

WORT Board of Directors
Meeting of Wednesday May 25th, 2016 at 7:05 pm
Draft Minutes

Board Members Present:

Gilman Halstad – Member
 Stuart Levitan – Vice President
 Paul Novak – Member
 Terry O’Laughlin – Member
 Steve Ringwood – President
 Tim Schneider - Staff Rep
 Sandee Seiberlich - Secretary
 Haywood Simmons – Member
 Jan Levine Thal - Member

1. Are there any additional agenda items?

Thank you for Tom Adams was drafted by Terry O.
 Amend 6a. to include Norm.

2. Announcements/Communications from the Public

Guests: Norm Stockwell, Steve McCarthy, Elizabeth Delaquist, Mr. G, Molly Stentz

No communications from the public

3. Vote on Approval of **April 20th, 2016** meeting notes

Page 2 under h. change ‘Bock’ to ‘Back’

Change Date

Page 4, 2nd paragraph, ‘may they could’ should be change to ‘maybe’.

MOTION: To accept minutes as edited.

By: Gil

Second: Terry

Passes: 9-0-0

4. Reports (X = Report Received; * = Report Not Yet Received; na = no activity; P = presentation at meeting)

- a. Staff Reports

Music - <i>Sybil Augustine</i>	X
Listener Sponsor Development - <i>Susan</i>	X
Business & Foundation Development - <i>Doug Holtz</i>	X
Operations – <i>Norm Stockwell</i>	X
Volunteer & Outreach - <i>Glenn Mitroff</i>	X
News and Public Affairs - <i>Molly Stentz</i>	X
Web - <i>Tim Schneider</i>	X

Listener sponsor development – Using Radio Pilot as fundraising
 Monetizing this in a blatant way is a concern of Paul’s.

The Pilot was a profit and loss line item in the budget for many years. It started in ‘90s and was always a fundraising document. It more that pays for itself.

Do we want to be a donor centered culture? It is needed to stay on the air.

Stu noted that News recently received four awards. Molly and her staff should be congratulated.

Block party did well to raise money.

MOTION: To accept the staff reports.

By: Stu

Second: Paul

Passes: 9-0-0

b. [Committee Reports](#)

Finance	X
Personnel	X
Programming	
Fundraising	na
Public Relations, Outreach & Marketing	na
Events	X
Engineering	X
Elections	X
Community Advisory Board	X-P
Bylaws	X
Facilities	X
Board/Staff Retreat Planning	
Archives	na

Additional
 Documents
 Finance

[Committee_FinancePartOne_2016-05.pdf](#)
[Finance minutes May 19, 2016.pdf](#)
[Committee_Finance_WORTBudget-FY2017proposedDRAFT.pdf](#)

ByLaws

[Committee_BylawsAndPoliciesPartOne_2016-05.pdf](#)
[Policy - Committees draft proposal 16-0312 Rev. 5-6-2016.pdf](#)

The finance report will be discussed during the budget discussion, later in the agenda. Paul would like to know who wrote the report.

Part 1 of 2 was Norm
Part 2 of 2 was Terry O.

Stu – We have lost Karma Chavez to U of Texas and hopes the board can acknowledge her service.

Bylaws Committee – Policy on Committees document was completed and uploaded to the board portal. The committee would like the board to review and approve. Stu pointed out that there is duplication between 2 paragraphs (Cii and D).

MOTION: To send back the Policy on Committees document back to the committee for edits.
By: Stu
Second: Jan
Passes: 9-0-0

MOTION:
To accept except committee reports with the exception of finance.
By: Sandee
Second: Jan
Passes: 9-0-0

6) New Business

a) Goodbyes - Aaron, Jody, Tom (Steve)

Aaron resigned from board
Jody resigned as treasurer
Tom's last day was Friday. He will stay on Engineering Committee
Norm resigned from the station today

Thanks to all for their time on the board and at the station.

b) Call for someone to fill Treasures seat (Steve)

Wait to fill Treasurer's seat until the annual meeting. Note that the Treasurer must attend the Finance Committee meeting and any potential Executive Committee meetings, as well as address Finance Committee requests.

