

Meeting minutes of Holyoke Media – August 3, 2017

Present:

- Jennifer Myszkowski
- Ali Pinschmidt
- Al Williams
- Carey Baker
- Denis Luzuriaga
- Meghan Person (Admin)

Not Present:

- Mike Hines
- Scott MacPherson, ED

Call to order: 6:40 p.m.

Board Transitions

Looking over Jennifer's Doc:

<https://docs.google.com/document/d/1sEuAIjqNlrhOCDUSo9rMCR3nvSRA-vGpF9moKwq1Q/edit?usp=sharing>

- All members of board are considered part of the membership
- Membership fee? Northampton has recommended donation of \$30/yr
- Mark-ups on MOU and By-Laws in Google Drive – Going forward, save as PDF & date documents
- Need to update bylaws.
 - o 2/3 vote of board to plan for meeting

Elected Directors – Min 7 members, Max 9

- “Elected Directors shall be selected in the following manner: no later than thirty (30) days prior to the annual meeting of the Corporation, a nominating committee of the Board of Directors, appointed by the President with the approval of the Board, shall notify the members of the Corporation of upcoming elections and shall request suggested nominees. The Nominating Committee shall be charged with the responsibility of compiling a slate of candidates from these submissions for election to the Board.
 - o **Appoint nominating committee**
 - o **Compile a slate of candidates**
- If membership isn't able to elect their own board member within 30 days, the board will choose a candidate
- Al added PDF of updated by-laws to Google Drive
 - o **ALI: Create archive folders – all old drafts into this folder (By-laws, MOU & State filings should be only ones there)**
 - o **AL: Need to find signed final MOU and put that online**
 - Al contacted Rory & cc Scott to ask for final MOU & Comcast contract

Items Coming Up

1. Annual Report to State
 - a. 990 Extension Form 990 Available here: <https://www.irs.gov/pub/irs-pdf/f990.pdf>
 - i. Due May 15th, Filed extension for November 15th
 - ii. Need all bank records, but need access to older bank accounts
 - iii. **AI to unlock online banking and can download all bank statements as PDFs**
 1. **AI:** Put bank statements on Drive
 2. **Scott** send to Morton, CPA
 - b. Form PC – Once 990 Complete, **Scott will file PC**
 - i. Requires Form 990
 - ii. Registration fee
 - iii. CPA's Review of financial statements
 - iv. Audited financial statements
2. Annual Report to City of Holyoke – **Scott to begin compiling**
 - a. A copy of HCM's most recent Annual Report (Form PC) filed with the Attorney General's Office;
 - b. Year-end financial statements, prepared by a licensed, independent CPA;
 - c. Previous year's budget and actual expenditures summaries;
 - d. Budget plan for the current year in the form as attached hereto as Exhibit A;
 - e. Amount of operational funding and capital funding provided to the Public Schools
 - i. for the previous year and (ii) for the current year pursuant to Sections 8 and 9;
 - f. Hours of programming cablecast by categories of public, educational and governmental programming categories;
 - g. A list of notable events, actions and programs;
 - h. Training classes offered and attendance thereto;
 - i. HCM Policies and Procedures, with any changes thereto from the previous year highlighted;
 - j. Ongoing strategic plans
3. Annual Hearing with City
 - a. Plan within 30 days of City receiving Board & School annual reports
 - i. **Scott to connect with Rory about date of meeting** (Plan for mid-late November (after election))
4. Annual Membership Meeting – 10% of members must show up for membership mtg.
 - a. Board members are part of membership
 - b. According to Articles of Incorporation, the transitional board is in effect until our annual membership meeting.
 - c. Can put language into by-laws that states either:
 - i. We don't have enough members this year, so skip it this year
 - ii. Or, we have board as members and we select
 - d. **Early December membership meeting with new board for January**

e. **Scott** to send Press Release, which can mention membership – September date?

f. **Jennifer**: Draft a letter to Mayor, City Council & School Committee re: candidate nomination

- i. Include rules of who they can appoint
- ii. Board will appoint one board member
- iii. Describe what we are looking for in board: financial background

5. Election of Board Members

- a. Must include those appointed by Board, City & School
- b. Want to have finalized by-laws, filed annual reports, etc. to give to next board

Motion to adjourn at 7:56pm.

Accept meeting minutes from July 31st & August 3rd at next meeting on August 10th.

Next Scheduled Meetings

Meeting Space: Transformative Culture Project, 295 High Street, 2nd floor

- August 10
- August 24

Agenda for Next Meeting

- When can press release go out
- Review Jennifer's doc "cascade" of tentative deadlines
- Anything else to add?

Motion to adjourn at 8:06 p.m.