



The Nathan B. Stubblefield Foundation, Inc.

Board Meeting Minutes

Date: 2/15/2021

<u>Board Member</u>	<u>P</u>	<u>A</u>	<u>Board Member</u>	<u>P</u>	<u>A</u>
Will Greaves	T		Renz Kuipers	T	
Nancy Cox-Johnson	T		Emmy Lou Fuchs	T	
Isha DelValle	T		Matt Cuffaro	T	
Rick Fernandes	T		Sean Kinane	T	
Letty Valdes	T		David Downing	T	
Jack Timmel		A	Emma Friedman	T	
Dyllan Furness	T		Jeff Stewart	T	
Jennifer Meksraitis	T		Mark Schreier	T	
Jennifer Campbell	T				

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.

- | <u>Agenda Item</u> | <u>Lead</u> | <u>Time</u> |
|-----------------------|----------------|-------------|
| • Call to Order | Will Greaves | 7:21 |
| • Roll Call / Proxies | Dyllan Furness | 7:22 |

Will is Jack's proxy
Guest: Cindy Reichard

- **Agenda review** **Will Greaves** **7:23**
 - **Acceptance of items on Consent Agenda** **Will Greaves** **7:23**
 - **Committee Updates:**
 - **No meeting held:** **Bylaws, Nominating, Personnel, Tech**
 - **Minutes in Basecamp:** **Diversity, Development**
 - **Attendance Review** **Will Greaves** **7:24**
 - **Review/Approve Last Month's Minutes Dyllan Furness** **7:24**

Minutes approved but request more participation.
 - **General Manager Report (Attached)** **Rick Fernandes** **7:25**

Highlights: Spoke with people at Crowbar. Met with some Board members. Learned a lot about HVACs. Getting updated HVAC systems—Laura is working on a grant proposal for a new air handler system. Met with Florida State Senator [Janet] Cruz and State Representative [Susan] Valdes. Was a part of a call with WEDU and WUSF. Pushed the idea that WMNF caters to the local community and that most listeners and donors are on a fixed income. The University of Houston's nonprofit management graduate program is doing a project on a development campaign for WMNF similar to last year's UT MBA program.

Programming—This is our last Nielsen report until our contract is over. We're down to a .7. Worried because this is a significant drop from our highs last year. Lost 50 percent (down to .4) of listenership in the 3-7pm blocks. Starting next month we'll receive Google Analytics for ratings, which will provide more specific analytics. Ray Roa stepped down. Moved Laura's Surface noise into that Saturday spot. Emma did her Dorm Room show, first new show of the year. Great feedback to the show. Loom in Essence is another new show. News department finished their news training session for volunteers. Development pledge drives hit their goals or came close. Some shows are overachieving and others are struggling. New drives coming up in March.

HR—Cindy has been talking to Jack about policies. As we go through coordinating policies we need to also consider what policies we don't have. Bookkeeper put in her two weeks. We will be looking into temporary help. We had a clean audit. Cindy is working on the loan forgiveness application. We have four new interns, two for news and two for social media. Thanks to Emma for coordinating. Station is providing support for the Belmont Heights Little League.
- Mark joins meeting at 7:38 pm
- **Intro to Sam Hval / Programming Director** **Rick Fernandes** **7:46**
 - **President's Report** **Will Greaves** **7:51**

Last month had lunch with Jennifer, Jeff, and Emma. Also dinner with Isha.

Isha: Suggest we create an official document detailing the mentorship program for the Board. Communicating with Mark, since he has prior experience with similar programs. Anyone else interested, please reach out.

Will: Executive Committee and General Manager discussed the 403B Discretionary Matching Policy. The Executive Committee voted and arrived at a 1 percent match.

Letty: Why did this go through the Executive Committee and not the Finance Committee?

Will: Policy states it goes through the Executive Committee .

Cindy: This policy was passed in the summer of 2017.

Jennifer C: I feel like a cheapskate offering a 1 percent match. The difference between 1 percent and 3 percent is not much for us. We also want to influence employee behavior and this is one positive way to do it without affecting the budget system wide.

Dyllan: Exec Committee votes were 3:2. This is up for discussion.

Rick: While we were in the middle of the crisis, we offered staff a 1 percent raise. At the time I had the mindset that we would have a hard time raising money while people are losing their jobs. My position was it was not in our budget and we're already facing a deficit.

Sean: I have a 403b. I can see Rick's argument from a budgeting standpoint and Jennifer C's argument. I think staff would really appreciate it.

Renz: We do have good reserves but this year is projected to be the biggest loss the station has had. It's looking like a \$50-60k loss operation wise.

Jennifer C: Motions to approve a 2 percent 403B match for eligible employees.

Dyllan: Seconds.

All in favor except Letty, Renz, Nancy. Mark abstains.

