



**TRI-VALLEY COMMUNITY TELEVISION
Board of Directors Regular Meeting**

City of Pleasanton
157 Main Street, Conference Room 3
Pleasanton, CA 94566

Thursday, December 19, 2013 at 1:00 P.M.

AGENDA

- 1. CALL TO ORDER & ROLL CALL**
- 2. ORAL COMMUNICATION**
- 3. PUBLIC COMMENTS REGARDING ITEMS NOT ON THE AGENDA**
- 3. APPROVAL OF MINUTES**
 - (a) September 12, 2013
- 4. EXECUTIVE DIRECTOR'S REPORT**
 - (a) Monthly Report
 - (b) PEG Update
 - (c) TVCTV Foundation Update
- 5. FINANCIAL REPORTS**
 - (a) Financial Reports
- 6. BOARD BUSINESS**
 - (a) Consider approval of an amendment to the Employment Agreement between Melissa Tench-Stevens, Executive Director and Tri-Valley Community Television effective September 18, 2013
- 7. MATTERS INITIATED FOR DISCUSSION**
 - (a) Annual planning meeting workshop
 - (b) Resolutions from each City to Support the CAP ACT
 - (c) Letter of support for TVCTV
 - (d) Any additional matters initiated
- 8. ADJOURNMENT**

The next regular scheduled meeting is for March 20, 2014.

TRI-VALLEY COMMUNITY TELEVISION

Board of Directors Regular Meeting

Thursday, September 12, 2013

1. CALL TO ORDER & ROLL CALL

The meeting was called to order at 2:10 pm by Chair Mayor Thorne.

Present: Pleasanton Mayor Jerry Thorne (Chair), Livermore Mayor John Marchand, Dublin Mayor Tim Sbranti (arrived at 2:14 pm)

Others Present: Melissa Tench-Stevens (TVCTV Executive Director), Maria Ojeda (City of Pleasanton Liaison), Roger Bradley (City of Dublin Liaison), Dr. Marshall Kamena (TVCTV Foundation President), Troy Brown (City of Livermore) Assistant City Manager, Donna Pontau, (City of Livermore Liaison) Senior Management Analyst; Jeb Bing, Pleasanton Weekly; Lisa Harper, Minute-Taker

2. PUBLIC COMMENT REGARDING ITEMS NOT LISTED ON THE AGENDA

There were no public comments.

3. APPROVAL OF MINUTES – July 9, 2013

ACTION: Board Member Mayor Marchand moved that the July 9, 2013 minutes be approved. The motion was seconded by Board Chair Mayor Thorne. The motion passed unanimously.

4. EXECUTIVE DIRECTOR'S REPORT

(a) Monthly Report

Executive Director Melissa Tench-Stevens presented the monthly report to the Board which was attached to the packet for the record. She highlighted the following activities:

- Equipment Update: A graphics replacement order was placed for the van and for the control room;
- Fiber Update: There are problems with the equipment or the line itself at the Livermore City Council and she will have the situation assessed by the fiber expert. Research has been done regarding the fiber line. As a proactive step, they are working to replace all equipment related to the fiber lines for cities;
- The Dublin City Council project is complete;
- Their first *Summer Camp* was completed, edited and aired. The second and third Summer Camps went very well;
- They finished a Skype interview with the Olympian Jessica Stephens;

- They shot the *2013 Innovation Tri-Valley Event Forum* and in the process of editing it;
- They finished their 15th episode of *Slipstream*. Mayor Thorne was on to promote *Try Transit to School* and they had they had Stephanie Mean on to promote *Splatter*;
- They are working on production, post production and trafficking of football games. Ms. Tench-Stevens presented a schedule of games, to include one game per week on Fridays. She reported that they will be using their van as opposed to renting a van, that football games bring in a great demographic and many viewers, and stated that Dublin's game on the 11th is a homecoming game;
- Other additions to productions include *Mayors Reports on Location* and school board meetings on location;
- Their website continues to grow with another 2,000 this month, to total 22,000. They finished converting all of Livermore City Council meetings for a year. It was important for residents to have the ability to click on these and have the chapterized agendas. They created two new pages and links for the cities of Dublin and Livermore with City banners on them;
- Ms. Tench-Stevens is preparing marketing materials for the underwriters for the fall and spring. They continue to sell mini DVD's in support of the Scottish Games, *Visit Tri-Valley* has returned to support Tri-Valley Sports Finals, and she has been at the Board of Directors for American Community Television (ACT) and on July 26th met with the East Bay Community Foundation.

(b) PEG Funding Legislation Update

Ms. Tench-Stevens reported that American Community Television (ACT) is working on a new CAP bill that will be submitted as soon as a sponsor has been determined. The *US Conference of Catholic Bishops* continues to work with ACT on the bill. Alliance for Community Television who has worked with Pat Jordan is also working on some legislation to address PEG funding. She sent the question from Mayor Sbranti to Pat Jordan and to their legal representation at the City of Pleasanton, and it still did not seem like something could be done on a state level. Ms. Ojeda commented that they cannot as a state, do something that undermines federal law. If they pursued changing the language in the legislation for the state that says "in compliance with federal law", it would undermine everything the CAP Act tries to achieve for all the other small television stations across the country.

Chair Mayor Thorne added that he checked with the League of California Cities who did not indicate interest in pursuing this. Mayors briefly discussed their beliefs that a law should be able to be amended at the state level so as to not incur impacts, and the group voiced their support and desire to continue working on this. They resolved that they support the CAP Act, the narrow amendment and the narrow fix. Ms. Pontau noted that the League of California Cities had conducted a survey of cities to get data which gets back to Senator Feinstein's office of inquiry, and the data is still processing this data. The group agreed there are strong political issues and it is working exactly the way the cable companies were trying to get it work

since 1996. Legislation will be difficult and they agreed with continue funding a sustainable financial model, given the long and protracted model.

(c) TVCTV Foundation Update

Dr. Marshall Kamena, TVCTV Foundation President, provided the following update on the TVCTV Foundation:

- The Foundation members arranged for several video camp sessions and interviews with all three cities;
- Three members have been attending meetings regarding new potential funding opportunities and relationships with the East Bay Community Foundation;
- The Foundation is planning a potential funding between the TV 30 Foundation and the Livermore Chamber/Innovation Tri-Valley for a combination event. They are finishing the touches on the website so donors can contribute directly;
- One area they have not had special attention is education with the school districts. While they televise meetings, in terms of the Superintendent's report he suggested one report for the three school districts within their consortium. There will be no charge to the school district for a quarterly program where Superintendents can discuss about what is happening and of interest. In this situation, the Foundation would fund the program so there would be no charge to the station;
- When they have a break at times, TV 30 may televise a donor series to solicit donations. He hopes this can promote TV 30, the school districts and the Foundation. He presented the group with a proposed thank-you gift for donors of \$125 of a "Cube", which holds 20,000 songs in high fidelity sound. The TV 30 logo is also fused to the side of the Cube; and
- This last quarter they raised and received \$11,500.

Mayor Sbranti voiced support for this, and cautioned solicitation similar to that of PBS. The Board supported this concept for fundraising.

5. FINANCIAL REPORTS

(a) Financial Reports

Executive Director Melissa Tench-Stevens presented the Financial Report for the period covering July 1, 2013 through July 31, 2013. She outlined sections of the budget document that revenues, expenses and capital expenditures. In response to a question of Donna Pontau regarding "media liability insurance" on page 19, Ms. Tench-Stevens replied that TV 30 has insurance which covers something aired that may be deemed inappropriate, similar to Director & Officers Liability insurance.

(b) Capital Budget Adjustment Status

Ms. Tench-Stevens reported there was a revision to the proposed capital budget to add a total of \$86,000. She asked for verification for each City Council's approval that was requested at this meeting, and upon verification from each Council the TVCTV Board could confirm the adjusted capital budget. She verified that Dublin and Livermore Councils had passed it and the Pleasanton Council will do this as part of the mid-year budget process which will occur in January as a budget adjustment.

ACTION: Board Member Mayor Sbranti moved to approve the Financial Reports for the period covering July 1, 2013 through July 31, 2013 and approve the Capital Budget adjustment of \$86,000. Board Member Mayor Marchand seconded the motion. The motion passed unanimously.

6. BOARD BUSINESS: MATTERS FOR CONSIDERATION AND ACTION

(a) Annual planning Meeting in February 2014

Ms. Tench-Stevens reported that each year they hold an annual planning meeting in February. They have review of station operations and discuss the desired services moving forward, budget expenditures and City Managers and the Board of Directors attend that meeting, as well. She asked and confirmed that the Board confirmed their desire to hold the meeting in February and to conduct a poll of all attendees to determine availability.

