

Minutes
Redwood Community Radio
Board of Directors Meeting
September 22, 2009
Healy Senior Center

- I. **Call to Order:** Meeting ground rules & opening comments. Kate calls meeting to order at 5:15pm
- II. **Roll Call:** Board Members: Katie McGuire, President; Jama Chaplin, Vice-President/Parliamentarian; Johanna Hamel, Secretary; Felix Omai, Member Rep.; Larry Lashley, Programmer Rep.; Meghan Joyce, Member Rep.; James Ficklin, Programmer Rep.; Rob Bier, Member Rep.; *ex officio* Board Member: Brenda Starr, General Manager. Note: Treasurer Aleida Rios resigned from the KMUD Board of Directors this week.
- III. **Minutes Approval:** Approval of July 2009 meeting minutes: approved with seven yes votes & one abstention from Rob Bier. Approval of August 2009 meeting minutes: approved with seven yes votes & one abstention from Rob Bier.
- IV. **Approval of Agenda:** Addition under “New Business”: D. Create new position of volunteer coordinator/administrative assistant. Also, under “New Business”: C. GRC proposal: add “...and grants” to the proposal. Agenda with amendments is unanimously approved.
- V. **Frank Gloeggler, CPA:** Mr. Gloeggler presented his findings from the audit & accompanying financial statements for Redwood Community Radio, Inc. for December 31, 2008 & 2007. He stated that “It's getting better, with noted cleaning up of the Underwriting Receivables”, noting that the writing off of bad debt ends up as an expense. He wrote up four areas with recommendations for improvement in a letter to our GM (which GM agreed to forward to BOD members). The four areas: Functional allocation of expenses, Schedule/General Ledger agreement (bank balance & reconciliation); establishment of written accounting policies & procedures; and documentation and updating of the three lease agreements we have for sites. He also submitted a proposal regarding his 3-year contract with KMUD that has now expired.
- VI. **Open Time:** Barbara Shultz presented KMUD with an opportunity to raise some funds in relation to the selling of her piano. The BOD asked her to submit her proposal in writing for clarity, which she agreed to do.
- VII. **Management Report** (see report): GM provided some info. regarding permits for a building extension & ways to save money in this area. She is currently waiting for a floor plan from Jim Truitt. For the benefit of staff & others, the GM is asked to clarify the status of this addition & what exactly the BOD has/has not approved. The ASTEP youth intern program this Summer provided unique learning opportunities for Jenna, as well as for Galen Latsko who is continuing his internship with the KMUD News. Also, GM presented the latest version of the Compliance Calendar, combining two other editions and eliminating items that specifically pertained to standard management duties. GM acknowledged that auditor Frank Gloeggler's contract has expired & an auditor for next year's financials will need to be chosen. GM notes that 2 of the 4 recommendations from auditor have been complied with & remaining 2 are currently in progress. Terri K. gave the KMUD News Dept. report in person (see report) and continues to inject positive energy into our station. Thanks Terri!
- VIII. **Consent Calendar:** As the Community Advisory Board suggested at last month's meeting, we will air periodic announcements asking the various subgroups of our community whether they feel they are being served well by KMUD, and if not, to submit suggestions to the KMUD BOD. This is one of the eight issues the CAB brought forth: we will address the remaining recommendations in the next few months. In addition, KMUD will air EEO announcements as detailed in the compliance calendar. GM will follow through with the PD & appropriate PSA.

