

## **KGNU BOARD MINUTES**

Tuesday, March 9, 2010  
4700 Walnut, Boulder, CO

Present: Shareef Aleem  
Meredith Carson  
Ken Fricklas  
Sam Fuqua  
Barry Gilbert  
Chris O'Riley  
Steve Strenge  
Marge Taniwaki  
Judy Trompeter  
David Wilson

Staff: Annie Sugar (telephone)

Guests: Joy Barrett  
Lucila Contreras  
Guy Errickson  
Michael Robinson  
Shelly Schlender  
Steven Sherman-Boemker  
Nilos Southern

Absent: Basit Mustafa

**ACTION ITEMS:** Judy Trompeter will email to the Board her suggested changes to Sam Fuqua's employment agreement. Board will review and be prepared to vote on revisions at April Board meeting.

Board will email Sam Fuqua with monetary amount to contribute towards a challenge grant for the Spring Drive.

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Barry Gilbert called the meeting to order. The agenda was approved as were the Minutes from the February 9th Board meeting without additions or correction.

There was no public comment.

**STATION MANAGER'S REPORT / Sam Fuqua:** Negotiations continue with the land owner regarding details concerning the FM antenna installation. If agreement is not reached soon, the process will continue after the Spring Drive is over. Shifts are still available for the March 10 - 20 membership drive and additional challenge grant money is welcomed. Annie Sugar will coordinate post-drive calling by Board and Staff to lapsed members. Well over 100 applications have been received for the Denver Production Coordinator position. Ads were specifically placed in diverse publications for broader outreach. A new hire is projected by the end of March with the hope that Rose Bruning will be able to spend some time with that person before departing. Rose will be working to complete the new program guide by the end of May. The guide will return to its former full size. Through the volunteer work of Dennis Creese, KGNU and the Labor Exchange received the 2010 Daniel J. Major Community Excellence Award from Labor's Community Agency AFL-CIO Community Services Program. A reception and awards luncheon award was held with local union leaders.

**BUDGET COMMITTEE REPORT / Sam Fuqua for Basit Mustafa:** The budget remains relatively the same with slight additions to charges for janitorial fees, hospitality, and professional fees for attorneys. Renegotiations continue with major lenders and a plan to address long-term debt should be in place by June. The Board agreed to provide a challenge grant during the Spring Drive and will email Sam individually with the monetary amount they are donating towards this effort.

**DEVELOPMENT COMMITTEE REPORT / Judy Trompeter:** The committee is coming together and held several fundraising events including a talk by Jim Hightower and a showing of "The Cove". Future events will include a 4th of July "Independent's Day" theme gatherings, individual house parties, and piggybacking on speakers with other organizations. A reconstituted Events Committee Chaired by Meredith Carson will meet at 5:00 p.m. at the Boulder studio on March 29th.

**REVIEW SAM'S CONTRACT / Barry Gilbert:** A discussion on Sam's contract produced enough suggestions from Judy Trompeter that she agreed to email proposed changes to the Board for their

review. Final approval should take place at the April Board meeting. Other points brought out included the need for a written policy on health benefits, sick-leave policy, standardized vacations and a contract written in clearly understandable language.

It was moved (Barry) and seconded (Shareef) to extend Sam's contract until a revised version can be voted on next month. The motion passed unanimously.

**VOLUNTEER ORIENTATION:** Judy Trompeter led discussion on Board participation at KGNU Volunteer orientations. It was decided that orientations are well covered by Staff although there is an open invitation for Board participation. Timely reminders will be sent to the Board regarding time and dates of orientations.

**BOARD MEMBERSHIP:** Shareef Aleem informed the Board that after a great deal of thought, he has decided not to serve a second 3 year term at KGNU. Though it has been a great experience, Shareef explained that family considerations were the major factor in his decision to step down. He plans to remain on the Program Committee and on the air. Everyone wished Shareef well and thanked him for his years of service to the station both on the air and as a member of the Board. Judy Trompeter baked a cake pending Shareef's decision and everyone was invited to share at the end of the meeting.

The meeting was adjourned at 7:53 p.m.

**FM Upgrade**

The property owner adjacent to our tower site sent a letter to City of Lafayette (our tower landlord) on March 5, 2010. He has consented to the installation of our new four panel antenna, with the following conditions:

1. The west facing panel output not exceed 1.3 KW
2. "Annual or semi-annual" independent monitoring of our output to ensure that we are within the 4 KW limit on the north, south and east panels and within 1.3 KW on the west panel.