7. MATTERS INITIATED FOR DISCUSSION

(a) Matters initiated for future agendas

There were no matters initiated for future agendas

8. PUBLIC COMMENT REGARDING CLOSED SESSION ITEM

There were no public comments.

9. ADJOURNMENT TO CLOSED SESSION FOR THE FOLLOWING PURPOSE:

At 2:43 pm the Board adjourned to Closed Session.

(a) Public Employee Performance Evaluation pursuant to Government Code section 54957:

Title: Executive Director

(b) Conference with Labor Negotiator pursuant to Government Code section 54957.6:

Agency designated representatives: Mayors Jerry Thorne, Tim Sbranti, John Marchand

Unrepresented employee: Executive Director

10. CLOSED SESSION REPORT

The Board reconvened to Open Session at 3:37 pm. Chair Mayor Thorne reported that the Board met in Closed Session and there was no reportable action.

11. ADJOURNMENT

The meeting was adjourned at 3:38pm.

ATTACHMENT:

Executive's Director's Report



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors
FROM: Melissa Tench-Stevens, Executive Director
DATE: September 12, 2013
SUBJECT: 4 (a) EXECUTIVE DIRECTOR'S REPORT

Summary: Planning for 2013-2014 fiscal year and beyond, equipment replacement and upgrades and Summer Camp have been the focus of this last period..

Personnel/Business Update:

- Bridget Michelsen, one of our Master Control Operators, has resigned to take a full time job closer to her home in Foster City.
- Insurance policies have been renewed for the next fiscal year.
- Work continues to be done to close the books from 2012-2013. Efforts have started on the updated five year funding and equipment replacement plan which will be presented at the February planning meeting.

Equipment Update:

The studio, server room and control room:

- New technology has been installed to stream line the conversion of meeting videos for chapterizing and the web. This is a considerable assist for viewers and City Clerks.
- Research has been completed to replace equipment for the editing systems and graphics systems previously approved for this year.
- The best way to update our **fiber equipment** and **network** to ensure long term stability of our City Council broadcasts is being researched. I have asked for quotes on equipment and installation.

Other equipment issues/repairs/purchases/installations:

- Equipment needs and installation are being determined for our Van to allow its use for football, as opposed to renting another production truck. This includes such items as lengths of cables, specialized cable connectors, lights, camera color correction and camera tie-in ability to the Van and audio needs.
- Much work was done to oversee the Dublin City Council project and correct installation issues with the vendor on site. It was determined that the equipment the vendor put in place was not installed correctly or not compatible with the other new equipment the vendor purchased. I worked with the installer and contacted the general manager of the company to request different equipment be purchased. He ensured that there were no fees passed on for unusable equipment that had been previously purchased

and installed by the vendor. Due to this error on the vendor's part, TVCTV crew was needed to capture an extra meeting with our equipment. At a meeting in August all new equipment was installed for the live meeting and it is working properly.

- A new cabinet was built and installed in the station to house our field equipment (cameras etc) in a locked environment.

Programming/Production:

- The first *Summer Camp* was completed, edited and has been airing. Letters and DVD's were sent to all participants.
- The second and third Summer Camps took place. These shows are still in the process of being edited. Guests included: Mayor Marchand, Mayor Thorne, Gold medal Olympian Jessica Steffens, Assistant General Manager Premium Outlet Mall, Dave Ackerman, Livermore/Pleasanton Fire Department Deputy Chief Jeff Peters, Dublin Police Chief Tom McCarthy, Sheila Fagliano, Livermore Sanitation Recycling Representative, Congressman Eric Swalwell, Robert Shi, Founder of the Livermore/Pleasanton Youth Symphony, and Todd Thomas, President and Inventor, Amerimade Technology. Collectively we had 26 students in the last two camps.
- Our crews shot the 2013 Innovation Tri-Valley event and are editing it.
- We have just finished producing the 15th episode of "*Slipstream*". It has had many positive comments from viewers and great press. Guests on recent episodes have included Mayor Jerry Thorne to promote "Try Transit to School" and Stephanie Mien from the City of Dublin to promote "Splatter". As a reminder this half hour community news program highlights events such as:

- City Council and other government meetings dates
- City government news items, public works (closures etc) and events
- School Board meeting dates, important school events and closures
- City and non-profit events
- Educational opportunities
- Parks and Recreation. information
- Local entertainment
- Various other significant community announcements

Please let me know of any events or items of importance your City would like to present to the public.

- Planning for the procedures that would be required for the pre-production, post editing and trafficking for broadcasting of football games produced by using our Van is being conducted.
- The "*Lucky Fan*" promotion continues to gain momentum helped by Susan, our PR person. She sustains an excellent job of procuring giveaway items. Each week we draw names and create on-air announcements and add the information to our FaceBook page. We recently gave away tickets to the Vine, Firehouse Arts Center and gift certificates to several restaurants..
- Other additions to our regular productions have included:
 - Mayors Reports on Location* at a room on the Pleasanton School District campus
 - Pleasanton School Board special meetings on location
 - East Bay Community Services event at Dublin City Council
 - East Bay Community Services event at Hayward City Council

Web/FaceBook Update:

- The website and our FaceBook pages continue to show steady growth. We take advantage of cross-promoting all stations with all our media outlets. Since our last Board meeting the web continues to experience an average of **20,000** full unique page views on a monthly basis. These views include Live and Video On Demand (VOD) viewing of

programming and meeting offerings from TVCTV. We recently upgraded the process of providing our Video on Demand services and now all Video on Demand can be seen on users mobile devices too.

- We just finished the conversion of a year's worth of Livermore City Council meetings! Users can now view the old meetings with chapterized agendas in the new format via Video on Demand on the web.
- Two new pages and links were created for the City of Dublin and the City of Livermore. These pages have only each City's banners on the page. They were created so that viewers can click on them directly to see the live meeting streaming without going to our page. A link was provided to Steve Papa in Dublin who forwarded it to Linda Smith, <http://dublin.trivalleytv.org> and Sarah Bunting and Susan Neer in Livermore <http://livermore.trivalleytv.org>
- We are now providing Video on Demand and chapertizing of Agenda's for the Pleasanton School Board on our web site.

Funding and Potential Funding Opportunities:

- Several quotes have been requested for production projects and chapertizing projects. I am waiting for answers.
- Marketing materials are being prepared for attracting new underwriters for the fall and spring.
- We continue to sell a steady stream of DVDs. We sold several DVDs for our coverage of Little League Baseball. Two orders were in **bulk**.
- The Scottish Games returned as a supporter over the summer. Visit Tri-Valley has just returned to support Tri-Valley Sports Final through the end of the year.

Other Meetings and General items of Interest:

- On July 16 and August 13th I participated in the Board of Directors meetings for American Community Television.
- I met with Roger Bradley and Public Information Officer for Dublin Jacqui Diaz
- TV30 Foundation planning meetings have been held and I attended.
- Phone & e-mails to Pat Jordan regarding new legislation for PEG funding are ongoing.
- A July 26th meeting with John Petchner, East Bay Community Foundation, was held.

Respectfully submitted by:
Melissa Tench-Stevens
Executive Director



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors
FROM: Melissa Tench-Stevens, Executive Director
DATE: December 19, 2013
SUBJECT: **4 (a) EXECUTIVE DIRECTOR'S REPORT**

Summary: General business activity including planning for 2013-2014 fiscal year and beyond, fund raising efforts and sports, have been the focus of this last period.

Personnel/Business Update:

- Terisa Thurman requested a leave without pay as she accepted an internship in New York City. She advised me on Sept. 4th and her last day was Sept. 27th.
- Open positions were posted on Craig's list for Freelance Crew for meetings and a Production/Director/Editor position. After culling the applications and conducting interviews, four new freelance workers were determined to be qualified and were added to the Freelance list. They are called to work on an as-needed basis.
- I have approved the services again of Randy Rosso, Rosso Accountancy Corporation, for completing the taxes. Our taxes will be due in February.
- Work is being done on the updated five year funding and equipment replacement plan which will be presented at the February planning meeting.

Equipment Update:

The studio, server room and control room:

- The equipment for the upgrade to the Omneon arrived and I have been working with engineers who have come on site to complete the install. They will return this month.
- The new graphics system for the Studio and Van has arrived and is in the process of being installed.
- I have met with managers at Apple and asked to be placed on the short list for the new computers we will purchase for editing. As of this writing there is still not a firm date of availability but they are telling me before the end of the year. This upgrade will shorten editing and ingesting time and give the ability to upgrade to other software that will also enhance work flow and curb costs in the long run.

