

Minutes
Redwood Community Radio
**Annual Membership Meeting and
Board of Directors Meeting**

June 25, 2013

Healy Senior Center, 456 Briceland Road, Redway

- I. **Call to Order:** Meeting Ground Rules & opening comments
- II. **Roll Call:** Suzanne Beers, President, Board-elected; Siena Klein, Vice President, Member's Rep; Julia Minton, Treasurer, Members' Rep; Noel Soucy, Secretary, Programmers' Rep; Nella White, Members' Rep; Antonia Lamb, board-elected; Marcy Stein, Programmers' Rep; ex officio member: Jeanette Todd, Station Manager.

Absent: Jordan Jumpshot, Programmer's Rep.

III. **Staff Reports**

Jeanette Todd: Station Manager. Jeanette reported that we started broadcasting to Northern Humboldt in 1993. It's important that we ask YOU the members, what kind of content do we want to be broadcasting to this area with roughly 250,000 people? In my report you'll see statistics about where our members and underwriters live. There are a lot more underwriters than some of us thought in Northern Humboldt. We don't have so many northern members – and some say “we don't want to pay for that northern signal upgrade.” We had a financial crunch last August and have done budget work since then. We are still short of a balanced budget, so we need to redefine roles and positions within KMUD to save money. There are some layoffs happening now, and we're being very thoughtful about that. The Treasurer and Finance Committee have recommended that we reduce the staff budget by \$30,000, and that's not easy. Our Pledge Drives have come in \$40,000 short. We raised the goal to \$125,000 to be more realistic about what we need to run the station. I don't want to make these decisions unilaterally at all; so I'm glad to see so many people here. I want your input about where we go from here. There will be a special Pledge Drive in late August. BR and behr will coordinate that. Some stations do four each year, but I'm not sure that would be good for us. We've realized that we need to keep our operating budget separate from the rest of the budget.

Simon: He is very happy that we have such a vibrant News Department. All energy put into the News Dept. is worth it. Also attended NFCB; it's always great to meet with folks from other stations and compare strategies. We are now utilizing our Music Library Addition, though heating and A/C are not yet installed. Equipment in there creates heat so we need to do that. Dave Smith did a great job creating Studio D (applause), and we're trying to set up equipment for that inexpensively. Some people have reported signal difficulties after the Signal Upgrade; I'm open to all feedback. I've made a few adjustments so far. We have HD radios available for a donation. Pretty soon we'll start an HD 2. One of our former talk show hosts, Rick Thorngate,

died recently. He would end his show with the saying, "Stay healthy, stay holy, and you'll most assuredly stay high."

BR Graham: I'm the UW Representative, and I like to call it Business Support. My report is in the packet. Several new underwriters this year. We now have more slots available to sell, the potential for six per hour including special ones for the CSAR and other features. We have raised our rates a bit. Business support will grow as listenership grows. Should businesses be able to use the Class Ads? She's had an idea of a "Club Calendar" in which clubs pay for listings.

Cynthia Click, Music Director: Unlike at some stations, I don't tell people what to play. I'm basically the music librarian. We recently received the digital devices to back up our music. We've talked about this for a long time and I'm excited to be here when it's happening. Barbara and Lynn are a huge help in the Music Library. I'm also responsible for filing our Sound Exchange reports. Four times a year we give them two weeks of playlists. Fortunately Cindy Martin volunteers a lot for this. Bud Rogers is building wonderful shelves. The problem of music theft continues. Even once our music is digitized, I'll want to solve that problem. There is a lot of information on the CD and album covers. Vinyl will be locked up and people can check them out from me.

