

Board of Directors
Regular Meeting Minutes
March 10, 2020

<p>1. Call to Order and Roll Call Vote</p>	<p>President Wallender called the meeting to order at 1:01 PM.</p> <p>Directors Present: President Tim Wallender, Vice President Jean Innerarity, Director Mike Kenny.</p> <p>Staff Present: Executive Director Alex McHaddad.</p> <p>Members of the Public: Scot Butner, Jeff Crews.</p>
<p>2. Declaration of Conflict of Interest</p>	<p>Asked and none declared.</p>
<p>3.a. Director Reports</p>	<p>Vice President Innerarity has been traveling, so she has not engaged in District business recently.</p> <p>Director Kenny has received some training about District business from the Executive Director. The pair had also recently held meetings about the local channel in Baker City and attended a town hall meeting for Senator Cliff Bentz, running for Congressional District 2.</p>
<p>3.b. Staff Report</p>	<p>Executive Director McHaddad reviewed a staff report that had been delivered by email prior to the meeting. A tri-fold marketing document had been drafted. A standard operating procedures manual is in development. A recent meeting with the Baker County Clerk about implementing SB 393 will help with implementing procedures for appointing and electing non-electors to be Directors. Advertising initiatives and earned media opportunities through the year have had</p>

	<p>lucrative results; service charge revenue has increased by 7.5% so far rather than decreased by 7%. Monthly power reimbursement bills are still being sent to Mt. Fanny tenants. Structural improvements on Mt. Fanny are on the agenda. An annual transmitter replacement plan is in effect. Building stronger relationships with translated stations is a new priority, but it can easily be added into the workflow.</p> <p>Since the Executive Director did not take a winter vacation due to injury, he requests a spring break vacation.</p> <p>President Wallender suggested that Executive Director McHaddad plan on taking a trip to Portland to meet with Skyline Tower and station staff.</p> <p>Vice President Innerarity suggested hiring a former employee to staff the office on a temporary basis during spring break. Mr. Jeff Crews suggested providing the draft SOP manual to the employee to test its usefulness, a common practice at his firm.</p>
<p>4.a. Safety</p>	<p>President Wallender asked if the Executive Director had maintained a safe workplace environment since the last meeting. Executive Director McHaddad confirmed that he had attempted maintained a safe workplace environment since the last meeting.</p>
<p>5.a. Expenditures</p>	<p>Executive Director McHaddad reviewed the expenditures presented in the agenda. Hancock Forest requests that BMTD pay annual lease fees online. Directors did not authorize electronic payment of the lease, and the invoice will be sent to the District's accountant.</p> <p>Vice President Innerarity moved to approve</p>

	<p>the expenditures, second by Director Kenny. Yes: President Wallender, Vice President Innerarity, Director Kenny. No: N/A. Abstain: N/A. <i>Motion Passes.</i></p>
<p>5.b. Refund Request</p>	<p>Executive Director McHaddad reviewed the refund request. Directors noted a dissatisfaction with property owners continuing to claim that they do not understand the process after 40 year of operation in the community.</p> <p>President Wallender entertained a motion to approve a refund to the owner of property 31-8699, so moved by Vice President Innerarity. Yes: President Wallender, Vice President Innerarity, Director Kenny. No: N/A. Abstain: N/A. <i>Motion Passes.</i></p>
<p>5.c. Legislative Affairs</p>	<p>Executive Director McHaddad reviewed the item as presented in the Board Packet. A project proposal had been discussed with the District's contract technician, Mr. Rob Stilson, who believes that replacing the building on Mt. Fanny will be extremely difficult and costly. Mr. Randy McKohn, owner of District tenant Elkhorn Media Group, had also noted concerns about replacing the building on Mt. Fanny. Executive Director McHaddad extended an invitation to Mr. Crews to discuss the impact on his firm, EONI.</p> <p>Mr. Crews noted that the process of replacing his firm's equipment on the Mt. Fanny building would likely be so extensive that they would likely vacate the premises</p>