Other equipment issues/repairs/purchases/installations:

- In September when the fiber link failed between Livermore City Council and TVCTV I contacted Lee Ann Peling, Director of Government Affairs for Comcast. She ordered the repair of the fiber break. I have recently had a follow-up meeting with Lee Ann to review

all the fiber lines related to TVCTV's broadcasts, mapping and equipment. I will be having another meeting with her after the first of the year to continue this discussion.

- Considerable work was done regarding the equipment and production required to provide the communication for the Skyped portion of the Dublin City Council meeting with Congressman Swalwell. Our goal was to provide an experience for the Council, attendees at the meeting and viewers at home that was smooth and focused on the content of the meeting rather than the technology.
- Work was done on our Van to allow its use for football, as opposed to renting another video production truck with suite. Some of the items required to produce the games included specialized cable connectors, head sets, camera color correction and camera tie-in ability. The equipment and preparation allowed us to provide more games at a reduced cost to TVCTV while keeping the previous level of quality.

Programming/Production:

- Six Football games were taped and produced using our Van. This is the most number of games we have ever produced. We did a game every Friday night from October 4th to November 8th. I decided to attempt to use our Van instead of renting a Video Production Truck as we have done in the past because I wanted to increase the number of games we could cover. Using our Van would provide a sizable saving. However work that normally would have been done on site at the football field had to be done during the week before the game. Post production would need to occur back at the station each night after the game was over since the equipment in our Van is half of what is in the Production Truck we usually rent. Weeks prior to the first game a review of the upgrades needed was made and revised pre and post production procedures were developed. Each week, early in the week, all elements for the game were produced. They included interviews with coaches and students shot in the field then edited back at the station, formats and interstitial video components that would broadcast during the game. That included everything but the game, itself. On Friday, crews arrived at the field before noon, ran cables and set-up the equipment. Following the tear down and load of the Van, post production editing was completed between 11pm and 4am. The game was then prepped for a 7pm broadcast starting at 4pm on Saturday. The first game had so many people watching via the web, it slowed the transmission down. I called Comcast and doubled the bandwidth to ensure a better experience for the viewers. The following week we still had so many people watching we made adjustments to the distribution of the bandwidth to compensate for the response.

- We produced another episode of *Conversations with Scott Haggerty* in October.
- We had a client request to tape and broadcast the Dublin Real Estate lunch at the Shannon Community Center on October 16th.
- We have just finished producing the 20th episode of "*Slipstream*". We highlighted as many of the community holiday events as possible in each City and tried to promote shopping locally. The program still has many positive comments from viewers and continues to gain great press. As a reminder this half hour community news program highlights events such as:

- City Council and other government meetings dates
- City government news items, public works (closures etc) and events
- School Board meeting dates, important school events and closures
- City and non-profit events
- Educational opportunities
- Parks and Recreation. information
- Local entertainment
- Various other significant community announcements

Please let me know of any events or items of importance your City would like to present to the public.

- We are now providing production for a monthly *PUSD Superintendents Report*. This client-supported three minute update is produced in our studio for the PUSD's web site.
- We were contracted to tape, edit and air the *Valley Care Breast Cancer Seminar* on October 16th.
- The "*Lucky Fan*" promotion continues to gain speed helped by Susan, our PR person. Each week we draw names and create on-air announcements and add the information to our FaceBook page.
- New IDs were shot in Dublin, Livermore and Pleasanton. Shop owners were asked to participate in each city.
- New promos have been created to support the holiday programming.
- A schedule of 5 High School Basketball games has been developed and approved by each school's Athletic Director. Please see the one sheet contained in this report for the dates.
- "Save the Date" notices have been sent to all Superintendents, Principals, Athletic Directors and winning students for the upcoming *High School Outstanding Athlete Awards* event scheduled for Thursday May 29, 2014. Please mark this date on your schedule.
- There will be two special days of holiday programming this season. On December 25th TV30 will air a marathon of the holiday events from each city. The marathon will run from 6am to 12am. On New Years day we will be airing a marathon of the six High School Football games from 6am to 12 am.
- Two spots, a :30 and a :60, were shot on location for Valley Humane Society. This was a contracted production only project.
- We are in the process of finishing up a one and a half hour training video contracted by WileyX in Livermore. This is an industrial production and was shot on location at their facilities and in the TV30 studio.
- Other additions to our regular productions have included:
 - Planning and production for the *Mayors Reports on Location* at Camp Parks
 - The Dublin Holiday Tree Lighting and Musical event
 - The Pleasanton Home Town Holiday Parade
 - The Livermore Hometown Holiday Parade

Web/FaceBook Update:

- The website and our FaceBook pages continue to show steady growth. We take advantage of cross-promoting all stations with all our media outlets. Since our last Board meeting the web continues to experience an average of between **26,000 to 28,000** full unique page views on a **monthly** basis, this is up 8,000 from our last Board meeting. Our yearly viewing averages now are over 300,000 full page views. These views include Live and Video On Demand (VOD) viewing of programming and meeting offerings from TVCTV. As noted earlier in this report, it was necessary to upgrade our bandwidth again due to the number of viewers using our web site.
- Our FaceBook "likes" has surpassed 300.

Funding and Potential Funding Opportunities:

- We have several outstanding quotes out for new OTO production and sponsorship for TVCTV.
- In January we already have several OTO agreed to contracts for production services.
- Marketing materials are being prepared for attracting new underwriters for the Basketball and spring programming.

- We continue to sell a steady stream of DVDs. We had many orders for football and expect to have orders for the holiday programming.

Other Meetings and General items of Interest:

- On October 8th, November 12th and December 10th I participated in the Board of Directors meetings for American Community Television.
- I met with Kathleen Yurchak at her office to discuss the pending library project and how we could provide support. Kathleen is Assistant Director of Operations Services for the City of Pleasanton.
- TV30 Foundation planning meetings have been held which I supported in my role as Vice President/Secretary.
- I have completed the monthly production scheduling for the 2014 calendar year.

Respectfully submitted by:
Melissa Tench-Stevens
Executive Director

Tri-Valley Community Television



HIGH SCHOOL BASKETBALL 2014

**TV 30 is back with AWARD WINNING
Basketball Coverage
5 High School Games**

**Join TV30 Sports Team
Ian Bartholomew, Dr. B and Tim Sbranti
for all the action!**

January 28	7pm	Amador Valley @ Foothill - Boys
February 6	7pm	Redwood Christian @ Valley Christian - Girls
February 13	5:30	Alhambra @ Dublin - Boys
February 13	7pm	Alhambra @ Dublin - Girls
February 21	7pm	Granada @ Livermore - Boys



trivalleytv.org



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors

FROM: Melissa Tench-Stevens, Executive Director

DATE: December 19, 2013

SUBJECT: PEG FUNDING LEGISLATION UPDATE

AGENDA ITEM: 4 (b)

American Community Television:

American Community Television (ACT) has been working with the *US Conference of Catholic Bishops* to spearhead new CAP Act legislation. Through these efforts a new Bill was introduced to the U.S. Senate on Tuesday 12/10/13 by Senator Tammy Baldwin (WI) and Senator Edward Markey (MA). A verbal report will be provided by me regarding the current strategy for the new proposed legislation.

The 2013 CAP Act is proposed to do the following:

- Removes the limitation of being able to use PEG access television funds for capital expenditures only. Once passed, PEG access television operators will be able to use PEG funds for *both* capital and operations expenses, giving PEG managers the opportunity to save and create jobs.
- Provides funding in those states with statewide/state issued franchising laws as follows:
 - The amount they were receiving as of May 31, 2005.
 - The amount of funding the state franchising laws have provided.
 - Up to 2% of the gross revenue of the cable operator.

The funding formula is left to the municipalities to determine and provides that a municipality can choose whichever funding formula is greatest. The CAP Act does not preempt statewide/state-issued franchising laws, it provides a mechanism to local government to restore funding to PEG channels.

- Allows communities that do not have PEG access channels the ability to get up to 3 channels.
- Requires that PEG access channels be carried on the Basic tier of service.
- Prevents cable operators from charging a municipality for the transmission of the channel.
- Requires the operator to carry signals for public, educational, or governmental use from the point of origin of such signals to subscribers without material

degradation and without altering or removing content or data provided as part of the public, educational, or governmental use.

Alliance for Community Television:

Pat Jordan has been working with Sue Buske from the Buske Group and the Alliance for Community Television (ACM).

I provided information for the preparation and then review of the current portion of the packet for the Mayors upcoming Washington D.C. trip. The packet was provided to me by Donna Pontau. There is a section reserved in the packet for the Mayors support comments.

