

Blue Mountain Translator District
Board of Directors Special Meeting and Supplemental Budget Hearing
March 23, 2020

Special Meeting and Supplemental Budget Hearing at 8:00AM
Brent Clapp Production Studios
1912 4th St.
La Grande, OR 97850
MagicJack Conference Number: 305-848-8888. Passcode: 7779107800.

Agenda

1. Call to Order and Roll Call Vote
2. Declaration of Conflict of Interest
3. Reports
 - a. Director Reports
 - b. Staff Report
4. Old Business
 - a. Second Reading, Bylaws Amendments
5. New Business
 - a. Board Membership
 - b. COVID-19 Response Overview
 - c. Contract Review Board - TelVue; Sinclair and Resolution 2020-1
 - d. Supplemental Budget Hearing - Resolution 2020-2
 - e. Noncommercial TV Station and Advisory Committee Membership - Resolution 2020-3
 - f. Internships - Resolution 2020-4
 - g. Sponsor Recruitment
6. Public Comment
7. Scheduling of Next Meeting and Adjournment.

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4.a. Second Reading, Bylaws Amendments

Staff Summary - Board Eligibility

SB 393 permits service charge payers to serve on BMTD's Board of Directors regardless of elector status. Rules to govern the appointment of non-electors to the Board should be included in the Bylaws. The following amendments to Section II are suggested following discussion with the Clerk of Baker County.

II. Board of Directors

...

Directors (officers) may be removed prior to completion of term of office by: (1) Submitting a letter of resignation; (2) Request for resignation by unanimous vote of all other Directors; (3) Officers may be requested to step down from officer position by unanimous vote of all other Directors. **Directors who are not electors of the District but pay the service charge may be removed from office if the Secretary/Treasurer does not receive a service charge payment from this board member during the annual billing period.**

...

In accordance with ORS 354.655, individuals who pay the service charge but are not electors of the District may serve on the Board of Directors. In order to certify that an individual may be elected to the Board of Directors, the individual must have paid a service charge directly to the District prior to filing candidacy paperwork with the Baker County Clerk. When a non-electer who has paid the service charge files campaign paperwork with the Baker County Clerk, the Secretary/Treasurer will verify to the Baker County Clerk that the individual has paid the service charge. When a vacancy occurs on the Board of Directors, BMTD will first consider the appointment for non-electors who have already directly paid the service charge. If no elector of the District or non-electer who has paid the service charge applies for appointment to the Board, a non-electer may not be appointed conditional upon the receipt of a service charge payment.

5.a. Board Membership

Staff Summary

Mr. Scot Butner of La Grande is not an elector of the District, but is verified to have paid the service charge, and is recommended for appointment to the Board of Directors By President Tim Wallender.

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5.b. COVID-19 Response

Staff Summary

In light of the COVID-19 outbreak, several local government agencies need the capability to broadcast and stream public meetings and safety announcements. BMTD is authorized by SB 394 to provide this service. The original strategic plan for the channel calls for the launch of a viable version by Q3 2020, but public safety needs behoove BMTD to launch the channel within 30 days. The following actions necessary to accelerate launch are recommended.

- BMTD signs a contract with TelVue Corp. to create an OTT streaming channel with the capability to simulcast over the air and on cable.
- The Board of Directors approves a contract or authorizes the President by resolution to sign a contract with a TV station to lease a subchannel for over the air broadcasting.
- The Board adopts a Supplemental Budget increasing certain requirements necessary to operate a TV channel.
- The Board creates a TV channel by resolution that also adopts additional policies and creates a Noncommercial TV Advisory Committee. This Committee enlists broadcast, education, and public safety experts in channel operations, with appropriate public safety waivers from the US Department of Homeland Security.
- The Board authorizes the Executive Director to enlist up to 4 student interns at Blue Mountain Community College, Eastern Oregon University, and local high schools. Interns will receive a collegiate financial aid in the amount of \$500.00 payable directly to the financial aid department of their respective post-secondary institution.
- The Board authorizes a firm to recruit sponsors for a noncommercial TV station who will receive enhanced recognition in BMTD broadcasts.

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5.c. Contract Review Board - TelVue; Sinclair and Resolution
2020-1

Staff Summary - TelVue

The Selection Panel discussed a submission to RFP 2020-2 with TelVue Corporation, and recommends that the Board approve a contract.

Suggested motion: *I move to approve the contract with TelVue Corporation.*

Staff Summary - Sinclair Broadcast Group and Resolution 2020-1

Sinclair Broadcast Group is reviewing options to broadcast a noncommercial digital subchannel on Channel 16 KUNP utilizing BMTD's content and playout system. SBG may present a contract prior to the Board meeting. However, if they are unable to meet this deadline, the Board should authorize the President to sign an agreement pending attorney review (Resolution 2020-1).

- Suggested motion 1 (tentative): I move to authorize the lease agreement with Sinclair Broadcast Group.
- Suggested motion 2 (tentative): I move to adopt Resolution 2020-1.

