

New Wave Corporation/KOPN Special Board Meeting|
Tuesday, February 6, 2007

Draft Minutes

Please get all corrections to Sheryl Clapton Sheryl_Clapton@centurytel.net

Attending

Board: Liz Graznak, Sheryl Clapton, Mike Hagan, Randi Bishop, Kyle Cook, Jenny ~~Oates~~-Czyzewski (via **speakerphone**)

Staff: John Clark, David Owens

Guests: Ellen Froeschner, Rich Winkel, William Srite

Absent

Aaron Krawitz (treasurer), Dennis Sentilles, Jeanne Heuser (secretary)

Quorum present/meeting started at 7:30 p.m.

Ellen Froeschner, Rich Winkel & William Srite were visiting as they had interest in being appointed to the board.

David suggested that he run the meeting as a non-voting member since the board no longer had a President or other official members to run the meeting. The board approved.

November 21, 2006 minutes and December 19, 2006 minutes

Minutes from these meetings still need to be approved.

Meeting happenings

- Resignations from Dennis Sentilles, Aaron Krawitz (treasurer), & Jeanne Heuser (secretary) were presented.
- Board elections were presented:
 - Randi Bishop – 81 votes
 - Aquila Butler – 44 votes
 - Derrick Chievous – 67 votes
 - Kyle Cook – 100 votes
 - Jenny ~~Oates~~-Czyzewski – 103 votes
 - Larry Dickerson – 57 votes
 - William Srite – 63 votes
- There was a mistake in the **tallying-reporting the tally** of votes at the all member annual meeting. Mike made a motion to re-appoint Ellen to the board, Sheryl seconded.

It was noted that Ellen can only serve 1 more year, as this would make her on the board for 6 years. She will be taking Dennis Sentilles position on the board.

All present board members approved the motion.
- Liz moved to appoint Rich Winkel, Kyle seconded.

It was noted that he will be appointed for a 1 year term.

All present board members approved the motion.

- Ellen moved to appoint Ryan Kind, Liz seconded. Discussion about why he would make a good board member. He will serve a 3 year term, standard appointee. 874-0272 (home), 573-751-5563
- Mike moved to appoint William Srite, Kyle seconded. He will fill Jeanne's spot for a 1 year term. All present board members approved the motion.
- Discussion followed about the need to have board elections for President, Vice President, Secretary, Treasurer.
- Sheryl nominated Ellen to be board President. Mike seconded. All approved.

Ellen resumed presidency & took over the running of the meeting.

- Kyle nominated Mike Hagan to be Vice President. William seconded. All approved.
- William nominated Kyle to be secretary, Liz seconded. Ellen nominated Sheryl, Mike seconded. Kyle withdrew his nomination. All approved Sheryl to serve as the new secretary.
- Liz nominated Ryan Kind to serve as Treasurer. William seconded. All approved.
- Mike moved that ~~John- David decide who hire to~~ file the 990-~~& that we hire him to do so~~. Discussion followed. Randi Bishop, Sheryl Clapton, Mike Hagan, Kyle Cook, William Srite, Rich Winkel, & Ellen Froeschner approved. Liz Graznak opposed.
- Ellen proposed that any e-mailing that happen between staff & or board members that all board members be included on the e-mails so that everyone can keep up with goings on. Everyone agreed.

General Manager's Report

David provided his report via email (attached at the end of the minutes).

- Gary is doing an electrical load analysis of the transmitter shack; he has been hired to do this. The results of this analysis may or may not require an electrical upgrade (which would be very expensive!)
- Deadline to be up & running with the new transmitter is March 31st, may need to ask for an extension
- Membership drive is going very slowly. We will continue to discuss programs & services at our next meeting

Financial Affairs

Financial Statements

John provided a new report to show the profit and loss statement compared to the budget via e-mail. We did not discuss this.

- The meeting adjourned as we ran out of time & had to leave the library.

~~Proposed agenda for February 6, 2007~~

7:00— November 21 and December 19, 2006 minutes approval

7:10— Board Management

- * Presentation of Aaron Krawitz's resignation
- * Report on January 21 Annual Meeting / January 2007 election results,
- * Appointment of board members
- * Election of board officers

7:40— Financial Affairs— David

- * Financial statements review
- * Audit update
- * Finalize who will prepare the IRS 990 form
- * Transmitter update

8:10— Resource Development— David

8:25— Programs and Services

- * Program Committee update— Janet
- * Ragtime Festival update— David
- * Reel to Reel Project update
- * Other items?

