

WFHB Board of Directors meeting

7/25/16

Minutes

Meeting started at 6:07 PM

Attended: Sheryl Mitchell, Sarah Ryterband, Tom Henderson, Pam Davidson, Jean Hollinger, Jerry Stern, Darin Bagley, Richard Fish, Mike Kelsey, Steve Pollitt, Joe Estivill, Sarah Vaughan, Joe Crawford, Jim Thresher, Eric Ost

Pam – issues – need to clarify that Dev. Dir. is Underwriter Director
Tom moved, Jerry seconded. Motion passed (none opposed or abstained).

GM Report:

Jeffrey is working on the bid to move and re-position our Brown County transmitter. They are replacing their water tower, which is where our transmitter is located.

Joe E. - It would be nice to attach the GM report, in a digital form, to the minutes (at the end).

Committee Reports:

Executive: Created agenda for tonight's meeting.

Finance: Cash flow projection, fiscal year 2017. It is a conservative projection. Projects both with and without a full time Development Director. With the conservative projections, we do not have the funds to afford either a full-time or part-time Dev. Dir.

Pam – WHO will be taking control of the Fall Fund Drive?

Sheryl – Are we noting restricted and unrestricted funds?

Jerry & Sarah – Yes we are.

Jerry – Bertolt told him he will be fully involved with station things up until 9/16, when he leaves.

Jerry – Holly charges \$20 an hour. Perhaps we can hire her for the week of Fall Fund Drive.

Sarah – Who will take over Dorothy's work? Thank you notes, letters, training, and so forth.

Tom - Part-time bookkeeper, et., etc.

Jerry – Ten full-time days.

Sheryl – Bertolt mentioned to me that he wanted me to work the Bloomerang some during Fall Fund Drive.

Pam – Thank you notes signed, Bloomerang kept up-to-date, on-air talent kept supported, and so forth, are the main things.

Sheryl – Who will do the Pitcher and Catcher training?

Joe E – Jim (Manion) has always done pitcher training. Dorothy, GM, and Jim have done catcher training.

Jean – We should ask the volunteers to help out.

Policy: Committee did not meet.

Nominating and Personnel Committee:

Two sessions at the MCPL (Monroe County Public Library).

We are feeling the loss of yet another GM. We wish to do better with our next GM hire.

Tom and Jerry will be talking to former GM's, and other community radio station GM's that have been in their position for six years or more. Tom spoke with Cleveland Dietz and has reached out to other radio station GM's. Jerry spoke with Joe Estivill, Will Murphy, and Joe Crawford. In the spirit of retaining the next GM, we discussed a Board retreat. Make the community roles we all play more apparent to others (both in the Board and elsewhere). Jerry tried to contact Chad Carruthers – no response yet.

Last November, we got the CPB grant early. We should not count on that happening again this year.

We want to be able to get a new GM posting. We want to “fix” the structuring of the GM position.

Nominating and Personnel meeting on July 28th, at 5:30 PM, at the MCPL. All are welcome to attend.

Old Business:

a. Both audits complete and accepted by all parties.

Pam – Has process been streamlined? (Yes)

Sarah – Most things were exactly where they were supposed to be (in the filing cabinets).

Jerry – CPB – No way of knowing if they will be coming back (with another audit) next year. They randomly chose ten stations, and we were one of them.

Jerry – Our location is worth \$33,000 to \$40,000 a year (counts for our in-kind).

b. Committee listing on website

Tom – interim basis, NPAC committee.

Jean - “test the waters”, NPAC committee.

c. ID of current policies and by-laws now on website.

Joe C – We should post the proposed changes onto the WFHB website.

Tom – Policy committee should put the proposed changes into an electronic form, and then distribute them, and hopefully get them passed. They were voted on and approved during the Annual meeting – that is Step One.

d. Discussion of rules/procedures for closed meetings of the Board – No.

New Business:

a. Sarah Ryterband motioned to add Tom Henderson to the Executive Committee. Pam Davidson seconded. Motion passed. Tom Henderson is now on the Executive Committee.

Sarah Ryterband motioned to have Sheryl Mitchell become the Board Secretary. Tom Henderson seconded. Motion passed. Sheryl Mitchell is now the Board Secretary.

b. Grievance Procedure – on website

c. Underwriting Director

U. D. must average \$400/week for 12 weeks. If they do not reach their “draw” after 12 weeks.

Then they will be fired. If their commissions exceed the \$400, then they stay, and they pay their own way (via the commissions). NOT clocking in as an hourly employee. \$400 is “draw against commission”. After six months, he/she will accumulate paid time off. All employees get this. No more “automatic renewals” - the UD MUST be involved in renewing and/or maintaining the contract.

