

**The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes of June 16, 2014**



<u>Board Member</u>	<u>P</u>	<u>A</u>	<u>Board Member</u>	<u>P</u>	<u>A</u>
Nancy Cox-Johnson	P		Kurt Madsen	P	
Michael Bagby	P		Laura Keane	P	
JoEllen Schilke	P		Richard Manning	P	
Lorraine Thomas	P		Michael Sedita	P	
Scott Foeigner	P		Lauren Adriensen	P	
Jeff Harris	T		Lou Putney	P	
Priscila Miller	P		Daniel Francis		A
David Harbeitiner	P		Ian DeBarry	T	
			Cynthia Reichard	P	

T – Participated by Telephone

1. Call to Order – Nancy Cox-Johnson: 7:24 pm.
2. Roll Call/Proxies/Agenda Review – Nancy Cox-Johnson
* Daniel Francis was absent and gave his proxy vote to David Harbeitiner
3. Visitors' Comments – Renna Redduck & Letty Valdes & Jeanne Holton in attendance
4. Review Last Month's Minutes – Nancy Cox-Johnson: Motion for approval of the May 2014 Board of Directors (BOD) Meeting Minutes (amended) passed unanimously. Motion: JoEllen / 2nd: Richard
5. President's Report/Executive Committee Report – Nancy Cox-Johnson:
 - Nancy discussed \$15,000 line in budget for BOD contribution. Nancy suggested each member could be responsible for finding \$1,000 in donations
 - Richard suggested Youth Members shouldn't be required to fulfill this responsibility.
 - Discussion about materials already developed to facilitate these talks
 - Members discussed need to live up to our budget commitment; two options available – individuals getting a \$1,000 donation each versus an event that might net \$15,000.
6. Management Report – Cindy Reichard
 - Written report in Appendix A
 - \$38,143 net profit from Heatwave
 - About \$10,000 so far from pre-drive letter
 - Received final CPB grant money, will be getting new DOE grant monies
 - RFP's for audit (5 received); Finance Committee interviewing two companies
 - Staff has been working on budget and has identified expenditures that can be delayed for now
 - Work on budget for 2014/15 underway
 - Heatwave 2015 already being planned

- REN equipment is installed in accordance with grant
 - Tower replacement work still under investigation. Grant money is also being pursued.
 - Roof issues being addressed
 - Website still a concern
 - SPC considering leasing HD channel but cannot determine plans until fall
 - TBAE show premiers on Friday, July 25
 - Logo press release went out today
 - Book & Record Sale last Saturday -- \$11,500 gross, \$8,500 net (expected)
 - Radio theater debut is tonight at Seminole Heights library (funded by grant)
 - Cindy, Laura & JoEllen will start attending Chamber meetings in Tampa, St. Pete and Clearwater
 - Last Friday, ABC news (local) called about a story they were researching on top ten worst charities in Tampa Bay as measured by Charity Navigator. We are on the list because of the proportion of our salary line item. We were not named in the story that aired on Friday, June 13.
7. Website Update – Kurt Madsen:
- Written report in Appendix B
 - Matt C. is following best practices in updating site and code; Ruby platform is a problem and workflow is hindered by having one person as a gatekeeper for all info updating.
 - Need to communicate with companies that responded to the RFP.
 - Circle of Friends registration form prototype is finished
 - Meetings are planned weekly with Cindy, Naveen, Matt and Kurt
8. Executive session from 08:01 to 08:57 pm to discuss personnel matters.
- Motion to go into Executive session: Scott / 2nd: Mike
 - Motion to come out of Executive session: Scott / 2nd: Kurt
9. Finance Committee report – Michael Sedita:
- * Met before this meeting.
 - * “Best possible” deficit for this fiscal year is \$105,000; this figure comes as a result of staff work to look at projected income and expense line by line. Deficit could be higher if fundraising goals are not met.
 - * Now, what to do? Try to reduce \$105,000 in expenses; try to raise \$105,000 in extra revenues.
 - * Dave suggested we need to look at reserves and plan to use them to offset our deficit.
 - * Investment: Dave has suggested several options. Mike moved that the BOD authorize transfer of all funds in PAX World to Parnassus Endeavor Fund. 2nd: Lou. Motion passed.
 - * Lou moved that the BOD authorize the Director of Finance and Administration and appropriate BOD members to execute all required documents necessary to create new accounts with Parnassus Endeavor Fund. 2nd: Mike. Motion passed.
 - * Members of the Finance Committee will help interview two audit firms who responded to RFP
 - * PNC Bank working on proposal to refinance mortgage; bank interviews will continue this month.
 - * Copy of May report in Appendix C
10. Community Advisory Council (CAC) – Lou Putney:
- * Meeting will be scheduled in the near future. Members are juggling summer vacation
11. Long Range Planning – Daniel Francis:
- Dave reported in Daniel’s absence.
 - Each of the six goals have been assigned to a work group and leaders of each group set
 - Work groups in process of creating rough ideas that can be presented to stakeholders for feedback and refinement
 - Next LRPC meeting will be postponed to next week (June 23 or 24)
 - Richard is now team leader of Fiscal Health group
 - Beth Bell questioned the work groups acting like committees since, per By Laws, all committee

meetings are open. It was clarified that work groups are supposed to result in verbiage that can be taken to the community at large.

