

The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes
Date: 11/18/19



<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		Justin Garcia		A
Rick Fernandes	P		Sandy Wismer	P	
Katarina Lauver	P		Pamela Robinson	P	
Bob Ingham		A	Emmy Lou Fuchs	P	
Nancy Cox-Johnson	P		Stuart Mellish	P	
Carson Holton	P		Jack Timmel	P	
Will Greaves	P		Jennifer Meksraitis	P	
Renz Kuipers	P				

T – Participated by Telephone

Agenda Item	Lead	Time
• Call to Order	David Harbeitner	7:15
• Roll Call / Proxies	Katarina Lauver	7:16
○ Katarina has Bob's proxy, Jack has Justin's		
• Agenda review	David Harbeitner	7:17
• Acceptance of items on Consent Agenda	David Harbeitner	7:18
○ Committee Updates:		
▪ No meeting held: Bylaws, Diversity, Long Range Planning, Personnel, Technology		
▪ Minutes in Basecamp folder: NA		
• Visitor's Comments	David Harbeitner	7:19
○ Miss Julie – took care of Board contact information. Shared committee signup sheet. Letty will email updated bylaws to the board.		
○ Cindy – thanks the Board, Sandy and Dave. Welcomes Rick, enjoying having him at WMNF.		
• Attendance Review	Katarina Lauver	7:40
○ All in good standing		

- Election of Officers and Committee Chairs David Harbeitner 7:41
 - Candidates for Board President
 - Will Greaves – Desire, willingness, and flexible schedule
 - Stuart Mellish – Four years on the board, lots of experience with committees. We had a difficult year, and now have an opportunity to achieve growth, and move forward.
 - Will Greaves elected President of the NBSF Board of Directors by majority
 - 1st Vice President – Sandy Wismer – all in favor
 - 2nd Vice President – Nancy Cox-Johnson – all in favor
 - Treasurer – Bob Ingham – all in favor
 - Secretary – Katarina Lauver – all in favor
 - Finance Committee Chair – Bob Ingham
 - Personnel Committee Chair – Sandy Wismer
 - Development Committee Chair – Stuart Mellish
 - Nominating Committee Chair – Katarina Lauver
 - Technology Committee Chair – Jack Timmel
 - Long Range Planning Co-chairs – Nancy Cox-Johnson and Dyllan Furness
 - Diversity Committee Chair – Pamela Robinson
 - Bylaws Committee Chair – Letty Valdes -
- Review/Approve Last Month's Minutes Katarina Lauver 8:00
 - Approved in Basecamp
- Nominating Committee Report Katarina Lauver 8:01
 - Two interviews scheduled this evening for open Community and Large seat. Following the interviews, the Directors will have an opportunity to consider voting for five candidates - Matt Cuffaro, Brad McCoy, and Nicholas Decker who were interviewed for the Youth Seat – in addition to Chris Wallace and Adam Hardt who will be interviewed this evening.
 - Letty objects that new people will get to vote on five candidates when they will only have an opportunity to interview two candidates.
 - Renz suggests that new board members should abstain from voting
 - Board interviews Chris Wallace, waiting on Adam Hardt to show up
- General Manager Report Rick Fernandes 8:30
 - This week Rick began to have one on one meetings with the staff and has introduced himself to as many programmers and volunteers as possible.
 - In addition, Rick attended the Ybor City Chamber of Commerce luncheon on Tuesday, November 12th, and The RG & Co. Non-Profit Appreciation gathering on Thursday, November 14th. They were both great ways for Rick to introduce himself to other organizations.
 - Doesn't think many changes are necessary, however would like to unify programmers on messaging about WMNF.
 - Thinks we should reach out to community foundations to host podcasts
 - News & Public Affairs is very local and we should expand it in the long term
 - Operations, IT & Engineering

