**90.9FM KRCL**

Listeners Community Radio of Utah, Inc.

Connecting community through remarkable music and positive social change.

Board of Trustees Minutes

Wednesday, January 25, 2017

**Board Members Present:** Aldo Arnone, Kirk Brown, Nancy Fillat, Kaneischa Johnson, Amy McMinn, Miriam Padilla, Heidi Prokop, Daela Taeoalii-Higgs, Paul Wharton, Chris Yoakam

**Called In:** Chip Luman, David Read, Clayton Scrivener

**Excused:**  Steve Boulay, Mark Stevenson

**Staff Present:** Vicki Mann, Haley Wightman

**Minutes Taken By:** Haley Wightman

MEETING COMMENCED – 5:33 pm

CONSENT AGENDA

Amy made a motion to approve the November board meeting minutes. Heidi seconded. The motion passed unanimously.

FINANCE

*2017 Budget*

Chris presented the 2017 budget to the board. There are some new costs associated with the CPB funding, but the increase in funding offsets them. Radiothon budgets are similar to 2016, and an increase in underwriting is anticipated due to the Development Director and Underwriting Specialist hires that will be made. Corporate and foundation grants are stretch goals.

Vicki was asked if there is a concern about CPB funding being cut. This is a concern, but she hopes to receive one year’s funding before changes happen. A campaign to encourage listeners to advocate to their elected officials about retaining CPB funding will begin next week. Per the station’s Washington lawyers, this issue is an exception to our lobbying prohibition.

Aldo made a motion to approve the 2017 budget. Nancy seconded. The motion passed unanimously.

*End of Year Financial Review*

Chris reviewed the end of the year financials. The net loss was due to having to return the grant from UCAIR from the solar project.

BOARD MEETING CALENDAR

The board survey indicated that the board is in favor of changing the day of the board meeting. Board members voted 6 to 4 to move the day of the board meetings to Thursday. Aldo indicated that the executive committee meetings would continue to be the Thursday before the board meeting at 8:30 am.

Chip proposed altering the board schedule so that there are 6 full board meetings a year – one each quarter, a spring strategic meeting, and a fall retreat, and having the board committees meet in the off months. The spring strategic meeting and the fall retreat will be longer and more in-depth than the quarterly meetings. All other voting can take place via phone or email, with emergency meetings called if necessary.

Amy made a motion to change the board meeting schedule. Kaneischa seconded. The motion passed unanimously.

BOARD SUBCOMITTEES

Changes to the organization of board subcommittees were proposed. There is a need for a facilities committee to make recommendations for building maintenance and do longer-term planning for building expenditures. It was recommended that the governance committee be subsumed by the executive committee and that the chair of the HR committee be the staff ombudsman. The finance committee will still meet monthly but will change its schedule to something to be determined.

Aldo made a motion to approve the changes to the committees and the subcommittees. Kaneischa seconded. The motion passed unanimously.

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Kaneischa and Aldo volunteered to be on the facilities committee, but it needs a chair. Staff and community members can be members of all open committees. Vicki is a member of all.

CANDIDATE SEARCH

Candidates are currently being sought for the Director of Development and Underwriting Specialist positions. Ads have been posted locally and nationally. Five candidates have completed screening interviews through HireVue. Vicki and Chip are coordinating interview schedule. The search is impacted by the fact that both KPCW and KCPW are also looking for development directors. The board is encouraged to share these jobs with their networks.

FUNDRAISING

Vicki would like to do some fundraising training with the board. This would give all board members an understanding of the development and fundraising process. Chip recommends offering the training as soon as possible. Vicki will schedule times and send out to the board.

PROGRAMMING

Vicki presented the monthly vital signs report. The December AQH share is 1.5 with a cume of 76,200 which is the best that the station has done during Vicki’s tenure.

OTHER BUSINESS

All board members need to review and sign the conflict of interest policy and return the form to Vicki.

The open portion of the meeting ended at 6:35pm. Amy put forth a motion to move into closed session to discuss personnel and/or real estate matters. Aldo seconded the motion. The motion to move into closed session passed unanimously.

CLOSED SESSION