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The Nathan B. Stubblefield Foundation, Inc.

Board Meeting Minutes

Date: 4/19/2021

<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		A
Rick Fernandes	P		Sean Kinane	T	
Letty Valdes	T		David Downing		A
Jack Timmel	P		Emma Friedman	T	
Dyllan Furness	T		Jeff Stewart		A
Jennifer Meksraitis	P		Mark Schreier	P	
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	7:25

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Roll Call / Proxies

Dyllan Furness

7:26

Guests: Cindy Reichard, Charles Kilboy, Joy Pollard, Arthur Hebert, Julie McClung, Susan Gould, Amanda Doyle, Lauren Adriaansen, Sid Flannery, John Osgood, Anne Richter, Greg Musselman, James Whitmore, Ernie Winn, Cam Dilly, Gregory Plantamura, John Palm, Alvaro Montealegre, Julia Bartunek, Jeanne Carufel, Joshua Holton, Peggy Goodale, Miss Julie, Bill Hamilton, Deborah Ahonen, John Meyer, Andrea Berens, Douglas Guido, Yvonne Gougelet, Blannie Whelan, Patricia Plantamura, Mark Carufel, Kim Paulson, Kathleen Ochshorn, Nancy Cee, Tom Collins, Ron Arbisi, Eileen Bedinghaus

Agenda review

Will Greaves

7:27

Jannifer C motions to approve.

Letty seconds.

All in favor. Agenda approved.

Acceptance of items on Consent Agenda Will Greaves

7:27

Committee Updates:

No meeting held:

Bylaws, Nominating, Personnel, Tech, LRP, Div

Minutes in Basecamp:

Development

Attendance Review

Dyllan Furness

7:27

All in good standing.

Visitor's Comments

Will Greaves

7:29

Many visitors spoke, most in support of Rob Lorei. Others shared concerns about upcoming programming changes. Each was allotted three minutes to speak. Their comments have been summarized here for clarity.

Charles Kilboy: Objects to firing Rob. He's the only source of reliable local news. I want someone with a long term commitment to the community.

Joy Pollard: There's nobody on the airwaves more civil than Rob. Don't think the station stands for community.

Arthur Hebert: Heavy heart and troubled by the dismissal of Rob. We strongly believe the community has the right to know why he was fired. Met with Rick on three occasions. Rick asked me to provide examples of the Third Opinion lying. I submitted an email and haven't heard back.

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Julie McClung: The news made me upset. I don't know the reasoning but I'm withholding support until we have some clarity.

Susan Gould: Been listening to WMNF since I was 19. I can't listen to WMNF without Rob.

Amanda Doyle: Started at WMNF out of high school. We're in this climate where legitimate concerns are being met with dismissive or angry responses. There are people who have been here for decades who have legitimate points but there's an active effort to shut that down. Want the creative freedom to promote artists and have a sense of community. Both those things are being threatened. WMNF continues to hire from the corporate world and undermine the community.

Lauren Adriaansen: I respect the Board for respecting Rob's privacy. I encourage Rob to respond to his supporters.

Sid Flannery: Rob's firing was abrupt. There has to be a way to address the differences short of firing Rob. Rob has said he won't contest this firing. Quickly and quietly bring Rob back.

Anne Richter: I'm in agreement with many of the people who've spoken.

Ernie Winn: I'm so disappointed. I feel empty. Been listening since 1982. We got so much out of Rob. I want to figure out what's going on here.

Cam Dilley: I'm the last remaining original founder still involved in the station. I've been inspired by Rick and Sam and the return to what I regard as a focus on the station's mission and goals. I feel the station has been largely rudderless for the last 30 plus years. We've become an insular community with a dwindling audience. I've been heartened by Rick's return to a mission. The focus on goals and future sustainability has been long ignored in favor of individual programmers. There's an attitude of entitlement and expectation that the staff just hold the door open. Rob's contribution will never be diminished by the circumstances he's put himself into. I wish Rob would step forward and make clear that people come and go. Rick's not perfect. Craig Kopp was not perfect. We need to make WMNF matter again to a new generation of listeners.

Gregory Plantamura: I don't know what reason was given. Looking at the larger picture, there was an attempt to fire Rob in 2019. At the time, the reason was related to ratings.

