

**The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes of January 13, 2014**

<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	
JoEllen Schilke	P		Kurt Madsen	P	
Sydney White	P		Richard Manning	P	
Lorraine Thomas	P		Michael Sedita	P	
Scott Foeigner	P		Lauren Adriaansen	P	
Jeff Harris	P		Lou Putney	P	
Priscila Miller	P		Daniel Francis	P	
Nancy Cox-Johnson	P		Ian DeBarry	P	
David Harbeitiner	P		Cynthia Reichard	P	

T – Participated by Telephone

1. Call to Order – Nancy Cox-Johnson – 7:15 pm.
2. Roll Call/Proxies/Agenda Review – Nancy Cox-Johnson:
3. Visitors' Comments - Mitch Perry, Charles Martin, Ray Wilson, Fatima Smith, Jimmy Lyons, David Consalits, Clay Colson, Wayne Schucker. Discussion of Jimmy Lyons concern.
4. Review Last Month's Minutes – Nancy Cox-Johnson: Motion for approval of the regular November 2013 Board of Directors (BOD) Meeting Minutes passed unanimously. Motion: Richard / 2nd: JoEllen.
5. President's Report/Executive Committee Report – Nancy Cox-Johnson:
 - Motion to approve changing of signatures to reflect the 2014 Executive Committee was approved unanimously. Motion: Richard / 2nd: David.
6. Station Manager Report – Sydney White:
 - Written report in Appendix A.
 - Discussion ensued.

7. Finance Committee report – Michael Sedita:
 - Met before the meeting tonight. Phil Scheidt was present.
 - Reviewed a new version of our financial statement(s).
 - Discussion of special events.
 - Motion to pay \$25,000 toward our outstanding note passed unanimously. Motion: Mike / 2nd: Jeff.
 - Balance is currently \$560,000.
 - Asked for a proposal from staff on a revenue generating option to be considered next quarter so we can determine if paying down the debt or investing in that option is the better approach at that time.

8. Personnel Committee – Laura Keane:
 - Will work with staff to formulate a Retirement policy.

9. Long Range Planning – Jeff Harris:
 - No Report.

10. Community Advisory Council (CAC) – Lou Putney:
 - Working on ideas to either reform our CAC setup or present plan to CPB to exempt us from this requirement, it is not really for ‘Community’ stations.

11. Volunteer Committee – Mike Bagby.
 - Have had two meetings, one December 2 and January 6. Written minutes were distributed.
 - Timeline for the budget review and approval process was discussed. Staff is to bring back to the Board a basic timeline to allow for a timeline of Finance Committee/Volunteer Committee/BOD/Finance/BOD for the 2014 cycle.

12. By-Laws – Richard Manning: Committee met on January 15:
 - Discussion ensued.

13. Nominating Committee – Kurt Madsen:
 - Kurt discussed a first draft of a strategy document he is working on.

14. Development Committee – Nancy Cox-Johnson: Committee will meet next on January 28.
 - Restaurant event in December raised \$1,000.
 - Concert Calendar made \$6,000 in the first quarter of FY 2014.

15. Youth Committee – Ian DeBarry.
 - Will be meeting on Wednesday (January 15).
 - Live studio video training is coming soon!

16. Diversity Committee – Mike Bagby.
 - Will fold this group into the Volunteer Committee, next meeting is on February 3.

17. Old Business / Follow-up:
- The Board met in Executive Session from 9:58 to 10:33 pm to discuss various matters.
 - Reviewed and unanimously approved Executive session minutes from the November meeting.
Motion: Richard / 2nd: David.
18. New Business:
- Board / Staff Retreat is scheduled for Saturday, April 5 at the Sirata Beach Resort in St. Petersburg.
 - Executive Committee is scheduled to meet the first week of February.
 - A new 'Branding' campaign is being readied, announcement is coming soon!
19. Attendance Review – Jeff Harris:
- All members are in good standing!
20. Evaluation – Laura Keane:
- | | |
|------------------|-----|
| Participation: | 8.5 |
| Accomplishments: | 7.5 |
| Listening: | 8.8 |
| Scheduling: | 7.9 |
21. Adjournment – Nancy Cox-Johnson: The Board meeting adjourned at 10:55 pm.

By: _____
Jeff Harris, Secretary

Approved by the Board on: _____

Appendix A – Station Manager’s Report

To: The Board of Directors, NBSF
From: Sydney White, General Manager, WMNF-FM/HD
Subject: Monthly Report for January 2014
Date: January 12, 2014

Revenues

As I reported in November, the final numbers for the fall membership drive was \$238,800. This left us \$16,200 (6.4%) short of the projected \$255,000. We made up the shortfall as expected from the end-of-year direct mail campaign. This campaign is designed to cover shortage across all three membership drives. This year it netted \$ 37,233. The total contribution collected in the first quarter was \$323,274.

