

# **KGNU Board Meeting Minutes**

**May 9, 2016**

**4700 Walnut St., Boulder, CO 80303**

## **Board Members Attending**

Jon Walton - Chair

Joy Barrett - Treasurer

Eugene Stan

Robin Van Norman - via teleconference

Gavin Dahl - via teleconference

Jeannie Brisson - via teleconference

Rise Keller - Secretary - via teleconference

Tim Russo - Ex officio

## **Public Attending**

Barbara Stern, Tim Wintemute, Bill Hogrewe, Leslie Lomas, Guy Errickson

**Meeting called to order at 6:04 pm**

## **Change to Agenda**

There will be no DevCom report and no Events Committee report.

## **Approval of April Meeting Minutes**

Minutes from the April board meeting were approved with a motion by Joy and a second by Gene.

## **Public Comment**

Gene reported that some people are requesting reversing the bylaws to allow NomCom to vote on board nominees. Joy pointed out that there has also been a request to allow one vote per committee on board nominees. Joy explained the old process and the reasoning of the Bylaws Committee in adopting the new bylaws on electing board members.

## **Station Manager Report - Tim Russo**

**Programming:** The Early Morning News announced this morning that the May 9th program would be their last broadcast. Since its inception on KGNU, the Early Morning News has shown a deep commitment to covering and producing news on local, national and international social justice and human rights issues grossly over looked and intentionally marginalized by the corporate media. It is not without great sorrow that we bid farewell to the Early Morning News collective as they move forward exploring new horizons with their work and productions. Starting in July the BBC will broadcast the morning News Hour show at 8am MT (currently we air it live at 6am MT.) The news department is talking to American Public Media about what show will replace the BBC 6am.

**Events:** The KGNU Plant Sale will be Sunday June 5th. Drop off of donated plants to the KGNU Boulder Studios is scheduled to begin May 20th thru June 2nd. The Organizers of the Plant Sale have requested that plants only be dropped off between these dates.

The KGNU Benefit Event with Amy Goodman at the Boulder Theater generated just over \$7000 net + an additional \$2500 thru membership.

**AM / FM Signals:** Ongoing studies are underway to determine engineering and legal feasibility for expanding KGNU's coverage with the acquisition of FM translators for both the AM signal and KGNU's primary FM signal. Once the engineering is deemed feasible and an acceptable Asset Exchange Agreement (AEA) or Sales Contract is reviewed by KGNU's in-house Counsel and verified by our DC lawyer then a proposal will be presented to the KGNU board of directors for approval.

**FCC:** KGNU will be requesting an Alternative Broadcast Inspection Program (ABIP) from the Colorado Broadcasters Association for an alternate FCC inspection that we are required to perform every three years. The FCC recently passed a new requirement for NCE (Non Commercial Educational) radio stations to move Public Files online by March 1, 2018. We will work with the Digital Content Manager and Operations Director to be sure we are in compliance with the new rules well in advance of the deadline.

The FCC has also implemented a new rule on NCE stations in regards to our Biennial Ownership Reports due every other year. Review of the new rules is a separate point on today's agenda.

**Staffing:** KGNU Development Director Sarah Shirazi began work on April 19th. Her first order of business after a series of meetings with staff and the KGNU Development Committee was to begin re-organizing and structuring the Underwriting Department to provide better tracking of contracts, trades, in-kind donations and in-kind trades and wave cart clean-up of the aforementioned. Sarah is working with our underwriters to establish weekly goals for prospecting potential clients who will be consistent with KGNU's mission and values. She has hit the ground running diving straight into grant writing and arranging meetings with several foundation program officers.

**Online Public File Analysis:** For consideration of the Board, a review of 14 Community and Public Radio stations' online public financial reporting was completed by the station manager. 9 stations are Colorado RMCR members and 5 were out of state stations similar in size, history and reach to KGNU. None of the fifteen stations present Profit and Loss reports in their board minutes. 7 of the 14 only offer required audited annual reports yet post no board minutes. The other 7 stations post board minutes with varying degrees of briefly summarized narrative financials or minutes containing no financial narratives.