Respectfully submitted by:
Melissa Tench-Stevens
Executive Director



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors
FROM: Melissa Tench-Stevens, Executive Director
DATE: December 19, 2013
SUBJECT: **Tri-Valley Community Television Foundation update**
AGENDA ITEM: 4 (c)

I have requested that the TV30 Foundation Board President Marshall Kamena attend this meeting to provide an update on meetings, potential funding and fund raising activities.

Respectively submitted by:
Melissa Tench-Stevens
Executive Director



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TITLE: FINANCIAL REPORT – DIALOG SUMMARY December 6, 2013

AGENDA ITEM: 5 (a)

SUMMARY

The Board will receive the following reports:

- 1) Financial Report
- 2) Preliminary Operating Budget vs. Actuals Cash Basis Detail
- 3) Preliminary Capital Budget vs. Actual Cash Basis Detail
- 4) Balance Sheet

RECOMMENDATION

Staff recommends that the Board of Directors receive the reports and provide Staff with any questions regarding the information presented.

DISCUSSION

Financial Statements: The Budget to Actual and Balance Sheets cover the period of August 1, 2013 to November 30, 2013, financial activity since the TVCTV September board meeting of the 2013/2014 fiscal year (42% of the fiscal year completed).

Revenue and Funding: The majority of TVCTV annual revenue is from Government Agency contributions and pass through PEG funds. As of November 30, 2013 we have received 50% of the annual government agency funding for operations or \$188,400. We have received 56% of PEG pass through funds for capital purchases or \$104,180.

Production and other revenue in Operating Budget is \$71,500 for the fiscal year. As of November 30, 2013, reported revenue is \$31,561 and pacing at 44% of budget.

Expenditures: Total operating expenditures for the period of August 1, 2013 through November 30, 2013 were \$174,699. Total operating expenditures fiscal year to date represent 42% of the budget. Out of this period's operating expenditures approximately 88 % or \$153,727 were for employee related expenses. Operating payments for this period (excluding payroll) were \$20,972. Total fiscal year to date operating expenditures are pacing at 30% of budget. There were no significant non-re-occurring payments which were not anticipated and included in the budget during this period.

Total adjusted capital expenditures for the period of August 1, 2013 through November 30, 2013 of the fiscal year were \$72,758. Total capital expenditures fiscal year to date represent 42% of the budget.

Respectively submitted by:
Melissa Tench-Stevens
Executive Director

Recent Activity: August 2013 - November 2013 - Financial Reports

Operating Budget

	Recent Activity 08/01/13 - 11/30/13	<u>Year to</u> <u>Date:</u>	<u>Annual</u> <u>Budget:</u>	Percent of <u>Budget:</u>
Revenue:				
Government Operating Funding	\$70,150.00	\$188,400.00	\$376,800.00	50.00%
Sponsorship Income	\$3,225.00	\$3,550.00	\$0.00	
Production Income	\$19,238.14	\$21,089.53	\$58,500.00	36.1%
Dubbing Income	\$1,713.86	\$2,129.20	\$3,000.00	70.97%
Other Income	\$3,975.00	\$4,470.00	\$10,000.00	44.70%
Interest	\$271.18	\$322.32	\$0.00	
Total Revenue	\$98,573.18	\$219,961.05	\$448,300.00	49.07%
Expenditures:				
Employee Expenses	\$153,727.25	\$188,182.38	\$421,037.00	44.7%
Auto/Van	\$797.59	\$1,279.46	\$6,300.00	20.31%
Insurance	\$2,117.30	\$6,900.32	\$14,000.00	49.29%
Office Expense	\$7,561.66	\$9,096.60	\$29,025.00	31.34%
Professional Fees	\$2,900.00	\$3,003.99	\$18,750.00	16.02%
Studio Expense	\$3,904.05	\$5,290.73	\$22,500.00	23.51%
Marketing & Comm. Relations	\$3,079.32	\$4,610.32	\$8,000.00	57.63%
Misc. Expenses	\$612.25	\$780.88	\$4,730.00	16.51%
Total Expenses	174,699.42	\$219,144.68	\$ 524,342.00	41.79%
Projected Net Operating Income			-\$ 76,042.00	
Repair & Maint. Contingency			\$ 4,000.00	
Reserve Funding Allocated to Balance Budget			\$ 80,042.00	
FY 2013-2014 Budget			\$528,342.00	

Tri-Valley Community Television

Recent Activity: August 2013 - November 2013 - Financial Reports

Capital Budget

	Recent Activity 08/01/13 - 11/30/13	<u>Year to Date:</u>	<u>Annual Budget:</u>	Percent of <u>Budget:</u>
Revenue:				
PEG Funding (budgeted)	\$72,680.00	\$104,180.00	\$186,000.00	56.01%
Special Project - Dublin	\$0.00	\$88,880.61	\$0.00	
Total Revenue	\$72,680.00	\$193,060.61	\$186,000.00	103.80%

Expenditures:

Auto/Van	\$0.00	\$0.00	\$7,000.00	0.00%
Office Expense	\$0.00	\$0.00	\$3,000.00	0.00%
Production Equipment	\$68,845.67	\$68,845.67	\$157,500.00	43.71%
Tapes/DVD's	\$991.16	\$991.16	\$4,500.00	22.03%
Production Music	\$1,835.00	\$1,835.00	\$2,000.00	91.75%
Office Upgrades	1,086.46	\$2,740.20	\$2,000.00	137.01%
Total TVCTV Expenses (budgeted)	72,758.29	\$74,412.03	\$ 176,000.00	42.28%

**FY 2013-14 Net Operating Income
(budget)**

\$ 29,767.97

**PEG Funding Allocated to Special
Project***

\$47,968.30 \$ 48,227.66

FY 2013-2014 Contingency Fund

\$ 10,000.00

*\$30,000. Deposit for Special Project Expensed in FY 2012-13

Tri-Valley Community Television
Budget vs. Actual: FY 2013-2014 - Operating Budget
Preliminary Report as of November 30, 2013 - Cash Basis

	Recent Activity 08/01/13 - 11/30/13	Actual Year To Date	2013-14 Budget	% of Budget
Income				
41000 Government Funding	70,150.00	188,400.00	376,800.00	50.00%
Total 41000 Government Funding	70,150.00	\$ 188,400.00	\$ 376,800.00	50.00%
46500 Sponsorship Income	3,225.00	3,550.00	0.00	
44000 Production Income				
44200 Meetings	17,318.14	18,437.53	38,500.00	47.89%
44500 Client Shows	0.00	0.00	15,000.00	0.00%
44600 Client Projects	120.00	852.00	5,000.00	17.04%
44700 TV30 Foundation Production	1,800.00	1,800.00	0.00	
Total 44000 Production Income	19,238.14	\$ 21,089.53	\$ 58,500.00	36.1%
45000 Dubbing Income	1,713.86	2,129.20	3,000.00	70.97%
46000 Other Income				
46200 TV Summer Camp	495.00	990.00	10,000.00	9.90%
46300 Reimbursements	0.00	0.00	0.00	
46700 Donation	0.00	0.00	0.00	
46800 TV30 Foundation Support	0.00	0.00	0.00	
Consulting Services & OTO Production	3,480.00	3,480.00	0.00	
44801 Studio Rental	0.00	0.00	0.00	
Total 46000 Other Income	3,975.00	\$ 4,470.00	\$ 10,000.00	44.70%
47000 Interest	271.18	322.32	0.00	
Total Income	98,573.18	\$ 219,961.05	\$ 448,300.00	

Expenses

50000 Employee Expenses

50050 Salaries& 50060 Wages	125,360.43	153,089.79	336,824.00	45.45%
52000 Contract Services	6,847.70	7,192.70	13,250.00	54.28%
53000 Medical	9,827.00	12,012.50	32,670.00	36.77%
55000 Payroll Taxes	10,165.48	12,386.04	33,043.00	37.48%
56000 Workers Comp Ins	1,526.64	3,501.35	5,250.00	66.69%
Total 50000 Employee Expenses	153,727.25	\$ 188,182.38	\$ 421,037.00	44.7%

60000 Auto/Van

60050 Van Maintenance/Gas	421.80	521.80	1,500.00	34.79%
60150 Van Insurance	368.50	737.00	1,800.00	40.94%
60400 Mileage Reimbursement	7.29	20.66	3,000.00	0.69%
Total 60000 Auto/Van	797.59	\$ 1,279.46	\$ 6,300.00	20.31%

62000 Insurance

62103 Liability Ins	2,117.30	2,817.10	7,000.00	40.24%
62104 Directors And Officers Liability	0.00	2,155.00	3,500.00	61.57%
Media Liability	0.00	1,928.22	3,500.00	55.09%
Total 62000 Insurance	2,117.30	\$ 6,900.32	\$ 14,000.00	49.29%