Doug Storm is currently working on commission only, as an “Interim Underwriting Director”, until we post the ad for the job, and take resumes and do interviews, and eventually officially hire someone.

Holly will be a temp during the Fall Fund Drive. Currently, we do not have the funds for even a part-time bookkeeper.

Sarah Ryterband moves for the N & P Committee to create a job description for the new Underwriting Director position. Sheryl Mitchell seconded. All said aye. Motion passes.

d. Development Director – Tabled for now.

e. GM

Tom spoke with Dave Owens at KOPN, a Missouri community radio station. The GM has to ABSOLUTELY buy in to community radio. It has to be cause driven. Must be absolutely devoted to the mission. Their devotion to the system causes the public to be devoted. Has two 20 hour per week underwriter gathering people. All staff has better retention when recruited from inside the station. Those were the most successful staff hires.

Tom – Interviewed Cleveland Dietz. He believes that the GM should be one direction or the other – either an Administrator or a Leader. The GM should not have financial responsibility or tasking. The Treasurer of the Board should do this, and they should hire a bookkeeper. There should be a separate person (hired or volunteer) that handles the massive amount of data entry. New Board Members should be trained. We are not training the GM's properly. We are not getting them to “buy in” to the station and its mission. Being able to retain employees involves training. Hiring new people, new blood, not being “incestuous” and hiring solely from within. The creation of the Assistant News Director removed funds for a possible Operations person. Two ways to create programs - “Darwinism” (program slowly evolves towards its death, and developed (programs that are deliberately created and developed).

Jerry – One very disturbing finding: There is a lot of dysfunction on the current Board. “Toxic” came up a lot. Divisiveness of the Board is a real issue.

Pam – New Members do not understand what being on the Board entails. She would NEVER call the Board “toxic”.

Sarah R – The most important role of the Board is listening to each other, and to the members. Don't take things personally. We have to ask the questions, even if they are not popular questions. We, as Board Members, need to work on ourselves more, we need to work on Board Development.

Jerry – Mike Kelsey's opinion is that we should lose all of the remaining Board Members. Angela Backstrom sees nothing good coming from the current Board composition. Kelly Wherley refuses to go through another GM hiring process with the current Board composition. Jerry is considering leaving the Board.

Tom Henderson moves that Jerry Stern stay on the Board. Seconded by both Pam Davidson and Jean Hollinger. Agreed unanimously.

Richard Fish – Says we are a “darn good group”. Communication between the Board and the rest of the station is not what it should be. Minutes are posted late and aren't very detailed.

Steve Pollitt – Why aren't the Board meetings recorded and broadcast (via CATS)?

Tom Henderson motions that we record subsequent Board meetings for rebroadcast.

Sarah Vaughan – Thinks we need visual as well as audio. Thinks it would be better with video as well as audio.

Tom – Moved that we start our own test recording at the next Board meeting. Sarah Ryterband seconded. All in favor – the motion carries.

Jean – She could have resigned when Kelly and Angela did. She is willing to hang in there, and make the Board better.

Pam – Truthful, honest, direct (in the moment). Our Board doesn't always listen to and respect each others thoughts and opinions. You can't come to the Board with a preconceived notion, and expect everyone to agree with you.

Jean – The community is watching.

Tom – Because of all of this, we are a strengthened Board.

All of the Board members have entreated Jerry Stern to remain in the Board of Directors.

Tom Henderson moves to adjourn the meeting. Sarah Ryterband seconded. All said aye.

Meeting ended at 8:20 PM

General Manager Report

Events

- **Record Church** (Unofficial WFHB/DJ party) - 9/1 at the Bishop @ 9pm
- **Brown Co. Day Kick Off** - 9/2
 - Poster designed but need posted around Nashville.
 - Event details posted to WFHB.org/events
- **Garlic Fest** - 9/3-9/4
 - Volunteer Coordinator is sending callout/sign up sheet early this week
 - Will put event on our Events page on our website
 - Met with David Cox
- **4th Street Art Fair** - 9/3-9/4
 - Volunteer Coordinator is sending callout/sign up sheet early this week
 - Will put event on our Events page on our website
- **Firehouse Follies** - 9/11
 - Need event details and description from Mike Kelsey. I'll reach out this week.
- **Possible Latin Night** - either Sept. 2 or 3rd. Need to confirm with Jose Vilorio if he can do those nights. Then flyers and online promotion.
- Meeting with **IU Kelly School Graduates** for developing a Listenership Profile for us. Will guide them through process as Participating Members so that they can observe and learn. Scheduled 8/24

Facilities

- Met with Steve Mascari about better backup procedures, porting the server, etc. To be honest I just listened and tried to keep up.

