

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

December 7, 2023 at 9:30 AM  
via Conference Call

## **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 December 7, 2023 at 9:32 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; Douglas S. Eakeley; and Ford Scudder. Also present and participating were Allyson Cofran, Deputy Attorney General, Division of Law; Richard Williams, Executive Director, NJPBA; and Nichol R. Gee, Deputy Executive Director, NJPBA (*taking minutes*). One member of the public was also present on the call.

### **2. RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY APPROVING THE MINUTES OF THE JULY 24, 2023 MEETING**

#### **RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY APPROVING THE MINUTES OF THE JULY 24, 2023 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 July 24, 2023 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 July 24, 2023 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 of the New Jersey Public Broadcasting Authority Approving the Minutes of the July 24, 2023 Meeting. Mr. Eakeley made a motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a voice vote. The motion to approve the Resolution of the New Jersey Public Broadcasting Authority Approving the Minutes of the July 24, 2023 Meeting was voted upon and approved unanimously.

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

Chair Muoio asked Executive Director Richard Williams to present his report to the Board. Mr. Williams greeted the Board and said that since the last Board meeting, the NJPBA had executed three tower agreements representing one new installation and updates to the terms of two other existing agreements. He reported that industry trends appeared to be moving away from using towers and toward internet-based ancillary operations. Despite this shift, the NJPBA forecasted a 7.25% increase in tower revenue for Fiscal Year 2024.

Mr. Williams reported on the Authority's capital improvement projects for this fiscal year. He stated that tower maintenance and safety projects were done at the Authority's Lawrenceville and Sussex sites. Important tower safety system upgrades were also scheduled for the Montclair tower, weather-permitting. The power conditioner system at the Trenton headquarters had been replaced, and the Authority had also purchased a new four-wheel drive vehicle to replace an older, unreliable one.

Mr. Williams announced that the State's Capital Commission funded a \$1.2 million emergency generator replacement project, and the Authority also received funds from the Federal Communications Commission ("FCC") to upgrade its satellite systems. Both projects were in the planning stages with expected completion scheduled for the second quarter of 2025. He said the Authority was awaiting notice on an application for a Next Generation Emergency Warning grant from the Corporation for Public Broadcasting to replace obsolete microwave and emergency power equipment.

Mr. Williams said that in August, the staff participated in a professional development course on preserving broadcast history provided by the National Association of

Broadcasters. He then asked Deputy Executive Director Nichol Gee to provide an update on the NJN Archives project.

Ms. Gee reported that digitization work on the NJN Archives to preserve virtually all of the broadcast programming and key historical footage in the collection was complete and arrangements were underway to deliver the final 10,000 assets going to the Library of Congress American Archive of Public Broadcasting (“AAPB”). She said interest in the collection continued to grow, and the Authority recently licensed footage related to artist Judith Brodsky for *State of the Arts*, a program funded by the New Jersey State Council on the Arts and broadcast on NJ PBS and other PBS stations in the region. Ms. Gee also said the NJPBA was in discussions with the New Jersey Hispanic Research and Information Center at the Newark Public Library regarding *Images/Imagenes* programming and with the New Jersey State Archives regarding a possible collaboration to share resources to manage the collection moving forward. She expected both projects to develop in the coming year.

Mr. Williams thanked the members for their assistance in completing the FCC’s biennial ownership report and the State ethics training. He expressed deep gratitude for their time and leadership.

Chair Muoio asked if the members had any questions. Mr. Eakeley said he was delighted in the progress that had been made regarding the NJN Archives and asked if there had been a celebration of this work. Ms. Gee said that when the suggestion was first made at a previous meeting, she spoke with their collaborators at both the AAPB and the Eagleton Institute of Politics, but they were still working to ingest and integrate the archival materials and weren’t ready for such a promotional event. She said now that the project was finished, this would be revisited.

Chair Muoio stated that despite the short agenda for this meeting, it was clear that a great amount of work had been accomplished. She thanked the entire staff for their contributions.

#### **4. RESOLUTION AUTHORIZING A SPECIAL PURPOSE ALLOCATION AGREEMENT BETWEEN PUBLIC MEDIA NJ, INC. AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

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**WHEREAS**, pursuant to the Transfer Act, the Authority entered into a Programming and Services Agreement (the “PMNJ Agreement”) dated as of July 1, 2011, with Public Media NJ, Inc. (“PMNJ”); and

**WHEREAS**, pursuant to the PMNJ Agreement, PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”) on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJS(TV) Camden, W23EX-D Sussex, W29EV-D Hackettstown, and W27EC-D Belvidere)(collectively, the “Stations”) in the State of New Jersey’s (the “State”) public broadcasting system; and

**WHEREAS**, P.L. 2023, c. 74 (the “Appropriations Act”) appropriates one million dollars (\$1,000,000.00) (the “Appropriated Funds”) through Special Purpose funding to the New Jersey Public Broadcasting Authority to support the operating expenditures associated with providing quality public television programs and resources statewide; and

**WHEREAS**, the New Jersey Public Broadcasting Authority must convey the Appropriated Funds to PMNJ in order to effectuate the intended purpose of the Appropriations Act and the Appropriated Funds; and

**WHEREAS**, in order to effectuate the provisions of the Appropriations Act and facilitate the operations of PMNJ, it is necessary for NJPBA and PMNJ to enter into a Special Purpose Allocation Agreement (the “Allocation Agreement”) attached as Exhibit A.

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

1. The Authority hereby authorizes the entry into the Allocation Agreement, authorizes the Executive Director to execute and deliver the Allocation Agreement, and authorizes the allocation and transfer of the Appropriated Funds in the sum of one million dollars (\$1,000,000.00) to PMNJ.

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

3. The Authority hereby authorizes the Executive Director to take any and all action necessary to effectuate and implement the transfer of the Appropriated Funds to PMNJ.

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

Chair Muoio asked for a motion to approve a Resolution Authorizing a Special Purpose Allocation Agreement Between Public Media NJ, Inc. and the New Jersey Public

Broadcasting Authority. 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 Authorizing a Special Purpose Allocation Agreement Between Public Media NJ, Inc. and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

#### **5. OTHER BUSINESS (*IF ANY*)**

Chair Muoio asked if there was any other business to discuss. The members demurred.

#### **6. PUBLIC COMMENTS**

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

#### **7. ADJOURNMENT**

Chair Muoio thanked everyone for their participation and asked for a motion to adjourn the meeting. Mr. Eakeley made a motion to adjourn. Mr. Scudder seconded the motion. Chair Muoio asked for a voice vote. The motion was voted upon and approved unanimously. The meeting adjourned at 9:43 a.m.