

Community Radio Project
Board of Directors Meeting
January 12, 2010

Tom Yoder called the meeting to order at 6:38 P.M.

Members present: Frank Lister, Laird Carlson, Ned Harper, Tom Yoder, Peter Ortego, Kristine Nunn, Chuck McAfee, Jeff Pope.

Frank Lister read the mission statement.

There were no additions to the agenda.

Laird made a motion to approve the December minutes after it was decided to discuss the financials later in the meeting. Ned seconded.

Follow up discussion ensued about points raised during the December meeting that required further attention. Ned asked questions about our equipment purchases and the offset grants necessary to pay for the acquisitions, about our power module problems, and about the lost data from our server crash. Jeff responded to each. The lost data could not be retrieved and Melissa had to rebuild our data base from scratch. Our IT person is coming next week to install our backup system so that lost data will become a thing of the past. The power module problems are subject to continuous monitoring and negotiation with our supplier.

The board voted to approve the minutes.

EXECUTIVE DIRECTOR'S REPORT

Jeff asked for a report from each board member about the personal thank yous that were being delivered to our local underwriters. The response indicated that it was a worthwhile activity and should be continued. Laird had a question about the tracking software for the underwriting program. Jeff handed out an example of the client statements that are to go out once a month and explained the format and notations. Deena has oversight of the underwriting program.

Jeff handed out a sample of the KSJD playlist and commented about its scope and diversity, which is impressive and indicative of the quality of the station. Spiritron web site has the playlist posted. The question was asked whether we could have the playlist posted directly on our website in order to make the playlist more accessible and visible. Jeff said that Karen was working on it.

Jeff announced that the Media Literacy project begins on January 15 thanks to funding from the El Pomar Foundation. Karen will be directing the program, which will provide a needed educational program for our community.

Comments were noted referring to the fund raising success that closed this calendar year: we raised money in excess of our goal by about \$2000. We will start our membership drive earlier next year so that our end of year appeal is not drowned out by the membership drive.

Ned asked a question about the “children and cocktails” phrase as an appropriate promotional lead in to the Cabin Fever event. Jeff will look into it and revise so that they were no mixed messages.

Jeff made reference to the underwriting renewals and new prospects. We have \$70,000 to raise in our underwriting campaign if we are to meet budget.

We are still working on the power module problem. We had to replace two at a cost of \$1000 each. Insurance covers the expense, but the problem remains unsolved and the inconvenience, and cost, demands a solution. Jeff is working with the manufacturer. We have also lost the San Juan Citizens Alliance as a tenant due to the conditions of the space.

BOARD DEVELOPMENT

Chuck McAfee reported that of our five candidates for board membership only one remains. Clara Martinez, the remaining candidate, will be meeting with board members in Mancos this Friday. Darlene Weimer is interested in serving and has been contacted by Chuck. A packet of materials has been sent to her. The board was reminded that a prospect attends two meetings before election takes place and becomes official. The development committee recommends approval to the full board for action.

A discussion then took place about potential board members and their qualifications. We need to be clear about what skill sets are needed on the board, what qualities and qualifications we are looking for, and how we communicate our needs to potential board members. Candor is necessary on both sides if mismatches are to be avoided. Teamwork is a priority for the board and we need to be sure that candidates have personal qualities that reinforce that priority. Under these guidelines, the search will continue.

Jeff handed out some Cornerstone packets that he wishes to have distributed around the community as a reminder about our fund raising campaign.

Tom raised the issue of the appropriate interface between the program committee and the Community Advisory Board. How will the two entities work together, how will they reflect the diversity of the community and our membership, and how will the community board members feel rewarded in their work? They are to meet twice a year together and Chuck suggested that the two entities have separate chairs and agendas. We should review the notes itemizing the characteristics we are seeking in advisory board members and also the mandate given to the board. That should guide our search for potential members. Peter suggested we solicit interest over the air in order to help us identify potential members and advertise the mission of the advisory board. The Program

committee will discuss this and come up with recommendations and report back to the board.

Tom also raised the issue of board succession and transition which will occur in the month of April. Tom steps down from the presidency in April so we need to attend to that transition and a new slate of board officers. Tom will solicit email suggestions about the presidency and officers. He will collect those recommendations and consult with the Executive Committee about the appropriate next steps to present to the board. We also should start planning the retreat: we need to find a facilitator, a location, and a date. Tom, Laird, and Frank are on the planning committee and will meet to discuss arrangements and agenda. They will report back to the board.