65000 Office Expense

65100 Distribution-UPS & FedEx	93.44	93.44	250.00	37.38%
65200 Office Supplies	1,393.68	1,509.50	4,000.00	37.74%
65300 Postage	265.70	274.90	880.00	31.24%
65400 Intranet Fees	1,372.73	2,115.61	10,000.00	21.16%
65500 Office Rent	1,350.00	1,350.00	5,400.00	25.00%
65600 Telephone	1,277.36	1,581.16	2,845.00	55.58%
65700 Payroll Processing Expenses	1,583.75	1,946.99	5,500.00	35.40%
65800 Recruitment	225.00	225.00	150.00	150.00%
Total 65000 Office Expense	7,561.66	\$ 9,096.60	\$ 29,025.00	31.34%

67500 Professional Fees

67501 Summer Camp	2,900.00	2,900.00	2,000.00	145.00%
Total 67500 Professional Fees	2,900.00	3,003.99	18,750.00	16.02%

69000 Studio Expense

69100 Equipment & Supplies	0.00	0.00	500.00	0.00%
69200 Repairs & Maintenance	578.97	1,034.95	2,000.00	51.75%
69700 Contract Services - Studio	1,482.50	2,413.20	5,000.00	48.26%
69710 Outside Equipment - Rental	1,842.58	1,842.58	15,000.00	12.28%
Total 69000 Studio Expense	3,904.05	\$ 5,290.73	\$ 22,500.00	23.51%

71000 Marketing & Comm. Relations	1,952.07	3,483.07	6,000.00	58.05%
71001 Plaque Reimbursement	239.75	239.75	2,000.00	11.99%
71200 Sponsorship Commission	887.50	887.50	0.00	
Total 71000 Marketing & Comm. Relations	3,079.32	4,610.32	8,000.00	57.63%
72000 Misc. Expenses	0.00	0.00	300.00	0.00%
72200 Training	0.00	0.00	500.00	0.00%
72300 Bank and Merchant Fees	374.83	511.08	1,800.00	28.39%
72400 Meal and Entertainment	187.42	219.80	2,000.00	10.99%
72450 Good Will	50.00	50.00	0.00	
72500 Tax & Lic. Fees	0.00	0.00	30.00	0.00%
72700 Filing Fees	0.00	0.00	100.00	0.00%
Total 72000 Misc. Expenses	612.25	780.88	\$4,730.00	16.51%
Total Expense	174,699.42	\$ 219,144.68	\$ 524,342.00	41.79%

Projected Net Operating Income FY 2013/14	\$(76,042.00)
Repair & Maintenance Contingency	\$ 4,000.00
Reserve Funding Allocated to Balance Budget	\$ 80,042.00
FY 2013-2014 Budget	\$528,342.00

Tri-Valley Community Television
Budget vs. Actual: FY 2013-2014 - Capital Budget
Preliminary Report as of November 30, 2013 - Cash Basis

	Recent Activity 08/01/13 - 11/30/13	Actual Year To Date	2013-14 Budget	% of Budget
Income				
48000 PEG Funding				
48100 Dublin	21,500.00	34,000.00	46,500.00	73.12%
48200 Livermore	32,680.00	51,680.00	70,680.00	73.12%
48300 Pleasanton	18,500.00	18,500.00	68,820.00	26.88%
Total 48000 PEG Funding (budgeted)	72,680.00	\$ 104,180.00	\$ 186,000.00	56.01%
<hr/>				
Special Project Budget B-Dublin		88,880.61	0.00	
Total PEG Funding	72,680.00	\$ 193,060.61	\$ 186,000.00	
Expenses				
85000 Auto/Van				
85000 Total Auto/Van Expense	0.00	0.00	7,000.00	0.00%
86000 Office Expense				
86000 Total Office Expense	0.00	0.00	3,000.00	0.00%
89000 Studio/Field/Control Room				
89100 Production Equipment	68,845.67	68,845.67	157,500.00	43.71%
89300 Tapes/DVD's	991.16	991.16	4,500.00	22.03%
89400 Production Music	1,835.00	1,835.00	2,000.00	91.75%
89600 Office Upgrades	1,086.46	2,740.20	2,000.00	137.01%
Total 89000 Studio/Field/Control Room	72,758.29	74,412.03	\$166,000.00	44.83%
<hr/>				
Total TVCTV Budgeted Expenses	72,758.29	\$74,412.03	\$ 176,000.00	42.28%
Special Project Expenses				
Special Project B-Dublin*	47,968.30	\$ 48,227.66	\$ 0.00	
FY2013-2014 Contingency Fund			\$ 10,000.00	

*\$30,000. Deposit for Special Project Expensed in FY 2012-13

Tri-Valley Community Television
Balance Sheet
As of November 31, 2013

	Total
ASSETS	
Current Assets	
Bank Accounts	
11100 Main Checking	56,425.03
11150 Petty Cash Account	5,133.79
11200 Office Cash Fund	90.00
11300 Operating & Equipment Reserve Account	106,322.84
11400 P.E.G. Account	63,450.60
11410 PEG Contingency Fund	17,850.00
Cash held by Treasurer	13,569.32
Total Bank Accounts	\$ 262,841.58
Accounts Receivable	
12000 Accounts Receivable	-1.00
Total Accounts Receivable	-\$ 1.00
Other current assets	
13000 Pre-Paid Expenses	0.00
13100 Pre-Paid Insurance	0.00
Total 13100 Pre-Paid Insurance	\$ 0.00
1499 Undeposited Funds	0.00
Credit Card Receivables	0.00
Total Other current assets	\$ 0.00
Total Current Assets	\$ 262,840.58
Fixed Assets	
15050 Capital Equipment-ROP	9,076.78
15100 Capital Equipment	611,372.42
15120 Capital Equipment Current Year	74,412.03
15200 2004 GMC Savana Van	24,640.51
15300 Van Equipment	79,601.00
15500 Accumulated Depreciation	-530,256.00
Total Fixed Assets	\$ 268,846.74
Other Assets	
Total Other Assets	\$ 0.00
TOTAL ASSETS	\$ 531,687.32

Tri-Valley Community Television

Balance Sheet

As of November 30, 2013

LIABILITIES AND EQUITY

Liabilities

Current Liabilities

Accounts Payable

Accounts Payable	0.00
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Total Accounts Payable	\$ 0.00
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Other Current Liabilities

21000 Unearned Revenue	0.00
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21050 Accrued Salaries & Benefits	9,823.21
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21060 Accrued PTO Liability	16,896.72
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21100 Employee Withholding	-103.34
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21400 Sales tax payable	1,190.22
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Sales Tax Agency Payable	64.07
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State of CA BOE Payable - State of CA BOE	281.36
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Total Other Current Liabilities	\$ 28,152.24
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Total Current Liabilities	\$ 28,152.24
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Total Liabilities	\$ 28,152.24
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Equity

30000 Opening Bal Equity	0.00
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32000 Net Assets	0.00
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39000 Retained Earnings	357,885.76
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Net Income	71,237.29
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Total Equity	\$ 429,123.05
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TOTAL LIABILITIES AND EQUITY	\$ 457,275.29
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TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors

DATE: December 19, 2013

SUBJECT: **CONSIDER APPROVAL OF AN EMPLOYMENT CONTRACT AMENDMENT WITH MELISSA TENCH-STEVENSON, EXECUTIVE DIRECTOR EFFECTIVE SEPTEMBER 18, 2013**

AGENDA ITEM: 6 (a)

SUMMARY:

At the recent closed session meeting held on September 12, 2013, the TVCTV Board of Directors conducted and completed an annual performance review of the Executive Director of TVCTV, Melissa Tench-Stevens.

RECOMMENDATION:

Approve amendment number five to the Employment Agreement between Melissa Tench-Stevens and Tri-Valley Community Television.

TRI-VALLEY COMMUNITY TELEVISION

AMENDMENT NO. 5 TO THE EMPLOYMENT AGREEMENT WITH MELISSA TENCH-STEVENSON

This is Amendment No. 5 to the Employment Agreement by and between Tri-Valley Community Television (TV30), a California non-profit corporation (“EMPLOYER”) and Melissa Tench-Stevens an individual (“THE EXECUTIVE DIRECTOR”).

