

**WORT Board of Directors
Meeting Minutes
February 17, 2016**

Board members in attendance:

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

Board Administrative Assistant: Emma Cassidy

Absent: Jody McCann – Treasurer

Guests:

Peggy Scott
Steve McCarthy
Eliz Delaquest
Robert P
Bert S
Thistle Petterson
Norm Stockwell
Linda Ellen

Start Time: 7:05pm

Call to Order by Steve Ringwood

1) Welcome new board member: Terry O'Laughlin

2) Announcements/Communications from the Public

- **Thistle Petterson**

Thistle thanked the board for the opportunity to speak during the public comment time. Her full written statement was submitted to the board and is available for download in the board packet.

Thistle commented that she would like answers regarding her ban from the station. She would also like to encourage a public discussion and debate on the subject of “radical feminism”. Karma was suggested as a moderator for airing opposing views on the same radio show. This would increase diversity of opinions on the airwaves, in Thistle’s opinion. According to her statement, transgender advocates get air time weekly, while the opposing argument does not. Thistle believes the Access Hour should allow people to express their own opinions. She went on to say that she could not find any “hate speech” or “violent rhetoric” in her last program. She said she has been accused of having violent rhetoric toward trans people and she would like to know what exactly it is that she said that makes people think this.

Steve and Jan informed Thistle that they have no authority over programming decisions and those questions should be directed toward the Programming Committee.

Action Item: Norm to email the board the CPB regulations

3) Vote on Approval of Previous Minutes

MOTION: To accept the minutes from the meeting on January 20, 2016

By: Stu

Second: Sandee

Motion: Passes 9-0-0

4) Vote to approve Committee Reports

Tom is no longer a full time staff member and is no longer expected to submit a staff report to the board. Norm will begin incorporating any IT information into the Operations Report.

MOTION: To accept the staff reports

By: Gil

Second: Tim

Motion: Passes 9-0-0

The Personnel Committee did not meet and is planning to meet after the pledge drive ends.

The Elections Committee met to count the ballots and announce the results of the board election.

The Board and Staff Retreat Committee will be sending out a new Doodle poll and will then decide on a time when all can meet. Hopefully by next month's meeting a date will have been selected between March 19th and May 7th.

The Archives Committee is attempting to get listeners involved in the process or creating history. For example, there is a WORT entry in Wikipedia, but content suggestions are needed to update this page. This could also bring people in and get them involved in the history of WORT.

Stu pointed out that in the Fundraising Committee report there are some things that are really easy for the board to do to help with outreach. Also all board members should be thinking of one or two businesses that could be underwriters for WORT. Stu also asked that everyone click on the underwriter's websites to help the companies sponsoring the station.

Tim reported back on the Facilities Committee meeting and plan for clean up of the station. The committee talked about resources for the dumpster and shredding day. There is a link in the Facilities Committee report which links to the longer notes from the meeting. They are working towards an aggressive timeframe.

MOTION: To accept the committee reports

By: Paul

Second: Gil

Motion: Passes 10-0-0

5) New Business

a. Review of existing policies, accessibility of bylaws, and discussion of banning – Jan & Tim

Jan raised concerns that there is nowhere in the bylaws that discusses banning of an individual from the station. Jan believes the circumstances for banning someone should be clearly defined. Steve responded that there is nowhere in the policy that outlines banning and that he couldn't address this in an open session. Steve said that the Executive Committee has the right to act in the best interest of the station.

Stu said that, short of a reasonable concern of physical wellbeing of someone in the station, he cannot see a reason to ban someone. Only a threat to health, safety, welfare of persons in the station should an individual be banned. Jan asked if Stu is proposing that we add a policy and proposed that someone come back to the board with a proposal and language to address adding the issue of banning to the policy document. There is not a specific Policy Committee right now. Jan, Terry, and Tim volunteered to be on this new committee to discuss this topic. Jan will chair the committee.

MOTION: Move to add all of the organization's policies to the public website, not including the Union contract or personnel matters.

By: Jan

Second: Terry

Motion: Passes 10-0-0

Stu asked that we have time to review these personnel policies before making them public.

Action Item: Add Jan, Terry, and Tim to the Policy Committee on the Committee Assignment document

Action Item: Tim will add all of the organization's policies to the public website, not including the Union contract or personnel matters.

b. Existing draft policy re: attendance at meetings (board and committee) – Tim

Tim brought up the issue that the Board Portal includes a draft policy that would apply to board members' attendance at committee and board meetings. Board retention is an issue, but Tim thinks that board members need to show up for these meetings and participate to fulfill their promise to these bodies. Tim proposes that we consider revisiting that document, and that board members attend at least 2/3 of board meetings and committee meetings. Norm informed that board that there were several versions of this document and proposal of the attendance policy and the whole thing was dropped.