- Half of the desktops have been updated. Library, Air Studio 3, Conference room and LMS video room computer updates are in process.
- Two out of 3 HD channels are operational
- Floor repairs in Studios 2 and 3 are completed. Studio 1 on schedule for 11/25/19.
- Wheatstone Boards installation complete is Production studios 1 and 2. Air Studio 3 estimated complete on 11/21/19, Air Studio 2 - 12/5/19, Air Studio 1 - 12/19/19
- Programming
 - Two new programs debuted: The Sixties Show with The Commuter, and Waves of the Bay with DJ Spaceship and Tone Kapone.
 - October Ratings returned to .6 from the all-time low of .4. The increase was due to Time Spent Listening going up. The weekly cume has declined, fewer listeners but they are listening more. The age demographic is the oldest we've ever seen. 92% of listeners are 55 plus. The 45-54 audience has declined to just 3%. There are reasons to be skeptical of these numbers. Public affairs shows have the most robust weekday audience, but the biggest audience of the week by far is Saturday Bluegrass.
 - Spot-check evaluations of 6 am – 6pm programmers have been completed. Next month Rick will be spot checking evening and weekend primetime shows.
 - Special Events: Musical Theatre Tribute turned a nice profit, but less than the typical tribute show. Uke Fest coming up on 12/07/19 has historically been a big profit event. New Year's Eve and Todd Snider are more expensive shows and hopefully more profitable.
- News & Public Affairs
 - Staff has done dozens of interviews: Paul Watson of Sea Shepherd; Obamacare navigator; high school students; a Kurdish leader who now lives in the U.S., two attorneys who specialize in helping veterans get VA benefits; investigative reporter who has covered the career of Tampa televangelist who is now President Trump's spiritual advisor.
 - Twenty journalists from Kyrgyzstan toured the station.
 - A former Today Show staffer is now volunteering in News Department.
 - News & Brews fundraiser was held at Blannie Whelan's house. Jane Gibbons assisted.
 - Rob conducted interview training session for two news and public affairs hosts. The aim was to help volunteer programmers produce better radio.
 - Rob met with one of the hosts of Third Opinion. The host did most of the talking and thinks the program is fine the way it is. Most of her discussion was about Israel. She said she was not aware of recent local news reports about unreported hate crimes in Florida.

- Development
 - The pledge drive fell \$18,000 short of its goal. The End of the Year Campaign begins in a few weeks. The goal is \$50,000. The Development Department has an internal goal of \$68,000 to keep on pace. A letter will be sent to 15,000 donors and an email to anyone we have on file. Giving Tuesday is December 3, and the Department has an internal goal of \$10,000.
 - Underwriting: Rick has a December 5th meeting with the Law Firm of Shumaker, Loop, and Kendrick for a possible underwriting contract. Rick is also negotiating with the Dunedin Fine Arts Center. Awaiting the finalizing of a Concert Calendar contract with a local business Hooch and Hive. Has approached Florida Public Media about expanding their underwriting on WMNF.
 - New Membership Coordinator Val Diliberto began October 29th and is off to a flying start! She only had three days of training with Gene, so she has a lot of catching up to do. However, she demonstrates a good grasp of Allegiance and is a pleasure to work with.
 - Allegiance: Friday, Laura, Val, and Justin Garcia had a phone conference with Allegiance. Because of errors in the first data conversion from Raiser's Edge to Allegiance, the company did an entire data pull. We have been testing Allegiance records against Raiser's Edge and finding a few errors and anomalies this time. Lois, the instructor who was in-house for a week training Laura, Justin, and Gene Moore, walked through the data with us. Though there were not that many issues found, she still wants to have a second round to make sure financial records between Raiser's Edge and Allegiance are aligning. She says she will not be comfortable with a full conversion until that data can be validated.
 - As we are on their schedule, I would not anticipate for us to go entirely live on Allegiance until after Thanksgiving, given the holidays. Because of the time and stress this has put on our department; I am proposing we do not pay any invoices sent to us, and, as a concession, I am going to request a complimentary additional user log-in for the Business Office and volunteer-use.
 - As soon as the database is up and running, we can begin the next crucial training, the pledge entry/volunteer page for taking pledges.
- Development Plan: Laura and Stuart Mellish met on the plan further to talk about underwriting opportunities and ways to expand them. The plan will be submitted to the Board for review Monday.
- Nominating Committee Katarina Lauver 9:00
 - Adam Hardt is a no-show
 - Discussion around candidates: Chris Wallace – 0 votes, Matt Cuffaro – 11 votes, Nicholas Decker – 0 votes, Brad McCoy – 3 votes

