

**The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes of August 18, 2014**



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

T – Participated by Telephone

1. Call to Order – Nancy Cox-Johnson: 7:27 pm.
2. Roll Call/Proxies/Agenda Review – Nancy Cox-Johnson:
 - Pamela Robinson is the new Volunteer BOD member, replacing Lorraine Thomas.
3. Visitors' Comments – Arlene Engelhardt, Sean Kinane, Beth Bell, Simon Firer, Greg Musselman
 - Sean – Comment on Budget. Concerned about cutting reporter position, wishes that the Board would oppose Budget that includes this cut.
 - Simon – Comment on anti-semantic remarks on the Gaza situation on 'True Talk; and 'Radioactivity'.
4. Review Last Month's Minutes – Nancy Cox-Johnson:
 Motion for approval of the regular July 2014 Board of Directors (BOD) Meeting Minutes passed unanimously.
 Motion: Scott / 2nd: David.
5. President's Report/Executive Committee Report – Nancy Cox-Johnson:
 - New BOD election coming up, asked members to identify possible candidates.
 - We have a need for greater diversity as we head into our three year improvement plan.
 - Need members who will go out and participate in the Community.
6. Management Report – Cindy Reichard:

- Attached report in Appendix A.
- Made pitch to HCC to see if they would like to upgrade to HD2 full-time with additional educational opportunities. Talking to SPC also.

7. Website Update – Kurt Madsen:

- Not able to contact Matt Cowley this past month.
- Made a job description for Cindy.
- Can assist with website issues, does not have time to take lead.

8. Finance Committee report – Michael Sedita: (2015 Budget Discussions)

- Met July 28 to prepare preliminary Budget, met earlier tonight.
- Shortage this year could reach \$151K.
- Cindy: Broke out single budget into two: Operating and Capital.
- Deficit projected to be \$32,699.
- Laura: Budget line 9 (other grant revenue) is too low at \$5,000. Discussion ensued.
- Mike: Budget line 18 (Board contributions) should be eliminated. Discussion ensued.
- Discussion about the News Reporter position. Funded or volunteer?
- Lou: Concern that proposed budget does not help our digital presence.
- Motion → Reject this Budget, ask the staff to make another; special BOD meeting on Thursday August 28 at 7 pm to discuss and approve revised budget. Passed 14-2. Motion: Lou / 2nd: Jeff.
- Mike: Volunteers would not like another deficit budget.
- Greg Musselman: Volunteers made constructive comments at their last meeting.

9. Community Advisory Council (CAC) – Lou Putney:

- No Report.

10. Long Range Planning (LRPC)– Daniel Francis:

- Met on July 22nd, next meeting is on August 25.
- Hope to be ready with the full report for an all-station meeting on Sept. 10, followed by presenting it at the Board meeting on Sept. 15.

Below are the Goals we are working on in small groups:

- I. Build and continue expanding the digital platform that grows and engages our varied audiences.
- II. Broaden and deepen our relationships with listeners and community partners.
- III. Expand our listener base.
- IV. Improve and/or Develop relevant and impactful programming.
- V. Ensure fiscal health by increasing and diversifying our revenue sources and by operating in a cost effective manner.
- VI. Develop a healthy organizational culture.

11. Youth Committee – Lauren / Scott.

- “New Sounds’ is online!

12. Volunteer and Diversity Committees – Michael Bagby.
 - Written report in Appendix B.

13. By-Laws – Richard Manning:
 - Motion → Written change to Policy 4.8:
 - Added at end: “The Board may suspend the allocation of these funds if it determines that funds so allocated would create or increase a budget deficit”.
 - Motion passed at first reading. Motion: Laura / 2nd: Scott.

14. Nominating Committee – Lou Putney:
 - Lou presented a proposed timeline for this year’s nominating process. Four seats will be open.