IX. Unfinished Business:

- A. **GM Job Description:** Aleida was to present a reformatted version to the Board but resigned in the interim;
no decisions were made.
- B. **Cash Handling Policies:** The policies & procedures drafted by Aleida were tabled to allow time for GM to present management's current KMUD cash-handling policy to the BOD at Oct. meeting.
- C. **Organization of Fall Fundraiser '09:** GM requests that this item be changed to "Volunteer Committee Proposal" (OK'd by Katie). With a few edits (the words "Standing" and "General" were removed & a capital "V" was replaced with a lower case "v"), this proposal was unanimously approved by the Board. GM is requested to write a PSA referencing the establishment of this committee.
- D. **Amazon.com:** Mixed feeling reported from the Website Committee & others re: having a corporate logo on the KMUD website. GM reports a grand total of \$27 has been generated through this arrangement with Amazon. After discussion, Rob puts forth a motion to revisit this topic in January to allow time for a fair assessment. Motion passes with Duff & Jama opposed. A separate & exclusive account with Umpqua for monies generated by this Amazon deal will be set up by GM.
- E. **Halloween Event contract:** Per GM, a legally binding MOU (memorandum of understanding) has been established with both the Mateel Center and with event producer Agnes Patak. GM will forward copies of MOUs to Board members per their request.
- F. **Building Committee statement of purpose:** After discussion, the BOD agreed on this: "To work in conjunction with the GM and BOD to implement construction projects and improvements to the KMUD facilities including establishing timelines & budgets for projects, weighing bid options for approval, and the recruiting of volunteers for labor."
- G. **Compliance Calendar:** Kate moves to accept the CC presented by GM (with amendments dated 9-22-09), Duff seconds, motion passes with Jama opposing & Felix abstaining.

X. New Business:

- A. **Committee Chairs** were appointed by President McGuire & committee members assigned.
 - 1. Policy committee: Chair: Jama; Member: Rob
 - 2. Finance committee: Chair: (Treasurer chairs this – currently none); Member: Meghan
 - 3. Development committee: Chair: Katie; Member: Johanna
 - 4. Mediation: Chair: Rob
 - 5. GM Evaluation: Members: Duff, Kate & Meghan (chair chosen by committee members); the BOD also unanimously confirmed BR Graham's appointment to this committee as a programmer/volunteer member.
 - 6. Web: Chair: Bob Froehlich; Member: Felix
 - 7. Building: Chair: Johanna; Felix, Larry
 - 8. Emergency Preparedness: Chair: Duff; Member: Larry
- B. **Budget Reserves:** Jama suggests we budget an amount for "reserves" as a specific line item in the 2010 KMUD budget – standard practice in many non-profit organizations. GM states that reserves are already in place via our money market accounts.
- C. **GRC proposal** for budgeting of fees for KMUD members: Jama states that approx. \$6,000 in donations for the GRC have already been secured. After discussion, Jama withdraws proposal & reiterates how the GRC Committee & GM will exchange appropriate info. regarding any potential grant acquisition. GM gives go-ahead for the first twelve funding sources the GRC committee is interested in approaching.
- D. **Create New Position:** Volunteer Coordinator/Administrative Assistant:
KMUD is losing its second Admin. Asst. in 4 months...GM would like someone

three days/week who ideally could assist all staff. GM & Board discuss some background info. Regarding the development of this position. Jama & others would like the “volunteer coordinator” aspect to be accentuated in the job description for this position.

XI. Reports A. Treasurer (see Finance committee report)

B. Technical (see report)

C. Program Director (see report)

D. Programming Reps: Johanna announces the next Adopt-a-Highway cleanup day will be Tuesday, Oct. 13 at 9am

*****No other reports submitted*****

XII. Committee Reports: A. Mediation – no report

B. Development – GM states that she will end the Fall on-air fundraiser on Friday Nov. 13th at the latest. Fundraiser is scheduled from Wed. Oct. 28 through Wed. Nov. 11 and the BOD is hopeful that our goal of \$85,000 will be reached within the parameters.

C. Building – no report

D. Policy – no report

E. GM Evaluation –will work with Policy committee to develop Management Evaluation Procedure draft for the BOD

F. Disaster Preparedness – no report

G. Website – Felix reports progress! The transition to bluehost.com is an upgrade of the current system; new computers for studio use are in the works.

H. Election – the seat vacated by Aleida Rios will be addressed at next month's BOD meeting.

XIII. Meeting Schedules:

A. ExCom @ 3pm Mateel Cafe, Oct. 13

B. Finance Committee: Friday Oct. 9 @ 11am @ KMUD

C. Development – TBA

D. Policy – TBA

E. Building Committee: Tuesday Oct. 13 @ noon @ KMUD

F. Board of Directors @ 5pm @ Healy Senior Center, Oct. 27, 2009

G. Special BOD Budget meeting Dec. 15 2009 @ 5pm Healy Center

H. Board talk show-Oct. 14 - Jo & Brenda volunteered with Duff as backup.

*****All committee meetings are open to the public*****

Board approved minutes 11-24-09

Submitted by Secretary Johanna Hamel