

NWC/KOPN BOARD MEETING MINUTES

Tuesday, June 28, 2022

Attendance: T. Sharif Abdul-Hakim, Martha Daniels, Linda Day, Margot McMillen, Diana Moxon, Gordon Rogers, Joy Rushing, Kevin Shults and Laura Wacker, with Sarah Catlin, interim G.M., ex-officio joining the meeting at the conclusion of the scheduled closed session. Attendance was in person in the conference room at 404 Tiger Land (building behind ours) because our meeting space was not ready for use.

Absent: None

Guests: None

Notes and Report: Email vote Items 1 & 2:

On June 1, 2022 Linda emailed to the membership of the Board a motion proposed jointly by Joy and Margot that the Board accept an offered bid of \$16,010 for the culled vinyl collection. This bid was made in accordance with the published instructions for bidding. An apparent separate bid of \$40 more was reportedly made by phone with no written record and not using the established process for bidding. This information was given to enable a motion to accept or pursue that bid further but no such motion was made in the emailed responses.

In the same email, Linda relayed a request from Sarah that the Board approve a sale of three Studer B67 reel-to-reel tape recorders on stands, which have been non-functional for years. Linda called for a vote on approving their sale to the highest bidder "as-is." She invited both questions and comments on both propositions.

As of June 2, all 9 voting board members had voted yes (a unanimous vote) on both propositions by return email.

Notes and Report: Email vote Item 3:

In response to information emailed to the Board by Sarah on June 7, 2022, Linda emailed the Board the same day with a request for consideration and response. By email, Diana moved with Kevin seconding that a radio engineer formerly of Columbia be engaged for seven days the week of June 11 to assist Dylan with wiring and setting up the studios. The cost would be a total of \$1600 including travel expenses. It was pointed out that this is a job that needs to be completed soon. In addition to Diana and Kevin, affirmative votes were received from Linda, Joy, Martha, Margot, Gordon, and Laura. One board member did not vote on this issue but the item passed with unanimous support from all other members.

Call to Order, Establishment of Quorum, Approval of Agenda, Closed Meeting, and Approval of 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. Linda called the meeting into closed session with the approval of the board to discuss a personnel matter involving an Executive Director candidate. This portion of the meeting is documented separately.

After the conclusion of the closed session, Kevin moved, with Margot seconding, to approve the submitted draft of the May 17, 2022 minutes. The motion passed. There was a brief discussion about building security with no motions made.

Financial Reports

May Reports: May financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda reported that roughly \$10,000 which was planned to be transferred from the Capital Campaign fund to the checking account for expenses already incurred has not yet happened, which is also reflected in the reports. We also anticipate paying roughly \$70,000 for the parking lot work once all the work is complete. She added that the work will improve the drainage situation on our lot significantly without worsening any problems downstream of us. The \$16,010 from the record sale has been temporarily placed into the Building account which will allow it to earn a bit of interest. There was discussion about final moving costs and settlement of lease conditions.

CPB Financial Summary Report approved: Linda reported that CPB's questions were answered satisfactorily and they have approved our Financial Summary Report.

General Manager Report:

Staff: Sarah reported that her last day as Interim General Manager is in one day and Ally's last day will be July 8. Linda agreed to monitor the gm@kopn.org email address until we have staff hired who can do it.

Volunteers: The Volunteer working group has not met this month.

Events and Outreach: Sarah said Central Bank donated a year's membership to the Chamber of Commerce (an in-kind donation). KOPN will be airing the League of Women Voters candidate forum on July 14. The Missouriian had a reporter at 915 E Broadway for a photo-journalist's piece on our move. We participated in a Ukrainian Solidarity simulcast on May 24.

Technology: Sarah reported that the two new air rooms have been equipped since our last meeting, with two fiber connections, much less latency, and with many fewer drops in the signals. Our security cameras have arrived and one is installed.

Programming: Sarah said the programming committee has not met but she has been in communication with them by email. Our host for Pandora's Box has finalized her decision to retire from the show. Elizabeth Herrera will do a veterans' show in that time slot with a focus on women veterans, starting July 19. The host for Prognosis has also retired. That show will be replaced by bringing back Heavy Rotation hosted by some of its original programmers.

Fundraising and Underwriting: Thank you notes to monthly donors have been sent with coupons for ice cream. A link to the current underwriters' information is on our Google Drive. We have had some lapsed underwriters re-enroll.

Committee Reports:

Capital Campaign: Diana reported on recent donations from applications to trusts. She said she has plans to meet with other potential donors. There was discussion about having a Facebook KOPN Alumni page. Such a page exists but is not hosted by KOPN.

Station Relocation Working Group Report:

Joy passed out photos of our two current storage spaces, which are both environmentally stabilized and now both full. We have more reel-to-reel tapes than expected. It will be hard to allocate shelves and space without having measurements of genres being stored. The satellite dish is dismantled, stored, and ready to be installed when the mount is ready. We also need to think about awnings over our doors, which will need to drain to the sides.

New Business:

Grants: KOPN received an OCA American Rescue Plan grant of \$8805 to support staff salary expenses. The annual Arts funding grant request to pay stipends for musicians has been submitted.

Mailing to new neighbors: Kevin reported that postcards targeted to neighbors/businesses within a half-mile radius are planned so that we can introduce ourselves. He passed sample cards around. There was discussion about exactly who would receive them.

Signage at new station: Linda brought up the requirements for using our current large neon lamps in the front windows. Board members expressed reservation about using them there. Joy suggested a Board committee should examine the pros and cons. Kevin, Laura, Martha and Diana volunteered to serve on that committee.

Old Business:

Amendment to bylaws on the title of Executive Director: Gordon reminded the Board that at the May meeting we voted to submit a proposed change to the bylaws that has since been posted publicly for comment as required by the bylaws and is now ready for a final vote on its approval. The proposal is that a single sentence be added 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 approve this amendment and Diana seconded the motion. The change was passed without dissent.

Event To Thank Volunteers Who Have Helped With Music Catalog And Curation: Joy requested that this be taken up at a later time.

Administrative Manager Position: Linda reported we have had applications for the new Administrative Manager position, one of whom has been interviewed but withdrew her application. Gordon pointed out that the position description has been discussed but not been voted on for approval. Margot moved that we vote to accept the draft submitted last month and Kevin seconded. The motion passed unanimously.

Closed Session:

Linda requested a closed session for the purpose of discussing a personnel matter and the Board approved without dissent. At the end of this second closed session of this meeting, both the closed and open sessions of the meeting were adjourned.

Respectfully submitted,

Gordon Rogers, Secretary