15. Development Committee – Nancy Cox-Johnson:
 - Working on Birthday dinner at Ella’s on September 8.

16. Personnel Committee – Laura Keane:
 - Pension Plan discussion.
 - Motion → to authorize a ‘403B’ plan instead of ‘Simple IRA’ passed unanimously. Motion:
Laura / 2nd: JoEllen.

17. Old Business / Follow-up:
 - None.

18. New Business:
 - Executive session from 10:45 to 11:08 pm.
 - Motion to go into Executive session: Lou / 2nd: Lauren.
 - Motion to come out of Executive session: Richard / 2nd: David.

18. Attendance Review – Jeff Harris:
- All members are in good standing!

19. Evaluation – Laura Keane:
- Participation: 8.7
Accomplishments: 7.6
Listening: 8.2
Scheduling: 6.1

20. Adjournment – Nancy Cox-Johnson: The Board meeting adjourned at 11:11pm.

By: _____
Jeff Harris, Secretary

Approved by the Board on: _____

Appendix A – Station Manager’s Report

Management Report August 2014

Prepared by: Cindy Reichard, Interim General Manager

Finance

Revenues are still lagging and an area of concern in contributions, special events and underwriting. The final 50K has been received for the FPREN (DOE) grant. We have submitted the continuation grant for next fiscal year from the DOE for 100K. We applied for a grant for the Ybor City Development Committee for 12K to go towards Heatwave operational expenses. The determination took place today and we will be awarded \$3,433. We made our fund drive goal of \$215,000. The next fund drive is scheduled for October 1st thru the 8th. We have signed the engagement letter with our new auditors James Moore and are starting the preliminary audit process next week. PaxWorld investments of \$245, 863.68 have been transferred over to Parnassus Endeavor Fund.

Programming

WMNF 35th birthday bash dance party will be on September 12th at the Coliseum. Tickets will be \$30 in advance, \$35 at the door. Anticipated net profit: \$6,000.

Engineering & Operations

Our Engineers have completed all the wiring for the FPREN grant to be in compliance. Cost \$8,500 of the DOE grant funds to complete the project.

The replacement FM Modulation Monitor has been installed at the Transmitter site after the existing monitor began failing, then was damaged by a power surge. The FCC requires that stations be able to prove they are broadcasting within legal power limits, which WMNF was unable to do without a working Modulation Monitor. NPR Headlines audio and NPR’s Breaking News channel to the Air Studios 1 and 2 have been wired directly, bypassing the central Audio Routing system, so that if the router goes down in a storm, those audio sources will stay up.

WMNF has applied to the Florida Association of Broadcasters to renew our Certificate of Compliance with FCC regulations. Before our current Certificate expires in October, an FAB inspector will conduct a detailed inspection of WMNF’s studio, transmitter site and official records, checking everything an FCC inspector would examine. If any flaws are found, the FAB inspector will explain what needs to be corrected. We have received one bid from Thunder Bay to repair our current roof and obtaining two more bids. Also, in the process of obtaining three bids for a new phone system.

The website continues to be an ongoing concern. We are finalist in the grant process for the Cause Populi website grant. Naveen and JoEllen have reviewed and submitted for the final proposal. This doesn’t guarantee getting the grant funds but allows our application to move to the next step. The estimated cost for a new website \$38,850 and approximately \$7,500 to migrate data from the old website. Cause Populi funds projects on 1:1, 2:1 or 3:1 basis.

Human Resources

We have had three resignations within the last month.

Janelle Irwin, News Reporter resigned to return to school full-time and work part-time for Saintpetersblog. Janelle will remain as a WMNF volunteer and continue the Last Call on Fridays.

Mark Fredricks, Development Assistant part-time has accepted a full-time job with USF Graphic studio. Mark will be leaving the end of the month.

Matt Cowley, Web Manger has resigned effective September 1st. Matt will be consulting in the transition period.

Other Station Activities

TBAE Live Music Showcase is up and running. Airs every Friday night at 9:00 p.m.

Ella's Birthday Luau planned for September 8th. Tickets currently on sale for \$30 advance and \$40 at the door.