The property owner's memo also makes several points about our project and our history at the site. We are preparing a response that will be delivered to Lafayette and the property owner this week.

**Spring Drive**

Our 2010 Spring Membership Drive begins this Wednesday, March 10 and runs through Saturday, March 20. We have over \$21,000 in pre-drive renewals, ahead of Fall 2009 and a little behind Spring 2009. We are still looking for additional challenge grant money. Phone shifts still available, too. Staff is finishing preparations.

Annie will coordinate post-drive phone calling to lapsed members by board and staff.

**Denver Production Job**

We have received over 100 applications for our part-time Denver Production Coordinator position. Deadline to apply is Wednesday, March 10. Volunteer Kathy Gilbert will join John and me on the hiring committee. We will review and score resumes this Friday, mar. 12, and hope to conduct interviews the following week and have our new hire by the end of the month.

**Award**

KGNU & The Labor Exchange received the 2010 Daniel J. Major Community Excellence Award from Labor's Community Agency AFL-CIO Community Services Program. We received a warm reception at the awards luncheon and it was clear that KGNU is well known among local union leaders. Kudos to Labor Exchange host/producer Dennis Creese for his commitment to bringing the voices of workers and organized labor to the airwaves.

Sam Fuqua  
Station Manager

## **Development Committee Report 2-26-10**

The KGNU Development Committee met on February 26, 2010 at the Denver studio. Present were Annie Sugar, Meredith Carson, Deb Taylor, Wendy Emrich (by phone), Hilarie Ryals, Sam Fuqua, and Judy Trompeter.

FM upgrade -- The neighbor hasn't signed off on it, and thus the tower hasn't yet been installed.

Events Committee -- Beers with Brad drew 70-100 people and netted approximately \$830 (including Brad's matching donations) and some new members; Ken and Barry did a great job, respectively, introducing and presenting a spiel about the station. "The Cove" sold 150 tickets, net not yet figured. Jim Hightower drew 100 in Denver and 150 in Boulder, for an estimated net of \$1500.

Foundations -- Deb sent her brother the station's financial info for his foundation to consider; no word back from him yet. Jonathan Fentzke was to contact the person he knows at a foundation; Judy will follow up with him. Meredith will see if she knows anyone connected with Bonfils and Boettcher. Sam and Joel met with Program Officer at Brett Foundation but were told the foundation has no extra money this year and thus could make no commitment to KGNU; we remain hopeful that they will find money somewhere to support our coverage of ballot proposals this summer and fall.

Speakers -- Judy provided Hilarie with a list of all the colleges and universities in Colorado, and Hilarie found a couple of interesting speakers scheduled, but they'll visit too soon and too close (i.e., Denver) for us to piggyback on their appearances. Hilarie will check once a semester, with particular focus on speakers coming to those in outlying areas of the state. Deb suggested putting out the word on the volunteer lists and at house parties, to see if they know anyone good to speak; there was some concern on the committee that this could result in poor speakers or hard feelings.

Outreach -- Sam said we don't seem to need a committee, since people can take on a tabling event whenever they wish. Deb is willing to coordinate some outreach; needs a box of items for tabling.

House parties -- In May: Judy suggested setting a goal of \$3000 for small parties and lighting a candle on website cake for each \$1000 raised; others thought the goal should be much higher. In July: Annie's suggestion of July 4 picnics called Independent's Day for Independent Media struck Judy as the hook we've been looking for, and Annie said we could suggest that people come dressed as their favorite revolutionary. Meredith is considering holding a small concert at house (hers or others), with entertainment from Swallow Hill which connects with a particular KGNU program. Annie said the party kit which is available on the website can be tweaked to cover many ideas.

Committee membership -- Judy had contacted Jonathan, who'll be out of the country for several months but who is still interested in participating. She also e-mailed Michael Shuster to see if he'd be willing to be listed as a committee member and focus on major gifts; no response yet, so

Judy will follow up with him. Annie said she has followed up with everyone at Denver volunteer orientations who noted interest in helping with fundraising; none so far want to join the committee. Sam said Shawna had added fundraising to Boulder volunteer orientation form.

2010 work plan for committee -- Annie presented a plan, as follows, and it was adopted by the committee.

