



## KMUD BOARD OF DIRECTORS

### **MINUTES – July 16, 2024**

A regular meeting of the KMUD Board of Directors was held via zoom. After a quorum was established, the meeting was called to order at 3:00 p.m. by Chestine Anderson President.

#### **A. ROLL CALL**

MEMBERS PRESENT: Matt Knight, Chestine Anderson, George WinterSun, Stephanie Thomas, Javier Rodriguez (Joined around 4:25 pm), Michelle Vassel.

MEMBERS ABSENT: Flurina Niggli, Lelehnia DuBois

STAFF PRESENT: Sarah Starck Interim Station Manager

GUESTS: Lois Cordova, Jama Chaplin (Parliamentarian), Chanin, and Lisa “Luv” Deny

#### **B. BOARD BUSINESS:**

1. Motion to approve the meeting minutes for the May 21, 2024, with corrections read into the record by Chestine Anderson, moved by George WinterSun and Seconded by Matt Knight. Anderson, WinterSun, Thomas, Vassel, and Knight yes, 0 no, and 0 Abstain. Motion Passed.
2. Motion to approve the meeting minutes for the June 18, 2024, with corrections read into the record by Chestine Anderson moved by George WinterSun and Seconded by Matt Knight. 5 yes, 0 no, and 0 Abstain. Motion Passed.

#### **C. OPEN TIME**

Lois Cordova- spoke regarding community radio trainings. The Board will discuss via email.

#### **D. CONSENT AGENDA ITEMS**

- A. Motion to approve consent calendar confirming board poll vote decision that Given that the Board-approved KMUD Station Manager job description is so broad that one person is unable to fulfill all aspects/responsibilities adequately, the Board confirms the board poll decision to divide the job into 2 separate positions - those of Station Manager and Financial Manager. This management team will work closely together to manage all aspects of the station. The contract with a Financial Consultant will be eliminated.  
and confirming the board poll decision to fund the Reggae on the River coffee booth for \$2130 by Chestine Anderson and seconded by Michelle Vassel. 5 yes, 0 no, and 0 Abstain. Motion Passed.



E. **UNFINISHED BUSINESS**

1. Motion to approve Financial Emergencies Policy 4.9 by Chestine Anderson, seconded by Matt Knight 5 Yes, 0 No 0 Abstain. Motion Passed (attachment 1)
2. Interim Station Manager Sarah Starck provided a station manager report to board.
3. Interim Station Manager Sarah Starck provided Finance Committee Report to the board.

F. **NEW BUSINESS**

1. Motion to approve the formation of hiring committee for Station and Financial Manager and appoint George WinterSun, Chestine Anderson, Marsha Mendels, Margie Plant and Lisa Music (chosen as staff representative) by Michelle Vassel and Seconded by Matt Knight 6 Yes (included Javier Rodriguez at this point), 0 no, and 0 Abstain. **Motion Passed.**
2. Motion to approve job descriptions of Station Manager and Financial Manager with additional language qualification to the Financial Manager job description of 2 years minimum experience HR and increase Station Manager salary range to \$28-\$32/hr motion by Chestine Anderson and seconded by Matt Knight. 6 Yes, 0 No, and 0 Abstain. **Motion passed.** (attachment 2)
3. Motion to approve Mid-Year Budget review and adjustments recommended by finance committee by George WinterSun, and seconded by Chestine Anderson, 6 yes, 0 no, and 0 Abstain. **Motion passed.**
4. Motion to create a native land acknowledgement by George WinterSun and seconded by Chestine Anderson. After discussion, this was tabled until August meeting.
5. Motion to remove (First Reading) fundraising stipend policy 4.12.3- (Attachment 4) by Chestine Anderson and seconded by George WinterSun. 6 Yes, 0 No, 0 Abstain. **Motion passed.**
6. Motion to Policy re Records Retention Policy to become part of the Accounting Manual – Attachment 5.” By Stephanie Thomas and seconded by Matt Knight 6 Yes, 0 No, 0 Abstain **Motion passed.**
7. Motion to approve (First Reading) “Hiring Policy” change (attachment 6) by Chestine Anderson seconded by Matt Knight 6 Yes, 0 No, 0 Abstain. **Motion passed.**
8. The Board scheduled a work session of the board for a major donor campaign July 29<sup>th</sup> via zoom 7 pm (Michelle Vassel will send out link).

G. **COMMITTEE REPORTS**

The board received a report from the Programmer Representatives, Correspondence Secretary, Development Committee, Membership Drive committee, Buildings and Grounds committees.

