



# Mt. Hood Cable Regulatory Commission

*Serving Multnomah County and the Cities of Fairview, Gresham, Portland, Troutdale & Wood Village*

MT. HOOD CABLE REGULATORY COMMISSION

Remote Meeting via phone or computer – Portland OR

December 13, 2021 Meeting Minutes – [APPROVED](#)

## SUMMARY MINUTES

**Call to Order:** 6:30 PM by Chair Studenmund

Chair Studenmund welcomed Ava Hansen, new executive assistant to MHCRC/OCT. Hansen gave a short personal introduction.

### Roll Call

*Present:*

Commissioner McIntire; Commissioner Dennerline; Commission Thomas; Commissioner Brown (6:40 PM); Vice Chair Harden; and Chair Studenmund.

*Absent:*

Commissioner Roche.

### Agenda Review:

Disclosures: None

Public Comment (*Non-Agenda Items*): None

### Community Media Centers Updates

- Open Signal: Rebecca Burrell, Director of Strategy presented updates along with a PowerPoint presentation.
  - Director Burrell recapped a COVID-friendly screening of seasonal production cohorts. They are working more closely with MHCRC to provide customized training especially amongst community members. Their program has reportedly been wildly successful. 100% of participants are from mission communities including: BIPOC, ELL, low economic earners, and people experiencing disabilities. Some have returned to apply as producers. Director Burrell shared a participant in Black Filmmakers Cohort, Renee Mitchell's, personal insight into the program.
  - Teach-to-Learn Program is a new program that includes camera and editing training, access to select equipment, and a trauma-informed lens. Their goal is for it to be used by mission aligned non-profits with their respective community members. Currently it is being used in Growing Gardens and V.O.T.E., to meet people where they are at. Open Signal plans to launch a non-profit membership program in the future.





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- Open Signal has a new Director of Growth, Alley Pezanoski-Browne. She brings a wealth of knowledge, connections, and skills to the organization.
- Open Signal Offices will be closed; staff will be on mandatory PTO the last week of the year.
- MetroEast: John Lugton, Interim Community Director, shared general updates:
  - Interim Director Lugton and leadership team are keeping a positive outlook amidst transition and excited about opportunities this presents for the organization. He's staying focused on keeping morale high. Staff will take time off at the end of the year to recharge.
  - They had a great project with the Clean Rivers Coalition which works in two different spheres; three videos created are *Disconnection*, *Connection*, and *Reconnection* as we relate to water through a light lens of the Native American experience from 120 years ago to present day, as we are learning that certain first foods can be planted again in the banks of the Willamette River. They will also make some videos of the more urban approach to maintaining lawns and minimizing pesticides. There has been a nice tie in which has not just been the obvious ones like having the opportunity to work with the Columbia River Inter-Tribal Fish Commission and multiple agencies across the State, but also being able to interview Gresham hydrologist, Katie Holzer, a National Geographic superstar and happens to be a celebrity in that world, and we got to meet and interview a Gresham neighbor Cass, who lives right next to the creek where Beavers are building a dam. This project reintroducing us to a larger group of people and narrowing us down to locals as well.
  - They are finishing up a pilot episode of a show called Food Foray and will be editing it soon. They had a film crew shoot a video of a Georgian Gresham resident shopping at the Russian Deli, Babushka, in Wood Village, then went back to her house and she prepared a delicious meal and shared about her culture and living in Gresham.
  - MetroEast is piloting a BIPOC Contractors Program with a few previous volunteers that have worked on productions and have a higher level of interest. They have been able to join on quite a few productions to increase their skills to increase and the hope is that it will also increase their marketability.
  - Seth Ring, Director of Community Relations at MetroEast, shared educational updates along with a PowerPoint presentation:
    - They recently acquired through AmeriCorps and JVC Northwest Ben Pham; he's the digital inclusion outreach coordinator. Comparable to grant because they pay for most of his salary, and it helps MetroEast expand their programming. Ben helps with classes and is building an east county partnership index to help MetroEast increase expand their reach to other community partners and ways to connect with them.





