

**Board of Director's Meeting**  
**New Wave Corporation**  
915 E. Broadway - Columbia, Mo.  
KOPN Studios, Cope Ashlock Room

Meeting of January 27, 2009

**Minutes**

**Attendance:**

In attendance were John Betz, Randi Bishop, Sheryl Clapton, Ryan Kind, Mike McGowan, Ann Mehr, Scott Meiner, Thomas Sobieck and Tom Verdot. Also in attendance were General Manager, David Owens and minutes-recorder, Meg Poché. *Absent: James Baker, Kyle Cook, Bridget Early, and Iman Labadia.*

**Call to Order:**

Sheryl Clapton called the meeting to order at 7:13pm. Introductions were made around the table and welcomes were made to new Board members, John Betz and Mike McGowan and continuing member, Scott Meiner.

**Review of Minutes:**

The minutes from the November 2008 and December 2008 meetings were reviewed. Sheryl asked if anyone had requests for changes to those minutes.

- Ryan Kind requested clarification of his meaning in a discussion on programming changes on page 1, 3<sup>rd</sup> paragraph of the notes from the December 23 meeting. The sentence "Ryan expressed concerns that there seemed to be a sense of urgency about making these programming changes and that he wasn't sure this was a good idea." will be amended to read: "*Ryan expressed concerns that there seemed to be a sense of urgency about making these programming changes and doesn't want to see this "urgency" come at the expense of prudent planning.*"

No other changes were requested. Sheryl asked for a move to approve the November and December minutes. Scott Meiner motioned to approve the minutes. Ryan seconded the motion. All agreed. The minutes were approved.

**Officer Reports:**

Scott gave a report on the Executive Committee Meeting and Programming Committee meetings. The discussions at those meetings revolved around changes to existing KOPN programming in order to cut costs while maintaining station vision and integrity with regards to the programming schedule. Scott explained that by cutting BBC News, the station would effectively save about \$21,000.00 a year. Scott has been researching various options for other news sources that would maintain a foreign perspective. Scott handed out a printed list of recommendations for consideration. Some examples offered to the Board were existing Pacifica Radio programs, Deutsche Welle, Radio Netherlands, Radio Australia, Radio France, Earthbeat Radio and more. A general discussion was held about the programs offered within the various sources and how they might flow. Some programs are similar in scope, yet a variety of options exist including world news, environmental programs, science and technology programs, sports programs, and more. Scott reiterated that the goal was to replace costly BBC programming with

quality programming free of charge and thereby render staff layoffs as unnecessary in the near future. Members of the Board were generally positive about the choices presented by Scott. Mike McGowan asked when our contract for BBC ran out. David Owens said that KOPN was paid up to air BBC through the end of March and that the switch to new programming would begin in April.

Ryan Kind asked if the repeat of Democracy Now at the noon hour was an option for trade out in the new line-up of shows. Tom Verdot added that dropping Democracy Now (DN) at the noon hour should be done along with the other afternoon changes if we decide to do that. A discussion ensued over the pros and cons of airing DN once or twice a day. David acknowledged that many fans of DN cannot tune in to one and rely upon the other time. David also pointed out that there are peak radio listening times and one of those times occurs at noon. A suggestion was made to poll “core” donors during the pledge drive. Scott felt that going to large donors and having their wishes rule the day was poor KOPN policy. David reaffirmed that polling donors would be done for the sole purpose of getting a reaction to KOPN programming, and not as a way to let the largest donors dictate KOPN programming. After much deliberation it was agreed to table the idea of polling KOPN donor/members and considering replacing the DN-noon hour for a future meeting.

Because of the upcoming pledge drive beginning on February 17, it was agreed that the next Board meeting would be moved to February 10. Ryan and Tom Verdot expressed the need for a deadline for presenting a new programming line-up to the Board.

- ***Mike McGowan motioned to move the next Board meeting to February 10. Tom Verdot seconded the motion. The motion was passed.***
- ***David Owens agreed to present a new programming line-up to the Board well before the beginning of the second quarter.***

#### **New Business:**

Ryan suggested that part one, Programming Schedule, be moved to “now” in order to continue the programming discussion. All agreed.

- 1) **Programming Schedule** – David continued the discussion by saying that he liked the type of programming schedule KOPN currently has and feels that the new proposals will continue to support our current “flavor”. Scott added that most of the new programs were going to be current, first run programs that will be up to date and informative in a timely manner. Tom Verdot wondered if Radio Australia would offer more of an Asian-Pacific flare. Scott mentioned that Radio Netherlands updates their news every hour and is very current. David noted that South America wasn’t well covered in the world and Scott suggested a search to see if anything is broadcast from Buenos Aires or other South American city. David reported that Adelante was going quite well.

Sheryll asked if we should conduct a trial run for a few weeks before April 1, 2009. A discussion was held on what it was going to take to download or obtain new programming, what time shifting would occur, and what kinds of training or personnel needs would be needed in order to get new programming under way. Ryan stated that method, timing, and flow are all part of the picture and should be included in the New Programming Line-Up proposal to be presented to the Board.

- ***Scott Meiner and Mike McGowan agreed to determine all of the new program delivery statistics and have them ready to present at the next Board meeting on February 10.***

**Pledge Drive (February 17-26)** – Ryan cautioned that on-air persons on the 1pm – 3pm weekday shifts should be careful not to pledge pitch by saying things like “If you like this program...” etc. David discussed many ways we can plug without words like that. David shared the vision of the upcoming drive, it’s theme, the positive and attentive staff on hand to make it work, and appealed to the members of the KOPN Board to step forward and help out.

