

DRAFT

Back Porch Radio Broadcasting Inc. Board of Directors Wednesday July 20, 2016 at 7:00 PM

Board members in attendance:

Martin Alvarado – Member
Sarah Carroll – Member
Laura Gutknecht - Member
Stuart Levitan – President
Paul Novak – Member
Terry O’Laughlin - Treasurer
Santee Seiberlich - Secretary
Jan Levine Thal - Member

Unable to attend:

Gilman Halsted – Member
Steve Ringwood – Member
Doug Holtz – Staff Representative

Guests:

Molly Stentz
Susan Sheldon— representing Doug, Staff rep, but not voting
Elizabeth Delaquess—guest

Introductions: Introductions of new board members and guests were made.

Announcements: Stu thanked those present for stepping up to fill in the void

Approval of Minutes (June 15 and June 25)

Executive committee meeting minutes do not need to be approved

MOTION: To approve the board minutes (both sets from June

BY: Terry

Second: Jan

Passes: 8-0-0

Treasurer's Report (Terry)

The treasurer’s report was posted online. WORT has a line of credit almost completed and it was decided to cancel the appraisal. Terry has been asked to take

over Norm's duties as financial manager. There is potentially \$62,000 available for hiring, but the numbers need to be reviewed. Large corrections were entered last year. Monday a meeting was held with the auditors and they can complete the audit by late September or early October.

Terry recommended that we limit expenditures for emergency hires to \$750/week, with salaries and taxes. This will be less than a permanent employee will be paid.

Terry met with Catherine Joy, who recommended we create a new accounting system. She and Terry will start working with departmental budgets next week. See the posted report for additional details.

- The audit will pull a representative sample of entries.
- There is 26,000 in depreciation not accounted for.
- The auditors have a separate document for the Center for Public Broadcasting (CPB), which is in their preferred format.

MOTION: To accept the Treasurer's Report.

By: Jan

Second: Martin

Discussion: Document was sent as attachment on email. Difficult to navigate Google site and docs

Passes: 7-0-1

Motion to Reconsider Interim Budget (Paul)

Paul wants to know if new board members would like to discuss the interim budget. Paul would like to remove the contingency fund.

- The contingency fund is addressing the fact that we should have been saving for many years.
- Given the number of things that have cropped up in the last month, the contingency fund is more necessary than ever.
- All of the WORT budgets have been best case scenarios and this is not realistic
- Could we set our fundraising goals in line with additional expenses?
- Our insurer would like us to budget for 1000 for each employer.

Requested - a budget to actuals report printed for each board meeting. We will get a financial report beginning next board meeting. How do we look at history for patterns? Does the board have to approve anything over a certain amount?

Staff Reports

Clarification regarding news assistant hours - 34 hours includes four 1/2-hour lunch breaks. Convention - Molly made decisions how to cover hour. One of her interns has already learned to engineer.

Susan's action items. For new board members, to relieve workload, all have been asked to send handwritten notes to new pledgers. They need to go out in the next week. She distributed packets.

For major donors there needs to be some kind of vision and Susan needs to be clear about what she can offer someone as a major donor. She is not clear on a vision of where we are going. It could be as simple as 'Get on board, we are ready to do _____. Board, staff and volunteers need to get together to determine where we are going and why we exist. Other possibilities include:

- To fulfill our mission, what are we looking to do in the next 2 years.
- We've expanded news opportunities.
- Training the next generation.

Susan will come up with a questionnaire and a Doodle poll. A major donor event will announce major initiatives and introduce new staff. This will probably take place in April.

QTI gave 80 hours of pledge support.

Authorization is needed for donor database (online donations need to get into database, plus auto gives). Tom writes code every month that transfers info into the database. He explained it to Tim. Susan would like to have Tom do it or hire someone else to do it.

We have a donor that will build an entire transmitter and put it on the shelf. Any concerns? They fail in pairs, so we should keep 2 on the shelf at all times.

Doug action item - Please sell raffle tickets for the Central Park Sessions. Susan has packets.

The Volunteer Picnic is August 24th from 5-8 p.m. at Brittingham Park. Bring a dish to pass. Setup is from 3-5 p.m. Volunteers are needed for setup and cleanup.

