

MINUTES
REDWOOD COMMUNITY RADIO
BOARD OF DIRECTORS MEETING
August 28th 2007, 1:00 pm
Humboldt House Inn, Garberville, CA

I. CALL TO ORDER: MEETING GROUND RULES AND OPENING COMMENTS

President calls the Board Meeting to order at 1:15 PM
Meeting Ground Rules are read.

II. ROLL CALL

Board Members Present: L. Sydney King, Acting President; Juna Berry Madrone, Treasurer and Programmer Representative; Marcia Bauer, Membership Representative; Harold Day, Programmer Representative; Felix Omai, Membership Representative; Bettye Etter, Correspondence Secretary

Ex Officio Member and General Manager Present: Brenda Starr

Seating of Newly Elected Board Members: Johanna Hamel, Programmer Representative; Bria Stone, Member Representative. Felix Omai, Member Representative seated for her second term.

Vote on Board Appointment: Katie McGuire, Scott Joachim, Jim Robinson, Bud Rogers, and John Morehouse (LongJohn) gave letters of intent to the Board re: consideration for the Appointed seat. **Katie is selected by IRV (Instant Run-off Vote).**

Election of Board Officers: Board Officers are nominated and elected by Majority. Marcia Bauer, President; Bettye Etter, Vice President; Juna Berry Madrone, Treasurer; Sydney King, Secretary.

Board Contact Information Sheet is circulated.

III. APPROVAL OF MINUTES

June 26th Minutes approved. Unanimous.

July 2nd Minutes approved by Majority. Bettye abstains. She comments for the record that this meeting was illegal and the motions made were illegal due to not being on the Agenda. Juna and Johanna concur.

July 24th Minutes approved. Unanimous.

IV. ADOPTION OF AGENDA

Juna requests "Closed Session" be stricken from "Vote on Board Appointment." It is noted as an error.

Marcia requests advisement by the Board re: clarification of the role of the Grievance/Mediation Committee.

(See Committee Reports – Grievance/Mediation where this item is addressed).

Agenda approved with the above changes. Unanimous.

V. MANAGEMENT REPORT

General Manager, Brenda Starr reports the deposit of the latest check from CPB for \$49,481. This is the second and last payment due from the 2007 grant cycle. CPB's RLAIIF grant for \$19,500 has been accepted and will be added to the 2007 base grant, increasing the base grant by 30%. The check is expected later in the fall. Disbursement begins in November. CPB grant money has decreased over the past several years due to less non-federal funding sources being raised. Board is reminded of the imperative to raise funds. NFFS dollars have increased from the year before. This translates to a better and higher figure for the CPB to work with us.

GM advises the Board not consider lowering the Pledge Drive goal, as was suggested by a community member at the July Board meeting. Regarding grants from the Federal Government (CPB is the disbursing of the money), stations are not rewarded for raising less NFFS money, rather grants are reduced. KMUD has experienced this in the past; it will take time for the trend to reverse.

Ingrid I. Nickelsen named KMUD as a beneficiary in her will. GM has received a check for \$10,000 from Ms. Nickelsen's estate. GM would like it to be the start of an Endowment fund for RCR. A CD is available for a minimum of 6 months while deciding who will run the endowment. HAF is a good choice. The next Board Talk show is suggested as time to inform about Ms. Nickelsen and her bequest to the station. GM will speak to News Department re: a story on Ms. Nickelsen. The 10th Annual Lu'au fundraising figures are not yet available. It was a success in both energy and attendance. GM needs quiet office space and would like this agenda item for September meeting. New Program Director Marianne Knorz is meeting Programmers and scheduling Programmer meetings starting in September. GM states the need for a new and improved Programmer Agreement and suggests inclusion of language that envelops "non-violent language or behavior" toward Programmers and Staff alike. Would like to see a committee formed to accomplish this. KBOO has language that would be helpful to this goal. The last PA was approved by the Board on 10/23/06. GM discusses the issues surrounding the resignation of the News Director. GM reads her Letter to the Editor. Addresses the need for "wholesomeness" in words in meetings and trainings and cooperation amongst all associated with RCR to reflect the KMUD Mission to "entertain, inform and inspire" for the entire community. Requests Board Training **(to be discussed in Unfinished Business).**

