

Minutes

Redwood Community Radio Board of Directors

Date & Time: 28 Feb 2012, 4 PM

Place: Healy Senior Center

I. Call to Order: Meeting Ground Rules and Opening Comments from President

II. Roll Call: Rob Bier, President; Suzanne Beers, Vice-President, board-elected; Jama Chaplin, Treasurer, Members' Rep, Parliamentarian; Noel Soucy, Secretary, Programmers' Rep; Jordan Jumpshot, Programmers' Rep; Siena Klein, Members' Rep; ex officio member: Sarah Reid, Station Manager.

Late: Antonia Lamb, board-elected.

Others Present: Bud Rogers, Marcy Stein, Bob Froehlich, Marcia Bauer, Julia Minton

III. Approval of Minutes: Nov 2011, Jan 2012

- November minutes- Minutes adopted unanimously
- January minutes- Minutes adopted unanimously with four friendly amendments to the following items:
 - 1. IX.C., The Silver
 - 2. X.A., Brian's membership.
 - 3. X.G., Signal Upgrade Outreach & Fundraising Com.
 - 4. X.H., Bank Account Changes.

IV. Approval of Agenda -

- Agenda approved unanimously with two friendly amendments
 - Discussion on Finance Committee and Budget will begin once Julia Minton has arrived.
 - New Business F: Grievance Panel Report

V. Open Time: Five minute statements and their dispositions

- Bob Froehlich- Bob is working with the Garberville-Redway Public Restroom Working group. The mission is to get Garberville Town Square to finish their, restroom, plus one or two more. His group is looking for funding and letters of support. Bob seeks a letter of support from Redwood Community Radio.
- Rob- Thank you Bob. Can we decide on this at our next meeting?
- Bob- That is fine thank you
- Cindy Martin- Rob reads the letter to the Board. Cindy cautions against having volunteers do phone answering and reception duties, because there is a lot to know.

VI. Management Report (See written report in Public File.)

- Simon is up at the Kneeland transmitter site working on the upgrade for KMUE
- The goal for KMUD and Shelter Cove is May
- RCR has turned in interim reports and is waiting for CPB reimbursement
- The Library exterior was painted and is being dry walled currently
- The May Party is being planned

Final Minutes from Noel Soucy, KMUD Board Secretary, Approved 27 March 2012

- Administrative Assistant position was eliminated and Volunteer Coordinator duties were handed over to Cynthia Click.

VII. Discussion/Questions for Management -A few comments were made

[Next the Board moved to New Business Item A, the appointment of a Programmers' Rep. This is reported in its usual order below.]

VIII. Consent Calendar – All the Consent calendar items were approved by board members with Marcy abstaining.

A.Loan Authorization- Since this wasn't on the published agenda for January, the Board re-affirms its decision to authorize Sarah Reid to borrow up to \$20,000 for the general fund.

B.Bank Account Changes- Similarly, the Board reaffirms its decision to move our primary checking account to Community Credit Union of Southern Humboldt.

C.Officers Duties List is added to the Board Binder Contents List- Policy 2.3.1.1.- First Consideration

IX. Finance Committee Report (See written report in Public File.)

- Jama reports that in order to understand the draft budget and make helpful suggestions to it, she, Traci Bear and Rob compiled the Budget Comparison document in the packet. It separates out the huge Signal Upgrade numbers that she knows about, so that the general budget can be seen.
- Julia would like to see all the Signal Upgrade line items together even if they are not covered by the CPB Grant. That includes the items of outside consultants
- The budget comparison has the actual expenditures, with a three year perspective. This is wonderful.
- Jama- Appreciates Sarah's goal of trying not taking out any additional loans. Jama really appreciates all the financial wiggle Sarah has been putting into getting the Signal Upgrade to happen.
- Jama would like to approve the budget with a few caveats.
 - Travel, Food and Lodging is increased from \$1,000 to \$4,000
 - Moratorium on expenditures for conference attendance. Special Requests can be brought to the Board.
 - The Board needs to understand that by approving the budget, Board and Staff will be committed to a big fundraising year.
- Rob reminds us that the cost of living has gone up and none of our staff have gotten any raises in years. Our staff are remarkable people. We need to address this. Not tonight, Not in this budget. But in following years we need to think about giving our staff raises, and start to think about health care. We should plan to continue fundraising in the years to follow, to help improve the situation for our staff. It was proposed to add this item to an agenda in the near future.
- Jama- When we have a party I think it's extremely important to invite all of our volunteers. Our volunteers' input dwarfs the overall budget.

