WFHB Board of Directors meeting

7/25/16

Minutes

Meeting started at 6:07 PM

Attended: Sheryl Mitchell, Sarah Ryterband, Tom Henderson, Pam Davidson, Jean Hollinger, Jerry Stern, Darin Bagley, Richard Fish, Mike Kelsey, Steve Pollitt, Joe Estivill, Sarah Vaughan, Joe Crawford, Jim Thresher, Eric Ost

Pam – issues – need to clarify that Dev. Dir. is Underwriter Director Tom moved, Jerry seconded. Motion passed (none opposed or abstained).

GM Report:

Jeffrey is working on the bid to move and re-position our Brown County transmitter. They are replacing their water tower, which is where our transmitter is located. Joe E. - It would be nice to attach the GM report, in a digital form, to the minutes (at the end).

Committee Reports:

Executive: Created agenda for tonight's meeting.

Finance: Cash flow projection, fiscal year 2017. It is a conservative projection. Projects both with and without a full time Development Director. With the conservative projections, we do <u>not</u> have the funds to afford either a full-time or part-time Dev. Dir.

Pam – WHO will be taking control of the Fall Fund Drive?

Sheryl – Are we noting restricted and unrestricted funds?

Jerry & Sarah – Yes we are.

Jerry – Bertolt told him he will be fully involved with station things up until 9/16, when he leaves.

Jerry – Holly charges \$20 an hour. Perhaps we can hire her for the week of Fall Fund Drive.

Sarah – Who will take over Dorothy's work? Thank you notes, letters, training, and so forth.

Tom - Part-time bookkeeper, et., etc.

Jerry – Ten full-time days.

Sheryl – Bertolt mentioned to me that he wanted me to work the Bloomerang some during Fall Fund Drive.

Pam – Thank you notes signed, Bloomerang kept up-to-date, on-air talent kept supported, and so forth, are the main things.

Sheryl – Who will do the Pitcher and Catcher training?

Joe E – Jim (Manion) has always done pitcher training. Dorothy, GM, and Jim have done catcher training.

Jean – We should ask the volunteers to help out.

Policy: Committee did not meet.

Nominating and Personnel Committee:

Two sessions at the MCPL (Monroe County Public Library).

We are feeling the loss of yet another GM. We wish to do better with our next GM hire.

Tom and Jerry will be talking to former GM's, and other community radio station GM's that have been in their position for six years or more. Tom spoke with Cleveland Dietz and has reached out to other radio station GM's. Jerry spoke with Joe Estivill, Will Murphy, and Joe Crawford. In the spirit of retaining the next GM, we discussed a Board retreat. Make the community roles we all play more apparent to others (both in the Board and elsewhere). Jerry tried to contact Chad Carruthers – no response yet.

Last November, we got the CPB grant early. We should not count on that happening again this year.

We want to be able to get a new GM posting. We want to "fix" the structuring of the GM position.

Nominating and Personnel meeting on July 28th, at 5:30 PM, at the MCPL. All are welcome to attend.

Old Business:

a. Both audits complete and accepted by all parties.

Pam – Has process been streamlined? (Yes)

Sarah – Most things were exactly where they were supposed to be (in the filing cabinets). Jerry – CPB – No way of knowing if they will be coming back (with another audit) next year. They randomly chose ten stations, and we were one of them.

Jerry – Our location is worth \$33,000 to \$40,000 a year (counts for our in-kind).

b. Committee listing on website

Tom – interim basis, NPAC committee.

Jean - "test the waters", NPAC committee.

c. ID of current policies and by-laws now on website.

Joe C – We should post the proposed changes onto the WFHB website.

Tom – Policy committee should put the proposed changes into an electronic form, and then distribute them, and hopefully get them passed. They were voted on and approved during the Annual meeting – that is Step One.

d. Discussion of rules/procedures for closed meetings of the Board - No.

New Business:

a. Sarah Ryterband motioned to add Tom Henderson to the Executive Committee. Pam Davidson seconded. Motion passed. Tom Henderson is now on the Executive Committee.