### **Staff Reports:**

Several documents prepared by John Clark, KOPN Financial Officer, were handed out. These included an Oct. 2008 – November 2008 KOPN profit and loss spreadsheet, 2 profit and loss spreadsheets including comparisons of 2008 to 2007 with \$ change and % change, and a KOPN balance sheet as of November 30, 2008 including 2007 comparison of \$ change and % change.

David Owens handed out his General Manager’s Report and acknowledged that revenue was not keeping pace with demand. Marketing planning meetings continue to be held with an increase in community awareness of KOPN as the primary focus. Several ideas are in the works to facilitate this including remote broadcasting, better press coverage, door-to-door campaigns, enhanced web presence, and re-designed pledge drives. David acknowledged the need for a couple of healthy pledge drives and expressed concern about the challenges posed by the current economic condition of the country. The winter pledge drive will begin on February 17 and run through Feb. 26. The spring pledge drive will be held in May. David expressed the importance of employing new ideas and actions and of the need for Board member participation. Tom Sobieck said that it was the job of the KOPN Board to keep the radio station solvent. Tom Verdot pointed out that the financial spreadsheets don’t reflect monies gained by the fall drive mail-out, because the fall mail-out didn’t go out until December. Several Board members wondered what the effect of that was on the financial report as of Nov. 30, 2008. Randi Bishop suggested there be a phone follow up to those who have not responded to the mail-out. A discussion ensued over a recent email sent to Board members by John Clark that discusses a need to raise \$120,000.00 between the winter and spring drives, plus an additional \$34,000.00 in underwriting. Ryan and others agree with John Clark that these are lofty numbers and continue discussing ways to raise funds. Mike inquired about the possibility of running a Capitol Campaign. David explained that this has been discussed but KOPN doesn’t have the staff and volunteers to do it. David added that this is a good place for the Board to step up and help out and that 2009 needs to be a year of looking at fund raising options with KOPN Board involvement.

Meg Poché interjected with a reminder that the Organizational Development Training classes being conducted by Larry Dickerson and Julie Baka were primarily being held to train current and potential Board members on how to be a member of a not-for-profit Board. The final two classes are on Feb. 7 and March 21 of 2009.

John Betz shared his opinion that the current KOPN staff was doing a professional job and that he feels positive going in to the winter drive with such great support in place. The last two drives were lacking in that kind of support. Sheryl announced that she is quite impressed with the current KOPN staff and wants to see a committee formed within the Board to serve as a connection between the Board and KOPN staff. The discussion then continued on various ways to increase awareness of KOPN and also KOPN membership numbers. Much discussion occurred over the idea of remote broadcasting from charitable events, the Columbia Farmer’s

Market, popular local events, and other area venues or activities that aren't well covered by other sources. David relayed that there are legalities for 501C organizations with regards to FCC regulations on the use of live remotes. David gave an update on the status of plans for improving KOPN common space with a kitchenette a finished bathroom, and Brian Davis's connection with donated cabinetry, etc. The plans are on hold as realizations materialize regarding the items that would have to be addressed first that would cost the station money. The discussion wrapped up with the following calls to action:

**Immediate Action Items:**

- *Provide **Randi Bishop** with a list of lapsed donors so she can oversee phone calls to those persons.*
- ***David** send Board members a schedule for upcoming Fund Drive meetings.*

**Add to the February 10<sup>th</sup> Board Meeting Agenda:**

- *Form a committee within the Board to serve as a "connector" between the KOPN Board and KOPN Staff.*
- *Form a committee within the Board to brainstorm and plan ways for the Board to help fundraise, raise public awareness, and increase membership.*
- *A plan to re-assess the financial status of the station after the winter and spring fund drives.*

**Unfinished Business**

1) FY2009 Budget – Ryan suggested that the Board tentatively approve plans for the 2009 budget but to re-assess at some point after the upcoming drive. Tom Sobieck said that he would like to see a re-assessment immediately after the drive. It was decided:

- ❖ *An Executive Committee Meeting is set for March 5, 2009 at 6pm.*

2) Board appointment to the Programming Committee - A discussion was held regarding the role of the programming committee and a need for new members of the committee. It was generally agreed after the discussion that a member from the Saturday morning Spanish programming would be good to target for a seat on the Programming Committee. Spanish underwriting support would also be good to pursue, and encouragement to have them bring underwriting to other times of the week as well.

3) Board Evaluations and Recruitment – Ryan made note that last year was spent largely in the effort of coming up with criteria by which to evaluate performance and that this year those criteria should be applied. Sheryl agreed to collect evaluation forms so that the Executive Committee could conduct an evaluation.

- ***Ryan** will email the Evaluation Criteria list to Board members.*

4) Review of Personnel Policies regarding Compensatory Time and Time Off with Pay – Tabled

5) Employee Evaluation - Tabled

6) Community Advisory Committee – This task is in progress. David has approached Ellen Froeschner for this position and is waiting for her response.

### **New Business**

2) Lease Extension – David emailed and handed out the KOPN lease agreement, due on June 30, including 2 two-year extensions.

- *Ryan motioned that David sign the lease. Mike seconded the motion. All agreed. The motion to sign the lease was approved.*

3) Election of Officers –

- *Tom Verdot motioned to elect Tom Sobieck as President, Scott Meiner as Vice President, Ryan Kind as Treasurer, and John Betz as Secretary. Mike seconded the motion. All agreed. The motion on elections was passed.*

**Meeting adjourned:** 9:45pm

**Next Meeting:** **February 10, 2009**

Respectfully submitted to the Board by Meg Poché on February 7, 2009