



**The Nathan B. Stubblefield Foundation, Inc.**  
**Board Meeting Minutes**  
**Date: September 16, 2019**

<u>Board Member</u>	<u>P</u>	<u>A</u>	<u>Board Member</u>	<u>P</u>	<u>A</u>
David Harbeitner	P		Dyllan Furness	P	
Letty Valdes	P		Dwaine Terry	P	
Cindy Reichard	P		Sandy Wismer	P	
Katarina Lauver	P		Pamela Robinson	P	
Bob Ingham		A	Lauren Adriaansen	P	
Nancy Cox-Johnson	P		Stuart Mellish	P	
Carson Holton	P		Jack Timmel	T	
Will Greaves	P		Jennifer Meksraitis	P	

**T – Participated by Telephone**

Agenda Item	Lead	Time
• Call to Order	David Harbeitner	7:15
• Roll Call / Proxies	Katarina Lauver	7:16
• Agenda review	David Harbeitner	7:17
• Acceptance of items on Consent Agenda	David Harbeitner	7:18
• Committee Updates:		
• No meeting held: Technology, Diversity		
• Attendance Review	Katarina Lauver	7:18
• Dave put forth a motion to remove Pamela from the board due to absences. The board voted NAY unanimously. Pamela stays on the Board.		
• Bob Ingham is absent; Dave has his proxy.		
• Visitor's Comments	David Harbeitner	7:19

Visitors: Julie Scheid – Silent Auction at the 40<sup>th</sup> Birthday Party did well. If everyone honors their auction items, we would have earned \$7,451.00. Sold 70 tickets at outlets. 112 were sold at the door. 1470 sold in total. Plus 200 comps and volunteers and staff who attended. Nancy: we received Proclamation from City of Tampa Mayor. Dave: City of St Petersburg gave us a Proclamation as well.

• Review/Approve Last Month's Minutes	Katarina Lauver	7:25
• Minutes approved in Basecamp		

- General Manager Report

Cindy Reichard

7:26

Seems like all enjoyed WMNF 40th Birthday Party Saturday night. More details to come later on final numbers but we did have a sellout crowd. The silent auction brought in approximately \$5,000 but may be higher in the end, and the wine pull brought in \$1,600. Sandy: recommends that the wine pull money be put toward Boards \$2,500 line. All agree. Thanks to all of you that helped obtain auction items, wine and volunteered during the event. Now it's time to put your dancing shoes away and party hats as we have a few upcoming busy weeks ahead interviewing for a New GM and then onto the fall fund drive that starts on October 2nd thru October 9th. We have a goal of \$242K to reach. We will need your help again! Please sign up for the shifts posted on Sign up Genus or just come on in if you have a few spare hours. Cindy's talks with WUSF for contracting Engineer services during the daytime hours have come to a halt. They have to start their whole process over in hiring the additional Engineer they were hiring to help them out and was going to be our backup. They told me that they are willing to entertain the idea in the future but they wouldn't be able to for at least 6 months. Cindy will wait until the new GM is hired to fill the engineer vacancy. I am continuing to work on our FCC license renewal application that must be filed by October 1st 2019.

- Operations, IT, & Engineering

Repaired from door latch and backdoor has been repaired a couple of times. We are watching to see if the fix holds. Recycling bin has been picked up by the company that provides it, we were costing them more than it's worth. The back door does not latch all the way. DT is trying to fix it. Dave: perhaps we should ask everyone to use the front door from 6 pm – to 6am. This is a major security issue. Management will take the steps to address the door issue.

Operations prepared for Dorian making sure the generator was working, fuel topped off, food and water supplies ready in case the storm hit.

I have attached a computer update from Robert Fitzpatrick for your review of our progress. All infected machines were whipped clean and updated to Windows 10. Security onion is in place but needs to be fully installed. The WIFI has been secured. User training and network separation still need to be done. Policies will need to be written. Sandy: what happened with UCF student and the plan that he came up with. DT: he worked with Fitz, student went back to school, DT doesn't know who is communicating with the professor and student. We need to have a conversation and find out if we can really use this person. Dave: in short, it's still in process. DT: Linux server is in place with Audio Vault with help from UCF student.

