

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 Statement** – RCR 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

Redwood Community Radio - Board of Directors

Oct. 7, 2014 – 3 pm

Healy Senior Center, Redway, CA

- I. **Call to order:** Meeting ground rules; opening comments from the President
- II. **Roll call:** MEMBERS' REPS - **President** Siena Klein, Julia Minton, Cody "Comfy" Dillon. PROGRAMMERS' REPS - **Vice President** Dan Murphy, Marcy Stein, **Secretary** Jack Frybulous. BOARD-APPOINTED - Christine Doyka, Mark Marchese, [**Treasurer** seat vacant]. Station Manager Jeanette Todd (ex-officio).
- III. **Approval of Aug and Sep minutes** – Jack moved to approve, Christine seconded; unanimously approved.
- IV. **Approval of agenda** – Siena would like to add to agenda: confirm appointments, and submit committee assignments. Mark brings up how the Board deals with certain individuals, and a closed session was added. Julia moved we approve the agenda, with additions named above, Dan seconded. Yea: 6. Nay: 1 (Jack). Abstained: Comfy.

Center for Car Donations – so far this year we've received \$13K from this program. Marcy asked if Pacifica affiliation is sliding scale. JT said we're trying to get a credit for last year's bill due to not getting FSRN, but expect to pay the full amount of the bill we just received for the coming year. Board members were urged to listen to last Thursday's show on Pacifica.

- V. **Open time** – Simon Frech spoke about KMUD's affiliation with Pacifica, and advocated that we continue our affiliation with them.
- VI. **Management report** – Jeanette recommends that we continue with Stacey Edgmon as auditor. \$4K to FSRN Board approval and discussion is in Nov, Dec, Jan Board packets. ... More of JT's time taken by pledge drive and arranging grant-writing. Fund-raising events are at this point running themselves without too much involvement, till the day of the event. Intention: two big events per year, suggest we focus on a Spring and Fall event, netting \$10K each, then repeat. **ACTION** – ROTR / Mateel Liaison Group should meet: Mark, Siena, Jeanette and Dan. Julia and Dian have started work on the 2015 budget. / Employers vs. contractors, factors: is the person supervised? given orders? (If so, then they are normally considered to be an employee. So, news-stringers are clearly contractors: they are not told, e.g., how to put together a news report.)
Fund-raising for syndication.

VII. Discussion / questions for Management**VIII. Consent calendar****A. Policy 5.1.6 - Volunteer and Community Member Time Restrictions: 2nd**

consideration. KMUD recognizes that each individual brings a special skill set to his or her participation time within RCR. To keep RCR healthy, the Board of Directors seeks a broad base of representation from the communities it serves. Volunteers fulfill this need, and to avoid exhausting Volunteerism (burn out) Board Committee participation will be limited. The RCR Board of Directors encourages Volunteers to apply to join and participate in two Board Committees only. Additional consideration by the RCR Board of Directors will be made for Volunteers who are already serving on two Board Committees to additionally join Temporary Board Committees. RCR is in compliance with the annual CPB guidelines for open committee meetings. However, RCR reserves the right to limit participation by visitors, guests, community members, and may choose to address their comments or input at that time, or not.

B. Re: Policy on use of reserves, the Board endorses language created by the

Finance Committee in its meetings on 20 May and 3 Jun, 2014: The Board shall maintain a Reserve Fund in its own bank account. A prudent Reserve for RCR would be at least \$100,000. The Board shall work diligently to increase the Reserve to that level. The Board shall review the balance annually, by February. In order to use these funds, Management must submit a written proposal to the Board (including a repayment plan), and the Board must approve this proposal.

C. Policy 5.4.7.8 – RCR supports an annual 2% wage increase for all staff: 2nd

consideration. This 2% annual cost of living wage increase will be built into the annual budget, which will be reviewed and approved by the Board. This wage adjustment cannot be revoked without valid, ethical, and sound reasoning, and the approval of both Board and staff. In addition, this policy and its intent cannot be removed from the annual budget in order to reduce expenses as a budget-balancing option.

IX. Julia moved to approve A and C; Jack seconded. Julia moved to consider item C separately. Item A approved unanimously.

Re: item B: Policy on use of reserves. Good reserve goal would be 1/2 budget, or roughly \$270K. Julia “concerned about balancing the budget.” Jack moved to send B back to Policy Com; Siena seconded; approved unanimously.

Policy C. Vacation accrual will not be carried over, so that every year begins with a clean slate. COLA : a living wage is something we want to offer. Based on conversations about bonuses. Dan moved to approve this policy after replacing the last two words of the 2nd sentence (and staff) with “with notification to staff” and deleting “both”. Julia seconded; approved unanimously. This policy now reads: *This 2% annual cost of living wage increase will be built into the annual budget, which will be reviewed and approved by the Board. This wage adjustment cannot be revoked without valid, ethical, and sound reasoning, and the approval of the Board, and notification to staff. In addition, this policy and its intent cannot be removed from the annual budget in order to reduce expenses as a budget-balancing option.*

X. Finance Committee report Julia reports that she met with Dian today: draft budget document coming Friday; next Finance Com meeting chaired by Siena, 3 pm next Tuesday.**XI. Unfinished business****A. Fairness Doctrine – Policy 6.10 has been broken down into 3 sub-sections.**

Substantive changes: some procedural items were dropped, and “grievances shall be submitted in writing” was added. Julia moved we approve revisions to Fairness Doctrine; Mark seconded; approved unanimously. [Language appears in the packet, p. 33.]