Motion: To nominate Terry as Treasurer until the annual meeting
By Stu

Second: Gil
Passes 9-0-1

c) Scheduling your next committee meeting (Steve)

Please note that two of the next three weeks are during the summer pledge drive, so no meetings are to be held in the large studio.

d) Annual Mtg - finalize Time and Place and Agenda (Norm)

Document: [2015 Annual Meeting - Draft Agenda FOR DISCUSSION](#)

Review Annual meeting agenda.

Stu suggested that we acknowledge Norm and Tom and will provide resolutions (he will read them). This will take place after Welcome and State of the Station.

The meeting will be held June 25th, from 10 a.m. to 1 p.m. People liked the place it was last year (1400 block of East Washington Ave.).

Since some of general questions could be to the board, they should be listed after intro of board. And thank you to outgoing board members should happen after thanks to staff.

Steve will defer to staff to finalize the place and agenda.

e) Contract Negotiations - set date and team to bargain with staff on contract reopener (mostly to correct language on one item and revisit the Addenda from last year) (Norm)

Staff has asked that contract negotiations be reopened. The medical reimbursement policy is not legal under the Affordable Care Act and wording needs to be changed, plus there is an item the board said would be reopened.

Rules for overtime will change this year. Sally and Steve are drafting opinions for this. Per Sally, if the staff agrees, they don't get overtime. They are not getting paid for overtime now and aren't supposed to work it in future.

This is a 2-step process that requires a vote.

MOTION: To accept the reopening of negotiations by the staff

By: Stu

Second: Jan

Passes 9-0-0

Steve is looking for an ad hoc bargaining committee. Jan, Terry, Haywood, Steve (chair), Stu volunteered.

Staff will have a union rep with which to schedule, and staff will select their own members.

f) Board Elections - confirm who is running again for their seats if open (Jody, Jan, Haywood, plus Aaron's resignation). (Norm)

For voting, board members are automatically on the voting list. A board member can't change their status during a board term (e.g., from listener sponsor to volunteer).

Steve – if person feels they qualify to vote and aren't listed, they can petition to vote.

Board candidate seats:

Haywood, Jody – volunteer – 3 year.

Jan's seat – listener sponsor– 3 year

Haywood – volunteer seat, 1 year term.

2 vol. seats without incumbents (a 3-year and a 1-year)

There are 4 seats that are up for election.

Norm put the election committee timeline from last year on the portal.

g) Staffing discussions - IT, Ops, News Asst, etc. (Tim)

Director of IT position and operations position were discussed. News assistant position was not discussed.

Norm thanked everyone and is doing his best to make the transition as easy as possible. He created a table with job duties and suggested people who may do various items and has offered to serve as an unpaid consultant ongoing.

The Personnel Committee needs to get together with Norm and Tim and understand how the jobs will be done in the next 30 days and beyond.

The staff is supposed to make the initial proposal, however, we can't wait for back and forth. Per Stu and Terry, the board needs to see an interim plan before June 15th.

According to the collective bargaining agreement per Steve, the board must initiate this.

The current plan would be to come up with a new job description.

Norm suggest a technology staffing review. A committee created how existing staff roles and positions would evolve into new positions. This resulted in the part-time desktop support position and the web director. Nothing in the rest of the technology plan was actualized. This is an opportunity for the station to use the plan to rethink technology staffing to move into the future.

There needs to be an interim plan to have people to do these jobs. Perhaps staff could recommend people.

MOTION: The board directs the Personnel and Finance Committees to meet jointly to understand how operations will be handled and it will be done prior to the next board meeting.

By: Stu

Second: Sandee

Passes: 9-0-0

Steve – We would like to have Norm, Tim and Tom attend.

Tim sent technical staffing plan to all board members for reference.