John Palm: I'm very disappointed in the second firing of Rob for what seems to be an unjustified reason. I don't understand why WMNF cannot follow what seems to be basic rules of management. If you have difficulty with an employee, they should be granted three warnings and allow for conflict resolution. I want to hear Rob explain to everybody the reason he was let go. He told me and it was ridiculous.

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Alvaro Montealegre: Reads letter requesting a 60 day hold on current discussion of upcoming programming changes.

Julia Bartineck: You can't replace knowledge. I can attest to Rob's great benefit to the community. We need to be able to resolve internal controversies. We need to postpone the programming and rescind Rob's firing. We are being denied full participation because we are uninformed. To keep Rob here I will pledge more money every month.

Jeanne Holton: I don't understand the comment that WMNF has been rudderless for 30 plus years. Our sense of self has been the strong point of our station. My commitment is to a fair, open, and honest system. I've been involved for 42 years. I support Alvaro's letter. We've been asked to be silent about the programming changes. We should pause for 60 days. I agree with Amanda and Sid.

Joshua Holton: I've known Rob my whole life. Rob has great relationships with the community. I'm not here to contest his firing. I contested his firing last time. This is not a good look for the station. There's a mission, need for transparency, tolerance of others. We previously put out surveys about programming. The programming meeting was not listed on the website. Bylaws are from 2018 on the website. We need to make this more accessible to everybody. There needs to be more of an open door policy, a more democratic and transparent process.

Bill Hamilton: Want to thank everyone for getting together and discussing this. I'm puzzled because none of us know why Rob was terminated. Without knowing a reason, none of us are in the position to make sense about how we ended up here. Only Rob can shed light on this. Maybe Rob can allow the station to open his personnel file. I'm asking Rob to ask the station to make his personnel file public.

Deborah Ahonen: Facism and hate groups are increasing. Firing Rob in this manner is an insult to his legions of loyal listeners. Many of us will pull our funding if he isn't reinstated. Contributions are probably down since the pandemic. I suggest WMNF takes sponsorship with ethical corporations.

Andrea Berens: Listening since 1990. I don't know why Rob was let go but he was an asset covering relevant topics. I understand he is not contesting his dismissal. I'm concerned about whether news and public affairs will play a role in the station moving forward. I hope WMNF will continue to make covering the news a priority.

Doug Guido: It seems to me the issue here is about transparency. So many of us have been left in the dark. The problem is the gulf between active donor/volunteer membership and the board of directors. We feel differently about the station than the board does. The board seems to have learned nothing from the Craig Kopp incident. The board has a different agenda than we donor volunteers. The board is the problem here.

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Yvonne Guitle: Listening since I was a teenager. I volunteered in the newsroom for a while. To see how hard both Rob and Sean work. It's unbelievable the amount of work they do in such a short amount of time. That newsroom could use more staff and assistance like a social media manager. Daniel and Sean have a lot on their plates and now they're having to move mountains.

Blannie Whelan: I object to Rob's firing. Why has the Board not asked Rob about his side? He was disagreeing with Rick. GM job description does not include program director. Rick said he would reach out to the community. There is no transparency. Programmers are artists and the artistry is being taken away. I was a nurse practitioner and I retired because the artistry was taken away from that too.

Patricia Plantamura: Surprised to hear about the firing of Rob. Consider him foundational. Read the WMNF bylaws including the mission statement. The question I have for Board members is how does the firing of Rob advance this mission?

Mark Carufel: Voicing concern about the program changes. There isn't enough input from the volunteers, who are the heart and soul of this station. Top-down management is incorrect and not compatible with WMNF. 2002 program change was poorly conceived. This one may be worse. We should open up this program change idea and get more feedback.

Kathleen Ochshorn: I don't volunteer or program but I am a previous board member. I send students to WMNF and they get a wonderful education from there. I think the current manager doesn't understand Rob's stature in the community. His connection over the years is so rich. I want to ask a couple of questions about the firing. Did the board vote on the firing?

Letty Valdez (board member) responds: The board cannot discuss personnel actions.

Kathleen Ochshor: I went to a programmers meeting. The station used to have a more diverse lineup. I support Alvaro's efforts to postpone the vote.

