

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 THE MONDAY, APRIL 10th, 2017 DATV BOARD OF TRUSTEES MEETING DATV CONFERENCE ROOM – 5:30PM

MEMBERS PRESENT

Randy Phillips– DATV Chair
Chad Snoke – Vice Chair (by conf. call)
Maggie Barlow – Treasurer
Rev. William Harris - Secretary
Marlese Durr
Commissioner Jeffrey Mims

ABSENT

Verletta Jackson - Excused
Toni Bankston – City of Dayton

ALSO PRESENT

Steve Ross, Executive Director
Dave Johnson – Board member nominee
Barbara Cochran – Board member nominee

CALL TO ORDER

Board Chair, Randy Phillips called the meeting to order at 5:35pm

ROLL CALL

S. Ross performed the roll call.

Audit Report

R. Phillips recognized Michael Smith from the auditing firm of Goldshot, Lamb & Hobbs for a presentation of findings of DATV's 2016 audit

M. Smith thanked S. Ross and DATV, CPA Lisa Arlt for their help with the audit. M. Smith explained the processes used during the audit. He then went through the financial and 990 statements which showed everything was in order and staff did a great job working within the budget and answering questions that came up during the audit.

Other than investment income (which was slightly lower) 2016 financial numbers were very similar to those in 2015. M. Barlow commented that investment income was slightly lower due to the Investment Committee moving money out of stocks and into cash to protect principal.

He went over the form 990 and what potential donors would look for. He also mentioned that everything else was on the 990 was in order.

M Smith mentioned there was no Management Letter since staff diligently addressed any past concerns. Finally, M. Smith again commended staff the great job with the budget and their help during the audit. With nothing further to report, R. Phillips asked for a motion to accept the audit as presented. J. Mims made the motion. W. Harris seconded. Motion passed unanimously. After M. Smith left, the meeting continued.

BOARD CHAIR COMMENTS

R. Phillips asked for a moment of silence to remember the passing of Board member, Talbert Grooms, former Board member, Lela Estes, and DATV volunteer, Bill Miller. Afterwards, the official business continued.

CONSENT AGENDA

a. Approval of the minutes from February 13th, 2017 meeting

b. Executive Committee – R. Phillips mentioned a discussion took place during the last Ex. Cmttee. meeting regarding updating DATV’s current bylaws. The following will be addressed;

* Article III, Sec. VII – Submitting DATV budget with Commission. DATV currently provides the City Commissioner assigned to DATV Board with the budget. The word “submit” will be changed to “share”. The word “to the city” will be changed to “with the city”.

* Article IX, Sec.V – Adding wording regarding who can sign checks. It was decided that 3 people should be listed as signers with 2 signatures required for purchases over \$500. ED, Treasurer, Board Chair will be added. S. Ross will ask bank rep. about electronic signatures since most checks are issued on line.

R. Phillips asked for a motion to add that the following be added to the Bylaws. There are to be 3 people designated to sign checks with 2 required to sign checks over \$500. M. Durr made the motion. M. Barlow seconded. Motion unanimously passed. Note – There has always been insurance to bond Directors, Officers, and the ED.

* S. Ross also asked for language to be added to Article. VI to reflect that a quorum reflects the Board structure of the Board at the time of a meeting.

* Ross also mentioned Article VII, Sec. B. To add electronic voting if when a physical vote is not possible. M. Barlow added according the Ohio Revised Code, items up for an electronic vote are legal only if the person calling for the vote, puts as an attachment, what is to be voted on. That document sent to Board members would need to be signed, scanned, and then sent back by each person to the originator of the request. This process supersedes “Roberts Rules”.

* R. Phillips requested language be added to Article XI regarding a timeframe for the ED’s evaluation. Section. III will be added to describe the Personnel Committee. Its duties may be added to the Rules and Regulations to reflect the evaluation process.

* Article IV, Sec. 5- Duties of Officers. Discussion took place to move this article up in the Bylaws.

An ad hoc committee will be formed to make further changes to the current Bylaws.

M. Durr moved to to create an ad hoc committee to revisit DATV’s Bylaws. M. Barlow seconded. Motion passed unanimously. M. Durr. will make some changes to the Bylaws for the review by the committee.

- c. Treasurer’s Report**
- d. Nominating Committee**
- e. Investment Committee**
- e. Personnel Committee**
- f. Development Committee**
- g. Executive Director’s Report**

APPROVAL OF CONSENT AGENDA

R. Phillips asked for a motion to approve the Consent Agenda. M. Durr made the motion. J. Mims seconded. Motion passed unanimously.

OPPORTUNITY FOR PUBLIC COMMENTS

None

COMMENTS BY THE CITY OF DAYTON CABLE ADMINISTRATOR

Not present

OLD BUSINESS

None

NEW BUSINESS

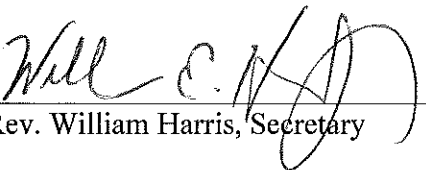
R. Phillips asked that Board nominees Dave Johnson and Barbara Cochran leave the room for an official vote for appointment. R. Phillips asked for a motion to officially approve the appointment of Dave Johnson and Barbara Cochran to the DATV Board of Directors. M. Durr made the motion. C. Snoke seconded. The motion passed unanimously.

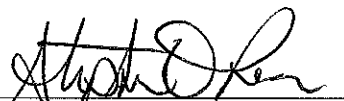
ADJOURNMENT

At 6:40 R. Phillips asked for a motion to adjourn. M. Barlow made the motion. M. Durr seconded the motion. Motion unanimously passed and the meeting was adjourned.

The next board meeting will be JUNE 12th, 2017 at 5:30pm in the DATV conference room.

Respectfully submitted,


Rev. William Harris, Secretary


Steve Ross, Executive Director

Submitted 4/12/17 - SR