Sarah Ryterband motioned to have Sheryl Mitchell become the Board Secretary. Tom Henderson seconded. Motion passed. Sheryl Mitchell is now the Board Secretary.

b. Grievance Procedure - on website

c. Underwriting Director

U. D. must average \$400/week for 12 weeks. If they do not reach their "draw" after 12 weeks.

Then they will be fired. If their commissions <u>exceed</u> the \$400, then they stay, and they pay their own way (via the commissions). NOT clocking in as an hourly employee. \$400 is "draw against commission". After six months, he/she will accumulate paid time off. <u>All</u> employees get this. No more "automatic renewals" - the UD MUST be involved in renewing and/or maintaining the contract.

Doug Storm is currently working on commission only, as an "Interim Underwriting Director", until we post the ad for the job, and take resumes and do interviews, and eventually officially hire someone.

Holly will be a temp during the Fall Fund Drive. Currently, we do not have the funds for even a part-time bookkeeper.

Sarah Ryterband moves for the N & P Committee to create a job description for the new Underwriting Director position. Sheryl Mitchell seconded. All said aye. Motion passes.

d. Development Director – Tabled for now.

e. GM

Tom spoke with Dave Owens at KOPN, a Missouri community radio station. The GM has to ABSOLUTELY buy in to community radio. It <u>has</u> to be cause driven. Must be absolutely devoted to the mission. Their devotion to the system causes the public to be devoted. Has two 20 hour per week underwriter gathering people. All staff has better retention when recruited from inside the station. Those were the most successful staff hires.

Tom – Interviewed Cleveland Dietz. He believes that the GM should be one direction or the other – either an Administrator or a Leader. The GM should not have financial responsibility or tasking. The Treasurer of the Board should do this, and they should hire a bookkeeper. There should be a separate person (hired or volunteer) that handles the massive amount of data entry. New Board Members should be trained. We are not training the GM's properly. We are not getting them to "buy in" to the station and its mission. Being able to retain employees involves training. Hiring new people, new blood, not being "incestuous" and hiring solely from within. The creation of the Assistant News Director removed funds for a possible Operations person. Two ways to create programs - "Darwinism" (program slowly evolves towards its death, and developed (programs that are deliberately created and developed).

Jerry – One very disturbing finding: There is a lot of dysfunction on the current Board. "Toxic" came up a lot. Divisiveness of the Board is a real issue.

Pam – New Members do not understand what being on the Board entails. She would NEVER call the Board "toxic".

Sarah R – The most important role of the Board is listening to each other, and to the members. Don't take things personally. We have to ask the questions, even if they are not popular questions. We, as Board Members, need to work on ourselves more, we need to work on Board Development.

Jerry – Mike Kelsey's opinion is that we should lose all of the remaining Board Members. Angela Backstrom sees nothing good coming from the current Board composition. Kelly Wherley refuses to go through another GM hiring process with the current Board composition. Jerry is considering leaving the Board.

Tom Henderson moves that Jerry Stern stay on the Board. Seconded by both Pam Davidson and Jean Hollinger. Agreed unanimously.

Richard Fish – Says we are a "darn good group". Communication between the Board and the rest of the station is not what it should be. Minutes are posted late and aren't very detailed. Steve Pollitt – Why aren't the Board meetings recorded and broadcast (via CATS)?

Tom Henderson motions that we record subsequent Board meetings for rebroadcast.

Sarah Vaughan – Thinks we need visual as well as audio. Thinks it would be better with video as well as audio.

Tom – Moved that we start our own test recording at the next Board meeting. Sarah Ryterband seconded. All in favor – the motion carries.

Jean – She could have resigned when Kelly and Angela did. She is willing to hang in there, and make the Board better.

Pam – Truthful, honest, direct (in the moment). Our Board doesn't always listen to and respect each others thoughts and opinions. You can't come to the Board with a preconceived notion, and expect everyone to agree with you.

Jean – The community is watching.

Tom – Because of all of this, we are a strengthened Board.

All of the Board members have entreated Jerry Stern to remain in the Board of Directors.

Tom Henderson moves to adjourn the meeting. Sarah Ryterband seconded. All said aye.