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Resolution 2020-1: Presidential Authorization for Sinclair Lease Agreement

Whereas SB 394 authorizes translator districts to lease digital subchannels in order to broadcast a TV channel,

Whereas Sinclair Broadcast Group may lease a digital subchannel to BMTD in order to broadcast government meetings and public safety announcements during the COVID-19 National Emergency,

Whereas the BMTD Contract Review Board is unable to meet in time to approve a lease agreement;

Resolved, BMTD's legal counsel is authorized to review a lease agreement offered by Sinclair Broadcast Group,

Resolved, BMTD's President is authorized to sign a lease agreement with Sinclair Broadcast Group pending satisfactory review by counsel,

Resolved, the BMTD Contract Review Board will formally approve the lease agreement at the next available meeting time.

President Time Wallender

Date MM/DD/YYYY

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5.d. Supplemental Budget Hearing

Staff Summary

BMTD officials, including the Executive Director, Vice President Jean Innerarity, and Payroll & Accounting Services, PC staff, have examined supplemental budget changes necessary to accommodate launch of a local TV channel. Changes to Requirements and justification are listed below.

Suggested motion: *I move to adopt Resolution 2020-2.*

Requirement	Budgeted Amount	Proposed Increase	% Increase	Supplemental Requirements
Internships	\$0.00	\$2,000.00		\$2,000.00
Workers Comp Insurance	\$400.00	\$200.00	50.00%	\$600.00
Insurance	\$3,000.00	\$300.00	10.00%	\$3,300.00
Phone & Internet	\$1,000.00	\$1,000.00	100.00%	\$2,000.00
Professional Services	\$4,500.00	\$5,500.00	122.00%	\$10,000.00
Travel & Education	\$3,000.00	\$3,000.00	100.00%	\$6,000.00
Fees	\$150.00	\$12,000.00	8000.00%	\$12,150.00
Equipment	\$21,500.00	\$18,500.00	86.00%	\$40,000.00
TOTAL	\$33,550.00	\$42,500.00		\$76,050.00

Internships

Creates \$2,000.00 Requirement.

Justification: BMTD will offer a \$500.00 financial aid check to up to four student interns at local high schools and colleges, with checks made out to respective financial aid departments rather than to students. When possible, the financial aid will be awarded in the name of Earl Mark "EM" Hanford, who constructed the first translator in Union County. Interns will be responsible for attending local government meetings and announcements to broadcast live footage, and recording footage for future broadcasts. If a local government is unable to afford the personnel and equipment or private services necessary to broadcast, BMTD interns will be utilized.

Workers Comp. Insurance

Increase to \$600.00 is more than 10% of the original requirement.

Justification: BMTD will need to cover additional volunteers and interns, along with the temporary office assistant during summer.

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Insurance

Increase to \$3,300.00 is within 10% of the original requirement.

Justification: BMTD already exceeded the liability insurance requirement by \$94.00. Increase to the 10% threshold allows BMTD to absorb the additional liability associated with a larger human resources pool and operating a TV channel.

Phone and Internet

Increase to \$2,000.00 is more than 10% of the original requirement.

Justification: Current Internet payments can be accounted for in the Budget, but BMTD may need to increase speeds and generate additional static IP addresses to operate a TV channel.

Professional Services

Increase to \$10,000.00 is more than 10% of the original requirement.

Justification: BMTD's legal and accounting expenses are on track to exceed the original budgeted amount of \$4,500.00. Increase to \$10,000.00 permits BMTD to cover existing liabilities and ensure that potential legal and accounting expenses related to launch of a TV station are covered.

Travel and Education

Increase to \$6,000.00 is more than 10% of the original requirement.

Justification: The District spent \$1,700.00 on travel to the Oregon State Capitol and attendance at the SDAO Conference. Additional expenditures under this Requirement were not anticipated. The increase to this Requirement accommodates travel by District officials related to operation of a TV station.

Fees

Increase to \$12,150.00 is more than 10% of the original requirement.

Justification: BMTD will create an OTT/OTA playout system with TelVue Corporation. Increasing the Requirement allows BMTD to absorb the engineering costs of creating an OTT playout system and ensure compatibility with operating a TV station. Use of this Requirement is recommended by BMTD's accounting service.

Equipment

Increase to \$40,000.00 is more than 10% of the original Requirement.

Justification: BMTD needs to purchase approximately \$15,000.00 worth of equipment from TelVue Corporation to operate an OTT/OTA playout system, and may need to purchase additional equipment

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necessary to broadcast over the air as well as record footage of local government meetings and public announcements.

Note: BMTD's adopted budget included an unrestricted \$10,000.00 contingency fund and \$5,000.00 in the Money Market Reserve Fund for Equipment, thus the use of resources from the Unappropriated Ending Fund Balance does not leave the District without the funds necessary to provide regular or emergency maintenance on existing translators.