Chuck encouraged us to keep soliciting for Cornerstone since there continues to be interest in the community about the project. Jeff said a 900 piece mailer is going out soon which we hope will capture that interest.

FINANCIAL REPORT

Kristine after working all day on the reports presented them to the board. She reviewed the balance sheet for us as well as the KSJD operations budget, which includes year to date information and the December 2009 report of budget to actual comparisons. She handed out the rest of the financials (transaction sheet, Cornerstone figures etc.) and suggested that we look them over and if there are no further questions, approve them by email. Tom will send out an email request for approval response.

A question was asked about underwriting revenue and how to make sure that program stays on track toward our \$70,000 revenue goal. Jeff will monitor and report back.

Kristine looked into a line of credit and thought the terms presented to us were not worth the benefit. Board members seemed to agree and so no action will be taken.

A draft of the staff contract was submitted by Peter. Again it was suggested that board members review it and send approval (or revisions) to Tom by email.

Jeff reported that the calendar of events is being put together at tomorrow's staff meeting. Eventually some portion of the calendar will be placed on the Website. It will also be included in the board packet that will be distributed in April.

The board discussed the revised personnel policies drafted by Tom and sent to us by email (referring to staff evaluations and annual review dates). Kristine moved to accept and Laird seconded. Motion passed. Chris will incorporate into the existing policies and distribute to board members.

There was also a motion by Laird, seconded by Kristine, to accept the job performance memo drafted by Tom for Jeff's review. The motion passed after a reminder by Jeff and

Tom that official protocols, in matters like this, need to be followed (actions taken during regular or official meetings with minutes and votes taken etc.).

Meeting was adjourned at 8:57 P.M.

KSJD Minutes (not CRP!)

March 6, 2010

Kelly Place

Tom Yoder called the meeting to order at 8:40 A.M.

Present: Sally Kane (facilitator), Tom Yoder, Peter Ortego, Ned Harper, Jeff Pope, Chris Babbs, Laird Carlson, Kristine Nunn, Karen Mooneyhan, Melissa Betrone.

Frank Lister has officially resigned from the board and Tom has thanked Frank for his service.

Ned moved that the February 9, 2010 minutes be approved. Kristine seconded and the motion carried.

Tom announced that the Executive Committee had met to discuss board transition issues and had concluded that the following slate of officers would be recommended to the board for approval in April: President, Peter Ortego; Vice-President, Tom Yoder; Treasurer, Kristine Nunn; Secretary, Chris Babbs. The terms of these officers expire in 2011, which highlights the urgency of our board recruitment campaign and the need to attend to establishing a smooth transition for the KSJD board.

Peter commented about the need for coordination of duties on the part of the board officers. The station is moving in a good direction and we need to restructure the board accordingly.

BOARD DEVELOPMENT

Tom, Ned, Jeff, and Peter reported on their efforts to contact potential board members. Some have expressed interest and others have declined. That effort will be ongoing with the intention to report on progress at the April board meeting. Tom is keeping a master list of prospects. The intention was to broaden the range of prospects to see if we can generate more interest in board membership, especially among those who have the enthusiasm and commitment to KSJD. That approach seems promising and we hope that it pays dividends by April.

EXECUTIVE DIRECTOR REPORT

Jeff handed out some supplements to his monthly report: one entitled "CRP financial snap shot" and the other a summary of initiatives overseen by Melissa designed to enhance our revenue sources over the next couple of months. Jeff indicated that we are not now meeting our underwriting goals and that he is overseeing that effort until such time as someone is hired to assume that responsibility. Melissa then proceeded to describe the initiatives outlined on the handout: updates about the membership drive, events past and future, and foundations and other fund raising activities. There was extensive discussion about the need to concentrate on underwriting as a more substantial revenue stream for the station. Also there were observations made about the appropriate

ratios of fund raising support from membership, underwriting, and grants (it should be 1/3 from each). Sally asked if we had a major donor/planned giving program. The answer at present was “no”. Laird asked about membership growth and new members as revealed during our last drive; Karen will collect that information and pass it on.