Meeting ended at 8:20 PM

General Manager Report

Events

- Record Church (Unofficial WFHB/DJ party) 9/1 at the Bishop @ 9pm
- Brown Co. Day Kick Off 9/2
 - Poster designed but need posted around Nashville.
 - Event details posted to WFHB.org/events
- Garlic Fest 9/3-9/4
 - Volunteer Coordinator is sending callout/sign up sheet early this week
 - Will put event on our Events page on our website
 - Met with David Cox
- 4th Street Art Fair 9/3-9/4
 - Volunteer Coordinator is sending callout/sign up sheet early this week
 - Will put event on our Events page on our website
- Firehouse Follies 9/11
 - \circ $\;$ Need event details and description from Mike Kelsey. I'll reach out this week.
- **Possible Latin Night** either Sept. 2 or 3rd. Need to confirm with Jose Viloria if he can do those nights. Then flyers and online promotion.
- Meeting with IU Kelly School Graduates for developing a Listenership Profile for us.
 Will guide them through process as Participating Members so that they can observe and learn. Scheduled 8/24

Facilities

• Met with Steve Mascari about better backup procedures, porting the server, etc. To be honest I just listened and tried to keep up.

Finance

- Paid \$15,000 of \$25,000 credit limit debt in order to make sure I didn't spend all our capital as I'm getting acquainted on the financials.
- Payroll successfully paid but will need to get Underwriting Director Doug Storm set up in Payroll on Wednesday. Sent W4 to Doug.
- Biggest expenditures so far: \$250 for Tshirts, \$750 reimbursement for Jeffrey for CD player & 2 Microphones plus other odds and ends, and \$3,648 for Lotus Tix.
- Next major expenditures besides payroll: paying for the FFD mass mailing.
- Jill Erisman has donated her time to assist with Quickbooks troubleshooting and I'll be meeting with her on Wednesday to see if there are any lingering questions.

Fundraising

- Lotus Tix mailed out last week.
- FFD letters and return cards with printer and will be mailed tomorrow.
- Pitcher and catcher training sessions coordinated. First was successful despite a rough start with the Library printing facilities.
- Lots of events planned for FFD.
- Lotus Live V6 CD has completed layout and tracks are finished. CDs in production. Information and cover image included in FFD return card

Underwriting

- Got up to speed on Underwriting Directors payment arrangement and expectations.
- Underwriting/FFD day sponsorships for ABR Printing and Blueline for In-Kind Trade products/services. (Tshirts/Logo development)

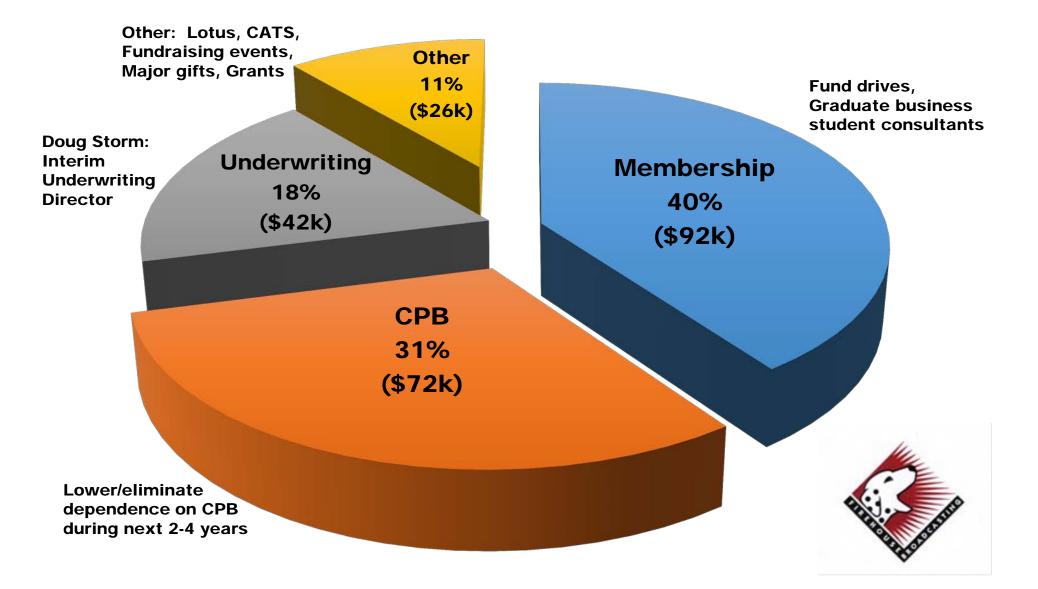
Programming

• Lots of changes occurred with syndicated programming, but these have probably been discussed pretty extensively at this point. They've now been implemented.

