



<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	P	
Julie Scheid	P		Kurt Madsen	P	
Cynthia Reichard	P		Richard Manning	P	
John Francis	P		Michael Sedita	T	
Warren Hope Dawson	P		Lauren Adriaansen	P	
Pryscila Miller	P		Kisha Linebaugh	P	
Kate Throo Williams	P		Catherine Lim	P	
David Harbeitner	P		Ian DeBarry	P	
Pamela Robinson	P				

T – Participated by Telephone

1. Call to Order – Michael Bagby: 7:16 pm.
2. Roll Call/Proxies/Agenda Review – Lauren Adriaansen:
3. Visitors' Comments –
4. Review Last Month's Minutes – Michael Bagby
 One edit made
 Motion for approval of the regular November 2014 Board of Directors (BOD) Meeting Minutes passed unanimously. Motion: Richard/ 2nd. David – passed by acclaim
5. Amendment to November's minutes – Michael Bagby
 Motion: Lauren Adriaansen be added as an authorized signer for any and all NBSF bank accounts including investment accounts, Certificates of Deposit, and other accounts, where the NBSF secretary need be included and Jeff Harris be removed from the same accounts.
 Motion: Lauren; 2nd: Kate – passed by acclaim
6. President's Report/Executive Committee Report – Michael Bagby
 Cindy passed around the org structure
 GM Search meetings are ongoing
 3 seminars are coming up for \$39 each – Bagby to forward on. 5:30 – 7:30 - 1/22, 1/29/ 2/5 on Westshore
7. Management Report – Cindy Reichard:
 See Appendix A

Cindy to have Bill confirm that new sublease are within keeping with the mission.

8. Website Update – JoEllen Schilke (guest)
See Appendix B

Internet Adept bid was for less, but it was a one-man shop and committee wanted to avoid being tied to a single person's constraints;

Total for contractor will be: \$9500
Haven't used \$2000/month for web master in staffing line

Need 25% down payment to start process on \$40,900 (30,900 cash, 10,000 trade) from Big Sea

Cash proposal: \$920 over budget

Website: Ideally mid-April done. Trying to get done earlier for THW so shopping cart ready. Use launch of website to co-promote THW. At least have shopping cart ready before THW starts.

Concern: timing with THW

Response: Only major goal is shopping cart, which can be a seamless plug-in

Concern: Content Migration & \$150/hr rate on that.

Response: broken links are pushed to the side in favor of migrating 1 year of PA audio archives and the rest of archives available by *request*. Other content easier and faster to migrate. Current web manager consultant considers that within scope and he will cover.

Concern: Funding - need to appropriate \$10,470 more?

Response: yes. Alternative source: have not been paying web manager (only been paying professional fees) for that time.

Concern: contract not providing native source code – does that mean we won't be able to maintain site without them?

Concern: Pause Clause – WMNF penalized if not performing on time but vendor is not. Pay money up front and if we don't respond quickly enough, put on indefinite code.

Kurt: moved that RFP and response to contract being presented to the board within the week:

Motion: Present the RFP and response to contract immediately and board reach resolution within the week – moved by Kurt; 2nd:

Laura: Board already voted money for the website & specifics of spending are traditionally trusted to the staff

Kate: Quick voluntary review & commentary (less than a week)

Richard: 4.2 of bylaws is unclear (\$2000 limit before board approval of expenditure is on non-budgeted items – this is on moving money between capital and operations budget); also 4.4 is important to the written language submitted for a non-lowest bid.

Finance Committee has been sent it and discussed by e-mail; no consensus reached

Moved to request a small group of volunteers who are available to review the proposed contract tonight and

tomorrow to make advisory comments; Moved by: Kate/2nd Kisha – approved by acclaim

Moved we allocate additional reserve funds in the amount of \$15920 to the website development line of the capital budget, contingent on satisfactory contract negotiations in line with the recommendations of the temporary review group. Moved by: Warren/ 2nd: Kurt – passed 13-3 Nay: Ian; Lauren; Richard

On temporary group: Kurt, Kate; John, Mike S

9. Long Range Planning (LRPC) / Retreat Information – David Harbeitner:
February Date for report from staff with one-year details on track
LRPC meetings quarterly (Feb, May, Aug, Nov) to update on LRP

Retreat: April 11th; Meeting here; Timeline tentative 9am – 5pm probably
10. Bylaws Committee – Richard Manning
Richard, not met, will meet to discuss article 4.2 and 6 re: limiting committee action with regard to financial amounts . Request that the Board send suggestions
11. Community Advisory Council Report – Richard Manning
Richard has been in touch with interested people with various responses. Request that Board send names of interested people to Richard.
12. Finance Committee report – Michael Sedita:
Fin Com did not meet in Dec. Reviewed Nov financial reports via email & revenue & expenses are in line with budget. \$10000 net improvement projected for now.
1/26 meeting to review Dec financials and consider a new reporting mechanism.
Future meetings: 6pm before board meetings
13. Youth & Innovation Committee – Lauren Adriaansen
No updates
14. Volunteer Committee– Pamela Robinson
3 things in Jan: Diversity Committee; Black History Month (work with programmers for Feb); subcommittee: programmers and volunteer comm members team up to talk
15. Technology Committee – John Francis
Still going to schedule Jan meeting
Mike S – recommendation: the board should be considered a stakeholder in the website – get opinion of PM & management