Approved Minutes, August 28th, 2007
Submitted by: Sydney King, Secretary

VI. OPEN TIME @ 1:30 PM

Dan Doherty, Bob Hayden, Sita Formosa, speak regarding the News Director's resignation, their disappointment with the Board and Management regarding this resignation, and request she be invited back and reinstated if she wishes. Marcia reiterates the News Director resigned and was not fired. Bonnie Blackberry expresses her dismay re: the July 2nd meeting was announced as having one item on the agenda and something else occurred. This diminishes the Board's credibility. Mark Huntington states there always needs to be more than one voice on our news and he will deliver further suggestions to the GM. Jama Chaplin comments on Gender Balance, reads the related Bylaw and requests the Board address the equal access issue, possibly through the Mission Statement. BR Graham discusses Gender Balance issue, need for clear Mission Statement, and designing new programming with newly hired Program Director. Dave Adelson speaks to the growing pains KMUD is undergoing and his experience working with Pacifica during times of change. How much air time is shared space and how much is claimed by individuals? Bud Rogers is saddened by Estelle's departure, offers his mediation services, and reminds to have patience during change. Jim Robinson thanks the Board for its flexibility and for hearing the community and changing the vote on the Reggae Coffee Booth. He comments that everyone at KMUD should have limited time contracts. On-air auditions for Programmers is a good idea to encourage new programming. Long John speaks about progress re: the Emergency Mobile Studio.

VII. COMMITTEE REPORTS

A. Finance

Juna reports \$13,730 was deposited last month. \$33,850 in checks were written. The bank balance is \$45,903 as of 7/31/07. Juna gives her report.

Brenda speaks to the problems of changing between the new and old accounting systems. Would like the Board to have the last quarter budget (October, November, December) so Board knows where the financials stand and where we are going. Question about underwriting, travel, food, lodging and the expenses under each line item, including conference expenses.

B. Development

Sydney requests a meeting in mid September and a PSA to invite more people interested in serving on the committee. Date and time to be set by e-mail. Johanna Hamel, Long John, Bud Rogers, Scott Joachim and Jim Robinson volunteer.

C. Policy

Juna reports. Editing directives from the last Board meeting have been incorporated in the final approved Policy Manual. Additional Policy Committee list of 30 items needing attention was e-mailed. Policy Manual and attachments will be posted on the station Bulletin Board for copying. Juna will e-mail 7/24/07 Board approved Policy Manual to new Board members. Marcia is creating Board Binders for new Board members. Juna states desire to remain as Parliamentarian and requests another Board member serve as Treasurer due to the large time requirement of Parliamentarian and Policy Chairperson (Parliamentarian serves as Policy Chair).

D. Building & Memorial

Harold presents three Auto Cad plans his son produced pro-bono re: expansion of the building. Requests Building and Maintenance receive a line item in the budget. Nothing can be done until it is included in the budget. No progress on the Memorial, however will move along with the Building project once line-itemed. Brenda and Harold will meet re: space use behind the containers.

E. Website

Felix working on putting up pictures in the Gallery; most recently the Lu'au. Scott Joachim, a computer tech. from Eureka, has experience in web design and offers to assist with web site.

F. Election

Behr and Bob Froelich are the elected programmer/volunteer members for the Grievance/Mediation Committee. BR Graham is the elected programmer volunteer representative for the Management Evaluation Committee.

G. Evaluation

Committee work for Management Evaluation is finished. Brenda has successfully completed her 6 month probationary period and was congratulated.

H. Grievance/Mediation

Committee requests direction from the Board re: what their role requires. No issues have been brought to the committee at this time. An appointment is agendized for Unfinished Business.

VIII. OTHER REPORTS

A. Community Advisory Board (CAB) North

No Report. Scott Joachim and Johanna are interested in reinvigorating the group.

B. CAB Central and South

No Report from Central. No Report from South and Long John reports there are no members.

C. Programmer Representative(s):

Sept 19th and 22nd training for Programmers. Both sessions will give training and a chance to meet new Program Director, Marianne Knorzer.

D. Correspondence Secretary

Board requests Thank You notes to: Harold's son for the CAD work, Estelle Fennell for her many years of service as News Director, Shelter Cove Pioneers for their generous donation of \$2500 toward the move of translator from Leggett to Shelter Cove, Jerry and Betty Reed for their work and money put into the Lu'au, and Ingrid Nickelsen's Estate for her generous donation of \$10,000 to KMUD. Discussion of protocol for Thank You notes and other Board Correspondence.

E. Programming

Marianne is meeting with Programmers and setting meeting dates for training and introductions.