Finance

- Paid \$15,000 of \$25,000 credit limit debt in order to make sure I didn't spend all our capital as I'm getting acquainted on the financials.
- Payroll successfully paid but will need to get Underwriting Director Doug Storm set up in Payroll on Wednesday. Sent W4 to Doug.
- Biggest expenditures so far: \$250 for Tshirts, \$750 reimbursement for Jeffrey for CD player & 2 Microphones plus other odds and ends, and \$3,648 for Lotus Tix.
- Next major expenditures besides payroll: paying for the FFD mass mailing.
- Jill Erisman has donated her time to assist with Quickbooks troubleshooting and I'll be meeting with her on Wednesday to see if there are any lingering questions.

Fundraising

- Lotus Tix mailed out last week.
- FFD letters and return cards with printer and will be mailed tomorrow.
- Pitcher and catcher training sessions coordinated. First was successful despite a rough start with the Library printing facilities.
- Lots of events planned for FFD.
- Lotus Live V6 CD has completed layout and tracks are finished. CDs in production. Information and cover image included in FFD return card

Underwriting

- Got up to speed on Underwriting Directors payment arrangement and expectations.
- Underwriting/FFD day sponsorships for ABR Printing and Blueline for In-Kind Trade products/services. (Tshirts/Logo development)

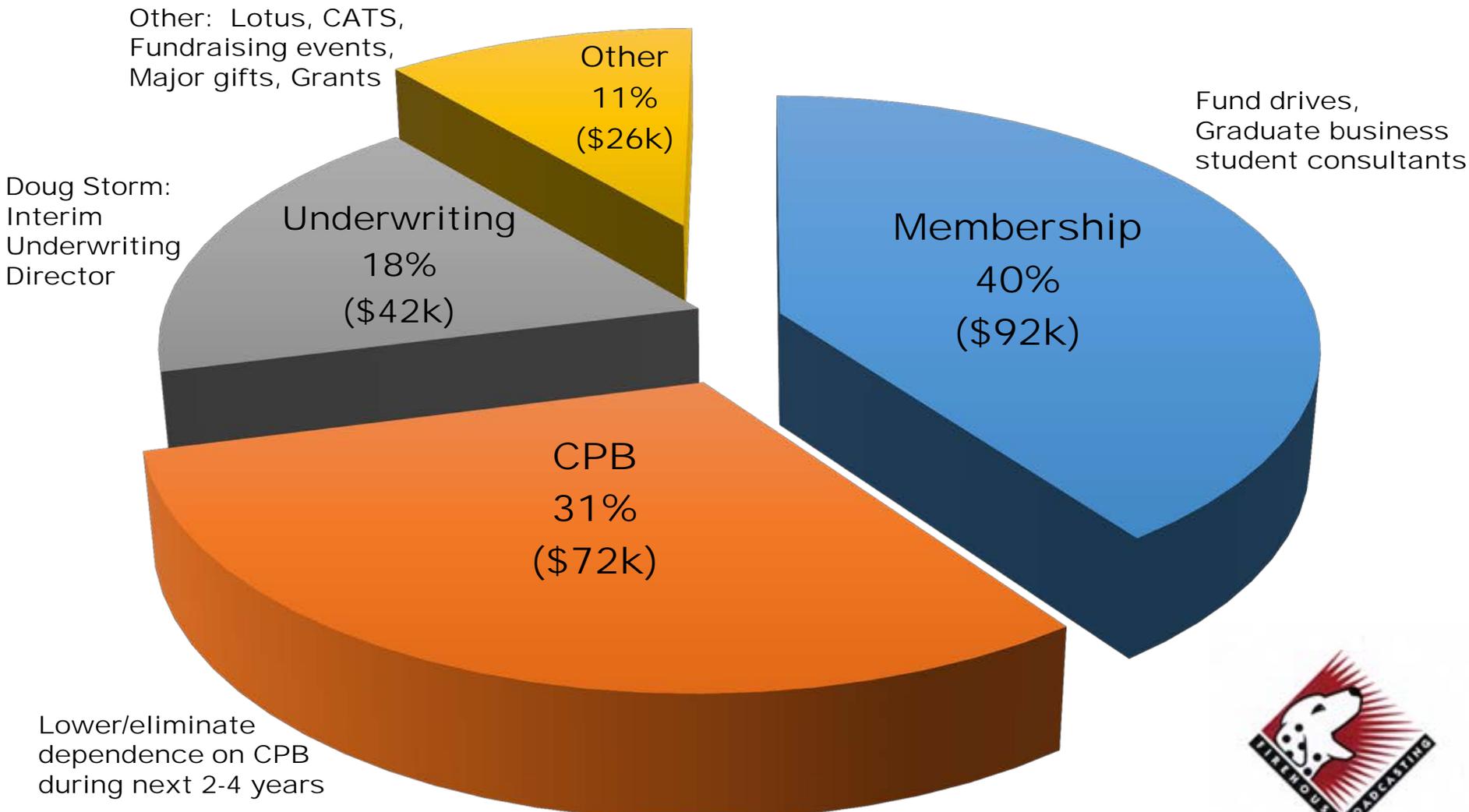
Programming

- Lots of changes occurred with syndicated programming, but these have probably been discussed pretty extensively at this point. They've now been implemented.