	<p>altogether due to the projected revenue loss. It may be preferable to install other improvements, such as an ice bridge. President Wallender noted that Director Christina Wood recalled that a hand tram had once been in use at the facility. Mr. Crews noted that making improvements would be an arduous task, and proper planning would be needed.</p> <p>President Wallender suggested constructing a secondary facility on Mt. Fanny and moving all equipment into the structure. This would be followed by an operation to replace the current building on Mt. Fanny. Mr. Scot Butner concurred that this was a sound construction plan. Mr. Crews agreed that this was a more palatable option. His firm could plan on a single day-long operation to move equipment with only a service outage at that time.</p> <p>Additional discussion addressed the topography of the site, which consists of a large jutting mound of solid rock with only a single flat space at the peak. Executive Director McHaddad read an email from Mr. Stilson about the project, which noted that the site is not even open for review until July, construction firms are unlikely to provide free quotes, and the cost of the project will very likely exceed \$100,000.00. A consensus was reached that despite the difficulty of infrastructure improvements on Mt. Fanny, the current facility will not last forever and must be replaced in the next decade. Conversation with stakeholders will continue over the next few months.</p>
<p>5.d. Political Activity Norms</p>	<p>Executive Director McHaddad reviewed the item as presented in the Board Packet. The topic had been discussed last fall, and is up for discussion again because he is a candidate for political office. None of the proposals</p>

	<p>have force of law, they are just suggestions.</p> <p>Vice President Innerarity has no problem with Directors supporting a District employee's candidacy, as long as it does not affect District activity. She would be especially concerned if a District employee sought a partisan office. Director Kenny noted that a political campaign may make some work difficult.</p> <p>Mr. Butner expressed approval that the District is discussing this topic so that politics can be separated from the District's work.</p> <p>Directors expressed support for the First Amendment protection of political speech. A District employee can ask for an endorsement, and Directors can make their own decisions. No standing rules will be adopted.</p>
<p>5.e. Bylaws Amendments</p>	<p>Executive Director McHaddad discussed the amendment as presented in the Board Packet.</p> <p>The last sentence of the new paragraph for section two was amended to read, "If no elector of the District or non-electore who has paid the service charge applies for appointment to the Board, a non-electore may not be appointed conditional upon the receipt of a service charge payment." The District does not want a pay-to-play system for Board membership.</p> <p>Executive Director McHaddad noted that this is a first reading. Ideally, they will pass the Amendment in a second reading at the next regular Board meeting. Following passage, the Board will appoint consider appointing a non-electore as a Director. President Wallender recommends Mr. Scot Butner. Vice President Innerarity asked Mr. Butner where he lives; he verified that he lives in La Grande.</p>

	<p>Vice President Innerarity moved to approve the first reading of the Bylaws, second by President Wallender.</p> <p>Yes: President Wallender, Vice President Innerarity, Directo Kenny.</p> <p>No: N/A.</p> <p>Abstain: N/A.</p> <p><i>Motion Passes.</i></p>
<p>5.f. Performance Review</p>	<p>Vice President Innerarity was unable to complete the performance review due to time constraints. President Wallender tabled the item until the next meeting.</p>
<p>5.g. Minutes</p>	<p>President Wallender entertained a motion to approve the 2/20/20 Regular Meeting Minutes, so moved by Vice President Innerarity.</p> <p>Yes: President Wallender, Vice President Innerarity, Directo Kenny.</p> <p>No: N/A.</p> <p>Abstain: N/A.</p> <p><i>Motion Passes.</i></p>
<p>6. Public Comment</p>	<p>President Wallender asked Mr. Scot Butner to introduce himself and discuss his interest inserving on the Board. Mr. Butner is a La Grande resident who works at Kie Supply; he has a background in electrical work. He believes in choice, and he believes that BMTD's service is the best TV choice on the market. He would like to expand the service area to other counties, increase advertising, and hold events.</p> <p>Vice President Innerarity noted that there is no requirement to pay the service charge all at once; people with financial difficulties can pay a partial charge. Mr. Butner believes this is a helpful option for many people. Vice President Innerarity suggested that Mr. Butner be sure to attend trainings for new Directors if he is appointed.</p>

7. Adjournment	<p>Directors suggested holding the next meeting on Tuesday, April 14 at 10AM.</p> <p>Vice President Innerarity moved to adjourn the meeting, second by President Wallender.</p> <p>Yes:President Wallender, Vice President Innerarity, Directo Kenny.</p> <p>No: N/A.</p> <p>Abstain: N/A.</p> <p><i>Meeting adjourned at 2:27 PM.</i></p>
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Author: Alex McHaddad, Executive Director

Approval: