

## Minutes

### Redwood Community Radio Board of Directors

Date & Time: 24 April 2012, 4 PM

Place: Healy Senior Center

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

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

**Board members absent:** Rob Bier, Marcy Stein,

**Late:** Jordan Jumpshot

**Others Present:** BR Graham

**III. Approval of Minutes:** March 2012,

- Jama moves to approve her Draft 2 version of the minutes as submitted to the Board on the evening of 4/23
- Siena seconds. Board Unanimously approves March 2012 minutes as edited by Jama

**IV. Approval of Agenda**

- The Board will add a discussion of the May 12th event and the May 22<sup>nd</sup> Event under Management Report
- A wrap-up discussion for the Board Evaluation Retreat will be added to Unfinished Business
- Board unanimously approves Agenda with the addition of these two items

**V. Open Time:** Five minute statements and their dispositions

- BR- BR gave a really short discussion in less than 60 seconds- BR would like to once again call the Board's attention to the fact that finding new board members is always time consuming, and that the Board needs to have a standing nominated committee to find new board members year round.

**VI. Management Report**

**VII. Discussion/Questions for Management**

- Board takes a poll- two board members are for postponement of the date for the May 12<sup>th</sup> Wine Tasting Event. Four members are for keeping the date.
- Sarah- The Signal Upgrade Committee will decide whether to postpone the May 12<sup>th</sup> event.
- No motion is brought forth.
- Jama- Asks Sarah for the list of people who expressed interest in the Board on the Volunteer Survey Cynthia Click handed out.
- The Board discusses progress towards selling the Fitch Property
- Noel- Have you had a discussion with Richard Parish about contracting for the Coffee Booth

- Jama- Question about list of people for Board Nominations

### **VIII. Consent Calendar**

A. Underwriting Policy 6.19.1, "Read on Air," is revised to read as follows: "In order to avoid a commercial radio sound, underwriting announcements shall generally be read live by the programmer. Exceptions may be made, including when underwriting announcements are included in a pre-recorded program or when a programmer's disability is involved." This is the final consideration of this revision.

B. Voting Policy 2.2.5: For clarification, the last sentence is revised as follows: "Policy and bylaws items must be on the agenda, and approved with identical wording, two times (usually at two consecutive meetings)." This is the first consideration of this revision.

C. Policy 2.2.8, Agenda Requirements for Board Meetings, is clarified by the addition of this sentence at the end: "Special Board meetings with closed session(s) as the only action item(s) shall not have "Open Time" on the agenda." This is the first consideration of this revision.

- Nella moves to accept all three consent calendar items. Siena seconds. Board approves unanimously

### **IX. Finance Committee Report**

- Jama- How are we doing with our individual lenders?
- Sarah- She will talk with one tomorrow probably.
- Suz- Are we borrowing more than we are getting with grants?
- Sarah- We still have about \$50,000 in bills to pay, and we are going to be getting around \$90,000 in our first CPB re-imburement check, and then need to order equipment for KMUD and Shelter Cove. They are lumping it all together. We won't be able to pay off all the loans, but one of them is a three year loan. The second one we will pay out of the first CPB checks, but Sarah will contact them and see if she contact negotiating a payment over time... So we can purchase the new transmitters
- Siena- Jama you mentioned that it would be good to talk to Craig Parkinson?
- Jama- Sarah- Should we talk to Craig Parkinson about the money we owe him?
- Sarah- Has called everyone except Craig to tell them what is going on with all the signal upgrade bills we owe. KMUD has a charge account with Parkinson's for the Building Project, anyways, so that's different. Sarah said she would call Craig.
- Siena wants KMUD to make sure that Craig feels appreciated.
- Sarah is worried about Gray Haertig because he is trying to pay his mortgage and we still haven't paid him. She may need to seek loan relief for him soon.

### **X. Unfinished Business**

- A. Board Poll Policy (Second Consideration)
- Nella moves to accept the new policy. Siena seconds

- Board unanimously approves the new policy
- B. Elections Committee- Appoint three Board Members
  - Nella volunteers for the Member's Rep position in the Elections Committee
  - Suzanne volunteers to make the binders
  - Siena volunteers to fill the third Election Committee seat
  - Noel moves to appoint these three nice ladies to the Election Committee
  - Antonia seconds
  - The remaining members of the board unanimously approve the Committee appointments with the new Election Committee abstaining
- C. Board Evaluation Retreat
  - Jama wants us to schedule some time to finish the Board Evaluation
  - Siena moves to schedule a third Board Retreat. Jama seconds.
  - Suz doesn't feel a real need for another meeting
  - Sarah- Than there is the Strategic Planning Session
  - Suz thinks we need to have more discussion about fundraising but don't necessarily need to include it with Board Evaluation
  - Sarah- We can have an email discussion about it.
  - Siena withdraws her motion
  - Board members need to commit to reading the material provided in our Board Evaluation Packets

