

MINUTES
REDWOOD COMMUNITY RADIO
BOARD OF DIRECTORS MEETING

October 24th 2006, 1:00 pm
Humboldt House Inn, Garberville, CA

I. CALL TO ORDER AND OPENING COMMENTS

Marc calls the meeting to order at 1:06pm and reads the meeting rules.

II. ROLL CALL

Board Members Present: Marc Patterson, President; L. Sydney King, Vice-President; Juna Berry Madrone, Treasurer; Traci ‘Bear’ Thiele, Secretary; Berk Snow; Marcia Bauer; Harold Day; Felix Omai. Bettye Etter.

Ex Officio Member Present: Michael Jacinto, present for first part of meeting.

Public Present: Jama Chaplin, BR Graham, Mark Drake, Rohn Jennings, Stephen Lewis, Sparky Brenner.

III. APPROVAL OF MINUTES for June 27th 2006, August 22nd 2006 and September 26th, 2006. Michael asks for a correction in the September minutes regarding his estimation of the cost for 7-second delay system to \$6,000. Harold moves to adopt all three sets of minutes. Sydney seconds the motion. The motion passes with Berk and Juna abstaining.

IV. ADOPTION OF AGENDA

Traci moves to accept the agenda for the October meeting. Berk seconds the motion. The motion to adopt the agenda passes unanimously.

V. MANAGEMENT REPORTS

A. Interim Station Manager

Michael reports that the silent drive letter has not gone out yet. He says it will go out tomorrow. He says that it has the membership amount unchanged. Michael explains that the staff did not accept the Board directive to raise the membership amount. Michael expresses his disappointment over the printer’s mistake that occurred and its affect on the fall silent and on-air pledge drives. He says that the staff considered postponing the on-air pledge drive for a couple weeks but a staff poll revealed that folks want to go forward with it as planned. Michael says that we can raise the membership amounts for the on-air drive. Michael talks about the relationship between Free Speech Radio News and Pacifica and how that affects us with extra costs. He says the hopes are that relationship will mend and result in savings for affiliates. He says the staff is focused on the fund drive and getting things scheduled. Michael says that Estelle told him she did not feel up to putting together the Friday Crew this year. He says that the staff decided not to give the drive an ending date and that it will go on longer if it needs to, to reach the goal. He says they are gearing for an extra two days to reach our increased goal of \$85,000. He says he is doing the best he can with what he has to work with. Michael ends his report with “and I’m waiting for the new GM to come in.”

VI. OPEN TIME @ 1:30 PM

Jama says that she spoke to Mickey about her feeling that the volunteers are often left “in the dust” and not included in this and that. Jama says that we could do MUCH better with encouraging volunteers, including regular volunteer meetings (which include programmers). Jama says she hopes the Programmers Reps on the Board who call those meetings will work with the Volunteer Coordinator in preparation for those meetings. Jama says she saw that volunteers are included in the invitation to the next meeting. Jama says that the Boxes by the studio are often referred to as the Programmer boxes and often volunteers go without boxes. She asks that more room be made in that area and that all volunteers are given a box so they can be included in station communication loops. Jama says that she has offered to work on that including restoring the alphabetized system so boxes can be found, and she is still willing. Jama suggests there could be an effort to collect more non-programmer volunteer contact information from Dave M., for distribution of ballots in the upcoming election and for use during the pledge drive. Bettye and Juna point out that the Vol Coordinator position is temporary. Jama points out that the Board adopted the position as a standing job and that the new GM would be in the position to hire someone more permanent in this position. There is discussion about the volunteer coordinator position.

Rohn Jennings encourages the Board to be more open in its activities and decisions. Rohn does not think that Board Polls are transparent enough and all decisions should be made in open meetings with notification. Rohn wants better reporting on the decisions made in closed session. Rohn says that KMUD belongs to the members and as a member he wants to know more about what goes on in closed sessions including any information not protected by law. Marcia asks if there is a specific example he can give. Jama asks Rohn if she can help him out with this and he agrees. Jama says that one specific example is that Rohn specifically mentioned several times that the Board going into closed session to discuss a board appointment, is not on the list of confidential information allowed to be discussed in closed session according to CPB rules. Rohn gives another example saying that any discussions about contracts and contractors like Mickey and BR should be open to public participation. Rohn wants to hear information on personnel salaries and wages. Juna says that the new budget will make the breakdown of wages and salaries and will be available to the public. Berk requests that there be better disposition of the results of closed session in the minutes.

