MINUTES

Board of Directors

Redwood Community Radio
At the station: Tues., June 10, 2014 – 4 pm

I. **Call to order:** Meeting ground rules; opening comments from the President

II. **Roll call:** MEMBERS' REPS - **President** Siena Klein, Julia Minton, **Treasurer** Nella White. PROGRAMMERS' REPS – Marcy Stein, **Vice President** Noel Soucy, **Secretary** Jack Frybulous. BOARD-APPOINTED - Christine Doyka, Mark Marchese. Station Manager Jeanette Todd (ex-officio).

Also present: Bob Stern, Bud Rogers, Barbara Schultz.

III. **Approval of** March and May **minutes.** March Minutes were approved, with Julia abstaining. May minutes were removed from consideration by the Secretary. Siena moved we add to the agenda the appointment of Bob Stern to Finance; 6 approved. Julia moved that we add Closed Session (previously requested by Jeanette) after item IX. Jack seconded; 6 in favor.

IV. **Approval of agenda**

V. **Open time** – Bud indicated he would be available if offered an appointment to a Board seat. Barbara spoke at length about various issues, including not having been "allowed" on the air. Jeanette replied with mention of the Fair Access Agreement, and that a clear process existed for settling disputes. **ACTION:** Siena said we would get back to Barbara on this.

Bob Stern urged the Board to review what's appropriate for Closed Sessions.

VI. **Management report** Jeanette asked the Board to **ACTION** address homelessness issues, spec. someone to live on-site as a Homeless person's liaison. CPB contract is up in 8 years. Until then, we have to meet all the provisions of the Community Servcies Grant.

VII. **Discussion / questions for Management** Nella asked what grants would be used for (News Dept.). Mark was asked if he would be an Outdoor Movie Coordinator.

VIII. **Consent calendar**

Nella moved we remove item B from the Consent Calendar. Julia seconded; four in favor.

A. Kim Peterson's seat is made vacant, due to consecutive absences.
~~B. Nella is appointed Treasurer, and is excused from attendance at Ex Com meetings to plan the Board's agenda.~~
C. The Board revises policy 2.2.7, Parliamentarian, to read: "At each new Board's first meeting, it shall appoint a Parliamentarian who is familiar with

the meeting rules in this Policy Manual. The Parliamentarian is assisted by Policy Committee members, as well as all board members, in supporting the President by keeping RCR meeting rules in mind during Board meetings." This is the second of two required approvals.

D. The Board deletes Policy 5.4.7.8, Compensatory Time ("Comp Time"). This is the first consideration of this policy change.

IX. Treasurer's report Nella resigns from the Board; and reports that Jama is resigning from Finance. She and Bob are going to Fortuna, on a fact-finding mission about line-of-credit. **FOLLOW-UP REPORT** How would it be accessed, what procedures might be required? Involving a bank (via the line-of-credit) with the possibility of substantial penalties would serve to keep us on our toes. Nella suggested putting *Establish reserve* under New Business for the next meeting.

Julia moved that KMUD establish a reserve of $50K + accrued interest in its own credit-union money-market account. Jack seconded. 8 in favor.

X. Closed Session – Personnel / Transition.

Note: The Closed Session lasted so long that by its end, the remaining Board members were unable to discuss further business.

Two motions passed: 1) to appoint Bob Stern to the Finance Committee, and 2) that Board members will act as Finance Com. members until the new Board is seated in August. Mention was made of Maria Savage with reference to the Mediation Com.

XI. Unfinished business

A. Board Job Description: consider proposal to have a luncheon to work on this and the Station Manager job description revisions
B. Tech proposal – tech reserve
C. Discussion of budget deficit
D. Fair Access to Airwaves policy proposal
E. CPB Requirements

XII. New business

A. Appointment of board member to vacancy (tabled) 5 in favor
~~B. Cancel July Board meeting? / Schedule Board/Staff mtng?~~
C. Establish Networking Com.
D. ~~Policy for use of reserves, first consideration~~
E. Bylaws changed to make dates more flexible – first consideration
F. Correspondence with (and recruitment for) CABs
G. Personnel policy changes including vacation accrual
H. Proposed policy re COLA
I. Who will host the July 9 Board talk-show? Jeanette

XIII. Reports

A. Programmers' Reps.

B. Members' Reps.

C. Community Advisory Boards

D. Correspondence Secretaries

E. Development Com.

   i. Pledge Drive subcom.

F. Policy Com.

G. Mediation Com.

H. Website Com.

I. Emergency Preparedness Com.

J. Management Evaluation Com.

K. Transition Com.

L. Elections Com.

XIV. Monthly Meetings – dates and times

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

A.	Development	1st Mon., 3 pm
B.	Board of Directors	1st Tues., 4 pm
C.	Executive	Mon., 16 June – 2 pm
D.	Policy	TBA
E.	Finance	TBA
F.	Website	2nd or 3rd Tues., 10 am
G.	Board talk show	Wed., July 9 feat. KMUD candidates
H.	Board/Staff	Tues., 17 June – 10:30
I.	Annual Membership	Tues., 17 June – 4 pm

Agenda submitted by the Secretary on July 1, 2014