

**New Jersey Public Broadcasting Authority**  
**Meeting of the Members of the Board**

April 20, 2012 at 2:00 p.m.

NJ TRANSIT Headquarters  
1 Penn Plaza East  
Newark NJ 07105

**MINUTES**

Andrew Sidamon-Eristoff, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) held at the Board Room of the NJ Transit Headquarters at 1 Penn Plaza East, Newark, New Jersey, 07104, on April 20, 2012 at 2:12 p.m.

**1. CALL TO ORDER, OPEN PUBLIC MEETINGS ACT STATEMENT AND ROLL CALL**

Vice Chair of the NJPBA Board, Mr. Cornell W. Brooks, called the meeting to order. Vice Chair Brooks read the Open Public Meetings Act statement as follows: In accordance with the provisions of the Open Public Meetings Act of the State of New Jersey, notice of this meeting has been filed with the Office of the Secretary of State, has been posted on the appropriate bulletin boards maintained for such purposes by the Authority, and distributed by press release to two daily newspapers in New Jersey. Notice was made in advance of this meeting.

Vice Chair Brooks then requested a roll call. NJPBA Members present and participating at the meeting were Anthony Della Pelle, John Inglesino and Chairman Andrew Sidamon-Eristoff (*arrived 2:23 p.m.*). Also participating were Kavin K. Mistry, Deputy Attorney General; John Blair, NJPBA Executive Director; John Servidio, General Manager of Public Media NJ, Inc.; Rick Williams, NJPBA Director of Engineering; and Nichol Gee, NJPBA Office Manager (*taking minutes*). Brett Tanzman, Governor’s Authorities Unit (*via phone*); staff members from Public Media NJ and NJPBA; and members of the public were also present.

**2. RESOLUTION APPROVING THE MINUTES OF THE DECEMBER 15, 2011 MEETING**

Vice Chair Brooks asked for a motion to approve the Resolution Approving the Minutes of the December 15, 2011 Meeting. Mr. Della Pelle made a motion to approve the minutes of the December 15, 2011 Board meeting. Mr. Inglesino seconded the motion. Vice Chair Brooks asked for a roll call vote. The motion passed unanimously.

### 3. REPORT FROM PUBLIC MEDIA NJ, INC.

Vice Chair Brooks asked Mr. John Servidio, General Manager of Public Media NJ, Inc. ("PMNJ"), to make a presentation to the Board regarding NJTV. Mr. Servidio referenced a PowerPoint presentation throughout his report. Mr. Servidio stated that PMNJ was in its 43<sup>rd</sup> week operating NJTV and announced the newest members of the PMNJ board: Mr. Bernard Flynn, Mr. Edward Graham, Mr. Randall Mehrberg, Ms. Brenda Ross-Dulan, Mr. Gary Wingers, and Mr. Anthony Bastardi, the new Vice Chair of PMNJ.

Mr. Servidio discussed the fundraising initiatives of the station. He stated that NJTV held the first fundraising drive in February with a goal of \$100,000. Mr. Servidio stated that NJTV raised close to \$250,000 in that drive. He said that the next drive would begin April 21, 2012 with a goal of \$400,000. Mr. Servidio said he believed this goal was ambitious but attainable.

Mr. Servidio said NJTV began distributing a printable monthly program guide to NJTV members via email each month, and the NJTV newsletter was going out twice a month to 18,000 subscribers. He stated that the first round of direct mail and email renewals were being sent to NJTV members and that a welcome series of emails was being developed to send to new subscribers to the newsletter, testing ways to quickly convert them to new members.

Mr. Servidio reviewed a PowerPoint slide showing a financial summary of PMNJ. He stated that PMNJ was running at a deficit projected to be nearly \$750,000 by the end of 2012. Mr. Servidio stated that PMNJ has estimated a conservative income of \$200,000 from the Foundation for New Jersey Public Broadcasting ("FNJPB" or "Foundation"). Mr. Servidio said that the Corporation for Public Broadcasting ("CPB") has encouraged PMNJ in conjunction with NJPBA to apply for a special mergers and acquisitions grant for up to \$1.5 million. Mr. Servidio stated that PMNJ has lowered the operational costs of the stations.