H. **CLOSED SESSION**

None scheduled

I. **ADJOURNMENT**



There being no further business, the meeting was adjourned at 5:19 p.m. by President Chestine Anderson

Respectfully Submitted by:

\_\_\_\_\_  
Michelle Vassel  
Secretary

### Attachment 1

**This revision is recommended by the Finance Committee:**

#### **4.9. FINANCIAL EMERGENCIES**

*06/16/98, 09/08/15, 03/10/16; 12/09/20; 07/12/22; 09/13/22*

Regarding emergency fund sources:

1. A Board resolution could, at any time whether an emergency exists or not, authorize the Financial Station Manager (or in their absence, the Station Manager, or next in line an Executive Committee member, ~~in the absence of a Station Manager~~) to seek to set up and maintain a \$30,000 line of credit with a local financial institution, including possibly Vocality Community Credit Union.
2. The ~~Board Finance Committee~~ shall recruit private sources of loans within the community. The Financial Station Manager and Treasurer will maintain this list in a confidential manner.
3. RCR disallows paid staff or Board members (or their family members or significant others) to lend money to RCR.

To request that a specific amount of money be borrowed to deal with a financial emergency, the Financial Station Manager shall contact the Executive Committee to facilitate a board decision to authorize a specific amount of borrowing. The proposal to borrow will include a plan for how the funds will be repaid (for example, budget adjustments and/or additional fundraising plans).

### Attachment 2

#### **KMUD Station Manager Job Description**

**BASIC FUNCTION:** The Station Manager is responsible for overseeing and managing all aspects broadcasting, production, and engineering, ensuring the station runs smoothly and efficiently. They are expected to work in collaboration and cooperation with the Financial Manager, staff, independent contractors, the Board of Directors, volunteers, and membership.

**SUPERVISED BY AND REPORTS TO:** Redwood Community Radio Board of Directors

**SUPERVISES:** All paid and contract staff & **With the Financial Manager**, Fundraising Staff



**POSITION DETAILS:** • Full-time, 32 hours per week position • Pay range: \$28-\$32 per hour, commensurate with experience

**RESPONSIBILITIES INCLUDE: Management** • Work collaboratively with the Financial Manager to ensure financial health of the organization. • Provide leadership and support to staff and volunteers. • Emphasize teamwork and consensus building in decision-making and all aspects of staff coordination. • Make and implement decisions regarding the operation of the station, including personnel, contracts, legal requirements, maintenance, and RCR policies. • Ensure compliance with FCC and CPB requirements and with local, state, and federal laws and regulations, including safety, environmental, and labor laws. • Implement hiring, firing, training, and evaluation of paid staff. Create, modify, or eliminate positions, job descriptions, or contracts within the expenditure limits established by the Board for total staff costs and total contractor costs. • Participate as an active advisor of the Board of Directors and its Executive Committee. Submit written reports and recommendations to the Board at the monthly board meetings. • Participate in other committees as needed, including Development, Membership Drive, Policy, and the Program Selection and Review Council. • Hold regular meetings with staff and contractors, and plan board/staff meetings, board trainings, and board retreats, including strategic planning. • Help facilitate the empathetic conflict resolution where appropriate per RCR policies. • Have the ability to interface and cope with complex confrontational situations in a calm and professional manner. • Perform other duties as assigned by the Board of Directors. • Promote diversity and inclusion within the radio station and in all community interactions. • Implement programs and initiatives that celebrate and support the diverse backgrounds and cultures within the community. • Follow Redwood Community Radio Policy, By Laws, and the Accounting Manual

**Core Responsibilities:** Technical and Operational Management • Oversee and supervise staff with responsibilities for the station's daily operations including News Department, Music Director/Program Director, Technical Director, Content Editor, traffic, public affairs, engineering, and technical direction of the station. • Coordinate with staff to create and maintain efficient broadcast and production systems. • Develop and implement policies and procedures to improve station operations. • Create, review, adjust, maintain, train and oversee all operational and related SOPs. • Ensure compliance with FCC regulations and other broadcasting laws and all local, state, and federal regulations. • Oversee the required filing of regulatory reporting to the Public File & the website. • Stay updated with the latest in podcasting, marketing, social media, website management, and other relevant technologies. • Oversee the maintenance of buildings, equipment, and grounds. • Responsible for outreach and promotion of KMUD, its programs, and events, including public speaking, press releases, and advertising in all appropriate media, publications, social media, and the website. • Represent the station to other agencies and organizations and seek opportunities for collaboration and/or utilizing shared resources.