Moved: Kurt: re community: **BOD directs the staff to make available one password protected webpage on the wmf.org domain to be maintained by the technology committee for the purpose of board outreach and networking and fundraising, with all content subject to board approval;** 2nd: Richard
Nay: Pryscila; Laura
Abstain: Ian
16. Diversity Committee– Warren Dawson
Will meet on Monday 26th – at Warren’s offices at 6:45 1467 Tampa Park Plaza

17. Development Committee – Kisha Linebaugh
 Met 12/9
 Jump Jive & Brunch on 1/18 at PJ Dolans; also needs vols; getting % of the door (and more % as more people go)
 House Party committee is active
 Dialing for Dollars on 1/29 at the station at 6pm
18. Personnel Committee – Laura Keane
 See Appendix C, including updates for the General Manager Search
19. Old Business / Follow-up:
 •
20. New Business:
 • Executive session from 09:22 pm to 9:57 pm to discuss various topics.
 Moved: Laura/ 2nd: Julie – acclaim
 •
 •
18. Attendance Review – Lauren Adriaansen:
 • All members are in good standing!
19. Evaluation – Richard Manning:
 Participation: 7.8
 Accomplishments: 8.5
 Listening: 9.1
 Scheduling: 9.4
20. Adjournment – Michael Bagby: The Board meeting adjourned at 10:00 pm.

By: _____
 Lauren Adriaansen, Secretary

Approved by the Board on: _____

Appendix A – Station Manager’s Report

Prepared by: Cindy Reichard, Interim General Manager

Finance

The monthly financial reports aren’t completed at this time due to the early meeting date this month. The Finance Committee will be meeting this month on Monday, January 26th 2015 at 7:00 p.m. James Moore will be presenting our financial audit at the March 16th board meeting.

Programming

We are gearing up for the program changes to take place on January 19th. There will be a noon time news program. Rob is working on the details at this time. Changes will also be forthcoming on the HD3 channel. Next fund drive to start on February 3rd to February 9th. We are starting to gear up our planning for Heatwave that will take place on May 1st and 2nd in Ybor City.

Engineering & Operations

Dwaine Terry, (DT) new Operations Manager is moving forward and learning the ropes of the position. DT is preparing a schedule to train new programmers and refresher training for all current programmers.

We continue to keep open communication with HCC as to upgrading the current contract with us but no new moment.

Mark Donald continues to work with the City of Tampa regarding WMNF’s application for new tower. We are in the process of obtaining three bids as we will need a survey completed for the STL project.

Since Maria Oliver left WMNF in November we now have a group of volunteers under the direction of DT producing promos and psa’s.

Soley Communications our sub channel lease for \$650 per month has given us a cancellation notice however this lease will be picked up by Christian Outreach Ministry of Ruskin.

Development/Marketing

The End of Year Letter goal was \$37,000. We are happy to announce that we ended with \$37,703.07. Thanks to Laura and Gene making personal calls to major donors, December 31st email blast and hourly on air announcements. Laura is currently working on obtaining new underwriting spots and sponsorships for Heatwave.

Outreach

JoEllen is working on getting volunteers for the next fund drive. WMNF will be participating for the third year in The Tampa Bay Black Heritage Festival. Our programmers will be booking the stage and introducing the acts for the first part of each day on January 17th and 18th at the Curtis Hixon Park in downtown Tampa. WMNF is marching again in the Dr. Martin Luther King Jr Day Parade in Tampa on January 19th. The Record Fair is scheduled March 14th at the Barrymore Hotel Tampa Riverwalk. (Same location as last year). We are trying to revamp and enliven the event. The Annual WMNF Volunteer Party is scheduled for Sunday, March 29th at the St. Petersburg Shuffleboard Court in downtown St. Pete from 2 – 6 pm.

Website

The rfp process is complete. We have selected to work with Big Sea Design and Development. JoEllen has been heading up the project and will give a brief up at the board meeting. Many thanks to JoEllen for her hard work on this project and moving us forward.

Human Resources

Open positions:

Full-time

General Manager - Interviews in process

Part-time

Development Assistant – on hold

Traffic Coordinator – on hold

Temporary positions:

Mercedes Skelton is currently helping with administrative duties in a temporary part-time basis until the end of January.

Contract position:

Robert Fitzpatrick, Web consultant on contract until the end of February.

Leave:

Naveen Sultan, Digital Editor on leave until March.

Other

We are progressing forward with the Long Range Plan. David Harbeitner will provide more details in his report.

Appendix B – Website Update

Presented by JoEllen Schilke, Volunteer & Outreach Coordinator
WMNF.org Redesign

WMNF would like to contract with Big Sea design to build a new website for the station. Big Sea estimates that the website would cost \$40,900, and is offering \$10,000 worth of that for trade (THW15 sponsorship, underwriting, etc), bringing the estimated cost to \$30,900. That amount does not include content migration.

