

MISSISSIPPI AUTHORITY FOR EDUCATIONAL TELEVISION

Minutes of a Special Meeting of the Board of Directors

Tuesday, July 7 and Wednesday, July 8, 2009

Board Room

MAET Administration Building

3825 Ridgewood Road

Jackson, Mississippi

Directors present: Perry Sansing, Chair, Rosemary Blakeslee, Kris Kaase, Bob Sawyer, Eddie Smith, Kathy Whicker, and Amy Whitten

Others present: Kathy Rudd

CALL TO ORDER

Chairman Sansing called the meeting to order at 9:00 a.m.

EXECUTIVE SESSION

Director Whitten made a motion to close the meeting to determine whether or not it should declare an Executive Session, seconded by Director Sawyer, and upon a unanimous vote, **the meeting was closed.**

Director Blakeslee made a motion to go into Executive Session, seconded by Director Smith, and upon a unanimous vote, the Board voted to go into Executive Session for the reason later reported by the Chairman in Open Session and stated in these Minutes as follows:

Discussion concerning the Executive Director search.

The Board sits in Executive Session.

Directors Blakeslee, Kaase, Lewis, Sansing, Sawyer, Smith, Whicker, and Whitten were present. Kathy Rudd was also present.

RECESS

At approximately 4:30 p.m., the Board recessed in Executive Session until 9:00 a.m. on Wednesday, July 8, 2009.

RECONVENE

The Board reconvened in Executive Session at 9:00 a.m. on Wednesday, July 8, 2009.

Director Blakeslee made a motion to return to Open Session, seconded by Director Whicker, and upon a unanimous vote, the Board returned to **Open Session**.

The following report on the Executive Session was given by the Chairman:

The Directors conducted interviews of candidates recommended by executive search consultant Kathy Rudd for the position of Executive Director.

MISSISSIPPI AUTHORITY FOR EDUCATIONAL TELEVISION

Minutes of an Annual Meeting of the Board of Directors

Wednesday, July 8, 2009, 1:30 p.m.

Board Room

MAET Administration Building

3825 Ridgewood Road

Jackson, Mississippi

Directors present: Perry Sansing, Chair, Rosemary Blakeslee, Kris Kaase, Bob Sawyer, Eddie Smith, Kathy Whicker, and Amy Whitten

Staff present: Marie Antoon, Maggie Gibson, Denise Miller, Cy Vance, and Jay Woods

APPROVAL OF AGENDA

Director Sawyer made a motion to amend the agenda to include an announcement regarding the selection by the Board of Directors of a new Executive Director and to approve the agenda, as amended, seconded by Director Blakeslee, and upon a unanimous vote, the motion carried.

CHAIRMAN'S REMARKS

Chairman Sansing welcomed and introduced new Board member Kathy Whicker of Greenwood and expressed appreciation for her participation in the selection process of a new Executive Director.

Chairman Sansing expressed appreciation on behalf of the Board of Directors to former Director Daryl Lewis for his contributions during his term of service on the Board of Directors.

SELECTION OF EXECUTIVE DIRECTOR

Director Whitten made a motion to appoint Dr. Judith A. Lewis as Executive Director of Mississippi Public Broadcasting with an effective start date no later than September 1, 2009 at an annual salary not to exceed \$126,000, seconded by Director Smith, and upon a unanimous vote, the motion carried.

Chairman Sansing noted there was an extremely strong pool of candidates for the position of Executive Director and is a direct reflection of the accomplishments of Marie Antoon and the staff to create an agency that is well-respected nationally for creativity, quality, and competence. Chairman Sansing added the Board of Directors is extremely excited and confident that Dr. Judy Lewis will provide the leadership to continue and build upon previous achievements.

[Directors Whicker and Whitten exited the meeting.]

OLD BUSINESS

Purchasing and Personal Service Contracts Policy

Director Blakeslee made a motion to accept for review and consideration the proposed language to replace the existing language contained in Item G., Purchasing and Personal Service Contracts in Section 2. of the MAET *Policy Handbook*, with final adoption to take place at a subsequent meeting in accordance with Section 1., Item Q., Adoption and Amendment of Policies of the MAET *Policy Handbook*, seconded by Director Kaase, and upon a unanimous vote, the motion carried.

OPERATING BUDGET

Operating Budget and Restricted Grants and Contracts

Director Kaase made a motion to accept the Operating Budget as of June 30, 2009, as presented by Marie Antoon, seconded by Director Smith, and upon

a unanimous vote, the motion carried. The Operating Budget is made a part of these Minutes as **Exhibit A**.

Expenditure Contracts and Purchases

Director Kaase made a motion to approve the following expenditure contracts and purchases for the amount indicated from the Fiscal Year 2010 budget, as presented by Marie Antoon:

\$1,083,000 to Public Broadcasting Service (PBS) for National Program Service (NPS) annual assessment fee,
\$228,800 to Public Broadcasting Service (PBS) for annual programming assessment fee,
\$90,000 to Public Broadcasting Service (PBS) for Station Independence Program (SIP) and PBS Plus annual programming fee, and
\$294,197 to National Public Radio (NPR) for annual programming fee, for the period July 1, 2009 through June 30, 2010, and
\$194,065 to HotChalk, Inc. to provide online digital download services to K-12 schools statewide, for the period August 18, 2009 through August 17, 2010, seconded by Director Blakeslee, and upon a unanimous vote, the motion carried.

EXECUTIVE DIRECTOR'S REPORT

Business Development Plan

Marie Antoon presented an overview of a five-year Business Development Plan for review and consideration.

Goals and Objectives from Fiscal Year 2009

Marie Antoon provided results of the Goals and Objectives established by each division for Fiscal Year 2009.

FISCAL YEAR 2010 BUDGET OVERVIEW

Marie Antoon provided an overview of the agency's Fiscal Year 2010

Operating Budget and discussed areas in the budget for special consideration.

Director Smith made a motion to approve the Operating Budget for Fiscal Year 2010, as presented by Marie Antoon, seconded by Director Blakeslee, and upon a unanimous vote, the motion carried. The Fiscal Year 2010 Operating Budget is made a part of these Minutes as **Exhibit B**.

FISCAL YEAR 2011 BUDGET REQUEST

Marie Antoon discussed the agency's budget request for Fiscal Year 2011, which addresses particular areas identified.

Director Sawyer made a motion to approve agency staff to develop a Budget Request for Fiscal Year 2011 addressing needs in identified areas for submission to the Legislative Budget Office, seconded by Director Blakeslee. Discussion followed. Director Kaase amended the motion to include that the operational State funding request be zero and to approve the motion, as amended, seconded by Director Blakeslee, and upon a unanimous vote, the motion carried.

NEW BUSINESS

Meeting Schedule and Procedures

Director Smith made a motion to approve the proposed schedule and procedures for meetings of the Board of Directors, as amended to add an October 13 meeting, for Fiscal Year 2010 in accordance with Section 25-41-13, seconded by Director Sawyer, and upon a unanimous vote, the motion carried. The Board of Directors' Meeting Schedule and Procedures for Fiscal Year 2010 is made a part of these Minutes as **Exhibit C**.

ADJOURNMENT

There being no further business, the meeting was adjourned.

SIGNED, this the 8th day of September, 2009.

Original signed by Perry Sansing

Perry Sansing, Chair
Board of Directors

Original signed by Marie Antoon

Marie Antoon
Executive Director