Subject: Regular KDNK Board Meeting Dec 17, 2018
Location: KDNK classroom
In Attendance: Bruce Garr, Kara Silbernagel, Andi Korber, Chris Hassig, Amy Taylor, April Spaulding, Rick Burrows, Shoshana Rosenthal, Scott Levine, Dustin Cole
Absent: Briston Peterson
Call to Order: *5:36* pm

Topic	**Discussion Points**
● Check-In	Andi
● KDNK University	Skipped this month.
● Minutes	The November minutes were reviewed electronically by the members of the board. Rick - move to approve. Andi - 2nd. Unanimous adoption.
● Board Seats	The board drew their attention to a pre-prepared spreadsheet which outlined that we have spots for up to 4 people to be appointed to complete board terms. Jero and Andi have expressed a preference to serve one year spots and Bruce and Briston would be happy to be appointed in two year positions. The board would go from 9 to 11 members, which has been agreed to be a positive change. Quorum would become 6 members present at a meeting. Amy moved to appoint Andi to a 1-year term; Jero to a one year term; Briston to a 2-year term and Bruce to a two year term. Rick 2nd each of the motions. The decision was unanimous.
● Board Executive Committee Assign	Each member of the executive committee spoke about their role. President (Andi) - I take out the agenda from the prior year and make the agenda prior to each meeting. I look at it with Gavin. I make sure that the agenda is publicly noticed 1 week in advance, which is a requirement in our bylaws and for our federal grant. Then I do what I'm doing now, running the board meeting. VP (Scott) - Andi's made it easy for me to serve this role. My primary

	responsibility is to step up and be understudy to the president. It's a lot of little and big things. It requires a good degree of professionalism. Andi seems to have never missed a meeting Secretary (Amy) - I take minutes and then I learned that there's this thing called the executive committee, which sometimes means being more responsive to emails for time sensitive issues. I also track board attendance. It is hard to fully participate in meetings as a minute taker. Andi - what if the minutes were passed along and the other aspects of being secretary could be more of a focus (i.e. - keeping the governance page accurate, keeping the Google drive organized, tracking the member attendance …) Treasurer (Jero) - I deal with the finances, directly with Bob the bookkeeper, Quickbooks, and Gavin. We come up with tools that are useful and accurate for analysis. I work to generate reports for the board in a timely fashion - quarterly at least, according to the bylaws, and sometimes monthly. It's a job of back-of-the-house coordination. Great set of skills for someone new to learn.
● Committee Work	During this period, someone on each committee explained its mandate. The mandate were passed around and the event committee was reminded one was needed to reflect their work. Executive - We don't have to meet per se, but may need to be available to do so to respond to timely issues. It consists of the Sec, VP, Treas and myself. Events - Rick - Erin, April, Gavin and I meet monthly and go through the events and the things that KDNK is involved with. Some of the events are big and the preparation ranges from - how much can we afford for a band, finding people for posters, to setting up a bar, procuring beverages for the event, tickets, and how everything is put into motion. It's all about how we can reach out and be involved more throughout the Valley. April - it's a lot of fun. You can come up with a lot of things to do. KDNK rocks and getting KDNK out there and getting our name known with great events has helped get us new members. Grants - Amy - Gavin, Erin and I try to meet monthly to have working meetings, where we write proposals and reports, prioritize grant