**As Part of a Management Team, work with the Financial Manager to ensure the financial health of the station** • Share oversight of the fundraising staff, Membership Coordinator and Underwriting Rep. • Operate within the Board approved annual budget. • Oversee membership drives in coordination with the Membership Drive committee and Membership Coordinator staff person. • Oversee events and promotional activities to enhance the station's visibility and community engagement. • Oversee the purchasing of KMUD merchandise for sale and promotion. • Support fulfillment of restricted funds and grant expenditure allocations and reporting • Participate in fundraising campaigns and activities as needed • Ensure compliance of Human Resource Management

**QUALIFICATIONS:** Required: • Management experience • Strong leadership, organizational, and communication skills • Ability to mediate conflicts and foster a collaborative working environment • Technical skills in podcasting, marketing, social media, and website management • Experience in fundraising, event planning, and community



engagement • Ability to understand and manage a budget (spending within budget) • Familiarity with Google Workspace and office equipment • Strong written and interpersonal communication skills • Familiarity with nonprofit organizations and their unique operational needs • Ability to work with a diverse group • Commitment to community

**Preferred:** • Experience in managing broadcast radio station operations and personnel • Knowledge of FCC regulations and other compliance requirements • Degree in mass communications or related field • Experience working with a board of directors • Experience as a board member • Familiarity with social media

**Equal Opportunity Employment** Redwood Community Radio, Inc. is an Equal Opportunity Employer. We celebrate diversity and are committed to creating an inclusive environment for all employees. All qualified applicants will receive consideration for employment without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, disability, or veteran status

### **KMUD Financial Manager Job Description**

**BASIC FUNCTION:** The Financial Manager directly oversees the Financial functions and Human Resource management for the organization. They are expected to work in collaboration and cooperation with the Station Manager, staff, independent contractors, the Board of Directors, volunteers, and membership.

**SUPERVISED BY AND REPORTS TO:** Redwood Community Radio Board of Directors

**SUPERVISES:** The contract bookkeeper & With the Station Manager, Fundraising Staff

**POSITION DETAILS:** • Part-time: 8-12 hours per week position • Pay range: \$30-\$40 per hour, commensurate with experience

**RESPONSIBILITIES INCLUDE:** Management • Work collaboratively with the Finance Manager to ensure the financial health of the organization. • Provide leadership and support to staff and volunteers. • Emphasize teamwork and consensus building in decision-making and all aspects of staff coordination. • Make and implement decisions regarding the financial operation of the station, including personnel, contracts, legal requirements, compliance, and RCR policies. • Ensure compliance with FCC and CPB requirements and with local, state, and federal laws and regulations, including safety, environmental, and labor laws. • Implement hiring, firing, training, and evaluation of paid staff. Create, modify, or eliminate positions, job descriptions, or contracts within the expenditure limits established by the Board for total staff costs and total contractor costs. • Participate as an active advisor of the Board of Directors and its Executive Committee. Submit written reports and recommendations to the Board at the monthly board meetings. • Participate in other committees as needed, including Finance, Development, Membership Drive, Policy, and other ad hoc committees as needed. • Hold regular meetings with staff and contractors, and participate in board/staff meetings, board trainings, and board retreats, including strategic planning. • Help facilitate the empathetic conflict resolution where appropriate per RCR policies. • Have the ability to interface and cope with complex confrontational situations in a calm and professional manner. • Perform other duties as assigned by the Board of Directors. • Promote diversity and inclusion within the radio station and in all community interactions. • Support implementation of programs and initiatives that celebrate and support the diverse backgrounds and cultures within the community. • Follow Redwood Community Radio Policy, By Laws, and the Accounting Manual

**Core Responsibilities:** Financial Management • Build awareness of basic accounting and recordkeeping principles among relevant staff, committees, and board members, along with implementation of said principles, including but not limited to GAAP Accrual accounting, Internal Controls, and Risk Management. • Oversee the financial functions of the station,