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- Regarding digital inclusion, which Jessica Liu the Director of Equity and Inclusion, oversees, they have been working with the Rosewood Initiative hosting digital art nights. They teach people basic introductory skills digital and media skills on equipment such as iPads and phones.
- Just finished a *Welcome to Computers* class for Spanish speakers in Wood Village. Seth thanked Wood Village for providing laptops that were given to participants and MetroEast taught the class and wove in media skills.
- Regarding youth media education, MetroEast has a variety pack of things they are doing, primarily through the conduit of the mobile media innovation lab, which the MHCRC funded. It connected them with a lot of equipment and a vehicle to expand their outreach. They worked with Springwater Trail High School on a podcasting class. They've been highly valued at Gresham High School where they have a lot of kids in their multimedia classes and limited equipment. They are working right now with Gordon Russell Middle School on a commercial for a beverage that they'd like to market.
- Public media education has regularly programmed classes. They recently taught a *Film with your Phone and YouTube* class at the library. They worked with Life Source Oregon to do a *Film with your iPad and iPhone* type class for people with disabilities with special needs. They did some special workshops for ChickTech a group that empowers women to learn about technology. Seth thanked MHCRC for the ChickTech referral. They are prepping the Mobile Media Lab to do some initial shooting and photography in January; they are going to brand the vehicle to reflect the community it is trying to serve – BIPOC individuals, underserved groups, and low-income families. They used feedback from a community survey and an education advisory board and a survey that provided the direction that they will go. Asking an artist to create a mural for the side of the vehicle and integrate it with a video game style look, based on youth feedback. They recently got a \$75,000 grant for 2 years from the Miller Foundation to help power the Mobile Media Lab, specifically the operational costs, because MHCRC paid for the capital costs.
- In response to a question from Commissioner Brown regarding the artist Empow, Director Ring said Empow is not currently an artist on their list. They are putting together a list of BIPOC people to create the mural.

### Franchisee Activity Report:

- Zply: Not present





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- Comcast: Tim Goodman, Senior Director of Government and Regulatory Affairs provided an update:
  - Comcast was the title sponsor at the NAYA Family Center Gala last month and raised the most money it's ever raised at their gala.
  - Comcast is getting ready to go into their second year of a billion-dollar effort around internet essentials and the inclusion for those who don't have internet or broadband and make it available to them. Comcast has committed \$100,000,000 every year for ten years and this will be year two of that. Director Goodman is bringing on a new member soon who will promote internet essentials into new areas may not have focused on before. That person will also represent Comcast on the Digital Inclusion Network.
  - This is the first year in mid-December that Comcast is not currently in the middle of contracts with program content providers/networks so there are no potential blackouts.

## CONSENT AGENDA

C1. September 20, 2021 Meeting Minutes

C2. October 18, 2021 Meeting Minutes

**MOTION:** Commissioner Brown moved to approve the consent agenda as presented (C1 and C2). Motion seconded by Commissioner McIntire.

**VOTE:** Motion passed with 6 votes in favor and 0 against.

## REGULAR AGENDA

R1. MHCRC FY 2020-21 Fund Audit

- MHCRC/OCT Finance Manager, Michael Wong provided an overview of the audit process.
  - The MHCRC's audited financial statements provide an external technical accounting review of the MHCRC Fund. Moss Adams provides reports summarizing two components: compliance of the MHCRC with the US generally accepted accounting principles and internal controls over financial activity (i.e., accruals, invoice billing, advances, etc.).
  - The purpose of the audit is to allow for an independent review of our reported financial statements in accordance with generally accepted auditing standards.
  - He provided a concise timeline of the audit progression.





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- Staff acknowledgements and recognitions for support during the audit include: Rana DeBey, Bea Coulter, Director Perez, and Moss Adams staff Kevin, Keith Simovic, and Nick Rowlands.
- Future improvements include checking in with Kevin to ensure accruals and journal entries are within compliance. Reviewing current variances and resolving identified issues with procedural enhancements that would be presented to the MHCRC committee at YE to comply with verification requirements on advances, accruals, and True up, especially for year-end activities.
- He provided a budget update that includes beginning preliminary budget by presenting staff allocations to MHCRC activities; working with the City of Portland economist on interest growth model; disbursements for general fund have been completed by the City of Portland's Budget Office; expected completion for MHCRC Finance Committee review and later approval by MHCRC Committee in accordance with previous timeline; expect to submit audit to the Secretary of State before the end of the year.
- Keith Simovic, Senior Manager and CPA at Moss Adams shared a PowerPoint presentation:
  - Moss Adams team includes Amanda McCleary-Moore, CPA, Partner; Laurie J. Tish, CPA, Partner; Keith Simovic, CPA, Senior Manager; Nick Rowlands, CPA, Manager.
  - Nature of services is to express an opinion on whether the financial statements prepared by management with your oversight are fairly presented in all material respects, in accordance with a U.S. GAAP; To perform an audit in accordance with generally accepted auditing standards issued by the AICPA and design the audit to obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement.
  - Critical areas include revenues, advances, and accounts receivable. IT User access and change management controls. They bring in an IT Team to look at the processes and who is in the system and control what they can too. This past year has changed risk assessment, so they were focused on the impact of the remote work environment. They focused on compliance with federal law and special report for Oregon minimum standards.
  - The audit was performed in a remote environment. Moss Adams utilized technology and electronic audit tools including internal controls testing of transactions before and after the COVID pandemic. Reports include financial statements, presented fair and accurately to produce an unmodified clean opinion.
  - Audit adjustments occur after all information has been received and after year-end closing. Something that was missing or not recorded appropriately. Two adjustments of "significant deficiency" that have been corrected: Entry to true up Advances for recoveries received but no recorded relating to FY 2021 (\$676,677); Entry to remove





