

**MINUTES OF THE KGNU BOARD OF DIRECTORS MEETING**  
**Tuesday, April 13, 2010**  
**700 Kalamath, Denver, CO**

**Present:**

Meredith Carson  
Ken Fricklas  
Sam Fuqua  
Barry Gilbert  
Basit Mustafa (telephone beginning at 6:12pm)  
Chris O'Riley  
Steve Strenge  
Judy Trompeter  
David Wilson (telephone)

**Absent:** Marge Taniwaki

**Staff:** Erin Roberts

**6:03pm** - Meeting called to order by Barry Gilbert  
Minutes from last meeting approved.  
No public comment.

**STATION MANAGER'S REPORT: Sam Fuqua**

**-Denver Production Coordinator**

Sam introduced Erin Roberts, the new Denver Production Coordinator. Erin has worked at KBUT community radio in Crested Butte and with a brand new community station in upstate New York. Erin stated she is looking forward to working at KGNU and wants to incorporate the station into Denver more. The Board introduced themselves to Erin.

**-Spring Membership Drive**

Total of \$158,000 at the end of the drive, 3% lower than Spring of 09. As of this meeting date, we have about \$170,000. Shawna estimates that the May AFT rollovers will take us to about \$181,000. We will close the \$19k gap through the renewal reminder mailing, the calls from board & staff (late April), and on-air reminders through the end of the month. Our summer mini-drive is tentatively set for June 17-19.

**-FM Upgrade Project**

Earlier this month, KGNU reached a verbal agreement with the property owner at our FM transmitter site. KGNU agreed to an annual test of our FM output. The \$500 cost of the test will be split equally between KGNU and the property owner. KGNU is already required by the FCC not to exceed our authorized power in any direction. But we agreed to the annual test in an effort to be good neighbors.

Since the verbal agreement, KGNU has been exchanging drafts of a "letter of understanding" between us and the property owner which does not alter or supersede our lease with Lafayette, our tower landlord. KGNU expects to have this letter signed by the property owner next week,

allowing us to move forward with our antenna installation and power increase. Hopefully we can begin testing the higher power by the end of April. KGNU will be off the air on the Sunday of the final installation of the installation. There will be a 30 day Program Test Authority to fix any bugs in the system, after which the FCC will sign off on the upgrade.

Any applicable fees will come due at this time, such as lawyer's fees.

#### **-Community Advisory Board (CAB)**

Sam currently has 3 new members of the CAB and is looking for 2 more. Would like individuals with an interest in KGNU, who are not volunteers, and who listen regularly. The CAB meets twice per year, once in Boulder and once in Denver.

#### **BUDGET COMMITTEE REPORT: Basit Mustafa**

The numbers for the second quarter of FY 2010 are not complete due to the busy workload of our accountant, Mike Massa. No significant change in the financial state of KGNU since the first quarter. No improvement in income. Basit will send the board a spreadsheet of income and expenses when Mike has a chance to tally the final numbers.

Sam elaborated on the debt. We still owe \$2 million overall, mostly to 2 large lenders. KGNU owes these two large lenders \$250,000 (\$125K each) in October, 2010.

This summer, Sam & Basit will work on renegotiated repayment schedules with these two lenders. The lenders and the KGNU Board will need to sign off on any changes to the loan agreements. The goal is to have revised loan agreements in place as far in advance of the October deadline as possible.

One of our lenders has recently forgiven a \$250,000 debt, to be forgiven at a rate of \$50,000 per year for 5 years.

#### **BREAK**

#### **DEVELOPMENT COMMITTEE REPORT: Sam Fuqua**

Judy deferred to Sam for the presentation of the report.

House parties will be emphasized this spring and summer with some good target dates of May 22 (KGNU's birthday) and July 4<sup>th</sup>, but any date can be good. Annie Sugar is developing a House Party Kit to assist the hosts. The board is looking at what role they can play in house parties.

We are thinking of calling people who donated \$250 or more during the spring drive to thank them.

Barry then asked Meredith how the Events Committee was doing.

She stated that many events are being planned for this year and are coming along, specifically the Charles Mountain Jam, the KGNU birthday plant sale and music party on May 22, the Silent

Auction in the fall, a bourbon tasting party, the Mouse Pie R Squared dance, and some public affairs talks featuring McChesney and Nichols.

KGNU is moving away from paid coordinators for these events and going back to strictly volunteers. The Auction will be the last event with a paid coordinator, and next year it will be volunteer run.

#### **SAM'S CONTRACT: All**

Discussion about Sam's new contract. Changes were discussed to streamline the contract and to add a job description as an addendum.