Staff

- I will be in late on both Tuesday and Thursday this week, in around 11:30am, but I am making up the time.
- Will send nominating committee updated job description for Production Manager.
- Internship opportunity advertised through IU.

WFHB Revenue Overview and Strategy – 8-22-16



CASH REVENUE DETAIL (based, in part, on fiscal year 2016 revenue)	HISTORICAL		ANTICIPATED	12-Month Cash Flow Projection													12-month total					
	Total for fiscal	Total for fiscal	Total for fiscal																			
	year 2016	year 2016	year 2017	2016	2016	2016	2016	2016	2016	2016	2016	2016	2017	2017	2017	2017		2017				
	Cash	Non-cash	FY '17 Cash	notes	Actual Jun	Actual Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May						
4000 - Direct Contributions:4010 - Individual Contributions					105	185																
4000 - Direct Contributions:4010 - Individual Contributions:Fall Fund Drive	38,086		38,086	conservative estimate	779	1,757	2,237	25,756	1,828	1,316	1,111	911	861	806	826	816				39,004		
4000 - Direct Contributions:4010 - Individual Contributions:In Memory	8,595		-	conservative estimate	162																162	
4000 - Direct Contributions:4010 - Individual Contributions:Individual Gifts	4,701		4,701	same as last year	85	275		580	814	409		395	1,350	10		260					4,178	
4000 - Direct Contributions:4010 - Individual Contributions:Lotus Fund Drive	9,600		9,600	conservative estimate		4,476															4,476	
4000 - Direct Contributions:4010 - Individual Contributions:Major Gifts	16,000		-	conservative estimate																		
4000 - Direct Contributions:4010 - Individual Contributions:Spring Fund Drive	49,552		49,552	same as last year	1,618	362	1,016	916	941	921	921	911	936	13,630	21,213	5,160					48,545	
4000 - Direct Contributions:4010 - Individual Contributions:Year End Drive	17,783		-	no Year-End fund drive expected	45																45	
4000 - Direct Contributions:4020 - Underwriting:4022 - Sale	39,159		31,729	conservative estimate	1,491	955	874	2,096	1,109	725	5,189	545	1,469	3,366	5,370	7,098					30,287	
Estimated increased underwriting			11,500	conservative estimate			1,500	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	2,000					11,500	
4000 - Direct Contributions:4020 - Underwriting:4025 - Trade			22,596																			
4100 - Donated Goods & Services:4110 - Professional Svcs GAAP			1,195																			
4200 - Non-Government Grants:4230 - Foundations/Trusts	1,300		-	not cash									300									300
4200 - Non-Government Grants:4250 - Nonprofit Organizations	1,522		-	not cash																		
4400 - Indirect Contributions	5		5	same as last year																	5	
4400 - Indirect Contributions:4410 - United Way or CFC	331		331	same as last year	135		124			100			107								466	
4400 - Indirect Contributions:4440 - Vehicle Donations	2,026		0	conservative estimate		126															126	
4500 - Government Grants:4520 - Federal:4521 - CPB Restricted	13,098		0	old number																		
4500 - Government Grants:4520 - Federal:4522 - CPB Unrestricted	37,414		21,648	updated		21,648						50,512			22,000						94,160	
4500 - Government Grants:4540 - Local	3,000		3,000	same as last year					2,000			682									2,682	
5000 - Eamed Revenue (Govt):5010 - Agency Contracts	11,000		11,000	same as last year		3,000			2,500			3,000			3,000						11,500	
5300 - Revenue From Investments:5310 - Interest-Savings	1		0	conservative estimate																		
5400 - Revenue (Other):5490 - Miscellaneous	1,424		1,424	same as last year			247	88	244	36	3										618	
5800 - Special Events	678		678	same as last year	29	11								647	31						718	
5800 - Special Events:5810 - Special Events Non-Gift	12,030		4,662	conservative estimate	580			1,755	9	822	676	6	20	2,000							5,868	
TOTAL CASH REVENUE	267,304		187,915		5,029	32,795	5,998	32,191	10,445	5,329	8,900	57,962	6,043	21,459	53,440	15,339					254,640	