X. Closed Session- Personnel Matter

XI. Unfinished Business

- A. Budget 2012- Jama moves to approve the Budget as emailed to Sarah on Feb 21st with the three previously mentioned caveats (Finance Committee Report). Noel seconds. Board approves the motion with one abstention (Marcy).
- B. Programmers Agreement-
 - Jama moves that we adopt the Programmers Agreement as emailed by Marianne on February 21st, deleting the last two lines with the check box. Motion unanimously approved.
- C. Board Evaluation Retreat Scheduling and Planning
 - The date April 16th is chosen for the Board Retreat
 - Sarah mentions that its part of her job description to organize the retreat. Rob offers to collaborate with her.

XII. New Business

- A. Board Vacancy- Consider Appointment of a Programmer to complete the Programmers' Rep term vacated by James Ficklin, which ends in August.
 - Marcy Stein and Bud Rogers are present to be considered for the Board Vacancy
 - Rob- Suggest the Board should do a silent vote to make the decision
 - Noel- Can Bud still help the Library Project even if he is not elected? (Yes.)
 - Jama- We dissolved the Committee, and Sarah now directs the project.
 - Bud- Offers his thoughts on the completion of the Library Project
 - Sarah- Asks him to contact her.
 - Bud and Marcy are asked by Rob to step out while the Board makes the decision by secret ballot. The new Board member will be seated after the decision is made.
 - The Board appoints Marcy to the Vacancy and seats her.
 - Jama would suggest that we choose a new Board member to put together board binders in the future, starting with Marcy's binder. Rob says he will do Marcy's a week from Monday.
 - Jama- will update the Board Contact list.
 - Rob- Takes Marcy's contact information
- B. Special Board Meeting Scheduling (Management Evaluation Committee Report)
 - Rob describes the process for this meeting.
 - The meeting is planned for Tuesday March 20th at 4 PM. Place TBA.
 - Jama suggests we post notice of this meeting.
 - Rob encourages giving notice, so that the public will know that the process is moving forward.
 - Jama- The agenda will need to be put together by Ex Com.
- C. Management Evaluation Committee Appointment- Confirm board poll which appointed the fifth member.
 - Everyone's signature except Nella's approves the appointment
 - The Board unanimously approves the appointment of Julia Minton to the Management Evaluation Committee

- D. 25th Anniversary Committee and Program Guide Sub-Committee Job Descriptions and appointments.
- Rob- The Board does not need to appoint this committee.
 - Jama- Moves to disband the 25th Anniversary Committee and Program Guide Sub-Committee, and the Station Manager can manage these projects.
 - Board approves the motion unanimously
- E. Food purchasing policy- First Consideration
- Jama- BR visited the Board in November, and suggested that the Board consider whom we are supporting when we spend our money.
 - Antonia moves to accept the Food Spending Priorities Policy
 - Rob doesn't like the policy
 - Antonia thinks that it is very important that the Underwriting Representative is consulted before getting food on trade.
 - Jama is ok with letting it go as Policy
 - Antonia withdraws her motion
 - Rob- Urges us all to carry this discussion back and that we are all in support of the general thrust of this, but we didn't want to make life too difficult. We can leave the labels there or label stuff like Jama suggested.
 - Marcy- Been at pledge drives with no food. She would doesn't want to discourage people from bringing food. It's nice when there is food there, even better if it is good food.
- F. Grievance Panel Report –
- Rob gives Marcy some history, including that The Panel hasn't been asked to report, except when they finish a grievance.
 - Siena- Heard from Katie. Grievance Panel is meeting today. They still haven't finished the Grievance. Siena suggests that we have the Mediation Committee follow through to ask the Grievance Panel to produce a report for the Board.
 - Rob- There may be a need for some policy that Mediation Committee have an administrative role in support of the Grievance Panel.
 - We need to evaluate if the process is working, and what needs to be fixed.
 - Jama- We may want to take on other changes to policy that could expand the Grievance Panel and work out other problems.
 - Rob- The Mediation Committee needs to follow through and work with the Grievance Panel to report to the Board. Rob would be glad to undertake a phone call or two. He doesn't want to interfere. He will call Katie and Larry and remind them that the Board really needs a report by the March meeting.