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- accounts payable accruals that were not outstanding as of June 30, 2021 (\$535,561). No change to cash balances because of these adjustments.
- Passed Audit Adjustment: Entry to true up and accrue the PEG fees related to FY 2021 (\$40,595). Some of fees are estimated at year-end, reflects difference between estimate and actual fees at year end.
  - Recommendations related to adjustments, Advances and Accounts Payable. Moss Adams recommends that the Commission reconcile all advance recovery accounts, where they are related to a component unit or not, to ensure that advances at year end are accurate. Moss Adams recommends that the management establish procedure to review all memo entries to ensure that the account balances at year end are accurate for financial reporting purposes.
  - In response to Commissioner Brown about advance recovery, Simovic explained that the amount was recorded, but not recorded in the correct period. It should have been picked up earlier. Wong added that it was a timeframe issue, but financially speaking it would not affect expense standards and no one would have been paid twice had this not been caught.
  - In response to a question from Commissioner Harden regarding accounts payable accruals that were not outstanding as the year end, Simovic explained that something got recorded in duplicate that should not have been outside of SAP in an excel document; things were not paid twice; they were putting together a year-end financial statement document it was not being paid twice. It was year-end adjustments and manual entries that are done outside of the SAP that are outside of the internal controls. Wong provided background information on this that there were multiple procedures to do this in years prior, due to that, there were conflicting ways to go about it; therefore, the new procedure did not give us the cause-variation that cause that issue. To remedy this concern, there will be quarterly checks to ensure compliance.
  - In response to a question from Commissioner McIntire, Wong wants to make sure there are procedures that are adequate to ensure these issues do not come about and that those steps are documented and approved for full compliance.
  - Commissioner Thomas stated that the finance committee did recommend that the commission approve the auditor's report.

**MOTION:** Commissioner McIntire moved to accept the auditor's report for FY ending June 30, 2021. Motion seconded by Commissioner Brown.

**VOTE:** Motion passed with 6 votes in favor and 0 against.

R2. Community Technology Grant Amendment: Outside the Frame





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- Rana DeBey, Community Grants Manager, presented a Community Technology Grant amendment to Outside the Frame.
  - Staff recommends that the commission approve an amendment to the current contract with Outside the Frame for an additional grant award of \$70,330. Outside the Frame is a longstanding community partner of the commission and a repeat grantee. Their work continues to expand in terms of content, community connections, and production value in large part due to the commission's investments in their projects. Expanded project sessions and increases in youth participants have created a shortage of sufficient capital equipment to support concurrent productions, trainings, and equipment checkouts all under the original project scope. The funding will be used to purchase more video production equipment to support the training of 50 additional youth, 10 additional apprentices, and to produce an additional 20 films which will be shared with the community, and to extend the term of the agreement to allow time to implement the expanded services. The additional grant award combined with the original amount comes to \$102,580. In response to Commissioner Brown regarding tracking outcomes, DeBey explained that all grantees complete a semi-annual reporting, and all grantees will need to speak to revisions and outcomes in future reports.

**MOTION:** Commissioner Thomas McIntire moved to approve the Community Technology Grant amendment for Outside the Frame for an additional grant award of \$70,330 (R2). Motion seconded by Commissioner McIntire.