PROGRAM COMMITTEE REPORT

Laird presented a hand out that summarized programming committee activity. The Community Advisory Board has been a topic of discussion, especially with regard to meeting protocol, composition, agenda topics, and how to integrate information received with KSJD programming. There was also a discussion about the last survey and how programming has changed in response to the survey results. We still need to fill 4 positions, possibly from north of Cortez, Rico, as well as a representative DJ.

Jeff reported that we are still working on the web site so that we can better display by-laws, board minutes, and other items of station business and information. The board of trustee page needs to be updated; all board bios should be posted and updated.

There were questions about promotional items from the last membership campaign and the reasons why their sending was delayed. Karen, Melissa, and Jeff went through the snags the station had to overcome to make good on our promotional promises. We obviously need to improve that process, which to a large extent we already have, as we organize our April membership drive.

The board then adjourned the business meeting with the intention to regroup in 5 minutes in order to begin our annual retreat.

KSJD Board meeting

April 13, 2010

Meeting called to order by the president at 6:34 P.M.

Members present: Ned Harper, Tom Yoder, Laird Carlson, Peter Ortego, Chris Babbs, Jeff Pope (executive director), Chuck McAfee (guest).

Peter Ortego read the mission statement.

Laird presented a motion to approve the March minutes, which was seconded by Peter and passed by the full board.

Chris moved that we accept the February and March financials. Peter seconded the motion and discussion ensued.

Ned asked why a non-profit used a "profit" and loss statement in their financial reporting. Better terminology might be revenues in excess of expenses as a way to track financial performance with respect to budget targets. He also asked why we used two banks for our financial services. Jeff answered that it was good business practice to distribute our resources in separate accounts.

Laird raised the question about whether we have adequate understanding of our financial position given the financial reporting format we are now using. There was a general discussion about our financial reporting which focused on two questions: is it clear enough and does it tell us what we want to know? Tom suggested a revival of the budget committee to review the financials before the board meeting so that questions could be answered and clarified. The board could then focus on the main issues revealed by that month's financials. The budget snapshot is quite helpful in identifying those issues and the executive director's summary of that provides clarity to the resulting discussion. The existing comparability of budget to actual is not very helpful to some, while a "year to date" or a "year to year" comparable summary would be helpful. Jeff then reviewed the "budget snapshot" and a summary of expected income projections (\$71,000). Those handouts were distributed at the meeting and gave some focus to our income needs for the rest of the year. Staff will be working on that and Jeff will report back to the board. We do need underwriting prospects, which the board would be useful in helping to identify. Tom will proceed with the budget committee idea and report back to the board.

Motion to approve the financials passed.

OFFICER'S REPORTS

No reports were submitted except those that are contained within other agenda items.

BOARD DEVELOPMENT

Recruitment update: our attempts to recruit new board members continue with the identification of potential members and invitations to those we have already met. One candidate declined our invitation and another has been non-committal. The board reviewed the prospect list and Tom, Ned, Peter, and Chuck reaffirmed those whom they have suggested previously. Chuck will send out the board packet to them and follow up to gauge their interest. Tom will continue to make revisions to the master list and the board will continue to prioritize among candidates for future action. Recruitment is a high board priority and will receive attention at every board meeting.

At this point in the meeting, Tom Yoder introduced the proposed slate of new board officers to be elected at this meeting and to serve terms until April 2011. Tom moved that the board accept the following slate of officers for election (Chris seconded):

President-Peter Ortego
Vice-President-Tom Yoder
Treasurer-Kristine Nunn
Secretary-Chris Babbs

Votes were taken for each of the candidates and all were approved unanimously.

EXECUTIVE DIRECTOR'S REPORT

Jeff presented the director's report and made some additional comments. There was a discussion about play list postings, the administrative oversight of our underwriting program (Jeff is handling it temporarily), and the departure of the music director. Jeff remarked that the station is once again administratively overstretched, which is not sustainable over the long term nor in the interests of the station's strategic goals.

There was an update about the station's employee benefits package: a health reimbursement fund is being set up through Core Documents. The station contributes \$300 per month to each employee's fund, to be used for medical expenses as defined by the plan. Jeff expects final resolution within a few weeks, and this, along with the retirement plan, will complete the board's commitment to employee benefits as outlined in our personnel policies.

