NWC/KOPN BOARD MEETING MINUTES
Tuesday, August 15, 2023

Attendance: T. Sharif Abdul-Hakim, Martha Daniels, Linda Day, Ed Herrmann, Heather O’Connor, Gordon Rogers, Nancy Silver, Kevin Shults, Laura Wacker and Tim Pilcher, interim Executive Director and ex-officio member.
Absent: None
Guests: Adam Archibald, Kyle Brown, Jackie Casteel, Christine Gardener, Elizabeth Herrera, Kaitlin Howard, and Chris Puyear.

Call to Order, Establishment of Quorum, Approval of Agenda
Laura called the meeting to order and a quorum was verified. Sharif moved, with Kevin seconding, to approve the agenda. The motion passed. Ed moved, with Martha seconding, to approve the June 20, 2023 minutes and the motion passed.

Guest comments and questions
Elizabeth Herrera spoke to express concerns of a group of volunteers about the future of KOPN. She spoke about high turnover in the General Manager/Executive Director position and asked us to consider how some Board members may have contributed to turnover. She expressed concern that the appearance of the new station fails to capture the essence of KOPN's rich 50-year history and does not resonate with the spirit of community and collaboration that has defined us throughout the years. (NOTE: Jet had convened a committee of staff and volunteers to select furniture and offer plans for the walls. Furniture was purchased and a system was recommended [not yet installed] for hanging posters and art that could be rotated over time on the walls). She said that the group of volunteers feels the performance of the recent G.M.s has been concerning especially when it comes to fund-raising, and that perhaps a solution is a salary that is competitive with market standards, perhaps contingent on fundraising, to attract candidates who can fulfill the duties. She stated that several volunteers would like for the Board meeting minutes to be posted sooner and for perhaps an audio recording of the meetings to be available. She reiterated that she was speaking on behalf of several volunteers who like herself are concerned. Christine Gardener then spoke about the importance of volunteers to the station and suggested the Board put more focus on them. This was followed by a wide-ranging discussion trying to clarify concerns on all sides.

Approval of Minutes
Ed and Sharif each requested a change to the draft minutes of the July 18, 2023 meeting to improve its accuracy, each of which was adopted without dissent. After this, Ed moved with Kevin seconding to approve the updated draft minutes of the July 18, 2023 meeting and the motion passed unanimously.

Financial Reports
July Reports and Accounting Updates: July financial reports were emailed to the Board prior to the meeting and were acknowledged as received by the members. Linda reported that $10,000 was recently transferred from our reserve account into the operations checking account to cover upcoming expenses, which is the first time that we have had to do that since the reserve
fund was created in 2017. She reported the first installment of the CPB grant should arrive in November so we may need to do another transfer in October. She reported we have a sufficient amount in the reserve fund but need to keep funds there for equipment emergencies. There was an increase in underwriting that helped offset the drop in other revenue. She said we really must improve our follow-up with lapsed members, who often fail to notice when their monthly donations stop after their credit cards expire and get renewed. This requires an easily usable database. Some 2022 grant funds were unique to the pandemic and are not renewable.

**Recap on Reggae Event**
Laura reported that she had very positive feedback on the event. She believes more people attended than Julie was able to count based on tickets turned in. There were 89 EventBrite tickets issued. The sense was that the venue could have comfortably held several more people and that better promotion could have achieved that. There was discussion about how these events can be used to promote and to fundraise for KOPN. There was also discussion about how we could work with the Missouri Jazz Festival to our mutual advantage and what Sarah’s role in that could be.

**Tim Pilcher Introduction and Discussion with Board**
Laura welcomed Tim back to KOPN. He discussed his three-month role as interim Executive Director while we continue our search for a new full-time E.D. He has met with Dylan and Sarah (Julie has been out of the office). He asked the Board to prioritize the tasks we want him to do, saying under the strict limitations of our agreement he expects to stay busy but not to achieve every single task needing attention so he wants to focus most on what we most need done. Salesforce issues and possible solutions were discussed.

**Committee and working group reports**
**Signage Working Group:** Kevin filled in Tim on the issues and reported that he had found a Google Documents form that would allow voting online with name/email address entry providing for security of one person/one vote.

**Capital Campaign Working Group:** Laura said we need more Capital Campaign members. Linda estimated that we would need perhaps $35-40,000 with what we already have to complete a warehouse addition to the station. We would have no windows except perhaps in the overhead doors. We may be able to get grants for some construction costs and possibly also for solar panels. Ed said he could be on the working group as one of its members. Nancy and Linda said they could help write grants. Tim said a capital campaign group should also begin to plan for eventual transmitter replacement. There was discussion about that planning.

**Community Advisory Committee – news & calendar recommendation:** Laura reported that the committee suggested we broadcast short news and calendar spots. She suggested we may be able to get a University intern to work on such a program. Options were discussed.

**Programming Committee:** The committee did not meet this period.

**New Business**
**KOPN Corporate Status:** Laura and Linda announced that our corporate status was not renewed with the Secretary of State’s office when it was due and it has recently lapsed. Apparently Jet had gotten his name on the form as the manager but did not renew our corporate status. A late renewal has been submitted and there should be no problem.
Meet the Staff Friday: This will be during working hours August 25. Food will be present. The purpose is to give volunteers and members a chance to meet the people who are working every day at KOPN.

All Station Meeting Proposal: There was discussion about whether the Board will be invited to the meeting. Kevin proposed that we should start sponsoring such meetings ourselves. No clarity was available about the original proposal by some volunteers.

Board of Directors description: Nancy had emailed a draft document describing the duties and responsibilities of members of the Board of Directors. After brief discussion, it was decided to finalize that by email.

Old Business

Revenue plans – Early October Pledge Drive: Discussion deferred.

Intellectual property: Discussion postponed.

Fencing Around Dish: Laura announced that two panels of fencing have been placed around the satellite dish.

Closed Session

Laura asked for a closed session as scheduled on the agenda to discuss a personnel matter. The Board approved. Minutes of the closed session are documented separately.

At the end of that session, both the open and closed sessions of the meeting were adjourned.

Respectfully submitted,

Gordon Rogers, Secretary