

## NWC/KOPN BOARD MEETING MINUTES

Tuesday, April 19, 2022

**Attendance:** T. Sharif Abdul-Hakim, Martha Daniels, Linda Day, Margot McMillen, Diana Moxon, Gordon Rogers, Joy Rushing, Kevin Shults, and Sarah Catlin, interim G.M., ex-officio. All attendance was by a remote Zoom conference session.

**Absent:** Laura Wacker (excused)

**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. Joy moved, with Martha seconding, that the submitted agenda be approved with an additional item proposed by Linda on approving the tower repair bid. The motion passed. A motion to approve the March 15, 2022 draft minutes was made by Kevin and seconded by Diana. The motion passed.

*Note: A Station Relocation working group meeting was held March 26, 2022 which had been announced at the March 15, 2022 Board meeting. At this meeting, with Linda, Sharif, Gordon, Margot and Joy in attendance, it was proposed to change the title of General Manager to Executive Director, and to advertise it that way. Another proposal was made to raise the upper salary limit for this position to \$55,000. Both proposals passed unanimously by those present and were announced without objection during the course of this current April Board meeting.*

### **Financial Reports**

**March Reports:** March reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda answered a question about an entry for storage space rent that may be misclassified and may be corrected. There was discussion on small equipment and software purchases, and on expensing purchases for the new building to Capital Campaign funds vs. operational funds. Linda said that we will begin transferring money from the Capital Campaign for such expenses.

**Audit:** The audit has been completed and Linda said it will be posted on our website in short order. Our 990 form is being finalized and should be complete soon, and our FSR has been submitted to CPB.

### **General Manager Report:**

**Prep for move of office (files, printer/copier):** Sarah reported that several boxes of old donation forms awaiting entry into Salesforce will need to be stored until after the move. Some furniture will be moved. Volunteer help will need to be limited by liability concerns.

**Staff:** Sarah reported that staff mandated harassment training has almost been completed and Ally's one-year review is done.

**Volunteers:** The Volunteer working group met yesterday. Sarah plans to split the volunteer handbook and volunteer agreement into two documents, one each for basic volunteers and for volunteer programmers.

**Events and Outreach:** Sarah said Diana has been doing excellent work giving OCA content about us for their newsletter. The film Soul Graffiti which had extensive shots of the interior of KOPN studios has been released. Sarah said it displayed us well and we were listed prominently in the credits. It will show at RagTag on May 8. We are registered to participate in the Vinylthon, a national event on April 23 during which all music will be played from vinyl media. We are sponsoring a table at Earth Day April 24 and are planning a live remote broadcast from that event. We will be sponsoring Mid Mo Pridefest in September and will be calling for volunteers to participate in their downtown parade. We have acquired a new KOPN

banner with pockets and grommets to aid in hanging it or carrying it in parades. And we are building our email database by offering a free ticket to the Count Basie Orchestra coming on Sunday.

**Technology:** Sarah reported we now have fiberoptic cable from the provider to the new building. She hopes we can renew our underwriting agreement to support our connection. We may need a new hard drive soon on our encoder computer, as the current one is getting full. We will need to fill out an FCC form in preparation for moving the satellite dish. We had been having brief skipping episodes on air that were difficult to explain. Dylan was finally able to trace the source to a router which needed to be reset. The new airboard has arrived at the new building and is ready to be installed. The door from our current pod has been removed and taken to the new building, along with the equipment from the pod room.

**Programming:** Sarah said three new programs have been approved: one is an hour per month in the Anything Goes time slot on music and nostalgia. There is a new indie-pop show, Kiss the Eclipse, early Sunday mornings after Mystery Science Radio, and a news show Wednesdays at 5:00 PM hosted by Andrew Grabau, who is president of the United Way. Sarah has also been discussing a new show with a local media person which may replace the Sojourner Truth program. We are still looking for daytime board operators for our national feeds.

**Fundraising and Underwriting:** Donations are still trickling in from the Spring pledge drive. Sarah has closed that drive out now and is planning the next drive. She said a business she had been unsuccessfully recruiting to underwrite has now decided to do so. She linked the board to the current underwriting database. There was discussion about keeping track of CPB and non-CPB eligible donations.

