

**The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes of February 15, 2016**



<u>Board Member</u>	<u>P</u>	<u>A</u>	<u>Board Member</u>	<u>P</u>	<u>A</u>
Michael Bagby	P		Laura Keane	T	
Randy Wynne	P		Kurt Madsen	P	
Craig Kopp	P		Letty Valdez	P	
John Francis	P		Sandy Wismer	P	
Laila Abdelaziz	P		Lauren Adriaansen	P	
Kate Throo Williams	P		Kisha Linebaugh	A	
David Harbeitner	P		Catherine Lim	P	
Pamela Robinson	P		Ian DeBarry	P	
Joshua Holton	P				

T – Participated by Telephone

1. Call to Order – Michael Bagby: 7:16 pm.
2. Old Business –
Josh Holton voted as board secretary. Passed by acclaim, Kurt Madsen abstains.
3. Roll Call/Proxies/Agenda Review – Lauren Adriaansen:

Laura has Kisha’s proxy
4. Visitors' Comments –
None

Visitors: Jennifer Forrester & Jane Lastinger to present audit, Cindy Reichard (staff)
5. Review Last Month’s Minutes – Josh Holton

Motion for approval of the regular January 2016 Board of Directors (BOD) Meeting Minutes passed unanimously. Motion: Dave/ 2nd: Letty – passed by acclaim
6. President’s Report/Executive Committee Report – Michael Bagby
7. Auditor’s Report – Forrester & Lastinger
 - Audit Page 2: Clean opinion. No issues with the audit.
 - Theme is: Good year in 2015. Budget control compared to 2014: \$64,000 increased
 - \$12,000 increase to net assets
 - Positive change in net assets, compared to 2014, which had a negative changes.

- Some positions not getting filled impacted this.
- Not 1C 1M page 9 for performances
- Note 1N Net operating losses can be carried over to next year
- P12 Tower and debt
- P 13 Endowment
- P17-18 overall

2015, no significant changes in accounting policy

Most significant accounting estimation – depreciation assets used for life

No significant difficulties

NO disagreements with management

Station should evaluate expiration of asset pertaining to contingent liabilities

8. General Manager’s Report – Craig Kopp

9. Community Advisory Board Report – Laura Keane

Trying to recruit more academics

10. Finance & Audit Committee – Dave Harbeitner:

Special events have been helpful

Motion: to add Chief Engineer Dustin Haplu to be an authorized signer for the WMNF Bank of Tampa Visa Card – passed unanimously by acclaim

Charity Navigator report distributed

Biggest challenge is admin expenses with regards to getting to the next level.

We’ve gone from 65% to 83% overall

11. Consent Agenda ad hoc Committee – Dave Harbeitner:

Base Camp utilization discussed as possible interface

Template for reviewing consent agenda & for meeting minutes – to be distributed by Lauren for use by committees. Please use them in your committee minutes that are distributed to the board.

12. Personnel Committee – Lauren Adriaansen

No updates

13. Bylaws Committee – Kate Throo-Williams

Second Reading:

Motion: The Committee moves the following changes to Articles One Section 4 and Article Seven, Section 2 of the NBSFBOD Bylaws (Deleted language struck through; new language in italics

Article One

4. DIRECTORS ELECTED BY VOLUNTEERS. Four Directors shall be elected by the WMNF volunteers, three of whom must be radio activists at the time of the election. (The remaining Director shall be a member of the community and not be a radio activist.) One of the three seats filled by a radio activist (“volunteer youth seat”) shall be filled by a person who is thirty years of age or younger when first elected to the Board, and thereafter such person may be re-elected to subsequent terms in that seat without consideration of their age. The terms of these Directors shall be staggered. ~~The Volunteer Committee Chair shall call a meeting of the WMNF volunteers each September, or as needed, to elect these Directors in accordance with the Volunteer Committee Bylaws.~~ *The Volunteer Committee shall elect these directors in accordance with the Volunteer Committee Bylaws, and shall present the results of the election to the President of the Board of Directors no less than 5 calendar days prior to the regular October Meeting of the Board of Directors.*

Article Seven

2. **MEMBERSHIP.** There shall be a Volunteer Committee elected by WMNF Radio Activists ~~at a meeting convened by the Volunteer Committee Chair in the month of September of each year~~ *in accordance with the Volunteer Committee Bylaws, with the election process being completed no less than 5 calendar days prior to the regular October Meeting of the Board of Directors.* Membership on the Committee shall be for a term of two years, beginning in November. Members may be elected to successive terms without limitation.

