social change to happen. We aim to be a trusted provider of free speech training, tools and channels. We serve activists, civic leaders, nonprofits and community members who want to increase their reach and impact.

Present: Jason Pelletier, Julia Vallera, Jane Knodell, Erin Malone, Scott Pavsek, Shay Totten

Absent: Mary Simons

Staff: Andy Crawford, LG Davitian

Minutes

Welcome & Introductions

Welcome new members: Julia Vallera, Shay Totten and Scott Pavsek -

Approval of Minutes

- [February 2018](#) - **Action:** Approved.

Approval of Financials

- [February 2018](#) - **Action:** Approved.

Financial Audit

Every two years, the organization completes a financial audit. The firm hired to complete this audit (Wisehart, Wimette & Associates, PLC) has submitted the following report:

- [Audit Letter from CCTV](#)
- [FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION / Years ended September 30, 2017 and 2016](#)

Todd Wimette from Wisehart, Wimette & Associates, PLC joined us to review the statements and answer any questions the directors had. They've been working with CCTV for the past 3-4 years. Important that the Board knows what we do and look at. This is good governance practice. CCTV goes back and forth between a financial statement audit and review. The difference is the "level of assertion" and depth of review. Audit is a more robust procedure. The audit was conducted by Todd and his colleague Lisa. A financial statement auditor is more than looking at the numbers. Every year we do a risk assessment. We look at organization from top to bottom. Revenue sources, revenue structures, systems, funding arrangements. Where is the agency at risk for overstating? This is typically in the revenue area. Revenue recognition is not the simplest task. We spend a lot of time looking at revenue arrangements. On expense side we reconcile payroll/ benefits. Procedures: validate, third party confirmation, reconcile to source

documents. It is a robust process and going through that our focus is to determine if the numbers are “not materially mis-stated” and can be relied upon and are accurate representation of the agency.

There were a couple of audit adjustments (typical) depreciation expense. The processes for the agency is solid and function well and appear adequate safeguard on the assets. No recommendations other than constant due diligence.

Overall, CCTV is in a comfortable financial position with good size net assets balance. Over the course of time it is generating more inflows than outflows. A large percentage of its revenue comes from a single source (Channel 17). If that were to change it would require close attention. Tapping into new fundraising efforts and program sources are good practice. To be a phenomenal fundraiser requires a great deal of effort.

Internal controls were adequate. The best internal control systems have multiple checks and balances.

Auditors Report: Most of it is template, but there is one paragraph: the audit opinion which is an “unqualified” opinion.

Helpful to take an internal view of historical performance (v. industry comparison).

Ratios to track: Days cash on hand, Todd will send some more to consider.

Todd is comfortable with our classification of Channel 17 revenue as grants for public support classification purposes.

The operation is pretty lean, mostly payroll and benefits.

Consideration of Resolution

Resolution to Accept “FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION / Years ended September 30, 2017 and 2016” as Provided by Audit Firm

After the opportunity to review the “FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION / Years ended September 30, 2017 and 2016” document, and after the availability of Todd Wimette from Wisehart, Wimette & Associates, PLC to answer questions, formally accept the document.

Action: Resolution Approved unanimously.

See:

- [Resolution #2018-003](#)
- [FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION / Years ended September 30, 2017 and 2016](#)

Executive Director Review

Discuss the progress made and the next steps.

For context:

- See Section 13 of the [Board Handbook](#).
- Jane Knodell and Erin Malone have volunteered to lead this process. Next Steps: Review of Tool, Revisions, Send to ED, Board and Senior Staff Members. Goal to complete by May/ June.

Potential Updates to Bylaws

Decision to vote on this in April. Discussed the [proposed updates to the Bylaws](#).

Elections of Directors with Expiring Terms

Action: Re-elected the current members for one year terms.

- Jane Knodell
- Erin Malone
- Jason Pelletier

Elections of Officers

Action: Accepted following officers of the Board of Directors for one year terms:

- **Vice President:** Julia Vallera
- **Treasurer:** Jane Knodell
- **Secretary:** Scott Pavek

For officer descriptions and responsibilities, see the [Board Handbook and Bylaws](#).