Staff

- I will be in late on both Tuesday and Thursday this week, in around 11:30am, but I am making up the time.
- Will send nominating committee updated job description for Production Manager.
- Internship opportunity advertised through IU.

WFHB Revenue Overview and Strategy – 8-22-16



WFHB Bloomington Community	v Radio																
					1	1	2-Month	Cash Flo	ow Projec	tion							
CASH FLOW PROJECTION - FISCAL YE	AR 2017	2016	2016	2016	2016	2016	2016	2016	2017	2017	2017	2017	2017				
New assumptions - no bookkeeper; increase in underwriting; Bertolt pay; o		Actual	Actual						-					12-month			
New result - No cash short-fall		Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	total			L
TOTAL CASH REVENUE (see detail below)		5,029	32,795	5,998	32,191	10,445	5,329	8,900	57,962	6,043	21,459	53,440	15,339	254,930			
TOTAL CASH EXPENSES																	
# of payday Fridays in month		2	3	2	2	2	2			2	2	2	2	26			
Pay plus payroll taxes per payday *		5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975	5,975			
EXPENSES - Total salary plus payroll taxes (# of paydays X (pay plus	s payroll taxes))	11,950	17,925	11,950	11,950	11,950	11,950	17,925	11,950	11,950	11,950	11,950	11,950				
EXPENSES - Non-salary-item expenses (see detail below)		12,397	2,982	10,619	5,826	2,062	5,505	6,382	2,766	4,305	6,353	5,297	5,482				
TOTAL CASH EXPENSES - WITH DEVELOPMENT DIRECTOR SALAR	Y	24,347	20,907	22,569	17,776	14,012	17,455	24,307	14,716	16,255	18,303	17,247	17,432	225,326			
NET REVENUE (revenue minus expenses)					14,415	(3,567)	(12,126)	(15,407)	43,246		3,156	36,193	(2,093)	29,604			
Line of credit draw (pay back) Credit card draw (pay back)		25,000	-	(15,000)	(10,000)	-	10,000	15,000	(25,000)	-	-	-	-	-	Line of cre Credit car	edit balance	
BEGINNING CASH BALANCE			26,882	36,857	5,286	9,701	6,134	4,008	3,601	21,847	11,635	14,791	50,984		Great odf	a baialice	
Net change in receivables and payables		2,725		5 200	0 704	6 4 9 4	4 000	2 604	21 0 47	11 695	14 704	50.004	40 004				
PROJECTED ENDING CASH BALANCE		26,882	36,857	5,286	9,701	6,134	4,008	3,601	21,847	11,635	14,791	50,984	48,891				
		_															r
																	-
																	1
														+			
		_															r
		_															r
													<u> </u>				
														I			

