The Nathan B. Stubblefield Foundation
WMNF Community Radio 88.5 FM
Board of Directors Meeting Minutes
Via Zoom Conference Call - August 16, 2021 – 7:15 pm
WMNF 88.5 FM Community Radio 1210 E. MLK Blvd. Tampa FL 33603-4417

Attendance

<table>
<thead>
<tr>
<th>Board Member</th>
<th>Present / Absent</th>
<th>Board Member</th>
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<tbody>
<tr>
<td>Will Greaves</td>
<td>P</td>
<td>Nancy Cox-Johnson</td>
<td>P</td>
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<tr>
<td>Isha Del Valle</td>
<td>P</td>
<td>Renz Kuipers</td>
<td>A</td>
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<tr>
<td>Letty Valdes</td>
<td>P</td>
<td>Emmy Lou Fuchs</td>
<td>P</td>
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<tr>
<td>Jennifer Campbell</td>
<td>P</td>
<td>Sean Kinane</td>
<td>P</td>
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<tr>
<td>Jack Timmel</td>
<td>P</td>
<td>Dyllan Furness</td>
<td>A</td>
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<tr>
<td>David Downing</td>
<td>A</td>
<td>Jennifer Meksraitis</td>
<td>A</td>
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<tr>
<td>Emma Friedman</td>
<td>P</td>
<td>Mark Schreier</td>
<td>P</td>
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<td>Rick Fernandes</td>
<td>General Manager</td>
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<td>Cindy Reichard</td>
<td>Director of Finance &amp; Administration</td>
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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.

1. Call to Order – the meeting was called to order at 7:23 pm via Zoom video conference call

2. Roll Call/Proxies – see above 7:24 pm

   It was announced that the following proxies were held:
   Jack Timmel held the proxy of Dyllan Furness
   Letty Valdes held the proxy of Jennifer Meksraitis
   Will Greaves held the proxy of Renz Kuipers

3. Agenda Review by Will Greaves. There were no changes. 7:25 pm

4. Acceptance of items on Consent Agenda by Will Greaves. There were no changes. 7:26 pm

   Committee Updates:
   No meetings held: Nominating, LRP, Diversity, Bylaws
   Minutes in Basecamp: Development

5. Attendance Review:
   Jennifer C. noted that all members are currently in good standing. 7:27 pm
6. Visitor’s Comments  7:28 pm

Greg Musselman thanked Will and Jack for their presence at the rally last Friday, noting that communications are important.

Miss Julie announced that there are no comp tickets available at this time for the Dylan LeBlanc concert on 9/11/2021 at the Palladium. Those wishing to attend and show support should purchase tickets at mypalladium.org. As the date grows closer, some comp tickets may become available, but it is unknown at this time if that will happen.

John Palm also thanked the two board members for attending the rally, noting that feedback is important. He asked several questions which he acknowledged the answers may not be immediately available: what have the membership #s done from 4/1-7/1/2021? How are the listeners doing on the streaming/on-line on the main channel weekdays from 8am - noon? What does the board propose to do to increase these numbers? When is the next listener survey like he used to get in the mail years ago?

Mary Jones said that she has been a listener and supporter for 21 years and has donated thousands of dollars over those years. She said she is gravely concerned about the future of the station with COVID and Rob’s firing—that she sees no future for the station without Rob. She believes that program changes have not been well received, and thanked the two board members for coming to the rally.

Arthur Hebert said he has been a Circle of Friends member for many years and asked why Rob was fired 4/9/2021. He said that he took his information from the Times and Rob’s posting on YouTube and that he believes Rob’s firing was not smart.

Bob White said that he has listened to Rob and WMNF for over 20 years and that he does not believe that Rob intended his word as a slur and that he can’t trust the board or management.

Sasha B. said that to regain listenership and participation of the community, she recommends that the board do an outside independent survey. She said that she agrees with the prior speakers and that she is unhappy with the changes. She said that she believes that Latin and people of color segments of the community are not sufficiently represented, and that she believes that diversity should be our strength, not a vulnerability.

David Coleman said that he grew up in New York and one of his favorite community radio stations one day went top 40 and then they went off the air. He said that he believes that community volunteers are keeping this community radio station on the air and he doesn’t want to lose it.

End Visitor Comments  7:43 pm
7. Review/Approve Last Month’s Minutes – it was noted that the minutes had been approved in BaseCamp. 7:44 pm

8. General Manager Report (attached) 7:45 pm

Rick noted that during last week’s rally there was a sign asking “Where’s Rick?” advising that he was carrying his father-in-law’s casket and lowering it into the ground. He asked that people be respectful.

He reported that the endowment with Community Foundation of Tampa Bay is underway with a 1:3 match and that the administrative details are being worked on.

There are two proposals attached to his report regarding branding.

There has been a possible problem with the transmitter with an intermittent popping noise that is being worked on.

Not only have paper logs been digitized, they have now been made available electronically.

Streaming numbers are the last page of his report.

The station is putting the Programmer’s Application on-line so that someone doesn’t have to wait two years for a programming cycle change in order to apply to do a show.

The station has kicked off its internship with an HCC sophomore participating.

One programmer had to be suspended due to allowing one of the FCC’s forbidden words to play on air outside of the Safe Harbor hours of 10 pm – 6 am. He said that these forbidden words are clearly spelled out in the Programmer’s Agreement.

Still talking to venues, but the COVID variant has thrown another unknown into the works.

The 2 day fundraiser strategy vs. 7 straight days is working. Instead of listeners tuning out on the first day of a fundraising week for the entire week, listenership is more stable as shown by the numbers.

Daniel has had 3 shows that have had >14k hits apiece.