WHEREAS, the Board of Directors of TV30 previously entered into a contract on September 18, 2008 (the“Agreement”), amended by Amendment No. to the “Agreement” effective September 18, 2009, and as further amended on three additional occasions effective September 18, 2010 (“Amendment No. 2”), November 18, 2011 (“Amendment No. 3”) and October 16, 2012 (“Amendment No. 4”) with Melissa Tench-Stevens in regard to her employment at TV30 in her capacity as the EXECUTIVE DIRECTOR, and

WHEREAS, TV30, on the basis of the EXECUTIVE DIRECTOR’S September 12, 2013 completed annual performance review and evaluation conducted with the Executive Director and TV30 via the Board of Directors, desires to adjust the compensation of the EXECUTIVE DIRECTOR, and

NOW, THEREFORE, in consideration of mutual promises set forth in the original EMPLOYMENT AGREEMENT, dated September 18, 2008, TV30 and the EXECUTIVE DIRECTOR agree as follows:

- 1. Compensation: For services provided, EMPLOYER (TV30) agrees to adjust the annual salary of the EXECUTIVE DIRECTOR by an increase of 3% to the base pay of \$96,540 (Ninety-six thousand six hundred ninety dollars). The new compensation will be \$99,436 (Ninety-nine thousand four hundred and thirty-six dollars). This increase becomes effective as of September 18, 2013.

Prior “Amendments” and all other provisions of the original Employment Agreement dated September 18, 2008, except as modified above, shall remain in full force and effect as stated therein.

EXECUTION

IN WITNESS WHEREOF, the parties to have executed this AGREEMENT in duplicate at Pleasanton, California.

TRI-VALLEY COMMUNITY
TELEVISION/EMPLOYER

EXECUTIVE DIRECTOR, TV30

Jerry Thorne, Chairman, Board of Directors

Melissa Tench-Stevens, Executive Director

Tim Sbranti, Vice Chair, Board of Director

John Marchand, Board of Directors

**EMPLOYMENT AGREEMENT
BETWEEN TRI VALLEY COMMUNITY TELEVISION
AND MELISSA TENCH-STEVENSON
FOR EMPLOYMENT AS EXECUTIVE DIRECTOR**

This Agreement is entered as of September 18, 2008 by and between Tri-Valley Community Television ("TV30"), a California non-profit corporation ("Employer"), and Melissa Tench-Stevens, an individual (the "Executive Director"). Employer and the Executive Director are sometimes individually referred to as a "Party" and collectively as "Parties" in this Agreement.

1. EMPLOYMENT OF THE EXECUTIVE DIRECTOR.

Employer has agreed to employ Melissa Tench-Stevens as Executive Director of TV30 and Melissa Tench-Stevens has agreed to accept such employment.

Employment is subject to an appointment by the Board of Directors. The Executive Director is an "at will" employee responsible for the efficient and effective management and daily operation of TV30, in accordance with policy direction provided by the Board of Directors. Executive Director shall use her best judgment and experience to direct, supervise and manage the day to day activities of TV30 systems as defined in Attachment A "Job Description", while maintaining effective communications with all parties concerning the business of TV30.

2. TERM

The term of this Agreement shall begin September 18, 2008 and shall continue until terminated in accordance with the terms set out below. September 18 shall be designated as the Anniversary Date for the purpose of Section 3(b) and Section 9.

3. COMPENSATION

(a) For services provided, Employer will pay Executive Director an annual salary of \$80,000 (Eighty thousand dollars), which is the initial salary for the position. The initial Salary shall be adjusted as described in section (b) below. Payment of the salary shall be on a semi-monthly basis or on the same pay-cycle as other Employees. All remuneration shall be subject to all required withholdings paid in accordance with Employer's regular payroll policies and procedures and applicable laws.

(b) Annually on the Anniversary Date, Executive Director shall be eligible for an adjustment to the salary, established. The adjustment shall be contingent on:

(i) a satisfactory performance ranking having been determined by the Board of Directors in accordance with Section 9; and

(ii) the salary shall be adjusted based on the change in the annual Consumer Price Index for San Francisco / Oakland / San Jose Urban Wage Earners as published by the Bureau of Labor Statistics for the preceding June 30th; and

(iii) the adjustment shall be subject to the following limitations: not less than 3% (three percent) nor more than 5% (five percent).

**EMPLOYMENT AGREEMENT
TRI-VALLEY COMMUNITY TELEVISION & MELISSA TENCH-STEVENS
(September 18, 2008)**

4. BENEFITS

- (a) Health and Welfare Benefits – Medical, Dental, California Short-term Disability Insurance shall be offered under the same terms and cost sharing as they are offered to other Employees.
- (b) Auto Allowance – Executive Director shall be paid an auto allowance of \$300 (three hundred dollars) per month for the use of a personal vehicle for Employer purposes. Payments shall be prorated and paid as part of regular payroll checks issued.
- (c) Cell Phone Allowance - Executive Director shall be paid a cell phone allowance of \$70 (seventy dollars) per month for the provision of a personal cell phone and service that can be used for contact on Employer related business. Payments shall be prorated and paid as part of regular payroll checks issued.
- (d) Training - Employer to provide Executive Director "Non-Profit/Foundation" training.

5. LEAVE

For purposes of this agreement, LEAVE shall be defined as "Administrative Leave" and "General Leave". Executive Director shall use her best judgment when taking such leaves and there shall be no restrictions placed on Executive Director regarding leave except as stated in this agreement.

5.1 Paid Administrative Leave

Administrative Leave shall be granted to the Executive Director in recognition that performance of the duties of this exempt position requires work hours beyond their regular hours of work to fulfill their employment responsibilities. If the Executive Director leaves employment she shall forfeit any unused balances.

Executive Director shall be granted Administrative Leave in accordance with the following schedule:

Upon commencement of employment	80 hours (Any amount unused as of 12/31/2008 shall be forfeited.)
Effective January 1, 2009	240 hours (Any amount unused as of 12/31/2009 shall be forfeited.)

Administrative Leave amounts if any to be granted after December 31, 2009, shall be subject to a written amendment to this Agreement approved by the Board of Directors.

5.2 General Leave

General Leave shall begin to accrue effective January 1, 2009, at the rate of 10 hours per semi-monthly pay period. Use of accrued General Leave shall be made available beginning January 1, 2010. General Leave shall be available for all leave types, including personal time off, vacation, sick leave and workers' compensation leave.

**EMPLOYMENT AGREEMENT
TRI-VALLEY COMMUNITY TELEVISION & MELISSA TENCH-STEVENSON
(September 18, 2008)**

At such time as the unused accrued General Leave reaches 320 hours, no additional General Leave shall be accrued. Further accruals of General Leave will be forfeited until the accrued balance is below the maximum cap of 320 hours, at which time accruals will resume until the maximum cap is reached. Any unused General Leave shall be paid out at the time of Executive Director's separation from employment at her then current rate of pay.

5.3 Paid Holidays

Executive Director shall be entitled to seven paid holidays which shall include: New Years Day; President's Day; Memorial Day; Independence Day; Labor Day; Thanksgiving Day; and Christmas Day. In the event that Employer modifies the Paid Holiday schedule for other eligible Employees, this list shall be automatically changed to reflect Paid Holidays granted to other employees.

6. HOURS OF WORK

(a) The Executive Director is an exempt, at-will employee but is expected to engage in those hours of work that are necessary to fulfill the obligations of the Executive Director's position as outlined in Attachment A included herein. The Executive Director shall spend sufficient hours on site at the TV 30 Studio to adequately supervise employees, the production of programs and perform the Executive Director's duties; however, the Executive Director has discretion over the Executive Director's work schedule in consultation with the Board of Directors.

(b) It is also recognized that the Executive Director must devote a time to the business of the Employer that may be outside of the facility and may also be outside Employer's customary office hours and may include evenings and weekends; to that end, the Executive Director's location and schedule of work each day and week shall vary in accordance with the work required to be performed, but shall be an average of 40 hours per week. The Executive Director shall spend sufficient hours on site to perform the Executive Director's duties; however, the Executive Director has discretion over the Executive Director's work schedule in consultation with the Board of Directors.

7. CONDUCT

Executive Director agrees that during the term of employment with Employer, she shall adhere to all rules, regulations, and policies established by Employer for the conduct of its employees.

Executive Director agrees to perform the functions and duties specified by the Board of Directors as outlined in Attachment A and to perform those duties with the highest professional and ethical standards of the profession and shall comply with all applicable Federal, State, and Local laws and regulations in conducting the business of the Employer.

8. CONFLICTING EMPLOYMENT

The Board of Directors is aware of and does authorize Executive Director's ongoing business relationship with The Evers Group, L.L.C. under the following conditions, to which Executive Director does hereby agree: (1) Executive Director shall not use TV30 facilities, equipment or personnel in connection with her work for The Evers Group; (2) Executive Director shall not be involved in contracting for services for TV30 provided by The Evers Group and shall not solicit business from TV30 on behalf of The Evers

**EMPLOYMENT AGREEMENT
TRI-VALLEY COMMUNITY TELEVISION & MELISSA TENCH-STEVENSON
(September 18, 2008)**

Group except with the express approval of the TV30 Board; (3) Executive Director shall not receive or accept any money or other consideration from The Evers Group for the performance of an act that she would be required or expected to render in the regular course of TV30 employment.