**Music Department:** The music department is working on a SWOT analysis of the department. The Music Directors have circulated a couple of surveys to Music DJ's for input and opinions on the department. One of the biggest challenges for them right now is scheduling of music shows. They are looking at training needs required to prep more volunteers to be scheduled for shows needing help with their rotations. The digital content manager added an element containing DJ schedules and on-air tips / announcements to the KGNU playlist login page where the program schedule updates automatically when changes occur. This can be consulted by all DJs and volunteers without having to log in.

**Recognition:** KGNU was awarded Best of Boulder County 2016 Staff Pick for Diverse Radio in the Entertainment and Culture section of the Boulder Weekly. The complete award and recognition can be found online at this link:

<http://www.boulderweekly.com/special-editions/best-of-boulder/entertainment-culture-2016/>

The KGNU news department is being recognized by the League of Women Voters of Boulder County as a “non-member or partner organization whose exemplary efforts have advanced our causes.”

**Executive Committee:** The Board’s Executive Committee met on Tuesday, May 3rd, to set the agenda for this board meeting.

□Tim W. asked what we’re doing to recruit and train new DJs, and recommended training workshops with small fees. Timo explained several initiatives KGNU has undertaken to recruit and train new DJs.

Barbara asked what led to Timo’s research on the protocol other community stations follow in terms of publishing Budget vs. Actual financial statements. Joy explained that the question arose from KGNU’s own interest in presenting adequate information on the financial updates, while not overwhelming the Board and public with tedious details.

Robin asked for information behind possibly expanding our signal. Timo described the opportunity for moving the transmitter.

Jon asked if we have to relocate the transmitter. Timo said there would be a new translator for Ft. Collins, and that it would be a relocation for the AM translator. Bill asked about an agreement with KRFC, and Timo explained that we could strengthen our signal at no additional cost.

Several Board members mentioned changes announced in the Early Morning News, and agreed that the team had done an excellent job.

A brief discussion took place about KGNU being recently recognized by Best of Boulder.

#### **Program Committee - Gavin Dahl**

Gavin provided the committee report, and pointed out that this last meeting was his last as chair. Timo will serve on an interim basis. Gavin encouraged collaboration between KGNU and KDNK on programs including Connecting the Drops. Upcoming committee meetings are May 24 in Denver and June 28 in Boulder. The board praised Gavin’s work on the committee.

#### **Budget Committee - Joy Barrett**

Joy covered points in the written report she emailed to board, and pointed out that the Budget vs. Actual update, as of the halfway point in the fiscal year, has no surprises.

#### **New FCC Rules - Tim Russo**

Timo reported that new FCC rules will require that all board members supply their social security numbers and some other private information. Nominating Committee will need to inform prospects of this new requirement, and assure them that their info will be protected. Gavin noted that requiring such information for LPFM applicants allayed concerns of fraudulent applications.

### **Overseeing Station Policies - Jon Walton**

Jon stated that we don't have an adequate and clear process for moving new proposed policies from idea to "standard operating procedures." A lengthy discussion ensued addressing topics that various segments of the KGNU community need, clarity on enforcing, and the distinction between policies and procedures.

### **Adding Announcements to our Order of Business - Jon Walton**

Jon will create separate agenda items from now on so announcements, e.g., committee updates, will be distinct in meeting minutes from, e.g., analysis and actions.

### **Proposed Bylaws Updates**

Jon made a motion and Joy seconded to amend the KGNU Bylaws as follows:

An amendment is proposed to KGNU Bylaws Section 4.3.3.3. This amendment seeks to permit Board members to attend the Annual (November) Meeting remotely. This amendment would amend KGNU Bylaws Section 4.3.3.3, ANNUAL MEETING ATTENDANCE, by:

1.) STRIKING the words "in person" from the first sentence and putting a period [.] after the word Meeting, so the sentence shall read as follows: "Board Members are required to attend the Annual Meeting."

and by

2.) STRIKING the word "not" from the second sentence of Section 4.3.3.3 so the sentence reads:

Remote Attendance (see Article 4.3.3.2, listed above) is permitted at the Annual Meeting (see Article 6.2.3. Annual Board Meetings).