Mr. Servidio reviewed the programming content of NJTV. He stated that the NJTV schedule has averaged more than 28 hours per week of New Jersey content in the last quarter, exceeding the contractually required 25 hours per week. Mr. Servidio noted that these numbers included live coverage of the New Jersey budget hearings and New Jersey Supreme Court hearings in March. Mr. Servidio reviewed the New Jersey-centric programs that have aired on NJTV, including the return of *Reporter's Roundtable* and *On the Record* with Michael Aron, and the first live broadcast out of Montclair State University, *Christie on the Line*, a co-production of PMNJ and Caucus Educational Corporation, which occurred on March 1, 2012. Mr. Servidio also discussed new, New Jersey focused programming including: *NJ Docs*, which features documentaries produced by college and university students from throughout New Jersey; *Tales of the Jersey Shore*, which began as a series of interstitials and has expanded into a pledge program for August and a new, half-hour series which will begin broadcasting in June 2013; *New Jersey at the Movies* interstitials; and *The Board Room*, featuring monthly interviews with New Jersey corporate executive officers.

Mr. Servidio stated that *NJ Today* continues to improve every week with more content from throughout the State of New Jersey and more high profile interviews. He discussed a special, three-part series called “Ryan’s Heart” which aired on *NJ Today*. Mr. Servidio said the series was produced by students from Montclair and followed the journey of a student who had a heart transplant and then met the parents of the donor. Mr. Servidio stated that PMNJ will coproduce a live debate with *The Record* on May 14, 2012 out of the Montclair Studio, with John Schneider moderating and Michael Aron on the panel with two or three other journalists from throughout the State. He stated that PMNJ will also cover both the Republican and Democratic National Conventions in September as well as the June primaries.

Mr. Servidio reviewed special coverage that PMNJ has broadcast since the last Board meeting which included live coverage of the State of the State address, the State Budget address, the Supreme Court nomination hearings, several budget hearings, and the Alex DeCroce eulogy. Mr. Servidio then played a short reel of highlights from these special events. Chair Sidamon-Eristoff arrived during this reel.

Mr. Servidio discussed the office and production facilities of PMNJ. He stated that PMNJ offices were located above the high definition studio at Montclair State University, however PMNJ plans to relocate to the offices to a new building, called Schmidt Hall, which will have other content providers in it with whom PMNJ will be able to share content on a daily basis. Mr. Servidio stated that both undergraduate and graduate students were working on NJTV programming in different capacities. He stated that Michael Aron’s *Reporters Roundtable* and *On the Record* are being shot at Riverview Studios in Bordentown, New Jersey. Mr. Servidio said PMNJ was utilizing new space on Press Row at the Statehouse and was working on architectural plans for a new studio there. He stated that the finances for the new studio were approved.

Mr. Servidio said NJTV’s online presence was growing in traffic and audience engagement, with a large increase in online viewing of full programs and video segments. NJTV has also engaged in social media with more than 37,000 fans on Facebook and more than 4,000 followers on Twitter. Mr. Servidio stated that the unique visitors to NJTV’s website have increased 85% in 2012.

Mr. Servidio referenced a slide showing current content partners, and stated that PMNJ had a “hand shake agreement” with *The Star-Ledger* for content sharing on a daily basis. Mr. Servidio said that the two organizations were in discussions regarding more investigative pieces both for *NJ Today* and long form. Mr. Servidio said PMNJ partnered with colleges and universities in several counties throughout the State, including the recent addition of Monmouth University.