The dates for the spring membership drive are February 11 thru 18. Our goal for this drive is \$240,000. FY 14 revenues from underwriting/concert calendar continue grow moderately. As of this month the numbers stand at roughly \$34,000. Another \$ 10,227 came in via the Car Donation program. In the Special Events (concerts) category, we spent slightly over \$23,000 in the first three months for a ROI of \$4,400 (19%)

Programming

In November I reported the sharp decline in listening to WMNF. The three months average just released by Nielsen showed that our station’s weekly cume (the number of unduplicated person reach in a week) average 52,267 over the October to December period. Our morning programs continue to struggle. Most of our listeners (53%) were in the age group 45 – 54. Approximately 40% of our audience was female and 15.6% were minorities.

We are continuing internal discussions with both Program and News Directors regarding strategies and/or options that can reverse the trend in audience growth. This will be presented to the Board as part of the 24-36 months strategic focus for WMNF.

As a result of the holidays and the program director taking time off during the season, only the following programmers were evaluated since the last report:

Bryan Childs, NineBullets Radio
Lawrie Carpenter, Synchronicity Sessions
Cricket Larson, Saturday Bluegrass

He is also evaluating proposals for replacement of the talent for the *Sixties Show*

Engineering & Operations

Installation of the new 24 Channel board in the live performance studio is completed and additional install of the video equipment is scheduled to be completed in the next ten days. Technical and video production training by the staff of Tampa Bay Arts & Education (TBAE) community television is schedule to begin in early February. We will also have the assistance of retiring producer/director from sister public media station WEDU-TV as part of our training/production team. TBAE plans to air our Live Music Showcase at 8:00 PM on Fridays.

Over the past two months, we have continued to have extreme challenges with our T1 line (leased from Earthlink – they subcontract from Verizon). In one instance earlier this month, the station was without office phones for four days. We are presently conducting research into other options, including the possibility of

making the transition to a complete VOIP system for our administrative areas. This system would also supply enough lines to serve as a back-up for the TELOS lines in the studios. As mention in a previous report, we have already installed a 16-line VOIP system as back-up for use, if the T1 line malfunctions during the membership drive. This same system also serves as the permanent back-up for the front desk lines.

The station is scheduled to make expenditures in the amount of approximately \$11,000 (\$10,000 budgeted) in the next few weeks to install technical switches, add additional server (hard drive) space and provide greater security for our finance and development offices. This will provide greater credit card security and enable us to become PCI compliant. The development office reported that the station loose approximately \$1,100/month in credit card rejection mainly as a result of not being PCI compliant.

Other Station Activities

We continue to meet with community partners regarding Tropical Heatwave. Our Cigar City Brewery meeting just before the holidays went very well.

We are continuing work on a 24-36 months strategic focus for WMNF. This we hope will lay the framework for discussions at the Board-Staff retreat.

The development office has added a new half- time development assistant (as budgeted) and is close to contracting a program underwriting consultant to increase underwriting sales as per our 2014 budget.

We continue to deal with a non-grievance issue brought before us by volunteer/programmer Jimmy Lyons. He is expected to take his case directly to the Board in this session.

We are planning to participate (including live broadcast) in this year's Black Heritage Festival – the week of Dr. Martin Luther King, Jr birthday. Also, WMNF intend to support the Tampa Organization of Black Affairs (TOBA) breakfast this year by purchasing a table or tickets – depending on cost.

Appendix B – Finance Committee Report

Finance Committee Report
January 13, 2013

The committee meeting convened at 6:00pm. Board members and staff present –

Beth Bell
Scott Foeigner
Jeff Harris
Nancy Johnson
Priscila Miller
Lou Putney
Cindy Reichard
Phil Scheidt
Jo Ellen Schilke
Michael Sedita
Lorraine Thomas
Sydney White

The committee reviewed and discussed the budget report with Phil, and discussed the issues regarding accrual vs. cash accounting.

The committee reviewed the bank and investment account balances, and reviewed and discussed the special events income and expenses.

The committee recommended to the board that we proceed with a January payment of \$25K of the principal mortgage balance.

The committee discussed the various charity rating websites and how we can provide them with correct and timely information.

The meeting adjourned at 7:15pm. The next meeting is scheduled for 6:00pm on February 17, 2014.

Michael Sedita, Chair