

## NWC/KOPN BOARD MEETING MINUTES

Tuesday, May 17, 2022

**Attendance:** T. Sharif Abdul-Hakim, Martha Daniels, Linda Day, Margot McMillen, Diana Moxon, Gordon Rogers, Kevin Shults, Laura Wacker (arriving after her show, following the approval of the minutes), and Sarah Catlin, interim G.M., ex-officio. All attendance was by a remote Zoom conference session.

**Absent:** Joy Rushing

**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. Margot moved, with Martha seconding, that the latest submitted agenda be approved. The motion passed. Kevin moved, with Diana seconding, to approve the April 19, 2022 draft minutes. The motion passed. By consensus, the General Manager Report preceded the Financial Report.

### **General Manager Report:**

**Staff:** Sarah reported that the CPB-mandated training about harassment has been completed. Dylan has been doing a lot of project-oriented work at the new site.

**Volunteers:** The Volunteer working group has not met this month. The only people present last month were Sarah, Margot and Joy. Sarah believes they should next meet under the new G.M. The Community Advisory Committee will meet tomorrow.

**Events and Outreach:** Sarah reported that KOPN had staffed an Earth Day table from noon to 6:30 PM and aired live music from the north stage from 3:00 to 6:00. The raffle was entered by 90 people with 75 of them being new contacts now in our database who will receive the newsletter. A "tip" bucket on the table drew \$45.00 for KOPN. On May 19 KOPN is sponsoring, with a media trade, Dancing with the Missouri Stars which benefits the Missouri Contemporary Ballet. Sarah accepted an invitation to be on the Mayor's Downtown Leadership Council.

**Technology:** Sarah reported that the satellite receiver was successfully removed from the old building site. The frame is at the new building and the dish walls are in storage. There was an internet outage in the office for most of the day yesterday and the phones were down until Dylan could trace the problem to a bad switch and replace it with one from the new building. Radio broadcast and streaming were not affected. The signal was off-air today from 10:30 AM to 2:00 PM to accommodate tower maintenance.

**Programming:** Sarah said the programming committee has not met. Andrew Grabau's new show, Let's Learn More, has had two episodes broadcast which she feels were quite successful. Our Monday host for The Wakeup Call has chosen not to continue; we have a couple of options for replacement. The host for Pandora's Box will depart the show at the end of June. We still need air board operators for our daytime national programming.

**Fundraising and Underwriting:** There had been previous email discussion about whether we should have a pledge drive during June while we are moving. Linda said she and Margot have both opined that if we have a drive during June, it needs to require less on-site human power. Work on the parking lot could potentially affect access to the building during a drive. Currently we are scheduled to have pre-recorded shows from June 12<sup>th</sup>-20<sup>th</sup>, during which recorded announcements could be made. We also could postpone the drive. Linda emphasized that we need to not conflate operations fundraising and fundraising for the new building and that clear fundraising scripts should be used. Suggested premiums could be participating in a treasure hunt or recording a station ID. Other strategies were discussed. Sarah reported that we have signed up for ComoGives 2022, and that we are sending out hand-written thank you notes to our monthly donors with a

Sparky's Ice Cream coupon enclosed. She provided a link to our underwriting information and reported on several in-kind sponsoring and marketing agreements with local organizations.

### **Financial Reports**

**April Reports:** April financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda responded to a question by noting that our checking account balance is lower than usual because we haven't yet transferred roughly \$10,000 scheduled to be moved from our capital campaign account. Our accountants agree that we should be categorizing our actual improvements as improvements rather than listing the work and materials under maintenance. We have hired a person to mow and trim the grounds. The cost of re-installing the satellite dish will be an upcoming major expense. Our audit and 990 have been completed and submitted.

### **Committee Reports:**

**Capital Campaign:** Diana reported that we received a significant grant from Boone County Community Trust for the capital campaign.

### **Station Relocation Working Group Report:**

**Boxes to First Presbyterian:** Margot reported some inquiries about purchasing various lots of our culled music. The first move of boxes to the Presbyterian Church was made, with two future moves planned. There was discussion of having a dance or sock hop at the church to thank the volunteers assisting with this large project. The church staff seemed open to this idea. Margot said CDs are likely to be sold individually, "garage sale" style, and that our storage unit could provide outside space to assist this on Sundays, probably as a series of sales.

**Satellite dish move:** Linda reported that the satellite dish was removed with remarkable skill and safety. We will hire someone to tuck-point the holes left by the bolts. Installation at the new site is in the planning stage. After it is installed, we will need a fence eight feet in height on three sides of it.

**Update on progress at 401:** The offices are almost finished. All new doors but one have been hung. Dylan is working carefully on ensuring good sound quality. We will have two matching airboards; the first should be set up soon. Some shelves sized for CDs have been moved, and we should be able to salvage most of our current shelving for what we need. The Community Advisory Committee will meet in the new building tomorrow and all Board members are welcome.

### **New Business:**

**Disposition of Music Not to be Moved to 401:** Discussed in Station Relocation report.

**Discussion of Event to Thank Volunteers:** Discussed in Station Relocation report.

**Amendment to bylaws to allow for title of Executive Director:** Gordon read a proposed bylaws amendment, adding one sentence to the beginning of Bylaws Article 5.01 as follows: "The titles 'General Manager' and 'Executive Director' are equivalent and interchangeable." Gordon asked for a vote to propose this amendment, which would result in posting notice in the office for ten days, after which a vote to adopt the amendment would be in order. Linda moved to take this step, with Diana seconding. The motion passed without dissent, with the additional stipulation that an email vote on approving the amendment would be held following the ten days of posting.

**Ad hoc New Business Item:** Gordon said he would be unavailable for the scheduled June meeting. Diana proposed that we reschedule the June meeting for June 28. The proposal was accepted without dissent.

**Draft revision of Office position:** Linda discussed a draft position change emailed earlier to the Board for possibly replacing the position of "Office Manager." Per recommendations of the ED search committee, she discussed making it an exempt position with the addition of volunteer coordination and other duties.

There was extensive discussion, after which board members agreed to review the document further and submit questions and suggestions.

**Old Business:**

**KOPN 50<sup>th</sup> Birthday Celebration:** Margot reported that even with an all-year celebration, we should set a date for a KOPN reunion. June 10, 2023 was suggested by both Margot and Christine Gardener, which would not conflict with Art in the Park or Juneteenth (or True/False during early March). This date was accepted without dissent.

**OCA and MO Humanities Council grant proposals submitted:** Linda reported that we submitted two OCA grant proposals, one for the American Rescue Plan and the other to support live musician performances. Margot submitted a Missouri Humanities Council grant proposal. Margot added that we now have a new volunteer who is an experienced grant-writer.

**Closed Session:**

With the approval of the Board, Linda requested a closed session for a personnel matter regarding staff compensation, and for discussion on the Executive Director search. Sarah was invited to remain for the first item of business and departed at its conclusion.

The minutes of the closed session are documented separately.

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

Respectfully submitted,

Gordon Rogers, Secretary