Mr. Servidio reviewed special events PMNJ covered since the last meeting, including the Walk to Washington, South Jersey Chamber of Commerce, and Capitol Hill Day. Mr. Servidio then focused on next steps for PMNJ. He stated that PMNJ was planning for more original programming and documentaries including *Treasures of New Jersey*,

modeled after WNET's *Treasures of New York*, more business programs, more public affairs, more arts and culture, and more public policy content. Mr. Servidio said PMNJ was also creating a new Community Advisory Board, developing more partnerships throughout the State, and expanding educational initiatives such as VITAL NJ. Mr. Servidio concluded his presentation with NJTV's most recent sizzle reel.

Chair Sidamon-Eristoff apologized for the delay in his arrival and thanked Vice Chair Brooks for starting the meeting in his absence. Chair Sidamon-Eristoff asked Mr. Servidio to review the fundraising activities of PMNJ. Mr. Servidio stated that PMNJ received 501(c)(3) status three months ago. He said that the first pledge drive held in February had a goal of \$100,000 and raised \$250,000. Mr. Servidio said a second drive was scheduled to begin on April 21, 2012 with a goal of \$400,000, which Mr. Servidio said he believed was ambitious, but attainable. Chair Sidamon-Eristoff waived his NJTV membership card in response.

Mr. Servidio asked Ms. Kathleen Rae to expand on the fundraising activities of PMNJ. Ms. Rae stated that PMNJ's estimates were conservative for revenue, anticipating about \$750,000 in contributions for 2012. Ms. Rae stated that FNJPB had been planning a gala for June, however FNJPB decided not to hold the event as scheduled for numerous reasons. Ms. Rae stated that the budget anticipated \$200,000 coming from FNJPB. She said, to the best of her knowledge, FNJPB raised approximately \$750,000 in underwriting, but that those funds also supported FNJPB's expenses, including staff salaries and office space. Mr. Rae said that the Foundation was winding that down, so that although this appeared to be a difficult first year for fundraising, PMNJ believed that there would be more opportunities moving forward. Ms. Rae also stated that PMNJ has talked to CPB regarding a Request for Proposal that CPB will be releasing soon for mergers and collaborations. She said CPB has encouraged PMNJ and NJPBA to apply for a one-time grant for as much as \$1.5 million.

Chair Sidamon-Eristoff asked if there were any other questions. Vice Chair Brooks asked the amount of the average donation. Mr. Servidio said the average donation was \$60, the amount required for basic membership. Chair Sidamon-Eristoff stated that when he made his donation for membership, he received a packet that included a listing of New Jersey and many New York City institutions, and he thought that this packet was well done.

Mr. Della Pelle asked if PMNJ was tracking viewership and how it compared to the start of NJTV and the former New Jersey Network ("NJN"). Mr. Servidio stated that viewership has been spotty and that it was difficult for him to give specifics dating back to July. Mr. Servidio said that on the previous evening *NJ Today* had one of its highest ratings at 0.2, which he believed was the average viewership for the former *NJN News*. Mr. Servidio said PMNJ has reached as high as 0.4 and 0.5 in the Philadelphia and South Jersey area and that viewership was increasing, but he said his personal goal was to see a steady 0.3 or 0.4 rating for primetime programming. He said the focus had been on membership and fundraising, and that once the money was in place, the programming would improve and viewership would increase.

Mr. Della Pelle asked if information regarding the activities of the Foundation could be shared with the Board members prior to the next meeting so that they would have ample time to review the information and ask questions. Mr. Servidio confirmed that would be possible.

Vice Chair Brooks stated that PMNJ reported a drop in viewership in South Jersey at the last meeting and asked what was being done to increase viewership there. Mr. Servidio stated that most of the social media comments PMNJ received were for programs about the Jersey Shore and South Jersey. He said PMNJ's biggest audience for specials, such as election night, had been from South Jersey as well. Mr. Servidio said that more programming about the Jersey Shore and South Jersey should increase viewership in that area as people see that PMNJ covers the entire state. To that end, Mr. Servidio said *NJ Today* hired a South Jersey reporter to provide two features a week.