In reviewing the personnel budget, two questions deserve consideration: do staff hours meet the operational needs of the station and do we need to restructure existing staffing to meet those needs (or both). Ideally, Jeff would like to have an operations person 2-3 days per week, an administrative assistant 2 days per week, and Melissa extended to 4 days per week. Unfortunately, that ideal does not match current budget realities. We must stay on track to capture \$71,000 in revenue projections to meet existing budget demands. This must be tracked carefully through our membership drive and our underwriting approaches.

In coming weeks there will be an emphasis on grant writing and the need for volunteers to help with event planning and organization, the membership drive, and other duties that

might assist the staff. Board giving, as well as volunteering, is especially important, as is the board reaching out to the business community to enlist new prospects for station underwriting. Jeff will also send out the underwriting list to the board so that we might contact them and extend our thanks for their support.

CORNERSTONE REPORT

Jeff reported that we need to raise \$116,000 by June 1 in order to undertake phase one of the Cornerstone project. The Gates grant, if it comes in early, could contribute \$75,000 to that amount, with a Ballantine grant for \$5000 and individual donations totaling \$30,000 making up the rest of our goal. Jeff will continue to pursue terms for a bridge loan with our local banks and report back at our next board meeting. Jeff will also proceed with negotiations with Colorado Preservation Inc. to manage our Cornerstone grants. Jeff handed out a financial chart itemizing where we are with Cornerstone donations and how those match our Cornerstone construction budget.

The discussion next moved to the retreat and the topics that were suggested there for future board discussion (notes from the retreat are still yet to be distributed). The board took up the topic of KSJD's committee structure and how that structure would best serve the interests of the station. There was consensus that KSJD should have for 2010-2011 five committees: Finance, Development, Administration, Program, and Operations. The areas of oversight for each committee would be confirmed each year and absorb the functions of previous committees. Those descriptions would be included in our personnel policies manual. The committee discussion led us to the by-laws, specifically Articles III. and IV. It was decided that at the next meeting resolutions should be prepared that changed the present wording of Article IV., Section B. (nominating committee) to reflect present practice. Peter volunteered, or was assigned, that duty. It was also suggested that we change Article IV., Section C. to reflect our recent discussion about committees. The existing wording about standing committees, except for the Executive Committee, should be deleted and replaced with "standing committees are established by the board from year to year to meet the strategic needs of CRP/KSJD. Those committees will be listed each year in the station's personnel policies manual." A motion incorporating this language, or something like it, will be presented at our May meeting for action that leads to a revision of our by-laws.

Next there was commentary about the CANPO evaluation instrument. There are 9 areas of organizational review that are encompassed in the evaluative tool that can be used to assess the performance of your organization. Jeff suggested that we look at the format and make a judgment at our next meeting as to whether or not it might be useful to us in evaluating our work and guiding us in our strategic goal setting. In short, would it be worth the time and effort to undergo such a review. Jeff also reported on the Community Advisory Board meeting, along with Laird. Notes for the meeting will be distributed to board members. The meeting was judged to be a success. There was a good discussion about what KSJD needed from the advisory board and how best to help with community networking and relationship building.

EXECUTIVE SESSION

Peter moved and Laird seconded that any reference to a motion on the agenda be struck and be replaced by “Executive Session” only. That motion passed and the board then adjourned to executive session at 9:21 P.M.

The board reconvened at 9:44 P.M.

NEW BUSINESS

Jeff observed that email voting by the board between meetings might violate CPB open meetings regulations. Jeff will investigate and report back at the next meeting.

The meeting adjourned at 9:55 P.M.

KSJD Minutes

May 11, 2010

The meeting was called to order by Tom Yoder, substituting for Peter Ortego, at 6:40 P.M.

Jeff Pope read the mission statement

Present: Jeff Pope, Ned Harper, Chris Babbs, Tom Yoder, Kristine Nunn, Katrina Roberts (guest). Peter Ortego arrived toward the end of the meeting.

Additions to the agenda:

Jeff suggested that we address the need for two approvals: one relates to the request for borrowing authority for a bridge loan for the Cornerstone project and the other to the opening of a new bank account for the deposits needed for our medical benefits plan. Jeff will report later in the meeting about the CANPO evaluation process and how we should, or not, proceed with that instrument in our assessment of our organization. Ned asked about the potential board member interview process, more specifically who does the initial interview with a prospect and what is the role of the board member who suggested that person for membership. Tom recommended that we do that when we come to "board development" on the agenda. We should also address the topic of moving our board meeting dates so that the Finance Committee can meet the week before the full board meeting. We also need to continue our discussion of the board's committee structure later in the meeting when Peter is here.