Moved: by committee

Approved: by acclaim

14. Volunteer Committee– Ian DeBarry
All station meeting scheduled for April 4th.
Spoke about Heatwave, possible bank roles with new location
Urban Café did a live remote
15. Diversity Committee– Pamela Robinson
Diversity Club idea
Discussion of bylaws for Diversity Committee – whether it should have membership, voting membership, how votes work.
16. Youth Outreach– Ad Hoc Committee – Kisha & Josh
Volunteers from high schools, need parental permission
USF volunteers & other universities
Structure laid out for three groups to attract in different way
17. Technology Committee – Lauren Adriaansen
Staff updates; JoEllen discussed Basecamp utilization
18. Long Range Plan Committee – Kurt Madsen
Web presence of LRP
Presented recommendations on how to expand circle of friends by reaching out to more diverse listenership
Allow specific communities to be represented and accessible through the website.
Security concerns publishing to social media and cloud based sites that are paid for.
Slides posted on board.wmnf.org
19. Development Committee – Kisha Linebaugh
\$600+ from wine tasting, serving as an effective proof of concept
\$350 from Mermaid night
Bowling fundraiser in future
Heatwave sponsorship levels
Any ideas for next birthday event?
20. Executive session from 8:55pm to 9:21 pm for Personnel & Finance Reasons
Moved: Dave/ 2nd: Lauren – acclaim

21. Old Business / Follow-up:

18. Attendance Review – Lauren Adriaansen:

- All members are in good standing!

19. Evaluation – Laura Keane:

Participation: ?

Accomplishments: ?

Listening: ?

Scheduling: ?

20. Adjournment – Michael Bagby: The Board meeting adjourned at 9:16 pm.

By: _____
Lauren Adriaansen, Secretary

Approved by the Board on: _____

**Appendix A
Manager's Report**

MANAGEMENT REPORT

January 2015

Prepared by: Craig Kopp, General Manager

General Manager:

The just-completed Winter Drive started out slow but ended strong with over \$211,000 raised in 7 days. That left us just shy of \$34,000 short of our \$245,000 goal. We will be in soft drive mode for at least a week to make up the shortfall. Ratings have been indicating that listenership is softening for WMNF – particularly in mornings and middays. This could explain our ongoing troubles with meeting drive goals. However, it should also be noted that ratings are showing stronger than expected afternoon and evening listening and meeting show goals does not necessarily correspond to show ratings. But, overall, listenership is down a bit and that cannot help during drives.

We had mixed results with efforts during the drive to shift to on line pledge recording and to be more in compliance on credit card security. The Blackbaud/Raiser's Edge system is just really not built for radio fund drives. We are investigating alternatives to streamline and expand our online donating. And, redacting credit card numbers before sheets went to the studio was confusing and tedious for volunteers so halfway through the drive we went back to the old way of doing things. Until we can get this all done online and abandon the paper, we may be stuck with this system.

Business Manager

We have received the contract for the grant from Hillsborough County for the new STL tower. It is 28 pages long. We are reviewing the requirements with the Finance committee, tower project manager and engineering to get all our ducks in a row. We are trying to get the paperwork in so the agreement can go before the Board of County Commission meeting March 2.

Development/Marketing

The Development Department cultivated nearly \$40,000 dollars in challenge money, pre-drive. This was a big help during the drive, with the money distributed as dollar-for-dollar matches on a variety of shows. It was also used as a call challenge and a new member challenge. Whenever a challenge was on the table, it really spurred giving. We will continue to try and sweeten that pot, pre-drive, because it really makes a difference.

Engineering and Operations

The physical engineer for the STL tower project is to visit the new tower site Friday 2/12/16 to gather materials in preparation for putting the project out of bid. Project Manager Mark Donald and Chief Engineer Dustin Hapli will be assisting.

Dustin reports that other than a few email hiccups which he tracked down and corrected, all systems were go during the drive

Programming

Randy Wind filed this report on the Winter Drive:

Here are the results of the drives (my totals are based on one week, not including follow-up) since we went to three drives a year and only include new pledges, not COFs):

- * Fall 2013 \$216,000 - 2355 pledges
- * Winter 2014 \$216,000 - 2267 pledges
- * Summer 2014 \$201,000 - 2382 pledges
- * Fall 2014, \$211,000 - 2254 pledges
- * Winter 2015 \$231,800 - 2510 pledges
- * Summer 2015 - \$201,000 2070 pledges
- * Fall 2015 - \$188,000 - 2036 pledges
- * **Winter 2016 \$212,000 - 2130 pledges**

You can see that this drive is in the typical range of recent drives. The Fall 2015 drive result of \$188,000 was a bad drive outside the typical range, the Winter 2015 was a drive that did

especially well. The main point is that our fund drives have stabilized within the 210-216 range. The drives have stopped going down - but they are not headed up. We are relieved that we bounced back from the bad Fall drive. It should be noted that our End-of-the-Year Drive was our best ever (\$51,000) indicating we do well to give different options to support the station besides the on-air drive,

There were some distracting factors. The Super Bowl hurt some of our Sunday programming, perhaps \$4000 in negative impact. The New Hampshire primary results undoubtedly contributed to the off night by The Freak Show. The stock market has been headed down for six months which might affect some people living off mutual funds or stock holdings.