															1				1	1		
NON-SALARY-ITEM EXPENSES	DETA	١L																				
(based on fiscal year 2016 expenses)																						
										12-Month												
						2016	2016	2016	2016	2016	2016	2016	2017	2017	2017	2017	2017					
						Actual	Actual											12-month				
						Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	total				
7500 - Contract Services:7520 - Accounting -	CPB Ur	nrestricte	ed			2,429		160			160			321		1,579	1,444	6,093				
7500 - Contract Services:7530 - Legal Fees							69									69		138				
7500 - Contract Services:7540 - Professional																		-				
7500 - Contract Services:7540 - Professional			rcial Cleanir	ng		203								98	131	131	150	713				
7500 - Contract Services:7540 - Professional							253	56	63	20	32	44		52				520				
7500 - Contract Services:7580 - Donated Pro 8100 - Nonpersonnel Expenses:8110 - Suppli		GAAP															5	- 5				
8100 - Nonpersonnel Expenses:8110 - Suppli		puter						7	88	105		552	200	11	21	245	5	1,229				
8100 - Nonpersonnel Expenses:8110 - Suppl						258	119	501	362	199	70	507	138	120	197	273	220	2,964		1		
8100 - Nonpersonnel Expenses:8110 - Suppl							1	32						37		126	92	288				
8100 - Nonpersonnel Expenses:8110 - Suppli	es:Proc	duction:R																-				
8100 - Nonpersonnel Expenses:8130 - Teleph					s	223	448	222	222	222	225	222	222	223	223			2,452				
8100 - Nonpersonnel Expenses:8130 - Teleph						14	~~~	~~		79	~~~	38			12		12	155				
8100 - Nonpersonnel Expenses:8130 - Telepl 8100 - Nonpersonnel Expenses:8170 Printing			im:Webstrea	am		38	38	39	38	38	38		38	38	38	37 23	53	433 23				
8100 - Nonpersonnel Expenses:8170 Printing 8100 - Nonpersonnel Expenses:8180 - Subsc														500		23		500				
8100 - Nonpersonnel Expenses:8180 - Subsc 8100 - Nonpersonnel Expenses:8180 - Subsc			Prime								49			500		-49	99	99				
8100 - Nonpersonnel Expenses:8180 - Subsc						9	18	9	9		9	9		9	9	9	9	99				
8100 - Nonpersonnel Expenses:8180 - Subsc				5					107									107				
8100 - Nonpersonnel Expenses:8180 - Subsc	riptions	:RadioTr	raffic									1,200						1,200				
8200 - Facilities & Equipment:8210 - Rent, Ot								84			84			84			84	336				
8200 - Facilities & Equipment:8210 - Rent, Ot					Society	100		100	100	100	100	100	100	100			300	1,100				
8200 - Facilities & Equipment:8210 - Rent, Ot				ettsville		448	448					100 222	448	448	448	448	448	100				
8200 - Facilities & Equipment:8220 - Utilities: 8200 - Facilities & Equipment:8220 - Utilities:						448 570	448	405	405	328	298	222	348	448 344	448 335	448 297	448 288	3,358 4,321				
8200 - Facilities & Equipment:8220 - Otilities:0		Transmit	liter			570	411	18	18	18	230	36	36	61	555	41	200	228				
8250 - Maintenance and Repairs - CPB Unres						2,210	18	.0	11	46	2		487	169	494	18	18	3,609				
8250 - Maintenance and Repairs - CPB Unres		Building /	(deleted)											94				94				
8275 - Sophia Travis Community Service																		-				
8300 Travel & meetings expenses:8310 - Trav	/el					260									744	_		1,004				
8500 - Other:8510 - Interest						000	87	20	48	0.44	1	000		700	382	8	000	546				
8500 - Other:8520 - Insurance (Non-Employe 8500 - Other:8530 - Membership Dues:CMJ	9)					666		341	633	341	382	382 395		780		382	382	4,289 395				
8500 - Other:8530 - Membership Dues:Indian	SPI											395		340		250		590				
8500 - Other:8530 - Membership Dues:Local		ominato	n									90		040	2	200		92				
8500 - Other:8560 Outside computer services						2	4							2			2					
8500 - Other:8570 - Advertising:Paid							823	30	175					65			500	1,593				
8500 - Other:8570 - Advertising:Trade															30			30				
8500 - Other:8590 - Miscellaneous:Bank Serv							4.45	20	20	10	10	80		30	181	75	25	451				
8500 - Other:8590 - Miscellaneous:Credit Car		ssing Fe	es			887	145 100	157 953	508 1,865	60 2	54 999	199 817	111 202	27 39	2,195	264 61	160 401	3,880 6,326				
8500 - Other:8590 - Miscellaneous:Fundraisin 8500 - Other:8590 - Miscellaneous:Licenses	y	\rightarrow				887	100	903	C08, I	2	999	817	202	39		01	401 800	6,326				
8500 - Other:8590 - Miscellaneous:Licenses:	Raymon	d Found	lation														000	-		1		
8500 - Other:8590 - Miscellaneous:Other								-		73	58	31	2		60	70		294				
8500 - Other:8590 - Miscellaneous:Program F																727		727				
8500 - Other:8590 - Miscellaneous:Program F	ees:CP	B Restric	cted			250		414	313	414	313		414	313	851		5	3,287				
Credit card processing fees						38											··:					
8500 - Other:8590 - Miscellaneous:Special Ev 8500 - Other:8590 - Miscellaneous:Special Ev		ada				955		150	841		121	930	20			213	(15)	3,215				
8500 - Other:8590 - Miscellaneous:Special Ex 8600 - Business:8660 - Fines & penalties	ents: I f	aue																				
8600 - Business:8670 - Organizational		\rightarrow								7								7		1		
Lotus ticket cost								3,648												1		l
Antenna and Brown County water tower											2,500							2,500				
New SD card players																		-				
New CD players								0.050										-				
Bertolt salary (paid at the same time as Jar's) Dorothy salary (June only)	,315	¥2	2,630	x 1.0788	2,837	2,837		3,253														
Dorothy salary (June only)	,315		2,630	x 1.0788	2,837	2,837																
		\rightarrow																				
TOTAL NON-SALARY-ITEM EXPENSES						12,397	2,982	10,619	5,826	2,062	5,505	6,382	2,766	4,305	6,353	5,297	5,482	60,200				
											,		,									
																				. –	_	

