

KOPN Board Meeting
Tuesday, January 17, 2006

Minutes - Approved

The next board meeting is February 21, 2006 at 7:00 p.m.
(Note return to 7:00 p.m. time)

Attending

Board members: Ellen Froeschner (new president), Janet Hammen (new vice-president), Jeanne Heuser (secretary), Aaron Krawitz (new treasurer), Elizabeth Allemann, Sheryl Clapton, Royda Crose, Deborah Bowes, Liz Graznak

Staff: David Owens

Absent

Board members: Mike Hagen, Rich Winkel, Dennis Sentilles

The meeting began at 6:45 p.m.

Royda welcomed our two new board members Liz Graznak and Deborah Bowes. Liz moved back to Columbia three years ago, but grew up listening to KOPN when her dad, John, was very involved in the station. Deborah has extra time at the moment to volunteer because she is taking a break from nursing and her children are attending college.

December Minutes

The section in the general manager's report about the hiring committee was amended. Sheryl brought up the need for the board to go into a closed session if personnel problems arise within the meeting, as occurred last month. Jeanne apologized for bringing up personnel issues at the meeting. Aaron motioned to accept the minutes as amended, Deborah seconded. Unanimous approval.

Treasurer's report

Janet distributed the current balance sheet and profit/loss versus budget, which shows KOPN is doing well financially. David is working with John Clark, the new administrative assistant, on the new QuickBooks system. The CPB grant has not yet come in.

Action Items:

- 1) **David will talk to the auditors on February 18 to determine where the audit process stands right now and what more is needed.**
- 2) **David will talk to John about the "uncategorized" income of \$1,028, which probably needs to be moved to the fall membership drive.**
- 3) **David/John will correct the \$144 error that was charged on a credit cards but was supposed to be \$12 a month.**
- 4) **Finance committee needs to meet, if they want to get with David/John to learn about the QuickBooks system.**
- 5) **Janet needs to investigate whether to pay the 13-year old bill to the Radio Research Consortium for \$683. (From 11-05 minutes.)**

- 6) **Jeanne needs to continue investigating the population estimate of 42 people per square kilometer for the Corporation for Public Broadcasting (CPB) rural grant. (From 11-05 minutes.) Liz knows a GIS person who might be able to help.**

Board elections

President – Ellen was nominated by Royda and seconded by Janet. Jeanne moved to elect, Sheryl seconded. Unanimous approval.

Vice-president – Janet was nominated by Elizabeth and seconded by Aaron. Sheryl moved to elect, Aaron seconded. Unanimous approval.

Secretary – Jeanne was nominated by Royda and seconded by Liz. Ellen moved to elect, Sheryl seconded. Unanimous approval.

Treasurer – Aaron was nominated by Janet and seconded by Royda. Jeanne moved to elect, Elizabeth seconded. Unanimous approval.

Action Items:

- 1) **Ellen and Aaron need to be put on bank account.**
- 2) **David needs to investigate Rich's term on the board.**

People (human resources) Committee

Elizabeth reported that no meeting has yet occurred.

Action Item: Liz will help Elizabeth call a meeting of this committee.

Community Advisory Committee (CAC)

Jeanne suggested the CAC should be part of the Human Resources committee. Royda volunteered to organize the CAC. She nominated Micki Havner and Matt Bennett as new members, Janet seconded. Unanimous approval.

Action Item: Royda needs to get information from CPB about the rules for the CAC (see <http://www.cpb.org/stations/certification/cert3.html>) and reactivate the committee.

Infrastructure

Rich was not present to report. The major effort now is the Capital Campaign for the new transmitter (see finance below). David reported that there remain problems with completing the bathroom.

Action Item: David needs to coordinate finishing the bathroom.

Outreach Committee

Celebraton/Annual Meeting

The board was pleased with the outcome of the annual meeting, which had about 80 people in attendance. Suggestions for improvement: have an official clean-up committee and provide opportunities to donate at the event (some disagreed with asking for more money at this event). Jeanne distributed a meeting evaluation form, which the board completed. Suggestions for form improvement: add a question about the facilities and change the wording from Radio Hour to Program. Ideas were discussed for having a summer event for additional volunteer appreciation – possibly at Stephens Lake? Deborah volunteered to help with this event.

Action items:

- 1) **Jeanne - conduct an evaluation of the annual meeting.**
- 2) **Outreach – plan warm weather event.**

Newsletter

Elizabeth helped on the mailing for the newsletter and noticed that the mailing list needs some updating. David said a big stack of return mailers was received from the newsletter mailing, confirming that the mailing list needs to be updated. Discussion brought up the need for a KOPN annual report, which could replace the Winter Newsletter and come out just before the 2007 annual meeting.

Action items:

- 1) **Someone (?) needs to update the mailing list with the returns from the Winter newsletter mailing by March 21. Who?**
- 2) **All – provide information/thoughts/ideas for the Spring newsletter to Jeanne ASAP.**
- 3) **All – KOPN annual report: what should it include? Provide your ideas to the outreach group.**
- 4) **Jeanne still needs to confirm with Julie Baka and the post office about the best mailing methods to received returns.**

Finance Committee (fundraising and finance combined)

The Transmitter Capital Fund Campaign has begun. Julie did a packet of information for the campaign and PSAs are airing. Aaron went out with Julie last week and raised \$2000. Aaron explained that half of the gift can be provided now and another half at a later time. The fundraisers are trying to meet with potential donors in the next six weeks. However, the membership drive is beginning and that distracts from the capital campaign. Royda thought it was standard operating procedure to ask a slight amount above the pledge amount for the capital campaign. A handout was provided with the goal for the campaign.