9:00— Adjourn

David Owens
General Manager

General Manager's Report to the New Wave Corporation Board of Directors February 6, 2007

Financial Affairs –

- Financial statements
- Audit update:
 - John Clark and I met with Jack Beard of Casey and Company on Thursday, January 11, for an interview required for the audit about internal controls of management and accounting with regard to fraud risk. Jack said at that time that the audit would be ready to present to the board at the February meeting. He asked that Joan be placed early on the agenda. Our FSR is due February 28, 2007.
- 990 hiring:
 - I believe that John Clark is best able to prepare our 990 report to the IRS. Not only has he years of training and experience in accounting and

nonprofit law and the preparation of 990's, he also knows our accounts and our organization, and he did the preparation of last year's 990 gratis. His bid is lower than Casey and Company's. Just because he is an employee—who regularly donates time over and above overtime—doesn't make him unemployable for special tasks not in his job description. I believe that if we are going to hire a task done that we should hire someone within the organization if they are qualified, all things being equal.

• Transmitter update:

- The interior carpentry, the air conditioning and ventilation installation, and the new door installation is all done.
- All of the ordered equipment including the new transmitter is now in hand. We will begin installing the new transmission line. This will require our being off-air for hours at best, days at worst. The ice is limiting access at the present.
- Charlie Turner, Sam Griffin, Rich Winkel and I have been working on implementing the webstreaming of our broadcast signal as soon as possible. It is my desire to be able to promote our stream before we need to go off-air for the transmitter upgrade so that at least some of our audience can stick with us. Charlie has successfully test streamed our air signal using a pocket tuner and the green room PC. That PC has been moved into production room where it will be fed a signal from the program out of the air board. Rich is developing the ability to stream from our file server as well, so we will have a redundant system.
- I have received a base bid of \$9,000.00 for the rewiring of the transmitter shed, with an alternate addition of \$1,500.00 for emergency disconnects, from Mid Missouri Electric. This bid is based on upgrading our service panel from 200A to 400A. I have never heard back from Meyer Electric despite calling them twice.
- Gary Froeschner is working up an electrical load analysis and wiring diagram for the shack. When we last spoke he was optimistic about our not needing a panel upgrade, but his analysis is not yet done.

Resource Development –

- Membership drive report: see attached Development Director’s report.
- Possible resource development committee: see attached Development Director’s report.
- Annual report: I will have a report for Sunday’s meeting.

Programs and Services –

- Program Committee update: see attached Committee Chair’s report.
- Reel-to-reel Project: see attached Project Director’s report.
- Ragtime Festival update:
 - Since the last Board meeting, Dennis Sentilles has taken the initiative to talk with Bill Clark. Bill took the matter up with Lucille’s husband, Jim Denninghoff.
 - John and I tried to schedule meetings with Lucille to work on the budget but she was unable to meet due to illness.
 - Lucille organized a steering committee for the Festival, invited the staff to its inaugural meeting on Thursday, January 11, and then the next day withdrew the invitation.
 - The day after the meeting Lucille called me to say that she felt that bureaucratic constraints of budget, contracts and meetings were driving the joy from the event for her and that she felt humiliated. It was a contentious and unhappy phone call.
 - On Wednesday, January 17, 2007, I received an email from Lucille resigning her position as producer/director of the J.W. “Blind” Boone Ragtime & Early Jazz Festival.
 - I have called Lorah Steiner of the Columbia Convention and Visitors Bureau to discuss the implications with her. She was not in when I called and has not yet returned my call.
 - The staff is now discussing options. Time is short.
 - Kimberly Kimbrough, BlackMissouri Editors blackmissouri1@yahoo.com BlackMissouri.com, came by and talked to Julie Baka about wanting to do this for KOPN's Blind Boone Festival....
 - Tom Verdott has offered to help with contacting and coordinating with the artists.
 - Lucille has not yet responded to my email request for a list of persons with whom we have commitments.