Terri Klemetson, News Director: Describes the staff in the News Dept. Describes Community Journalists Project and Emergency Response Team trainings. Emergency professionals will visit the ERT trainings soon. Terri was invited to be part of a media panel in a VOAD training in Eureka recently (Volunteer Organizations Active in Disaster). The room was full of non-profit leaders, emergency service personnel, and county people. Connor Jepson and Natalia Estrada joined the News Team. Natalia will soon be the News Director at KRFH, the student-run station at HSU, and Connor is the manager of that station. She attended Access Humboldt's recent forum on "The Future of Local News," which included Center for Investigative Reporting and others. This included discussion of the challenge of fundraising for investigative journalism. Friends of KMUD News was created to address this. Its fundraising ebbs and flows between KMUD Pledge Drives. Hopes to bring some Pulitzer Prize winning speakers to the area this fall to raise funds. Jeanette, Julia, Amie and Terri have been working on grant proposals. The NFCB Conference inspired many collaborations, and she thanks the board for funding her attendance, it was amazing.

President's Report: Suzanne Beers presented Brian Elie with a certificate of lifetime membership and a KMUD sweatshirt in appreciation of his hard work to sell Roy L. Fitch's property, which was bequeathed to KMUD. She thanked Jeanette for being a fabulous Station Manager. She thanked Julia for bringing in the new DonorSnap database. She spoke about opening a quasi-endowment account at HAF so that people can invest in the station that they love. We have established a reserve account of \$67,000 from the Marian Mapes-Bouck estate, to avoid financial crises in the future. Our Website Committee is doing stellar work, as is our News Department. As Simon said, the new studio deserves a news article, it's fabulous. Now for the challenges. We're all quite aware that we're in a recession, and that CPB has reduced this year's grant by \$5,000. Payroll taxes have increased. KHSU is now competing with us in

Southern Humboldt. Where is the technology leading? Is HD the end-point of technological advancements? As we do our Strategic Plan, we need to think about challenges.

Treasurer's Report Julia Minton. I came back on the board a year ago, I really had my work cut out for me. If I were to write up my experiences with KMUD finances, it would have to be a book. I'm open to your input and constructive criticism. Balancing the budget has been a huge priority. Since the cash crunch last August, this became a huge priority. We've been asset rich and cash poor. It's rare for stations to own their building and equipment. Part of the reason for the cash crunch was the way we entered into the Signal Upgrade. CPB paid for a vast majority of the Upgrade, and we paid for the rest thanks to Marian's estate. We had to pay for everything up front, and wait for reimbursement. This caused the cash crunch. We received our last CPB reimbursement just last month. We appreciate the two very generous KMUD supporters who bought the Spyrock mortgage note for a better price than any bank would have given. When I first got on the Finance Committee, if I recall correctly we were cashing out the last of our CDs that were a reserve. We currently have \$67,000 tucked away as a reserve; we hope to eventually have \$250,000. A financial consultant recommended that we create a secured line of credit. This is a good idea, and we are going to use our reserve to create this. Finance Com recommended that we reduce staffing costs by \$15-30,000. We also recognize that we need a sustainable budget, including a separation of operating expenses from special projects funded by bequests or other funding. It's been hard to get the budget deficit down and we invite your input on how to get to balance. The Signal Upgrade was funded by CPB and Marian's estate, not by our members and donors. We knew that as we entered into it. We have so much to be proud of in our 26 year history, and our future is bright. We will soon develop some contingency budgets to deal with possible CPB funding cuts and other issues.

IV. Open Time - Speakers will be assigned an amount of time not to exceed 5 minutes - Members, listeners, programmers, staff

Felix Omai- Its really time to talk about the strategic plan. She is wondering if the strategic planning process requires a re-write of the mission statement.

Simon Frech- Vision statement needs a little work. It sounds silly. Its really weird for a radio station, and we need to look at the Mission Statement.

Mark Marchese- Introducing himself to the Board and Members. He is interested in serving. He has some experience in radio, and has served on Boards for childcare. He had a late-night radio show for around five years. He thinks his diverse experience might be helpful to the Board.

Jeff Wright- From the Mendocino Coast. He feels that its an honor to be here with KMUD, he is really greatful for all the volunteers and paid staff. He has a question. Is it KLAI or 'clay'? Klay-Mud? He has so much gratitude for the people that bequeathed their land to KMUD.