12. Youth Committee – Lauren Adriansen
 - * Copy of report in Appendix D
 - * Produced two concerts; one concert almost paid for itself and the sound people donated their fees back to WMNF. Money also raised at door.
 - * Will pick and announce “final four” artists this week. These four bands will be filmed at WMNF
 - * Power2Give donations can be increased by \$0.50 on the dollar right now
 - * Using social media and programmers to promote program
13. Volunteer and Diversity Committees – Mike Bagby.
 - Written minutes were distributed and discussed (Appendix E)
 - All Station Meeting in May went well
 - Lorraine said the budget is coming to the Volunteer Committee on August 4
 - Diversity Committee: Daniel came to meet with the group last month and there was a good discussion. Another meeting is scheduled.
 - Juneteenth celebration will include a potluck & a movie this coming Thursday at the station.
14. By-Laws – Richard Manning:
 - * No meeting or action taken due to lack of items
 - * Richard has completed a review of the by-laws and believes all are up to date. Policy review is next.
15. Development Committee – Nancy Cox-Johnson:
 - Report included (Appendix F)
 - Underwriting revenue is around \$71,000
 - July 1 is set for Queenshead in St. Pete to donate 25% of all bills to WMNF
 - Luau theme set for Birthday Bash at Ella’s, September 8, \$40; BOD might sell tickets
 - October homebrewed beer fest is set for the Mermaid
 - Golly house party planned for November 8; Cindy asked about insurance policy of host
16. Personnel Committee – Laura Keane
 - * HR Task Force will be working on the issues of evaluation instruments and policies for when Paid Time Off is awarded.
17. Old Business / Follow-up:
 - None.
18. Attendance Review – Jeff Harris:
 - All members are in good standing
19. Evaluation – Laura Keane:

Participation:	8.1
Accomplishments:	7.7
Listening:	7.0
Scheduling:	9.9
20. Adjournment – Nancy Cox-Johnson: The Board meeting adjourned at 9:55 pm.

By: _____
Laura Keane (for Jeff Harris), Secretary

Approved by the Board on: _____

Appendix A – Management Report

Prepared by: Cindy Reichard, Director of Finance & Administration

Revenues

Revenues are still lagging and an area of concern in contributions, special events and underwriting. Heatwave ended with a net profit of \$38,143. The date is set for the summer drive – July 8 thru July 15. A pre fund drive letter was sent out and we have already received 10K. Mark and Gene are continuing to work on lapse donors. We received \$46,881 CPB grant funds. This is the final payment for this fiscal year. We will be receiving another 50K from the FPREN (DOE) grant by 9/30/14. We plan on applying for additional \$100,000 grant for next fiscal year. Eight audit proposals were sent out and we received five back. The cost range from \$17,500 to \$25,000. The Finance Committee will be interviewing the top three choices and making a recommendation to the board at the July meeting. Two meetings have recently taken place with the staff regarding the current shortfalls in the budget. Several expense line items were identified as projected savings. These will be submitted to the Finance Committee for review. Planning and preparation of next year's budget is under way.

Programming

Program evaluations continue this month – with the highest priority continue to be placed on the programs that have not performed well over multiple membership drives. We had a post Heatwave meeting to discuss any issues, improvements and discussion of continuing the event. All were in favor of continuing the event but split about 50/50 as to one or two night event. Planning will start early this year with plans to get more sponsorship and exposure in the community. A birthday bash is in the works for September at Skippers.

Engineering & Operations

We have received the equipment needed to install the Florida Radio Emergency Network, as per the DOE grant. All installation will be completed by the end of the month. Operations and Engineering are developing emergency procedures for on air coverage during weather and other emergencies, as part of the FPREN (DOE) grant.

We still have the ongoing issue of replacing the existing tower and applying for a variance. The estimated cost is \$95,000 to \$120,000. There may be some grant funds available but the board may want to consider a capital campaign. Also, in the process of getting bids on replacing the roof or repairing if possible.