New business –

- NFCB Conference:
 - The 32nd Annual Community Radio Conference will be held in New Orleans, April 11-14. In years past KOPN has organized and facilitated attendance by staff and volunteers by organizing car pools or subsidizing registration in part. We have a number of volunteers have expressed interest in going this year, so we are contemplating how we can help. Are there any board members who might wish to attend?
 - Early registration for NFCB member organizations is \$325 each for the first two registrants, and \$250 for each additional registrant. The early registration deadline is March 2.
 - The conference hotel is the Sheraton New Orleans. All rooms are \$129 per night plus tax (currently 13%) + \$3 occupancy tax per night. This rate is guaranteed to rooms booked before March 20. We will also inquire with the host station, WWOZ, about home hospitality.
 - If any board members are interested in attending please let me know.
 - More information is available at <http://www.nfcb.org/conference/communityradioconference.jsp>.
- Radio for People:
 - The Federal Communications Commission is preparing to open a five-day window for not-for-profit-organizations to apply for new, full power non-commercial educational radio frequencies. Full power station licensing has been frozen since 2000. Radio for People is a grassroots organization endeavoring to assist in the creation of more community radio stations.
 - The NFCB is participating in this and has solicited KOPN's assistance in Missouri. Attached is an article concerning this project.
 - More information is available at <http://radioforpeople.org/>.
- We received this email today.
 - Subject: [NFCB] President's FY2008 Budget Request for CPB (Posted on behalf of Pat Harrison, CEO of the Corp for Public Broadcasting)

Dear Colleagues:

Today, the President submitted his Fiscal Year 2008 budget to Congress, recommending the following for the Corporation for Public Broadcasting (CPB): a \$50 million rescission from the \$400 million already appropriated by Congress for FY 2008; no advance appropriation for FY 2010; and no additional funding in FY 2008 for digital conversion or upgrades to the Public Radio Satellite System (although CPB would be permitted to use a portion of its FY 2008 regular appropriation for these purposes). In addition, the president proposed to fund Ready To Learn (RTL) at \$24 million in FY 2008, a slight decrease from the current fiscal year. If enacted, these FY 2008 funding levels would represent a nearly 25 percent reduction from CPB's FY 2007 levels, and would be felt in all CPB programs, including station CSGs.

These recommendations are similar to those made by the President last year, and as last year, they represent only the beginning of a long appropriations process in

which Congress will consider the needs of public broadcasters. Congress is now completing work on the FY2007 appropriation. We are encouraged by the House action last week that would provide an advance appropriation for FY 2009 as well as additional funds for digital conversion and television interconnection.

This week, CPB will be transmitting its request to Congress for an advance appropriation for FY 2010 as well as funding for digital conversion, radio interconnection and Ready To Learn for FY 2008. CPB, PBS, NPR and APTS look forward to discussing our appropriations request with the new Congress and to working with both the House and Senate as this process moves forward.

Patricia Harrison
President and CEO
Corporation for Public Broadcasting

Ginny Z. Berson

Vice President and Director of Federation Services
National Federation of Community Broadcasters (NFCB)
1970 Broadway, Suite 1000
Oakland, C 94612
510 451-8200 ext. 305
www.nfcb.org

Respectfully submitted,

David Owens
Tuesday, February 6, 2007

Director of Development Report for Board of Directors January 15, 2007

End of Year Gift letter

- We sent out 1764 End of year letters
- As of January 15 “End of Year Gifts” for \$ 6,582.13

October FUNdrive

- \$ 67,075 Membership Donations
- 867 individual shows were credited, 151 generic gifts to the station were also booked.

Total Membership and End of Year giving

- \$ 73,657.13

February 4-13 FUNdrive

- Pre-drive Challenge/Donation Quiet Drive donation letter is at printers. Mailing to 2,488 current and past donors.
- Theme/Message “KOPN ~Independent and Local Radio for Mid-Missouri!”
- Want to raise \$15,000 in Membership Challenge. I am asking the board to raise \$5,000 in challenges.
- Will have same basic gifts as last drive: Shirts, Colors Dollars, Magazines, and CD's
- Donations are starting to come in.

Spring Drive TBD

- We are still trying to raise enough money to cancel the Spring Drive. If we need to have an on-air drive it will be between May 1 and 12 # of days dependent on how much money we need to have donated.

Underwriting

- Looking for \$1000 in Broadcast Sponsorship for the Earth Day Remote.
- Starting in January will be offering the 1.5x value pack for Underwriters who donate money to the challenge fund at \$300 or more. I will be sending a letters to all past Underwriters in Quickbooks and all COLORS businesses.
- If board has any business owner contacts I will happily give you copies of letter for you to pass on.

Fundraising Committee

- David requested that I work on the fundraising committee. So I created a draft of the “job description” for this committee and I turned it in to David to forward to the board.

Web Donations

- Web site is ready for February Drive.

Other Development News

Earth Day Entertainment Committee (Sunday, April 22 or Raindate April 29)

- Committee will definitely need volunteers the day of the event.
- Would be great to get Earth Day Underwriters for the Remote. Anyone with suggestions of potential businesses that this event would fit please let me know.
- KOPN will also have our booth on in the street fair. We will need volunteers for fair also.
- You are invited to the coalition meeting, Wednesday, Jan 17 at 6:00 here at KOPN.
- You are invited to the Entertainment Committee meeting on Thursday the 25th at 6:00.

