



Petaluma  
Community  
Access

A 501.c3 Public Benefit Corporation

## **Board of Directors Agenda Minutes**

Tuesday, May 21, 2013

Board of Directors Meeting  
Location: Petaluma Community Center  
320 No. McDowell Blvd.  
Conference Room 2

### **BOARD OF DIRECTORS**

Cindy Thomas – Chair  
Eric Adams – Vice-Chair **absent**  
Matt Pearson -- Treasurer  
Jason Davies – Secretary  
Neal Fishman  
Rachel Moran **absent**  
George Utrilla **absent**  
Tim Williamsen – City of Petaluma Designate  
John Bertucci - Executive Director

#### **1. ROLL CALL - 7:00 P.M.**

#### **2. PUBLIC COMMENT**

Public comment on issues not on the agenda. Time for comment on agenda items will be made available during discussion of those items. The Board of Directors reserves the right to limit Public Comments to fifteen minutes. Speakers will be acknowledged by the Chair and may be asked questions for clarification. No action can be taken by the Board on issues raised in any comments; however, the Board may refer questions to PCA Management for review.

#### **3. BOARD OF DIRECTORS COMMENTS & ANNOUNCEMENTS**

- Directors Comments, Announcements

Williamsen – CPR info (video) – “EMS” Week

Pearson – Graduation from SRJC – largest graduating class – SRJC will record and submit for PCA broadcast

Davies – Summarized studio-build out participation, help in acquiring equipment & software, community service for PCA

#### **4. AGENDA APPROVAL**

- Requests for modifications, deletions  
Williamsen motions, Fishman seconds

#### **5. APPROVAL OF MINUTES**

- Minutes for April 16th, 2013 PCA Board of Directors Meeting  
Fishman motions, Williamsen seconds

#### **6. TREASURER’S REPORT**

Report for March 2013 Financial Statement (Pearson)  
Budget review process, discussed trends in DIVCA funding.

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## **7. EXECUTIVE DIRECTOR'S REPORT**

Topics: New employees; Activities Plan; Credit card service; Studio build-out; POV screenings; June classes; ACM conference; Giant Steps event

Credit cards now accepted.

Studio build-out progressing – painting, ceiling tiles, curtain track. Plan is to cap spending for this fiscal year. Should be operational in July. June 12, 19th, 25th , FCP class.

Max will be teaching a stop motion class. POV screening success. Giant Steps event a success.

## **8. CONSENT CALENDAR**

- No Item

## **9. REPORTS OF COMMITTEES**

A) Executive Committee (Thomas, Adams, Pearson, Davies)

Report on meeting 5/21/13

Agreed on process to deliver review.

B) Finance Committee (Pearson, Davies, Fishman)

Report on meeting 5/16/13

Budget items discussed, no major concerns. Non-profits will not be affected by Healthcare Reform Act unless they have over 50 employees.

C) Nominating Committee (Adams, Utrilla, Moran)

D) Policies & Procedures (Pearson, Thomas, Williamsen, Fishman)

E) Outreach & Development (Adams, Davies, Moran, Utrilla)

## **10. OLD BUSINESS**

A) Discussion only of modifications to City Agreement for annual financial reviews

(Bertucci)

Status update – approval coming soon.

## **11. NEW BUSINESS**

A) Discussion and possible action to appoint PCA Board Director (Thomas)

Davies, motion to approve – Fishman seconds,

Unanimous – Marsha Trent appointment to the Board approved

B) Discussion and possible action regarding PCA Executive Director contract (Thomas)

Davies, motion to approve contract – Williamsen seconds.

Fishman asks if it should be 1 year or longer.

Williamsen proposes Bertucci present options on making contract extension longer term.

Unanimous – Bertucci contract approved

C) Discussion and possible action to approve FY13/14 Budget (Bertucci)

Fishman – Fundraising not in budget – Bertucci concedes more can be done.

O&D committee to meet regarding fundraising.

Bertucci references some fundraising in budget.

Davies, motion to approve budget, Thomas seconds.

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Unanimous – Budget approved

**12. ADJOURN TO CLOSED SESSION**

- A) Annual performance review of PCA Director (Thomas)
- B) Discussion only of legal matter (Fishman)

**13. REPORT OUT OF CLOSED SESSION**

- A) Annual performance review of PCA Director (Thomas)
- B) Discussion only of legal matter (Fishman)

**ADJOURN** – 8:15 PM (to the best of my recollection - JD)

Davies, motion to adjourn – Fishman seconds

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