Nancy Cee: There are so many good-hearted people at this meeting. I've been volunteering for close to 20 years. Last time Rob was fired I was outraged. It was without cause. I'm glad the community came out about that. He's not contesting this time. I've spoken to him. I'm not contesting the firing either. We have two issues: personnel and programming. I feel like Rick has gotten a bad rap. I didn't like when it was said that he's not going out into the community. He does that. He also made programmers and staff feel very safe during the pandemic. I feel like there are a lot of good intentions here and we should try and remain a little more positive.

Ron Arbisi: Rob is a priceless asset to the station. He has a rolodex without comparison. There's no way this cannot hurt the station. This is without transparency. Board seems to discharge democracy and get rid of the problem.

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Eileen Bedinghaus: Why can the board not answer the question about whether or not it voted on Rob's firing?

Letty: The Board conducts business that is not open to the public.

Review/Approve Last Month's Minutes **Dyllan Furness** **8:59**

Minutes approved and will be uploaded to the website.

General Manager Report (Attached) **Rick Fernandes** **8:59**

Highlights: Redefining HD4 as an African American station. Spoke with NAACP and other orgs about handing off the station. Had my quarterly meeting with the Exec Committee. Followed up with Your Real Stories, a nonprofit in St. Pete that might make for a news partnership. Met with the marketing subcommittee. Volunteer Joe Porter has helped with digital marketing. Architect will do some pro bono work to open the station up to the community. Invited by the Florida Humanities to help them tweak their next grant proposal. Trying to figure out how to store digital files. Robert has been helping WUTT, University of Tampa station. Sam has been meeting with programmers. We've been asking programmers to be more representative in their programming. Sean has been named interim news and public affairs director. Tweaked the car donation messaging. Still working on a PECO grant to replace the HVAC system. PPP loan application is still in the process. Board approved 403b match went through. We did a survey to see what other nonprofits are doing for cash reserves. Others are doing three months, which we also are. Virtual volunteer appreciation party is Saturday April 24.

President's Report **Will Greaves** **9:14**

Chairs of committees, the new process is you need to email Robert Fitzpatrick and tell him the date so he can put it on our website. When this is done, email Laura the confirmation. Our Board meeting recurring meeting is online. There is a June deadline for the budget. If we need to put in any requests for a retreat or fundraiser we should do within the next month.

Cindy: I'd like that for June 29.

Will: Reminder to recommend PSA and editorial statements.

Jack: The passing of HB1 is something the board could speak on.

Will: We would need to be mindful of our SEC license.

Finance Committee Report **Renz Kuipers** **9:21**

From finance meeting minutes: Circle of Friends donations were above \$40k for the first month ever; as of last month, the projected operating loss for the fiscal year was \$46k but during the

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month improved to only \$31.5k projected loss; and car donations have continued to be strong with approximately \$12k received within the past month. It was noted that the station received its second CPB grant payment of \$35k and \$23.5k from DOE. From the Cash Position worksheet, cash in the bank at 4/14/2021 was \$1.126M with the investments in the Parnassus fund at \$199,835.

The Finance Committee unanimously recommends a revision to Section 4.3 of the General Policies and Procedures, wherein station management must obtain three competitive bids for services of \$1,000 and greater, and is expected to go with the "best bidder." The committee recommends increasing the dollar limit from \$1,000 to \$2,000.

Jennifer C: Motions to approve the recommendation.

Dyllan: Seconds

All in favor. Motion passed.

Volunteer Committee Report **Isha Del Valle** **9:26**

As part of my report, I want to thank all the volunteers who participated. Having conversations helps get us to the future. We have our upcoming volunteer appreciation event over Zoom. Please join, it will be fun. I attended the programming committee meeting. And please come to volunteer committee meetings to share thoughts.

Sean: I'm going to try to pass the baton to another staff member in the next month. This might be my last meeting.

(PALS: Participation, Accomplishments, Listening and Scheduling) **Jack Timmel** **9:30**

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Next Meeting 5/17/2021 **Will Greaves** **9:36**

Adjournment **Will Greaves** **9:36**

Nancy motions to adjourn
Isha seconds

All in favor. Meeting adjourns.

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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, Secretary

Approved by the Board on: _____

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<u>Agenda Item</u>	<u>Lead</u>	<u>Time</u>
Call to Order	Will Greaves	9:45

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Executive Sessions

9:47

Isha motions to go into executive session for personnel reasons.

Mark seconds.

All in favor. The Board enters executive session at 9:47.

The Board exits executive session and adjourns meeting around 11:15 p.m.

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