Consent Agenda:

Ned moved and Chris seconded a motion to accept the April minutes. The motion carried.

Laird moved and Ned seconded a motion to accept the April financials. That motion was eventually tabled. Ned asked who is going to be on the Finance committee and when will the meeting dates be set. The Finance committee should first meet and decide on the final reporting format. What should be reported to the board and how should the budget snapshot be presented? What does the board need to act on when the financial report is presented each month? What is important for the board to know to discharge its fiduciary responsibilities? The Finance committee will address these questions and present answers to the board with the appropriate guidelines for financial reporting. Jeff also presented a handout illustrating the estimated gross income for the balance of the fiscal year, 2010. He made some observations about what is required for us to meet our budget projections and what potential expense cuts might be necessary for us to stay within our projections. He will be meeting with the Finance committee to propose options and track our financial picture as the rest of the year unfolds.

OFFICER'S REPORTS

There were no officer's reports except for the Treasurer. Jeff commented on the estimated income report that he handed out. We have operated at an expense rate of \$23,000 per month and need to reduce that rate to \$15,000 per month. We have anticipated income of \$79,550 for the rest of the fiscal year; consequently we are looking into expense control options that are in line with our anticipated revenue flow. Payroll is about \$11,000 per month, but we do have other options for revenue cuts. Jeff will propose those and discuss them with the Finance committee before taking action. We should also analyze the reasons why our revenue projections in some areas missed their targets.

BOARD DEVELOPMENT

Katrina Roberts was a guest at the board meeting, after having previously met with Tom, Peter, and Jeff as a prospective member of the board. Chaitna Singha will meet with Jeff, Tom, and Peter on Monday to discuss her interest and qualifications for board membership. Other prospects are still being vetted. With respect to Ned's question about interview procedures, Tom and others described a process that starts with interviews with prospects and members of the board's development committee. It was agreed that the person who recommended the prospect should be informed about the outcomes of those meetings and be copied on any correspondence among members about that prospect.

EXECUTIVE DIRECTOR'S REPORT

Jeff brought us up- to- date about the search for the new music director. A job description was sent to the Personnel committee, as well as a review of the search process. Laird requested a copy of the job description, which Jeff will send. The job requires 4 hours of in office time and 6 hours at home, per week. Jeff announced that our membership goals have been met after a very successful fund drive. He as well distributed copies of the recent station newsletter. Kinder Morgan contributed \$1000 for the Friday student music program.

There was next a discussion of the Cornerstone project and the preparations for Rural Philanthropy Days. Jeff, Melissa, Kristine, and Marianne are developing approaches that will present the Cornerstone message to prospective funders. That message will emphasize media literacy, community communication (interviews and oral histories), economic development downtown, Story Core and the KSJD vault. The education mission of the station will also be emphasized. Jeff has also been invited to do the pitch on behalf of Montezuma County as an introduction to the event.

Jeff announced that the CANPO evaluation document is a 40 page tome that itemizes 9 areas of non-profit review. Is this what we want to use as we evaluate the station's effectiveness? Might NPR or CPR have an instrument that is better adapted to our circumstances?

Jeff reported that there have been three interviews for the underwriting position and the position still remains open. Also Karen has announced her resignation (she will be going to pharmacy school). She anticipates a July 1 departure and will be missed greatly. The

personnel committee will meet to discuss the job description and advise Jeff about how to proceed.

COMMITTEE REPORTS

Cornerstone Report (continued): A new brochure has been designed for the Cornerstone project to be included in a packet for potential donors. We are also dressing up the building with banners and pictures in order to highlight the campaign. We need to raise \$40,000 in 40 days in order to meet our Gates challenge. One local dollar is matched by eight foundation dollars, which is a great incentive to raise local funds. The Ballantine Fund has committed \$2000. Bill Stanley is stepping down from the Cornerstone position and Marianne Mate is stepping in. We hope for success so construction can begin sometime this July.