Rick Cooper- The last time he addressed a meeting, it was the very first KMUD membership meeting. Its great to see how many people turned out today. Jeannette asked the question what does KMUD do right. Rick has some perspective on what KMUD is doing right. KMUD is excellent at public affairs. The news is getting very much better. KMUD serves all the local businesses in a variety of ways. It was great to stumble into the live broadcast of local sports games this last weekend. The emergency information KMUD provides is really important. Also the Block Party is really important. Its free and open to everyone. He thanks everyone for keeping it going. Should we keep the hard-core KMUD? His answer- absolutely. We should not dilute ourselves down to nothing to serve outside interests. He thinks the signal upgrades are really important. Thank you.

Kim Peterson- Kim wants to be considered as a KMUD Board member. She has lived in Southern Humboldt her whole life. She raised her kids on KMUD, and wants to volunteer for KMUD by running for the Board.

Bob Stern- Really happy to see the financial situation has been stabilized. It was great that Brian managed to do all the great work selling the properties. On the financial front, he thinks that \$30,000 in cuts is not enough. We either need more cuts or other ways to better balance the budget. He was a little confused why we used our reserves to get a line of credit. Its not just a way to draw money out to pay for things we can't pay for. It needs to set aside for emergencies. If we set up a digital library, we need to go for high quality. MP3s suck and he doesn't think that they are good enough to broadcast on the radio.

Bob Froelich- He was prompted by something Simon said. (He reads his interpretation of how the mission statement should read...) He encourages us not to for a regular mission statement.

Jack- He is impressed. We are not just a bunch of hippies with spare time.

Christine Doyka- Is really impressed. She wrote a statement on what she could add to the Board. She has no experience in radio. She is retired. Appreciates KMUD. What you all do is wonderful, and board meetings are overwhelming. Her background is in schools. She was the school psychologist. She ended up doing a lot of mediation between irate parents and teachers. She has a lot of skills at mediation. She raised three boys. She loves KMUD. She really appreciates all the volunteers at KMUD.

V. **Final call for Member Representative nominations for the Board-**

Christine Doyka, Mark Marchese, Kim McPherson, and Nella White

VI. **Strategic Planning Input Process Introduction**

----- Break for FOOD and Strategic Planning Input -----

Board Meeting Agenda

Approval of Minutes: May- Marcy moves to table the May Minutes. Antonia seconds. Unanimous with Nella not present. Approval of Agenda- Julia moves to approve the Agenda. Suz seconds. Unanimous.

Open Time: Speakers will be assigned an amount of time not to exceed 5 minutes

Jeff Wright- He wanted to bring up a couple of things that KMUD does that's great. Like how we encourage new programmers, especially the kids. He loves Syd the Kid. They are gutting the schools, so this is awesome. I am Spartacus. Everyone needs to step up to the plate. We really with the station have Homeland Security. Can't call a cell phone number at any other station. Announcements about all the emergencies like Tsunami alerts. KZYX and KMUD were the only two stations that had live people, the rest were Clear Channeling it. Thank you.

Suz- Thank you.

Rick Cooper- He wants to go back to terms we use in the Strategic Plan: Alternative Programming, Accessibility, and Area Specific Financial Accountability. Alternative programming- an alternative to mainstream commercial radio. KMUD has this in the Public Affairs arena, but we need to improve in music. We need to have more music that isn't heard on mainstream radio. (like classic rock.) Accessibility to the airwaves- many programmers get on the air and then feel they own their spot. Accessibility should mean that qualified community members that have passed all the requirements should get a show if they have a program that promotes alternative radio. This also means accessibility to airwaves for seniors to seniors. Not just all the baby boomers. We need to do more outreach. Area Specific Financial Accountability- KMUD is a well tuned Volkswagen. Rick sat down with the folks at KHSU and they wanted a Cadillac. Rick said he wanted a well-tuned Volkswagen. How can we keep this station afloat? If we have an electric bill like the one in Eureka or in Laytonville. we can then form area-specific CABs that would fund-raise for those costs. What would the founding fathers have done? We need to be a tight machine.