Action:

- 1) **Ellen, Aaron, and Dennis – continue working with Julie Baka on raising funds.**
- 2) **All – help is needed with both the membership drive and capital campaign.**

Programming Committee

Neither the board nor general manager was ready to select members. There remains some confusion as to the committee's purpose, even though the board passed a policy statement at its November 15, 2005 meeting (attached at end of minutes). KOPN receives offerings of excellent shows from PRI, NPR, etc. that could be incorporated into current programs if the information was provided to programmers. In addition, some of the excellent talk show interviews could be promoted in advance better. The committee could help with this as well as contribute to programmer training and program assessment.

Action:

- 1) Jeanne will distribute the policy that was approved at the November 15 board meeting.**
- 2) The board will select its two non-programmer representatives (continued from 11-05).**
- 3) General manager will present two non-programmer representatives (continued from 11-05).**

General Manager's Report

Reel to Reel Project

David distributed a 2005 annual report and a contract from Reel2Reel received from Diane Rodgers, project director, a few days before the meeting. There was some confusion as to why this information had come to the board. The annual report has been provided for a couple years, but the contract is new. Some felt this was a responsibility of the general manager to work out with Diane. In the discussion, questions arose as to the level of autonomy a project has within KOPN and how grant applications are coordinated.

Action items:

- 1) The roles of the board-staff and projects need to be clarified.**
- 2) The connections with Ragtime also need to be clarified.**
- 3) Elizabeth will make a first draft of a 'project' policy that includes a policy for grant-writing done under the auspices of KOPN.**

Tower Rental

David reported the locally-owned company that wants to rent space on our transmitter tower is ready to do it for exchange for broadband service. The company must conduct a structural analysis of the tower to determine if it is capable of handling the new equipment. Jeanne provided a proposal from Socket to provide communication's services also. The board seemed to think the exchange of broadband might be a good deal for KOPN. Again, we need a lawyer to finalize a contract with the company (Laurie suggested at Dec. 05 meeting).

Action items:

- 1) David – contact engineers, Dave Taylor, Charlie Turner (web) for input on feasibility.**
- 2) Company analyzes the tower.**
- 3) Lawyer looks over contracts.**
- 4) Board approves/disapproves at February meeting.**

Staff reviews

Action items:

- 1) **David needs to conduct performance evaluations of the staff**
- 2) **The board needs to conduct a performance evaluation of the general manager.**

New Business

The 31st radio conference is in Portland, Oregon, in April.

Action item: David will find out what it costs.

David distributed a board report that costs \$250/a year; no one was very interested

Next Board Meeting

Tuesday, February 21, 7:00 p.m. at KOPN, 915 E. Broadway, Columbia, MO

The meeting adjourned at 9:50 p.m.

Handouts

- December 20, 2005 Draft Minutes
- Profit and Loss Statement, Oct. 1, 2005- Jan 17, 2006
- Balance Sheet – as of January 17, 2006
- KOPN staff/volunteers/board mailing list
- Capital Campaign financial goal
- 2006 Celebration/annual meeting evaluation
- Reel-to-Reel Project report for 2005
- Rights and Responsibilities of the Reel to Reel Reformatting Project
- Proposal for Streaming Audio Server
- Proposal for High-Speed Connection at KOPN offices
- SOCKET communication system proposal
- Non-Profit Board Reports

KOPN Program Committee – Membership and Responsibilities

Approved by the Board of Directors

November 15, 2005

Membership

The Programming Committee will consist of 11 persons:

- Five (5) will be programmers elected by programmers, one (1) of whom will do local talk radio, and four (4) will represent different music genres.
- One (1) will be the Program Director, if there is one, or the Volunteer Coordinator, if there is no Program Director.
- Two (2) will be non-programmers appointed by the General Manager in consultation with the staff.
- Two (2) will be non-programmers appointed by the Board of Directors.
- One (1) will be from the Board of Directors.

The committee will elect its own chairperson to serve a one-year term.

Members of the Programming Committee will serve staggered terms of two years. Five members of the Programming Committee, who represent more than one of the categories (programmers, non-programmers, staff), will constitute a quorum for the conduct of business.

Charge

The responsibility of the Programming Committee will be to:

- 1) Set written standards for programming and programmers and to hear appeals of management decisions involving discipline for violation of those standards.
- 2) Conduct and/or facilitate reviews of existing programming and to advise programmers on ways to improve quality.
- 3) Review the scope of programming and to make recommendations on ways of making the station more inclusive of community interests, including changes in programming.
- 4) Receive and review proposals for new programming, to judge whether the proposed program is appropriate for KOPN, and to classify the proposal as to its genre.
- 5) Advise the Program Director (if there is one), the General Manager, and the Board of Directors with respect to these topics.
- 6) Review and propose changes in the policies governing programming.

7) Facilitate the election of programmers to the Board of Directors.

In carrying out charges 1—4 and 7 the Committee will have written guidelines, approved by the Board of Directors, governing procedures. Those guidelines shall be posted in the station where all programmers can see them.

Standards for Programmers

In preparing standards for programmers (#1, above), the programming committee will incorporate the following topics:

- 1) Requirements for training.
- 2) Requirements for volunteering at the station.
- 3) Care of station property (the library, equipment, records).
- 4) Security of the station (responsibility for guests, etc.).
- 5) Maintaining records required by the FCC and the station.
- 6) FCC requirements, including station identification, meter reading, emergency alerts, logs and any other requirements that may be forthcoming.
- 7) Quality of programming.