



**Westford CAT Board Meeting Minutes**  
**Thursday, January 21, 2020, 7:00 PM**  
Virtual Meeting

**ATTENDEES:**

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

Board Members Absent: None

Community/Committee Members: Tracey Tebrow, Cathy Ricketson, Paul Fassbender, Chris Kuntz.

**DECEMBER 17th BOARD MINUTES (Board)**

- Approve Open Board Minutes
- Approve Executive Session Minutes

**ACTIONS:** Board unanimously approved Open Minutes: Kristi Bates, Tom Clay, Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

Board unanimously approved Executive Session Minutes: Kristi Bates, Tom Clay, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

**NEW MEMBERS/SPONSORS BOARD APPROVAL (Sarah Fletcher/Board Ongoing)**

**ACTIONS:** None.

**EXECUTIVE DIRECTOR UPDATE (Sarah Fletcher)**

- General Staff and Operational Activities

**ACTIONS:** Update of recent activities distributed under separate cover. Please refer to more details in Sarah's *December* report.

- Website upgrade targeted for end of January/beginning of February
- An IT Assessment is needed to review condition of all equipment.
- \$73,845 PPP Loan officially forgiven as of December 2020
- For 2021, a comprehensive Audit will be conducted, vs a Review. Contractual process has begun.
- Quinton Center, new UNH Intern, started PT, mid-January.
- 2019 Annual Report/Financials distributed under separate cover:

**ACTIONS:** Board unanimously approved 2019 Annual Report/Financials: Kristi Bates, Tom Clay, Bob Jefferies, Marilyn Katler, Sean Kelly, Susan Spuhler, Jack Wang, Diane Wood

#### GAAP ACCOUNTING ADJUSTMENT INVESTIGATION/CONTINUED

**ACTIONS:** Sarah, Tom, Sean and Diane joined CPA Garth Ashpaugh on a call for Garth to provide background on GAP Adjustment activities. Minutes from that meeting previously sent to the Board *under separate cover*.

- Next Steps: Obtain sample verbiage of a Demand Letter to be sent from the Town to Comcast allowing CAT to stay within the statute of limitations for potential future legal action. Awaiting sample letter from Chelmsford TV. Discuss with Town. (Diane Wood)

#### STRATEGIC PLANNING (Sarah Fletcher/Kristi Bates)

**ACTIONS:** Starting in February, volunteer Joanne Dennison will be contacting Board Members and Westford CAT stakeholders for their input to help develop a strategic plan.

#### FINCOM UPDATE (Jack Wang/FINCOM)

- General update

**ACTIONS:** General FINCOM update from Jack. Please refer to actual Statements

- 2021 Budget efforts in process with separate Capital Budget planned.
- Presentation of the Draft 2020 Financials to the Select Board is scheduled for February 23<sup>rd</sup>.
- Official PPP Loan Forgiveness Recorded in December 2020
- Expenses were lower in 2020; Headcounts in 2021 will impact expenses
- Cash position is strong: \$ 557K Total
- Potential to use some cash to conservatively invest as well as seed a Capital account.
- Two proposed Capitalization policies with definitions, dollar thresholds, and needed notifications/ approvals presented. (*Under separate cover*) Vote to be taken in February.
- Depreciation is not a critical issue but helps with leveling the peaks and valleys of expenses over multiple years.

#### MEMBERSHIP: Update (Sarah Fletcher)

- Update on plan for identifying Members, Dates of Membership, Annual Dues, Annual Drive, etc.

**ACTIONS:** Discussion postponed.

## FUNDRAISING UPDATE: (Cathy Ricketson/Sarah Fletcher)

### **ACTIONS:**

- Brief update. Cathy Ricketson not able to remain
- Online 2020 Holiday Auction/Santa Photos final revenue: \$4,252.
- February 16<sup>th</sup> Bamboo Restaurant Dining for a Cause already scheduled and being promoted
- Other plans in progress

## COMMITTEE UPDATES (Board)

- Legislative Committee (Diane Wood/Marilyn Katler/Bob Jefferies)

### **ACTIONS:**

- ROW Leasing Investigation:
    - Bob summarized progress and has now received 3 opinions about pursuing negotiating a lease: General Town Counsel, Rep, Arciero's Office, and William Hewitt, also representing the Town.
    - Researched revealed that National Grid, a Utility, charges Lease Fees to Cable companies on their poles.
    - Need to review the National Grid Agreement with the Town to determine what rights were negotiated or discussed. Does Town collect Utility fees?
    - Potential to discuss paths at February 23<sup>rd</sup> Select Board Meeting.
  - Discussed annual March 50 cents per subscriber Annual License Fee from Comcast and Verizon paid to the Town each March 15<sup>th</sup>. These funds are not shared with Westford CAT. Estimate of \$3.5K to \$4K each year. More research with other MA PEG stations in progress.
- Bylaw and Policy Committee (Sean Kelly)

### **ACTIONS:**

- Bylaws Draft previously distributed under separate.
- Sections I and II reviewed.
- Plans are to address outstanding questions about Sections 3 thru 6 during February Board meeting.
- Questions about Sections 7 thru 13 will be addressed at March Meeting.
- Goal is to approve entire document during March Board meeting.

## **MEETING ACTION ITEMS**

- FINCOM: Vote to accept newly proposed Approvals and Capital policies
- Prepare for presentation of 2020 Draft Financials at February 23<sup>rd</sup> Select Board Meeting
- Legislative Committee:
  - Continue to collect data on Annual License Fees and communicate as needed to determine actions.
  - Report out/Tie out next steps on negotiating Utility Lease

- Bylaws Committee:
  - All: Review Bylaws Sections 3 thru 6 prior to February Meeting.
- Continue to pursue Chelmsford Demand letter/verbiage
- Ongoing: Board Members encouraged identifying a Business relationship for potential Sponsorship and work with Sarah to market that opportunity.

**No Executive Session conducted.**

**Next Board Meeting is February 18, 2021**