The website continues to be an ongoing concern.

Currently researching and planning for 2014-2015 budget items needed for Operating/Engineering/Computers/R&M.

University of South Florida (Bulls Radio) has served notice that they will end their lease of our HD2 channel at the end of the contract year ending June 30, 2014. We have approached and met with St. Petersburg College regarding leasing the channel. We are continuing to talk with them but they wouldn't be ready until the fall. We will be reaching out to others too.

We have executed an agreement to lease the FM side band to a Haitian group to provide French language programming for their local community. To start on July 1, 2014 if down payment received next week of \$1,950. We will receive \$650 a month.

Other Station Activities

TBAE premier of *WMNF Live Music Showcase of TV* is set for Friday, July 25, 2014. Possible pre-party event still under discussion.

A September birthday dinner is being planned by the Development Committee at Ella's.

Book/Record Sale Saturday, June 14, 2014 at Howard Johnson Plaza downtown Tampa.

Debut of Studio MNF Monday, June 16th at 5:30 a Radio Theatre Variety Show at Seminole Heights Library. Free to public. Funded by Arts Council Grant of Hillsborough County.

Laura Taylor and I attended HCC Advisory meeting met several new contacts that we hope to cultivate as possible partners, donors or sponsors. I recently found out that we are members of St. Petersburg Chamber of Commerce, Ybor and Tampa Chambers but not attending events regularly. My plan is to split the duties among Laura, JoEllen and myself to cover these events.

I attended the annual PMBA conference last month in Portland, Oregon it was not only a great learning experience to broaden my broadcasting knowledge but was well worth all the networking/contacts made during the conference. The conference main focus was ensuring compliance with our CPB grant funds.

I will be attending a free HR seminar on Employment Law Update/Focus on a Healthy Workplace Culture on Thursday, July 26th 2014.

Appendix B – Technology Committee Report

To: The Board of Directors, NBSF

From: Kurt Madsen, Community Director

Subject: Technology Committee Monthly Report for June 16, 2014 BOD Meeting

Participants: Sydney White, Cindy Reichard, Kurt Madsen, Matt Cowley, and Naveen Sultan.

Others are invited and encouraged to participate

Activity during the reporting period

- Kurt Madsen has been following Matt Cowley's code change activity in the source code repository, Git. This means that Matt's changes are tracked and reproducible, and that he is following industry best-practice for website maintenance, which is good for WMNF.
- At the May BOD meeting, Kurt requested that everyone provide input via email to Kurt and Sydney regarding priorities requested for the website. Only one person responded, Jeff Harris, with valuable feedback regarding our web archives. Specifically, our website needs to support different media player applications (e.g., Windows Media, iTunes, RythmBox, Amorok). This is needed again to support older systems (e.g., XP).
- Kurt and Cindy have had several attempts to meet, but unfortunately this was not possible due to conflicting schedules. (see entry below).
- Kurt started work on the Circle of Friends registration form for the website. Completion is anticipated by the next board meeting.

Completed or in-works

- Kurt and Cindy to meet twice per month for ½ hour (weekly if possible) to review the website task list and schedule – plans vs. progress. The technology committee needs someone such as Cindy for staff management of tasks. Kurt can provide technical direction and project planning.
- Decision: Kurt and Sydney reviewed the merits of continuing vs. abandoning our current technology platform, Ruby. Separately, Kurt did external research into this topic. The recommendation is that we not use Ruby going forward, and only maintain existing Ruby code to the extent that existing components can be integrated into the new website (e.g., the playlists need to be preserved).
- Pilot project: Kurt to lead "circle of friends" on-line registration and service project
- Pilot project: Naveen to lead splash page horizontal banner project on website
- Pilot project: We need a candidate to lead the code integration and preparation for vendor project. Matt is a candidate, but Cindy has the discretion to re-assign this task.

Schedule

Due to recent changes activity at the station, this schedule, particularly the RFP process, has been delayed. Kurt is able to contact the RFP respondents if needed.

- 06/12 – 06/30 Contact RFP respondents, request additional information, adjust schedule
- 07/02 – 07/12 Meetings with top RFP respondents for in-depth technology reviews
- 07/12 Internal vendor selection with report to staff and BOD
- 08/12 Public response to vendors to communicate selection (pending funding)
- 09/03 – 08/18 Prepare pilot projects and proposal (Naveen Matt)
- 09/21 Secure funding at BOD meeting for selected vendor.
- 8/22 – 08/25 Work with vendor to sign contract, pay initial installment, and start work.

This schedule focuses on external communication with RFP respondents. Internal pilot projects, will proceed as quickly as possible subject to staffing constraints.