B. Policy 7.6.1 – first consideration of language contained on p. 28. Julia said Programmers’ agreement should include space for parents/guardians to sign indicating responsibility for the youth in their care. Several members seconded; Unanimously approved.

- C. Revision of Elections Committee process? Marcy will do a Programmers Election Com report. Mark said we should focus on definition of “member in good standing,” as members who pay in monthly or partial payments are not allowed to vote. [Already in policy: People who volunteer six hours a year can request membership.] Items concerning time-frames and supplies were altered. Marcy’s feedback on the Programmers’ part of elections is needed. Jack moved to table this item; Christine seconded; unanimously approved.
- D. Vacation accrual – JT said Dian said that changing 32 to 40 hrs/wk doesn’t change the amount of vacation time approved. Regarding the change for exempt employees, Jack asked if an assessment of the financial impact had been done. Jeanette said it maxes out at 40 hrs/wk, so she could not get additional vacation hours, therefore no impact on KMUD finances. Jack moved to approve both 5.4.7 and 5.4.7.1: unanimously approved.

XII. New business

- A. Revision of Mgmt Eval procedures, policy 5.4.3. Dan said the public survey will be re-written, along with a separate survey for Mgmt and staff.
- B. Newsroom autonomy, policy 7.2 – Julia moved to approve; Christine seconded. Comfy suggested re-wordings (esp. of the second sentence). Julia withdrew her motion and moved to table; Marcy seconded. Approved unanimously.
- C. Policy regarding use of bequests: JT wants language about how their money would be used. Policy Com. will work on this.
- D. Vice-president job description (communicate with CABs). Tabled. Approved unanimously.
- E. 1st draft 2015 budget. Tabled till next we meet.
- F. Report of Board members’ progress toward \$1000 donation. Jack moved that reporting by Board members of progress toward their goals be dropped from further consideration. After a 16-minute discussion, Christine seconded. Unanimously approved. **ACTION** - Comfy suggested further discussion of the agreement on a future agenda, esp. due to its relation to the budget: is it a guide-line, is it a policy? Couldn’t certain volunteer activities count toward the goal? Siena: Are Board members still on board with it? Mark: Is a number attached? Which activities would count toward the goal? Jack: How do we communicate with each other? Team vs. hierarchy. When is taking the initiative unacceptable? Does gender play a role in influencing perceptions of agency? Jeanette: it would be worth it for us to talk about the way we communicate, being careful to avoid negative language, or to create an environment that discourages the participation of others, “if that’s what’s necessary to make people feel inspired to be here.”

The Committees list has been finalized; Siena asks Board members to review for accuracy. Finance Com. membership is a little undefined at this point; Board members are reminded of their obligation to attend all Finance Com. meetings until a Treasurer is on board.

XIII. Committee Reports

- A. Programmers' Reps.
- B. Members' Reps. – Comfy reports a member's thought: that the Underwriting for marijuana-related goods should be more family-friendly, that KMUD advertises too much marijuana-related activities. Pot ads should not be aired during *Kidscentric*, for example.
- C. Community Advisory Boards – Dan will ask for a report in November, and talk to Jack about a potential CAB in Ft. Bragg.
- D. Correspondence Secretaries – Christine was thanked for her contributions to a recent project that required hours of time and effort.
- E. Development – JT: spreadsheet of the year's activities, incl. possible participation without broadcast in the Emerald Cup, coming in December packet.
 - i. Pledge Drive
- F. Policy
- G. Mediation
- H. Emergency Preparedness
- I. Management Evaluation
- J. Transition – timeframes are in Manager's report.
- K. Elections
- L. Networking – next mixer December. **ACTION** - What should we do?

XIV. 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.

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| A. Development | 1 st Mon., 3 pm |
| B. Executive | 2 nd Tues., 1 pm |
| C. Board of Directors | 2 nd Tues., 3:30 pm: at the station (Dan to be absent) |
| D. Policy | TBA |
| E. Board talk show | Oct. 8: Dan, Mark, Jeanette, Siena, Comfy. 2 nd Wed. (April, Jul., Oct., Jan.) |
| F. Finance | Oct. 14, 3 pm; Oct. 21 following B/S meeting |
| G. Board / Staff meeting | Oct. 21, 10:30 – (Jun., Sep., Dec., Mar.) |

This meeting started at 3:04 and ended, prior to a closed session, at 6:26.
Agenda submitted by the Secretary on 8 Dec., 2014.