CASH REVENUE DETAIL				HIST	FORICAL	ANTICIPATED															
(based, in part, on fiscal year 2016 revenue)				Total for	Total for	Total for															
				fiscal	fiscal	fiscal							12-	Month Ca	sh Flow P	rojection					
				year 2016	year 2016	year 2017			2016	2016	2016	2016	2016	2016	2016	2017	2017	2017	2017	2017	
									Actual	Actual											12-month
				Cash	Non-cash	FY '17 Cash	notes		Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	Мау	total
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions							105	185											
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions:Fa	II Fund Drive	38,086		38,086	conserva	tive estimate	779 162	1,757	2,237	25,756	1,828	1,316	1,111	911	861	806	826	816	39,004
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions:In	Memory	8,595		-		conservative estimate													162
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions:Inc	lividual Gifts	4,701		4,701	same as	last year	85	275		580	814	409		395	1,350	10		260	4,178
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions:Lo	tus Fund Dr	9,600		9,600	conserva	tive estimate		4,476											4,476
4000 - Direct Contributions:4010 - Individ	Contributions:4010 - Individual Contributions:Major Gifts 16,000		-	conserva	tive estimate																
4000 - Direct Contributions:4010 - Individ				49,552		49,552	same as		1,618	362	1,016	916	941	921	921	911	936	13,630	21,213	5,160	48,545
4000 - Direct Contributions:4010 - Individ	dual Contrib	outions:Ye	ar End Drive	17,783		-	no Year-B	End fund drive expec	45 1,491												45
4000 - Direct Contributions:4020 - Under	rwriting:402	2 - Sale		39,159		31,729	conserva	conservative estimate		955	874	2,096	1,109	725	5,189	545	1,469	3,366	5,370	7,098	30,287
Estimated increased underwriting							conserva	tive estimate			1,500	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	2,000	11,500
4000 - Direct Contributions:4020 - Under	rwriting:402	5 - Trade			22,596																
4100 - Donated Goods & Services:4110	- Professio	nal Srvcs	GAAP		1,195																
4200 - Non-Government Grants: 4230 - F	oundations	/Trusts		1,300		-	not cash										300				300
4200 - Non-Government Grants: 4250 - N	Nonprofit Or	ganizatio	าร	1,522		-	not cash														
4400 - Indirect Contributions				5			same as													5	5
4400 - Indirect Contributions:4410 - United				331		331	same as		135		124			100			107				466
4400 - Indirect Contributions:4440 - Vehi				2,026		0		tive estimate		126											126
4500 - Government Grants:4520 - Feder				13,098		0	old numb	er													
4500 - Government Grants:4520 - Feder	al:4522 - C	PB Unres	tricted	37,414		21,648	updated			21,648						50,512			22,000		94,160
4500 - Government Grants:4540 - Local				3,000		3,000	same as						2,000			682					2,682
5000 - Earned Revenue (Govt):5010 - A				11,000		11,000	same as			3,000			2,500			3,000			3,000		11,500
5300 - Revenue From Investments:5310		Savings		1		0		tive estimate													
5400 - Revenue (Other):5490 - Miscellar	neous			1,424		1,424	same as				247	88	244	36	3						618
5800 - Special Events				678		678	same as		29	11								647	31		718
5800 - Special Events:5810 - Special Ev	ents Non-G	Gift		12,030		4,662	conserva	tive estimate	580			1,755	9	822	676	6	20	2,000			5,868
TOTAL CASH REVENUE				267.304		187.915			5,029	32,795	5,998	32,191	10,445	5,329	8,900	57,962	6,043	21,459	53,440	15,339	254,640
																	1.			/	-