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Resolution 2020-2: Adopting Supplemental Budget

Whereas the Whereas SB 394 authorizes translator districts to create their own TV stations and lease digital subchannels for broadcast,

Whereas the COVID-19 National Emergency creates an immediate need for a local broadcast station in northeast Oregon to broadcast education programming, public meetings, and emergency announcements,

Whereas the actual General Fund opening balance was \$145,637.16,

Whereas actual Service Charge revenue as of 3/19/20 is \$57804.33,

Whereas actual Other revenue as of 3/19/20 is \$3,218.92;

Resolved, BMTD recognizes total General Fund Resources of \$271,440.10

Resolved, BMTD recognizes an Unappropriated Ending Fund Balance of \$122,190.10,

Resolved, BMTD appropriates \$42,500.00 from the Unappropriated Ending Fund Balance;

Resolved, BMTD creates the Internships Requirement;

Resolved, BMTD adopts the Supplemental Budget in the amounts detailed on the Notice of Supplemental Budget hearing:

Worker's Comp. Insurance	\$600.00
Insurance	\$3,300.00
Professional Services	\$1,000.00
Travel & Education	\$6,000.00
Fees	\$12,150.00
Phone & Internet	\$2,000.00
Equipment	\$40,000.00
Internships	\$2,000.00

Resolved, BMTD increases total General Fund Requirements to \$194,956.46.

President Time Wallender

Date MM/DD/YYYY

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5.e. Noncommercial TV Station and Advisory Committee Membership
- Resolution 2020-3

Staff Summary

The Local Channel Strategic Plan called for the creation of a "LPTV Advisory Committee" to promote and oversee operations of the local channel. BMTD's broadcast of a digital subchannel attached to KUNP will be a full power station, rather than an independent low power station. The Board should create a TV Advisory Committee in order to enlist broadcast and public safety experts in channel operations, with appropriate public safety waivers from the US Department of Homeland Security.

Suggested motion: *I move to adopt Resolution 2020-3.*

Board Members

The following individuals are recommended for membership:

- Mr. Richard Beck, La Grande
- Mr. Brent Clapp, Island City
- Other

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Resolution 2020-3: Creating a Noncommercial TV Station

Whereas SB 394 authorizes translator districts to create their own TV stations and lease digital subchannels for broadcast,

Whereas the COVID-19 National Emergency creates an immediate need for a local broadcast station in northeast Oregon to broadcast education programming, public meetings, and emergency announcements,

Whereas BMTD's Local Channel Strategic Plan called for the creation of an LPTV Advisory Committee,

Whereas BMTD's initial channel will be a subchannel of a full power TV station,

Whereas BMTD needs to enlist the assistance of experts in broadcast and public safety in order to operate a TV channel that can assist local governments during the COVID-19 National Emergency;

Resolved, BMTD creates a noncommercial TV station to be distributed online, over the air, and additional alternative outlets,

Resolved, BMTD creates the Noncommercial TV Advisory Committee composed of at least five members appointed by the Board of Directors,

Resolved, BMTD is immediately authorized to appoint Committee members, including the Chair,

Resolved, BMTD adopts in full the Public Broadcasting Service's Funding Standards and Practices as a new Board Policy,

Resolved, the Board of Directors will adopt standing rules for the Committee incorporated in future Board Policies Regarding Noncommercial TV Station Operations, and

Resolved, the Board of Directors considers Committee members to be necessary to maintain critical communications services.

President Time Wallender

Date MM/DD/YYYY

5.f. Internships

Staff Summary

The Local Channel Strategic Plan originally recommended that internships be offered for students at local colleges and high schools to assist with broadcasting and content generation. In order to ensure timely live and pre-recorded broadcasts of public meetings and safety announcements, it is suggested that BMTD enlist up to 4 interns. Each intern will be awarded collegiate financial aid of \$500.00 under the namesake of Earl Mark Hanford, the first person to operate a translator in the Grande Ronde Valley; use of the name "EM Hanford" is authorized by his surviving children. Interns will be tasked with live broadcast and recording duties on behalf of the District until the end of June if a local government lacks the resources necessary to do this themselves or through a contract with another 3rd party.

Suggested Motion: *I move to adopt Resolution 2020-4.*

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Resolution 2020-4: Authorizing Internships

Whereas BMTD's Local Channel Strategic Plan called for the enlistment of student interns to create content for a local TV channel,

Whereas several local governments have requested that BMTD broadcast and stream public meetings and safety announcements,

Whereas Earl Mark "EM" Hanford built the first TV translator in the Grande Ronde Valley;

Resolved, BMTD will offer up to 4 student internships from local colleges and high schools to broadcast and stream live and recorded public meetings and announcements,

Resolved, BMTD will offer collegiate financial assistance up to \$500.00 per student via direct payment to the financial aid department of their respective post-secondary institution,

Resolved, the Board of Directors authorizes the Executive Director to establish internships with local education institutions,

Resolved, collegiate financial aid will be awarded in the name of EM Hanford when possible.

President Time Wallender

Date MM/DD/YYYY

5.g. Sponsor Recruitment

Staff Summary

The Local Channel Strategic Plan called for BMTD to enlist a firm to recruit sponsors and advertising clients in order to generate revenue for the local channel. RFP 2020-1 did not receive any bids. However, it is recommended that BMTD form a temporary, emergency partnership with a firm that will be responsible for soliciting channel sponsors; this firm will be able to generate revenue by receiving a commission from sponsorships, as well as independent generation of enhanced recognition material.

Suggested motion: *I move to authorize [firm] to recruit sponsors for BMTD's channel.*