

MINUTES - REDWOOD COMMUNITY RADIO

BOARD OF DIRECTORS MEETING

AUGUST 25 2009

HEALY SENIOR CENTER

I . Call to Order: Meeting Ground Rules and Opening Comments. Katie calls the meeting to order at 5:05pm.

II. Roll Call: Board Members: Katie McGuire, President/Parliamentarian; Bettye Etter, Vice President/Correspondence Secretary; Bud Rogers, Secretary/Programmer Rep; Aleida Rios, Treasurer; Felix Omai, Member Rep; Johanna Hamel, Programmer Rep; Larry Lashley, Programmer Rep, Absent: Bria Stone, Member Rep; ex officio: Brenda Starr, GM

III. Minutes from the July BOD meeting were not approved. Motion to delay July minutes' approval was voted for by a 4-2-2 count.

IV Agenda is unanimously approved

V. OPEN TIME

1. Agnes Patak presented her proposal for a KMUD/Mateel Halloween event. Agnes addressed concerns about volunteers & expenses: "I will cover any financial loss to KMUD. KMUD will not lose on this one". With a "Day of the Dead" theme and Ozomatli booked for \$20K (they also are paying for their own hotel rooms), Agnes hopes this will be an opportunity for healing in our community. She also liked the idea of serving Mojitos at the gig.

The Mateel has agreed to cover all the volunteer spots so as not to pull KMUD volunteers away from the station during our Fall Fundraiser (which will be taking place during this special Halloween event). With absolutely no financial risk for KMUD (Thank you Agnes!), and any profit being split 50-50 between KMUD and the Mateel, grand thanks were given to Agnes from the BOD.

2. Randy Dalton - In addition to submitting a letter of intent to be

considered for the KMUD BOD appointment, Randi pointed out her hope that KMUD 'catalogue' various programs she considers educational as a public resource - particularly "Heart of the Earth". It was pointed out that KMUD already archives these programs .

3. Marcia Bauer - Asked the KMUD BOD to consider determining greater clarity between KMUD, the Mateel, and shared events between the two organizations, particularly from a legal perspective. In response, GM pointed out the "memorandum of understanding" between KMUD and the Mateel which was utilized at the "Conscious Uprising" event last Spring. GM recommends this communication document be utilized at the upcoming Halloween event.

VI. Seating of newly elected Board members James "Duff" Ficklin, Meghan Joyce and Jama Chaplin. James and Jama will fill 3-year terms and Meghan will fill a 2-year term (this seat was vacated after only one year of the 3-year term was fulfilled by Susan Brooks... she resigned)

VII. Appointment of new BOD member: Rob Bier & Randi Dalton submitted letters of intent: a written vote took place with Rob Bier being selected by majority vote. He will fill a 3-year term & will be seated at the Sept. BOD meeting.

VIII Election of Board Officers: President - Aleida nominates Kate McGuire, Felix seconds, Kate abstains, everyone else votes yes & Kate is re-elected Board President.

Vice-President - Johanna nominates Felix, who respectfully declines. Felix nominates Jama with a second by Duff – Jama unanimously elected VP.

Secretary - Kate nominates Johanna, Jama seconds...all members vote yes with Johanna abstaining. Johanna elected secretary but notes she will not wear pantyhose for this position.

Treasurer - Aleida nominated by Larry with Kate seconding. Aleida elected unanimously.

IX. Management Report (see GM's document) Updates: we received the RLAIIF grant early this year so the \$19.5K will show in this year's accounting - not in the following year per usual. Frank Gloeggler will be at the next BOD meeting in Sept. so we have a month to review the 2007/2008

financial statements presented to us from his audit. GM noted that we may see a slight increase in our CSG from CPB. GM requests that a separate Umpqua Bank account be set up for any monies generated from our arrangement with Amazon.com. Kmud receives a percentage from Amazon sales made from our website. Discussion ensued: what percentage does KMUD earn from these Amazon sales? Some objection is expressed over having the Amazon logo on our KMUD website and whether it is worth it all. GM will report back at next meeting. GM notes that the Security Store is in progress of installing our new security system . Additionally, "No Camping or Loitering" signs are going up at the station per KMUD policy. GM will be taking time off Sept 8-11th. Apple pressing party forthcoming! The building project for KMUD's addition progresses with some discussion about paid contractors vs. volunteers

X. Unfinished Business

A. compliance calendar: With the intent being that any items inadvertantly left off in the transition of different versions of the Compliance calendar be reinstated...Jama makes a motion that we combine elements from both documents into a user friendly version for the BOD and GM. The motion is seconded by Aleida and passes unanimously.

