

Redwood Community Radio Board of Directors

Tuesday, October 26, 4 pm

China Prairie Company

- I. **Call to Order:** Meeting Ground Rules and Opening Comments from President. Rob expresses the importance of moving ahead swiftly toward the hire of a Station Manager.
- II. **Roll Call:** Rob Bier, President; Marcia Bauer, Vice President; Katie McGuire, Treasurer; Jama Chaplin, Secretary/Members' Rep; James "Duff" Ficklin, Programmers' Rep; Ben Levant, Programmers' Rep; Julia Minton, Members' Rep; Sánd-Da, Members' Rep.
Absent: Larry Lashley, Programmers' Rep.
- III. **Approval of Minutes:** September. Jama apologizes that minutes are not ready.
- IV. **Approval of Agenda:** with the addition of New Business item D, Contract with Jim Truitt to oversee building addition.

- V. **Website Committee Proposal – Bob Froehlich, Chair, and Simon Frech**
Bob and Simon discussed the Committee's proposal to use the website to fundraise (see Report in Public File). See New Business item A.

- VI. **Grievance Panel Proposal – Policy Revision - Rob Bier, Chair**
(Old Business item A, agendized earlier for the convenience of Committee members.)

- VII. **Open Time: Two minute statements and their Dispositions.**
No one is here to speak.

- VIII. **Management Report -- Report on management tasks completed and to be assigned.**
Jama moved and Ben seconded that Julia work with News Coordinators to write a contract for Eileen Russell to anchor news occasionally, and that Katie and Dian Griffith write a contract for Gayle Arnoul as Accounting Consultant. Passed. Duff and Ben will ask Aaron for his keys to the office. Jama reported on the Directors and Officers Liability coverage, which will be renewed thanks to Julia's timely question about it.

- IX. **Consent Calendar**
A. Appoint Chip Tittmann to continue on the Building Committee. Marcia moved and Ben seconded to approve this; passed unanimously.

- X. **Finance Committee Report:** The Board celebrates the arrival of the two CPB checks: Community Service Grant for \$50,147 and Rural Listeners Access Incentive Fund for \$20,475. Katie reports on the various loans we have taken out, most of which were from other KMUD accounts. Katie reports that Dian and Gayle are already beginning work toward End of Year Financials, and that overspent budget item Travel, Food and Lodging is high because of GRC.

- XI. **Unfinished Business**
A. Grievance Panel Proposal. Marcia moves, and Julia seconds, that we pass the Proposal dated September 2, 2010 (see September board packet in Public File). All are in favor, except Ben, who abstains. This replaces the previous Arbitration Panel Policy, 2.4.5.2.

B. Approve Job Description for Management Position: Ben moves and Marcia seconds that we approve the Station Manager Job Description draft of 10/26 (see draft in Public File). All are in favor except Katie, who abstains.

C. Appoint Correspondence Secretary, and clarify policy regarding emails: Ben volunteers to act as Correspondence Secretary, providing he receives input from Board members. Marcia nominates Ben to do email correspondence and Julia to handwrite thank you notes and such. This informal arrangement will stand until Policy Committee can help the Board update its Correspondence Secretary policy to encompass email communications.

D. Report on the estate of Marian Mapes-Bouck: Attorney now estimates that the property will become ours approximately at year-end. Marcia says we will need to sell various objects once it's ours, as well as the land.

XII. New Business

A. Website Committee Fundraising Proposal.

Katie opens the discussion by making a motion to adopt the proposal from Bob Froehlich: "To approve the proposal of allowing the Website Committee to explore and implement ways to generate income for RCR, including paid ads, a site for selling on-line KMUD merchandise and other means for using the web site to generate income. This will include reestablishing the Amazon link." Marcia seconds this motion.

A long discussion ensues. Many Board members feel that localization is a strong part of the spirit of KMUD and should translate into our Internet presence. A crux of the problem with the Amazon link is that many Board members don't feel comfortable promoting it to our listenership - not hearing about things like Amazon.com is what is appealing about KMUD to some of our listeners. It's been said before that if the issue is a matter of \$300, we could certainly have donors that would be willing to match that \$300 for not having an Amazon link. Many members of the board express interest in volunteering for tasks that might be needed to support fundraising with our website. As an example, at least 3 board members express their willingness to do the work of fulfilling orders of KMUD merchandise from the site.

The motion that evolved, with Katie revising and accepting friendly amendments, is: "We are standing with our decision to no longer have the Amazon shopping link on the website. We wish to exclude ads and shopping links from non-local corporations. Exceptions to this will be considered on a case-by-case basis. Otherwise, we empower the website committee to explore and implement ways to generate income for RCR, including paid ads, a site for selling online KMUD merchandise, and other means for using the website to generate income." This passes unanimously. Julia will communicate this to the Website Committee.

B. Revisions to Administrative Assistant / Volunteer Coordinator job description: Tabled until next month.

C. Volunteer and Staff Appreciation Party – December? January? It is resolved to hold this party on Sat., Dec. 11, at the time the Winter Arts Fair ends. Katie will look into locations in town.

D. Contract with Jim Truitt to oversee Music Library Addition construction: Katie moves, and Marcia seconds, that Rob, Larry and Jama negotiate this contract with Jim, to include a cap which we can afford. Unanimous.

XIII. Reports

A. Technical Director – no report

- B. Program Director – no report
- C. Programmers’ Reps
- D. Members’ Reps – Jama reports that two programmers expressed to her that they were very unhappy with the tone of the 2nd memo put into their boxes about the Pledge Drive, asking them to bring two premiums, etc.
- E. Community Advisory Boards (CAB’s)
- F. Staff meeting report, including Board member who attended, and choose Board member to attend a future staff meeting. Larry attended the last one, and is absent today. Jama and Ben volunteered to attend a future staff meeting.

XIV. Other Committee Reports

- A. Development, including Pledge Drive Subcommittee. Ben is planning a ping pong tournament in the Vets’ Hall, perhaps in January. Katie says they will develop the list of events for 2011 early in the year; input welcome. Marcia will do a PSA about this meeting. Duff suggests a pledge drive contest for the heaviest bunch of coins donated.
- B. Mediation
- C. Policy
- D. Building – Larry the Chair is absent. Jama attended the last meeting and reports that the Committee is considering adding a door to the addition, which would serve as a fire exit, and would lead to the existing back porch, and the door to Studio B.
- E. Emergency Preparedness
- F. Website
- G. Hiring: Jama requests that Committee instigate a news story about the search. Rob explains the Committee’s decision to delay until final job description was approved.
- H. Management Evaluation
- I. Elections
- J. Management Structuring

XVI. Scheduling

- A. Board of Directors: Nov. 23, 4:00, China Prairie Company
- B. Executive Committee: Nov. 9, 3:00, Mateel Cafe
- C. Finance Committee: Nov. 9, after ExCom, at KMUD
- D. Development Committee: Jan. 18, 4:00, China Prairie
- E. Policy Committee: to be arranged by email
- F. Building Committee: Monday 11/8, 10 am, and every two weeks
- G. Board talk show, 2nd Wednesday – switching to quarterly, and next one is Jan. 12.

XVII. Closed session, personnel matters.

Minutes respectfully submitted by Board Secretary Jama Chaplin on Dec. 3, 2010.