

MINUTES

Redwood Community Radio Board of Directors

January 25, 2011, 4 pm

Healy Senior Center, Redway

- I. **Call to Order:** Meeting Ground Rules, Mission and Vision Statements were read by Vice President Marcia Bauer.
- II. **Roll Call:** Marcia Bauer, Vice President; Katie McGuire, Treasurer; Jama Chaplin, Secretary/Members' Rep; Larry Lashley, Programmers' Rep; Ben Levant, Programmers' Rep; Julia Minton, Members' Rep;
Board Members Absent: Rob Bier, President; James "Duff" Ficklin, Programmers' Rep; Sánd-Da, Members' Rep.
- III. **Introduction of Management Candidate**, if present – none was present.
- IV. **Approval of Minutes:** November, 2010 – not available; tabled.
- V. **Approval of Agenda:** It was decided, because of some crucial topics, to table Unfinished Business Items C (Correspondence Secretary items) and D, Revise VC/AA job description. Item X.A. is renamed: Part 1, Proposal to approve CPB grant for digital conversion; Part 2, Work Plan (for documents to be sent this week). Add new Item under New Business, CPB Station Activities Survey (who will do it). Since Terri Klemetson of the Hiring Committee can come at 6:30, the Hiring item is scheduled for that time, and becomes Item XI.C; the CPB SAS will be Item A. Jim Truitt may drop in to discuss the redwood roots that are being cut for the foundation for the Music Library Addition. Agenda is unanimously approved as revised.
- VI. **Open Time: Two minute statements and their Dispositions** - no speakers.
- VII. **Management Report (for now, this means 'report on management activities')**. Marcia will ask Rob to report to the Board on activities he has engaged in on our behalf.
- VIII. **Consent Calendar**
 - A. Approve new Compliance Calendar as submitted -- TABLED unanimously.
- IX. **Finance Committee Report** – Katie says the Committee has been focusing on the Budget and on day-to-day necessities, and she doesn't have a report on other aspects.
- X. **Unfinished Business**
 - A. **Recent grant award for digital conversion and upgrade of KMUE transmission:**
Part 1: Proposal to approve. Jama Chaplin moved that we approve the CPB digital conversion grants for KMUD and KMUE. Katie seconded. After much discussion, everyone is in favor except for Julia, who abstains. Katie then suggests that we form a subcommittee for fundraising.
Part 2: Work Plan. [Addressed a bit later in the meeting.] We need to prepare a packet of documents with signatures and send it off Thursday or Friday. Simon is willing to be listed as the contact person. Marcia is willing to sign documents; she's in town tomorrow.
 - B. **Approve a Budget for 2011.** Simon suggests raising underwriting rates and budget. Dian suggests a meeting with the underwriting rep and Finance Committee. Julia reminds everyone that it's a working document that can be revised. Katie moves to approve the draft of January 11, and to schedule a check-in in six months. Ben seconds. Unanimous.

Minutes from Jama Chaplin, Board Secretary, March 10, 2011

- C. **Correspondence Secretary policy, and revisit appointments - TABLED**
- D. **Revisions to Volunteer Coordinator/Admin. Asst. Job Description – TABLED**

Closed Session to Hear Report from Hiring Committee is then held.

During this session, Jim Truitt appeared and the Board discusses with him several people's expressed concerns about the cutting of the redwood roots for the Music Library Addition. It is acknowledged that we have a challenging situation, but no change of course is directed. Jim is thanked for his immense contribution to this project.

XI. **New Business**

A. **CPB Station Activities Survey** – This report is due Feb. 15. Who will do it? Jama and Simon are willing, and if there is a new Station Manager, they will be involved as well.

B. **Report on two bequests of land to KMUD – Marcia Bauer, Vice President.** Things are progressing slowly toward KMUD's ownership of properties left to us by Marian Mapes-Bouck and by Roy L. Fitch.

C. **Station Manager Search:**

-- **report and recommendation from Hiring Committee:** In open session, Julia Minton reported on the expenditures of the Committee and explained its process.

-- **Q & A in both directions with recommended candidate, if present** – they were not.

-- **note:** at the end of the meeting the Board scheduled a special Board meeting to make the hiring decision.

XII. **Reports**

A. **Technical Director** – Simon's email of Jan. 24 about the digital conversion grant might be considered his report for this meeting. [See Public File, Board Minutes files.]

B. **Program Director** - none

C. **Programmers' Reps** - none

D. **Members' Reps** - none

E. **Community Advisory Boards (CAB's)** - none

F. **Correspondence Secretary:** since the policy defining this job was once again tabled, the Board clarified that Ben, the C.S. in charge of email correspondence, will reply promptly to emails to the Board, thanking the person for writing, and saying that we will reply after our next meeting. Board members will be copied in on all emails sent on its behalf.

Next, the Board reviewed with Ben a few emails sent to the Board in December. Bruce Davis emailed on 12/18 trying to reconnect with an attorney who visited the Caspar Inn with some KMUD founders long ago; we'll ask Simon if he remembers. Danny Murphy emailed on 12/20 about problems with the audio archive. Rob forwarded this to Simon, but we don't know if Danny received a reply. And, our reply to Bob Stern will be like, 'thank you for your input and your clarification. We appreciate and have considered what you have to say. We're glad you're part of the KMUD family.'

G. **Staff meeting report, and appoint next Board member(s) to attend:** Julia said that she and Rob attended a staff meeting in December, and Rob joined the staff for lunch at the Mateel. There's nothing current to report to the Board.

XIII. Other Committee Reports

A. Development, including Pledge Drive Subcommittee: Katie and Marcia report that at the meeting Jan. 18, the year's calendar of events was penciled in on the whole-year calendar. Block Party is July 2, with a lower-key Birthday Party at the station on May 28. Pledge Drive Committee will meet Feb. 9, and Katie emphasized the importance of getting the next Silent Drive letter out very early.

Jama mentions that the Dev. Com. also discussed the need for fundraising for the signal upgrade project. Katie says we need a subcommittee to work on both of our special projects.

B. Mediation – The Mediation Committee will be meeting after Rob's return to discuss what further role they will play in providing a working list of potential Grievance Panel members.

C. Policy – no report

D. Building – Larry says the tree roots have been much more work than expected. Jama passed on Jim Truitt's request from a Building Committee meeting: that the organization help the Music Library Addition project with fundraising and volunteer outreach.

E. Emergency Preparedness – no report

F. Website - see reports in Public File from their meetings of 12/22 and 1/19. Julia attended and says they are working out details of an on-line store for our novelty items. E-Bay's "Giving Works" program for non-profits allows the auction of items, with no fee. This might be especially interesting at pledge drive time. Does the Board accept working with E-Bay? And, Bob F. and Solar Dan are working on listing Local News headlines on the Audio Archive table of contents, and a trial project to create synopses of the Local News stories on a blog. Julia is very excited about these.

XIV. Scheduling

A. Board of Directors: Special Meeting for Management Hire: Jan. 28, 4 pm, KMUD.

Next regular meeting: Feb. 22, 4 pm, CPC

B. Executive Committee: proposed is Feb. 8, 3 pm

C. Finance Committee – probably Feb. 8, after ExCom (later changed to 2/17, noon)

D. Development Committee: Pledge Drive 2/9;

E. Policy Committee

F. Building Committee: January 31, 10 am, and every two weeks

G. Which Board member(s) to Board talk show, 2nd Wednesday: TBA.

Minutes respectfully submitted by Board Secretary Jama Chaplin on March 10, 2011.