Missed Items

There are other computer programming resources within our community that can help with our website renovation. Connecting with these groups did not happen as planned.

Risks

Kurt's time is limited due to work commitments. He can provide leadership and direction, but not management or computer programming.

Next Steps

BOD and staff to provide input on website priorities to Kurt and Cindy

Increase Naveen's role

Redefine Matt's role

Kurt to meeting with staff at Cindy's discretion (particularly Matt and Naveen)

Respectfully submitted,
Kurt Madsen
Technology Committee

Appendix C – Finance Committee Meeting Minutes
May 19, 2014

The committee meeting convened at 6:15pm. Board members and staff present -

David Harbeitner
Nancy Johnson
Lou Putney
Cindy Reichard
Jo Ellen Schilke (phone)
Michael Sedita
Lorraine Thomas
Sydney White (phone)

The committee reviewed the budget report and Heatwave performance, and estimated the annual budget shortfall to be approx. \$130K at this time. Sydney indicated it is possible that up to \$50K may be made up in additional grants. We agreed to discuss with the entire board the necessity of balancing the budget and ways to do so.

The committee reviewed the special events reports and the bank/mortgage report.

Cindy informed us that we could expect 5 auditor replies to our RFP.

Cindy reported that the effort to put the budget into Quickbooks continues. She is also reviewing the credit card

The committee discussed investment options that David recommended, and will make a recommendation at the next meeting.

Cindy discussed her efforts at improving credit card processing and creating financial reports in Quickbooks.

Sidney informed us of the possibility of a \$100K grant to address the antennae issue.

The meeting adjourned at 7:15pm. The next meeting is scheduled for 6:00pm on June 16th, 2014.

Michael Sedita, Chair

Appendix D – Youth & Innovation Committee Update

Both live shows are done!

Approximately fifty people came to Skipper's to see four live acts on a Tuesday that threatened rain. Skipper's was very generous to give us the venue for the night for free and make it an all-ages show. The only cost was the sound team, who are donating their fee back to the project.

Thirty to forty people came to Venture Compound, a non-profit venue in St. Pete and new as a partner to WMNF, on a Sunday night. This show did cost a little money for the venue, which is coming out of the New Sounds budget. Venture Compound hosts an art gallery, live music, and performance art, and is part of St. Pete's Warehouse Arts District.

We know which four artists will be recording in the studio. We expect to announce those on June 18th, after we are done with our week of spotlighting a different act each day. This is also raising awareness of the Power2Give crowdfunding campaign.

Recording should start by the end of the month. We aim to have videos edited (1 per band) and songs ready (3 per band) by the second week in August for two weeks of voting. Because of the delays with the TBAE project, we will be relying on people who already video for specific shows (Alastair & Ryan from GNC) and on other friends.

Donations to our Power2Give are slow, but are coming in. We aren't sure how to push it more at this point. So far, we are able to cover our expenses for this project, including the crowdfunding rewards.

Scott Foelgner

Appendix E – Volunteer Committee Meeting WMNF Volunteer Committee Meeting Minutes

All Station Meeting Minutes Thursday May 22nd 2014

Introduction and Mission / Values / Style Statements Read: Michael Bagby

Agenda Item 1. Program Change Procedure: Randy Wind

Program Change Procedure Handouts.

Will discuss changes during the summertime. There will be open ideas meetings. Decision will be made in February.

Program Evaluations are one of topics scheduled to be discussed in Strategic Planning Committee.

Strategic Planning Program is a SubCommittee of the Board of Directors Committee. People in positions of responsibility.

Sydney White is Chair and point person for those interested in joining the Long Range Committee. Long Range Committee purpose is reaching overall goals and, diversity programs, market research and transition formats.

Agenda Item 2. Call to Action: Laura Taylor

Underwriters Presentation was shown and read. WMNF is paid to read Underwriting. Mostly do event underwriting.

Underwriting is described as a contribution in exchange for consideration of recognition.

Underwritings are DULL

No Promoters. Let musicians promote themselves Let listeners hear artist not make money. Can't say FREE!

The less said the better and keep information factual.

Have a valid reason to be on the show. Talk up a show CANNOT give away tickets.

Don't promote premieres just say them and legally inform the audience.

Email Laurawmnf.org if you would like a copy of Audio Underwriting Seminar or Presentation.

2

Agenda Item 3. State of the Station: Sydney White:

WMNF Audience 65,750 Listeners

Tampa, St. Pete and Clearwater has between 2.6 to 2.8 million listeners.

WMNF has 10% plus of listeners.

94% of listeners pay their Fund Drive Pledges.

Program changes to create revenue.