Stephen Lewis and Sparky Brenner address the Board. Stephen asks again for explanation regarding why he and Sparky cannot go forward with their Heartlands Project Radio Show. Sparky says that there are factions within the Bear River Tribal Council that are trying to suppress the voices of the membership and asks if KMUD is intentionally assisting those factions. Michael says that the problem here with this show is not with the Heartland Project or the Bear River Tribe but with the personal problems between Stephen and Mr. and Mrs. Bowman. Michael says that he cannot allow people to work out their personal problems over the air. Michael says Stephens’s unwillingness to cooperate with him in regards to the topics of discussion on the show is the reason the show was cancelled. Michael says that Sparky can come to him to talk about the show. Stephen yells about his free speech and how KMUD cannot censor him. Traci tells Stephen that programming decisions are not made by the Board. She says that Stephan needs to be able to work with

Michael and if he can't work with Michael then he should not expect to have a show. Sparky says the he will work it out with Michael. [Applause].

BR reports on Mickey's research into using a trailer for office space. She talks about the Mateel Community Center office trailer. BR reports that an 8x20 trailer with 3 windows and a door rents \$345 per month or sells for \$3500.

VII. COMMITTEE REPORTS

A. Finance

Traci reports on the finance committee meeting. Traci says that most of the meeting time was spent working on the Budget for 2007. Juna passes out her treasurer's report. Traci says the committee talked about sick leave and vacation pay and the need for a contingency fund to cover severance costs. Traci reports on the progress in moving the KMUD books over to the QuickBooks program. Traci says that KMUD cannot afford to add the Catastrophic Health Insurance this year. Dave's estimate of \$6,000 per year did not match the reality of our lowest estimate of \$1700 per month for this insurance coverage. Traci says the Fin Comm. recommends selling Daveau's truck to raise funds. Juna reads her treasurers report. The report highlights Fin Comm. efforts to balance the budget. Juna asks that Shon Wellborn be appointed to the Finance Committee so that Juna may consult with her on the finances. BR talks about the raising the membership amounts for the on-air pledge drive. Juna says that the Board and Finance Committee should be the ones to decide the on the membership fee prices. Traci agrees with this. There is discussion regarding the board decisions to raise membership fees and how staff ignored this decision. Michael leaves the meeting. Marc calls a 10-minute break.

B. Development

Sydney reports on her efforts with the community building initiative to get funds for KMUD. BR asks about the Dev Comm. Who is on the committee and are they meeting? Is there planning going on for 2007? BR says that she would like to participate in that. Marc says that the Dev Comm. is Agnes, Kim Phelps and himself. He says they have not met for a long time but invites anyone interested to attend when the new GM comes in. Juna then clarifies that Sydney's report was not the report for the Dev Comm. but the report of an individual Dev Comm. member. Marcia says she is interested in being on the Dev Comm. Marc talks about the Halloween Boogie and the need for volunteers.

C. Policy

Juna reports on the Pol Comm. efforts to complete the Policy Manual. She says that Victoria Baker, a professional editor, has offered her services. She says in the future the Policy Committee will look into the use of Board Polls, and inclusion of a disclaimer clause in volunteer and programmer agreements as requested by our insurance agent, sexual harassment clause required by California employment law and confidentiality of applicants for jobs that complies with state law. Juna expands on the Policy Committee efforts to research code of ethics and conflict of interest. She says that the Pol Comm. is introducing two policies this month. Juna reads the proposed Correspondence Secretary policy.

D. Building & Memorial

Felix reports that she and Harold are the whole committee and that they have been feeling overwhelmed. She says that they need someone who can help them deal with CAD design software and permits. Felix reports on efforts to complete the GM office. Harold reiterates the need for a CAD person to help out. Rohn requests a public process to encourage design ideas for the building project. Harold talks about the need to do special fundraising for this project. Juna mentions Sasha Profant as a possible volunteer to do this work

E. Hiring

Marcia says that we do in fact have a new general manager [applause]. She reports on finalizing the agreement with Karin Moss. Marcia talks about Karin's schedule for moving and starting work at the station. Traci moves to accept this agreement and disband the ad hoc Hiring Committee. Marcia seconds the motion. BR asks if the board agreed on these terms by Board poll. Juna reads the law regarding Board polls. Traci says that the Board has attempted several times but never been able to meet the legal requirements to pull off a board poll. She says that the Board has always had to come back and deal with these actions at a Board meeting like she is proposing to do now. The Board adopts the motion unanimously. [Applause] Marc thanks Marcia. Marcia says that even though it was a little out of order, it was the best she could do.