The proposed amendment was posted on KGNU's website for public comment for the required 28 days.

The proposed Bylaws amendment was approved.

### **New Treasurer**

The board voted to approve Jeannie Brisson as the new Board Treasurer. (In-person votes were cast by secret ballot and phone participants voiced their votes.) As new Board Treasurer, Jeannie also becomes the new chair of the Budget Committee.

Jon thanked Joy for her service as Board Treasurer.

**Meeting adjourned at 7:40 pm**

**BOULDER COMMUNITY BROADCAST - KGNU**  
**Profit & Loss Budget vs. Actual**  
October 2015 through March 2016

	Oct '15 - Mar 16	Budget	\$ Over Budget	% of Budget
<b>Ordinary Income/Expense</b>				
<b>Income</b>				
Bequests/Planned Giving	0	7,500	(7,500)	0%
Community Fin Affinity Program	0	400	(400)	0%
Bus & Ind Underwriting	15,500	25,001	(9,501)	62%
Business & Ind Match	1,938	3,750	(1,812)	52%
Car Donations	17,430	10,000	7,430	174%
Corp'n For Public Broadcasting	94,672	70,000	24,672	135%
Grants - Unrestricted	1,000	0	1,000	100%
Interest & Dividends	436	0	436	100%
Memberships	261,802	271,500	(9,698)	96%
Miscellaneous Income	601	1,250	(649)	48%
Program Guide Ad Revenue	240	0	240	100%
Raffles	216	300	(84)	72%
Special Events Income	14,485	8,750	5,735	166%
Studio Production Time	3,598	3,750	(153)	96%
Volunteer Training Fees	1,330	1,750	(420)	76%
<b>Total Income</b>	<b>413,248</b>	<b>403,951</b>	<b>9,297</b>	<b>102%</b>
<b>Expense</b>				
Bank Charges	3,315	3,750	(435)	88%
Cash Reserves/Debt Service	20,000	20,000	0	100%
Commissions	3,903	6,349	(2,446)	61%
Dues & Subscriptions	5,450	5,600	(150)	97%
Employee Benefits	28,854	30,000	(1,146)	96%
Employee Bonus	0	0	0	0%
Employee Search	1,136	750	386	151%
Fund Drive & Premium	3,141	2,250	891	140%
Hospitality	257	500	(243)	51%
Information Technology	7,680	5,500	2,180	140%
Insurance	8,230	9,000	(770)	91%
Interest Expense	1,200	1,200	0	100%
Janitorial	1,376	1,490	(114)	92%
Labor	1,695	1,650	45	103%
Mortgage Interest	7,706	7,616	90	101%
Office Supplies	8,865	6,000	2,865	148%
Outreach/Promotion	957	2,750	(1,793)	35%
Postage	3,862	3,750	112	103%
Production Supplies	1,062	1,750	(688)	61%
Professional Development	150	2,500	(2,350)	6%
Professional Fees	13,535	17,750	(4,215)	76%
Program Acquisition	19,895	22,917	(3,022)	87%
Program Guide Expense	1,140	0	1,140	100%
Rent - AM Tower	16,200	16,200	0	100%
Rent - FM Tower	9,857	9,681	176	102%
Rent - Denver Studio	3,716	3,720	(4)	100%
Repairs & Maintenance	3,701	3,250	451	114%
Salaries	155,897	153,832	2,064	101%
Satellite Interconnect	8,953	8,800	153	102%
Special Events Expense	7,767	0	7,767	100%
Storage	432	432	0	100%
Taxes - Other	110	150	(40)	73%
Taxes - Payroll	12,850	13,398	(548)	96%
Telephone	12,019	10,250	1,769	117%
Utilities	7,761	9,000	(1,239)	86%
<b>Total Expense</b>	<b>382,671</b>	<b>381,785</b>	<b>885</b>	<b>100%</b>
<b>Net Ordinary Income</b>	<b>30,577</b>	<b>22,166</b>	<b>8,412</b>	<b>138%</b>
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