Big Sea is one of three firms invited to propose. Internet Adept and Bayshore Solutions were part of the RFP process. Bayshore Solutions declined to submit a proposal, writing:

'After our team took a deeper look at the requirements for your website, they indicated that everything that you want for your website, could cost as much as \$100,000. We do not feel that we would be able to create what you are wanting with your budget of \$15-\$30,000.'

Internet Adept submitted a proposal to build the new site for \$25,000.

Four people looked at the proposals: Rob Fitzpatrick, owner of Webtent Solutions and currently contracted as WMNF's Web Manager; Christine Page, a local web designer; Chris Jenkins, another local web designer, and me.

We also used the previous materials from Cause Populi to judge what we were given.

Everyone came to the conclusion that Big Sea would have the ability to provide the website that we asked for, and that they could give us great value for our money.

WMNF staff had originally proposed to use \$30,000 of capital money to pay for a new site. During the budgeting process (when the thought that the Cause Populi grant might be used), half of that was moved to pay for a web contractor to shepherd the RFP process.

The contract money is being used to pay for the Web Manager duties. We would like the board to either replace the contract money, or allocate new capital funds, so we could move forward with the new website.

We are currently writing both a Digital plan, and a WMNF.org marketing plan to make sure we not only have the best website we have ever had, but that we let the community and beyond know about it, and use it better, harder, faster, and sweeter than we ever have.

We anticipate that there might be some additional expenses in conjunction with the website, with migrating the content from the old to the new. However, because we are not moving the majority of the content, the current web manager feels that the migration is something that could be done within the scope of his contracted hours. Additionally, there may be some cost to switch the audio scripting from the old to the new site (on-demand listening). Again, the Web Manager doesn't view that as a major expense or outside his normal contracted hours.

We are looking at raising some money separately for to market and advertise our new site, to create interest and partnerships in the community through and because of our new site.

Appendix C – Volunteer Committee

WMNF Volunteer Committee Meeting Minutes Nov 3rd 2014

6:15 Meeting called to order

Acknowledge Committee Members Present: Michael Bagby, Ian DeBarry, Pamela Robinson, Robert Fitzpatrick, Greg Musselman, Gabrielle Ayala, David Harbeitiner.

Acknowledge Staff Members Present:

Acknowledge Guest Present: Lauren Adriaansen, Blannie Whelan, Jeanne Holton

Quorum was met and meeting continues

Last meeting minutes reviewed

Motion to approve, written, second and carried.

Points of Discussion:

Agenda Item 1: Volunteer Chair Person: Michael Bagby.

Diversity Chair: Question: Two positions or one.

New Board members need to address this matter.

Agenda Item 2: EcoFest:

Live Remote: Sound equipment and transmission.

Volunteers

Agenda Item 3: General Discussion on what we are wanting to see from a new General Manager

* Communication skills

* Update station to 2014 but staying mindful on our WMNF history and values

* Marketing prowess

* Incorporate

* Really understand the station as we initiate changes

* Build Community Relationship

* Be our Community mouthpiece.

* Smart new outreach methods to local universities including all of Florida

* Make sure volunteers and programmers have the opportunity to interview final GM candidates

Agenda Item 4: New program Changes:

New Program Changes almost completed
Debrief VCC before implemented
Next Volunteer Meeting Jan 5, 2015
Adjourn 7:00

Appendix C– Personnel Committee Report

Personnel Committee has had no issues and therefore, no meetings.

The General Manager Search Committee is quite another matter. The search committee met last week to go over the project management software we are using to help organize the analysis of the applicants. The job has been posted on multiple websites (general job search sites in the local market and national sites dedicated to non-commercial radio) and print ads have run in Tampa, St. Petersburg, and in the Florida Sentinel.

We have received 68 resumes and arrive every day. While some are clearly not qualified, we have more than a few interesting candidates. The search committee will meet on December 8 to go over our top candidates. We hope to meet again on December 15 to “get schooled” on something called “behavioral interviewing” so that we can make the best selection of top candidates.

We plan to conduct phone interviews with top candidates in the first part of January and schedule in person visits for our final candidates the second part of January. Anyone on the BOD who wishes to vote on the GM selection must participate in all interviews for the final candidates. Participating via telephone is not preferred but will be allowed if absolutely necessary. Final candidates will also meet with staff and a selection of volunteers. We would love to keep this number to no more than three candidates. (Wish us luck!)

There is no way to exaggerate the importance participation in this interviewing process – nor is there any way to sugarcoat the time it will require. Our goal is to have the final pool narrowed by the January BOD meeting and arrange the interviews for the last two weeks in January. Feel free to contact me directly if you have questions or concerns (laurahmk@gmail.com).

Finally, I need to ask that at least one of our new attorney-types volunteer to serve on the Personnel Committee. This committee does not meet regularly but does need to meet quickly when issues arise. We try to use conference calls and email for as much of our business as possible but again, there is no predicting when the work will hit.