

<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	
Randy Wynne	P		Kurt Madsen		A
Craig Kopp	P		Letty Valdez	P	
John Francis		A	Sandy Wismer	P	
Laila Abdelaziz	P		Lauren Adriaansen	P	
Kate Throo Williams	P		Kisha Linebaugh	P	
David Harbeitner	P		Catherine Lim	P	
Pamela Robinson	P		Ian DeBarry	P	
Joshua Holton	P				

**T – Participated by Telephone**

1. Call to Order – Michael Bagby: 7:21 pm.
2. Roll Call/Proxies/Agenda Review – Lauren Adriaansen:  
 Lauren has the proxy for John, Kurt
3. Visitors' Comments –  
 Pat Benjamin (neighbor) & Stan Hopper (member) in support of former volunteer  
 Dee Jackson & Horace Bailey – from new low-power community station WURK 96.3 FM – already starting to talk with WMNF staff and hoping for advice on serving as a community station  
 WURK will service the east-west corridor of city core for 8 hours/day  
 Greg Musselman – welcome to new board members!  
 Ray Wilson (volunteer) – suggestions for service to the community we serve: host resume fair; get involved with the holiday toy drive Bill Brown started  
 Dustin Hapli, our new engineer & IT specialist, introduced himself  
 Richard Manning (exiting board member) – thanks for the opportunity to serve & wisdom from six years on the board  
 Julie Scheid – offered card to sign to Bill Brown’s widow; There will not be public services, but a celebration of Bill’s life is expected in January; There is a GoFundMe account to help the family at this time

4. Review Last Month's Minutes – Lauren Adriaansen

Motion for approval of the regular October 2015 Board of Directors (BOD) Meeting Minutes passed unanimously. Motion: Dave/ 2<sup>nd</sup>: Laura – passed by acclaim

5. President's Report/Executive Committee Report – Michael Bagby

A moment of silence was had in memory of Bill Brown, long time station engineer

Welcome to new board members

- Laila Abdelaziz
- Letty Valdez
- Joshua Holton (Community at Large Rep)
- Randy Wynne (Staff Rep)

Holiday Party: Sun Dec 13 at Richard's

New Executive Board

Secretary – currently open (Lauren serving for this meeting)

Treasurer – Dave (nominated by self, 2<sup>nd</sup> by Lauren, passed by acclaim)

President – Michael (nominated by self, 2<sup>nd</sup>: Letty, passed by acclaim)

First Vice President – Lauren (nominated by self, 2<sup>nd</sup>: Kisha, passed by acclaim)

Second Vice President – Laura (nominated by self, 2<sup>nd</sup>: Ian, passed by acclaim)

6. Finance & Audit Committee – Dave Harbeitner:

October budget looks good

Board members should review responses to the audit comments – management wrote them and the finance and audit committee endorses them – board needs to *send affirmative response* as they are sent out

By-laws committee will be doing a second reading to change the committee name to “Finance & Audit Committee”

7. Bylaws Committee – Kate Throo-Williams

Item 1: 2<sup>nd</sup> reading

**Motion:** That the NBSF BoD change the name of the Finance committee to the Finance and Audit Committee

**Moved:** by committee

**Approved:** by acclaim

Rationale: compliant with Sarbanes-Oxley language; may help with Charity Navigator score

Item 2: 1<sup>st</sup> reading

**Motion:** The Committee moves the following changes to Articles One Section 4 and Article Seven, Section 2 of the NBSFBOD Bylaws (Deleted language struck through; new language in italics)

Article One

4. DIRECTORS ELECTED BY VOLUNTEERS. Four Directors shall be elected by the WMNF volunteers, three of whom must be radio activists at the time of the election. (The remaining Director shall be a member of the community and not be a radio activist.) One of the three seats filled by a radio activist (“volunteer youth seat”) shall be filled by a person who is thirty years of age or younger when first elected to the Board, and thereafter such person may be re-elected to subsequent terms in that seat without consideration of their age. The terms of

