

**VISION Statement** - Redwood Community Radio envisions a community of listeners who, guided by the example of RCR programming, work together to create better, more just and sustainable world systems, to ensure that all humans and other living species on earth move toward a higher quality of life, and are able to survive challenges in the times ahead.

**MISSION** - Redwood Community Radio will encourage a communication center of open airways (KMUD) for all voices to inform, educate, entertain and inspire the listening community through quality programming.

# MINUTES

Redwood Community Radio - Board of Directors

Mar. 3, 2015 – 3:30 pm

Healy Senior Center, Redway, CA

**A note from the Secretary** ~ So that it can be more quickly located, language dealing with *motions* and *how Board members voted* appears in *bank gothic font*.

- I. **Call to order:** Meeting ground rules; opening comments from the Vice-President.
- II. **Roll call:** MEMBERS' REPS – Julia Minton, Cody “Comfy” Dillon. PROGRAMMERS' REPS – Bud Rogers, **Secretary** Jack Frybulous, **Vice-president** Dan Murphy. BOARD-APPOINTED – Christine Doyka, Mark Marchese. [Our search for a **Treasurer** may have ended!] Station Manager Jeanette Todd (ex-officio). Absent: **President** Siena Klein.
- III. Approval of February minutes was postponed after they were withdrawn from consideration.
- IV. **Approval of agenda** – All of several alterations made to the agenda – *remove Consent Calendar from consideration; appoint Richard Parrish to Northern CAB; Closed session – Personnel issues; key policy and building access; transitional budget; board and staff retreat 2015; Fair Access to Airwaves; and anti-bullying and election policies* – were unanimously approved.
- V. **Open time** – Visitors: Simon Frech, Sarah Scudder. Simon expressed sadness there was no party for BR.
- VI. **Management report** – The road will be *closed* for this year's Block Party! Volunteers are needed for Summer Arts. Mateel has agreed to waive our SAMF/ROTR coffee booth fees, \$2300. New bumper stickers may be on the way. Nella has completed her database-related work. Apr. 1 is the latest that Audited Financial Statements can go out. Hiring Com. being created to identify Terri Klemetson's replacement.
- VII. **Discussion / questions for Management** – Jack reminded the board about the costs and the work involved in closing the road. Talk about parking space for handicapped. Cody asked to get more info on each of the items listed there. Christine suggested tackling one per month, while Jeanette reminded us about finances.

**VIII. Consent calendar**

A. Fair Access to Airwaves – 2<sup>nd</sup> consideration. This item was removed from the consent calendar for discussion.

**IX. Finance Com. report** – Siena chaired the Feb. 17 meeting (see pp. 36-38).

**X. Unfinished business**

- A. Automation project – Simon has submitted more info about this proposal (approx. cost \$6200). Dan asked about down-the-road costs, and learning-curve. Julia said she wanted to make sure we're on solid footing before voting to approve (and pointed out the lack of a balance sheet in this month's packet). JT: Fitch fund contains \$55K. JT asked Simon if this would be *the* project to fund over the next 3 years. Simon: hard question. *Dan moved to table. Jack seconded. Unanimously approved.*
- B. Database project – Nella has communicated that her end of this project is complete; the new db will allow greater access to staff and volunteers doing all kinds of mailings.
- C. Cuzzin Marc budget – Mateel will donate hall, and would run the bar (in the event the hall-rental fee is waived); Babette will do kitchen for us; and door, sound, lights and band are free. Discussion of the cost to rent hall (\$350) vs. paying it and running the bar. Arrange security. Bud volunteered for a tweener spot. Dan continues the discussion with Mateel staff tomorrow.
- D. Board / staff retreat – travel May 21-23 to KVMR not as a conference but as a retreat. \$100 per person. Half the staff are willing to go, half willing to stay and keep station open. Dan, Julia and Mark can't go. Bud was unsure; Cody is interested; Jack is going.