9. ANNUAL PERFORMANCE EVALUATION

(a) The Board of Directors shall conduct an evaluation based on a mutually agreed upon format of the Executive Director's performance at least once each year. The Board of Directors and the Executive Director agree that performance evaluations, for the purpose of mid-course corrections, may occur after six months or as deemed necessary during each calendar year.

(b) While performance evaluations for the purpose of mid-course corrections may occur several times during the year; the initial annual evaluation shall occur no sooner than 30 days prior to the Anniversary Date as stated in Section 2.

(c) The annual review and evaluation shall be in accordance with Attachment A and may contain additional specific criteria developed jointly in a timely fashion prior to the review by the Board of Directors and the Executive Director.

(d) Provided that the Annual Anniversary evaluation results in a Board of Directors determination that satisfactory performance has been achieved, the Executive Director shall be eligible to receive the salary adjustment described in Section 3 (b).

10. GENERAL PROVISIONS

(a) Amendments - The Agreement may be amended at any time by mutual written agreement of the Employer and the Executive Director.

(b) Severability - If any clause, sentence, part, section, or portion of this Agreement is found by a court of competent jurisdiction to be illegal or unenforceable, such clause, sentence, part, section, or portion so found shall be regarded as though it were not part of this Agreement and the remaining parts of this Agreement shall be fully binding and enforceable by the Parties hereto.

(c) Entire Agreement - This Agreement represents the entire agreement of the Parties, which has been jointly drafted by the Parties, and no representations have been made or relied upon except as set forth in this Agreement which may be amended or modified only by a written, fully executed agreement of the Parties.

(d) This Agreement shall be construed in accordance with the laws of the State of California.

(e) Notice - Any notice, amendments, or additions to this Agreement, including change of address of either party during the term of this Agreement, which the Executive Director or the City shall be required, or may desire, to make shall be in writing and shall be sent by prepaid first class mail or hand-delivered to the respective Parties as follows:

**EMPLOYMENT AGREEMENT
TRI-VALLEY COMMUNITY TELEVISION & MELISSA TENCH-STEVENSON
(September 18, 2008)**

(1) If to the Employer Duplicate Copies:

Board Chairperson
Tri Valley Community Television
4663 Bernal Avenue, Suite B
Pleasanton, California 94566

Board Secretary
Tri Valley Community Television
c/o City Offices of Current Coordinating
Member City

(2) If to the Executive Director:

Melissa Tench-Stevens

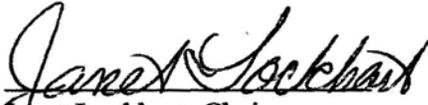

8. EXECUTION

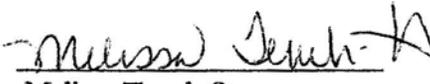
IN WITNESS WHEREOF, the parties hereto have executed this AGREEMENT in duplicate at Dublin, California, as of the date set forth above.

TRI-VALLEY COMMUNITY TELEVISION/
EMPLOYER

EXECUTIVE DIRECTOR

By:


Janet Lockhart, Chairperson
Board of Directors


Melissa Tench-Stevens

**EMPLOYMENT AGREEMENT
TRI-VALLEY COMMUNITY TELEVISION & MELISSA TENCH-STEVENSON
(September 18, 2008)**

Attachment A

Tri-Valley Community Television Business Manager/Executive Director Job Description

1. Assure ongoing strategic planning, including regularly reviewing progress and updating goals
2. Develop the annual budget and programming plan for the Board's approval
3. Serve as TV30's primary spokesperson, assuring that the organization's mission, programs, and goals are presented in a strong positive light
4. Maintain positive relations with the community, cultural and civic leaders
5. Provide ongoing evaluation of TV30's programs and services
6. Manage employees, regularly review staff performance, and assure professional developmental opportunities for all staff
7. Manage the hiring, dismissal, retention and recognition of employees, assuring compliance with authorized personnel policies and applicable law
8. In partnership with the Board, strategically pursue funding opportunities and partnerships to increase TV30's resource base
9. Monitor and prudently administer TV30's resources within the limits of the approved budget
10. Assure appropriate administrative systems to support TV30's governance and operations
11. Administer TV30's compliance and timely reporting in accordance with all contracts, applications and regulations
12. Monitor and direct the levels of customer service provided by staff

TRI VALLEY COMMUNITY TELEVISION

AMENDMENT NO.1 TO THE EMPLOYMENT AGREEMENT WITH MELISSA TENCH-STEVENS

This is Amendment No. 1 to the Employment Agreement by and between Tri-Valley Community Television (TV30), a California non-profit corporation ("EMPLOYER") and Melissa Tench-Stevens, an individual ("THE EXECUTIVE DIRECTOR").

WHEREAS, the Board of Directors of TV30 previously entered into a contract on September 18, 2008 with Melissa Tench-Stevens in regard to her employment by TV30) in the capacity of EXECUTIVE DIRECTOR, and

WHEREAS, TV30, on the basis of the EXECUTIVE DIRECTOR's recently completed annual performance review and evaluation conducted with the EXECUTIVE DIRECTOR and TV30 (via the Board of Directors), desires to adjust the compensation of the EXECUTIVE DIRECTOR; and

NOW, THEREFORE, in consideration of mutual promises set forth in the original EMPLOYMENT AGREEMENT, dated September 18, 2008, TV30 and EXECUTIVE DIRECTOR agree as follows:

1. Compensation: For services provided, EMPLOYER (TV30) agrees to adjust the annual salary of the Executive Director by an increase of 5% to the initial base pay of \$80,000 (Eighty thousand dollars). The new salary will be \$84,000 (Eighty Four thousand dollars). This salary increase becomes effective as of September 18, 2009.

All other provisions of the original Employment Agreement, dated September 18, 2008 except as modified above shall remain in full force and effect as stated therein.

EXECUTION

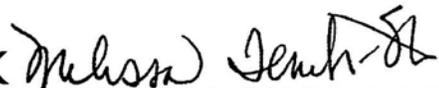
IN WITNESS WHEREOF, the parties hereto have executed this AGREEMENT in duplicate at San Ramon, California, as of the date set forth above.

TRI-VALLEY COMMUNITY TELEVISION/
(EMPLOYER)

EXECUTIVE DIRECTOR

X 

H. ABRAM WILSON
CHAIRPERSON, BOARD OF DIRECTORS

X 

MELISSA TENCH-STEVENS
EXECUTIVE DIRECTOR

LIVERMORE

CALIFORNIA

TRI VALLEY COMMUNITY TELEVISION

AMENDMENT NO. 2 TO THE EMPLOYMENT AGREEMENT WITH MELISSA TENCH-STEVENSON

This is Amendment No. 2 to the Employment Agreement by and between Tri-Valley Community Television (TV30), a California non-profit corporation ("EMPLOYER") and Melissa Tench-Stevens, an individual ("THE EXECUTIVE DIRECTOR").

WHEREAS, the Board of Directors of TV30 previously entered into a contract on September 18, 2008 with Melissa Tench-Stevens in regard to her employment by TV30 in her capacity as the EXECUTIVE DIRECTOR, and

WHEREAS, TV30, on the basis of the EXECUTIVE DIRECTOR'S November 18, 2010 completed annual performance review and evaluation conducted with the EXECUTIVE DIRECTOR and TV30 via the Board of Directors, desires to adjust the compensation of the EXECUTIVE DIRECTOR, and

NOW, THEREFORE, in consideration of mutual promises set forth in the original EMPLOYMENT AGREEMENT, dated September 18, 2008, TV30 and the EXECUTIVE DIRECTOR agree as follows:

1. **Compensation:** For services provided, EMPLOYER (TV30) agrees to adjust the annual salary of the EXECUTIVE DIRECTOR by an increase of 3% to the base pay of \$84,000 (Eighty-four thousand dollars). The new compensation will be \$90,960 (Ninety thousand nine hundred and sixty dollars). This increase becomes effective as of September 18, 2010.

All other provisions of the original Employment Agreement dated September 18, 2008 except as modified above shall remain in full force and effect as stated therein.

EXECUTION

IN WITNESS WHEREOF, the parties hereto have executed this AGREEMENT in duplicate at Livermore, California, as of the date set forth below.

