

VISION Statement - Redwood Community Radio envisions a community of listeners who, guided by the example of RCR programming, work together to create better, more just and sustainable world systems, to ensure that all humans and other living species on earth move toward a higher quality of life, and are able to survive challenges in the times ahead.

MISSION - Redwood Community Radio will encourage a communication center of open airways (KMUD) for all voices to inform, educate, entertain and inspire the listening community through quality programming.

MINUTES

Redwood Community Radio - Board of Directors
Station (Music Library), Redway, CA / Feb. 4, 2014 – 5 pm

I. Call to order: Opening comments from the President

II. Roll call: President Siena Klein (Members' Rep.); Treasurer Julia Minton (Members' Rep.); Secretary Jack Frybulous (Programmers' Rep.); Christine Doyka (Board-appointed); Marcy Stein (Programmers' Rep.); Vice President Noel Soucy (Programmers' Rep.); Station Manager Jeanette Todd (ex-officio).

Absent: Nella White (Members' Rep.); Kim Peterson (Board-appointed); Mark Marchese (Board-appointed).

Others present: Bill Telnes, Jama Chaplin, Judith Whitlow, Michael McKaskle.

III. Approval of minutes: Marcy moved approve Oct. Christine seconded. Unanimously approved. Jack moved approve Nov. and Dec. Marcy seconded. Unanimously approved.

IV. Agenda unanimously approved, with CAB report shifted to just after Open Time.

V. Open time

Michael thanked KMUD for Emerald Cup. Asked that the Board move slowly on Fairness Doctrine. Hosts must accept opposing viewpoints. "Board should stay away from doing control of programming." PSRC now meeting twice a month; visitors invited.

Michael said many things need to be addressed in Programmers' agreement. (For example, talk-show host training should include they sit in with engineers.) He said it's hard to get some Programmers to live up to the agreement, and that some believe replacing them would be difficult. He thinks the agreement should include that talk-show hosts must be respectful. Disposition: Siena thanked Michael.

Jama agrees with Michael that Fair Access to Airwaves needs to be thoroughly circulated. A couple of points – about which she has heard no disagreement (e.g., not hanging up on callers you don't agree with) – should be finalized tonight.

Airwaves belong to the public. Our mission to serve our community. Programmers as well as Listeners and Members should be consulted about policy. The FAA effects the community's right to call in and be heard, and to submit program proposals that will be considered. Policy has not yet established these rights of the community. Hopes this will be discussed in April Board Talk Show.

Frida Worden, producer of WINGS, in a study of community radio in Namibia found that in their struggle to operate, stations became detached from their communities. The solution seemed to be to invest in strengthening community participation.

Comment about Finances: Year-end cash balance affects the budget. Cash-total on most recent balance-sheet, for year-end, is about \$144K. But that includes our reserve which last heard is now at \$50K + Fitch funds for special projects, which might be at \$86K. Those two balances should be provided to Board monthly. If those numbers are right, we only have \$8K in bank at year end.

Finally, Policy Com not made much progress to update Policy manual, which is complete until Feb., 2013. Could any board members help review minutes for us? Updating policy thru Dec. will help lots of people do their work. Only one person looking is precarious. And looking for policy updates in the minutes is a good way for Board members to learn this stuff.

Disposition: Jama was thanked by Siena.

CAB Report (see written report in Public File). Judith came to report in person. The Central CAB met on January 15. Attendees requested more comedy, more pro-cannabis talk, more music and less talk. All Sides Now. More live coverage of S. Fork High sports as way to involve families and youth. Outreach to schools. Coverage at Redway school very well received. This sort of event should include a table to sign up new members. Live broadcast when S. Fork traveled to Lake County 2 years ago was exciting! Promote on KidsCentric.

Road conditions, lost dogs, Class Ads benefit us all. Imperative we be able to broadcast w/o internet.

Bill expressed desire to join CAB. Next meeting Apr. 15, noon at KMUD. Siena asked Bill submit statement for consideration at next meeting.

VI. Station Manager's report (See written report in Public File) - 2014 public report, p. 39 list of events. Any event added would need to be funded outside of KMUD.

Block party date undecided, energy to produce it uncertain.

Updated new pledge drive dates. No theme yet for Fall drive. Goal for the year is again \$250K. March 1 wine mixer on its way. Munchkinland Children's Expo

(youth in radio outreach) Mar. 15: great reaction; two trainings. 3/29 Battle of Bass.

Recent events : pleased with Celebration Appreciation and Emerald Cup, received overwhelming support. On-air volunteer trainings + Terri's Community Journalism Project to address youth sports, for Cooper, and CJP ongoing. More people in newsroom. Monthly volunteer trainings desired. Dec. 7 Programmers' meeting had been canceled, misunderstanding.

Tech report – long-term fix is needed for HD interference with analog signal. Fuzziness in KMUD area being caused by interference with HD signal. Before next meeting, hope for solution. Tower crews may be required.

We've secured our reserve. Next step might be a Technical reserve protected by Board approval, maybe \$30K for emergency repair. Outlays for emergency repairs have happened a number of times in JT's tenure. Staff on-board with implementing digitization of music CDs.

New database, Donor Snap: Nella has committed to following through. Data manipulators – to decipher and code – are needed to work on 8-12,000 rows of data.