The new premium system was confusing to some programmers. Some of it is the inevitable difficulty of learning something new but there are kinks to be worked out in the system. We were bending over backwards to spread major gifts around but this became counter-productive when gifts that were not taken by assigned shows were not released for anybody to offer. So The Finale was giving tickets to major festivals and concerts at cut-rate pledge levels.

Positive factors:

Weather was good for a drive, some rainy days and chilly days.

We used match money more strategically, spreading it around to get shows over lulls and using time limits on the matches to give urgency. Next drive I would like to see more variety and different prices in how the matches are presented so that it does not get formulaic. Hopefully possible major funders heard how these matches leveraged pledges and we will get even more good matches in future drives.

Normally I would say just staying even with the previous year actually would be an increase, with the Circle Of Friends factor resulting in more listeners every year giving through COF and removing themselves from the pledge pool. Our result of \$18,000 in new COF is less than past drives that were more than \$30,000. We may now just be covering the COF's that drop off each year.

Pledge totals have become harder to quantify with followup pledges and the Finale distributing pledge money to shows that already pitched (more about Finale below). Looking at the weekday strips pretty much as the shows ended (without followup) it looked like this. :

Morning Show (6-9am) \$33,000 close to to \$35,600 in Winter 15 (**Marcie** as always the biggest)

9am 1pm PA \$41,700 compared to \$46,250 in Winter 2015 (**Talking Animals** the biggest 10am show)

1-6 pm Music M-F \$33,000 compared to \$28,800 (**LuLus** had the breakthrough) Encouraging to see the afternoon music on the pledge upswing.

Evenings were generally strong: **Mo Blues Monday, Post Modern Hootenany, Surface Noise, Dream Clinic** all made high goals.

Zentrips and **Psycho Realms** led the late nights but Ira's **Event Horizon** is coming on strong,

Of the 4-6am shows , **The Waking Hour** and **Retro Jukebox** hit goals as did the brand new show **The Basement**.

We sort of live and die with our **Saturday** shows with big goals. When we make those goals we thrive but some drives like this one, too many shows are a couple thousand dollars off the goals and it sets us back. A bright note is **Saturday Bluegrass** which has now had two drives in a row where they blew past big goals. **Acoustic Peace Club** was the only other Saturday Show to reach goal.

Sunday was way off. Superbowl as noted was one factor. only **Urban Cafe** made the goal on Sunday.

The Finale. We had a good result in the Finale, raising over \$17,000, as a result of having lots of match money and lots of concerts in blue light specials. About 40 percent of The Finale total gave pledges to favorite shows. This time nobody was pushed to pledge specific shows.

Outreach/Volunteers

JoEllen Schilke filed this update:

Digital Donations

WMNF's Winter Fund Drive 2016 saw the real debut of the digital donation procedures. The bulk of the program is focused on 2 areas: premium inventory and data migration into the membership database. We will know more about the success of the membership import over the next few weeks as the web manager and membership coordinator tweak the import. Volunteers took pledges on laptops throughout the drive, using the program in real time helped us to understand the strengths and weaknesses. Moving to an all digital pledge system will help tremendously with credit card security and data, but we have to speed up the whole process. The front end of the website worked really well. Phew! About 200 people have signed up as members so far on the site, which means that their information (except for credit card) is retained and we've been told that it makes it easier for 'serial' donors.

The inventory part of the drive was bumpy until the way pledge forms were handled was tweaked. Then the process worked well with the digital system.

Volunteers

Pledge drives generally need about 1,500 volunteer hours to succeed. This drive seemed to have fewer people doing more hours, though about 10% of the volunteers were helping for the first time. We had a few board members help, and some programmers were really instrumental in making the back room work. Everyone did really well, especially considering that there were a lot of procedural changes in the drive.

Outreach

WMNF had a really successful outreach at the Tampa Black Heritage Festival. WMNF volunteers from Thee Righteous Temple of Hip Hop, The Urban Cafe, and the Saturday Night Shutdown booked and ran the stage for the first few hours both Saturday and Sunday, and other WMNF programmers dj'd between sets. WMNF handed out more than 500 program guides, more than twice as many as last year.