

Minutes
Redwood Community Radio
Board of Directors Meeting
November 24, 2009
Healy Senior Center

- I. **Call to Order:** Katie makes opening comments and then reads the meeting ground rules.
- II. **Roll Call:** Board Members: Katie McGuire, President; Jama Chaplin, Vice-President; Parliamentarian; Johanna Hamel, Secretary; Larry Lashley, Programmer Rep; Meghan Joyce, Member Rep.; Rob Bier, Member Rep.; Brenda Starr, GM. Absent: Felix Omai, Member Rep.; James Ficklin, Programmer Rep.
- III. **Minutes Approval:** September Minutes pass with Jama opposed. October minutes pass with Jama abstaining.
- IV. **Agenda Approval:** Katie cancels closed session – no vote is taken. Add under section IX. “B” - “Appoint Treasurer”; Add under section IX “E. KMUE upgrade”. Agenda with changes is unanimously approved.
- V. **Open Time:** no issues
- VI. **Management Report** (see report). GM wants to open an account at CCUSH for monies received for dismissal of the full power license for Shelter Cove, approx. \$8000 - to be restricted for use for the KMUE upgrade. Board nods approval. GM also got a nod about her vacation plans for January.
- VII **Mgt. Questions:** Rob asks about compliance calendar items and GM responds, “We are always up to date on those items.’
- VIII **Consent Calendar** – no items
- IX. **Unfinished Business:**
 - A. Grant acquisition policy: tabled to next meeting
 - B. No candidates come forward to fill vacant Board seat. Kate nominates Meghan for the Treasurer position and the board unanimously votes Meghan in as Treasurer and Chairperson of the Finance Committee. GM says she'll come up with a job description for Treasurer.
 - C. Budget Q and A: GM gives similar overview of 2010 Budget from last month's meeting with a few changes. Further discussion at Board retreat.
 - D. Cash Handling Policy: Johanna asks why there are no provisions in this cash handling policy for credit card usage during pledge drives. Katie directs Finance Committee to incorporate credit card issues into this policy. Jama asks a question about cash boxes. No decisions are made and this item gets tabled to January.

- E. KMUE Upgrade: see Technical Report. Johanna moves to give the OK to apply for the PTFP and CPB grants with Katie seconding. Motion passes with Meghan, Larry, Johanna, Katie and Rob voting yes and Jama abstaining for lack of information on digital conversion and the planned wattage.

X. New Business:

- A. Auditor selection and contract: GM presents some information, but not enough for the Board to make an informed decision. Item gets tabled until January. Jama requests info on whether we are moving forward with Mr. Gloeggler's recommendations and GM states she has dealt with all of auditor's recommendations. Internal control is part of the Cash Handling policy, she is still working on updating the leases in our files, and the functional allocation of expenses will be done in January.
- B. Management Evaluation Procedure proposal: After process completion date gets moved up a month, from April to March, Katie moves that we accept the amended Evaluation procedure. (see document dated 11/19/10 with edits by BOD at this 11/24/09 meeting).
Motion passes with all voting yes except Johanna who abstains.
- C. Bookkeeping Consultant Contract: Contract expires in December when BOD does not meet. After discussion Johanna moves to not renew this contract with Rob seconding. Johanna and Rob vote yes with the remaining Board members abstaining. Motion fails.
- D. Board communication Procedure: Jama moves that the Board Packets get distributed a week in advance, Johanna seconds. Discussion reveals that the Board Packet information is currently not getting to Board members in a timely manner. Motion passes with Jama, Johanna, Katie and Meghan voting yes. Rob voted no and Larry abstained.
- E. GM Evaluation Committee: Katie moves to appoint Marcia Bauer to this committee as a member of the community. Johanna seconds, motion passes unanimously.
- F. By Law ammendments – Board to vote on in January. (see policy committee report)

XI. Reports

- A. Technical – see report
- B. Program Director – see report
- C. Programmer Reps – no report
- D. Member Reps – no report
- E. CAB – no CAB members present, no report
- F. Correspondence Secretary – Condolences will be sent to the family of KMUD programmer Marian Mapes-Bouck.

XII. Committees:

- A. Finance: Johanna asks GM a question about AP figures for September. GM states that the only way for a Board member to ask anything about KMUD finances is to send an email in advance of the next Finance Committee Meeting. Audience members question the defensive response from GM regarding financial inquiries.
- B. Mediation: Rob reports that the arbitration idea is being reworked and they expect to bring something to the BOD in January.
- C. Development – no report – will meet in December to discuss 2010 calendar.
- D. Building -per GM, we are still waiting for Jim Truitt to submit an updated plan.

E. Policy – see report. Rob asks GM about EEO practices/announcements. No new information is provided.

F. GM Evaluation: (see submitted procedure)

G. Disaster Preparedness: Larry reports they will be conducting a test emergency broadcast with mobile emergency equipment next month.

H. Website: no report

I. GRC: BR reports that the conference will not be at Ravencliff but rather will employ a “campus approach” in the Redway/Garberville area. GM states that she wants to be informed of GRC committee meetings.

XIII. Meeting Schedule

A. ExCom – 3pm Jan. 12

B. Finance – TBA

C. Development – 3pm Monday Dec. 14

D. Policy – 4pm @ KMUD Dec. 1

E. Building – noon Dec 1 @ KMUD

J. Board Retreat: Dec. 6 Location TBA

K. BOD @ Humboldt House Inn Jan. 26, 2010, 1pm

Meeting adjourned at 8:19pm

November meeting draft minutes respectfully submitted by Secretary Johanna Hamel 1-19-10