The replacement of the studio boards project has come to nearly a stop at this time. We finally got the approval from Hillsborough County this week to move forward on buying the furniture. We have purchased the furniture from Wheatstone but will take 2 to 4 weeks to deliver and we have the fund drive to deal with too. I met with Max, DT, Robert and Mark last Wednesday to discuss our timeline. It looks like the project won't be complete before the end of November.

- Programming

Randy has been interviewing and considering prospects for the new host of Saturday Asylum. Scott Imrich is resigning at the end of the month. The new hosts will be Creative Loafing editor and music writer Ray Roa and his wife Danielle. They will play all kinds of new music

with special emphasis on local music along with music news and music coming to the area. Randy been working on the final details for the 40th Birthday party and hoping to make \$10K profit. Randy received the newest radio research that shows us dropping back to a .5 (last year we were at .6 or .7) The survey also shows the audience older than we have ever seen it, 89% over 54. Lauren: any suggestions from Randy regarding how to improve ratings. Dave: we need to get relevant points so that the Board can understand trend lines. Dave is in discussions with Randy on how to determine this. Sandy: who will be driving the findings to the board since we are transitioning to the new president. We will create new KPIs. Lauren: old KPIs are good and address this, they were just not being filled out. Sandy: who is driving the revision. Dave: management. The intent is to have new KPIs within the 30 days. Randy is getting ready for the fund drive, setting goals, scheduling pitch parties and targeting programmers who need special help.

- News & Public Affairs

Rob is still working with the hosts of the Third Opinion. More to come.

During Hurricane Dorian the news department did interviews with the National Weather Service in Ruskin as well with meteorologists at the Florida Public Radio Emergency Network. Sean did an interview with an environmentalist who is fighting Nestle Corporation plan to bottle millions of gallons of spring water in North Florida for sale around the world. Sandy: Janelle did a nice interview with Mayor Jane Castor on air about storm prep.

The news department also has given lengthy coverage to the immigration debate, the presidential race, the effort in Florida to pass the ERA, the effort to get documents possibly linking the Saudi government to 9/11, proposed legislation in Tallahassee that would ban voucher-receiving schools from discriminating against LGBT students, the efforts to revive domestic manufacturing, the fight for equal pay to women, the effort by Florida utility companies to end conservation goals and the effort by medical students to lower prescription drug prices. News Volunteer Blannie Whelan covered the "Women for Trump" event two weeks ago in Tampa and was able to get a lot of good interviews.

- Development

Laura and Cindy completed and submitted the Department of Education grant for 19/20 for \$100K. Monday August 26th the Development department and committee held a Circle of Friends party at Ella's. It was well attended but didn't get maximum turnout. Some members said they didn't receive invites. Laura's idea to remedy this is to send out such events to stationbiz and prompt all circle members. If they aren't in the Circle, then they will be invited to join. Laura and Stuart set up proclamations for our 40th Anniversary for this month.

Hillsborough County Commission Thursday, September 5th, City of St. Petersburg, Thursday, September 12<sup>th</sup>; Temple Terrace Tuesday, September 17<sup>th</sup>; City of Tampa, Thursday, September 26th. Ruth Eckerd and Straz are now buying ads in addition to their underwriting. One new underwriter this last month Heartwood Preserve Conservation Cemetery signed a \$1K contract. Allegiance project conversion has glitches and we are working on getting them resolved. I had Laura contact the President of the company last week to try and resolve the issues soon and to let her know that we are very dissatisfied.

Fall Fund Drive dates will be October 2nd thru October 9th 2019.

- Volunteers: have been working on the 40th birthday party.

- HR

The Bookkeeper position has been filled. Shemika Wilson will start on Monday, September 16th. We received 52 resumes. I conducted 9 phone interviews and selected 6 to be interviewed by the group which consisted of Laura Taylor, Linda Reisinger, Dwaine Terry and Cindy Reichard. However, we ended up interviewing 4 of the 6. One candidate got another job and another dropped out due to salary range.

