

MINUTES
REDWOOD COMMUNITY RADIO
BOARD OF DIRECTORS MEETING
July 24th, 2007, 1:00 pm
Humboldt House Inn, Garberville, CA

I. CALL TO ORDER AND OPENING COMMENTS

Sydney calls the Board Meeting to order at 1:05 PM

II. ROLL CALL

Board Member Presents: 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*, Brenda Starr (Excused Absence)

III. APPROVAL OF MINUTES

June 26th 2007 and July 2nd, 2007 Special Meeting

Harold moves to table for approval until the August meeting. Juna seconds. Unanimous.

IV. ADOPTION OF AGENDA

Harold moves to adopt July 24th Agenda. Juna Seconds. Unanimous.

V. MANAGEMENT REPORT

General Manager is unable to attend meeting. Copies of the GM Report are distributed. Marcia reads aloud for the record. Here are the highlights of Brenda Starr's written report. Marianne Knorz is the new Program Director. Fiscal results from declining to do KMUD Coffee Booth at Reggae Rising: 3 underwriters left; \$2,100 in donations toward lost revenues received. Taxes are finished and financials for the CPB grant have been submitted and accepted. Awaiting CPB \$49,481 and \$19,500 RLAIIF grant payments. Ownership Report to be e-filed by August 1st. Ownership and EEO Reports will be available in the Public File by August 1st. Luau event will cost Approx. \$4600. Revenue projected at \$10,500. Earthdance expenditures are unknown at this date. Ping Pong for Public Radio Tournament benefits KMUD and KHSU. KMUD costs are \$150. The proceeds will be split between the two stations. Board is requested to consider September dates for Board Retreat and Training. Grant can be written for Facilitator through HAF. Grant request must be in on the first of each calendar month for consideration. GM will attend Shelter Cove Pioneers meeting and present a proposal for funds to assist with moving the Leggett Translator to Shelter Cove. NFCB is negotiating with SoundExchange re: streaming fees for Non-Commercial stations. More information as it becomes available. Frank Gloeggler to give Auditor's Report at 2 pm.

VI. OPEN TIME @ 1:30 PM

Katie McGuire would like to be considered for the KMUD Board appointed seat. Longjohn presents and discusses KMUD Mobile and Emergency Studio. He distributes a handout with a description and prototype of the project. President allows Bettye to speak in open time. Bettye reminds the need to read the KMUD Meeting Ground Rules. They should apply to both Board members and community members in attendance. Gives a statement on the process and vote on the Reggae Rising Coffee Booth. Suggests a Policy for only one person to be the voice for the Board re: PR and News. Disposition given to Ex-Com to either agendize and/or send to Policy Committee.

Approved Minutes, July 24th, 2007
Submitted by: Sydney King, Acting President

Marc suggests decreasing the Pledge drive goal from \$85,000 to \$60,000. BR states need for the Volunteer Coordinating Committee to start meeting again and no need to reduce Pledge goal. Jama speaks about the Gender Balance Item. She states this is a subset of the Board's responsibility to ensure equal access to the airwaves, an FCC and Bylaws requirement. The transition in Program Directors is a good time to envision how the Board will exercise that responsibility. She gives 2 ideas.

VII. FRANK GLOEGGLER AUDITOR REPORT

Independent Auditor for KMUD. Presents audit report for year end Dec. 31 2006 and 2005. He presents three problematic areas:

- 1) Underwriter's receivables. KMUD has a heavy allowance for bad debt. Estimated \$16,000 may go unrealized per year. Receivables are still on books from 2002. We have reserved against them, however still on the books. They should be cleaned out every year.
- 2) Allocation of time and money between Program Services, Administrative and General, and Fundraising. In the past tracking staff time in each of these categories has been on a percentage basis. Mr. Gloeggler stresses the importance of tracking hourly to reflect how much time staff members are spending under each category.
- 3) Consistency is needed from year to year. With change of accounting system, the new accounting system needs to put the numbers in the same place/category as the old accounting system.

VIII. COMMITTEE REPORTS

A. Finance

Treasurer reports deposits of \$23,813 and expenditures of \$36,201 in June. As of June 29th the bank balance was \$66,023.20. Financial statements by auditor Frank Gloeggler and Budget to Actual reports are available. The financial audit required from CPB is now complete well ahead of the first extension date. Expect to receive the first installment check soon. Committee reviewed line-items on the budget and identified areas in need of attention, where budget cuts can be made, and re-shaping line-items to give better information about spending. Committee is searching for a new accountant to assist with challenging situations that may arise. Simon has been requested to prepare estimates regarding the Shelter Cove translator project for next month. Pledge reminder letters have gone out on schedule.

B. Development

Sydney agrees to Chair the Development Committee. Meeting TBA with those interested. Also open up to staff, programmers, members and community for their input.

C. Policy

In progress.

D. Building & Memorial

Harold reports a few possible expansion plans using AutoCAD are being created. A blueprint of the existing KMUD building will be available this week. Felix is still willing to assist on the committee. Recycled wood available. Building extensions/maintenance need to be added as a line-item on the budget.

E. Website

Felix filling out the "people picture gallery." Would like feedback about forums and blogs.

F. Elections

Grievance and Mediation Committee elections still in process.

G. Evaluation

Report and recommendations will be given during Closed Session.