~~these Directors shall be staggered. The Volunteer Committee Chair shall call a meeting of the WMNF volunteers each September, or as needed, to elect these Directors in accordance with the Volunteer Committee Bylaws. The Volunteer Committee shall elect these directors in accordance with the Volunteer Committee Bylaws, and shall present the results of the election to the President of the Board of Directors no less than 5 calendar days prior to the regular October Meeting of the Board of Directors.~~

#### Article Seven

2. MEMBERSHIP. There shall be a Volunteer Committee elected by WMNF Radio Activists ~~at a meeting convened by the Volunteer Committee Chair in the month of September of each year~~ in accordance with the Volunteer Committee Bylaws, with the election process being completed no less than 5 calendar days prior to the regular October Meeting of the Board of Directors. Membership on the Committee shall be for a term of two years, beginning in November. Members may be elected to successive terms without limitation.

**Moved:** by committee

**Approved:** by acclaim

Rationale: The current Bylaws do not conform to the practice by means of which the Volunteer Committee in fact elect their members and board representatives. Nor are they practicable for the Volunteer Committee, given the time needed to allow full participation of all Volunteers in the election process. They also do not reflect the changes the Volunteer committee wishes to make to their own Bylaws. The proposed changes above defer details of the timing etc. of Bylaws election to the Volunteer Bylaws, over which the BOD exercises a right of approval. They also ensure that the elections are concluded and communicated to the Board President in sufficient time to allow their results to be taken into consideration when the Board selects its own new members at the October meeting. Since the respective changes are tied to one another in terms of date, they should be accepted or rejected together.

8. Volunteer Committee– Pamela Robinson  
New committee members – Amy Stewart, Jackie Chase, Blannie Whelan  
Ian is the new Chair, Pamela is now Vice Chair  
Next meeting: 12/7 at 7pm  
Working on outreach program with high school & college students who need volunteer hours
9. Diversity Committee– Pamela Robinson  
Chair: Pamela; Vice Chair: Catherine  
Diversity Statement sent to the board for approval; Lauren requested it be sent back to the committee for inclusion of bodily/mental ability
10. Community Advisory Board Report – Craig Kopp  
Held meeting recently  
New year should include standing board of eight members
11. Technology Committee – Lauren Adriaansen  
Board space will probably be a Basecamp project in the future for documents, committee reports, discussions
12. Long Range Plan Committee – Dave Harbeitner:  
Looking to project aligned model
13. Development Committee – Kisha Linebaugh  
Looking for mini-events to run without taking up Laura's time  
Bowling event in preparation for after first drive of 2016 – possible board event

Mermaid appreciation night is coming up

14. Personnel Committee – Laura Keane  
A) Policy change to Employee Policies
15. Management Report – Craig Kopp:  
See Appendix A  
Conversation around metric of calls over drives – pushed to Dev committee to get numbers
16. Youth & Innovation – Ad Hoc Committee – Lauren Adriaansen  
No updates – recommend committee disbands. Committee disbanded
17. Executive session from 9:35 pm to 9:54 for Personnel Reasons  
Moved: Kisha/ 2<sup>nd</sup>: Ian – acclaim
18. New Business: Committees  
**Development:** Kisha (chair), Kate, Lauren, Kurt, John, Laila, Catherine, Josh  
**By-laws:** Kate (chair), David, Letty, Laura  
**Personnel:** Lauren (chair), Michael, Sandy, Laura, Letty  
**Tech:** John (chair), Kurt, Josh, Lauren  
**Long Range Plan:** Kurt (chair), David, Ian, Laila  
**Youth Outreach** (new, adhoc): Kisha (chair), Josh (chair), Laila, Lauren, Catherine, Ian, Kate, Randy  
**Finance:** David (chair), John, Sandy, Randy, Letty  
**Diversity:** Pamela (chair), Catherine (chair), Kisha, Lauren  
**Nominating:** Laura (chair), Kate, Randy, Pamela, Ian
19. Old Business / Follow-up:  
Board/Staff Retreat: March 5  
If new board members need a mentor, please contact someone you are interest in being a mentee to
18. Attendance Review – Lauren Adriaansen:
  - All members are in good standing! Kurt needs to appear at next meeting to remain so.
19. Evaluation – Laura Keane:  

Participation: 8.8
Accomplishments: 8.7
Listening: 7.9
Scheduling: 8
20. Adjournment – Michael Bagby: The Board meeting adjourned at 10:02 pm.