Peter has suggested that the committee structure requires further discussion, which might lead to some by-law revisions. Chris offered to propose the new committee structure and describe each of the committee's duties. He will post that on-line for board members to review and discuss at next month's meeting. Peter will suggest changes in our by-laws to reflect what we decide about committees. He also wants to schedule committee meetings and appoint new committee chairs. Probably this will happen some time next month.

Kristine proposed a resolution to elect Peter to a two year board term (2010-2012) and to serve as board president for 2011. Laird seconded. The resolution was unanimously approved.

It was proposed as well that the Finance committee meet the second Tuesday of each month to consider the previous month's financials and prepare the report for the full board meeting which will now occur the third Tuesday of each month. This will require a change in our by-laws. A vote will be taken next month to reflect this change if the board so desires.

Ned moved that we authorize Jeff to negotiate terms for a \$40,000 bridge loan with interested banks. This loan is for financing the Cornerstone project until we receive our USDA grant. Kristine seconded. The motion passed unanimously.

Laird moved that we open a bank account for our health reimbursement plan deposits, as recommended by our plan administrator. Kristine seconded. The motion passed unanimously.

The meeting was adjourned at 9:00 P.M.

KSJD board of trustees meeting

June 8, 2010

The meeting was called to order by Peter Ortego, board president, at 6:39 P.M.

Members Present: Jeff Pope (Executive Director), Laird Carlson, Katrina Roberts (guest), Kristine Nunn, Tom Yoder, Chris Babbs, Ned Harper, Chaitna Sinha (guest). Introductions were exchanged between members and guests.

Additions to the Agenda:

Laird wants to convey a comment passed on to him about the station.

Jeff needs a motion authorizing signees for the new medical reimbursement account.

Ned has questions about Cornerstone marketing and “appropriate board discussion topics.”

Peter would like Chaitna’s board membership consideration to be added to our topics for discussion during executive session.

Laird moved to accept the revised agenda, Tom seconded, and the motion passed.

Laird passed on the comment made by his renters complimenting KSJD as “great community radio.” Ned also passed on a comment made to him during a doctor’s appointment that serving on the KSJD board must expose him to all the “fun stuff.”

Laird moved and Kristine seconded a motion to accept the May minutes. Peter suggested that we add to the minutes that “Katrina discussed her board qualifications at the May meeting.” With that addition the motion was passed.

A preliminary discussion ensued about the May financials. Questions have still lingered about the April financials that have yet to be approved due to some confusion about the reporting format. Financial reporting is also complicated by the meeting change for the Finance committee, which will now meet the second Tuesday of each month. Having the May financials in front of us allowed Jeff and Kristine to address any “red fag” issues contained therein. Jeff observed that our CPB grant is still three weeks off and we need to exert expense control until the grant is received. Revenue expectations are still off, despite the approximately \$9000 gained because of RiverFest, and therefore staff expense controls are in place. The Finance committee will continue to address these issues. Jeff remarked that the underwriting position has been difficult to fill; we need to look again at the job description and the salary/commission form of compensation. How best to achieve our underwriting goals is the overriding topic to be addressed: how best to find prospects, how to do local business research, how to identify top prospects, and how to set up contacts and follow through. We need to find the person who matches that objective and structure compensation that is attractive to any potential qualified applicant.

Ned then moved that we accept the April/May financials pending the meeting of the Finance committee the second week of July. Tom seconded. The motion carried.

OFFICER'S REPORTS

President: Peter stated his intention to distribute the board agenda in a timely fashion and to attend to the importance of committee composition and regular committee meetings.

No other officer reports were submitted.

EXECUTIVE DIRECTOR'S REPORT

Jeff indicated that the state of Colorado contract is almost ready to implement as is the Colorado Preservation easement (who is also our grants manager). Both will need board approval for quick action, possibly through email communication. Jeff will keep the board posted and Peter will review the relevant documentation and recommend to the board the appropriate action.

Jeff reviewed for us the Cornerstone marketing plan and handed out a synopsis of the various Cornerstone initiatives that make up that plan. Since March 11 we have raised \$11,000 toward our goal of \$40,000 in 40 days. Some individual asks are still in play (15 or so that would take us past our \$40,000 goal if they came through with the ask amounts). Further board contacts are needed right now if we are to maintain the right momentum in the time left to us. The marketing effort is addressing many different modes of communication (see report) so we are hopeful of success. Ned noted that we are advertising a 80 seat venue as a part of this campaign when in fact that venue is not due to be online until phase two. Is that a problem that will cause disappointment in potential donors? Jeff will review the copy and make sure it is accurate.