**VOTE:** Motion passed with 6 votes in favor and 0 against.

### R3. Community Technology Grant Amendment: The Old Church

- DeBey presented a Community Technology Grant amendment for The Old Church.
  - Staff recommends that the commission approve an amendment to the current contract with The Old Church for an additional grant award of \$21,735. The original project proposal included capital cost to upgrade the broadcasting and live streaming equipment in their concert hall to allow for more and better-quality productions. Immediately following project implementation, staff at The Old Church experienced an increase in artists using their new video capabilities that exposed some shortcomings in their originally proposed project upgrades. They are requesting additional funding to support the increased demands for more audio equipment and additional monitor mixers. The additional better-quality equipment will allow them to capture technically excellent recorded audio and expand the number of artists who perform at the facility, as well as increase the number of recorded video programs that can be shared with the broader community – two





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additional programs per month working with MetroEast Community Media. The additional grant award combined with the previously granted amount will bring the total grant award to \$67,247.

- In response to a question from Chair Studenmund, DeBey shared that The Old Church is working with MetroEast and have not yet submitted any videos yet.
- Commissioner Dennerline wants to ensure that these funds to not go to commercial aspects or ventures and that MetroEast is getting programming from them by October.
- In response to a question from Commissioner Brown regarding fundraising efforts by The Old Church, DeBey shared that The Old Church has additional money they are trying to raise to complete the entire upgrade beyond the ask they've submitted to the commission. The Old Church also has the money in their operational reserve, so they are moving forward with the portion they are asking from the Commission immediately. Their plan is to continue to expand and upgrade the production equipment after additional funds are raised in the future.

**MOTION:** Commissioner Brown moved to approve the Community Technology Grant amendment for The Old Church for an additional grant award of \$21,735 (R3). Motion seconded by Commissioner Harden.

**VOTE:** Motion passed with 6 votes in favor and 0 against.

### Staff Updates:

- Director Perez presented updates regarding the Comcast Renewal. The Comcast Franchise expires at the end of 2021. In September 2021, MHCRC and Comcast formally agreed to extend the negotiations by three months to March 31, 2022. There is an evergreen clause in the contract so the franchises can continue as-is until an agreement is reached on the new franchise. Negotiations are continuing in good faith and have two critical items and a handful of smaller issues where resolution is needed. PEG fees and I-net wind-down are the two major issues that are still in discussion. Once final terms are agreed upon, there will be an additional six months likely for drafting the final franchise agreement for each jurisdiction, jurisdictional review and legal review and public hearings for each city and the county, jurisdictional approval, and there is an extra process mandated by the City of Portland, where there is one month between readings and cannot enact the franchise for an additional six months. Staff speaks with Comcast weekly.
- DeBey, presented updates regarding the Community Technology Grant process. The deadline for grant applications was December 8, 2021. Fourteen pre-applications have been received, nine of those are first-time applicants. Grant requests total approximately \$1,120,000. DeBey will be doing an initial review for eligibility the coming week and will





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send out the review materials to commissioners early next week. Commissioners will have until mid-January to review the preapplication materials. A specific timeline will be provided. In response to Commissioner Brown, DeBey states that they track everyone who applies and those that are awarded grants.

- DeBey provided an update on the Community Media Centers Contract renewal. Due to the ongoing delays in the timeline with the franchise renewal with Comcast and the upcoming franchise renewal with Zply, the Community Media Centers, MetroEast and Open Signal along with MHCRC staff have mutually decided to extend the current contract for one year to which will allow them to get through the franchise renewal and get all the information needed to move forward. In the meantime, MHCRC staff are meeting regularly with both community media centers representatives for informal discussions about what the formal contract renewal will look like. Formal discussions will take place next fiscal year. In response to Commissioner Thomas, DeBey states that the extension will need to be approved by the MHCRC commission in the Spring; the current contract ends June 30<sup>th</sup>.
- Rebecca Gibbons, Strategic Initiatives Manager provided an updated on the MHCRC annual planning retreat which usually takes place in February. Gibbons states that planning is underway and that a facilitator will be hired for the retreat. Commissioners can expect goals and outcomes to approve at the January meeting ahead of the retreat. A Doodle poll will be sent out to determine a February date for the retreat. In response to a question from Commissioner Thomas, Gibbons states that timeline format will be explored under new business and options for virtual vs. in-person retreat options will be brought up by Chair Studenmund.
- Wong provided a general overview on the FY2022-2023 budget process. The preliminary budget process began with allocating out personnel costs among MHCRC activities. The next steps include working with the City of Portland Economist on the interest growth model to see how that will fare conceptually within the entirety of the budget in the coming year and figuring out the jurisdictional appropriation which is calculated based upon Comcast subscriber counts which should come from Comcast at the end of December. The timeline and expected completion for the overall budget proposal should be in accordance with that of the previous year at which point the proposal will be drafted and review with the finance committee prior to submission to the entirety of the current committee.