Motion passes.

Letty: For the record, my vote was not about the staff but because it wasn't budgeted. We cannot get used to doing things outside the budget.

Rick: Where is this money coming from if it wasn't budgeted?

Jennifer C: I think this exactly the situation for reserves to be used.

Jennifer C motions to use the reserve funds to fund the match.

Renz: Seconds.

All in favor except Letty and Mark.

Motion passes.

Will: Reminder that the Board is required to introduce Rick to two organizations each month.

Renz: Can we get a running doc together?

Dyllan: I'll put together a doc with a list of orgs. Send me your orgs.

Rick: Add Miss Julie to the doc.

- **Finance Committee Report**

Renz Kuipers

8:21

James Moore accounting did our audit. Cindy has done a phenomenal job with a clean audit. Audit showed a \$50k loss. In the scheme of things though it was a decent year. Sent the Board a copy of the 990 tax return. Main matter that we want to bring to the board is the \$27k single donor. Policy stipulates that the Board must discuss what to do with donations over \$25k. The

Finance Committee recommends that we park the \$27k and apply it in July when we know better where our shortfalls lie.

Rick: I don't want that \$27k to give the impression that we don't have to raise that in donations.

Jeff: Is this the same donation that came from the community foundation?

Rick: Yes.

Finance Committee recommends parking the \$27k until July.

All in favor except for Letty.

Finance Committee recommends accepting the audit.

All in favor.

- **Diversity Committee** **Jennifer Meksraitis** **8:32**
The Mission Calendar is ongoing and being updated for 2021. Without events the mission calendar is being used by programmers, who've been tailoring their programs to the theme of each month. We've discussed connecting with organizations and will meet again soon.
Nancy: When Cam brought up the idea for PSAs, I applauded it. If I'm not mistaken, that could be a doable thing.
Rick: I'm trying to get Julie to look at the Mission Calendar and start reaching out to orgs. These PSAs won't be about events but about their services—e.g. mental health and food security.
Letty: Are we considering linking to the organizations on the website?
Rick: I've had her include a section on the website for community partners.
- **Volunteer Committee Report** **Isha Del Valle** **8:40**
Made a request to committee members to submit three suggestions for the calendar. Asking them to share when they know of other things happening locally.
- **LRP Committee Report** **Dyllan Furness** **8:41**
Committee worked with Rick to identify a set of KPIs that are aligned with the LRP and the General Manager's Objectives. Some of the KPIs take into account the current budget cycle and some look forward to the next budget cycle. I will share KPIs over email for review.
Will: Since we have not been great at KPIs in that past, we wanted to start with just a few that are manageable.
Nancy: The KPIs aren't everything. We are maintaining other lines of communications.
Jeff: I would like to see the KPIs before approving.
- **Development Committee Report** **Jeff Stewart** **8:49**
Jeff: We met on January 19 and spoke about the Circle of Friends programs. When we talk about incentives for new Circle of Friends members, we used to connect those to events. One thing we've never done before is have a fund drive gift that is only for Circle of Friends members, something with a WMNF logo. Thinking also about very quick audio drops that Circle of Friends members can have played on air. Also discussing the possibility of showing a documentary or livestream events as fundraisers.
Rick: I like the idea of the testimonials and want to make sure we have some consistency on our logs. I agree we need better benefits for our Circle of Friends members.
Nancy: The Circle of Friends newsletter—I've been a member since inception but I've never received a newsletter.

Will: Testimonials sound like a really good idea.

David: I would like to see if we could get the Board that newsletter. How many Circle of Friends members?

Rick: I think around 2,700.

Emma: Circle of Friends testimonials sounds like a great idea.

Dyllan: Testimonials are a great idea. We need to be careful not to inadvertently exclude anyone by offering exclusive content only to people who can afford it.

Rick: We might need to play with semantics and how we phrase it so we are not excluding.

Emmy Lou: I have lots of connections with musicians and artists and would be happy to help with Livestream events.

- **Executive Session** **Will Greaves** **9:10**
Jennifer C makes a motion to enter Executive Session to discuss personnel matters and proprietary information.
Nancy seconds.
All in favor but Isha abstains as she has to leave for her show.

Enter executive session at 9:10.

Jennifer M motions to leave exec session
Renz seconds.
All in favor.

Exit executive session at 9:51.

- **Next Meeting 3/15/2021** **Will Greaves** **9:51**
- **Adjournment** **Will Greaves** **9:52**
Jennifer M motions to adjourn meeting.
Nancy seconds.
All in favor
- **(PALS: Participation, Accomplishments, Listening and Scheduling)** **Via email** **N/A**

PALS scores excluded. Low response rate.

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: *Dyllan Furness*
Dyllan Furness, Secretary

Approved by the Board on: 3/15/2021