B. Create a volunteer committee (see document proposed by GM). Currently, there already exists a volunteer group working on all aspects of the Fall Fundraiser...discussion ensues about possibly combining these committees and the issue gets tabled until Sept.

C. Grass Roots Radio Conference: Three motions are brought to the KMUD BOD by the 2010 GRC independent committee represented by Marianne Knorzer.

MOTION 1: KMUD forms the GRC Committee as an ad hoc committee of the Board. Committee members are Behr, Marianne, Duff, BR, Katie McGuire, Cindy Reed, Jama Chaplin, and Bob Froehlich. GRC 2010 will occur as outlined in the Proposal of July 21, unless Board is informed of significant changes. GRC Committee is authorized to open an independent bank account at CCUSH with GM Brenda Starr and Board President Katie McGuire as the signatories, appropriately, per KMUD policy.

Motion passes unanimously.

MOTION 2: KMUD schedules GRC 2010 the weekend of May 13-16th.

Motion passes unanimously.

MOTION 3: KMUD gives approval to the GRC Committee to seek grants in KMUD's name for GRC 2010, with any funds being transferred to the GRC account ASAP after their receipt by KMUD. The GRC Committee will communicate with GM regarding any potential grant acquisition. The motion passes with all voting yes except for Johanna, who abstains.

D. Board Orientation: Potential date Sept 20 11am-2pm at Katie's place.

NEW BUSINESS

A. Snacks at meetings - topic was briefly mentioned, but apparently everyone was too hungry to think because no decisions were made on this.

B. Cash Handling policy: Created by Aleida and the Finance Committee - BOD will review and prepare questions for next time.

C. Amazon - see discussion under Management Report, above.

REPORTS

A. CAB Central representative Siena Klein submits a report with several excellent points brought up by the KMUD community - see her submitted report.

*****BOD breaks at 7:45pm for a brief treat with departing Board members and reconvenes at 8:02pm*****

B. Treasurer/Finance. Questions are raised about the varying numbers presented in the financial accounts of our events for the year thus far. GM encourages BOD to continue with training - particularly in the financial realm.

Discussion ensues concerning the value of doing events vs. the time/energy/commitment it takes to put such events on. After questioned about cc bills, GM states "credit card bills are paid before interest accrues".

C. Technical Report: see report from Simon...also GM points out that the new tower in Shelter Cove is licensed in compliance with the Coast Guard.

D. Program Director: see report from Marianne. Jama inquires about info in the programming Operator's Handbook. How is current info, particularly newly approved changes, conveyed to our programmers? Also, Duff reports concern from engineers over their commitment demands...discussion ensues.

E. Programming Reps: Johanna reports that another highway cleanup took place in August and it looks like we will be getting "91.1FM" added to our highway signs in the future. KMUD continues to receive positive feedback on this from community members.

COMMITTEES

A. Mediation: no report

B. Development: The question is asked, "Do we have signed contracts with Agnes concerning her generous offer to provide start-up funding as well as to cover any financial loss to KMUD" with the Halloween event? Pres. will forward copies of signed contract to BOD members. Also, it was noted that we will not have a coffee booth at EarthDance. This committee is currently focusing on the Fall Fundraiser.

C. Building: Jama requests clarification of the Building Committee members and its BOD chairperson, specifically in relation to the group of folks currently working on the KMUD building expansion project.

D. Policy: Jama requests input from all BOD members on the topic of the Board Communication Procedure before our next meeting.

E. GM Evaluation: committee continues to re-work and improve the current process.

F. Disaster Preparedness : Duff agrees to help step up this group's activities.

G. Web Site: The KMUD website is constantly being upgraded and is accepting input for improvements...the finalized minutes from March 2008's BOD meeting still need to be posted.

H. Election: The BOD elections progressed rather smoothly with glitches in the master membership list being upgraded along the way.

MEETING SCHEDULES

- A. ExCom @ 3pm Mateel Cafe, Sept. 8th
 - B. Finance Committee Sept 11, 11am
 - C. Development Committee: TBA
 - D. Policy committee: TBA
 - E. Board of Directors @ 5pm, Healy Sr. Center, Sept. 22nd.
 - F. Website Committee: Sept. 15, 10am, @ KMUD.
- Meeting adjourned at 9:12pm

Respectfully submitted by Johanna Hamel, Sept. 12 2009