Judy moved that we make the following changes:

- Replace all instances of "agreement" with "contract"
- Move paragraph 4 to paragraph 1 and move paragraphs 1-3 down accordingly.
- Salary was initially not correct, so it was corrected
- Changes were made to paragraphs 9 & 15.
- Add a job description as an addendum.

Meredith seconded the motion, a vote was taken, and the motion carried.

#### **BOARD SECRETARY POSITION: Barry Gilbert**

Barry stated that Marge Taniwaki is requesting a 6 month leave of absence from the board. Her term will still be running and she will still be counted as a board member, but relieved from attending meetings and board duties. Barry motioned to grant Marge the leave, Basit seconded it, a vote was taken and the motion carried.

Since Marge was the Board Secretary, Barry moved that Chris O'Riley be elected to the Secretary position to serve out the remainder of Marge's term until the next annual meeting in January of 2011. The motion was seconded, a vote was taken, and the motion carried.

#### **OTHER BUSINESS:**

Barry stated that Arleigh is looking for new members for the Bylaws Committee. Current meeting dates for the committee are in flux

Sam stated that Maeve Conran will be taking a 3 month maternity leave when her baby arrives and that Joel Edelstein, Len Houl, and Nikki Kaiser will be filling in for her.

The board then engaged in an hour long fundraising workshop.

**9:00pm - Meeting adjourned**

## **Station Manager Report**

**April 2010**

### **Spring Membership Drive**

Our final total at the end of the drive on Mar. 20<sup>th</sup> was \$158,000, about 3% lower than our total in Spring 2009 (\$163k). We were well ahead of Fall '09 total of \$122,000. We had about \$10K more in challenge grant money than we did last Fall. Our farm-to-food bank partnership was well received.

As of today, we are at about \$170,000. Shawna estimates that the May AFT rollovers will take us to about \$181,000. We will close the \$19k gap through the renewal reminder mailing (going out early next week), the calls from board & staff (late April) and on-air reminders through the end of the month. We don't want to continue on-air reminders into May because there needs to be some "quiet time" before our summer mini-drive, tentatively set for June 17-19.

Thanks to all board members for your help during the drive and for your generous challenge grant.

### **FM Upgrade Project**

Earlier this month, we reached a verbal agreement with the property owner at our FM transmitter site. We agreed to an annual test of our FM output. The \$500 cost of the test will be split equally between KGNU and the property owner. We are already required by the FCC not to exceed our authorized power in any direction. And under the terms of our lease with the city of Lafayette, we are required to maintain compliance with all FCC broadcast rules. But we agreed to the annual test in an effort to be good neighbors.

Since the verbal agreement, we have been exchanging drafts of a "letter of understanding" between KGNU and the property owner. It is clear that this letter does not alter or supersede our lease with Lafayette, our tower landlord. It is an additional agreement outlining the testing plan and reiterating the new output power of our antenna, particularly the west antenna panel (which sends power over the property owner's home). We expect to have this letter signed by the property owner next week, allowing us to move forward with our antenna installation and power increase.

### **Denver Production Coordinator**

We reviewed over 160 applications and chose Erin Roberts for the position. She has worked at KBUT community radio in Crested Butte and with a brand new community station in upstate New York. She is finishing a master's thesis on community radio. Erin is already on the job for KGNU and we look forward to her help expanding the use of our Denver studio and increasing visibility for KGNU in Denver. Many thanks to Rose Brunning for all her great work on both those issues during her tenure in the job.

Sam Fuqua

## **Programming Committee Report 4-6-10**

The last meeting of KGNU's Program Committee was on April 6th. Since several committee members were absent there was limited discussion. Sam gave an update on the status of the new antennae installation. John Schaefer described a new program which replaces Filet of Soul & Waffles. Mixmasterpiece Theater focuses on the art of the dj.

The committee continues to evaluate current programs and program hosts.

Steven Sherman-Boemker  
Chair, Program Committee

## **NOMCOM REPORT TO THE BOARD (April 13<sup>th</sup>, 2010)**

Nomcom met March 15<sup>th</sup> to discuss:

- Current prospects for Board membership
- KGNU's Board Application (final tweaks)
- Delivery of final draft Board Application (to Evan) for upload to Web
- Preamble to KGNU's Board Application for web (final tweaks)
- Definitions for Welcome Packet and other tweaks

In addition to finalizing the Application and the Welcome Packet, our committee spent much of our meeting working through the Bylaws section(s) dealing with nomination processes, voting and other aspects in which Nomcom is specifically mentioned—in an effort to both streamline and concretize our process. It was determined that Nomcom would also work to produce a document detailing that process—so that it can be replicated by future membership and easily explained.

Nomcom meets the 3<sup>rd</sup> Monday of each month, at 6pm at the Boulder station.

Respectfully submitted,  
Joy Barrett and Nile Southern (co-Chairs, Nomcom)