Suz- Thank you.

Katie Maguire- Fundraising- Katie appreciates all the work we do for fundraising. Katie is very concerned about the fundraising, since we have a negative total for it. She is really concerned since we are taking on ROTR. If we are going to do Reggae, than every single one of you that made that vote need to make this happen. Every single one of the Board Members needs volunteer or send a surrogate. This is a huge undertaking, but everyone needs to take part in this and we can't afford to pay volunteers. Katie will definitely help back this up, but Jeanette can not be in charge of heading up the coffee booth at Reggae. This is part of your fiscal responsibility.

Suz- Thanks.

Mya Byers- Came all the way from Bell Springs road today. When she first moved here, she had a radio. She really appreciates KMUD. The community really appreciates KMUD because alot of people here are isolated, and KMUD isn't the over-produced stuff we hear on mainstream radio.

Suz- Thank you, Mya.

Dian Griffith- Dian is our contract Bookkeeper. We need to cut back on fundraising efforts unless we know we are going to be making money. We cant overburden staff with the responsibility of running fundraising efforts. We need to have a Board- Staff retreat. Board

members come and go, but Staff has been here for awhile. Other non-profits she works with has them. Staff has a lot of knowledge that needs to be shared with the Board. We need to have a Board Staff retreat before the end of the year.

Suz- We do have Board Staff meetings but you are right we haven't had a retreat.

Terri Klementson- Great comments so far; they've really stimulated my thought process. Since the staff is facing cuts, and the News Dept. is worrying about paying reporters and working on fundraising (while worrying about conflicting with other KMUD fundraising.) Please focus on the finances and fundraising, and please choose new board members who have experience in these arenas. I know fundraising is Jeanette's job and I'm not sure where the micro-managing line is drawn. Is outreach our job descriptions? I feel like KMUD has been dying ever since I stepped foot in KMUD. I don't feel that the Program Director is doing outreach, and I've said that to her. We have no subs for the News Engineers, and many music shows, and it's not acceptable. Many other stations criticize our Public Affairs shows because people can say anything they want – we need an ethics code for them and I have drafted some ideas and given to the PD, and I'd like that to be followed up sooner than later. We haven't told the community for years that they can be involved. Thinks the Vision Statement should be specific to our work in radio. When Sarah was here we had a Listener Survey. I have never seen the results or used that data – that would be really valuable. And I'd like to see more of that info gathering. Doesn't agree with the “alternative programming” definition, but does agree that we're missing major parts of our demographic. And we could appeal better to our entire community of potential listeners. Please do outreach for the CAB's, they could be doing a better job.

Suz- Suz would like to see the survey results. Can we do that?

Julia- Concerned about the quality of the data.

Suz- Would like to get some more clear ideas to get this on the agenda. Outreach/ Talking points- we know this has been weak point, but we are trying to get this together. We will ask people who don't make it onto the Board to be on the CAB.

Sheila Tracy- There needs to be a protocol for the CABs so that their input can be acted upon.

Suz- Thank you.

Kelley Lincoln- KMUD really speaks to a lot of people and we have wide-open doors. She really likes the Mission Statement. We are really no longer are about finding the best and the brightest... we need to be figure out how to go out and find the best and the brightest. She wants to thank us very much for doing off-air fundraising. The Board needs to be a lot more active about fundraising. Our Volunteer Coordinator... We do have all this local programming and that's what makes KMUD KMUD. Seven to eight am needs to local programming. We really need to get back to the roots of our people powered radio. We need to expect reciprocity for our programmers. They need to pay their membership, and donate volunteer hours.

Suz- Thank you. The Board is aware that we have been neglecting some of our responsibilities for fundraising, but we plan to get back on it.

Julia- The CAB has recently doubled or tripled. CAB recommendations may get stuck in the bubble, but we should still be actively recruiting for the CABS. We are going in the right direction.

BR- CABs are mandated by law. The information from the CABs comes through the Board to the Program Director or the Program Review Committee and needs to be incorporated.

