

NWC/KOPN BOARD MEETING MINUTES

Tuesday, March 17, 2020

Attendance: Martha Daniels, Linda Day, Margot McMillen, Morgan Matsiga, Diana Moxon, Gordon Rogers, Barbara Ross (by telephone), Kevin Shults, Laura Wacker, and Tim Pilcher (G.M. -- by telephone)

Absent: Joy Rushing

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. Margot moved, with Kevin seconding, to approve the agenda. The motion passed. Diana moved, with Martha seconding, to approve the minutes of the February 18, 2020 meeting. This motion also passed without further discussion.

Financial Reports

February Reports: Printed financial reports were distributed to the board. Linda reported that the 2019 data will look different in the audit because of the prior (2018) period being adjusted. Questions about the meaning of a few line item entries were addressed. The property insurance item is listed apart from the other insurance lines and Linda suggested that figure might need to be incorporated into another insurance line item instead and that she would check about that possibility.

Audit: Linda reported that when checking on our audit progress she learned that the auditor might not have the audit ready in time for us to file our Financial Summary Report (FSR) with CPB by April 14, when it is currently due. She said an additional extension could be requested, though we do not want to do that. A letter from the auditor about the prior period adjustment to FY18 will need to be included with our FSR.

General Manager Report:

Station Automation and Restricted Access: Tim reported that, as he had emailed the board and other volunteers he would do, he has restricted access to the station to only Linda, Jill and himself due to the corona virus pandemic. He has purchased the automation software he had discussed previously with the board and has been learning it and setting it up. He emailed programmers yesterday to tell them how to submit audio for their programs for broadcast. The station has been closed since yesterday, 3/16. He answered a few questions about the remote broadcasting implementation. Although automated broadcasting is not intended to be permanent or common, he believes we do need the capability which may involve buying some large capacity hard drives as well as having other people trained. He has asked Gerri Novak and Charlie Turner learn this software.

Station Technology news: Tim reported that our model of the Comrex access rack component had been built with a faulty chip which may cause it to fail. He has sent it for a chip replacement at a cost of about \$300. The repaired unit should arrive tomorrow. Four of our CD players were also taken for repair and cleaning, and three of them are now back and in much better condition than before. He will purchase the rest of the items from our Boone Electric grant and will arrange to have the new airboard installed. Having the station unoccupied makes this a good time to undertake projects like this. He also said a transmitter amplifier failed and was readily replaced with a spare. He plans also to install a new underwriting software package he has discussed with us previously.

Pledge Drive Results: Tim showed a comparison of the February pledge drive with last year's, saying that the drive, ComoGives and Giving Tuesday gave us an increase over last year by about \$6,000. He would normally do a post-drive mailing but feels the pandemic is an awkward time to solicit donations. There was discussion about whether and how to publicize how we are managing during the pandemic.

Committee and Working Group Reports:

Financial Working Group: There was no meeting this month.

Station Relocation Working Group: The working group has not met.

Programming Committee: The committee did not meet. Linda reported that the committee membership will be undergoing change with upcoming elections and two appointments will be made, one by the GM and one by the board.

Engineering/IT Working Group: This was covered in the GM's Station Technology report.

Guiding Documents Working Group: Gordon reported that the group has not met this month.

Capital Campaign: Diana reported they have met with their unofficial advisor who has given them helpful ideas. They have been advised on making a list of people to seek guidance from. She said that gathering helpful people at this stage is more important than getting detailed plans drawn up. She asked that anyone who knows people who might be of help to communicate with Tim. Linda emphasized that we should ensure we respect donors' privacy.

Old Business:

Relocation: There was discussion of some buildings with potential for us, including some that are not yet on the open market and others with potential lease options in case we decide to pursue that option. Linda reported on the possibility of extending our current lease. Diana noted that the post-pandemic environment would offer fewer fund-raising options, but perhaps also more opportunities for buying.

Closed Session:

Linda requested a closed meeting at 8:30 PM to discuss our leave policy, noting that such discussion would necessarily involve discussion of current employees. Upon approval of this request, Tim ended his telephone connection to the meeting and the closed session began.

Subsequently, there being no further business, the meeting was adjourned at 9:15 PM.

During the September 15, 2020 board meeting the minutes of this closed session were approved and it was voted to open the records of this session. Attendance was unchanged except for Tim's departure as noted above.

Closed Session business:

Linda reported on her research of other non-profits' policies on sick/family/parental leave. She had submitted proposed wording for this section of New Wave Corporation's personnel policy by email earlier for a preliminary discussion online. The version presented tonight was slightly changed, including an increase in unpaid leave time. After discussion, Margot proposed, with Gordon seconding, that the proposed policy change be adopted with the addition of the word "paid" before the phrase "sick leave" in paragraphs 1, 3 & 4. This motion passed. The resulting policy phrasing is below.

Respectfully submitted,

Gordon Rogers, Secretary

XII. LEAVE TIME

B. SICK LEAVE [*as adopted*]

1. Full-time employees earn paid sick leave at the rate of one (1) day (8 hours) per month or twelve (12) working days (96 hours) per year, which may be used as it is accrued.

2. Sick leave may only be used to cover absences for:
 - a.** illness, injury, or preventative care of the employee;
 - b.** illness, injury, or preventative care of the employee's spouse, child or parent;
and
 - c.** birth and care of the employee's child within 12 months after birth or after the placement for adoption or foster care of a child with the employee.
3. Employees may accrue a maximum of twenty-five (25) paid sick days (200 hours). Accrued sick leave days are not paid out should the employee leave KOPN or be terminated.
4. If after exhausting accrued paid sick leave an employee still needs additional time off for a serious health condition or for postnatal or post-placement care of a child, a period of up to fifteen (15) days (120 hours) of unpaid leave may be requested.
5. Employees may arrange to take their paid or unpaid sick leave in hourly increments that suit their situational needs. When possible, employees are expected to make reasonable efforts to schedule the time off so as not to disrupt the Station's operations more than is necessary.
6. An employee may be required to provide documentation in the form of a health care provider's certification of the need for an episode that exceeds 3 three days (24 hours) of sick leave.