By: \_\_\_\_\_  
Lauren Adriaansen, Secretary

Approved by the Board on: \_\_\_\_\_

## Appendix A – Station Manager’s Report

October 2015

Prepared by: Craig Kopp, General Manager

### General Manager:

Well, we finished the fall campaign \$52,000 and change short. All in all it was a pretty weird drive, based on my past experience with drives at other stations. It was like trying to run through quicksand for a good deal of it, with no rhyme or reason for what was working and what wasn't. But the early going set us far enough behind that there was no way to recover. More from Program Director Randy Wind to follow in this report.

I, personally, pitched a lot of shows and spent quite a bit of time in the pledge room and I clearly can't cite a lack of work as an issue. People were busting their tails around here.

We are working on-air to recoup our deficit for the next couple of weeks, but we are now pitching at the same time as WUSF's Fall Drive.

And, FYI, WUSF has now moved away from the one week drive and has gone back to a week and a half. They took a hit in the spring after almost two years of successful one week drives. They, obviously, decided they have to pitch longer.

We face a similar decision.

Pre drive, I made over 20 phone calls to lapsed donors who had contributed 500.00 or more. I hit a lot of dry wells on that.

I also conducted programmer pitch meetings with both Laura Taylor and Randy Wind. They seemed to be well attended. We can, and will, continue to try and tighten up pitching during drives to combat the loss of listeners that occurred early in this past drive.

In my travels, I finally got a chance to meet with Joe Redner. He ponied up a thousand dollars for the drive and offered his help in terms of using his name where appropriate to find donors and underwriters. We will be talking some more.

I conducted a webinar for the Poynter Institute on extract real emotion during interviewing, which got the WMNF call letters in front of eyeballs from across the country.

I met with Wayne Garcia in the USF Journalism department. We are trying to figure out ways USF and WMNF can partner to get another warm body in our newsroom.

And, we had a visit from a representative of the National Association of Broadcasters membership department. She was in town for an event at WEDU and picked us out for a visit. She came on the first day of the drive and was overwhelmed by our operations. Not what she expected from a community radio station. I am considering a membership.

### Programming

#### The Following is a drive analysis put together by Program Director Randy Wind:

Here are the results of the last five fall drives (my totals are based on one week, not including follow-up):

\*Fall, 2011 \$257,000 in new pledges, - 2750 pledge

\* Fall 2012 \$245,000 in new pledges, - 2678 pledges

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went to three drives a year

\* Fall 2013 \$216,000 in new pledges - 2355 pledges

\* Fall 2014, \$211,000 in new pledges - 2254 pledges

\*Fall 2015, \$188,000 in new pledges - 2036 pledges

You can see a continuing drop-off and this drive was more than disappointing, close to a real crisis for the station. Even accounting for Circle of Friends downturn and three times a year effect, the drive is \$15,000 to \$20,000 off even modest expectation, around 10% off. Adding to the questions, the winter and summer drives were both better than this result - which rules out whether it is last year's program changes as the major reason. Similarly we all know about the media explosion, aging

audience etc. questions but these have been ongoing issues for years. What happened in the past few months? I will offer and comment on a few theories I have heard (the first two are the ones I feel might have some validity):

