

Mission Statement of DATV
DATV is a community forum that empowers all citizens to learn, create and
express their ideas through electronic media.

MINUTES FROM
MONDAY, February 10, 2019
DATV BOARD OF TRUSTEES MEETING
DATV CONFERENCE ROOM – 5:30PM

MEMBERS PRESENT

Randy Phillips - Chair
Maggie Barlow – Treasurer
Dave Johnson – Vice-Chair
Marlese Durr
Willie Walker

ABSENT

William Harris – Secretary: Rev. Harris has been very sick
Commissioner Jeffrey Mims

ALSO PRESENT

Rosemary Bradley, Executive Director
Lisa Arlt, Accountant

CALL TO ORDER

R. Phillips called the meeting to order at 5:35 pm.

ROLL CALL

R. Bradley performed the roll call.

BOARD CHAIR COMMENTS

None

CONSENT AGENDA

- A) Approval of Board Minutes
- B) Committee Reports
 - a) Executive Committee: N/A
 - b) Nominating Committee: N/A
 - c) Investment Committee: Attached
 - d) Personnel Committee: Attached
 - e) Development Committee: N/A
- C) Approval of Treasurer's Report: December 1, 2018 – December 31, 2018
- D) Executive Director's Report: Attached

APPROVAL OF CONSENT AGENDA

Walker requested that the Nominating Committee Report be pulled and added to New Business for today's discussion. Phillips asked for a motion to accept board minutes. Barlow move to accept, Walker seconded. The motion was carried unanimously.

PUBLIC COMMENTS

Lisa Arlt, DATV Accountant, comments that DATV had another fabulous audit this year. She will review it and add comments, if needed, by the next Board of Directors Meeting. Having no questions about the 2019 budget or financials, Arlt adjourned from the meeting.

OLD BUSINESS:

The new 2019 budget is nearly formalized. Arlt and Bradley are finalizing the new cost center budget format. There are no changes to the bottom line, just the format has changed. As soon as that occurs, that spreadsheet will be emailed to board members. The budget was approved in the December 2018 meeting, so there is no approval needed at this time.

Bradley asked for questions on the Strategic Plan Dashboard. There were none. She also mentioned the establishment of regular All-Staff meetings, which went over well. Bradley handed out and introduced requiring Work Plans to be developed for all staff whose goals are tied in to achieving the goals of the strategic plan. The meeting went well, and the adoption of Individualized Work Plans will become the benchmark for annual performance evaluations.

Barlow asked about plans for Active Shooter training that Bradley attended at MEI, Barlow's place of employment. Bradley explained that we are considering opening the training to the entire DATV membership, as it may benefit all of our constituencies to have training in case of a threat and any of the events, they are part of.

Bradley will also find out if the City of Dayton offers on-line trainings that might benefit our staff and if the City will open these training opportunities to DATV staff. These trainings will be required for all staff to complete into the future. Bradley is looking at free resources to offer to staff. All electronic training will have an assessment aspect.

Phillips asked for an update about progress on DATV's contract with the City of Dayton and the restoration of the language regarding a City Commissioner member of the board and the residency requirement for Board membership. Walker responded that he reached out to the law department and spoke with Anthony in the Law Department about it. From this meeting Walker believes that DATV will be able to amend the contract, yet again, to restore the City Commissioner language as well as win approval of opening board membership to a wider pool of candidates. We are waiting on a reply from the City.

NEW BUSINESS:

Nominating Committee provided an update on recruiting new board members. We are waiting on approval from the City to follow up with prospective candidates. Walker will contact current members to let them know where we are in the process. He also indicated he was waiting to hear back from the Montgomery County Commission for a list of prospective candidates. Durr expressed concern that all the people on the nominating list were business contacts and wanted to clarify how the candidates were chosen. Walker explained that he and Bradley met and developed the list with an eye toward rounding the talents of board members.

Durr commented and commended Bradley and Walker for making progress toward amending the contract to include board members other than people from the City of Dayton. Durr wanted to note that this issue has come up in the past without resolution and that she was pleased to see the efforts of Bradley & Walker seemed to be heading toward a positive outcome.

Barlow inquired after how many seats we are looking to fill, Walker replied that we need four members for a full board of eleven, assuming, Chad Snoke retains his seat.

Bradley announced DATV's 2018 Audit was completed on 11 February 2019. There were no findings. Mike Smith will attend the April board meeting to present the audit as well as the IRS Form 990 tax return for Board approval.

Bradley addressed Standing Board Committees and asked for discussion and/or conversation about whether or not some of them were still relevant considering they hadn't met in over a year. The Investment Committee meets on a regular basis. The remainder, Executive, Nominating, and Personnel meet sporadically, and the Development Committee only once. Phillips suggested we table the discussion until DATV has full board membership. Bradley suggested for consideration that the Board might want to consider developing an Advisory Committee made up of community residents who would meet to give DATV feedback on the content of Programming to be sure we are being responsive to community needs. Barlow asked what role this Advisory Council would serve considering

DATV has no control over what members choose to submit for programming. Bradley acknowledged that while we have no control over member content, staff can produce content that would fill whatever gaps this Advisory Council identifies. We can also pass along the findings to our members to see if they might be interested in producing. Durr commented that this might also be a way to connect with an audience/market that are not members but mainly viewers. The suggestion was also tabled until new board members were on-boarded.

Bradley distributed DATV's Conflict of Interest Forms for Board members to review and sign by the next Board meeting in April.

Walker, chair Nominating Committee, suggested that by the April meeting that he will have met with board prospects and will have a slate of names for the full board to vote on at that time.

Walker announced that he was running for a seat on the Montgomery County Educational Services Center. He will be on the November 2019 ballot. All members wished him luck.

At 6:14 pm, Phillips called for the Board to go into Executive Session. Regular session resumed at 7:30 pm.

As a result of discussion Durr tasked Bradley to come up with a job description for the Operations Manager as well as forward all the job descriptions to the board to ensure there is no redundancy in job tasks. The line of command needs to be clear regarding who reports to whom and a clear organizational chart created. Any salary changes to be considered will be discussed at the April meeting.

The Board expressed its full faith and confidence in Bradley as the Executive Director and wants it to be clear that the organization moving forward is following her lead with the Strategic Plan as a guide to the future.

Phillips noted that DATV had a really nice article about the 40th Anniversary published in the Dayton Daily News and Bradley will forward a link to the on-line edition.

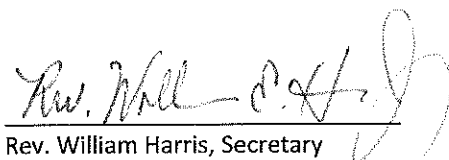
Other:
N/A

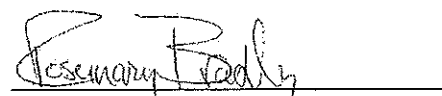
ADJOURNMENT

Phillips called for a motion to adjourn. Walker made the motion with Durr seconding. The motion passed unanimously.

The next board meeting will be **8 April 2019 at 5:30pm** in the DATV conference room.

Respectfully submitted,


Rev. William Harris, Secretary


Rosemary Bradley, Executive Director

Submitted 4/1/2019 - RB