The Nathan B. Stubblefield Foundation, Inc.
Board Meeting Minutes
Date: 1/12/21

MISSION STATEMENT
WMNF is a listener-supported community radio station that celebrates cultural diversity and is committed to equality, peace, and social and economic justice. WMNF provides broadcasts and other forums with a grassroots local emphasis that promote creative, musical, and political vitality.

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<td>Nancy Cox-Johnson</td>
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<td>Jack Timmel</td>
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<td>Dyllan Furness</td>
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<td>Jennifer Meksraitis</td>
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T – Participated by Telephone

Agenda Item | Lead          | Time  
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Call to Order | Will Greaves | 7:15 
Roll Call / Proxies | Dyllan Furness | 7:16
Guests: Cindy Reichard, Harrison Nash, Randy Wynne. 
Agenda review | Will Greaves | 7:18
Acceptance of items on Consent Agenda | Will Greaves | 7:19
  Committee Updates:
  - No meeting held: Finance, Bylaws, LRP
  - Minutes in Basecamp: Volunteer
• **Attendance Review**  Will Greaves  7:21
  Matt has two absences in the past calendar year.

• **Review/Approve Last Month's Minutes**  Dyllan Furness  7:21
  Minutes were approved and posted.

• **General Manager Report (Attached)**  Rick Fernandes  7:22
  Highlights: Rick meeting with members of nonprofits in the local community. Attempting to meet with the President of NAACP in Hillsborough about turning HD4 channel over to the local African American community. Starting to meet with more Board members one on one. Met with the Exec Committee to go over the SMART plans. Conducting Program Director interviews with five candidates. Aiming for diversity in candidates. If we feel that at the end of this round no one stands out, we will do another recruiting process. Randy will help with the transition process for the new director. Rick will be speaking about WMNF at the Rotary Club in Tampa. Trying to update communications systems to a unified communications system. We’re down to an .8 programming rating. The mornings are low. We’re at .4 instead of .7, where we used to be. The 35-44 age range is up to 26 percent of our audience. Bluegrass continues to perform the best. 1pm shows, Midpoint, and RadioActivity are doing well. John Palmer (Wednesday Traffic Jam) and Ira Hankin (Event Horizon) will be stepping down. Public Affairs will be starting a series of 90-minute workshops on news reporting. On the Development Side, the end of the year campaign goal was $50k and we’ve received over $70k. This is helping us reduce the $36k we came up short in the fall drive. This afternoon received an anonymous $27k donation. Will use the $27k as challenge money in the week ahead. The drive we had scheduled for next week, the 19th and 20th, but we will shift to after Inauguration Day. For HR, all employees completed their harassment training. We don’t qualify for the next PPP round.

  Letty: Have you been able to tell whether the drop in the morning listening ratings is related to the fewer people commuting?
  Randy: I’m not convinced the audience in the morning has dropped. We have never had a huge morning audience. The morning shows raise a lot of money and have a lot of loyalty. I’ve read that with the pandemic, mornings have moved later. Some stations were moving their drive time from 6-9am to 7-10am.

  Jack: We had to stop updating Windows. Is that temporary? That exposed us to some issues in the past.
  Rick: I will have to follow up.

  Rick: I want to thank Randy for the work he has put in during the past 35 years and his work in the last days as Program Director.

  Randy: When I came in 1985, the station was still in its original set up—four daytime strips targeting different audiences. WMNF set up strips that appeal to different audiences. The morning show strip was folk and acoustic. Midday was big band and nostalgia, so theoretically older people. Afternoon was jazz, blues, and reggae targeted towards the African American
Community. Drive time was bluegrass to supposedly attract working class whites. Weekend included soul and gospel. After that we started trying to bring down the walls between shows. In 1985, there was about half-an-hour of public affairs a week. Talk started growing in the late 80s and now it’s a four-hour block. Research later said that the way to get a big audience is to do a single format. This was a shock for community radio because consistency is not what community radio is necessarily about. I’ve been trying to work this balancing act between what we know about audiences needing consistency and what we desire about keeping WMNF eclectic. Some stations hire daytime music hosts to get that consistency. We have not done that other than Rob, who is a hired programmer.