ADA upgrade deadline Feb. 15. Pad signed off. Door jams, and painting the pad are done. Only signs remain. Bldg. Inspector to be asked back. Bill volunteered to help.

Employee self-evaluations ongoing.

Finance, grants and FCC. \$8K in bank at year-end, plus two reserve funds, which is better than the expected \$50K in hole. Dian was asked for report on money movement: \$106,899 Fitch money dep. Oct. 9 into money-market account, and moved \$30K into Music library acct, for use in ADA upgrades and to finish Music Library. Another \$32K moved for year-end bonus, vacation payout, and secured credit-card (all Board-approved). Paid back that \$32K with CPB final check into money market account. \$44,639 from CPB deposited Jan. 13. Current balance money-market account: \$121,648.

Regarding Fair Access: the actual access to the airwaves. JT is often asked: how does one get on the air with one's opposing viewpoint or programming idea?

CPB requirements. Diversity training. Upshot: We need to choose one from item 3. Board can direct staff to get training in this. Put this in Board Staff retreat. We can direct Dev. Com to look at this. Should a committee be formed to look at this? Set our sights on annually meeting these requirements. Diversity training program for Board members.

Block Party. Not much energy for it at Dev't. Com. Concerns about May 24 (Kinetic Sculpture Race day). Summer Arts is following weekend. Sparse volunteering in 2013. Downsize it; leave the road open. Maybe potential Volunteers not coming to Dev Com meetings. A work-day for the Staff as well.

VII. Discussion / questions for Management – none that weren't already asked.

VIII. Consent calendar

- A. Disciplinary policy, Oct. 16, 2013 (second look).
- B. Programmer's agreement revisions: tabled.
- C. The Board directs the Policy Com. to draft revisions for next month's agenda providing for appointment by the Board of a representative of the Programmers and Volunteers to the Management Evaluation Committee. This appointment would eliminate an election process which for several years has received little interest. (That elections occur six months prior to the start of the evaluation process has also been a problem.) The language will include that the Board desires input from Programmers and Volunteers before making these appointments.

Julia moved to approve the entire consent calendar. Noel seconded. Unanimously approved.

IX. Treasurer's report – Unable to issue a written report; this report is the proposed budget. Budget-drafting process started in Oct. [Date at top should read Jan. 30, the date it was sent.]

Kim has not yet attended any Finance meetings. Finance had 3 three-hour meetings in Dec. Treasurer needs help from Board making the job more manageable. Budget process last year was 10 months long. Clarity about Board's role in financial oversight.

X. Closed session – personnel

XI. Unfinished business

- A. Budget discussion. Pledge drive expenses: 2013 budget \$5K, actual: \$17,580. JT explained that it came from > 100 HD radios; > 100 C. Crane radios; coordinator pay; the vacation raffle-prize. Many unanticipated expenses.

JM suggests Board provisionally approve Budget. Christine moved we accept Budget, with a friendly amendment that Treasurer report back on these expense lines: Website development hosting, Other consultants, and Pledge drive expenses. Unanimously approved.

- B. Appointment to Management Evaluation Com. Jack moved we appoint Dan Murphy, confirming a board poll. Marcy seconded. Unanimous.
- C. Second consideration – Fair Access to Airwaves policy change. Jack moved we incorporate these two lines: "Hosts of call-in shows must allow callers with opposing views to express themselves on the show [and be given] a reasonable amount of time." Christine seconded. Unanimously approved.

- D. Tech proposal – Noel moved we allocate \$5K to cover transmission-tower repairs. Jack seconded. Unanimously approved. JT reminds the Board to set up a Tech fund.
- E. Auditor appointment, contract provisions – Noel moved we appoint Stacey Edgmon as auditor. Marcy seconded. Unanimously approved.
- F. FSRN budget – was \$4500, now \$5K. Christine moved we approve this expense. Noel seconded. Unanimously approved. Jack Frybulous moved to rescind its direction to the Dev't Com. to initiate a Kickstarter campaign in order to finance FSRN. Motion passed.

XII. New business

- A. Plan Board Evaluation retreat – Marcy moved to table. Christine seconded. Unanimously approved. Discussion to be continued by email.
- B. CPB requirements (see esp. pp. 16-17: CPB General Provisions). Marcy moved we table. Christine seconded. Unanimously approved.

XIII. Reports

- A. Programmers' Rep. – Meeting scheduling will be discussed more via email.
- B. Management evaluation – Marcy asked for an update: Dan Murphy chaired a meeting that everyone on the committee attended. The Committee's timeline is later than the procedure calls for, but they've had a good start.

Noel moved we table consideration of the remaining reports. Christine seconded. Unanimously approved.

XIV. Scheduling - monthly meeting times of Committees

Unless otherwise noted, all meetings take place at KMUD, 1144 Redway Dr., Redway, CA.
Before showing up for a meeting, it would be wise to confirm no changes have been made.

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| A. | Board of Directors | 1 st Tues., 5 pm |
| B. | Development | 1 st Mon., 3 pm |
| C. | Executive | 2 nd Mon., 11:30 am |
| D. | Finance | 3 rd Tues., 3 pm |
| E. | Policy | TBA |
| F. | Website | 2 nd Tues., 10 am |
| G. | Board talk show | 2 nd Wed. (April, Jul., Oct., Jan.) |