The Google grant volunteer Joe, has built ads for shows either live or in the archives using key words. He intends to build a second set of ads that are local in nature, with a third set with no geographic limitations. This grant is $10,000 per month for 12 months = $120,000 of free advertising on Google.
Yes we missed Friday’s goal on the last fundraiser, but Saturday exceeded its goal. For Monday and Tuesday fundraisers, there is a new programming schedule and it is to be expected that it takes time to build up audiences.

There were 270 new Circle of Friends members.

There have been 1,072 new donors this year with an average donation of $132.

For the time period of 4/1-7/1/2021, there were 91 Circle of Friends cancellations, 76 of which cited the News Director’s firing.

The bottom line is there are net new donors to the station.

The new “strip” or “block” programming of 3 consecutive hours of the same type of music is working as intended to attract businesses to underwrite an entire block. He announced that Red Mesa has underwritten Latin night for one year.

Planned giving continues to move forward, particularly with the Community Foundation of Tampa Bay match in mind.

HR has applied for forgiveness of the $159k PPP loan. The Department of Education grant is being applied for.

AARP is giving us two volunteers (who are paid by AARP for 18 months), one to help with the switchboard and another to do office functions.

The Glazer Children’s Museum has a celebration on 9/25/2021 and it would be great if we could have an outreach table there.

Will and Nancy asked Rick to follow up on libraries as some have recording studios built inside them and the WMNF logo could be displayed if we coordinate properly.

End General Manager’s Report 8:02 pm

9. Finance Committee Report 8:03 pm

It was noted that the Finance Committee met just before this board meeting and the committee briefly reviewed the July financials, including the balance sheet, profit and loss, budget performance, cash position and cash flow statements. Cindy was asked to briefly review financial results for the month ended July 31, 2021, noting some highlights: the projected operating surplus for the fiscal year is at $110k this month, with capital of approximately $40k to be deducted from that amount. Revenues/underwriting continue to lag. Car donations dropped to $3k for the month, but is still over budget by $36k. The record/CD sale netted $3k. Expenses continue to stay in line. From the Cash Position worksheet, cash in the bank at 8/13/2021 was $1.2M, with the investments in the
Parnassus fund at $215,916.25 as of 6/30/21, with the $10k endowment sitting aside in a CD.

Will noted that at the beginning of the year the station received a $28k donation and the board deferred action on where to place that donation until July or August, closer to the end of the fiscal year. Jennifer C. asked for staff’s recommendation; both Rick and Cindy recommended that it go to Contributions. It was moved by Jennifer C., seconded by Letty to accept staff’s recommendation to place the $28k donation in Contributions. Upon voting, the vote carried by majority vote with two abstaining.

Letty added that the financial situation at the station is stable and healthy, noting that there is no more mortgage on the building and that we have a healthy 7 figure cash position and are debt free. She asked if we are experiencing some short-term bumps, yes. Is the station in financial trouble, no—the long-term health and financial stability of the station are excellent.

10. Nominating Committee Report by Nancy 8:09 pm

Nancy, reporting for David, advised that the Nominating forms are posted out on the website and that there will be on air announcements (that have not yet been recorded). The nominating deadline is 9/24/2021 at 5:00 pm.

Jack asked if there was a minimum financial donation asked of the candidates, and Letty and Jennifer C. both replied that there is no such requirement in either the by-laws or the policies & procedures. Miss Julie pointed out that in the Board of Directors Frequently Asked Questions, there is a membership commitment of $35 annually included.

11. Volunteer Committee Report by Isha 8:12 pm

Isha advised that an email had been sent to all Radioactivists regarding the open positions, noting that there are 3: one youth positions for under the age of 30, the seat that Jeff Stewart held, and the Volunteer Chair position. She advised that the application deadline is 9/1/2021. There is an All-Station meeting on 9/9/2021 at 630pm when all candidates have the opportunity to speak. Isha advised that this information is out on the website and on the calendar.

Emma was thanked for her time and service. It was noted that she will finish her term out but then will not run again.

12. Personnel Committee Report by Jack 8:16 pm

Jack reported that one of the responsibilities of the Personnel Committee is to conduct an every other year salary comparison to similar stations using Corporation for Public Broadcasting information. He advised that the current and proposed salaries were within
range, and that the committee had some recommendations for salary ranges that don’t affect the budget. He also referred to the station’s Living Wage policy wherein the station’s wages are compared to national statistics, and that the living wages paid by the station exceed that policy requirement.

Jack reported that another responsibility of the Personnel Committee is to assist in the annual evaluation of the General Manager. He advised that the same survey as last year was sent out and had a deadline of 8/18/2021. He reported that all responses are anonymized and that the results would be presented in October.

13. Any Open Items by Will 8:25 pm

Will noted that there were two changes to policies and procedures and by-laws that the board had the first reading on: the sustainability/endowment policy 4.13 and the by-laws attendance section allowing for 4 times per year electronic participation in a board meeting vs. in person instead of two times per year and asked Rick and Cindy to make certain that both were posted at the station, and that we will do a second reading on them next month.

14. PALS: Participation, Accomplishments, Listening and Scheduling by Jack 8:28 pm

Jack explained the abbreviation of PALS and advised that it is a self-evaluation tool used by the board.

Participation: 7, 8, 8, 8, 8, 6, 8, 7, 7, 7
Accomplishments: 8, 7, 8, 7, 8, 7, 8, 8, 8, 7
Listening: 7, 6, 8, 8, 8, 8, 10, 8, 8, 8
Scheduling: 10, 10, 9, 9, 9, 10, 9, 9, 9, 9

15. Adjournment – the meeting was adjourned at 8:35 pm.

Next meeting: 9/20/2021 at 715 pm

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 Jennifer Campbell, Substitute Secretary

Approved by the Board on: ________________________________