#### **4. REPORT FROM THE ARCHIVES COMMITTEE**

Chair Sidamon-Eristoff asked Vice Chair Cornell Brooks, chairman of the Archives Committee, to present a report on the status of the preservation of the Archives. Vice Chair Brooks thanked Chair Sidamon-Eristoff for starting the Archives Committee and Executive Director John Blair, the New Jersey Archives staff, John Servidio, and the staff from PMNJ and WNET for their work on the Archives project.

Vice Chair Brooks stated that preservation of the Archives was an important topic in the history of NJN, and that the Board had heard a report on this at the June meeting and then passed a resolution in December instructing the Executive Director to take certain actions with regard to preservation of the Archives. Vice Chair Brooks said the Chairman then commissioned the Archives Committee to provide policy guidance and Board oversight for this work.

Vice Chair Brooks outlined the steps that have been taken toward the preservation of the Archives. He stated that NJPBA staff has been working with the Division of Archives and Records Management on all aspects of paper and media records. Vice Chair Brooks said there have also been meetings with the WNET archives staff, which possess a great deal of expertise. He stated that there was not a lot of precedent with respect to preserving these Archives and that funding and support has been uneven at best. Vice Chair Brooks stated that the assets from the NJPBA facilities in Newark, New Jersey, and at Stockton College were packed, labeled, and returned to the NJPBA headquarters in Trenton, New Jersey. He said the staff is working with outside suppliers to provide a customized database to permanently secure current database records.

Vice Chair Brooks stated that NJPBA staff had ongoing conversations with PMNJ which he believes is important for public access to the Archives content. He stated that PMNJ should have a role in this project both because of PMNJ's vested interest in the content and also because of the expertise of the staff of WNET. Vice Chair Brooks stated that the Robert Wood Johnson Foundation ("RWJ") has expressed an interest in investing in the

Archives project and that he and John Blair had met with RWJ's senior program officer to discuss submission of a grant application for a planning grant to determine the process and costs associated with inventorying, cataloging, and preserving the Archives. Vice Chair Brooks said that the staff is preparing the grant proposal.

Vice Chair Brooks outlined the next steps for this project. He said the Board must complete the formation of the Archives Committee and that the Committee should include individuals who could provide technical expertise and assist with building philanthropic support. Vice Chair Brooks stated that the partnership with PMNJ in this venture must also be formalized and that funding must be secured to begin work.

Chair Sidamon-Eristoff stated that he would follow-up with Vice Chair Brooks regarding the selection of Archives Committee members. Chair Sidamon-Eristoff recognized that the Committee could be comprised of both Board members and non-Board members, and that he would defer to the judgment of Vice Chair Brooks and the staff for the selection of members.

## **5. EXECUTIVE DIRECTOR'S REPORT**

Chair Sidamon-Eristoff asked Executive Director John Blair to present his Executive Director's Report to the Board.

Mr. Blair referred to handouts that were distributed to the Board members at the start of the meeting and reviewed the Statement of Revenues and Expenses. Mr. Blair stated that NJPBA is funded through language in the State of New Jersey budget as opposed to a line item appropriation. He stated that \$1,987,000 was allocated to NJPBA by the State.

Mr. Blair stated that four line items comprised the largest expenses of the NJPBA. He said that the salaries budget initially supported a staff of six (6), but after the audit was complete, the staff was reduced to five (5). Mr. Blair said the utilities were significant because that included power at the transmitter sites for year-round, twenty-four (24) hour a day operation.

Mr. Blair stated that the line item for professional services included a contract with a maintenance and emergency response provider for the transmitter sites. He stated that the current contract was done under a waiver for FY 2012, but that a standard bidding process was underway and would be completed by the end of the fiscal year for the next three-year term. Mr. Blair stated that he anticipated an increase in this expense for FY 2013. Chair Sidamon-Eristoff asked if Board approval would be needed to enter into the new contract. Mr. Blair stated that Board approval would be required. Chair Sidamon-Eristoff said that special arrangements would need to be made for that purpose prior to the next regular meeting of the Board. Mr. Blair suggested that the contract could be distributed to the Board and that a Special Public Meeting could be held via conference call. Deputy Attorney General Mistry stated that that would be an acceptable arrangement legally. The other Members of the Board concurred.