Action Item: Tim will share the draft document with an attendance proposal.

c. Board orientation – Tim

Tim brought up the issue of board orientation and looked at the information that is available in the portal. Steve said that just because the documents are on the portal does not necessarily mean they are passed. Norm said that the board completed a walkthrough of the documents during a board orientation and there are board orientation recordings available on the portal that board members can listen to.

Action Item: Tim will send around the existing checklist for the board orientation and the board can discuss this further at a future board meeting.

d. Board Approval for CAB members requesting to re-up for another one year term on the CAB – Glenn

MOTION: To accept Pam Dempsey and Grant Samuelson as CAB members for another one year term

By: Paul

Second: Haywood

Motion: Passes 10-0-0

e. Board Approval of the CAB Officers (Chair and Secretary) elected at the CAB meeting on 2/11/16 – Glenn

MOTION: Move that the CAB member Adelaide Fiske continue as chair person and Pamela Alsum continue as secretary for another term

By: Paul

Second: Tim

Motion: 10-0-0

f. Annual meeting date and time – Tim

Tim informed the board that at the last staff meeting, the staff discussed and proposed the date of June 25 (preferred) or June 18th (backup) for the next AGM.

MOTION: Move that the WORT Annual Meeting be held on June 25, 2016 from 1-4pm

By: Tim

Second: Stu

Motion: Passes 10-0-0

g. Major Donor Campaign Plan – Steve

Steve said that he would like to see Susan's Major Donor Campaign plan so that we can start the two-year period towards having a major donor campaign. Steve said that he would not expect the plan to include a specific dollar amount, but that he is looking for a road map. Steve said that by hiring Susan, this major donor plan was supposed to move forward. Susan asked if she could present a plan to the fundraising committee and have them bring this proposal forward. Stu said that this is a committee discussion, not a board discussion. Jan agreed that this is committee work. Steve tabled this discussion.

h. Privacy issues regarding year end contributions – Paul

Paul brought up an issue that came up at the CAB meeting regarding the year-end contributions. Susan explained that the current way that things are combined is that they call and pledge for two people, they

are then both entered into the system. Paul said that more rigor needs to go into making sure this doesn't happen again. If people donate a CD, it doesn't have a value. Jan said that she thinks this is not a board issue.

i. Finance Committee Proposals – Norm

Norm updated the board on the Finance Committee meeting on February 11th. There are two items in the report that require board action. The Finance Committee has been talking about getting a line of credit as needed to get us through cash flow situations as a loan secured by the value of the building. We are ready to move forward with this. Jan asked what limitations to we want to set for borrowing money. Stu said that is committee work and the Finance Committee should define that. The Finance Committee will prepare a borrowing resolution.

Terry said that he wants to be very clear that this is strictly for cash flow. Terry asked that a policy be crafted for the next board meeting that policy be drafted for the use of this line of credit. Stu suggested this be added as a friendly amendment.

MOTION: Direct the Finance Committee to direct Norm and Jody to begin the process of application for a "Line-Of-Credit secured by real estate" in April, with the amendment that the finance committee create a policy proposal for the use of these funds by the next board meeting.
By: Finance Committee
Motion: Passes 9-0-1

Norm said that the Finance Committee has a submitted a proposed revision of the budget in this month's board report. Norm outlined the contents of the proposal. What it shows is we need to take a look at what we can change for next year. Norm highlighted the changes where we can cut, and the largest expense cut is staff salaries, which is something over which we have control. A couple of staff members are offering to take pay cuts, and there is a proposal to eliminate a two part-time staff members. There is also now an increase in the health insurance costs, which is listed under "bonus." Stu explained that two staff offered to return to a previous salary for the remainder of the fiscal year, and one person is offering to work 4 days of work instead of full time. Jan said that this is a very difficult decision.

MOTION: To move into closed session
By: Stu
Second: Sandee
Motion: Passes 10-0-0

6) Old Business

a. Results from survey – Paul

The CAB committee wants to know the results with numbers from the surveys last year. Tim explained that there was an intern over the summer that compiled the info, but nothing has been done with the information since it hasn't been a priority. Raw numbers can be provided but there isn't more information than that. Jan said that we should discuss what value these surveys have.

7) Closed Session

- a. Complaint before the board – Steve**
- b. Ban of an individual from the station – Steve**
- c. Finance Committee Proposal**

MOTION: To accept the finance committee proposal

By: Finance committee

Motion: Passes 8-0-1

Meeting adjourns: 10:20pm

DRAFT