G. Website Redesign

Traci reports on the progress of the website redesign. Traci describes the process of negotiating and finalizing the web redesign contract, which was signed by Michael on October 10th. Traci encourages people to go to the draft site to assist in the testing phase. Traci reads a letter from Brad to the Board. Brad wants all the Board, staff and programmers to go to the site and register.

H. Election

Marc says that Harold wrote the notice calling for nominations for the volunteer representatives to the Evaluations and Grievance & Mediation Committees, and Marc has placed them into people's boxes at the station. Harold says that in December people will get a chance to vote on the nominees. Juna suggests that we actively solicit those volunteers who don't have boxes for these committee seats. Harold says he will hang a sign.

VIII. OTHER REPORTS

A. Community Advisory Committee (CAC) North

No report.

B. CAC Central

Rohn reports that the Central CAC met and discussed a letter from Stephen Lewis who commented to the Board earlier. He requested that the advisory board advocate that his show be put back on the air. He said that Siena responded to him with a letter explaining that they could not do this.

C. Programmers' Representatives

Harold says there is a meeting of the Programmers scheduled for today. He was not happy about the way the meeting was announced. He had requested to Mickey that certain

information about agenda items of interest be posted and they were not. He says that in the future he will do the notice himself. He said that the main focus of the meeting would be on the coming fund drive.

D. Correspondence Secretary

Marcia thanks the Policy Committee for help with direction for this position. She says that she was able to write a letter of authorization to the bank to get Juna on the account as treasurer. Jama suggests that thank you letters go out to volunteer event producers including Lisa Love, Dave Sky, Marc Patterson, and JJ. Marc declines.

E. Programming

No report.

F. Technical

No report.

IX. UNFINISHED BUSINESS

A. Disciplinary Policy

Tabled till next month.

B. Programmer/Volunteer Agreements

Juna moves that we pass the proposed volunteer and programmer's agreements introduced last month. Traci seconds that motion. The motion passes with Felix abstaining. [seeadopted text pasted below]

X. NEW BUSINESS

A. Conflict of Interest – Code of Ethics

Juna introduces a proposal for a conflict of interest policy and its components. Juna reads the Nepotism definition component of the policy aloud. This item will continue next month.

B. Correspondence Secretary Policy

This item is tabled for consideration next month.

C. Shelter Cove Translator

Tabled until next month.

D. Compliance Calendar

Traci supports the idea of having a compliance calendar listing deadlines for various government-required reports, etc. Berk and Juna agree as well. Juna proposes a task force be appointed and start work early next year. Juna makes a motion that the Board create a Compliance Task Force whose mission will be to create a Compliance Calendar. This Task Force will begin meetings in January. Marcia seconds the motion. The motion passes unanimously.

E. Board Retreat Agenda

Marc encourages board members to suggest items for the Board Retreat. There is some discussion about the timing and location of this years retreat. Felix and Marcia suggest a

Board/staff get together to welcome Karin. Marc says we will schedule this retreat as soon as our GM comes on.

XI. CONSENT CALENDAR – Old Business

- A. Policy Clarification – Agenda Additions/Prior Notice**
- B. Policy Clarification – Meeting Rules**
- C. Policy Clarification – Definition of Volunteer**

Jama asks if the consent calendar items are posted at the station. There is confirmation of this from Juna. Traci moves to adopt the consent calendar items. Sydney seconds the motion. The Board moves to adopt these items with Bettye abstaining. [adopted policy language pasted below]

XII. CLOSED SESSION

- A. Personnel Issues

Closed Session is canceled -- no discussions or actions taken.

XII. MEETING SCHEDULE and ASSIGNMENTS, GOOD AND WELFARE

- A. Executive Committee Meeting: Wednesday November 8th, 1:00pm Mateel Café
- B. Finance Committee Meeting: Tuesday November 7th, 1:00 pm KMUD
- C. Development Committee Meeting: will depend on GM's schedule
- D. Policy Committee Meeting: Will post when set.
- E. Building & Memorial Committee Meeting: Sunday Oct 29th at noon.
- F. Hiring Committee Meeting: None
- G. Web Site Redesign Committee: Will meet by e-mail.
- H. Board Meeting: Tuesday November 28th, 1:00 pm Humboldt House Inn
- I. Board Retreat. Will schedule when GM arrives.

