



MT. HOOD CABLE REGULATORY COMMISSION
Remotely Meeting via phone or computer – Portland
OR December 21, 2020 Meeting Minutes -- APPROVED

SUMMARY MINUTES

Call to Order: 6:30 pm

- Roll Call

Commissioners present: Commissioner Roche, Commissioner Dennerline, Commissioner Thomas, Commissioner McIntire, Vice Chair Harden and Chair Studenmund.

Commissioners absent: Commissioner Murphy.

Staff: Elisabeth Perez, Interim Director; Rana DeBey, Community Grants Manager; Michael Wong, Financial Analyst; Cinthia Diaz Calvo, Admin Specialist.

- Agenda Review: None.
- Disclosures: None.
- Public Comment: Richard Donin shared his sentiments against Comcast regarding \$10 charge when paying by check.
- PEG Activity Report

Rebecca Burrell, Director of Strategy at Open Signal shared that she will be the liaison between Open Signal and the MHCRC on an interim basis. She is sharing internal responsibilities at Open Signal with Elisa Barrios since Justen's departure. Burrell has been with this organization since 2016, leading communications and fundraising, and helping usher in the transition from PCM to Open Signal.

On November 18, Open Signal sent out a public message introducing their interim shared leadership structure. There are now seven employees sharing responsibility for the health of the organization. Their leadership is now majority female-identified, majority BIPOC-identified, and they are an equity-driven alternative to a traditional organizational hierarchy.

Burrell reported that their shared leadership has been going extremely well in the new way for about six weeks. They are making decisions on a consensus basis, which so far has happened without incident. They are focusing on redesigning the staff structure for the organization and setting priorities for the next few months. The leadership team's task for their retreat in early January is to recommend a timeline for permanent succession.

Burrell shared that Open Signal has released a video series on their YouTube page, sharing stories about how their staff pivoted in response to COVID-19, including taking on new tactics in their work as a Census assistance center, supporting the community in leading safe media productions, and releasing their new online network. She encourages the commission to visit their YouTube page.

Burrell also shared about their online network—which streams their cable channels online for the first time—as well as a series of curated features from the community based on themes. Open Signal is partnering with the Portland Unknown Film Festival to showcase a collection of recent work by local BIPOC musical artists and filmmakers. Commissioners can learn more by visiting watch.opensignalspdx.org

Open Signal is still closed to the general public but have some more programmatic updates to share in 2021. Burrell looks forward to sharing more about their new project-based production support program that they opened to the community on an application basis and will begin in January. Open Signal will be closed December 25 - January 1.

Chair Studenmund asked Burrell if she anticipates board burnout considering the number of hours being donated to an un-paid volunteered job. Burrell said she is working with the board to find balance and recruit and engage more board members.

- **CONSENT AGENDA**

*C1. October 19, 2020 Meeting Minutes

MOTION: Thomas moved to approve the Consent Agenda as presented. Harden seconded.
VOTE: 6-0

REGULAR AGENDA

R1. TechSmart Impact Report: Grantee Transition to Distance Learning due to COVID-19 Pandemic

DeBey introduced Kristi Manseth with Pacific Research and Evaluation. Manseth shared their finding and highlighted the following themes during the spring of 2020:

- Teachers had established Google classroom environments
- Teachers knew how to embed videos and links in classroom content
- Teachers were able to use more sophisticated tools due to comfort level learning new technology.
- Teachers and district leadership reported students knew how to log on and were familiar with Google classrooms and SeeSaw. They also reported that student knew how to use Chromebooks.

- Students were better prepared to transition to distance learning due to experience with devices and platforms used in TechSmart classrooms.

Manseth shared the barriers to distance learning including the following:

- Not all students have equal access to reliable internet in their homes, contributing to the equity gap in some cases.
- Schools were focused on providing basic necessities and support to families, such as groceries, and had to balance many priorities.
- Parents and guardians have differing skill levels with technology use and students had varied technology support at home.

Commissioner Thomas and Chair Studenmund commented on how far the community has gone with the help of this program since the start of the pandemic.

Vice Chair Harden pointed out that this success has also helped clarify how far we have come but also highlights inequities and gaps in the community. There are students today that still don't have devices or adequate internet at home and we still have ways go.

Manseth agreed and added that while there is a need for adequate internet there are other barriers to keep in mind beyond technology that also play a role in the noted achievement gaps.

***R2. MHCRC FY 2019-20 Fund Audit**

Perez introduced Keith Simovic and Nick Rowland with Moss Adams, who will walk the commission through the audit findings.

