

**WORT Board of Directors  
April 19, 2017, 7:00 p.m.**

**Board members present:**

Martin Alvarado – Member  
Sarah Carroll – Member  
Laura Gutknecht – Member  
Gilman Halsted – Member  
Doug Holtz – Staff Representative  
Stuart Levitan – Member  
Paul Novak – Member  
Terry O’Laughlin – Treasurer  
Sande Seiberlich - Secretary  
Jan Levine Thal – President

**Board members absent:**

Steve Ringwood – Vice President

Guests: Lois, Dave Esty, Alan, Greg, Glenn, Dan, Alejandro, Heidi, Steve, Molly, Mitch, Kathy, Arlene, Sam, Caroline, John, Elizabeth

- I. Minutes & Agenda
  - A. Approve minutes  
MOTION: Approve Minutes  
By: Stu  
Second: Terry
  - B. Approve agenda  
MOTION: Accept Agenda  
By: Martin  
Second: Paul

II. New Business

- A. Finances - Terry

Martin is developing a financial dashboard.

The journal entries from last year should not be used.

The staff conclusion is that there will be enough money to hire someone in the IT position (convert 3 part-time positions to 1 FTE)

The Finance Committee must review this.

B. Tech Hire

PD – the Reorganization Committee members have reviewed the position description over several months. Certifications are not necessary for the technical work needed.

Time percentages for various components of the position could be adjusted after a year. Sarah will send out a version with the all-staff competencies that are across all PDs.

Web and social media functions will be left off, for now, and adjusted for at a later date.

MOTION: Move to accept job description with the changes above

By: Sarah

Second: Terry

Passes: 9-0-0

Staff proposal for funding the position

Recruitment requisition will be completed by Laura  
Santee will use the Personnel Handbook to begin organizing the hiring tasks.

MOTION: Move to authorize the Personnel Committee and others to begin the process of recruitment *preparation* for the tech position and direct the Executive Committee to review further financial information that allows for the hire.

By: Stu

Second: Paul

'Preparation' added to the above motion as a friendly amendment by Sarah.

MOTION: Move to refer to the next meeting by Stu

Second: Sarah

Passes: 8-1-0

C. Credit card/debit card policy

MOTION: Move to accept Credit/debit card policy approved by the Finance Committee

By: Terry

Second: Martin

Tabled for next meeting

- D. Compensation Review Policy  
MOTION: Approve the Compensation Review Policy previously approved by the Finance Committee.  
By: Terry  
Second: Gil

Verified that the policy Includes a line “as part of the collective bargaining process”.

Passes: 5-1-4

- E. Policies and Bylaws changes – Stu  
All have received redline copy annotated in yellow for each change.  
Voting will be done by section.

One additional amendment: 3.6B O. *Any director may be removed for cause.* Additional language was added.  
Stu would move to revert to ‘for cause’.

Article 2 – participating member

MOTION: In Section 2., Article 2.1a, move to amend from 2 months to 3 months  
By: Terry  
Second: Doug  
Passes: 9-0-0

MOTION: In Section 2., Article 2.1c, drop 90 day requirement.  
By: Paul  
Second: Doug  
Fails: 2-7-0

MOTION: Move to change 3.5 to eliminate the proposed change to allow compensation (strike “for their board service”).  
By: Terry  
Second: Laura  
Passes: 7-2-0

MOTION: Move to revert back to 3 board members  
By: Terry  
Second: Gil  
Passes: 8-1-0

MOTION: Move to take out requirement that the Treasurer be chair of Finance Committee. Remove "who shall serve as chair".

By: Paul

Second: None

Motion fails.

MOTION: Move that 3.6d have a sentence at the end stating that board work does not constitute volunteer work.

By: Terry

Second: Gil

Passes 9-0-0

MOTION: In 9.2, change the word to 'may'. The board shall consider each 'Amendment and MAY consider its recommendation.'

By: Laura

Second: Sarah

Passes: 9-0-0

MOTION: In 9.3, state, 'the policy must be kept current on the web site and in printed form at an acceptable location at the station. The VP or designee is responsible for keeping them up-to-date. Within 30 days of approval the policy'.

By: Terry

Second: Stu

Passes: 8-1-0

MOTION: Move to accept the proposed amendments and advance them to the membership for a vote at the annual meeting. Present both redlined and a clean copies and work with the Elections Committee to determine format of the vote, with a ballot structured section by section.

By: Stu

Second: Martin

Passes: 9-0-0

Annual Meeting

To be held June 25<sup>th</sup> at 4 p.m. Staff will secure a location. See Steve's document.

Elections Committee members are: Steve, Gil, Sandee

MOTION: Move to accept the report from the Elections Committee and create a ballot that ensures candidates indicate which seat for which they are running.

By: Stu

Second: Martin

MOTION: Approve the request to rebroadcast APA by a community station.

By: Stu

Second: Doug

Are we doing this through PRX to get points? No, because they would need to pay points to rebroadcast, which could be prohibitive.

Passes: 7-2-0

Note: Discuss PRX in future.

III. Special Meeting

Five minute statements from board members about how the board & station function and how to improve them.

Three minute statements from staff, volunteers, listeners, about how the board & station function and how to improve them.

IV. Closed meeting

V. Adjourn

MOTION: Move to go into closed session at 11:25.

A potential disciplinary issue has been referred to the Personnel Committee, along with a grievance.

Motion to adjourn - Martin at 11:48