Newsletter

- December Newsletter was sent to 1764 donors/friends from 2006
- Next Newsletter will be the March edition it will be promoting Earthday and will be reporting annual celebration and drive results...
- NEED someone to take digital pictures at the Annual Potluck

Ragtime

- No news

Marketing

- Sponsoring Ragtag and MOJO event Tramp, Tramp, Tramp, silent film with Robbie Folks and Danny Barnes performing the soundtrack live. Followed by a concert at MOJO's. Friday, February 2. Kay Allen and Corrie Flaker will be working the KOPN Table at the Missouri Theatre and at MOJO's.
- 3 KOPN programmers will be speaking at the UU Church of Columbia Green Friday program. Local Foods – Producing, Buying and Eating on Friday, February 2nd. Farm and Fiddle Host Margot and Jenny and World Woman host Leigh Lockhart will be discussing Local Food.
- Will be sponsoring Iris Dement concert at The Blue Note. Friday, February 16. Details are still being negotiated...

Board Ballots

- They are coming in...

KOPN and Community Upcoming Calendar

Jan 17 Earth Day Coalition Meeting at KOPN 6:00PM

Jan 21 All Station Celebration and Potluck

Jan 25 Earth Day Entertainment Coalition

Feb 2 Tramp, Tramp, Tramp and Danny Folks and Danny Barnes at MOJO's

Feb 2 Green Friday at UU Church with KOPN Hosts

Feb 4-13 KOPN FUNdrive!!!

Feb 28 Newsletter Story Deadline

Mar 1-4 True/False Film Festival

Mar 15 Newsletter to Printer

Mar tbd major donor event

April 22 Earth Day

May 1 – 12 FUNdrive if needed

June 3, 4 or 5 Major Donor Appreciation Dinner prior to evening Concert

June 3-5 Blind Boone Ragtime and Early Jazz Festival

Sept 7-8 Boone County National Bank Blues Festival and Barbeque

Their goal is 30,000 attendance all in the district!! We need to be thinking about a KOPN presence at this event

Sept tbd KOPN One Read event with special reception for major donors

Oct tbd FUNdrive

Oct tbd Board nominations On-air and Newsletter recruitment

Oct tbd Create End of Year donation letter

Program Committee Report:

Hi all,

Jules, Woody, and I had a very informal "meeting" last night. We talked about the need to get the new Programmers' Handbook out to all the programmers and the need for all programmers to understand that there actually is a programming committee now and that they need to run any changes in the schedule through the committee in the future (it seems people have just been passing shows along to friends or changing genres at will).

Jules talked some about the need to have people follow the formal process that is laid out clearly in the manual. Woody and I agreed that there should be a fair and transparent process that everyone follows (of course, that will mean that we actually have to be there for people to present ideas to). We also came up with a tentative agenda for the next meeting.

Please feel free to add to this agenda. Next meeting is Feb. 6, 2007 at 7:00 pm (as always, the first Tues of the month). See you all there!

ginny

[Virginia Muller, January 03, 2007]

Agenda for Feb. 6, 2007

approval of minutes for December meeting (Carol will bring these)

Old Business:

Manual is done -- how do we get this info out to programmers? How best to get programmers to sign new contracts? Refresher training? What kind of time-line should we set up for programmer's contracts?

Safe Harbor -- draft a letter to the community asking for feedback about this issue?

Review last funDrive results

New Business:

Discuss schedule and open slots changes in genre and/or programmer

Date: Thu, 18 Jan 2007 08:31:20 -0600
From: "Jenn Kimball" <jk.kimball@mchsi.com>
To: "David Owens" <kopngm@yahoo.com>
Subject: Re: a brief report please

Hi,

Sure. Since the October report the project has:

- * Received the first 90% of the Office of Cultural Affairs grant and started reformatting tapes for this grant.
- * Continued to receive generous donations from Diane Rodgers. With this money the project has focused on reformatting many of our oldest local issue tapes.
- * Significantly updated and modified the project website (Thanks to Charlie Turner for his help with this)
- * Started plans for Black History Month and Women's History Month. We plan to re-air various programs, and also have certain programs available on the website for the duration of the month. (Note: If any programmers are interested in being involved they can email me at jk.kimball@mchsi.com <<mailto:jk.kimball@mchsi.com>>)
- * Continued cataloging of various programs.
- * Received plans for donations from the Peace Studies Program at Mizzou to reformat Peace Issues tapes and from David Owens to reformat a local voices tape.