## **XI. New Business**

- A. Open Time speakers time limit (First Consideration)
  - Antonia suggests the idea of having a total time limit, and than splitting it up between the speakers
  - Suz suggests to send this issue back to the Policy Committee
  - Sarah- There are no legal requirements for this item
  - Suz moves to have the Policy Committee work out the wording for this item
  - Siena Seconds. Board approves unanimously
- B. CAB Member appointments
  - We have a Northern and a Central CAB
  - Suz- We are still looking for CAB members
- C. Election Referee appointment
  - Jama moves to appointment Jim Lamport as Election Referee. Motion approved unanimously

## **XII. Reports**

- A. Programmers' Reps
  - Sarah- KMUD wants to have a training at the end of every month, but we are busy for a few months
  - Noel- We (The Programmer's Reps and Sarah) are still trying to plan a meeting for the end of May. Possibly it may happen just before the Volunteer party

- B. Members' Reps
  - Jama- Members have been talking with Jama about material on All Sides Now. KMUD News is planning on doing a story on appropriate conduct for All Sides Now. KMUD News however is not responsible for the content of All Sides Now. It is an opinion piece.
  
- C. Community Advisory Boards (CAB's)
  - Board discusses how to recruit more CAB members
  - Jama said months ago she would produce the CAB contact list. She emailed Charles and Dave to get their contact information and they never responded. Jama would like to pass on this duty. Siena will take on the duty of creating the CAB contact list
  
- D. Correspondence Secretaries
  - Suz completed all her Thank Yous
  - Suz brings to light the letter from Coco regarding Jordan's recent outburst on Thank Jah
  - Board takes a break to read the letter
  - Suz is going to write a letter to Coco, and will give the Board an opportunity to proofread the letter before she sends it to Coco
  - Sarah was hoping Dave Smith could get a Thank You for the Mini-Conference, and Lisa Luv needs a Thank You for all of her work on the Battle of the Bands
  - Jama- Does Cousin Marc need to be thanked? Do we need to apologize to the Matteel? Does Sarah want to take on apologizing to the Matteel?
  - Sarah- Sarah's impression is that the Matteel doesn't need an apology and accepts that the kitchen staff was responsible for leaving the big mess. Sarah will apologize for not having our alcohol permit on the wall.
  
- E. Staff meeting report, and appoint next Board member(s) to attend
  - Siena went to the last Staff meeting. Staff discussed the pledge drive and the need for more volunteers, housekeeping, and All Sides Now.

### **XIII. Other Committee Reports**

- A. Signal Upgrade Committee- This discussion was already covered.
- B. 25<sup>th</sup> Anniversary Committee
  - The 25<sup>th</sup> Anniversary Committee still needs volunteers to make a super duper Block Party
  - We don't have a Block Party Committee yet
  
- C. Development, including Pledge Drive Subcommittee
  - Development Committee was missing Sarah and Jama this month, but Antonia, Noel and BR discussed having a bottom-liner for each event, as well as Developing the Development Committee. Antonia volunteered to put together an outline for the Development Committee

- The Pledge Drive needs more Volunteers and it would be wonderful if Board Members would sign up to participate in the Pledge Drive
- Feel free to drop off food and money during the Pledge Drive

D. Mediation – There is no report yet.

E. Policy

- Board discusses creating a policy on who we take contributions from. ‘We don’t take money from multi-national corporations’ was suggested.
- Jama wants to look at KBOO’s policy on this topic and bring it to the Policy Committee
- Jama- Our New Orleans tech fixed the policy manual for us

F. Emergency Preparedness

- Duff may be interested in chairing this Committee
- Julia thinks that Shark would be a really good idea to recruit for new Committee members

G. Website

- Julia shares with the Board the trials and tribulations of mending our website.
- The Board needs to consider paying our web development people possibly next month. Our main two web techs are Sean Knight and Julia Minton
- Julia- The Website Committee determined there was money in the budget to fix the website.
- Sean is willing to do a trade for his work as well.

H. Outreach/Fundraising for Signal Upgrade

- Board members need to contact their chosen major donors to contribute to the Signal Upgrade Project.
- Suz offers to donate \$500 for the signal upgrade project
- The list of Major Donors will be passed around at the end of the meeting

**XIV. Scheduling -- proposed meeting times are:**

- A. Board of Directors: 22 May, 4 pm, Healy Senior Center
- B. Executive Committee: Wednesday, 9 May, 3 pm, Studio B
- C. Finance Committee: 15 May, 3 pm, KMUD
- D. Development Committee: 16 May, 5:30 pm, KMUD
- E. Policy Committee: 9 May, 11 am, KMUD
- F. Board Endowment Training: 9 May, 2 pm, KMUD
- G. Board member(s) to next staff meeting: Noel Soucy, Thur. 24<sup>th</sup> May
- H. Which Board member(s) to Board talk show, May 9<sup>th</sup>, 7 pm

Minutes respectfully submitted by Noel Soucy, KMUD Board Secretary, on 23 July 2012.