Mr. Blair stated that the maintenance equipment budget line was for repair or replacement of broken equipment. He said that some funds had shifted between budget lines throughout the year, but that overall, NJPBA expected to come in under the State's allocation at the end of FY 2012. Mr. Blair stated that NJPBA staff would develop and present a budget for FY 2013 at the next Board meeting which would be similar to the FY 2012 budget with some changes relative to the new transmitter maintenance contract.

Mr. Blair referred to the NJPBA Programming and Services Transfer Schedule to PMNJ handout. He said this handout reflected the monies received by NJPBA and distributed to PMNJ. Mr. Blair reviewed the four main revenue sources and then discussed the payment schedule. He stated that payments were front loaded in FY 2012 due to the start up expenses of PMNJ, but that the schedule would be adjusted for FY 2013 to align with the timeframe in which funds are received by NJPBA.

Chair Sidamon-Eristoff inquired about the status of the Food Channel revenue. Mr. Blair stated that he believed those funds would be paid. He explained that there was a delay in receiving the funds due to delayed paperwork, however that issue was resolved. NJPBA was waiting for a signed document from Time Warner Cable which would then be forwarded to Scripps at which time payment would be made. Mr. Blair stated that he did not know if this was a renewable resource, however. Chair Sidamon-Eristoff asked if PMNJ was aware of the status of the funding, and Mr. Blair confirmed that PMNJ was aware and that PMNJ would take the lead in negotiations for a future waiver, if that were possible.

Mr. Blair stated that the WHYY radio sale closed on February 28, 2012. He said that this was delayed because of a sharing arrangement with another broadcaster for one of the stations. Mr. Blair stated that NJPBA was not able to transfer that agreement to another operator; the facility had to be rebuilt in such a way that it was transferable. Mr. Blair said it was quicker and more cost effective for WHYY to construct the new facility, and so the price for the sale was reduced by \$34,000 to account for the reinvestment WHYY will make at that site to duplicate the existing service.

Mr. Blair stated that the funds from both radio sales were deposited into a capital account that rolls forward each year. He said that the Board approved capital expenses that would be drawn from that account at the December meeting but that very little had been done to date since the bid process was underway.

Mr. Blair stated that NJPBA worked closely with the Department of Property Management and Construction to move out of the Newark, New Jersey, and Stockton College facilities. He said that all assets were moved to the NJPBA Trenton, New Jersey, headquarters.

Mr. Blair asked Mr. Williams, NJPBA Director of Engineering, to report on the capital spending. Mr. Williams stated that all approved capital projects had entered into the appropriate State intake processes. He said the bid for the demolition and construction of the State House studio project was expected to be released by June 15, 2012, the contract

award should be completed by August 2012, and the studio completion date was scheduled for December 2012. Mr. Williams said the projected cost was approximately \$1,600 more than the proposed budget.

Mr. Blair asked Mr. Williams to brief the Board on the "COPS" grant which was received in partnership with the New Jersey State Police ("NJSP"). Mr. Blair said NJSP took over responsibilities for the grant during the NJPBA transfer, but that NJPBA was still involved. Mr. Williams explained that in 2008 NJPBA and NJSP applied for and was awarded a \$1.4 million United States Department of Justice technology grant commonly referred to as the Community Oriented Policing Services ("COPS") grant, to develop a statewide pilot project to demonstrate the ability of public broadcasting stations to provide a redundant communications network for local, state, and regional law enforcement and first responders. NJSP assumed responsibility for promoting partnerships between law enforcement agencies, and NJPBA's responsibilities included obtaining training materials and developing the over-the-air distribution components. Together NJSP and NJPBA developed the technical aspects of the grant which included modifying NJPBA's broadcast infrastructure and the ability to demonstrate the distribution and reception of program material through NJPBA's broadcast signal. NJTV's management supported these efforts. The procurement phase was scheduled to begin within the next three months. Mr. Blair added that this was a data distribution system not accessible at home. Mr. Williams confirmed that the data was secure and addressable to specific recipients but not accessible to the general public. Mr. Blair summarized the project as a public safety issue.