Rick: The challenge we have is being consistent while remaining a community radio. Still committed to keeping volunteer programmers and maintaining public affairs, but perhaps tightening it up. In the 1980s the mean age was 25-34. Now it’s 65-74. Those are the same listeners.

Jennifer M: Currently interviewing for the new program director. Hearing about the history and ways you’ve described WMNF as being unique. A lot of the people we’ve interviewed come from college radio stations.

Randy: I think we can learn from college radio and commercial radio. Some of them are doing things that are successful. It’s a challenge to get someone who has a fresh approach and also has some understanding of where the station came from.

- President’s Report
  Will Greaves 7:57
  Cindy: Approved Authorized check signors are as follows:

  Fidelity – Richard Fernandes, Cindy Reichard, Renz Kuipers
  Parnassus – Richard Fernandes, Cindy Reichard, Renz Kuipers
  Bank of Tampa – Operating Account – Laura Taylor, Robert Lorei, Sean Kinane, Richard Fernandes, Jon Greaves, Renz Kuipers
  All other accounts – Robert Lorei, Richard Fernandes, Jon Greaves, Renz Kuipers

  Jennifer moves to accept changes to approved check signors.
  Jennifer C seconded.
  All in favor. Ayes have it. Changes to new check signors approved.

  Will: Having meetings with new board members. In the Exec Committee, we formally finalized Rick’s GM Objectives. When we first hired Rick there was a provision that he needed to move his family to Florida, and we’ve extended that provision until June 2021.

- Personnel Committee Report
  Jack Timmel 8:02
  Jack: Opening a discussion about Policy Review. This was prompted by the beginning of the new two-year programming cycle and some changes that we may want to see to re-evaluating the programming agreement. During Greg Kopp’s grievance process, there were different forms that people were using. It was an issue but we tabled the discussion. I’m proposing that we can start a process looking into the policies so that rather than find we are falling short on some policies, we can preempt it. I suggest setting up an ad hoc committee to look over the policies both from a
content and organizational perspective. The committee would not be in charge of going through the entire policies, but would be responsible for delegating efforts. Another big component would be getting third party help so we would have an expert come and make sure everything is up to date with current industry best practices. It would be nice to begin the process before the new programming agreements are signed.

Jennifer M: Is this limited to the Personnel Committee?
Jack: This would be comprehensive.
David: When was the last time this was done wholesale or otherwise?
Jack: Wholesale, never as I understand it.
Nancy: I don’t know that it’s ever been done. I think a good way to start is to get a few people together and look at the Board policies along with the station management, do an overview, and then get some subcommittees working on things.
Mark: This is a great idea. There are two things that lead to this. One is that they haven’t been looked at in a while and the other is if there are situations in which people are interpreting policies in a way that we don’t find agreeable.
Renz: I like the idea but do feel like none of us have the expertise. Let’s bring in a third party
Jennifer M: This could be split with the Bylaws Committee.
Letty: My understanding of the station policies is they were put together but there’s never been a full comprehensive review. I think this is worth it but it’s a huge endeavor. I would start with Personnel Policies. It’s my understanding that volunteer and programming policies have been changed in the past five years.
Cindy: The last time the employee manual was updated was 2011. We’ve added some addendums. One of the problems we’ve had in the past is that the grievance forms have been different in the personnel side than it was in the manual.
Will: I’ll start a special committee right now and we will get a small team to figure out what the scope is.
Isha: We need to have a preliminary review before the next programming cycle starts. Some programmers don’t have agreements yet. Volunteer committee is adamant that it wants to give some feedback on this to the Board.
Jack: In my opinion, programming would get the first priority for review.
Letty: For clarification, the programmer’s agreement and volunteer agreement are not in the purview of the Board.
Jack: This committee would not be making the changes. It would be facilitating the appropriate groups to do it.
Emma: Would you take a person from each committee to ensure a variety of people involved?
Jack: It would be completely different groups advising these changes.
Mark: There’s been a mention about the 2-year programming cycle. When does that start? And where can we find the policies?
Rick: Programming cycle in the next few months. I can email the policies.