Simovic explained the nature of services they provided which include:

- Independent auditors' report on the financial statements of the MHCRC.
- Assistance with and technical review of the financial statements for compliance with GAAP.
- Disclosures and independent auditor's comments required by the minimum standards for audits of Oregon municipal corporations.
- Communication to those charged with governance.

Simovic highlighted critical areas which include cash and investments, revenues, advances and accounts receivable, IT user access and change management controls, consistent application of internal controls in a remote work environment, compliance with federal laws and regulations and Oregon minimum standards.

Simovic shared how they conducted the audit remotely during given COVID-19. He said the audit was performed in a remote environment. They utilized technology and secure electronic audit tools and updated risk assessments. Simovic said they also used internal

controls testing of transaction before and after the onset of COVID-19 and they reviewed the related disclosures for transparency.

Rowland shared the following audit adjustments and reports:

- Financial statements, which include unmodified and clean version of the financial statements.
- Oregon minimum standards, which include no reportable findings.
- Communication to those charged with governance which include no material weaknesses.

Rowland highlighted two required communication which were the audit adjustments and the audit observations and recommendations. In the audit adjustments, they go through each transaction looking for discrepancies in reporting. The two audit adjustments they found are:

- Entry to accrue for invoices related to FY 19-20 – increased receivables amounting to \$48,000.
- Entry to correct advances to MetroEast at June 30, 2020 – decreased advances.

Lastly, Rowland shared that there were no passed audit adjustments found.

MOTION: Thomas moved to accept the MHCRC fund audit for FY 19-20. Harden seconded.

VOTE: 6-0

*R3. MHCRC Community Technology Grants Program Impact Evaluation Scope of Work

Prior to moving forward with the following contract items, Perez reviewed the contract process. The process starts with a scope of work, followed by commission review and approval of the scope of work. OCT staff then uses that scope of work and takes it through the procurement process through the City of Portland. Once finalized, staff goes back to the commission for final approval of the selected contract. Lastly, and something that needs clarification is who signs the contracts as signatures vary between the MHCRC Chair and the project manager. It was suggested to have R3 and R4 be the corrected to say the MHCRC Chair will approve and sign the finalized contracts. There was general consensus that going forward the MHCRC Chair will sign contracts.

DeBey said MHCRC staff had previously discussed the benefits of conducting an impact evaluation for the Community Technology Grants Program but given capacity issues the project had been on hold. A similar impact evaluation was conducted in 2003 and that report is available on the MHCRC website.

The MHCRC Equity committee is recommending moving forward with the program impact evaluation. The proposed evaluation will assist the MHCRC in creating strategies for future grantmaking programs, refining goals/objectives and developing indicators to measure

success. The project will also seek to provide an understanding the impact the grants have had in the communities we serve, the barriers and challenges for the grantees in the application process, and how and how well our grantees have incorporated equity into their projects.

Commissioner Roche appreciates DeBey's work and noted the TechSmart impact report was a nice lead into this proposal.

There was discussion about grant funds and DeBey clarified that the current fund model is through the FY 22-23. The commission would just like to confirm there are enough funds to carry them through the process.

DeBey listed the three action items which include approving moving forward with the impact evaluation scope of work to kick off the RFP process. The second is to bring the contract back to the MHCRC for Chair Studenmund's approval and signature. The third action item is in regard to the budget for this project, which is estimated to cost about \$60,000. The impact report was accidentally left out of the FY20-21 budget. Staff is asking the MHCRC to delegate the authority to the OCT Bureau Director to identify where the funds will come from.

MOTION: Harden moved to approve agenda item R3 with staff recommendations listed by DeBey. Harden added that staff make every effort to make the contract and contracts going forward to make sure that the signatory line be Chair Studenmund. Thomas seconded.

Discussion: Vice Chair Harden suggested to prepare in the absence of the Chair with an approved dollar amount without having to consult the governing board. Commissioner Thomas agreed with Vice Chair Harden.

VOTE: 6-0

*R4. Franchise Renewal Consultant Draft Contract

Perez said the current Comcast cable franchise ends on December 31st, 2020. As reported at the October MHCRC meeting, staff have finalized a draft contract to engage CBG Communications, Inc. for \$55,020 to consult with staff and the commission, and to provide negotiation expertise in the cable franchise renewal process with Comcast.

The contract is going through procurement and should be finalized in the last week of December. Staff had their first meeting with Comcast December 10th and starting the third week of January, staff will meet biweekly with Comcast.