	proposals, do research, etc. Since I come on, we've gotten well organized an the budget line has grown successfully. Fundraising used to be one umbrella but the meetings were every long with events and grants together. Andi - Amy wrote a great case for support that we can all look at. Amy - Thank you. For the sake of the minutes, a case for support was started by Bob Schultz and then Gavin and I wrote the General Operating Support proposal, which is ideally written every January. It is a great document for all board members to read and know ways to talk about the station and the resources we need to keep the lights on. Tech - Chris - We make sure that the infrastructure and technology that the station needs is working, as well as work with our contract engineers as needed. It's a great committee with knowledgeable participation from Bob Schultz, Kara, Louie the computer guy. We meet quarterly or so, and we help keep the station relevant for the future, which is important because the internet, smartphones, etc. could threaten our form of media. CAB (Community Advisory Board) Liaison - This board member attends a meeting of stakeholders and listeners for their take on how the station is doing and hope and failures, etc. The Liaison is not supposed to participate in the meeting, but reports back to the board as to the tone and takeaways. Human Resources - The committee is tasked with making sure that our HR policies are legal and in good standing. We help Gavin with decision making around Personnel issues. The aim is to make things easier for Gavin and he's great at being very tuned into the issues and aims to be very transparent. The committee played a big role in the hiring of Erin and Greg. Occasionally an issue comes up and someone has to be in the room with Gavin to important decisions. Good skill sets would be, you know how to/should have done a termination and a hire. At this time there was a discussion about the hiring process for the new News Director, Mark Duggan, who has been with us for one week. Gavin explained that he did not see skill sets on the board that would be particularly helpful in the hiring process and therefore created the committee with a board member from the Sopris Sun and the executive director from Aspen Journalism. Andi - it just may have been a missed opportunity for board involvement. Gavin - I could have thrown it out there to see if any board members would have

	liked to be part of the process but felt we could handle without yet another time commitment from all of you busy people. Financial - This committee helps to create the budget for the following year. Would be great if we met quarterly and could be involved in the audit in the future for CPB. Bruce - Is there a checklist for the CPB process. Gavin - it's a lot of work, very cumbersome and confusing when you first walk into it. While Erin and I tackling this has been successful, it takes huge effort. It would be really helpful to have others involved. Jero - So, If you like finances or want to learn … Strategic Planning - Andi - There is no existing mandate for this committee. The goal is to have a 2019 committee which completes a new strategic plan by year end. One should only need to be done every 5 or so years. It's been 10 years since a new plan was put into place except a 2014 draft, which is not a functioning model. This is a huge priority in the coming year. Gavin and I are thinking of a large committee with staff, members, and a diverse set of stakeholders to be involved to thinking about KDNK and an NGO strategically. The document may end up less read, but if you've participated in the process of creating a strategic plan, you're more likely to remember and hopefully be inspired by it. Gav - ideally this work will be done between 2019 membership drives, meaning April, May, June, July. The Spring drive will kick off March 20th and we're likely to move up the Fall or perhaps now to call Summer drive, so that it's aligned with The Hoot and finished before Labor Day. Kara - Is there a deadline? Andi - the goal is to have it adopted in 2019. Gav - the draft visioning work we've done coming out of the board retreat has been the stepping stone. Kara has prior experience doing strategic planning. Chris does as well to a degree. Andi - we'd like to have the strategic planning also involve a listenership survey helping us to learn what do people think of the station. Not just listeners. Gavin - we have collected some sample documents and probably some people in this room may have access to other organizations strategic plans as models. Board Development - Because according to the bylaws is can be the

	same as the executive committee, there is no mandate on paper, but it's the searching and seeking new members and the growth of the existing board. Gav - it would be great to have money to develop the board members, whereas Andi paid her own money to attend a program on organizational leadership, etc. Those present expressed which committees they are interested in: ● Jero and Bruce - Finance ● Chris and Kara - Co-Chair Strategic Planning. Dustin and Andi will also remain involved. Gav - great, we can also do work on the phone as needed since Dustin is working in Rifle, Andi and Kara in Aspen. ● Dustin - Board Development committee ● April, Rick - events! ● Shoshana - Grants ● Scott - HR point person, with Andi remaining on the committee. ● Scott - CAB. April expressed interest in potentially subbing in as alternate for one of the quarterly meetings if needed. ● Briston can still join a committee after his toes are more wet. Amy - I'm really hoping he will assist with major donor cultivation. ● Chris - stay on Tech. Kara will participate as able.
GM Review	Andi - All board members will get a link to complete Gavin's annual review. Staff also participate. Gav - Andi consistently challenges me in a productive way. I'd like to encourage everyone to provide me with honest feedback and critique.
Introduction of Mark Duggan	Gavin - We are welcoming our new News Director who is an award winning capital J Journalist with professional radio experience. One of my goals is for staff to duplicate some of their knowledge so that things like trouble-shooting the automation system, etc. can occur with two in-house people. Mark Dugan got his Colorado community radio start at KGNU. He has excellent radio operational skills and is a