Grant has been submitted in the amount of \$100k from education department of State of Florida. Sandy: will Allegiance help with this? Stu: Allegiant will be stronger because a lot of our mailings go to Junk folders.

- IT

All infected machines have been wiped and upgraded to Windows 10. We will finish all staff computer upgrades over the weekend. New, more secure WIFI is in place. We no longer have open WIFI, all passwords and access keys have been updated. Security Onion intrusion detection system has been installed, but it will take some time to configure as it requires separation of the network. Configured backups of all workstations to network storage with snapshots for point in time recovery. All network storage is replicated to two Synology (local and transmitter) with snapshots. Replicated data is read-only on targets. Mission critical user and station data is replicated every 4 hours, Burn\_Your\_Show is replicated hourly. Data on deep freeze computers is replicated weekly, all other daily. Read only snapshots are available to users in share #snapshot folder. Backup Protection: all network file services shut off on both replication targets and not joined to domain. No data is shared or accessible from network. Only one local administrator user active on replication targets with unique password. Admin user requires two factor authentication. Must have password plus code from phone to access the read-only data. All network shares are back online now. The data is as of December 2017. New Imports share to replace Audio Vault import process for all studio computers and essentially any volunteer computer with file share access. Scanning for viruses is somewhat resource intensive and adds a minute or more to the processing time into the network and is not used for authorized blk imports by staff. Staff will continue to use direct AV Import share to avoid delays for newsroom and rely on real time anti-virus protection on the computer used to import. The AV Import share will not be accessible by any computer on the network, which will have our Webroot anti-virus real time protection. To Do: User training, network separation, intrusion detection system, finish upgrades to Windows 10.

- President's Report

David Harbeitner

8:00

- Board editorial opportunities – working with Sid Flannery to come up with trial language. Should have something for Board to review by the end of the week. Sandy: ERA is a timely topic. Nancy volunteers to work on the language for the editorial. Amy Weintraub joined the WMNF Community Advisory Board.
- We will need to complete assignments for 2020 committees at the next meeting
- Reminder about Egmont Key 11/03/19
- WTSP Channel 10 reached out to do a story about 40<sup>th</sup> Anniversary of WMNF. The reporter will be in on 09/17/19 at 10 am and DT will take the lead. It will be a light, community interest story.

- Lauren is recognized for Board service.
  - Dave is working with an acquaintance from the environmental community to come up with the cost benefit analysis of changing some of our lightbulbs to save us money. He will obtain lightbulb donations on behalf of WMNF.
- Finance Committee Report Sandy Wismer 8:10
    - Second reading of the budget. Finance Comm. Proposes a revision to add \$10k to be spent on the floor. First time in a few years where we are purposefully budgeting \$28k operating loss. Finance Committee brings forth the motion to approve 2020 budget. All in favor with the exception of Letty. Sandy has asked for a report from Development Department regarding the decreases in COF contributions and underwriting.
    - Summary of Operations: Net Income is favorable to budget by \$235K, Operating revenue favorable by \$45K (excluding unrealized loss on Investments) Operating Expenses are favorable to budget by \$149K, Operating Income favorable to budget by \$194K, Non-operating -Investment Income is unfavorable to budget by \$4K (unrealized). Non-operating -Expenses is favorable to budget by \$46K (Interest Expense Mortgage) Net Other Income favorable to budget by \$41k.
    - Significant variances for Operating Revenue include: Membership (All) \$6K favorable (Includes Major gift of \$64,000 from Ron Fisher estate), Circle down by \$13K and Membership contributions \$44,508. Development \$12K favorable (includes \$9K car donations) Special Events \$38K favorable Record Sale \$2K favorable
    - Underwriting \$14K unfavorable (\$2K is VuHaus)
    - Significant variance for Operating Expenses (excluding interest) include: Favorable: Advertising- \$19K favorable savings no purchase of billboards; Computer Expense - \$4K favorable spent \$4k DTI and \$1,500 Webroot Staff Development - \$2K favorable money for GM to attend conference; Employee Benefits - \$10K favorable reduction of number employees on health insurance plan at this time Insurance \$14K - timing- will be spent in September insurance renewals; Office Expense \$2K; Postage \$8K; Program Acquisition \$33K - timing- partial expected to reverse R&M \$9K; Salaries \$82K Due to reduction in staff , adjusting vacation accrual and some expense running thru contract labor engineering; Broadcast Supplies \$14K (Estimating \$4K to spent on wiring for studios)
    - Unfavorable: Engineering Contract Labor \$18K Max Back up and Mark; Grant Expense \$31K - Timing only
  - Personnel Committee Report Lauren Adriaansen 8:20