### Committee Reports:

- Finance Committee – Commissioner Thomas states there is nothing further to report.
- Equity Committee – Did not meet
- Policy Committee – Did not meet





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- Open Signal Board Appointee – Commissioner Brown reported that in addition to what Gibbons presented, there have been a lot of changes at Open Signal. Open Signal has planned changes they are moving forward on. They are still looking for a treasurer. Commissioner Brown met with two Open Signal finance staff and they have a good handle on their finances. They are currently preparing for an audit and prepping for a migration to a new financial system.
- MetroEast Board Appointee – Commissioner Dennerline was not able to attend last board meeting at MetroEast. Tommy is gone. The board elected a new chair and John is the interim director.

Chair Studenmund wished Commissioner Brown and McIntire well as they are both stepping down. Commissioners wished them well and Commissioners Brown and McIntire shared parting comments about their experience on the board and plans.

### New Business; Commissioner Open Comment

- Chair Studenmund brought up hybrid meetings. According to the City, beginning in January, the commission needs to have meetings available to be in-person in some way. Commissioners discussed pros and cons. Commissioner feels comfortable with meeting in-person and giving others the option to join via Zoom. Commissioner Dennerline can go either way in terms of meeting in person or virtually. He states on one hand, it's better to be safe with Zoom Meetings especially with the current Omicron variant, but on the other hand, with precautions, meeting in-person is no problem either. A big factor for him is that anyone attending in person should be vaccinated. Commissioner Thomas is in favor of hybrid but supports masking for in-person gatherings of any kind. Commissioner McIntire feels that if the Commission can control the environment by having only vaccinated individuals it may not be as risky but worries about the civil rights issues of having people provide proof they are vaccinated. She notes that the COVID-19 surge is likely to continue through the winter months. Commissioner Brown states that if the Commission were to meet in-person, he recommends it be in a quasi-outdoor space, or high ceilings and plenty of fresh air circulation. Chair Studenmund noted the current surge and is concerned about meeting in-person in January. She recommends taking it month-by-month to ensure everyone's safety especially due to the rapidly changing and volatile pandemic. Commissioners agree about meeting virtually in January and providing a space for the public meeting aspect to comply.
- In terms of the retreat, Gibbons posited, given the uncertainty, it makes the most sense to plan the retreat remotely. Commissioner Thomas shared that meeting remotely would work better for him. Commissioner Dennerline shared that to err on the side of caution is better. Commissioner Studenmund misses the comradery of being together in person but agrees





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about erring on the side of caution. Commissioner Harden posed the question of changing retreat schedule to one day vs. two days. A poll can be sent to commissioners to get their preferences, but it seems like virtual is the best way to plan the fast-approaching retreat in February. Commissioner Thomas suggested targeting specific subjects to condense the retreat to one day. Commissioner Harden stated that some elements will need to remain, noting that with three new committee members, icebreakers are important.

- Chair Studenmund reviewed the upcoming 2022 Meeting Schedule:
  - January 24
  - February Retreat: TBD
  - March 21
  - April Recess
  - May 16
  - June 20

### Public Comment:

Commissioner Studenmund looking forward to grant application process and wishes everyone to have a wonderful holiday season. Commissioner Harden will be joining Director Perez on several committees, to learn about lobbying strategy at the state and federal level, and he is looking forward to it. Commissioner McIntire wishes everyone happy holidays and will send MHCRC holiday card to Gresham City Council now.

**MOTION:** Commissioner Dennerline moved to adjourn. Motion seconded by Commissioner Thomas. Motion carried.

**Adjourned:** 8:10 PM by Chair Studenmund.

Respectfully submitted,  
Ava Hansen, BSW  
Executive Assistant

*Please notify the MHCRC no less than five (5) business days prior to our event for ADA accommodations at 503-823-5385, by the City of Portland's TTY at 503-823-6868, or by the Oregon Relay Service at 1-800-735-2900.*

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