

NWC/KOPN BOARD MEETING MINUTES

Tuesday, August 17, 2021

Attendance: Martha Daniels, Linda Day, Christine Gardener, Margot McMillen (arrived after approval of the agenda and minutes), Diana Moxon, Gordon Rogers, Barbara Ross, Joy Rushing, Kevin Shults, Laura Wacker (arrived after approval of the agenda and minutes), and Sarah Catlin, interim G.M., ex-officio. All attendance was by a remote Zoom conference session.

Absent: None

Guests: Kevin Walsh (arrived after the GM Report on the programming committee)

Call to Order, Establishment of Quorum, and Approval of Agenda and Minutes

Linda called the meeting to order and a quorum was verified. Joy moved with Martha seconding that the agenda be approved. The motion passed without debate. Kevin moved with Joy seconding that the July 20, 2021 Board meeting minutes be approved. This motion passed without dissent.

Financial Reports

July Reports: Reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda reported that our second PPP loan forgiveness application has been submitted by the bank to the Small Business Administration and she thinks approval now should be assured. She noted that although we have had some significant capital campaign donations, our financial position statement shows we are down almost \$50,000 in our available cash since last year. Our statement of activity comparison shows our revenue is almost half of what it was a year ago. She noted that we cannot be lulled into complacency by our receipt of the one-time covid grant. (Diana noted that this deficit is related to our not receiving the CPB grant this year and that we have money in the reserve fund to compensate for that if it is needed.) She also reported we are working to resolve a billing dispute with Stripe.

General Manager Report:

Sarah said a detailed written report for Board members is on our shared drive.

Staff: Sarah reported that Ally will be on vacation in early September and that Tim's last day of work will be September 6.

Volunteers and Programming: Sarah reported we have three new volunteers who are interesting in becoming programmers. One has submitted a program proposal and has begun training with Tim on the NPR feed. The other two are a couple who have done radio in college and have also submitted a show proposal. Also Eric Pherigo has expressed interest in doing a show. A community activist expressed interest in doing a local news show. A former programmer and board member has also expressed interest in bringing back her show. Sarah also asked for volunteer help to enter old donor data into Salesforce. She reported that about 20 old storage boxes of papers from above the pod east of the office have been brought down and can be searched and saved or disposed of.

Events: Sarah reported that KOPN has sponsored a booth at the Mid-Mo Pridefest and asked for volunteers to staff it. We have also sponsored the Friends of Historic Boonville, Missouri

River Festival of the Arts Bike Ride on August 21 and are having a table at the Office of Cultural Affairs Poster Party event at the Farmers Market Pavilion on September 1 afternoon. Our Fall Pledge Drive will be from September 16-19 (Thursday through Sunday). There will be an Ice Cream Social for KOPN volunteers on September 11 at 10:00 AM at the Gordon Pavilion of Stephens Lake Park.

Technology: Sarah said Tim got an estimate of \$3600 from Blauvelt to inspect our tower. We can find no reports or invoices for previous tower inspections. Also, our new board has been installed in the production room but is currently sending extraneous noise to the computer.

Programming Committee: Sarah announced the new programming committee is being formed. So far, it consists of Sarah (Staff representation), Chris Puyear (Blues genre), Corri Flaker Fraser (Local talk), with the other positions still vacant. She said she has spoken with most of the programmers and plans to speak with them all.

Guest Comments

Kevin Walsh joined the meeting at this point, asking and being granted permission to speak. He discussed concerns and suggestions about the recent schedule changes and the organization and accessibility of promos and announcements in the air room. He departed the meeting after his comments and the ensuing discussion.

Disciplinary Action: After Kevin's departure, Sarah reported on a disciplinary action she has taken regarding a programmer. All board comments approved of the action.

Proposed Programming Change: Sarah discussed programming changes she hopes to make in coordination with the programmers involved which would re-introduce music into the afternoon schedule and would adjust other program schedules.

Fundraising: Sarah reported on sponsorship arrangements she has made with several area groups. A list is available to Board members. She also reported on several other organizational relationships she is pursuing.

Committee Reports:

Capital Campaign: Diana reported that she has touched base with donors who planned to give over a multi-year period to ask if they could move some of their donations up into this year. The response has been positive. There is a scheduled meeting this Saturday but she thinks it perhaps may benefit by being postponed a week or two. She hopes to have \$300,000 already in the campaign fund by the time we close on a building, especially if we need to spend significant remodeling money. Diana suggests that we not enter the public phase before the upcoming pledge drive—perhaps in early October, when money raised would come in the next fiscal year. She also reported on a meeting she and Sarah had with a representative of a rapidly growing company which is interested in underwriting us and possibly contributing to our capital campaign.

Station Relocation Working Group Report: To be discussed in the closed session.

Old Business:

Volunteer recruitment and training: Linda asked that this item be postponed due to the anticipated length of the remaining agenda. Christine spoke on the goals of the agenda item.

Linda agreed on the importance of the item and moved that this item be tabled until the next Board meeting. Gordon seconded and this motion passed.

New Business:

Operations Manager: Linda reported that today the transmitter shed was heating above levels safe for normal power operation of the transmitter. She said she was able to lower the temperature for at least a time, but we need a remedy and need to fill the operations manager position soon. She reviewed for the Board the proposed job requirements and job duties submitted by email shortly before the meeting. After this, she moved that the document be accepted by the Board. Kevin seconded this and the motion passed. She called for suggestions of where the position could be advertised besides CPB Jobsite, NFCB, and the Missourian.

Closed session

Linda moved that we enter a closed session for purposes of approving minutes of previous closed sessions and for discussing a real estate transaction. Gordon seconded and this motion passed.

Approval of closed session minutes: Gordon displayed a draft of the August 13, 2021 closed session minutes concerning a real estate negotiation. After everyone had time to review them Joy moved, with Christine seconding, that the draft be approved. This motion passed without dissent.

Gordon then displayed a draft of the June 29, 2021 special closed meeting minutes concerning the evaluation of a staff member. Kevin moved, with Christine seconding, that this draft be approved. This motion also passed.

Discussion of a Proposed Real Estate Transaction: Linda reported on and led a discussion concerning a real estate transaction we have been considering. There was an extensive discussion of options and of questions for consideration.

With no motions being made except as recorded here, no separate record of the closed session was created.

Afterwards, there being no further business both the closed and the open meeting sessions were adjourned.

Respectfully submitted,

Gordon Rogers, Secretary