

KOPN BOARD MEETING MINUTES
Tuesday, November 19, 2019

Attendance: Linda Day, John Lofton, Dan Hemmelgarn, Laird Okie, Laura Wacker, Martha Daniels, Morgan Matsiga, Barbara Ross, Diana Moxon, Margot McMillen, Gordon Rogers, and Tim Pilcher (I.G.M.)
Absent: None

Guests: None

Call to Order, establishment of Quorum and approval of agenda and minutes

Linda called the meeting to order and a quorum was verified. Introductions were made around the table. Dan moved to approve the agenda, Laird seconded, and the motion passed. Barbara moved to approve the October minutes, Dan seconded, and the motion passed.

Financial Reports

Fiscal year 2018-2019 (10/18-9/19): Balance sheets and financial activity reports comparing FY18-19 and FY17-18 were distributed to the board. With the help of our new accountants, Williams-Keepers, the problems that we have been working to correct are finally corrected. Linda reported that revenue numbers for FY18-19 look worse than they actually were because they reflect reductions made to correct revenue that was over-reported in 17-18. This had to be done by reducing revenue for FY18-19 since the books for FY17-18 were closed and the 990 filed. This gives the appearance of a larger difference from last year than actually exists because the amount is doubled when comparing across the years. The problem stemmed from bookkeeping errors in which some revenue entries last year were recorded twice (once into accounts receivable and then again into cash donations when paid). Linda proposed that a narrative explaining this should accompany our financial report to CPB. She added that our report should be improved by having an audit without qualifications for the first time in a few years.

Tim added that we expect to have at least \$30,000, in documented in-kind donations to add to the report for FY18-19. He has been working to document the many donated professional services that we depend on, some of which were new and some of which were ongoing but have not been reported for a while.

Laura added that our membership donations last year did not keep up with the previous year. She said it is our responsibility on the board to put effort into bringing in new members and spreading the word about the station. There was discussion about opportunities with Giving Tuesday and Como Gives. She pointed out that if we each get ten friends to get ten of their friends to donate during these two drives, we would have significant improvement.

Linda pointed out some expenses that we won't have in the new fiscal year: the \$200/month rent for the Pacquin Tower rooftop relay, the large expenses for Sean's magazine experiment, and some personnel expenses that won't be repeated this year.

October 2019: Payroll expenses were higher this October than last because of a separation vacation payout and the switch to accounting for payroll on an accrual basis, both one-time extra expenses.

General Manager Report

General Update: Tim reported that we received the technology update grant from Boone Electric Community Trust of \$19,233 in November. He reported that fiberoptic line has been installed to the tower and our relay is working very well. He has talked with Socket about moving all of their services to in-kind trades. We have increased the Missourian and Tribune in-kind trades and he expects have in-kind agreements in place for near \$50,000 by the next board meeting. Tim reported that our NFCB (National Federation of Community Broadcasters) membership of \$2775 is due, which he intends to renew. It provides several valuable resources, including the SoundExchange pool which reduces our royalty expenses. KOPN was a founding member of NFCB. We have a large set of old reel to reel tapes

of non-KOPN programs from a program exchange system they had which we can now ship to their archive at no expense, freeing up space here.

Grants Report: Tim reports that our 2018 CPB grant funds of about \$72,000 have been released, of which about \$53,000 is unrestricted. Tim will submit the required paperwork to receive the funds, documenting that we have an active community advisory board, adequate announcements of board meetings and other such requirements. The restricted funds must be used for national programming or developing local programming that could be shared nationally.

Tim also discussed a separate CPB grant program, Coming Home, for which we are preparing an application in collaboration with several other local entities. Ten pre-production/engagement grants of up to \$50,000 will be available nationally to provide money for the research and planning to develop proposals for programs about rural life for national distribution. As a CSG (Community Service Grant) recipient, we are eligible to apply for the grant. Tim has been working with Matthew Schacht of VidWest, the non-profit group that has taken over CAT TV. This would not qualify as NFFS funds but provides an excellent opportunity for a project that meets our mission.

Tim is researching Stafford Family Charitable Trust grant opportunities through Landmark Bank for capital funds. Deadlines are December 31 or June 30

Underwriting: Tim distributed a draft of an underwriting rate sheet with u/w campaign information. He plans to create guidelines to help potential underwriters understand underwriting and what we can and can't offer them. Tim discussed the difficulties of airing underwriting during specific programs versus the ease of underwriting spots sold for certain blocks of times during the day. The new log and automation software to be funded the Boone Electric Foundation grant will, among many other things, improve documentation of our underwriting fulfillment.

Community Events

Record Sale and Dance (with KCOU): Tim reported that this was a great success, bringing in \$1312. He said that the clientele seemed to appreciate the opportunity and that everyone had fun both during the sale and at the dance afterwards. He said KCOU had good results also. Linda pointed out that a lot of the younger vinyl fans had not been aware of KOPN prior to this event. Tim said we will likely do another such event in the future.

Holiday Parade: Tim reported that there are 40 entries with registration of about \$1500 so far. The KOPN parade entry will be positioned behind the Mobile Funk Unit. He bought extra insurance for the parade. He is looking for a few more volunteers to work the parade. He said everything is going well but that he would welcome having someone else do it next year.

Giving Tuesday: Tim has met with Christine Gardener to discuss this December 3 event. He anticipates airing pre-recorded spots leading up to it as well as on the day itself. It will not be like a pledge drive and on-air "pitching" will amount to a few very short pitches during natural broadcasting breaks. He will need some phone-answering volunteers. Facebook offers to match donations given via Facebook but he expects their match limit to again be reached very early in the day. He hopes to find local donors to offer matching donations. We will begin promoting Como Gives after Giving Tuesday.