Need Program Underwriting Doing Project Underwriting

Hiring an Underwriter staff member.

Contact Sydney for copy of Vital Signs Report or WMNF Brand Style Guide

Tropical Heatwave Profit \$32,000.

Other Concerts combined spent \$50,000 made \$17,000 Profit

Development and Marketing Department Project: Email and phone calls to former circle of friends and members. Benefits to Circle of Friends.

Some reasons why people stop contributing: Finances change, Credit cards change, people die.

Rebranding of WMNF New Logo:

Roll out for Press Release after Memorial Day. Need everyone on the same page. Share guidelines. Contact Maria Oliver to add language in announcements. Underwriting.

Live Music Showcase:

New Board and Tv Cameras in house.

Beginning in July Live playback on TBAE television Friday 8pm.

Verizon Channel 32

BrightHouse Channel ?????

Video will be on website for one week and also in Archives

Goal is to showcase talents.

3

Project 2: STL Tower

Signal lost due to path blockage from Seminole heights to Riverview by trees.

Suggestion: Raise Tower. Presently 70 feet high only Licensed for 35 feet. Raise to 100 feet 120 maximum.

Long term goal replacement. Need to go to a hearing to get license. Cost \$120,000 to \$130,000

Move 2,000 watts back-up IP Transmitter to tower for emergency.

FPBN Florida Public Broadcast Network. Jacksonville and Tallahassee can be hurricane back-up for Riverview.

State funded project for next fiscal year.

This is a Capital expense out of the Budget

Can we get Grants to help cover cost? Yes

Retreat: Created documentations to put into action. Strategic Planning Process
Why 50% drop in membership in 7 years?
Suggestions: Committee is internal need more community input.
Media explosion
Need fresh eyes, fresh ears and new voices.
Competitive Advantages and a unique knitch.
Make some changes to the station with a purposed and focused plan.
A station laptop for Power Point
WMNF Billboard in negotiations.

Volunteer Committee Meeting Minutes 6/2/2014

6:15 Meeting called to order

Acknowledge Committee Members Present: Michael Bagby, Ian DeBarry, Pamela Robinson, Lorraine Thomas, Eddie Haight, Greg Musselman, David Harbeitner

Acknowledge Staff Members Present: JoEllen Schlike, Sydney White

Acknowledge Guests Present: Lauren Adriaanson, Renna Redduck, Pryscila Miller, Mercedes Skelton

Quorum was met and meeting continues

Last meeting minutes reviewed

Motion to approve, written, second and carried

Points of Discussion:

Agenda Item 1: Randy- Programmer Review:

Programmers do Self Evaluation of their own show.

Suggestion to Track every 6 months.

Do Self Evaluation, Schedule meeting, review and have meeting create ongoing feedback

Guidelines: Coaching, Helping, Conversation

Everyone has different artistic taste.

Can do review by Listening to Archives Link

Review online listening audience

Encourage Self Evaluations because they are a request to be evaluated.

Format for evaluations should be an opened ended form.

First meetings should be open to receive general discussion

Suggestion: Training before next Fund Drive.

General Training and Very Specific Training

Social Media Training: Naveen.

News And Public Affairs Training and Evaluations

Agenda Item 2: All Station Meeting Reflections/ Minutes:

Over all Fine Meeting

Meeting was positive overall

Agenda Item 3: Book and Record Sale:

June 14th @ Howard Johnson

Bay News 9 Shoot on Wednesday

Posters and Flyers out

Suggestion: Genre Sells Shows for the community

Example: Jazz sell during Jazz Clinic. 6pm Sunday

Jazz Artist in Studio and Open House?

Agenda Item 4:

Budget Information to Lorraine Thomas

Discuss Florida Sentinel Article.

Next Volunteer Committee Meeting: Monday July 7th @ 6:15pm

6:52 pm Motion to Adjourn, given, second and carried.

Appendix F – Development Committee Report

Development Committee Report, June 2014

Here is where we stand in terms of underwriting projected. The numbers will vary from Beth's as not all money has been collected or invoiced.

\$71,912.41

The Development Department is working on the following projects:

1. Tuesday, July 1st, 25% night at Queen's Head in St. Petersburg.
2. Monday, September 8th, WMNF Birthday Dinner Luau at Ella's Americana Folk Art Cafe. Details to follow, but Stolen Idols confirmed to play per request of Ella's, special rum cocktails and punch, special menu not usually offered, and again, \$40 ticket that will include buffet and drink ticket.
3. Sunday, October 19th, October Fest Home Brewer competition at The Mermaid Tavern in Tampa. \$25 ticket.
5. Ed Golly House Party, fundraising goal to be determined, November 8th is also the date.