Laura is asking the Board Members and Development Committee to once again sell tickets. Anticipated net profit of \$4K to 6K.

Appendix B – Volunteer Committee Report

WMNF Volunteer Committee Meeting Minutes August 4th, 2014

6:15 Meeting called to order

Acknowledge Committee Members Present: Michael Bagby, Ian DeBarry, Pamela Robinson, Robert Fritzpatrick, Greg Musselman, Gabrielle Ayala.

Acknowledge Staff Members Present: JoEllen Schlike, Beth Bell, Cindy Reichard

Acknowledge Guest Present: Lauren Adriaansen, Ira Hankin, Arlene Engelhardt, Mike Sedita, Priscila Miller.

Quorum was met and meeting continues:

Last meeting minutes reviewed

Motion to approve, written, second and carried.

Moment of remembrance and silence for Eddie Haight. Thank you Randy and Bert and several others at WMNF for all you did for him in his final days and keeping us informed.

Points of Discussion:

Agenda Item 1: WMNF Budget Draft

Discuss internal use of the Budget with the Volunteer Committee having opportunity to view before second draft goes to the Finance Committee meeting on Wednesday August 6th.

Ideas to Balance Budget from staff

Full time versus part time web person. Current web person has given resignation. Maybe volunteers or interns can help.

Replacement of General Manager in a year.

Asked Cindy Reichard her feelings on being Interim GM. Reply: Did not sign up for this position.

Suggestions for Finance Committee: Balance Budget this year or next year. Must avoid another deficit.

Cash Flow Analysis will be performed in October

Lost USF HD Channel Contract July 1st 2014... Finance Committee goal: Have someone in that slot.

Suggestions: Charge HCC more \$\$\$ and give them something in return: Outreach, Service Partnership...

Justify charges via Administration, Training Engineering support.

DOE Grant \$100,000

Back up Transmitter with \$37,000

Concerns: Line of sight, TECO, frequency and reception, variances and neighbors.

Look carefully at Special Events, Underwriting, Sponsorship and Grants.

Consider staff Salaries.

Underwriter for staff. Base salary plus commission. This is not a Long Range Plan yet.

Add TBAE Promos

Problem: Bringing TV and Radio together. Solution: Communication, Partnership Agreement

Discuss Line 64 of Budget:

Roof repair, Tower, Website

Only \$100 in Budget for headphone. There are about 160 programmers and there must be more allocated for headphones.

Volunteer Committee committed to not share budget draft.

Next step: Budget Meeting August 18th with recommendations to the Board.

Staff and Volunteer Committee input deadline August 13th.

Vol Com feels it would be very bad policy to go into another fiscal year with a budget deficient.

Website should be developed into an income generator.

September 10th Budget Decision will be made

Agenda Item 2: Underwriting/ Promos/ PSA's quality of writing:

Take time to read-out loud to someone or self.

Look into the quality of Promo writing.

Also, sometimes it takes the computer too long to play promos PSA etc.

Recommendation to discuss in Staff Meeting: Reviewing Promo writing.

Agenda Item 3: All Station Meeting:

Date Sept 10th @ 7pm.

1. Elections Begin October
2. Budget
3. Upcoming programming changes
4. Long Range Goals

Lorraine Thomas has chosen to step down from the Volunteer Committee and the Board of Directors. Pamela Robinson has offered to sit in for the duration of her term. The Volunteer Committee has motioned approval.

Revisit YouTube Issue.

Agenda Item 4: Upcoming Events

Volunteers for GrooveFest

Open House in September

Archives; Pryscila has taken on the audio portion of this project

Agenda Item 5: Other

Phil Scheidt Tribute: Suggestion - Name Finance Area in his honor.

The email "Everyone List" not enough activity to create a concern, but worthy of review. Any issues one should deal with the individual not the entire list while keeping in mind the WMNF Style Statement

Next Meeting: Wed Sept 3rd @ 7:15

7:50 Motion to Adjourn, given, second and carried.