Station Technology and Transmitter Shed Maintenance: Tim reported that the fiber installation is complete. Nelson's is set to do the tree removal. Leaving the chips on-site would cost about \$600 extra, while hauling them off would likely be cheaper. Tim also reported that Socket is planning to lay fiber downtown and will upgrade us to that connection when they do it. We had to do a mandatory update for the Emergency Alert System encoder for about \$350.

Website: Tim wants to improve our webstream because so many people now listen online. He discussed Radio Rethink, a group of community radio people who have developed a mobile player/app they offer for \$10/month which integrates well with Spinatron, enables webstreaming and can offer

fundraising tools. Tim would like to launch this on Giving Tuesday. KDHX has this on their website where it can be checked out.

Volunteers: Tim reported that we have a new volunteer, T. Sharif (“The Jazz Broker”), who will be joining the Good Sounds of Jazz show. He used to have a show on KJLU. Also, Renee Maxwell has joined Left Ahead Radio and Bob Hobson has picked up every other Saturday night (alternating with One Groove) doing a show called No Cover (all live recordings).

FCC Mock Inspection: Tim reported we had a mock inspection for license renewal with Bob Moore of the MO Broadcaster’s Association. He reviewed the tower, the Emergency Alert System and the FCC files and we passed “with flying colors”, exceeding expectations on many categories. We will need to file our biennial ownership report by February 1.

Committees and Working Group Reports

Financial Working Group: Covered earlier in the meeting.

Programming Committee: Linda reported the programming committee has discussed schedule adjustments to improve consistency. The Tuesday veteran’s show will move from 9:00 to 10:00 am. Programmer training has been postponed until after January 1st. Tim said Free Thought Radio, with listener concerns of fading quality, has been replaced by *Think!* from KERA in Dallas, a program similar in format to Fresh Air but more issues-oriented. There was some frank discussion about the veteran’s program. Linda discussed improvements she has suggested such as avoiding hour-long interviews with a single person, breaking the show into shorter segments, and covering new research on topics such as prosthetics, mental health, percussive head injuries, hearing aids, etc., which would be of interest to a broader audience while still being important to veterans. Barbara and Laura expressed concern that the current program seems to cover the glory more than the trauma of war. Barbara suggested they use resources such as Major Danny Sjursen. John pointed out that our VA Hospital is large and nationally known so there is a good audience here for a good veteran’s show.

Engineering/IT Working Group: Covered earlier in the meeting.

Library working group: No report per Laird.

Guiding Documents Working Group: Gordon reported the group has developed a clear description of the procedure for appointment of directors to the board to post online. This was distributed and approved by the board without dissent. He reported that much work was done on a Station Use, Access and Security policy but it is not yet ready for review.

Station Relocation Working Group: Margot reported on the working group meeting held just before this board meeting. The consensus at that meeting was that our goal should be to purchase a site, alone or possibly in concert with one or more other non-profits. Margot reported that the GM at WTJU (which recently moved) said we are right on track in our planning for a move. We did some brainstorming about potential capital fund sources and knowledgeable advisors. Margot and Gordon agreed to try to meet with a local architect to get his ideas. Linda suggested we notify our landlord immediately of our intention to move. This decision was approved without dissent.

New Business

Annual Meeting and Board Election: Linda suggested that the double-envelope ballot return system used last year was good. She also suggested that mailed-in and hand-delivered ballots should be tallied before the meeting to expedite ballot counting at the meeting. Dan suggested that ballots be mailed soon to give adequate turn-around time. There was discussion of alternate voting systems but it was agreed they could not be implemented for this election. Linda and Tim agreed that ballots could be mailed shortly after the December 6 candidate submission deadline. The election announcement had already been posted with a note to watch for instructions for candidates and there are three weeks remaining before that date. Besides the website and FB posts recruiting board candidates, we will be airing frequent announcements. The board agreed with this plan.

Linda proposed that the annual meeting be scheduled for 2:00 to 4:00 PM, with doors open at 1:45 PM. Because our former meeting site now charges a fee to use their facility, the Board had discussed and agreed via an email canvass that we will hold the meeting on January 12 in the Friends Room of the Columbia branch of the Daniel Boone Regional Library. It will not be a potluck but we will be able to bring beverages and snack foods. This was agreed to by the board.

Old Business

Staffing: No news.

Station Security: A concern was raised about a volunteer having given the door code to a family member. This is not allowed now but will also be addressed in the Station Use, Access and Security Policy under development.

Closed Meeting: Linda requested a closed meeting to discuss a personnel issue. The board approved. Tim and Dan were excused at this point.

Addendum: During the October 20, 2020 board meeting it was voted to open the records of this closed session.

Attendance was unchanged from above except for the departure Tim and of Dan Hemmelgarn. The closed session began at 9:35 PM.

AGENDA

General Manager Search

The agenda was approved.

Linda distributed copies of the Personnel Policy which appears to require a national search when there is a General Manager vacancy. After discussion, it was decided by voice vote to observe the policy as written and if desired to modify it after we have a permanent G.M. It was noted that Tim's three-month interim period ends on December 31 but is subject to renewal.

In the absence of further business, the closed session adjourned at this point at 10:00 PM.

After the closed meeting no further business remained and the meeting was adjourned.

Respectfully submitted,

Gordon Rogers, Secretary