Proposal of activities the Development Committee can undertake:

#### MAJOR DONORS:

- Identifying new potential major donors through research of donor lists of organizations with missions and philosophies similar to KGNU
- Doing background research of giving histories and community participation for potential new major donors
- Assisting with development of and contributing to regular written communication with existing major donors, like a quarterly newsletter that can be sent via email or drop mail. This document could also be used as a tool to help potential major donors learn more about what is happening at KGNU
- Planning and executing face-to-face relationship and fundraising events with donors like breakfasts and house parties – this may work best with small subcommittees for each event.
- Assist in identifying potential house party hosts.

#### GRANTS:

- Identifying grant opportunities in philanthropic and other publications
- Personally reaching out to any foundation contacts committee members may have that could help establish a relationship with new granting organizations so that we may submit future applications

Mission statement -- Meredith will draft narrative.

Rich Male and Associates workshops -- Judy handed out copies of a flyer from RMA with several free workshops of interest. Annie and Deb expressed interest in attending "Fundraising in Uncertain Times" on March 9; Meredith, Annie, and Judy expressed interest in attending "Coach Your Board to be Powerful Ambassadors" on April 20; and Meredith expressed interest in attending "Leadership and Flexibility: Leading Outside Your comfort Zone" on May 4. All were to RSVP directly to 303/355-2919.

No one volunteered to serve as secretary for the committee.

Next meeting: March 26, 12:15 p.m., 700 Kalamath.

Respectfully submitted, Judy Trompeter, Chair

## **Bylaws Committee Report 3-8-10**

3/8/10

Bylaws Review Committee Report

2 meetings in February: Feb 10 & Feb 22

We are working our way through Article IV Nominations and Elections of Directors.

We reviewed some drafts that we have been working on:

Draft Preamble

4.2 Candidate Qualifications Draft

4.4 Terms and Term Limits Draft

4.7 Special Cases (the product of our committee's discussion about the idea of "fast-tracking")

Attachment A: Letter of Agreement Draft

We discussed and have come up with some ideas for consecutive term board members, where we will need to define consecutive, and have an abbreviated application/polling process for the 2nd term incumbent (not sure if I'm using that word correctly) - the abbreviated process would be something like: a new letter of intent, polling by nomcom, interview & vote by the board.

We agreed that we will go through the document and change "director" to "board member" and we will also state 'board member, also known as "director",' the first time we use "board member" - or put it in the short "Definitions" section in the back.

Meredith has kindly agreed to help when it comes time to fine-tooth-comb the document for stuff like this. (I appreciate it. ~ arleigh)

In our next 2 meetings, we will finish our review of Article IV and begin Article V Nomination and Elections of Officers (this used to be article VII)

We will be discussing nomcom "polling" (aka "canvassing") also secret ballot procedures.

Bylaws is meeting twice a month. 2nd and last Mondays, from 5-6pm. So our March meetings are March 8th and March 29th.

Long term plans: The substantial work ahead of us comprises of the Committees section (newly named Article VIII) and Article XV. Once we finish the entire bylaws review, I am hoping that the board will allow us a couple "special topic meetings" to deliver, explain and review our recommendations. Then we can do the whole "public notice" stuff that's listed in Article XIV, Amendment of Bylaws, without taking up a lot of time in the regular board meetings. Of course this decision is up to the board, but I recommend that it might be the easiest way for our committee to deliver the information without monopolizing the regular board meetings. I'm going to guess that it will be early to mid-Summer.

Thank you,  
arleigh

<http://mailman.kgnu.net/mailman/listinfo/board>

## **NOMINATING COMMITTEE REPORT TO THE BOARD March 6, 2010**

**PROCESS/BYLAWS:** The Nominating Committee has been working in conjunction with the Bylaws Committee, and has agreed to concretize Nomcom's Standard Operating Procedures—so that the process regarding various aspects of the Nominating Committee's functions, many of which are alluded to in the Bylaws, are fleshed-out and put in writing—capturing current practices and refinements of the Committee's ways of doing things. The SOPs should help future Nominating Committee Members, and Board Members understand how Nomcom integrates with the Board, particularly regarding Elections, Slate, Consecutive Term procedures, Applicant processing, etc..

**BOARD CANDIDATE DISCUSSIONS** ongoing. No further applications received.

**SHAREEF:** Nomcom contacted Shareef to try to help Board anticipate his plans regarding renewal. Shareef has informed us that he is considering it very deeply, and will make an announcement about it at the next Board meeting (tonight).

**PAUL MISCHO:** the prodigal Nominating Committee member returned to the fold—hopefully for a long spell.

Respectfully submitted,

Joy Barret, Nile Southern, co-Chairs, Nominating Committee.