All information regarding the GM candidates is now in Basecamp. The board will need to be present 9/17, 9/20, 9/26 at 8:00 pm and 09/21 5 pm for GM candidate interviews.

Looking for a Board members to host candidates for dinner. Lauren, Sandy, Stu, Will volunteer. Please keep in mind the Job Description when interviewing the candidates. Please view the recorded Skype interviews before the Board interview. Please introduce yourselves when asking questions, do not press candidates for specific answers, be

considerate of one another. Stu: create name plates for directors. Board members will get survey links where you can provide feedback. Lauren and Marcie will be hosting the volunteers. Staff and volunteers will be asked for feedback as well. Board members can call in for interviews.

Monday 09/30/19 at 7:00 pm for the special Board meeting to vote on who we will make an offer to. Letty will be out and will give a proxy to someone who will need to vote on her behalf.

- Nominating Committee Report                      Stu Mellish                      8:45  
Next meeting, we will be voting on two new Board members. Volunteer Committee will be choosing one candidate for Community at Large. Email Dave if you are interested in running for any of the positions or committees.

- Volunteer Committee Report                      Katarina Lauver                      8:50  
Vol Com will have two new members elected by the Volunteers. Cindy will look into whether a contractor can serve on Volunteer Committee.

- Development Committee Report                      Start Mellish                      8:55  
Stu and Laura have come up with Development Plan for 2020. Board will receive by end of November. Three WMNF road trips are coming up – please support if you can 09/25 in Plan City with Mike Vinyl 6-10 pm 10/30 Nebraska Minimart with Scott Elliot. Another with Ed Greene at Ella’s on 12/18 for Wax Wednesday

- Long Range Planning Committee Report      Stuart Mellish                      9:05  
Meeting cancelled until the new GM is hired, but we have to have goals set before the retreat in February. Will have meetings in December/January.

- Bylaws Committee Report                      Letty Valdes                      9:00  
Updated one section, will be presented at next meeting. Working on social media bylaw regarding volunteer and staff behavior on social media.  
Dave: come up with a policy on updating bylaws on the website

- Executive Session                      David Harbeitner                      9:05
  - Moved: Lauren to approve last month’s minutes
  - Second: Letty

- (PALS: Participation, Accomplishments, Listening and Scheduling)                      Lauren Adriaansen                      9:13  
P: 8; A: 7.6; L: 7.8; S: 9.5

- Next Meeting                      David Harbeitner                      9:28
  - 09/30/19 at 7 pm to elect new GM
  - 10/21/19 at 7:15 pm regular NBSF BOD session

- Adjournment
  - Moved: Lauren
  - Seconded: Katarina
  - Passed: Unanimous

David Harbeitner

9:20

**THE BOARD'S ROLE**

Governs the NBSF, which protects the FCC license, building and equipment, goodwill; employs staff. Establishes the mission of WMNF. Responsible for strategic planning. Establishes prudent financial policies, annual budget, annual audit, conducts planning retreats, approves personnel policies, style statements and programming policies. Participates in fund-raising functions of WMNF; approves non-budgeted expenditures over \$2,000.00.

\*We go into Executive Session only when proper criteria concerning purpose are met or to review/approve the previous month's Executive Session minutes.

By: \_\_\_\_\_  
Katarina Lauver, Secretary

Approved by the Board on: \_\_\_\_\_