XIII. Reports

Final Minutes from Noel Soucy, KMUD Board Secretary

- A. Programmers' Reps- The Programmers had a meeting. About 9 programmers were there. A mini-conference is planned for March 3^{1st}. The Programmers would also like to plan another Programmers Meeting in March before the Mini-conference.
 - Rob- Cousin Marc's Birthday party is coming up. Redwood Community Radio is doing all the alcohol sales for the party.
- B. Members' Reps – Jama said that some of the volunteers were delighted to get a call inviting them to the Volunteer Party. Quite a few helped on the Valentines, with short notice.
- C. Community Advisory Boards (CAB's)- nothing to report. We need to find out what is the most effective way to contact our new Northern CAB members – Facebook?
- D. Correspondence Secretaries
 - Sienna- The letter that our Corresponding Secretary just replied to from Trent Jason was really disturbing.
 - Rob- Frustrated that Trent suggests he can buy airtime.
 - Noel- Irritated that he thinks he can get paid to program.
 - Jama- We should follow through to find out if Marianne has done anything to respond to Trent
 - Sarah will talk to Marianne about this.
 - Suz- Offers to write Trent back again.
 - Bettye Etter- Rob offers to send her an email that lets her know that the Board will not disclose how many management evaluation comments were received.
 - Jama moves that we not answer Bettye's question in our reply. Rob will send the letter. Motion unanimously approved.
 - Jama- Important Thankyous- Gray Haertig for extraordinary help on the signal upgrade, Julia Minton (she says “you're welcome”), Beth Comes-Westkamper for the valentines art, Duff for his service on the Board, and Bob Froehlich for restoring the website.
- E. Staff meeting report, and appoint next Board member(s) to attend
 - Because Suzanne was sick, Jama went to the last Staff meeting. They talked about Pledge Drive, Winter Party, Seven Rivers Network, Fish Bone Movie, Quarterly Newsletter Plans, 25th Anniversary Program Guide and Committees work, and mini-GRC. Jama gave a Board report to the Staff that Sarah said was excellent.
 - Sienna volunteers to go to the next Staff Meeting on March 15th at 10:30.

XIV. Other Committee Reports

- A. Development, including Pledge Drive Subcommittee-
 - Noel- Sarah and I talked about applications for different events and she will do those as its part of her job description. I am going to work on finding new committee members and start on the grand mission of fundraising.
 - Jama- Redwood Run is still on the list as a possible event, but we have a huge list to do, I hope that we let go of that.
- B. Mediation-
 - Siena reported that the Committee has been mediating with two clients.

C. Building

D. Policy

- Jama reported that the Committee should be ready next month to propose policy about Board Polls (action without a meeting). Also we will be doing some bylaws work, probably starting in May.

E. Emergency Preparedness-

- Committee with no chair

F. Website

- Julia- Our website was recently attacked. The situation really disturbed Bob and Julia. They fixed the problem without distracting Simon. Bob stayed in constant contact with KMUD's host and restored the website within 24 hours. Julia wants to remind the Board that we really need to beef up our website and improve security. We have been fighting with our website for sometime now. Julia really hopes that Redwood Community Radio will consider moving the website to a new host in the near future.

G. Management Evaluation – Committee reported on its progress in general terms.

H. Outreach/Fundraising for Signal Upgrade

- Sarah- The Committee met and talked about the possibility of having a Mother's Day weekend fundraising event on Sat., May 12. We may auction the astrological coin set from the silver collection at the Mother's Day event. We also talked about getting PSAs with Voices from Northern Humboldt in support of the KMUE upgrade, and getting Birthday Plugs from artists.

XV. Scheduling -- proposed meeting times are:

A. Board of Directors: Tuesday, 27th March, 4 pm, Healy Senior Center

B. Executive Committee: Tuesday, 13th March, 2:30 pm, Studio B

C. Finance Committee: TBA, KMUD

D. Development Committee: Wednesday, 14th March, 5:30, KMUD

E. Policy Committee: Tuesday, 13th March, 10:30 am, KMUD

F. Board member(s) to next staff meeting: Siena Klein, Thur. 15th March