	true broadcast professional. We're excited to have him on staff. Mark grew up in Boulder and has worked for NPR in Tucson as well as three other western slope public radio stations. If anyone can help out, we're trying to help him find him housing. Mark - Thank you. No speech. Very happy to be here. Will go catch some dinner now. Thank you. Each board member introduced him or herself and said a word about their background for Mark.
● GM Report	<u>GM Report December 2018</u> FINANCES We've reached or exceeded our FY18 budget goals on membership, grants, and offsite events. We still have more money to raise by the end of the month to reach our goals for annual fund, record club, and underwriting. I've tracked current activity so far this month and added notes on the January-November Budget vs. Actual document. Gavin walked the board through the details of the 2018 budget-to-date and the $$ we need to raise yet to make budget. The Quickbooks reconciliation will be completed by Gavin, Bob and Jero before year-end. In addition to Annual Fund support and collecting on Labor of Love pledges, there will be a Mini-drive December 28-31 to help close the gap, which is approx. 27K, to reach our revenue goals. Our hope is that people give when we're down to the line. If we can do that, the goal is to be net 0 and make no use of the Mary Lilly bequest. Andi, board, $27K is a lot of money to raise in 2 weeks. Please think about who you can ask to help support the organization. Gavin - we've had $10K days on the drive, but a big yes for under-writing would go a long way. Record Club projected $30K for the budget and it has not come to fruition. Entertain the idea that That health insurance is still 50% health insurance. In 2018 we listed entire . $10K could be moved out from Record Club and Healthcare. The Corporation for Public Broadcasting agreement was signed and

	submitted by Andi and me so the first installment of our FY19 grant should arrive in several weeks. The amount is $91,537. We are still awaiting word on grant applications from City of Aspen, Town of Basalt, Town of Carbondale, Snowmass Rotary, and we advanced to the second round with Report for America. Labor of Love has brought in $16,791 so far with an estimated $3,700 left to collect. Greg also brought in a $1500 sponsorship from Roaring Fork Family Practice. Once the books close, we will exceed our budget goal. Thanks to caterer Susie Jimenez, poster designer Hayden Zigurs, and Jared Ettelson at Village Smithy, plus our alcohol sponsors, for helping us keep costs down. I've emailed everyone who participated in the event to ask for feedback which I'm tracking. Rocky Mountain Community Radio conference expenses totaled $3509.49 with conference dues and RMCR reimbursement totaling $3800. We had just fewer than 50 attendees total. TECH Engineer Bill Frost is looking into intermittent signal issues since we moved the 88.3 equipment from the now-demolished tram building to the broadcast tower on Iron Mountain in Glenwood. We are ordering a new Allen & Heather XB14 broadcast mixer for the news production studio. Raleigh will donate the aging Audioarts mixer to Radio Alas in Argentina. In January we will be replacing the computer at what is now Mark's desk in the news office. Spinitron v2 has been adopted by 110 out of 240 stations worldwide. It gets better and better. We need a round of maintenance on the Sharp black & white printer, which is fading again. PROGRAMMING Charlando con Crystal is now airing live in Spanish on Wednesdays and Fridays from 5-6. Congrats to super sub Dr. Roots aka Larry Singer for his new regular time slot every other Monday from Noon to 2:30pm.

	The next new DJ orientation is scheduled for Thursday January 17th at 5:15 here at the station.
Labor of Love Discussion	Andi - everyone has been asked to provide their feedback about the event. Check your email. A post mortem review and planning for the future will be done by the events committee with your feedback. Several people wanted to discuss the event, so we threw out some of our thoughts. They included that: ● the event feels stale ● we used to contract someone at year end to organize the effort ● it likely needs a change in venue ● the cup auction was another event at the same time across the street and the falling through of partnering was too bad ● more items used to be on-air, with a catalog for members ● maybe we need to move it up in the year and might use the outdoor village smithy space ● it's hard to beat the deal we get with them ● it's a good gift giving time of year ● Rec Center? ● Town Hall? ● A Way Home? ● December First Friday is important for timing but let's analyze The age-old non-profit dilemma of how many, which, what, how and weather to hold events was discussed briefly since the profit margin can be low and tax on human resources is so high. There is a healthy divide amongst the board on the subject.
Adjourn	<u>7:50pm</u> *Until next time - Monday, January 21st*