

VISION Statement: Redwood Community Radio envisions a community of listeners who, guided by the example of RCR programming, work together to create better, more just and sustainable world systems, to ensure that all humans and other living species on earth move toward a higher quality of life, and are able to survive challenges in the times ahead.

MISSION: Redwood Community Radio will encourage a communication center of open airways (KMUD) for all voices to inform, educate, entertain and inspire the listening community through quality programming.

MINUTES

Board of Directors - Redwood Community Radio

Tues., 22 Oct., 2013 – 5 pm
Healy Senior Center - Redway, CA

- I. **Call to Order:** Opening comments from the President.
- II. **Roll Call:** President Siena Klein (Members' Rep.); Treasurer Julia Minton (Members' Rep.); Secretary Jack Frybulous (Programmers' Rep.); Nella White, (Members' Rep.); Marcy Stein (Programmers' Rep.); Mark Marchese (Board-appointed) **Late:** Kim Peterson (Board-appointed); Vice President Noel Soucy (Programmers' Rep.) **Absent:** Christine Doyka (Board-appointed); Station Manager Jeanette Todd (ex-officio) **Also present:** Jama Chaplin, Bettye Etter, Maria Savage.

The President acknowledged Christine's absence due to the sudden passing of her husband, and the passing of Board member and programmer Antonia Lamb; a minute of silence in memoriam followed.

- III. **Approval of Minutes** – Sept. Julia moved to table approval of Sept. Minutes, and Auditor's and Manager's Reports. Jack seconds. Unanimously approved. Marcy moves that we table the Closed Session. Julia adds that we also table Tech proposal. Jack seconds. Unanimously approved.
- IV. **Approval of Agenda** – Julia moves to approve agenda as amended during item above. Marcy seconded. Unanimously approved.
- V. **Open time:** Bettye Etter said her pledge drive mailing was not received, led to discussion of problems with database, and her offer to help KMUD update its database. Bettye thinks that there should be a hard copy of our current membership list with contact info, created at the end of every drive, safeguarded by three senior staff and the board chair. Siena thanked Bettye for bringing up these valid points.

Jama thanked Julia and Nella for helping improve the database; happy to hear new Board members talk about transparency on Board talk-show; transparency requires work. Siena clarifies: the tasks of posting committee meeting times and emailing them to Board members is currently unassigned [**ACTION**].

- VI. Consent calendar** – Julia moved to table compliance calendar revisions, and move to Unfinished business at our next meeting. Kim seconded, unanimously approved.
- VII. Finance Committee report** (see Public File) – Julia reported that 2014 budget process has begun, working with Jeanette on a contingency budget. She explained why moving board meetings to first Tuesdays would facilitate the flow of financial information. Somewhat of a cash crunch now. Cash flow projections have been difficult to manifest, in part due to database problems. Julia requested from Dian a breakdown of donations and fund-raising events. \$17K deposited today; CPB sending \$39K before year's end, and will disburse ~ 70% of the 2014 funds earlier in the year. Our budget projects CPB sending a total of \$136K in 2013. Jeanette emailed that “Reserves are not meant for operating costs.” Julia added that a plan to pay back the reserve should be a prerequisite for using it. On the Committee's to-do list: developing a reserve policy and a secured line of credit.
- VIII. Unfinished business**
- A. **Disciplinary Policy Revisions** – Jama: Policy Com. has a new draft dated 10/19 in packet; revisions include responsibility for guests/visitors to station, and importance of documentation in personnel files. Mediation Com. recommended that any suspensions include a time-frame, to facilitate possible re-instatement. Not urgent; Program Director input will be invited.
 - B. **Fairness doctrine policy revisions** – Fair Access to Airwaves; discussion of percentage of talk-show time allowed for callers, vs. magazine-formatted shows. A work in progress.
- IX. New business**
- A. **Committee appointments** – Mark and Jack are interested in Policy. Kim in Finance. Chair needed for Transition.
 - B. **Fall pledge drive contingency plan** – this topic is perhaps more accurately referred to as a *Budget Contingency Plan*, the original question having been: what do we do if pledge drives don't supply the revenue we'd budgeted? It is up to the Board to help figure out how to make ends meet. Further discussion was tabled. [For the record: the Silent Drive had by this time brought in \$15,406.]
 - C. **Winter holiday appreciation party date proposal** – Jan. 17 [thanks BR]! Jack moved we accept this date (Jama amends: “if Jeanette agrees” – accepted), Mark seconded; unanimously approved.