Rick- Has a deep appreciation for new rock. So when he hears the youth in radio slot with rotating hosts he thinks its great. So there was a guy in there for ten years, and he wasn't offered his own slot. A slot opens up and goes to someone with a classic rock show. This is a tragedy.

BR-People who care about Rodeo Radio are listening.

Suz- wants to thank everyone who contributed during this open time and the annual meeting open time.

Management Report – See written report in Board Packet.

Discussion/Questions for Management

- Most of the discussion involves ROTR coffee booth. The Board is uncomfortable with the lack of wristbands available for the ROTR coffee booth volunteers, and the possibility of taking a loss at this event. The sentiment is we want to support the Mateel, but we can't do it at a loss while burning out our volunteers.
- When cutting office hours and other services to meet our budget, we need to make sure that we are still in compliance with the FCC.

Consent Calendar

A. Standards of Conduct Policy Proposal: The draft of May 17 is hereby approved for the second time, and therefore finalized. Noel moves to approve and finalize, Siena seconds. Unanimous.

Finance Committee Report- Please see Treasurer's Report in the packet.

Unfinished Business- Julia moves to table Unfinished Business items. Antonia seconded. Unanimous.

B. Technology Proposal

C. Compliance Calendar Revisions

C. Board Recruitment – define skills needed

New Business

A. Credit Card for Station Manager- Julia moves that KMUD applies for a secured or un-secured credit card with a \$2,000 limit for Jeanette through the Community Credit Union. Antonia seconded. Terri wants to know why we can't transfer Simon's credit card to Jeanette. Julia- Simon is a goto for the credit card. This is a healthy transition for the radio station. Unanimous.

B.Consider Community Advisory Board Appointment – Rick Cooper- Nella moved to table this item. Siena seconds. Rick wants to make a statement to this item. Unanimous tabled.

Rick- Describes his qualifications for this position. He is aware that some people on the CAB do not want to work with him. He sent an email to the Board this morning and wants the Board to keep in mind that there are a lot of people at KMUD that haven't gotten along over the years. But when they get through the door they focus on the goals, and let the personal issues aside. It's the Board's responsibility to vote on CAB members based on their qualifications, not who gets along with who. He hopes that the Board will keep this in mind when they make the decision about his appointment.

C. Nella moves to add the ROTR coffee booth to the agenda. Siena seconds. Unanimous. Noel makes a motion to empower the Executive Committee to work with Jeanette to negotiate with the Mateel to come up with a solution for our ROTR coffee booth within the next week. Marcy seconds. Six in favor with Julia abstaining.

Reports

- D. Programmers' Reps- Marcy reports on our last Programmer's meeting. Jack Frybulous was nominated for the upcoming open Programmer's Rep seat on the BOD.
- E. Members' Reps- Outreach has resulted in a plethora of awesome candidates.
- F. Community Advisory Boards (CAB's)
- G. Correspondence Secretaries
- H.** Staff meeting report, and appoint next Board member(s) to attend

Other Committee Reports

- I. Development, including Pledge Drive Subcommittee
- J. Mediation
- K. Policy
- L. Website
- M. Elections
- N.** Transition

Scheduling -- proposed meeting times are:

- O.** Board of Directors: July 23, 4 pm, Healy Senior Center
- Board's Strategic Planning Retreat: TBA

- P. Executive Committee: Monday, July 8, 3 pm, Studio B
- Q. Finance Committee: Third Tuesday, 3 pm, KMUD
- R. Development Committee: 1st Monday, July 1, 3 pm, KMUD
- S. Policy Committee: Monday, July 8, 11 am, KMUD
- T. Website Committee: 2nd Tuesday, July 9, 10 am, KMUD
- U.** Which Board member(s) to Board talk show, Wednesday, July 10, with Members' Rep candidates: Christine Doyka, Mark Marchese, Kim McPherson, and Nella White.

Minutes respectfully submitted by Noel Soucy, RCR Board Secretary, on August 27, 2013