APPROVED BY THE BOARD 10 JUN, 2014

MINUTES

Redwood Community Radio - Board of Directors
4 Mar., 2014 :: 5 – 8 pm
Redway, CA

I. Call to order: Meeting ground rules; opening comments from the President.

II. Roll call: MEMBERS' REPS - *President* Siena Klein, Nella White. PROGRAMMERS' REPS - Marcy Stein, *Secretary* Jack Frybulous. BOARD-APPOINTED - Christine Doyka.

Absent: MEMBERS' REP *Treasurer* Julia Minton; PROGRAMMERS' REP *Vice President* Noel Soucy. BOARD-APPOINTED - Kim Peterson, Mark Marchese. STATION MANAGER Jeanette Todd (ex-officio).

Visitors present: Bettye Etter, Jama Chaplin.

III. Feb. Minutes unanimously approved.

IV. Approval of agenda - Jack moved to delete Closed Session, Marcy seconded. Unanimous.

v. Open time - Speakers will be assigned an amount of time not to exceed five minutes.

Jama: Member's election dates will need to be changed in Policy and Bylaws, because they are based on the Board meeting on 4th Tuesdays. The Board could decide it doesn't want to have the BoD meeting back-to-back with the Annual Members meeting. To be discussed at next ExCom meeting. Jama was thanked.

VI. Management report

Someone should ask Jeanette if Block Party is happening. Pledge Drive totals were mentioned. Marcy asked Nella about Donor Snap. JT has hired Jay to work with Beth on Panorama. Moving the data isn't the big deal; it's understanding it. Nella still unable to meet with Julia. Jama points out that a contractor was hired to work ten days @ $1600 to prepare for transition. Nella will meet with Beth and Jay. Marcy commented the Wine-tasting event was well-attended; it's unknown how much money the event brought in.

VII. Consent calendar

Jack requested removal of item re: Bill Telnes to CAB Central.
Marcy requested removal of item re: Carlos Casarez to CAB North.
Jack moved to accept the consent calendar as amended; Christine seconded. Unanimous.

A. Quarterly Board / Staff meeting: Mar. 18, 10:30
B. The Board will hold a retreat to self-evaluate on Fri., Apr. 18, 1 – 4 pm.
C. Board establishes Community Advisory Board (CAB) West

D. Board appoints:
   i. Jack and Mark to Policy Com
   ii. Bettye Etter to [founder of] CAB West

E. Board acts to delete policy 6.19.1 (Underwriting - Read on-air); in the absence of objection, deletion to be effective at April board meeting.

F. Board gives first approval to policy revisions re: appointment (rather than election) of the representative of the programmers and volunteers to the Management Evaluation Com. each year. See draft in packet.

VIII. Treasurer's report

Finance Com members present: Nella said Julia said Finance Com reports are often prepped by staff. Jama reports about auditor's contract: June 30 is same day as CPB reporting deadline after first extension, so audit should be completed sooner. Clear about compensation. Does Board want auditor to come to Board meeting? Signal upgrade ongoing expenses: how much have energy bills and rent gone up? Energy: $11K (2011) to $18K (2013). Rent seems to have decreased slightly. Unknown cost of repair of damage by digital signal to analog signal. $900 was spent on tech and engineering consultants (2013). Nella: JT said it's hard to break out how much the upgrade is costing us in regular monthly payments. Some costs have gone down.

IX. Unfinished business

A. Tech proposal – unanimously tabled.

B. Auditor's report; contract provisions (tabled in Dec.). Marcy moved we ask JT to negotiate the date of completion of the audit by June 15. Unanimous. Jama asks that the posting of info to the CPB website should be mentioned in the auditor's engagement letter (i.e., her contract). She should be directed to report on anything she thinks that would improve this process.

C. CPB requirements (see esp. pp. 16-17, CPB General Provisions; on pp. 42-43 in Feb packet). Diversity implementation. Jama reminds us we are to define diversity and to state how we are working to achieve greater diversity; we are directed to choose from five options; two of those are diversity training 1) for staff, and 2) for the Board. Nella mentioned Ben Shill as being a good resource on Native American issues. She will ask his advice how to approach them. I volunteered to help out in any way possible. **ACTION:** Siena will give Bettye rules about CABs, FCC regulations. Nella: "The CABs might appreciate the structure of being given a job" (in helping us to remain in CPB compliance).

D. Budget: The Jan. 30 draft shows $4K more income than expenses. Of the three line items that Board wanted revisited, Finance Com recommends: 1) Pledge drive expenses: $10K (spent $17K last year). Discussion of cost of vacation package prize: $2K. 2) "Other consultants" [incl. Pledge drive coordinators and database work] increase from $10K to $14K. 3) Website Dev. & Hosting: info is being gathered. The two recommendations would take us to a $10K deficit. Final budget approval is tabled, since Treasurer isn't present, and approval of most items occurred in February.

Bettye reminds us a lot of letters didn't go out for Silent Drive. Nella will ask Jay if we can send out Silent Drive letters. Jack mentioned we should do more major donor outreach; cold-calling, in addition to continuing pledge drives.

X. New business

A. Treasurer's responsibilities. Nella moved to table, Christine seconded. Passed; Jack abstained.

B. Appoint three Board members to Elections Com, whose roles are Members' Elec. Coordinator, Programmers' Elec. Coordinator (which includes the Mediation Com. election), and a third Board member to "monitor progress toward election" (who will then create Board binders for those elected). Policy recommends Board members whose terms end in 2015. Siena's, Noel's, and Christine's terms are up. Siena wants time off, and will not run again.

Jama: first action re: Election Com. is Apr 15. Siena suggested we finish this by email. Tabled unanimously.

Topics for Board Talk show (Siena and Noel did the last show): next Pledge Drive, Station Manager's report, other upcoming events, staff reductions, Library addition, people moved into new offices.

Jack moved we not consider Bill Telnes for appointment to the CAB. Christine seconded. Unanimous.

Jack moved we not appoint Carlos Casarez to the CAB because he has not submitted a statement of interest. Christine seconded. Unanimous.

Jama mentioned we need an updated list of Committee members. **ACTION:** Christine will email the Committees to ask them this information.

XI. Reports

A. Programmers' Reps. Feb. 22 meeting: Marcy reported. Programmers' Meeting in April prior to Pledge Drive? Jama: Policy calls for Programmers' Meeting early June around the time ballots go out. Jeanette suggested May 11.

B. Members' Reps. Siena said CAB reports should be posted.
Community Advisory Boards - Siena suggested CABs have their suggestions / reports to us posted.

C. Correspondence Secretaries – Katy Stern (for her work at the Eagle House), Liz Davidson (for her work on the Feb pledge drive, and the silent drive letter), Kelley Lincoln (for her work on Water programming) should all be thanked.

D. Development Com.

E. Pledge Drive Sub-com (see report).

F. Policy Com.

G. Mediation Com. is getting a new community member.

H. Website Com (see report).

I. Management Evaluation Com.

J. Transition Com.

XII. Schedule - monthly meeting times of Committees

Unless otherwise noted, all meetings take place at KMUD, 1144 Redway Dr., Redway, CA.
If you plan on attending a meeting, it would be wise to confirm no changes have taken place.

A.	Board of Directors	1st Tues., 5 pm – at the Healy
B.	Development	1st Mon., 3 pm
C.	Executive	Mar. 18, 2 pm
D.	Finance	TBA
E.	Policy	TBA
F.	Website	TBA
G.	Board talk show	Apr. 9, 7 pm

This Board meeting lasted from 5:07 to 7:45.

Respectfully re-submitted 3 June 2014