- 1) The Hillsborough County grant for the STL tower of \$120,000. While I thought this would be a selling point showing we have credibility as a real force in the community, some non-insider fans of the station suggested that some listeners heard about the grant as a "windfall" and (perhaps unconsciously) concluded we did not need listener money so much as we claim right now (not understanding it was a targeted gift not affecting our operating money). Some other non-profit organizations have reported membership decline when they publicized reception of a large grant; and manager Craig Kopp recalls that WUSF did not trumpet when they received a major grant from the state.
- 2) Others, explaining their own situations, have suggested that some listeners may have been affected by the downturn of the stock market this year. With much of our audience in the 55-64 year old demographic, many listeners are moving into retirement or semi-retirement and they may be living off smaller incomes and depending in part on stock market or mutual fund steady growth of 5% or 10% as some of the money they live on. This year the market is down for the year including a pretty big drop in September - not a drastic drop off like 2008 but enough that some listeners may tighten their belts around now.
- 3) Some suggested the one day drive in August contributed to a sense of fundraising fatigue. Normally I would agree - but that day and in the following days, I heard not a single gripe about fundraising again, all the feedback was kudos over the extraordinary programming of Greatest Songs Countdown. The fundraising aspect seemed to happen without stress or strain. The recent summer drive was also suggested but if you look at the results you see this our third year of three drives so that is not a new situation this summer.
- 4) Another suggestion I heard was that the T-shirt this time was not a turn-on for pledges. Who knows if the T-shirt appeal actually affects pledges?
- 5) Some programmers complained that the brand new gift system still in development was problematic and that use of gifts as incentive could not be used effectively. I agree that there were some problems but there were shows where the gifts were set up to be offered very well and the shows were still way off pace. This is not a new factor but the loss of CDs as an effective motivator makes having attractive gifts more of a challenge.

It seems now the winter drive does best (\$231,000 last time), and summer (\$201,000) has passed fall as the second best. The drive started off slowly and got some momentum at the end but we were so far behind. Something I have noticed is that the big Saturday show always seem to be off pace during fall drives - and then they do better in the winter drive. Could it be because of that beautiful October weather that Saturday pledges dropped off after the Bluegrass show? We depend a lot on those Saturday shows and when they come up \$1000 or \$2000 off each, it puts us farther behind. In winter fewer people are headed for the beach or outdoor activities.

Listeners are still choosing the Circle of Friends option. \$20,900 was pledged to COF this drive, compared to \$19,500 in fall 2014, \$38,000 in fall 2013 and \$25,000 in fall 2012 .

Can we recover the \$52,000 we fell short from the goal? In fall 2013 we were \$39,000 off and never quite got it all, throwing us off pace for the year. It's going to take some extra effort, not just the occasional "Thank you and You Can Still Pledge" announcement but a more spirited push for pledges in the next couple of weeks.

Thank you for working so hard - volunteers, programmers, staff and board. We are all in this together and I hope we can weather this crisis.

**If you have different theories or impressions about the drive, I would love to hear them. ...**

**Well, that's my spin!**

### **Engineering and Operations**

We conducted phone interviews with four Engineering/IT candidates. One was a no show. Of those we scheduled two for in person interviews which are happening the day of our Board meeting. We could have some news on that for the meeting.

The rood repairs are completed. We have entered into a yearly maintenance program with our roofing company which will extend our warranty work out several years, so that is off our plate.

However, we are staring at some serious air conditioning issues. We already had to replace one motor in the chiller unit and it sounds like the other one is getting ready to go. We also have a fried hard drive that was supposed to be controlling building air flow. That appears to have been inoperable for a long period of time. And there is a long-simmering duct work dirt problem that is going to have to be addressed. We are getting estimates.

### **Development/Marketing**

Laura Taylor and Gene Moore have been tied up the past four weeks getting ready for and conducting the drive. And, now, they are continuing to work the drive as it runs more in the background to pick up the deficit. In the 24 or so hours after we wrapped the drive, another \$7,000 came in. Let's hope we can keep that pace up.

Laura reports that we have \$31,000 in underwriting billed so far this new fiscal year. We are awaiting the return of six contracts which could bump that up a bit.

We are working hard to get Laura sprung from drive responsibilities so she can follow up on bigger underwriting contracts she has made first contacts on.

### **Outreach/Volunteers**

We continue to shake down the new website under drive conditions. And though there have been changes to the way we do things, they are only changes. JoEllen Schilke and Robert Fitzpatrick were on their laptops throughout fixing glitches and monitoring web giving and keeping web content fresh.

The new donation process which we launched in September worked very well, for the most part. Robert created that for us and is analyzing drive performance to see what improvements can be made.

JoEllen reports, by the way, in the non-digital realm we had 1324 hours of volunteer time donated to us during the drive.