

Cable TV Advisory Committee

Meeting Minutes

Monday, April 11, 2022

1. A meeting of the Cable TV Advisory Committee ("Committee") of the Town of Hingham ("Town") was duly called to order by Chairman David Jones on Monday April 11, 2022 at approximately 7:03 PM. The meeting was held via a Zoom audio-visual conference call.

Mr. Jones commenced the meeting by discussing the Open Meeting Law and communicated the following: "This meeting is being held remotely as an alternate means of public access pursuant to Chapter 20 of the Acts of 2021 temporarily amending certain provisions of the Open Meeting Law. You are hereby advised that this meeting and all communications during this meeting may be recorded by the Town of Hingham in accordance with the Open Meeting Law. If any participant wishes to record this meeting, please notify the chair at the start of the meeting in accordance with M.G.L. c. 30A, § 20(f) so that the chair may inform all other participants of said recording."

Mr. Jones informed the Committee that the meeting was being recorded and will be submitted to Harbor Media for potential use in future programming.

2. Members in attendance were Chairman David Jones, Vice Chairman John Rice, Recording Secretary Michael Leary and Nathaniel Stillman. Committee member Christopher Baron joined the meeting at 7:15 PM. In addition, President of Harbor Media Laura Burns joined the meeting at 7:20 PM.

Cable TV Advisory Committee members present constituted a quorum. This quorum remained present throughout the meeting. There were no other individuals present.

3. The first order of business was a review of minutes from the March 29, 2022 meeting. Chairman David Jones requested comments from Committee members. There were no comments noted.

A motion was made by Vice Chairman John Rice to approve the March 29, 2022 minutes. Nathaniel Stillman seconded the motion. A roll call of Committee members was initiated and all voting members present approved the motion.

4. Chairman Jones introduced the main topic of the meeting regarding the Harbor Media (H-CAM) agreement renewal discussion and approval (Please reference Exhibit #1 attached to these minutes). He then requested that the sub-committee of Vice Chairman John Rice and Recording Secretary Michael Leary to update the Committee on the most recent version of the contract. Mr. Jones noted that the goal of this topic was to vote in the positive or negative on the draft contract for submission to the Select Board.

Mr. Leary recommended that Mr. Rice commence the discussion by highlighting recent changes to the draft contract to the Committee. Mr. Rice referred the Committee to Section 3.B.k. of the draft contract regarding the 65% threshold for

employee salaries. He noted that the goal of this limitation was to increase the use of freelance employees. Mr. Leary stated that this limitation was adjusted in the negotiating process to exclude employee benefits and taxes. Further, freelance costs were not specifically included or excluded in this section. Based upon these exclusions, Mr. Leary noted that the percentage limitation could be significantly higher than the 65% threshold. Mr. Rice added that the goal of this section is to reduce overall employee costs with a focus towards using independent contractors. Based upon this goal, the Committee will need to provide enhanced oversight to facilitate the spirit of this limitation is obtained.

Mr. Rice next referred to Section 4.H.d. to f. of the draft agreement relating to the production grant initiative including enhanced reporting such as budgets and timetables. He stated that this is a significant positive addition to the contract that should increase the participation of members and the overall community. Mr. Rice also noted that Harbor Media negotiated the ability to spend \$20,000 to hire an outside consultant to implement this program. Mr. Rice stated that he hopes that Harbor Media will attempt to initially implement the production grant program by themselves before hiring outside assistance. Mr. Stillman asked for a definition of the membership program. Mr. Rice answered the inquiry. Discussion ensued.

Committee member Christopher Baron and President of Harbor Media Laura Burns joined the meeting on 7:15 PM and 7:20 PM, respectively.

Mr. Leary then shifted discussion to Section 4.H.a. to c. of the draft agreement by providing a high-level overview of the reserve calculation noting that approximately \$260,000 (or 50% prior year grant funding) of the total reserve can be utilized by H-CAM for “float” or a “rainy day fund”. The remainder is considered excess reserves and is required to be spent down over the life of the contract.

Mr. Rice next reviewed the non-commercial programming portion of the contract in Section 8. He emphasized that this section only allows certain types of revenue such as underwriting credits. He concluded the presentation by stating that the implementation of enhanced reporting by H-CAM is essential. This reporting will be essential for the Cable TV Advisory Committee and the Select Board to enhance oversight.

Mr. Jones noted that the contract is for a term of five years. He then thanked the sub-committee members John Rice and Michael Leary for their work on this project. Mr. Jones then proposed a vote to approve the draft contract for submission to the Select Board for consideration.

A roll call of Committee members was initiated and all voting members present approved the submission of the draft contract to the Select Board for consideration.

5. Chairman Jones stated that the next Committee meeting will be focused on the draft H-CAM contract reporting checklist and the Verizon contract renewal. Mr. Jones then opened dialogue for any other matters. There were no additional topics brought up for review.

Mr. Jones proposed the next regularly scheduled meeting to be held on Tuesday May 10, 2022 at 7 PM. All members were in agreement with the proposed date. Mr. Jones stated that he will send the room and/or virtual room request via Zoom to the Town of Hingham and will distribute the agenda in advance.

6. There being no further business to discuss, a motion to adjourn the meeting was proposed.

A motion was made to adjourn by Nathaniel Stillman and Seconded by Vice Chairman John Rice. A roll call of Committee members was initiated and all voting members present approved the motion.

The meeting adjourned at approximately 7:31 PM.

Submitted for review to the Cable TV Advisory Committee on April 11, 2022 by Recording Secretary Michael Leary.

Approved by the Cable TV Advisory Committee on May 10, 2022