Stu has asked for staff notes, redacted for volunteer issues and bargaining. Staff with issues are encouraged to inform the president/Equal Opportunity Officer (EEO). The board should know if volunteers are doing things that may not be legal for which we may be responsible. The non-redacted minutes are kept and could be accessed if necessary. Stu is attending the staff meetings. We also want to know if harassment is going on. President designates EEO and this person should receive training. United way and others provide training. We could request someone does training at a

Personnel Committee meeting.

MOTION: Receive staff reports

By: Jan

Second: Laura

Discussion – Using the standard format of action items on top of reports has been helpful.

A system of designating time percentages on various types of tasks is needed. Susan's report with hours and comparison to last year is a good example of structure, particularly the breakdown of hours for project or event. Some staff find this request to be micromanagement

Passes - 8-0-0

Committee Reports

Some committees have a note taker designated. All should, in case there are questions.

Gil's report came solely by email.

Archives Committee- verbal report. Photo at the 20th anniversary is on the wall with names. Please add, correct names and add contact info. There will be another photo taken this fall and the committee would like to contact the people.

Bylaws Committee didn't meet. They need to meet soon.

MOTION: To receive the committee reports.

By: Terry

Second: Martin

Passes: 8-0-0

Motion to Reconsider June 30 Actions of Executive Committee (Paul)

Sandee will edit the Executive Committee minutes to reflect 4 votes. Paul would like to go on record to say that he is opposed to Executive Committee decisions.

New Business:

1. Emergency LTE Hires (see attachment)

* IT/Computer Support Hire - Laura (c), Tim & Tom

* Studio/Facility Support Hire - Terry (c), Laura, Molly & Norm

Laura and Terry collaborated on proposal and Laura distributed a report. Someone in the near term needs to tell an interim hire what priorities are and follow up on whether they are doing the work. Laura has volunteered to serve as a quasi supervisor to watch over the IT interim staff person, and Terry would do the same for the studio/facilities staff. Once full-time hires are completed they would step

down. Susan believes she read that only FTEs can supervise.

An interim policy should be written for this interim supervision. Supervisors need to be in close communication to determine whether the work they assign is being done. Could this be done via a spreadsheet like Toms?

There has been critical failure of a couple of computers. WORT uses Mantis ticket system/problem reporting/help desk system. Reporting on what has been done is lacking. Laura is using this system and communicating directly with Molly and Sybil. Laura believes ways can be developed to keep communication open. The board is too deeply mired in management issues and these supervisory roles are not being taken lightly. There is also a large training piece that is needed. In the long run, the board should step further back from management than we are now.

Susan will be happy to take this back to the staff meeting and send feedback to the board. Laura read a draft policy she created.

MOTION: Temporarily suspend policy and allow Laura and Terry to serve as interim supervisors of the 2 LTE positions as designated in Laura's memo.

By: Laura

Second: Terry

Passes: 7-1-0

Note: Laura cannot attend the staff meetings, but needs to be looped in. Molly has offered a standing weekly time to check in.

Friendly amendment: The supervision will occur until the budget expires September 30th.

According to Laura, information, such as passwords, is needed in order to complete work.

MOTION: To have the president provide the information needed to complete work.

By: Laura

Second: Jan

Passes 7-0-1

Passwords should be stored in Keychain or other password software and then should be changed when people leave.

When Norm left, we had to set up new accounts with vendors. We still need contact information, etc.

Susan noted that other staff members are in need of passwords, as well. This should be brought up at the next staff collective meeting (passwords, contacts, etc.) Standardized procedures for on-boarding and exiting staff are needed.

Email addresses for Norm and Tim are needed.

Action items in preparation for hiring:

Ask staff to provide best guess on job description and what you think your job should be. Also include priorities in the things you do and percentage of your time for each. We need to know what people are actually doing, what they think they should be doing and how they could be more efficient. We should also eliminate the things the staff doesn't think we should be doing.

We also need to know tasks that aren't already assigned, e.g., grants (not assigned to anyone now)

Norm's spreadsheet - So many of the management components were scattered and technical items were grouped. All of the duties need to be in a PD.

Staff are to complete this exercise by August 12th. It may be simpler to interview staff so that they don't have to compile everything. Sarah has offered to either interview staff if they would prefer. She will create a survey to fill out.