### **Committee Reports:**

**Capital Campaign:** Diana said the campaign has just received another \$2,000, giving us a total commitment of \$458,000. She has submitted grant funding requests to two trusts each for \$75,000 over three years. She has found it helpful to be able to show the building to prospective donors and would like to continue bringing them in.

**Station Relocation Working Group Report:** Margot reported things are going well with the album identification and LP and CD culling projects. She quoted some price rates for professional movers and quoted estimates of under \$2,000 for insured movers, with the move occurring in three separate steps rather than all at once. Linda reported that the offices are almost ready at the new building and the glass for the interior windows is ready for pick up. The new doors are ready. Wifi is installed. We have spent under \$10,000 so far on materials, with all outside labor being donated which has been a huge help. It is time to begin moving selected shelves from the old space to the new one. One studio is ready to be set up.

### **New Business:**

#### **Disposition of Music Not to be Moved to 401**

Margot said options for sale of culled music are to ask for bids for genres, for the entire collection, or to sell individual albums/CDs. We also might choose to sell to members first, or to offer them first to other non-profit radio stations. The simplest solution would be to sell everything in a single lot. Buyers will be responsible for removing what they have bought. Strategies for valuing and selling lots of culled music were discussed at length. Sharif moved, with Margot seconding, that we sell the culled collections by genre as soon as practicable, seeking input from knowledgeable people who could advise us in our best interest on how we go about it, with alterations in plans to be discussed and voted on by email. The motion passed unanimously. There were suggestions about publicizing a sale.

**Satellite Dish Move and Tower Repair:** Linda noted that the large satellite dish and huge support pole need to be removed from their current location followed by tuckpointing to repair bolt holes. The only company capable of removing the dish is the same company doing our tower repair, Blauvelt Towers, LLC. She

described the work process needed for the removal and noted that we will be able to receive our feeds via the internet through July. She reported that the contractor that had been engaged to pursue the conditional use permit for installing the dish at the new location had determined in consultation with City personnel that it could be considered an accessory to permitted use without a conditional use permit if we mount it on the ground on a pad with an eight-foot screening fence on three sides. No building permit is required but we will need an engineering plan for the pad to ensure adequate support. We will know the overall cost when we have prices for engineering, the mount, the pad, and fencing. Linda moved, with Diana seconding, that we approve the bid from Blauvelt Towers to remove the satellite dish from 915 E. Broadway. The motion passed without dissent. Linda noted that the repair work at the tower still needs to be approved by the board. Kevin moved, with Diana seconding, that we approve the bid from Blauvelt Towers to re-tension and paint the tower. This motion also passed without dissent. Linda noted that our reserve fund can be used to cover this expense.

**Grants:** Margot proposed that we apply for a Missouri Humanities Council small grant to support creating a book about KOPN for its 50-year anniversary. After discussion, Linda moved, with Joy seconding, that we approve applying for this grant. The motion passed without dissent. Linda discussed a possible grant proposal to the Office of Cultural Affairs for a series of live music events and said she would work to put such an application and program together. After discussion about the specifics of the grant proposal, Linda moved that we apply for an OCA annual arts grant for \$7,500 and Kevin seconded the motion. The motion passed without dissent.

**Old Business:**

**KOPN 50th birthday celebration plan:** This item was discussed during earlier items of business.

**Closed Session:**

With the approval of the Board, Linda requested a closed session for: a personnel matter involving staff benefits; approval of closed session minutes April 19, 2022; and the Executive Director search. The closure was approved by the Board. Sarah remained by invitation to address the first item and departed the meeting at its conclusion.

During the closed session after Sarah had departed, Gordon displayed a draft of the March 15, 2022 minutes. After the Board members had a chance to review this, Linda moved, with Diana seconding, that the minutes be approved as displayed. The motion passed without dissent. No separate record of this portion of the closed meeting was made. The minutes of the closed meeting are otherwise documented separately.

**Adjournment:** With no further business in either open or closed session, the Board meeting was adjourned.

Respectfully submitted,

Gordon Rogers, Secretary