

## NWC/KOPN BOARD MEETING MINUTES

Tuesday, October 20, 2020

**Attendance:** Martha Daniels, Linda Day, Morgan Matsiga, Margot McMillen, Diana Moxon, Gordon Rogers, Barbara Ross, Joy Rushing, Kevin Shults, Laura Wacker, and Tim Pilcher, G.M. All attendance was by a remote Zoom conference session.

**Absent:** None

**Guests:** None

### **Call to Order, establishment of Quorum, and Approval of Minutes**

Linda called the meeting to order and a quorum was verified. A motion to approve the September 15, 2020 minutes was made by Diana, seconded by Margot, and approved unanimously.

### **Financial Reports**

**September Reports:** Financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda reviewed them with the Board, explaining some of the entries. She added that our audit is scheduled to begin soon and her hope is that it will be done by the end of this calendar year.

**PPP Update:** Linda reported that a shorter, easier application for forgiveness has been issued and we have all the information gathered to complete it. She said the bank is still asking us to hold off on submitting it as they are devising an electronic submission system but since the deadline is October 31 we may end up using the most recent form instead.

### **General Manager Report:**

**Fundraising:** Tim reported that the September pledge drive now has made a little over \$21,000. Some money from the previous drive has still been coming in as well. He said he and Mallory have begun planning for Giving Tuesday. They will have on-air interviews with other non-profit leaders, giving us an Arts Hour, an Environment Hour and an Equity Hour. This will get us more deeply involved in other non-profits in our area. With this being followed by the December CoMoGives program, together they should compensate for dropping our fourth pledge drive.

**FCC License renewal:** Tim said he has applied for our FCC License renewal on October 1, and we are doing our mandated two days of renewal announcements a month.

**Volunteers:** Tim said we have a few volunteers using the production room to produce programs.

**Programming:** We have a new programmer, Mary Dickson-Amagada, joining the World Woman rotation. She has also been helping with Motherland Jam. Tim is considering training more national programming hosts with a more formal training program. He added that this national programming time could also be used for more community-serving announcements.

**Station Technology:** Tim said he has not yet installed our new phones because he has been busy with two computers which have died and also he needs to rerun the phone cabling. He said Gary is working on the broken air room computer while the broken production room computer may not be fixable. A new computer is in the air room for use while the other one is being worked on. There was discussion about repair versus replacement of old computers. Tim said he now plans to install the new air board since we will be in this station another year.

### **Old Business:**

**Transmitter Shed:** Linda reported the transmitter shed exterior is finished and the new gutters are on. We have not received the bill for the gutters yet. Tim emailed an "after" photo to the board during the meeting.

**Moving Plan:** Linda reported she has received the new lease agreement from the landlord and has asked Joy to review it before signing it. As written, it requires us to include him as an additional insured to our liability policy, which Linda wants to investigate further. Linda reports that although she has found plenty

of empty commercial or office buildings, none are for sale. She hopes that perhaps some that may be open to very long leases.

**Capital Campaign:** Diana reported that the campaign committee met and several prominent members of the community attended. A draft case statement was shared and advice on it was solicited. She said it was recommended that a list of FAQs be planned and created. She said there was much productive discussion. She emphasized that the campaign is still in its quiet phase.

**GM Search:** Linda reported that the search committee reviewed seven applicants, did Zoom interviews with some of them and selected the ones they most wanted to follow up with. She reported that we had some good candidates and that we will discuss this further in the closed session.

#### **New Business:**

**Clean-up Day(s):** Tim said the station needs “sprucing up” and it would be nice to do that before we have any G.M. candidates physically visit the station. Some tasks involve removing old celluloid records and 78s which appear to have no collector value. Also to be removed are a sofa, a desk, and a large shelf. It was decided to spend the next two Sundays cleaning, starting at 10:00 AM.

**Board Election:** Linda discussed the past Board election process and ways it could be improved, including having candidates fill out an application. There was discussion about how little time remains to organize and hold an election in January and how moving the annual meeting date back would have other advantages, including not overlapping with end-of-year donations. Diana moved, with Barbara seconding, to propose amending the bylaws to set the annual meeting in a date in February at a place, date and time to be set by the Board. After discussion a vote was held and the motion passed. This will result in notice of the proposed new bylaws language being posted for the required time, with a final vote on the amendment happening at the next Board meeting. There was discussion about creating an application form for those seeking a board position.

#### **Closed Session:**

At 8:44 PM Linda requested approval to enter a closed session for discussion of current G.M. candidates and discussion of opening some closed session minutes, which was approved without dissent by the Board.

**Candidate Discussion:** Linda presented summaries of candidate information with emphasis on two the search committee felt had the most to offer and who have been invited for in-person meetings with the Board. Questions and discussion followed Linda’s presentation. No motions were offered nor decisions made during this discussion so no separate record of this portion of the closed session was made. Morgan had to leave the meeting for work at 8:57 PM near the end of discussion on the first candidate.

**Closed Session Minutes:** Gordon discussed opening the minutes of the October 15, 2019 and November 19, 2019 closed sessions because there is no longer a reason to keep them closed. Gordon moved that those minutes be opened and appended to the open minutes of the same meetings. This motion was seconded and approved. At this point there remained no reason for this portion of the closed meeting to remain closed so this discussion and vote is documented here rather than separately elsewhere.

At 9:27 PM. there being no further business, Diana moved, with Kevin seconding, to adjourn both the closed session and the open session of the Board Meeting. The motion passed and both the closed session and the open Board meeting were adjourned.

Respectfully submitted,

Gordon Rogers, Secretary