IX. OTHER REPORTS

A. Community Advisory Board (CAB) North

No Report.

B. CAB Central and South

Sienna Klein, Rohn Jennings, Rick Cooper, and perhaps Aleida Rios are members in the Central region. Report a growing Hispanic community in Humboldt to whom KMUD ought to do outreach. Board meeting time in the middle of the day limits the number of attendees.

C. Programmer Representative(s):

Requests for e-mail addresses from programmers are coming in well. Harold will pass on to Programmer's Reps and Volunteer Coordinator(s).

D. Correspondence Secretary

Question regarding Signature Coffee thank you card for monetary donation for the coffee. Bettye will meet with Brenda to clarify.

E. Programming

No Report.

F. Technical

Request for a monthly Technical Report. Simon, Brenda, Bettye and Dena Baker have been working with the Pioneers and SCPOA (Shelter Cove Property Owners Association) in Shelter Cove regarding funding to help with the Leggett Translator move.

G. Compliance Calendar Task Force

First draft of Compliance Calendar handed out. Specifies dates for Administrative Tasks to be completed.

X. UNFINISHED BUSINESS

A. Reggae Coffee Booth Vote Confirmation

Policy requires we must, after a week of public notice, confirm our vote made on July 2nd (See Agenda Additions/Prior Notice in Policy Manual, June 26th Minutes, July 2nd Special Board Meeting Minutes). Confirm votes made on July 2nd to rescind the decision to participate with the coffee booth and the subsequent vote to decline participation with the coffee booth. Not a revote, but a confirmation of votes made July 2nd.

Harold, Juna, Felix, Marcia, Sydney confirm their votes of July 2nd. Bettye is granted the following Correction of the Record due to the President's error:

Correction of the Record

Bettye states for the record that she was opposed to declining KMUD's participation in the coffee booth at Reggae Rising. The President apologizes that she misread what she thought was Bettye's hand raised as an "in favor" vote without following up with a verbal "In Favor, Opposed, Abstain." The record is so noted and reflects Bettye's opposed vote on July 2nd. It is reflected in the minutes recorded for that date.

B. Membership Representatives Election Confirmation

Policy requires we must confirm our vote made on July 2nd. Confirm our vote that the Membership Representative seats on the Board be filled by the two people who stepped forward: Felix as incumbent seated in the 3 year term; Brea Stone seated to fill out the remaining two year term of Traci Thiele.

Harold, Juna, Marcia, Sydney, and Bettye confirm their votes of July 2nd (Felix had abstained on the original vote).

C. Policy Manual (2nd Month)

Juna moves to approve the Policy Manual of May 15th, submitted by the Policy Committee, as an accurate compilation of the policies in place for RCR. Harold seconds with the following comments during Discussion.

Two errors that need to be omitted. Harold points out 3.3.1, pg. 16 in the Policy Manual (Candidate Eligibility). Programmers do **not** need to be members. They can choose or not to become members. He also refers to 5.3.1, pg. 32 (Completion of Programmer Training) “and to apply for Programmer’s licenses...” This is an obsolete FCC requirement. Juna notes that Policy Committee will make these two changes.

Harold, Juna, Sydney, Bettye, Marcia vote in favor. Felix abstains.

D. Disciplinary Policy (consideration of proposed revisions)

Jama explains the proposed revisions. Main content change was to address and correct problems with the existing policy, namely that the existing document does not, if there is no resolution with an employee undergoing the Disc. Process, lead down the path to the possibility of termination. The revised document corrects this oversight. Discussion if this policy applies to Contractors or only to Employees. Proposal to remove Contractors from the document.

Juna moves to approve revisions and removing “Contractor’s.” Marcia seconds. Juna, Sydney, Bettye, Marcia in favor. Felix opposed. Harold abstains. Motion passes.

E. Appointment to Mediation/Grievance Committee: One Community member Grievance/Mediation Committee still needs one community member to serve.

XI. NEW BUSINESS

A. Policy Proposal: Agenda Requirements for Board Meetings

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.

Sydney moves to accept Policy proposal. Marcia seconds. Unanimous.

B. Call for nominations for the Board Appointed Seat

Thus far Bud Rogers, Longjohn, Katie McGuire, Jim Robinson. Nominations and letters of intent are considered until six days before the August 28th Board meeting.

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

Consider when revisiting Mission Statement and By Laws. Agendize Mission Statement.

D. Ping Pong Tournament July 28th.

KHUM is producing this benefit. KMUD will split the proceeds with KHSU.

E. Board Retreat and Training

Tabled to August meeting. Request from GM in Management Report to consider September dates.

XII. MEETING SCHEDULE and ASSIGNMENTS, GOOD AND WELFARE

- A. Executive Committee Meeting: August 8th, 1:00 pm, Mateel Café
- B. Finance Committee Meeting: TBA
- C. Development Committee Meeting: TBA
- D. Policy Committee Meeting: TBA
- E. Building & Memorial Committee Meeting: TBA
- F. Web Site Committee: TBA
- G. Board Talk Show: TBA
- F. Board Meeting: August 28th, 1:00, Humboldt House Inn, Garberville

XIII. CLOSED SESSION

Evaluation Committee reports on Brenda Starr's evaluation. The Board unanimously approves to retain her as General Manager and end her probationary status in that position.

XIV. ADJOURNMENT