Mr. Blair referred to the Summary Report In-Kind Consideration handout and reviewed the type of in-kind services the State will receive from the sale of the radio stations including television underwriting spots and teacher training in Camden provided by WHYY and underwriting spots on WQXR and NJPR by WNYC Radio. Mr. Blair said NJPBA is tracking the usage of these spots, which began by using some of the WQXR spots to promote the Department of Environmental Protection's fishing license campaign. Mr. Blair said NJPBA is starting the process for other agencies to work through the Authority to utilize these spots.

Chair Sidamon-Eristoff asked if the spots could be used to promote tourism in New Jersey or if that would be too commercial. Mr. Blair stated that he believed they could be used for tourism and the lottery. Chair Sidamon-Eristoff stated that he is aware of a new marketing launch for Atlantic City that does not focus on gambling but stresses that city as a destination for tourism, and that the lottery also has a marketing campaign, but that he would not want to see those promoted to the exclusion of other public service needs. Mr. Blair stated that content from commercial advertising agencies does not always meet the legal requirements of a non-commercial Public Service Announcement ("PSA"), but often the raw materials to create a PSA are there. Mr. Blair said that NJPBA staff was taking responsibility for the usage and tracking of these spots and would inform the Board as they are used.

Vice Chair Brooks asked who would determine who utilized the spots. Mr. Blair stated that NJPBA was responsible for making that determination, and that NJPBA would need to solicit materials from most agencies. Vice Chair Brooks asked if it were possible for the priorities of the Governor to drive the content of the spots or if there was any way to utilize them in such a way as to grow viewership and/or funding for NJTV. Chair Sidamon-Eristoff stated that the ultimate arbiter of acceptability of the messaging of the content would be the stations themselves. He stated that he worked on a project to inform State workers about an open enrollment period, and that he had to be careful about the wording of the spots as not to promote a specific point of view or a particular action. Chair Sidamon-Eristoff said political leaders would not be able to pitch their priorities. He stated that he asked Mr. Blair to reach out to State agencies regarding use of the spots.

**6. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN THE COUNTY OF CAMDEN AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN THE COUNTY OF CAMDEN AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the "Original Act"), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the "Transfer Act," and together with the Original Act, the "Act"); and

**WHEREAS**, the Authority on January 11, 1981 and again on September 20, 1982 entered into agreements (the "Former Agreements") with the County of Camden (the "County") for the purpose of providing access and a license to place wireless telecommunications equipment on the Authority's broadcasting tower located at 1564 Arrowhead Drive, Waterford, Camden County, New Jersey (the "Tower"); and

**WHEREAS**, the Authority combined the Former Agreements by letter on November 1, 1990 and subsequently and informally terminated the licensing fees paid by Camden in exchange for access and use of the County's towers for Authority purposes at some future date; and

**WHEREAS**, the County has presented a critical strategic need for space on the Tower for emergency and public safety communications which falls within the mission and policies of the Authority to provide without charge; and

**WHEREAS**, the Authority the Former Agreements expired on December 31, 2003, and since that time the County has been a month-to-month licensee on the Tower; and

**WHEREAS**, the Authority and the County wish to enter into a Tower Access and License Agreement (the “License Agreement”) with for the purpose of providing the County access and a license to place wireless telecommunications equipment on the Tower; and

**WHEREAS**, the term of the License Agreement will be for five (5) years with four five (5) year renewal options; and

**WHEREAS**, the License Agreement has a commercial value of \$49,200 per year in potential license fees, however, due to the fact that the County’s use of the Tower is for emergency and public safety communications, the Authority, following its long established practice, will not charge the County a license fee during the term of the License Agreement; and

