

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

February 1, 2021 at 10:00 a.m.  
via Conference Call

Dial-in Number: 646-558-8656  
Meeting ID: 821 9303 9695  
Passcode: 367208

## MINUTES

Elizabeth Maher Muoio, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) held by Conference Call on February 1, 2021, at 10:03 a.m.

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

Chair Elizabeth Maher Muoio called the meeting to order. Chair Muoio 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.

Chair Muoio then requested a roll call. NJPBA Members present and participating at the meeting were Elizabeth Maher Muoio (*via phone*); Douglas S. Eakeley (*via phone*); and Ford Scudder (*via phone*). Also present and participating were Catherine Brennan, Deputy State Treasurer (*via phone*); Susan Wilkerson, Deputy Attorney General, Division of Law (*via phone*); Rudy Rodas, Associate Counsel, Governor’s Authorities Unit (*via phone*); Richard Williams, Acting Executive Director, NJPBA (*via phone*); and Nichol R. Gee, Assistant Chief, NJPBA (*via phone, taking minutes*).

### 2. RESOLUTION APPROVING THE MINUTES OF THE NOVEMBER 13, 2020 MEETING

#### RESOLUTION APPROVING THE MINUTES OF THE NOVEMBER 13, 2020 MEETING

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 Members of the Authority desire to approve the minutes of the November 13, 2020 meeting of the Authority, attached hereto as Exhibit A.

**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 minutes of the November 13, 2020 meeting of the Authority.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve a Resolution Approving the Minutes of the November 13, 2020 Meeting. Mr. Eakeley made a motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving the Minutes of the November 13, 2020 Meeting was voted upon and approved unanimously.

**3. RESOLUTION APPROVING THE MINUTES OF THE FEBRUARY 3, 2020 MEETING**

**RESOLUTION APPROVING THE MINUTES OF THE FEBRUARY 3, 2020 MEETING**

**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 Members of the Authority desire to approve the minutes of the February 3, 2020 meeting of the Authority, attached hereto as Exhibit A.

**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 minutes of the February 3, 2020 meeting of the Authority.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve a Resolution Approving the Minutes of the February 3, 2020 Meeting. Mr. Scudder made a motion to approve the resolution. Mr. Eakeley seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving the Minutes of the February 3, 2020 Meeting was voted upon and approved unanimously.

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

Chair Muoio asked Mr. Douglas S. Eakeley, Chair of the Audit Committee (the “Committee”), to present a report from the Committee. Mr. Eakeley stated that on January 20, 2021, the Audit Committee met with the auditors from Mercadien, P.C. to review the Independent Audit Report for Fiscal Year 2020. The auditors presented an unmodified, clean opinion. NJPBA followed generally accepted accounting principles and selected preferable accounting practices in all areas. There were no significant or unusual transactions, difficulties, material weaknesses, or control deficiencies. Mr. Eakeley said the Audit Committee unanimously recommended acceptance of the Fiscal Year 2020 Audit Report by the members of the Board.

#### **5. REPORT FROM THE EXECUTIVE DIRECTOR**

Chair Muoio asked Acting Executive Director Richard Williams to report to the Board. Mr. Williams stated that the staff was healthy and progressing on projects previously approved by the Board.

Mr. Williams stated that the Programming and Services Agreement (“PSA”) between the NJPBA and Public Media NJ, Inc. (“PMNJ”) was scheduled to automatically renew for a final, five-year term in June 2021 as PMNJ had satisfied their obligations under the PSA.

#### **6. RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY ACCEPTING THE FISCAL YEAR 2020 AUDIT REPORT**

##### **RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY ACCEPTING THE FISCAL YEAR 2020 AUDIT REPORT**

**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 Audit Committee established pursuant to Article IX, Section 1 of the By-Laws and in accordance with the requirements of Executive Order No. 122

(McGreevey 2004) (“EO 122”) has reviewed the Independent Auditor Report from the firm of Mercadien, P.C., the Independent Auditor to the Authority, for Fiscal Year 2020 (“Fiscal Year 2020 Audit Report”); and

**WHEREAS**, the Audit Committee recommends acceptance of the Fiscal Year 2020 Audit Report by the Authority; and

**WHEREAS**, the Authority desires to accept the Fiscal Year 2020 Audit Report.

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

1. The Authority hereby accepts the Fiscal Year 2020 Audit Report from the firm of Mercadien, P.C., the Independent Auditor to the Authority.

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

Chair Muoio asked for a motion to approve the Resolution of the New Jersey Public Broadcasting Authority Accepting the Fiscal Year 2020 Audit Report. Mr. Eakeley made the motion to approve the resolution. Ford Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution of the New Jersey Public Broadcasting Authority Accepting the Fiscal Year 2020 Audit Report was voted upon and approved unanimously.

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

Chair Muoio asked if there was any other business to discuss. No further discussion occurred.

#### **8. PUBLIC COMMENTS**

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

#### **9. ADJOURNMENT**

Chair Muoio thanked everyone for their participation, and thanked Mr. Williams, Ms. Gee, and the rest of the staff for their work. Chair Muoio asked for a motion to adjourn the meeting. Mr. Eakeley made a motion to adjourn the meeting. Mr. Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion was voted upon and approved unanimously. The meeting was adjourned at 10:08 a.m.