Terry- as chair of the Finance Committee will send Sandee the makeup of Finance and she will send a Doodle poll to enable scheduling of a meeting at the public library.

h) Budget discussions - action items from FC 5/19 mtg (in Terry's report)

See documents above from finance

2 meetings of Finance Committee. According to Norm and Terry, the staff was not in agreement. At this point, the board doesn't have a complete budget.

Stu suggested board discuss the policy for a \$35,000 contingency fund. Per Paul – the committee report was surprised by a reorganization plan. Changes were made between 5/5 and 5/19 by staff to improve budget numbers.

Reorg plan – announcement of Tom's departure and Norm's awareness of an impending job offer. The budget reflects this to have numbers to work with that might predict what this would look like..

MOTION: To affirm the Financial Committee recommendation for a \$35,000 contingency balance and the budget be no less than in balanced.

By: Stu

Second: Jan

Steve would like to come up with actual numbers in the budget. Steve would like rules for how any contingency is used. Is this for unanticipated costs (emergencies/equipment not covered by insurance) or budget creep (board responsibilities)? We also must have financial reserves.

A line of credit must be paid back. We must live within our means. It is important to note that this means a reduction in services because this means a reduction in services that will impact our community and mission.

Terry – the board was supposed to have a cash flow analysis for this meeting.

Policy argument – it is possible that a contingency could be included in budget, but it may be less than \$35,000.

The staff asked for clarification of the \$35,000 (It I the closest number to 5% of the total)

HVAC bid – 160k

Board must authorize – subject to authorization from Executive Committee

Motion Passes 6-2-1

Budget issues: Funding for positions has not yet been approved. Major donor campaign not approved. Tonight's budget discussion is just for Q&A tonight, not for approval. The positions are also being brought to the board.

The budget process is started too late in the year (late march this year). This should start at first of year.

It is difficult to know what is proposed that it would be possible to live without (wish list)

Also, what things will replace functions of Norm and functions of Tom.

We could approve a portion of the budget without approving the budget as a whole.

There is a permanent position that has to be approved that was an LTE. It is proposed for 38 hours a week with a different salary rate and with benefits. (1.1 x salary = +10% of salary). There is funding tied to this position.

All staffing costs should be in a spreadsheet which also should include contract labor. Committee generated part-time and FTE (but not contract labor).

There is a job description, daily duties, and proposal that Molly sent to Norm. The board has the final say. Job description should go to the Personnel Committee for all changed positions.

i) bylaws and policies committee create a policy for what we can accept for donations. As Facilities. Committee cleans up, we need a clean up policy. Jan has seen this on web sites, so there might be some examples. Staff could create policy. We could just take no donations, like Goodman Center, to save staff time and request needed items in newsletter.

Sybil has a policy for accepting vinyl, CDs, etc. If this is working, leave it. For equipment, \$1300 + potential \$1000 coming. \$23 an hour is estimate for volunteer.

- i) Suggest that the Policies Committee set guidelines for what can be donated to the station (Tim)
- j) Have all board members completed their letters to new donors? (Susan) - Yes
- k) Are board members willing do to the same for the Summer Pledge drive (Susan) - Yes
- l) Do any board members want to pledge wrap for the Summer Pledge drive (Susan) – Most are already doing this.
- k) Know that web work is piling up as a result of the furlough (Tim) - Tim is taking time off plus time for the furlough. He is coming back full time July 1. Is there a volunteer that can help?

Old Business

- a) Burt's emails are bouncing and he is working on a report. Dates are still tentative. New board coming in, so Burt is suggesting we look at library or United way (different location than station).

7) Additional Items?

When listening online, click on the underwriters and use the social media sharing items to post every day.

Terry submitted a letter thanking Tom Adams for Steve to sign. No objections from board.

Bring thank you notes to meetings to thank volunteers, e.g., volunteers on Active Directory committee.

Motion to adjourn at 9:30 by Gil