- D. **Three Mediation Committee policy recommendations**, two regarding Policy manual section 2.4.5.3, Grievance Panel. *Responsibilities of the panel*, ¶4. No changes or approval at this time. The Mediation Com. is directed to ascertain the reasoning behind this suggestion from the lawyer who made it [**ACTION**]. *Membership of panel*. Julia moves we accept this suggestion; Mark seconded. Unanimously approved. The wording of this section shall now begin: “The panel is to be composed of three or more members ...”

re: 5.1.4, Problem-solving procedure. *Step 7*: Jama suggested we change the wording suggested by the Mediation Com. from “Grievance Panel Hearing Officer(s)” to “Grievance Panel’s Hearing Panelist(s),” and change “officer” to “panelist.” Jack moved to accept, Kim seconded. 5 approved; Julia and Marcy abstained. *Step 7* shall now read: “The Board of Directors will either accept the recommendations of the Grievance Panel Hearing Panelist(s) or the Board may, by unanimous vote, overturn that decision and make a different ruling to resolve the issue.” The Board also accepted Jama’s suggestion that in *Step 6*, “panelist” will replace “officer”.

To be put on the agenda: David Ordoñez has volunteered to be considered for appointment to the Grievance Panel.

- E. **Draft Budget** – [see Treasurer’s report]
- F. **Programmers’ agreement revisions** (pre-emption, duration of, etc.) – An item with a check-box asking if Programmers want to become a Member (based on their time-commitment, rather than on a donation), should be inserted at the bottom of the Programmer’s Agreement; this suggestion should have input from the Program Director. This topic will go under Unfinished Business at the next Board meeting.
- G. **Secretarial duties**, re-distribution – Posting the agenda and schedule of Committee meetings on the bulletin board (and directing that they be posted on the website), and insertion of approved Minutes into the Public File. Jack moves that these three tasks be the responsibility of the Vice-President, Julia seconded, unanimously approved.

Jama pointed out that once the Board has approved Minutes, finalizing and distributing them could be done by anyone. The Secretary said that he will retain the task of finalizing the Minutes. The President will from now on be responsible for finalizing the Agenda.

X. Reports

- A. None from Programmers' or Members' Reps.
- B. **Community Advisory Boards** – Serena's resignation from the CAB is accepted, and Siena will thank her for her service.
- C. **Correspondence Secretaries** – A condolence card shall be sent to Christine.
- D. **Staff/Board meeting report** – Siena will email us a report, including on the Mission Statement discussion. Jack said the vibe was beautiful.
- E. **Development Com** – Discussion of the coffee business, and upcoming concerts.
- F. **Pledge Drive Com** – See two reports in Public File. No one had shown up at the most recent meeting. Training dates Nov. 2 and 6; need for producers (Noel volunteered).
- G. **Mediation Com.** – *none*
- H. **Policy Com** – see Public File
- I. **Website Com** – Report arrived in email.
- J. **Transition Com** – Julia suggests someone other than Jeanette take over scheduling meetings, Nella volunteered.

XI. Scheduling - monthly meeting times

Unless otherwise noted, all meetings take place at KMUD, 1144 Redway Dr., Redway, CA.
If you plan on attending a meeting, confirm no changes have been made in time or location.

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| A. | Development | Nov. 4, 3 pm (to be confirmed with Jeanette) |
| B. | Executive | Nov. 4, 1 pm |
| C. | Website | Dec. 10, 10 am |
| D. | Policy | Nov. 14, 11:30 am |
| E. | Finance | Oct. 29 and Nov. 19, 11 am |
| F. | Board of Directors | Nov. 26, 5 pm - Healy Senior Ctr. |