**XI. New business**

- A. Board recruitment and communication – To be discussed at the Board self-retreat: exit-interviews with previous Board members, and supporting them in the creation of their own group; year-round recruitment of replacement Board members, etc.
- B. Appoint Elections Com – Jack (as 2<sup>nd</sup> year Programmer Rep) volunteered to run Programmer elections (per policy). Mark volunteered to be Overseer. Siena might run Member elections.
- C. Approval process re: Board committees – New policy 2.4.1 (p. 17) is an attempt to address the lack of documentation existing around how members join committees. Julia: committee chairs have appointed people; committees should still be allowed to comprise themselves; not do committee work at the Board level; and trust that committee chairs will do what's required. *Dan moved to table. Jack seconded. No vote was taken on this motion.*
- D. Report survey results from Appreciation ballots – information is contained in the packet. Dan and Terri are working on news-related results.
- E. Fair Access to Airwaves – see p. 15. *Jack moved to approve. Bud seconded. unanimously approved.*
- F. Appoint Richard Parrish to Northern CAB. *Dan moved to approve. Jack seconded. Unanimously approved.*

G. Building access and key. Change alarm code.

*Dan moved that JT create a key inventory, and change alarm code. Christine seconded. Unanimously approved.*

H. Policy: anti-harassment, -bullying, -violence (p. 16). Cody suggested (and Jeanette had reported) that a form for complainants to submit needs to be produced. Jack wondered if this was a Board responsibility. Julia thought that situations with people who felt unsafe might not be appropriate for Mediation, but that *in most extreme circumstances, people* [with personal-safety concerns] *could seek to go the Board*, but that approaching the *Station Manager [or] Mediation Com. are preferred first steps*. On behalf of prospective complainants, Bud called for making potential pathways and parties clear, that would inform someone if they had violated a protocol. Cody pointed out the proposed Steps 1 and 2 (*Submit complaint; and meet with Manager [or Board, when Manager is the subject of any complaint]*) were contained within Step 3 (*Follow Problem-Solving Procedure*).

*Jack moved to send 5.1.1.1 back to Policy for more work; unanimously approved.*

I. Election process – suggesting that Policy have both Member and Programmer elections run at the same time (not a month apart). Jack asked Policy to ascertain what any negative fall-out from such a change might be. It seemed to be the Board's consensus to send this back to Policy, although no motion was made.

Possible Treasurer-to-be Sarah Scudder was greeted and thanked for coming. Julia outlined for her Treasurer job duties: chairing the Finance Com., incl. preparing agendas; monthly Treasurer's reports submitted to the Board [by the Treasurer, or anyone she delegates]; and overseeing the annual budget process (incl. a mid-year budget review). Jeanette added: attend Board meetings!

CLOSED SESSION – Personnel.

*Bud moved to approve a transitional contingency fund up to \$15K to be withdrawn from the Fitch Estate. Dan seconded.*

*Motion passed, 5-1. Yea: Bud, Christine, Dan, Jack, Mark, Nay: Comfy. Abstained: Julia.*

## **XII. Committee Reports**

- A. Programmers' Reps.
- B. Members' Reps.
- C. Community Advisory Boards
- D. Correspondence Secretaries
- E. Development
  - i. Pledge Drive
- F. Policy
- G. Mediation
- H. Emergency Preparedness
- I. Management Evaluation
- J. Transition
- K. Elections
- L. Networking

### **Schedule - monthly meeting times of Committees**

Unless otherwise noted, all meetings take place at KMUD, 1144 Redway Dr., Redway, CA.  
If you plan on attending a meeting, it would be wise to confirm no changes have taken place.

M.	Board of Directors	1 <sup>st</sup> Tues., 3:30 pm (Healy Sr. Ctr.)
N.	Development	Tues., Mar. 10 – and 1 <sup>st</sup> Mon. – 1 pm
O.	Finance	Tues., Mar. 10, 3 pm
P.	Executive	2 <sup>nd</sup> Tues., 11:30 am
Q.	Policy	3 <sup>rd</sup> Mon., 3 pm
R.	Board talk show	Wed., Apr. 8
S.	Program Selection	2 <sup>nd</sup> + 4 <sup>th</sup> Tues., 1 pm
T.	Board / Staff meeting	3 <sup>rd</sup> Tues. (April)

Meeting over at 7:45. 40-minute meal break.  
Agenda submitted by the Secretary 7 Apr., 2015.