- Renz Kuipers abstains from voting
- Matt Cuffaro wins the vote

- *Executive Session – Personnel Reasons Will Graves 9:15
 - Sandy Motions, seconded by Nancy
- President’s Report Will Greaves 9:35
 - No December meeting
 - January meeting is moved to 01/13/20 at 7:15
 - New credit card signers
 - Rick Fernandes with limit of \$3,000
 - Val Diliberato with limit of \$2,000
 - Authorize new signers
 - Fidelity – Rick, Cindy, Bob
 - Parnasus – Rick, Cindy, Bob
 - Operating – Laura, Rob, Sean, Rick, Will, Bob
 - All other accounts – Rob, Rick, Bob, Will
 - Sandy makes motion to approve signers as recently suggested, Nancy seconds, all in favor
- Finance Committee Report Sandy Wismer 9:45
 - Summary of Operations:
 - Net Income is favorable to budget by \$206K
 - Operating revenue favorable by \$24K (excluding unrealized loss on Investments)
 - Operating Expenses are favorable to budget by \$131K
 - Operating Income favorable to budget by \$154K
 - Non-operating -Investment Income is favorable to budget by \$2K (unrealized)
 - None operating -Expenses is favorable to budget by \$50K (Interest Expense Mortgage)
 - Net Other Income favorable to budget by \$52k.
 - Significant variances for Operating Revenue include:
 - Membership (All) \$5K favorable (Includes Major gift of \$64,000 from Ron Fisher estate)
 - Circle down by \$25K (\$9,754 of this shortage was processed at the end of September but doesn’t reflect in our bank account until October 1st. this was due to processing problems with Allegiance) and Membership contributions down \$33K
 - Development \$9K favorable due to car donations
 - Special Events \$47K favorable Record Sale \$2K favorable
 - Concert calendar down for the month due to Skippers not paying (\$750) until Oct
 - Underwriting \$14K unfavorable (\$2K is VuHaus)
 - Board Projects \$1,481 favorable due to wine pull at Birthday Party

- Grants is down by \$25K DOE funds not received until October. On the final financials for audit this amount will be accrued, as will be Hillsborough County grant of \$136,000K however not reflected in these draft financials
 - Significant variance for Operating Expenses (excluding interest) include:
 - Favorable:
 - Advertising- \$15K favorable savings no purchase of billboards
 - Computer Expense - \$4K favorable spent \$4k DTI and \$1,500 Webroot
 - Dues - \$4,700 favorable
 - Staff Development - \$2K favorable money for GM to attend conference
 - Employee Benefits - \$14K favorable reduction of number employees on health insurance plan at this time Insurance \$7K
 - Office Expense \$1K
 - Postage \$8K
 - Program Acquisition \$26K - timing- partial expected to reverse R&M \$7K
 - Salaries \$95K Due to reduction in staff , adjusting vacation accrual and some expense running thru contract labor engineering
 - Broadcast Supplies \$15K
 - Unfavorable:
 - Engineering Contract Labor \$25K Max Back up and Mark Grant Expense \$31K – Will be adjusted for year end
 - Staff hiring \$1K due to GM search
 - Net Income of \$240K
 - Plus Grants (\$25k +\$137)+\$10 accrual adj – Depreciation of \$141k.
 - PY net income of \$206k.
 - Cindy to file Grant reimbursement paperwork with County next week. Estimate about 30 days for receipt of cash.
 - Total CAPEX for FYE19 was approx. \$37k (excluding Board/Floors which is covered by the County Grant.
- Volunteer Committee Report Katarina Lauver 9:50
 - New Volunteer Committee members elected: Isha Del Valle and Grant Hart
 - Meet & Greet with Rick is scheduled on Thursday 11/21 from 5:30 to 7:30 pm
 - Katarina will send an email to Rick to inquire about promotional WMNF materials that were requested by Volunteer Committee and approved in 2020 Budget
 - Julie asked Board members to create accounts in Sign Up Genius so that they can take shifts volunteering at events
- Development Committee Report Stuart Mellish 9:55
 - The Development Plan is being reworked and will be sent out in December, discussed in January
 - Nancy invited everyone to Tour De Clay
 - December 18th Road Trip with Grateful Ed at Ella's

- Homegrown Heroes – if we do it in August, we need to start working on securing the venue now. Rick and Cindy will talk
- December board and staff get-together – will chat about location in Basecamp
- Jack – Millennial & Gen Z discussion – 20-30 people participated, audio is available, surveys were taken, Youth Committee will be created.
 - Rick – report from the meeting will be shared with stakeholders
- PALS:

	Sandy Wismer	10:05
○ Participation	9 8 8 8 9 9 8 8 8 8 8 10 9	
○ Accomplishments	8 8 9 8 9 8 8 8 9 8 8 7 8 9 8	
○ Listening	9 9 9 7 9 7 8 7 8 8 7 9 9 8 8	
○ Scheduling	9 9 8 10 9 9 8 9 9 9 9 8 9 8	
- Next Meeting

	Will Greaves	10:14
○ 1/13/20		
- Adjournment

	Will Greaves	10:15
○ Letty motions, Nancy seconds, all in favor		

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: _____