

NWC/KOPN BOARD MEETING MINUTES
Tuesday, February 16, 2021

Attendance: Martha Daniels, Linda Day, Margot McMillen, Diana Moxon, Gordon Rogers, Barbara Ross, Joy Rushing, Kevin Shults, Laura Wacker (joined at 7:25 PM), and Miquel Calçada, G.M. Morgan Matsiga joined at 7:15 PM and left at 8:30 PM due to work constraints. 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. Diana moved with Margot seconding that the agenda be approved, with the motion passing without debate. Martha moved with Kevin seconding that the January 19, 2021 minutes be approved. This motion passed without dissent.

Appointment of Board Members

Linda announced that Joy Rushing and Christine Gardener have both submitted requests for appointment to the Board. Linda moved, with Gordon seconding, that both be appointed to the Board. The Board approved unanimously.

General Manager Report:

ComoGives and March Drive: Miquel reported that we have not yet received our ComoGives money, which will be \$12,284. Our March drive will be the 6th, 7th, and 8th. The theme will be Celebrating Community Resilience. We will use the weeks prior to prepare emails and to raise matching donations. Miquel plans to request emails signed by current influential members. He plans to increase the use of quality content and graphics on our website and Facebook pages, making use of the talents of Board members Martha and Kevin. Linda noted that we will have two hand-forged gardening trowels donated by local artist Don Asbee for premiums. Miquel suggested that we “turn the tables” by interviewing some of our well-known programmers such as Diana Moxon, Kevin Walsh, and Melinda Hemmelgarn to get their take on KOPN’s resilience and its value to the community.

Volunteers and Programming: Miquel reports he has been speaking with many of our volunteers and invites all volunteers to meet with him if they desire to. These conversations have helped him complete his picture of the broadness of the station’s programming and the volunteers’ own goals and motivations regarding KOPN. Once he has finished gathering such information, he plans to propose a rearrangement of the current schedule making better use of our talent and time slots. He discussed a proposed agreement with Radio Research Consortium (RRC), a company offering survey data of listenership to non-commercial stations, saying we can get data by quarters of a year relatively inexpensively.

Technology: Miquel questioned why we still use phones for interviews, and suggested we try to do more in-station interviewing when that is possible. He discussed a computer app (Cleanfeed) for remote interviews which can improve sound quality significantly for communication between a remote computer and the station computer system or a phone and the station computer system. We would still be able to use the on-air landline, but that should be reserved for brief segments.

Staff: Miquel said he posted the Office Manager position on the website and Facebook page as well as the two local newspapers and has had some responses. He plans interviews for later this week.

Radio Research Consortium (RRC) Proposal: At the conclusion of the G.M. report, Linda requested more discussion on Miquel’s proposal to contract with Radio Research Consortium for listener data for our

programs for selected quarters. A payment schedule was made available for a five-year period, with the first payment being \$675 for data on two quarters each in 2020 and 2021. Some concern was expressed that KOPN is intended to broadcast diverse rather than popular content and simple listenership data should not guide our programming. Miquel said the data is to give us general information about our audiences. It may help us better schedule our programs but is not intended explicitly to compare listenership or revenue. Linda moved that we subscribe to the proposed audience data collection. The motion was seconded and approved without dissent.

Financial Reports

January Reports: Financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. In addition to some other details, Linda pointed out an extra \$1,500 in underwriting in December for which she thanked Margot for her assistance. She discussed the difficulties of arranging a way to more easily separate accounting for the capital campaign and that she has been working with our accountants on our options for doing that. She also reminded us that our currently having more money than usual is because of the capital campaign and that our operating assets are not much changed from before.

Election of Officers:

Linda reported that her emailed request that officer nominations be sent to Tim resulted in our current officers being re-nominated with no new nominees. Barbara moved that the slate as a whole be elected, with Joy seconding. This was approved without dissent, and the 2021 officers will be: President, Linda; Vice President, Diana; Treasurer, Laura; Secretary, Gordon.

Committee Reports:

Capital Campaign: Diana reported that individual members of committee have had four community outreach Zoom meetings in the past month, with good feedback. She said most participants said they believe KOPN is important, although some said they have stopped listening, often because of unfamiliarity with our schedule or with listening options.

Station Relocation Working Group Report: Margot and Linda reported we are still waiting to hear about the building for which we had submitted a letter of intent. Linda discussed strategies for finding new prospects.

Guiding Documents Working Group: Gordon reported no activity and promised to have a meeting before the next Board meeting, mentioned some items that could be covered, including documentation of our annual meetings, record preservation and spending procedures. Linda mentioned that we should discuss a requirement that two officers sign some documents. She arranged for a second signer for two recent documents.

Old Business:

2021 Annual Meeting Report: Linda reported that there were 48-50 attendees, some of whom were new programmers. She continued discussion on the issues of the G.M.'s annual report and of keeping records of annual meetings. There was also discussion about the value of having the meeting online.

New Business:

Doors and Locks: Linda reported that the back door has been increasingly difficult to unlock and reported that we plan to get a new lock for it. Laura reported that she has found the front door unlocked on two occasions. Miquel suggested that we encourage people to use the front door exclusively, leaving the back door for emergencies. There was discussion of safety and the

absence of a light at the top of the front stairs, the wiring for which has been removed by the owner of the neighboring building.

Water pipes frozen: The station water pipes had been frozen and had broken but have now been repaired, which the landlord arranged.

Due Diligence List for a New Building: Linda requested that we create a list of due diligence checks we need to perform before the finalization of any building purchase. She suggested we email her ideas rather than take time at the meeting doing this.

Closed Session:

At 9:10 PM Linda requested approval to enter a closed session to review and approve the minutes of previous closed sessions. Attendance was unchanged from above except that Morgan had left at 8:30 PM because of work and, having not been present at the meetings, Miquel took his leave.

Gordon presented draft minutes of the closed session of the November 17, 2020 Board meeting. Diana moved, with Kevin seconding, that the draft minutes be approved without changes. The motion passed without dissent.

Gordon then presented draft minutes of the closed session of the December 15, 2020 Board meeting. Linda moved, with Joy seconding, that the draft minutes be approved without changes. The motion passed without dissent.

And finally, Gordon presented draft minutes of the special closed meeting on January 26, 2021 Board meeting. Barb moved, with Martha seconding, that the draft minutes be approved without changes. The motion passed without dissent.

At 9:20 PM, there being no further business, the closed session was adjourned and the open Board meeting was also adjourned.

Respectfully submitted,

Gordon Rogers, Secretary