TRI-VALLEY COMMUNITY TELEVISION/EMPLOYER

EXECUTIVE DIRECTOR, TV30

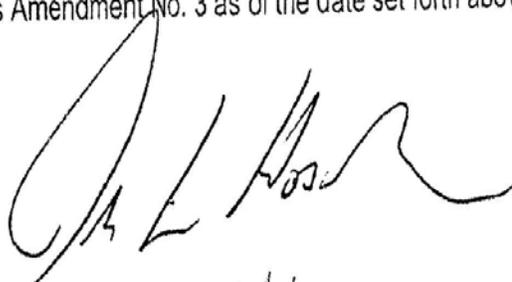
 12-14-2010
Marshall Kamena, O.D., Chairman, Board of Directors

 12-16-2010
Melissa Tench-Stevens, Executive Director

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 3 as of the date set forth above.

November 18, 2011
TRI-VALLEY COMMUNITY TELEVISION/EMPLOYER

By: Paul O'Shea - Mayor SR.
Jim Brent, Mayor, Dublin
Chair, Board of Directors


Marshall Kamara

EXECUTIVE DIRECTOR

By: Melissa Tench-Stevens 11/18/2011

Melissa Tench-/Stevens

TRI-VALLEY COMMUNITY TELEVISION

AMENEMENT NO. 4 TO THE EMPLOYMENT AGREEMENT WITH MELISSA TENCH-STEVENS

This is Amendment No. 4 to the Employment Agreement by and between Tri-Valley Community Television (TV30), a California non-profit corporation ("EMPLOYER") and Melissa Tench-Stevens and individual ("THE EXECUTIVE DIRECTOR").

WHEREAS, the Board of Directors of TV30 previously entered into a contract on September 18, 2008 (the "Agreement"), amended by Amendment No. 1 to the "Agreement" effective September 18, 2009, and as further amended on two additional occasions effective on September 18, 2010 ("Amendment No. 2") and November 18, 2011 ("Amendment No. 3") with Melissa Tench-Stevens in regard to her employment by TV30 in her capacity as the EXECUTIVE DIRECTOR, and

WHEREAS, TV30, on the basis of the EXECUTIVE DIRECTOR'S October 16, 2012 completed annual performance review and evaluation conducted with the Executive Director and TV30 via the Board of Directors, desires to adjust the compensation of the EXECUTIVE DIRECTOR, and

NOW, THEREFORE, in consideration of mutual promises set forth in the original EMPLOYMENT AGREEMENT, dated September 18, 2008, TV30 and the EXECUTIVE DIRECTOR agree as follows:

1. **Compensation:** For services provided, EMPLOYER (TV30) agrees to adjust the annual salary of the EXECUTIVE DIRECTOR by an increase of 3% to the base pay of \$93,690 (Ninety-three thousand six hundred ninety dollars). The new compensation will be \$96,540 (Ninety-six thousand five hundred and forty dollars). This increase becomes effective as of September 18, 2012.

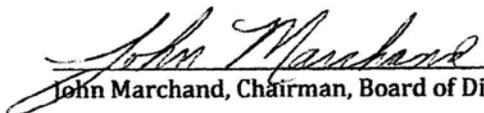
Prior "Amendments" and all other provisions of the original Employment Agreement dated September 18, 2008, except as modified above, shall remain in full force and effect as stated therein.

EXECUTION

IN WITNESS WHEREOF, the parties hereto have executed this AGREEMENT in duplicate at Livermore, California.

TRI-VALLEY COMMUNITY TELEVISION/EMPLOYER

EXECUTIVE DIRECTOR, TV30



John Marchand, Chairman, Board of Directors



Melissa Tench-Stevens, Executive Director



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors

DATE: December 19, 2013

SUBJECT: **ANNUAL PLANNING MEETING WORKSHOP
FEBRUARY 2014**

AGENDA ITEM: 7 (a)

SUMMARY:

The Board of Directors and TVCTV staff space hold an annual meeting in February of each year. Items currently planned for this meeting include a review of the station operations, discussion and decision of the desired services for 2014-2015 and related budget expenditures pending City Council approval, review of a five year operating and equipment replacement plan. Attendees requested are TVCTV Board of Directors and current consortium City Managers.

RECOMMENDATION:

Confirm a date and location for this meeting. Due to each Cities deadlines for their planning purposes, approve providing the 2013-3014 support levels to the consortium cities at this time for 2014-2015 budget consideration.



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors

DATE: December 19, 2013

SUBJECT: **RESOLUTION FOR CAP ACT SUPPORT**

AGENDA ITEM: 7 (b)

SUMMARY:

A new CAP Act Bill was introduced to the U.S. Senate on Tuesday 12/10/13 by Senator Tammy Baldwin (WI) and Senator Edward Markey (MA). A resolution of support from each TVCTV consortium city approved by their City Council is requested to be sent to the cities House and Senate Representative. A sample of the resolution desired is provided below.

RECOMMENDATION:

The Board of Directors approve a request for a “Resolution of Support” signed by each consortium City’s Council for the 2013 CAP Act as described within this report.

**RESOLUTION IN SUPPORT OF (INSERT BILL NUMBER) THE
COMMUNITY ACCESS PRESERVATION ACT (THE CAP ACT)**

A RESOLUTION OF (NAME OF YOUR CITY, COUNTY, ETC.) URGING CONGRESS TO SUPPORT THE COMMUNITY ACCESS PRESERVATION ACT, WHICH ADDRESSES CRITICAL AND IMMEDIATE THREATS TO LOCAL EDUCATIONAL AND GOVERNMENT ACCESS CHANNELS.

WHEREAS, public, educational and government (PEG) access channels are one of the last surviving sources for local television programming across the country and PEG channels play a significant role in (NAME OF YOUR CITY, COUNTY, ETC); and

WHEREAS, PEG channels are a unique and valuable resource for local information and discourse for the residents of (NAME OF YOUR CITY, COUNTY, ETC); and

WHEREAS, PEG channels televise local government meetings, including city commission, planning commission, county and school board meetings, so that citizens are informed about the actions taken by local officials; and

WHEREAS, PEG channels are also utilized to communicate with citizens on municipal events and services and also provide advisories and preparation directions to residents for emergency purposes; and

WHEREAS, PEG channels provide a window through which residents can view the diversity of cultures, educational information, recreational activities and artistic endeavors in their local community; and

WHEREAS, PEG channels reflect the unique identity of the communities they serve; and

WHEREAS, it is important to preserve PEG channels and funding for PEG channels, and to ensure that the channels continue to be available to the entire community to serve the residents of (NAME OF YOUR CITY, COUNTY, ETC); and WHEREAS, the Community Access Preservation (CAP) Act, addresses critical and immediate threats to PEG; and

WHEREAS, the CAP Act provides important solutions for critical and immediate threats to PEG channels and facilities across the country by removing use restrictions on PEG access fees, restoring PEG revenue streams, and preventing video providers from charging municipalities for the transmission of the PEG channels; and

WHEREAS, the CAP Act would allow PEG fees to once again be used for any legitimate PEG expense, instead of restricting PEG fees to capital expenses only.

NOW, THEREFORE, BE IT RESOLVED BY (NAME OF YOUR CITY, COUNTY, ETC):

Section 1: That the (CITY/COUNTY/TOWN COUNCIL OF NAME OF YOUR CITY, COUNTY, ETC) urges (NAME OF YOUR HOUSE OR SENATE REPRESENTATIVE) to take all actions in support of the immediate passage of (BILL #) the Community Access Preservation (CAP) Act, including, but not limited to endorsing, co-sponsoring and voting for the CAP Act.

Section 2: That a copy of this resolution be provided to (YOUR HOUSE AND SENATE REPRESENTATIVES).

PASSED AND ADOPTED by (NAME OF YOUR CITY, COUNTY, ETC).

DATE

SIGNATURES OF YOUR ELECTED OFFICIALS



TRI-VALLEY COMMUNITY TELEVISION
BOARD OF DIRECTORS
AGENDA REPORT

TO: Tri-Valley Community Television Board of Directors

DATE: December 19, 2013

SUBJECT: **LETTER OF SUPPORT FOR TVCTV**

AGENDA ITEM: 7 (c)

SUMMARY:

In an effort to reach out to businesses in Dublin, Livermore and Pleasanton, a new marketing program is being considered by TVCTV. The objective is to increase financial support to TVCTV so that operating funding received from the cities may be reduced in the future. TVCTV requests the Mayors' endorsement of this effort.

TVCTV asks that an introductory letter be signed by each Board Member and Economic Development Director informing business owners of the services TVCTV provides for video and other production services. A draft letter will be presented at this meeting for your review and action.

RECOMMENDATION:

The Board of Directors respectfully is requested approve a letter of support for TVCTV signed by each consortium City's Mayor and Economic Development Director.