

NWC/KOPN BOARD MEETING MINUTES
Tuesday, January 19, 2021

Attendance: Martha Daniels, Linda Day, Margot McMillen, Diana Moxon, Gordon Rogers, Barbara Ross, Joy Rushing, Kevin Shults, Laura Wacker, with Miquel Calçada and Tim Pilcher, staff. All attendance was by a remote Zoom conference session.

Absent: Morgan Matsiga, excused due to work

Guests: None

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

Linda called the meeting to order and a quorum was verified. Diana moved with Kevin seconding that the agenda be approved, with the motion passing without debate. Kevin moved with Joy seconding that the December 15, 2020 minutes be approved. This motion passed without dissent.

Financial Reports

December Reports: Financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Tim pointed out that the reports do not include revenue from the ComoGives campaign, which has not yet been actually received. Linda confirmed that the separation of the Capital Campaign budget from the operating budget will occur as of this calendar year (1/1/21) but will require the assistance of our accountants to effectuate. She also reported that our lease extension form contained some errors which she has corrected and returned to the landlord, who is reviewing the changes and expects to approve and sign this week.

PPP Update: Linda reported that the PPP loan forgiveness application has been filed and approved by the bank, who has now forwarded it to the Small Business Administration. Linda expects them to forgive the loan, essentially converting it into a grant. She said she would discuss next steps later in the meeting.

General Manager Report:

ComoGives and Election update: Tim reported that our total anticipated revenue from ComoGives is \$12,284 from 104 donors. He has updated the membership list from this campaign and has mailed both year-end donation statements and election ballots to those needing them. We were able to save money by mailing these together because of changing the meeting and election to February.

Programming: Tim said we will broadcast the presidential inauguration from 10:00 AM to 1:00 PM from the Pacifica feed. This will pre-empt Glocal News, Fresh Air and the Democracy Now! Rebroadcast that day. We have new programs, including Sound Explosion Mondays at 3:00 AM hosted by Brian Smith and Flight Risk on Thursdays at midnight, hosted by Ed Hermann. And Thursday evenings now has The Jazz Exchange hosted by T. Sharif Abdul Hakim, replacing The Good Sounds.

Station Technology: Tim demonstrated a new system to display recurring donations, which he is still getting set up. It contains a lot more organized and detailed information than we have had.

Staff: Tim said he has been orienting Miquel to Salesforce and Quickbooks and other things at the station.

Committee Reports:

Capital Campaign: Diana reported that we have had some significant donations, adding that some donations can be encouraged or increased by an option to spread them out over a period of a few years. She says we have currently achieved about \$211,000 toward our goal in gifts and pledges. She discussed the concept of running a Zoom meeting with community members we know and the kind of input we want from them, such as what they think about our case statement and about the value of community

radio. She answered questions from the board about other details of hosting a useful meeting. We have added a few new members to the Committee.

Station Relocation Working Group Report: Margot reported on a recent walk-through inspection of a potential building. A building appraisal has been requested but not yet received. There will be a walk-through of another building of Interest on Monday. There was discussion about both buildings as well as traits we are looking for and looking to avoid, and about terms for potential negotiations. There are indications that the market may open up with more opportunities in the late spring.

Old Business:

2021 Annual Meeting: Linda confirmed the meeting will be at 2:00 PM February 14 by a remote video conference system such as Zoom. She asked for suggestions for the agenda in addition to introducing Miquel and an annual report. Laura suggested that a silent auction should increase attendance. Margot suggested a presentation on the Capital Campaign and the efforts of the Relocation Working Group. Tim discussed the different possible formats of Zoom available. He plans to talk with NFCB to see if they can help. He suggested that we have a practice session before the actual meeting. Several meeting options were discussed. It was decided that the meeting should be scheduled to last one hour.

New Business:

Second Round PPP Loan Application: Linda reported that we are now eligible to apply for a second \$18,250 PPP loan and asked for approval from the Board to do so. She said she has an application ready to submit and that we meet the requirements for such a loan and for its being forgivable as well. After discussion, Linda moved, with Gordon seconding, that we apply. The motion passed without dissent.

Review of Committees and Working Groups: Linda reviewed a list of established committees and working groups with the following decisions made by the Board:

- Financial Working Group: Deactivated for the time being.
- Guiding Documents Working Group: Kept, with members Linda, Gordon, and Joy.
- Library Working Group: No new decision made.
- Volunteer Working Group: No new decision made.
- Membership/Development Working Group: Purpose clarified to include processes for thanking donors, retention of recurring donations and increasing interactions between the membership and the Board and staff, with Laura as a member.
- Messaging, Branding, and Image Working Group: Dissolved, with its function assigned to the whole Board.
- Station Relocation Working Group: Retained as is.
- Engineering and IT Working Group: Dissolved, with station staff assuming its roles.
- Programming Committee: The terms of its members had expired by the time of the coronavirus shutdown and a new Committee has not been reconvened. For now, its functions are being fulfilled by procedures and processes established by staff.
- Community Advisory Committee: A required committee that needs to be re-energized.
- Campaign Committee: Not a Board committee. Its membership is primarily from the community.

Proposals for New Staff Position Descriptions: 1) Office Manager position: After discussion and adoption of some changes, the modified position description was accepted without dissent.

2) Operations Manager position: The physical requirements submitted by Joy before the meeting were added to the position description and it was accepted without dissent. After discussion, the modified position description was accepted without dissent.

Closed Session:

At 8:55 PM Linda requested approval to enter a closed session for discussion of potential real estate proposals. Joy so moved with Gordon seconding and the request was approved by the Board. Attendance was unchanged from above.

During this session there was much discussion but no motions were made for consideration and no other record of this meeting was made.

At 9:30 PM, upon the adjournment of the closed meeting and there being no further business, the open Board meeting was also adjourned.

Respectfully submitted,

Gordon Rogers, Secretary