



Westford CAT Board Meeting Minutes
Thursday, February 18, 2020, 7:00 PM
Virtual Meeting

ATTENDEES:

Board Members Present: Sarah Fletcher (Executive Director), Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

Board Members Absent: Kristi Bates, Tom Clay

Community/Committee Members: Tracey Tebrow, Paul Fassbender, Chris Kuntz, Tom Spuhler

7:00 PM JANUARY 21st BOARD MINUTES (Board)

- Approve Open Board Minutes

ACTIONS: Unanimously approved: Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

7:10 PM NEW MEMBERS/SPONSORS BOARD APPROVAL (As needed)

- Claude Maddox, Westford, MA
- Bridges by Epoch, Westford, MA (Renewal)

ACTIONS: Unanimously approved: Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

7:15 PM EXECUTIVE DIRECTOR UPDATE: Refer to full detail in Jan. Monthly Report distributed under separate cover (Sarah Fletcher).

- General Staff and Operational Activities
 - Starting to conduct station inventory of equipment (Potential to convert back storage area into podcast studio)
 - Website upgrade activities continue
 - Multiple News shows, Govt meeting coverage, Mass Creator Award Nominations, Field and Studio shoots.

7:30 PM FUNDRAISING UPDATE: (Sarah Fletcher: Cathy Ricketson not able to join)

- Planned Dining for a Cause Events.
 - Bamboo: February 16th
 - Anthony's Coal Fire Pizza: March 17th
 - Paul's Diner: April 15th
 - Tai on the Fly: May
- Potential for small, specialized art oriented Online Auction in April.

7:40 PM FINCOM UPDATE (Jack Wang/FINCOM)

- General Update
- Draft 2021 Budget distributed and discussed, under separate cover. Approval vote postponed.
- Hoping to do more Fundraising this year.
- Continued pressure on declining subscriber fees
- Rent and Payroll non-discretionary
- February 23rd Select Board Meeting Presentation of (Draft) 2020 Financials forwarded under separate cover
- Two proposed policies: Capital dollar threshold, Required expense approvals guidelines
- One proposed spending approval

- 1) Any single purchase of \$2,500 or more, or a combined purchase of like items in a single purchase totaling \$2,500 shall be capitalized per appropriate IRS treatment.

ACTION: Unanimously approved: Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

- 2a) The Executive Director shall notify the President and the Treasurer of unbudgeted or over budgeted expenses totaling more than \$1,000. Only notification is required.
- 2b) The Executive Director shall obtain Board approval for any proposed expense that is unbudgeted or over budget totaling more than \$5,000 prior to incurring the expense.

ACTION: Unanimously approved: Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Susan Spuhler, Jack Wang, Diane Wood

- 3) Proposed approval to spend up to \$20K for Podcast equipment/installation services.

ACTION: Unanimously approved: Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

7:55 PM COMMITTEE UPDATES (Board)

- Legislative (Diane Wood/Bob Jefferies/Marilyn Katler)
 - Follow up on pursuing Subscriber March Annual License Fee revenue from the Town (Diane Wood)
 - As of February meeting, awaiting Chelmsford Demand letter to leverage verbiage

ACTION: Update and a consensus to hold off action with the town and leverage securing these funds in the future for other purposes.

- Follow up on multiple discussions with Town Manager and meeting with Town Counsel about ROW options and next steps for any needed MOU changes to be called out in Bylaws. (Bob Jefferies)

ACTION: With approval from the Town, Bob will continue to pursue working with Town Counsel, William Hewlett, to track down Utility agreements.

- New State Bill H2811, filed expanding language of ROW including authority for municipalities to negotiate use of ROW with utilities
- New Bill H1440, reintroducing Steaming for new Legislative session

- Communication Advisory Committee (CAC) discussion
 - Board asked Tom Spuhler, only current CAC member, to join the meeting to discuss the CAC. Tom will pursue ideas to best resurrect the the Committee and get Town support to fill openings.
 - Bob will connect with Mike Wells to ask if he will join the Committee
- Bylaw and Policy (Sean Kelly/Bylaw)
 - Review/Answer any outstanding questions on Bylaw DRAFT Sections 3 to 6 (Updated version distributed under separate cover)
 - Discussion about Bylaws associated with relationship of Board Members to each other (No spousal relationship) and public notice of Monthly Board Meetings (Suggestion of at least 72 hours' notice)

ADJOURN OPEN MEETING FOR EXECUTIVE SESSION (None scheduled)

Next Board Meeting: March 18, 2021