including membership, development, bookkeeping, underwriting, budgeting, purchasing, and sales. • Oversee, recommend, implement, and train staff regarding all aspects of the Accounting Manual, and oversee its annual review. Create, review, adjust, maintain, train and oversee all financial and related SOPs. • Work directly with the Station Manager, Staff, Audit, Finance, and Development Committees, as well as, with the Board of Directors and other committees as needed, to develop and maintain fundraising efforts and financial compliance throughout all aspects of the organization. • Oversee the search for and securing of grants in collaboration with the Grant Team. • Prepare and maintain a Staff Annual Budget and draft the overall Annual Budget with support and consultation with the Station Manager and the News Director for approval by the Board. • With support of the Station Manager, Staff, Development and Finance Committees, create the Annual Fundraising Strategic Plan in alignment with the budget early in each year. • Prepare timely and accurate financial reports required by the Board of Directors, local, state, and federal agencies, and by lending and grant-making institutions. Provide a monthly narrative report analyzing the financial situation for the Board. • Oversee the public posting of designated financial reports one week before the monthly Board meeting and upon request. • Maintain oversight of all financial aspects of the station including but not limited to Accounts Receivable, Accounts Payable, NFFS tracking, Paid Time Off, classification of income and expenses, cash flow tracking, restricted grant funds and their release from restriction, authorization of payments, reimbursements, and all financial transactions. • Track all grants, restricted and other, support preparation of reports to funding sources as required by the individual grant terms. • Oversee the creation and maintenance of clear MOUs for events, trades, and other financial related obligations and agreements. • Maintain the Chart of Accounts, Payroll backend mapping, annual reset of paid sick leave and vacation accrual & setup upon hire, grant tracking, and other oversight of Quickbooks software. • Maintain digital files of all payroll tax liability payments and quarterly filings, as well as other regulatory financial filings to maintain compliance among all applicable agencies. • Perform a monthly review of bank, credit card, event and database reconciliations. • Ensures all paperwork follows the requirements for documentation and retention, including In-kind and Trade paperwork. • Perform Year-End close of the books. • Recommend auditor candidates to the Board; work with the Board on the auditor's contract. • Facilitate the completion of the annual audit required by CPB in a timely manner. • Oversee achievement of Auditor's Recommendations. • Prepare the annual AFR in a timely manner. • Ensure timely completion of the required financial filings for all State & Federal reporting Human Resource Management • Oversee all aspects of Human Resource practices and processes. • Develop HR policies and oversee implementation. • Support the recruiting, hiring, and onboarding of staff. • Manage employee relations and performance with the Station Manager. • Ensure compliance with state and federal labor laws, as well as, EEO, FCC, & CPB regulations • Oversee benefits and compensation. • Foster a positive work environment. • Align HR strategies with the organization's mission and goals.

#### **QUALIFICATIONS:**

**Required:** • Management experience • Degree in business or related field • Understanding of GAAP accrual accounting • Ability to understand and manage a budget (spending within budget) • Familiarity with non-profit accounting principles • Strong skills in fundraising and financial management • Experience working with a board of directors • Strong written and interpersonal communication skills • Ability to work with a diverse group • Commitment to community - Minimum 2 years HR experience.

**Preferred:** • Three years of non profit accounting experience • Working knowledge of CPB regulations • Familiarity with financial databases and office software • Experience as a board member • Familiarity with fundraising, marketing, & social media

**Equal Opportunity Employment** Redwood Community Radio, Inc. is an Equal Opportunity Employer. We celebrate diversity and are committed to creating an inclusive environment



for all employees. All qualified applicants will receive consideration for employment without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, disability, or veteran status.

### **Attachment 3**

Redwood Community Radio Inc acknowledges that the land on which we gather today is the unceded territory of the Sinkyone and Wailaki peoples. We recognize the enduring relationship between the Sinkyone, Wailaki, and their traditional lands, which extend throughout what is now known as Redway, California. We honor their ancestors, past, present, and emerging, and acknowledge the ongoing cultural, spiritual, and physical connection the Sinkyone and Wailaki have to this region.

### **Attachment 4**

The Finance Committee recommends the deletion of this policy:

#### **4.11.3 Fundraising Stipends**

Those who do fundraisers, other than the on-air fundraiser, may receive a \$50.00 stipend and 10 per cent of the net profit.

### **Attachment 5**

All financial activities shall comply with the procedures outlined in the Accounting Manual, which includes the Records Retention Policy. The Records Retention Policy details the duration and method of retaining all organizational records to ensure regulatory compliance and organizational accountability.

### **Attachment 6**

#### **5.4.4 Hiring**

01/08/94, 03/10/16, 09/09/19

The station shall advertise all paid staff openings, full- or part-time, as far and wide as the RCR broadcast area. This stricture does not apply when a promotion is made to fill a vacant position.

The Station Manager is responsible for all hires. (See Section 2.4.10, "Hiring Committee for Station Manager.")

~~Job applications shall be kept on file for one year in case of immediate job openings. If a position is vacated within initial 90 days of employment, the previous pool of applicants will be reassessed before an additional open hire is launched.~~