Annual Meeting

The Annual Meeting is confirmed for Wednesday, June 13, 2018 at 7:00 p.m. at 294 N. Winooski Avenue, Burlington, VT. Combine with a dinner party.

Committees

The following committees will be preserved (as referenced in the existing Board Policies). Board members will let Jason know what realms they are interested in working on.

- Executive Committee - Officers
- Development Committee
- Governance/ Nominating Committee
- Finance Committee

Support of Net Neutrality via Letter to Congressional Tri-Caucus

CCTV Center for Media & Democracy has signed on in support of a letter to the Congressional Tri-Caucus to support Net Neutrality via the Congressional Review Act. Our support is based not only on our efforts to foster open networks, but also on our commitment to free speech *for all*. A lack of Net Neutrality disproportionately and negatively affects communities of color. From the request for our support:

This past December the Federal Communications Commission (FCC) voted to repeal Net Neutrality. The FCC Chairman, Ajit Pai, decided to ignore an overwhelming majority of people who supported Net Neutrality. Instead Chairman Pai, previously a lawyer for Verizon, handed the future of the Internet and our digital civil rights over to corporate interests.

The fight however is not over. Congress has the ability to reverse the FCC's decision through a process called the Congressional Review Act (CRA). Given the makeup of Congress, **every vote matters**. The Voices for Internet Freedom Coalition, has been organizing to pressure members of the Tri-Caucus (Congressional Black, Asian Pacific American, and Hispanic Caucus) to support a CRA in the House and Senate. **So far, over 60% of the Tri-Caucus has signed on to support the CRA.**

The Voices Coalition is calling on civil rights and racial justice organizations to sign on to this letter directed to tri-caucus leadership and members calling on them to sign on to the net neutrality CRA and make public statements in support of the effort to stop the net neutrality repeal. Net Neutrality is important to communities of color because:

- An open and borderless internet has given communities of color power: the power to express, the power to organize and the power to innovate. Any attempts to restrain this power by walling off the internet must be met with collective resistance by all of us.
- Our nation has a disturbing history of stifling the voices of people of color, which denies equal opportunity to those who need it most. The open internet helps us live up to the promise of first amendment freedoms for all people, not just those who can pay enough to be heard.
- Net neutrality is particularly important for the [one-fifth of U.S. adults who live in households earning less than \\$30,000 a year and only use their smartphones](#) to connect to the internet. Whether these users are completing vital tasks like applying for jobs or accessing education or healthcare, their mobile internet access is protected by the current net neutrality rules.

See:

- [Letter](#)

Updates

- **Cable Advocacy**
 - **Comcast Case** - This case is now in federal court. Judge Crawford has accepted VAN's petition to intervene in the case (opposed by Comcast). The next question is will the judge entertain new evidence or simply rely on the evidence already submitted in the Public Utility Commission case (which Comcast is appealing). No action for the next several weeks. This is a decision of the Channel 17 Trustees.
 - **Question:** Net Neutrality provision is in the asset agreement. Is this something that we could request.
 - **Burlington Telecom Sale Update** - Schurz Communications has filed with the VT Public Utility Commission. The Burlington Access Management Organizations will intervene for the purpose of ensuring that [the current contract with BT is maintained](#).
- **Advocacy/Legislative Matters**
 - **Privacy and Net Neutrality** - The latest from the [Alliance for Community Media](#).

- **Tax Implications** - [See this update.](#)
- **Burlington Access Management Organization (BAMO)**
- **Common Good Vermont Merger** - Ten years ago, CCTV started Common Good Vermont as a new kind of channel to provide skills and know-how to leaders of the nonprofit sector. Over the past two years, we have worked more intentionally with Marlboro College's Center for New Leadership with an eye to creating a complete "ladder of opportunity" of online resources, skills (short and long courses), networking events, certificate programs, consulting services. We are in the process of determining how we can merge organizations. We are mid-way through this process with a goal of making it happen by October 2018.

Adjourn