

**PASADENA COMMUNITY ACCESS CORPORATION
BOARD OF DIRECTORS
SPECIAL MEETING
150 S LOS ROBLES AVE
PASADENA, CA 91101**

Minutes of Pasadena Community Access Corporation

This special meeting of the PCAC Board of Directors was held on Wednesday, December 17, 2014 at 150 S. Los Robles Ave., Suite 101.

CLOSED SESSION – 6:30 P.M.

- **BOARD OF DIRECTORS CONFERENCE** with Labor Negotiator – pursuant to Government Code §54957.6 PCAC
 - Representative: George Falardeau
 - Unrepresented Employee: Executive Director
 - A single item was discussed and no reportable action was taken.

PUBLIC MEETING – 7:00 P.M.

I. INTRODUCTION OF NEW MEMBERS/CALL TO ORDER/ROLL CALL

- George Falardeau, Board President, called the meeting to order at 7:12 p.m.

The names of those who attended the meeting are listed below:

- **Present Board of Directors:**
 - George Falardeau – District 1 Representative
 - Tom Majich – District 2 Representative
 - Robert Oltman – District 3 Representative
 - Howie Zechner – District 4 Representative
 - Yuni Parada – District 5 Representative
 - Tim Winter – District 6 Representative
 - Gail Schaper-Gordon – Mayor's Representative
 - William Boyer – City Manager's Office Representative
 - Beth Leyden – PUSD Representative
- **Staff:**
 - Keri Stokstad – Executive Director, PCAC
- **City Legal Representation:**
 - Javan Rad – Assistant City Attorney

The names of those who did not attend the meeting are listed below:

- **Absent Board of Directors:**
 - Hoyt Hilsman – District 7 Representative
 - Robert Miller – PCC Representative

II. APPROVAL OF MINUTES

Unfortunately, the Minutes from the November 4th, 2014 Board Meeting were not available, so they were not approved. They will be available at the January 6th, 2015 Meeting.

III. PUBLIC COMMENT ON MATTERS NOT ON THE AGENDA

- Debra Johnson indicated that the producers want to be connected to Board Members and their respective districts, and inquired as to whether or not photos of the Board Members were available on the PCAC website. Debra also had a few questions regarding the Brown Act to which George Falardeau briefly responded.
- Macheo Shabaka had a few suggestions regarding public comment and the Brown Act to which Javan Rad briefly responded. Macheo also announced the next Producers/Volunteers Quarterly Meeting.
- Cliff Present commented on Grants and Fund Raising.

IV. TREASURER REPORT

- Tim Winter provided the Treasurer's report to the board.

V. EXECUTIVE DIRECTOR REPORT

- Keri Stokstad provided the Executive Director report to the board. PEF 1% Fees are up for FY15. The anticipated total will be \$250,000.

VI. OLD BUSINESS

- **PASADENA CABLE SERVICE PROVIDERS PEG ACCESS STATUS AND PLAN – INFORMATION ITEM**
 - There was one complaint submitted through the Pasadena Media website regarding the lack of options in the City for Internet/Cable TV/Telephone providers other than Charter. This was not (specifically) a Charter complaint.
- **ED EMPLOYMENT AGREEMENT EXTENSION – ACTION ITEM**
 - **MOTION:** *Gail Schaper-Gordon moved to approve the amendment (extension) to the Executive Director's agreement. Howie Zechner seconded the motion. The motion passed unanimously.*

VII. NEW BUSINESS

- **PCAC OPERATING AGREEMENT SIGNING CEREMONY – Ceremonial Item**
 - With as much pomp and circumstance as the moment could provide, George Falardeau, Keri Stokstad, and Javan Rad signed the new PCAC Operating Agreement. Everybody took cell phone pictures.
- **FY14 AUDITED FINANCIALS – ACTION ITEM**
 - Mike Knoll, representing the accounting firm of Brown Armstrong presented the audited financial report as a clean opinion with no exceptions or qualifications. *Tim Winter moved to accept the auditor's report as presented. William Boyer seconded the motion. The motion passed with unanimous consent.*
- **1% PEG FEE CAPITAL EXPENDITURE REQUEST – ACTION ITEM**
 - **MOTION:** *William Boyer moved to accept the 1% PEG Fee Capital Expenditure as requested by Keri Stokstad and recommended by the Channel Managers. Beth Leyden seconded the motion. The motion passed with unanimous consent.*
- **150 S. LOS ROBLES SUITES 450 & 900 LEASES – INFORMATION ITEM**

- The Board held a discussion on this item. More information is required.

VIII. COMMITTEE ASSIGNMENTS, REPORTS, AND MEETING SCHEDULES

- None

IX. CITY OF PASADENA REPORT

- William Boyer provided the City of Pasadena report to the board.

X. PASADENA UNIFIED SCHOOL DISTRICT REPORT

- Beth Leyden provided the PUSD report to the board.

XI. PASADENA CITY COLLEGE REPORT

- Dr. Robert Miller was not present to provide the PCC report to the board; however, Beth and Keri did their best to present some of it for him.

XII. FUTURE MEETING DATES

- January 6th, 2015 at 7:00 p.m at 150 S. Los Robles Ave., Suite 101.
- February 3rd, 2015 at 7:00 p.m. at 150 S. Los Robles Ave., Suite 101.

XIII. ANNOUNCEMENTS BY BOARD MEMBERS AND STAFF

XIV. ADJOURNMENT

MOTION: *There was no motion to adjourn the meeting. At 8:55 PM George Falardeau adjourned the meeting by presidential decree.*