Jennifer C, Mark, Jennifer M, Dyllan volunteer to contribute.

- **Nominating Committee Report**  
  David Downing  
  8:26
  On the nominating call we had two great candidates, Doug and Jennifer C. Jennifer Campbell was the unanimous choice.
Jennifer: I’m excited to be on the Board.

- **Finance Committee**  
  *Renz Kuipers  8:30*
  Taking a new approach to meeting every other month or every third month, unless there are action items that need to be addressed. Maintaining contact with Cindy on a regular basis. Audit scheduled for February. Contributions down from October and November but December had a nice bump up. We are $59k ahead of our cash flow plan. But those issues will resolve and it will be a tight year based on the nature of the economy.

Rick: We had a $30k loss in grants.

Nancy: Will we be getting more money from the second PPP round? Are we even thinking about asking?

Rick: For the new PPP, if you qualified the first time, you have to show a 25% drop in revenue in one of your previous quarters. We didn’t have a drop. What we will be eligible for is that in the new round of funding they set aside money for CPB. They are getting more money but we don’t know how it will be allocated. Perhaps we will get $10k or $15k.

Cindy: I went back and looked at previous quarters and we were not under 25% required for the new PPP round.

- **Diversity Committee**  
  *Jennifer Meksraitis  8:37*
  Jennifer M: We have not met since October, but we did start to roll out the diversity calendar. Programmers have been coming up with playlists from each of the themes every month. In the future we’d like to coordinate events with other nonprofit.

Rick: In the newsletter, we’ve featured organizations and nonprofits associated with our theme and directed readers to donation pages but haven’t seen many donations coming in. Moving forward we’ll connect with nonprofits to write and record public service announcements to bring more attention to them.

- **Volunteer Committee Report**  
  *Isha Del Valle  8:49*
  Isha: We met this past Monday. Latest minutes are on Basecamp. There’s high interest in giving feedback to this particular document. Wanted to thank Rick for coming to the meeting and answering questions some of our members had.

- **LRP Committee Report**  
  *Dyllan Furness  8:50*
  Dyllan: Meeting with LRP near the end of the month to identify KPIs for the Long Range Plan.

- **Development Committee Report**  
  *Jeff Stewart  8:52*
  Jeff: Mission calendar is the best new idea for the station that I’ve seen in years. Met with Laura Taylor on Thursday. I’ve been doing nonprofit development work in Tampa Bay for some time, so Laura and I have crossed paths over the years. I’m interested in how these shorter campaigns compare to the week-long campaigns. Suggested to change the default donation amount to a higher dollar value than the previous $35 default. Think we need representation of the shirt and other gifts offered during pledge drives on the website.
Rick: Reasoning behind the two-day pledge drive is that you lose up to 45 percent of people during the week. Two days also lowers our risk, because a major event pull people’s attention elsewhere. It’s easier to reschedule two days than to move a whole week. A whole week is also exhausting for staff.

Jeff: The messaging from programmers can be confusing because they sometimes say it will be just a two-day pledge drive but listeners misunderstand when we do another two-day drive a few weeks later.

Rick: We are working on messaging. We’ve also asked people if they are willing to pay for the transaction fee. A lot of people are doing that.

- **Executive Session**
  - Will Greaves 9:04
  Dyllan motions to enter executive session to discuss proprietary/privileged information. Renz seconds.
  Enter executive session at 9:05 to discuss confidential information.

  Jennifer motions to leave executive session.
  Nancy seconds.
  Leave Exec Session at 9:38.

- **(PALS: Participation, Accomplishments, Listening and Scheduling)**
  - Jack Timmel 9:40
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  L: 8, 8, 8, 7, 8, 8, 9, 8, 9, 9, 9, 9, 8
  S: 6, 6, 7, 7, 6, 7, 7, 7, 5, 6, 6

- **Next Meeting 2/15/2021**
  - Will Greaves 9:46

- **Adjournment**
  - Will Greaves 9:47
  Isha moves to adjourn. Sean seconds. Adjourned.

**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.*