XIII. ADJOURNMENT

Marc calls the meeting to a close at 4:12pm

Adopted Policy Language pasted below

Programmer's Agreement

_____ [name], programmer for _____
[show] which airs on _____ [day], from _____ to _____ o'clock [am/pm], by signing this, I acknowledge that I have read, and agree to be bound by all Rules and Regulations of the FCC [Federal Communications Commission] as well as all policy and procedures of RCR [Redwood Community Radio] contained in the Operators Handbook, relative to or affecting my behavior and activities while on the air. These Rules, Regulations, Policy, and Procedures include the following:

1. The following activities are ABSOLUTELY PROHIBITED ON KMUD PROPERTY [and may result in immediate SUSPENSION]

- A. Knowingly and willfully airing material of any nature, which COULD BE considered “OBSCENE” by FCC guidelines at ANYTIME of the DAY OR NIGHT. While not encouraged, material considered “INDECENT” by FCC AND KMUD guidelines is allowed between the hours of 10:00 pm and 6:00 am ONLY. [See list of these terms posted in studio A and/or C].
 - B. BEING IMPAIRED DUE TO USE OF ALCOHOL OR ANY CONTROLLED SUBSTANCE WHILE ON AIR.
 - C. THEFT of station property or resources [including, but not limited to, recordings of any kind] or “borrowing” of any property or resources without specific prior approval by the General Manager or the Music Director. [Note such activity could result in criminal prosecution.]
 - D. Failing to appear for my show without PRIOR APPROVAL by the Program Director. The Program Director must approve substitutes, except in unavoidable emergencies. I will communicate with the Program Director about any absences of more than two consecutive shows.
 - E. Comments of malicious or defamatory nature about ANY PERSON on air, which could potentially subject KMUD to legal liability or compromise KMUD’s integrity. In order to avoid spontaneous “emotional venting” any on-air discussion of matters concerning disputes or disagreement within the Station must have prior approval of the General Manager.
2. All communications with the public on behalf of KMUD will be carried out in a courteous manner, consistent with accepted community standards. As a KMUD programmer, I understand that I may not represent myself as a spokesperson or representative of the Station except with the prior authorization of the General Manager.
 3. All food and drinks are to be kept away from KMUD broadcast, production and office equipment. I agree that I will be personally and financially responsible for any damage to such equipment resulting from the willful or negligent spilling of food or drink, or any other damage caused by me or by anyone present in the KMUD facility with my permission.
 4. I understand that no unauthorized guests are allowed on the station’s premises after normal office hours [8am to 5pm].
 5. I will not endorse or recommend any person, product, or commercial establishment or any other entity for my own personal gain while on-air [plugola or payola], unless done with candor i.e. announce to listeners that you are in the band or are the producer of the event.
 6. I understand that my status as a programmer and my association with KMUD is subject to periodic review and can be terminated by the Program Director and/or General Manager. My show may or may not be scheduled for continued broadcast beyond this agreement. Any such termination can be appealed to the Grievance and Mediation Committee.
 7. I understand and agree that my show may be pre-empted by the Program Director, News Director or Coordinator of the On-Air Fundraiser in order to broadcast special programming.
 8. I agree not to broadcast “News” over the airwaves without appropriate verification from the News Director, or disclaimer.
 9. I agree to attend staff meetings as often as I can. I understand that if I miss a meeting, I am responsible for finding out what happened at such a meeting.

PROGRAMMER'S SIGNATURE

DATE SIGNED

PROGRAM DIRECTOR

DATE SIGNED

Policy Revisions:

Agenda Additions/ Prior Notice Drafted by Jama Chaplin; Juna Berry Madrone. 9/13/06

Revision: Replace last sentence with:

The actual wording of a new or revised Policy must visit two consecutive Board meetings before final adoption. However, as above, the Board may vote that a policy may take effect after the first Board approval of language to avoid negative consequences to the station.

Meeting Rules drafted 9/13/06 by Jama Chaplin; Juna Berry Madrone.

The Board of Redwood Community Radio no longer operates according to Robert's Rules of Order. The Board of Redwood Community Radio operates by its own meeting rules and best judgment.

Revised Language re. Non-Programmer Volunteer Eligibility for Privileges

Revision 9/12/06; Juna Berry Madrone, L. Sydney King, Felix Omai, Traci Thiele, Jama Chaplin, Rohn Jennings.

Non-Programmer Volunteer Eligibility for Privileges

To qualify to vote or run for representation on the Grievance and Mediation Committee and the Evaluation Committee; and for access to KMUD's Problem Solving Procedure, a non-Programmer Volunteer shall have signed a current Volunteer Agreement and have given at least six hours of volunteer time in the last six month period.