**WHEREAS**, pursuant to the License Agreement, the County is only authorized to maintain the equipment which was installed on the Tower under the Former Agreements and to install equipment which has been approved by the Authority’s engineering department and is consistent with current Authority standards and policies;

**WHEREAS**, the Authority wishes to approve the entry into the License Agreement with the County;

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the License Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the License Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the License Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the License Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve a Resolution Approving a Tower Access and License Agreement Between the County of Camden and the New Jersey Public Broadcasting Authority. Mr. Inglesino made the motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between the County of Camden and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**7. RESOLUTION AUTHORIZING THE TERMINATION OF THE ENPS AGREEMENT WITH THE ASSOCIATED PRESS**

**RESOLUTION AUTHORIZING THE TERMINATION OF THE ENPS AGREEMENT WITH THE ASSOCIATED PRESS**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the "Original Act"), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the "Transfer Act," and together with the Original Act, the "Act"); and

**WHEREAS**, the Authority entered into an Electronic New Production System Software License Agreement on October 20, 1999 (the "ENPS Agreement") with the Associated Press (the "AP") with respect to WNJT-TV; and

**WHEREAS**, the term of the ENPS Agreement was for five (5) years, with automatic, successive five (5) year renewals of the ENPS Agreement, unless terminated pursuant to the provisions of the ENPS Agreement; and

**WHEREAS**, the end of the current five (5) renewal period is October 13, 2014, the earliest date that the Authority can currently terminate the ENPS Agreement in accordance with its terms; and

**WHEREAS**, the Authority no longer has any need for the services provided by the AP pursuant to the ENPS Agreement with respect to WNJT-TV and Public Media NJ declined to assume the obligations of the Authority pursuant to the ENPS Agreement;

**WHEREAS**, the Authority and the AP have discussed the early termination of the ENPS Agreement and the AP is amendable to an early termination of the ENPS Agreement upon payment by the Authority of approximately seventy (70) percent of the remaining value of the total amount of payments owed to the AP during the current term of the ENPS Agreement which equals approximately \$76,000; and

**WHEREAS**, in is in the best interests of the Authority to terminate early the ENPS Agreement; and the Authority wishes to authorize the early termination of the ENPS Agreement.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve and authorize the Executive Director to terminate early the ENPS Agreement and pay AP approximately seventy (70) percent of the remaining value of the total amount of payments owed to the AP during the current term of the ENPS Agreement, but in no event shall such amount exceed \$76,000.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the early termination of the ENPS Agreement and authorize the Executive Director to take any and all action necessary to effectuate and implement the early termination of the ENPS Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Authorizing the Termination of the ENPS Agreement with the Associated Press. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to approve the Resolution Authorizing the Termination of the ENPS Agreement with the Associated Press was voted upon and approved unanimously.

## **8. EXECUTIVE SESSION (IF NECESSARY)**

Chair Sidamon-Eristoff asked if there was a need to enter into Executive Session. The Members demurred. No Executive Session was held.

Chair Sidamon-Eristoff acknowledged Mr. Robert Smartt in the audience and thanked him for his work on behalf of the Foundation over the years. Vice Chair Brooks stated that Mr. Smartt was a member of the Archives Committee. Chair Sidamon-Eristoff thanked him for his continued service.

## **OTHER BUSINESS**

### **9. OTHER BUSINESS (if any)**

Chair Sidamon-Eristoff asked if there was any other business to discuss. No further discussion occurred.

### **10. PUBLIC COMMENTS**

Chair Sidamon-Eristoff asked if any members of the public wanted to make a comment. No members of the public spoke before the Board.

### **11. ADJOURNMENT**

Chair Sidamon-Eristoff thanked everyone for their participation and apologized for his late arrival. Chair Sidamon-Eristoff asked for a motion to adjourn. Mr. Della Pelle made a motion to adjourn the meeting. Mr. Inglesino seconded the motion. The motion was voted upon and approved unanimously. The meeting was adjourned at 3:08 p.m.