Jennifer Kimball

Date: Wed, 17 Jan 2007 09:45:53 -0600
Subject: My resignation
From: "Lucille Salerno" <SalernoL@missouri.edu>
To: "Ellis Froeschle" <kfroeschle@hotmail.com>, "David Owens" <kopngm@yahoo.com>, "Jeanne Heuser" <jheuser@c-magic.com>
CC: "F. Dennis Sentilles ---" <sentillesd@missouri.edu>, "Janet Hammen" <kopnhammen@yahoo.com>, "HollandA@lincolnu.edu" <HollandA@lincolnu.edu>, "Lorah Steiner" <las@GoColumbiaMO.com>

Dear Ellin, David, and Jeanne,

I am writing to advise you of the fact that I am resigning from my role as producer/ director of the J.W. "Blind" Boone Ragtime & Early Jazz Festival—an event that I created ten years ago. Prior to that time ragtime events under my direction were simply individual evening concerts.

It's been a wonderful run and my memories of it all continue to fill me with pleasure.

Regrettably, however, this year—actually beginning with the conclusion of the 2006 Festival—interaction at the station related to the production of another festival has been contentious and, at times, even adversarial. Production of the Festival requires much of my time and effort. My *total* compensation is the intrinsic reward of experiencing the annual event itself. Since interaction at the station can no longer be described as cooperative, I resign from my efforts at KOPN/ New Wave Corporation.

The grant proposal I wrote to the City of Columbia Convention and Visitors Bureau (CVB) for Tourism Development funds to assist in paying for performers' participation in a planned 2007 event resulted in a contract with the CVB in the amount of \$15,000. Both Laura Steiner, CVB Director, and Antonio Holland, Treasurer of the John William Boone Heritage Foundation—the Festival's co-sponsoring organization, have asked that you advise them of your intentions regarding the execution of the 2007 CVB contract.

Best wishes, always,
Lucille

Lucille Salerno, Ph.D.
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Radio for People Coalition Comes to Iowa

by Sam Garchik on Wed 10 Jan 2007 09:48 AM CST | [Permanent Link](#) | [Cosmos](#)

Radio for People Coalition Comes to Iowa

By Dave Bradley and Trish Nelson

This group recently had a conference call today to discuss how to expand radio frequencies. I look hearing from Trish and Dave as to how this went.

I am contacting you to ask your organization to help bring full-power community radio to your town and to join with other organizations and the Radio for People Coalition to help expand the power and reach of community-based radio.

Be the media. It will soon be possible. The Federal Communications Commission (FCC) is preparing to open a five-day window for organizations like yours to apply for new, FULL POWER non-commercial educational (NCE) radio frequencies.

We have met with an engineer who believes stations could broadcast very close to Iowa City, Des Moines and the Quad Cities, as well as other parts of eastern Iowa. Our next step is to commission a study to determine just where the stations will be. He has agreed to do a massive swath of Iowa at a discounted rate. Normally just one of these studies can run as high as \$500. This is truly a once-in-a-lifetime opportunity.

Full power station licensing has been frozen since 2000. So, this is a brief and rare opportunity for your organization to acquire a powerful media resource, one that is not likely to come again in the foreseeable future.

The channels allocated in this window are designated as non-commercial educational stations. You cannot apply as an individual. The applicant must be an organization with an educational mission; however, you do not need 501(c)3 (tax exempt) status to qualify.

Radio for People is a national coalition of grassroots independent media groups, lawyers, radio engineers, radio stations, free media advocates, professional associations, social justice activists, and many other concerned individuals. We have joined together for the single purpose of helping you. If you want to build a radio station to give voice to issues, promote public discourse, and enrich community life, we will help you, every step of the way.

For more information about application requirements, costs, and the help Radio for People is offering, contact www.radioforpeople.org.

To get involved in our efforts in Iowa, you can email Trish or Dave at the contact info below. To learn more about the Midwestern campaign, you can email Gabriel Piemonte at gabrielpiemonte@hotmail.com. Or, if you know of another organization who might be ready to start its own community radio station, please forward this email.

Independent media is built on community participation and grassroots organizing. Soon, you could bring this resource to your town. Help strengthen community media. Help spread the word. And Radio for People will help you to be the media.

Trish Nelson
nelsonaction@yahoo.com

Dave Bradley
dlbcab@hotmail.com

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