Perez is asking the commission to approve the draft contract and have Chair Studenmund sign the contract.

MOTION: Harden moved to approve R4 Franchise Renewal Consultant Draft Contract. Dennerline seconded.

VOTE: 6-0

***R5. MHCRC Fund Financial Review Consultant Contract – Moss Adams LLC**

Perez said in the current fiscal year, the MHCRC approved \$20,000 to engage a consultant to provide a financial review of the MHCRC Fund and in the October meeting the MHCRC approved the scope of work and directed staff to follow the procurement process. Commissioner Thomas, Julie Omelchuck, Aaron Rivera and Michael Wong served as the RFP review panel and Moss Adams was the successful proposer. Staff expects an initial draft of the report by late February and a final report to be ready for the commissioners at the March MHCRC meeting.

Commissioner Thomas added that it is not a full audit and that it is just a review of a few things.

Perez said we are very close to a final contract which is pending Moss Adams final review. No substantial changes are expected.

MOTION: Thomas moved to approve the MHCRC Fund Financial Review Consultant Contract with Moss Adams LLC with minor changes that may come about as the final process to be signed by Chair Studenmund. Dennerline seconded.

VOTE: 6-0

Staff Reports

- Newsletter
 - Perez highlighted the Mayor’s proposed budget, which includes a 5% cut.
 - DeBey shared that the Community Technology Grants program saw 12 new applicants this year. She is planning to send out the applications review email tomorrow. DeBey said the review will close a little sooner this year to allow more time for her to review. January 15th will be the deadline. Commissioner Thomas would like a hard copy of the applications.
 - Perez asked commissioners to send their ideas and suggestions on topics for the retreat, which is planned for a series of zoom meetings.

- New Business; Commissioner Open Comment
 - Chair Studenmund welcomed Michael Wong and appreciated his participation in the evaluation committee.
 - Vice Chair Harden shared that the City of Wood Village has partnered or hired a fellow from the Portland State University Head Field School. For Cities, he highly recommends partnering or hiring fellows, because for about \$43,000, Cities get to work with a Doctoral-level candidate. He highlights that many of these fellows work on capstone projects and the City of Wood Village had submitted their proposal, which includes planning their community free wireless program as one of their capstone projects. City of Wood Village will

know soon if the program they are proposing will be accepted. It will be interesting work going forward it gets accepted.

- Chair Studenmund said Kristi Manseth presented a wonderful report and considering all the great work the commission and staff has done evaluating the community grants, she is interested in sharing the MHCRC story. Staff and commissioners supported the idea. Vice Chair Harden added that it could be a great opportunity to also shed light on distance learning. Since there has been pressure to get kids back into the classrooms, he believes that sharing the story could contribute to slow that momentum of getting kids back in school. Commissioner Thomas agrees and adds that the last thing anyone want is to see people get sick because the transition back to school was too fast.
- Meeting Schedule:
 - January 25 – Remotely
 - February - tentative retreat*
 - March 15 – Remotely
 - April 19 – Recess*
 - May 17 – Remotely
 - June 21 – Remotely
- Franchisee Activity Report
 - Zply – Amy Neal, Local Partnerships Manager, said she will be supporting Jessica Epley, the Government Affairs and Regulatory Manager. Neal will be attending the MHCRC meeting going forward.
 - Comcast – Sheri Acker, Senior Specialist, Government & Regulatory Affairs, shared about the expansion of the Internet Essentials program, now free for the first 60 days and continue through June 2021. Acker shared the multiyear program is to launch more than 1,000 WiFi-connected “Lift Zones” in community centers and nonprofit partners nationwide. Acker said Comcast opened up more than 1.5 million Xfinity WiFi hotspots in businesses and outdoor locations that are available to anyone who needs them for free. Lastly, Acker shared Comcast’s nationwide multi-year \$100 million commitment to racial equity which includes grants, marketing and technology upgrades, media campaigns and connectivity, computer and voice equipment, as well as free marketing insights to all applicants.
 - CenturyLink/Lumen – Samantha Ridderbusch, Regulatory and Government Affairs Director, said they decommissioned the Prism product and it is on course to be fully decommissioned by the end of the year. Ridderbusch will have an update as they move forward. Vice Chair Harden asked if CenturyLink will charge penalties to their customers for ending their agreement due to the decommissioned product, to which Ridderbusch said there will be no penalties. They have also eliminated their early termination fees.
- Public Comment- none.

- Adjourn: 8:42 pm

Respectfully submitted by:
Cinthia Diaz Calvo, Administrative Specialist