F. Technical

Brenda reads Simon's report and distributes copies to the Board. August 7th FCC issued construction permit to allow move of translator K259BM from Leggett to Shelter Cove. Permit is valid for 3 years. Translator will have new call sign and frequency, K258BQ, 99.5 MHz. Application submitted for tower and vault space to Shelter Cove Resort Improvement District (RID) on August 10th. RID is forwarding application to the California State Telecommunications Division and Parks Department. According to RID we should be able to install equipment before the end of the year; however the timeframe depends upon the State. When a firm date is reached the Leggett translator will be taken off air, installation in Leggett dismantled, translator recalibrated for the new frequency, and reinstalled on the tower at Toth and Kelly roads in Shelter Cove. A professional needs to install the antenna. Plan is to hire Redwood Electronics who has previously worked for KMUD. Purchase of transmission cable, connectors and miscellaneous hardware plus hiring Redwood Electronics will cost approximately \$2500. Funds given are restricted to the move to Shelter Cove. Reports if an organization wants to install a full power station on a frequency occupied by a translator, the full power station is allowed to take over the frequency. To protect KMUD's installation in the future an application will be filed for a full power station in Shelter Cove this October when the FCC opens up a filing window.

Installation of isolator at Cahto Peak will occur soon. Isolator is expected to eliminate problems caused by ice forming on antenna of the repeater KLAI in Laytonville. KMUD will broadcast *Earthdance* at Black Oak Ranch September 14-16.

G. Compliance Calendar Task Force

Completed its mission. Jama inquires if the question marks on the Compliance Calendar draft have been addressed. Brenda will address.

IX. UNFINISHED BUSINESS

A. Luau Report from JJ Hall

Tabled. JJ was unable to attend. He will report when all of the numbers are in.

Discussion: Bettye suggests, and is willing to assist, in making a chart to track donations from businesses and community members in order to avoid overtaxing donors. Johanna suggests charting is the job of the Development Committee. Finance Committee is in the process of developing a procedure for approving events, which will include donations and charting of donors.

B. Gender Balance on the Air (Refer to Bylaws Article VI, Section 5)

Jama reads the Bylaw. Harold points out that an "Equal Access" requirement as stated in the Bylaw is different than a Gender Balance requirement and should be discussed with the Program Director.

C. Policy Proposal: Agenda Requirements for Board Meetings (Month 2)

ALL Board meetings will have an Agenda which includes at minimum the following: Call to Order, Approve Agenda, Open Time, Action Item(s), Set next Meeting Time, Adjournment.

Harold moves to approve. Sydney seconds. Majority approved. Johanna abstains. This is now policy.

D. Board Training: Plan and Schedule in September

Sydney spoke with Eric Fimbres, the Executive Director of Redwoods Rural Health Clinic and a seasoned Board trainer. He offered to conduct a KMUD Board training pro-bono.

After discussion the Board agrees to accept his offer.

Sydney will e-mail available dates and times.

E. Board/Staff Retreat: Schedule

Will be scheduled after Board Training is completed.

F. Mediation/Grievance Committee: request for Community Member to serve

Barbara Truitt will serve on the Committee as the Community Member.

G. Shelter Cove Translator Project

See Technical Report

X. NEW BUSINESS

- A. Proposal: Revision of Board Communications Procedures

Tabled. Proposal is not ready. Sydney will bring it up at Ex-Com for discussion.

- B. Discuss/Reconsider Board Meeting Time and Location

Meeting time at 1 pm @ Humboldt House Inn is preferable for Board members who travel from distant locales during the winter. In summer a later time is feasible as long as there is a meeting place. Agreement re: meeting at a Northern or Southern locale quarterly.

- C. Board Interface with Public (Spokesperson Policy: 2.3.4, Pg 12 in Policy Manual)

Juna reads the Policy. Discussion re: consequences for Board members who do not adhere to this Policy. There is currently no follow-up for transgressions. Harold suggests to agendize for next month. Discussion re: apology from the Board re: the Reggae vote, whether general or specific. Johanna offers to work on wording and make a proposal..

- D. Executive Committee Meeting Date Change

The Executive Committee requests to change its regular meeting date to the second Tuesday (instead of the second Wednesday) of each month @ 1 pm at the Mateel Café.

Approved. Unanimous.

XI. MEETING SCHEDULE and ASSIGNMENTS, GOOD AND WELFARE

Due to time shortage, Marcia will post dates set by e-mail.

- A. Executive Committee Meeting: September 11, 1:00 at the Mateel Cafe
- B. Finance Committee Meeting: TBA
- C. Development Committee Meeting: September 19th, noon at the station
- D. Policy Committee Meeting: TBA
- E. Building & Memorial Committee Meeting: TBA
- F. Web Site Committee: TBA
- G. Board Talk Show: September 12th, 7pm
- H. Board Training: September 29, 9-4 at Redwood Rural Dental Conference Room
- I. Board/Staff Retreat: TBA
- J. KMUD Mixer: TBD
- K. Board Meeting: September 25th, 1:00 at the Humboldt House Inn, Garberville

XII. CLOSED SESSION

- A. Personnel Issues

No Action Taken.

XIII. ADJOURNMENT