There are currently 5 full time staff (3 left this month).

There are also part-time positions (bookkeeper, Aaron, Asst. news director, data entry person)

Sandee will send volunteer handbook as DOC to Terry.

Sarah will design a survey and preview from Terry. She will offer to interview them if that is preferable.

2. Revised Budgeting and Accounting System (see attachment) - Terry (c), Susan & Jerry

Terry will start building the new system next Thursday. Once the system is built, based on the three departments, sample reports will be created for review by staff to ensure they are getting the information they need. Cass is doing this work mainly pro bono.

3. Organizational Recovery Plan (see attachment) - Sarah and Terry

The Organizational Recovery Committee had a meeting 10 days ago. A list of major tasks and Gantt chart were distributed .

We need to finish this year in black so we have a positive statement to work with. Smaller committees will be tackling parts of these.

An org chart is needed for the station. The last one was done in early 2000s.

We need to complete the audit before using new software and prior to creating new budget. Once WORT is in the black, we can have some success with donors.

4. Labor Issues (Stu)

*** Contract Re-Opener with SEIU**

Request for opening of collective bargaining agreement should be revisited.

Jan mentioned that Review Operations (#3) will require the most input from the most people. #3 and #6 are contingent upon one another. Almost can't begin #6 until #3 is done.

Reopening contract - need to resolve issues first. Some staff would like to reopen full steam ahead. This may not be the case if the staff knew that items of concern were going to be addressed. The Affordable Care Act was identified, but did not discuss how to address it.

The State has already made the change, which makes that portion of the contract null and void. We could have a policy to address this in the short term.

The staff is agreeing to extend several of the addenda. Both sides need to agree to reopen.

Stu will contact Sally to investigate whether we can accomplish this through an amendment to board policy.

The staff rep at SEIU can provide the information needed to determine financial implications.

Stu will send a memo to Tepesto outlining this information.

Note that cost of living is in the interim budget. Terry will check with Jerry to be sure these are restored.

***FLSA: Overtime rules**

We are covered, however, some individuals will not be required to receive overtime. Sarah will help once she can look at PDs.

5. Committee Appointments (Stu)

Committee Appointments. People need to send the president an email indicating their committee interest. Martin would like to fill vacancies at this point. Martin

would like to serve on the Programming Committee.

Organizational Recovery should be considered as an ad hoc committee.

Sandee will send copy of the committee assignments.

Laura needs to be the board member on Engineering.

The committee was previously facilities and engineering and this may need to be the case again.

6. Checklist for Departing Staff (Susan)

Susan presented a checklist to staff and was told that she should bring it to the labor union. Should this be a policy? Address at next board meeting

7. Protocol for closed sessions (Paul)

The only thing that should be related from closed session to open session is a record of the vote. Discussion of someone's behavior is meant to be done in closed session.

Staff orientation and training, as well as board orientation and training are needed.

8. Discussion of Open Forums (Paul)

Board of directors has a code of conduct. Please look at it and read about forums.

Stu and Sandee will go over what needs to be signed. Board agreement (FCC, too?).

9. Review of Annual Meeting (Paul)

Voter turnout was low at annual meeting. Ideas to improve attendance:

- Revisit the idea of having the annual meeting at a different time of year. Date is likely to be in the bylaws. Bylaws committee will consider.
- Could have food and a band like Willy Street
- Online voting. Look into at a future meeting.
- Could we ask volunteers to suggest a better way to get more people at annual meeting. Returning to Sunday vs. Saturday may help.
- Paul had criticisms of Terry's at the annual meeting. Others supported Terry's performance.

Presenting finances to public should be reviewed/vetted by board prior to going to

annual meeting.

Retreat - Stu will get the notes from Burt.

A retreat may be the forum to air some issues.

10. Review Volunteer Handbook (Stu)

Volunteer handbook to bylaws & policies - also has separate documents such as volunteer media policy.

11. Election of Officers, 2016-2017

Interim officers were elected at annual meeting.

MOTION: To elect current officers for this coming year.

By: Laura.

Second: Terry

Passes: 7-0-1

12. Adjournment

Move to adjourn

By: Terry at 10:42