On the topic of board evaluation, Jeff had doubts that the CANPO instrument is the one that would be most effective for our evaluative purposes. He suggested that we invite Rebecca Larson of the Omni Institute to come to a board meeting and make a 15 minute presentation about board evaluation. It was suggested that we look at models of evaluation forms to see if they might fit our needs. Kristine has one that might be useful and will distribute when appropriate.

We still need to compose our retreat notes so that we have an accurate record of what was decided there with reference to long term goals and strategic planning. Kristine will look at Melissa's notes and Chris will look at his so that some record of the retreat can be pulled together.

Jeff indicated that Riverfest was a success and that we probably would not do a summer membership drive. It would be great to do a summer drive, but we do not have the "organizational capacity" to pull it off right now. Jeff did an events preview and there was some discussion about the block party. Ned had a question about HD3 radio and its startup on June 15.

Jeff announced that he had started an account at the First National Bank as our health reimbursement account. That account will require two other signees. As resolution #1 Laid moved and Ned seconded that we add the president and the treasurer as co-signees on the new account. That motion passed.

As resolution #2 Tom moved and Laird seconded that on this account only one of the three signees is required to sign a check for activation, as long as it is understood that Jeff can never sign a check that reimburses him out of this account. This motion passed. The question was raised about how reimbursement was authorized and who did the authorizing. The Administrative/Personnel committee will review the process for reimbursement, as will our auditor, and report back to the board. Jeff reported that the presentation package was ready for our bridge loan, but as yet there was no update about our progress with the banks on this issue. Jeff reviewed the schedule for Rural Philanthropy Days. He and Kristine also presented the initial drafts of their pitches for funders during the Friday roundtables. Suggestions were offered on the drafts. We are hopeful about our reception at the event.

Peter raised the topic about board members contributions to KSJD and Tom added his understanding about board policy on this matter. We were reminded that a membership contribution is not a substitute for an annual contribution to CRP. There is that expectation that the CRP contribution shall be given by April 1 of each year and not specifically to KSJD or Cornerstone. Still Cornerstone is a priority right now so there was some sentiment for phrasing our contribution policy as follows: "board members should contribute to CRP each year by April 1, which is not your annual membership fee, and can be designated by the board member to CRP or other related priority projects." That phrasing should also constitute an amendment to the by-laws and should be so noted at our next board meeting.

Peter next handed out a copy of by-law revisions relating to committees and meetings. Tom moved and Kristine seconded a motion to amend Article V "Meetings" as follows: in subsection A remove the current words and replace with "Monthly BOD meetings shall be scheduled on the third Tuesday of each month." That motion passed. Thus our next meeting will be July 20.

Tom then moved, and Ned seconded, a motion to amend by-law Article IV "Committees." In subsection "C" remove the current words and replace with "Other committees of the CRP BOD include, but are not limited to Finance, Development, Administration, Operations and Technology, and Program." That motion passed and is now included in the by-laws.

Peter then led a discussion about committee roles and responsibilities based on a draft handed out the previous meeting. It was agreed that this new committee structure best served the interests of KSJD and that we should proceed with implementation. The new committees are the following: Finance (Kristine as chair), Program (Laird as chair), Development (Peter as chair), Operations and Technology (Tom as chair), and Administration (Chris as chair). Tentatively it was decided that Finance should meet monthly on the second Tuesday, Program should meet quarterly on the third Thursday, Development monthly on the second Thursday, Operations and Technology quarterly on the first Tuesday, and Administration quarterly on the fourth Tuesday. Peter will confirm membership appointments to each committee and publish those by the next meeting.

Committee chairs should begin to think about the next meetings and appropriate agenda topics.

Jeff briefed us about the various personnel issues he is confronting and will keep us posted about outcomes. The Administration committee will meet to discuss Jeff's recent personnel memo and continue our discussion about the best staffing arrangements to advance the interests of the station.

Chaitna gave us a review of her background and qualifications for board membership. She is an attorney with a community organizing background and has an abiding interest in rural community development. She would be interested in serving on the Finance and Development committees.

Addition to the Agenda: Ned proposed that we review the topics which are most appropriate for board discussion (a topic that was raised at the retreat as well). What topics should the board spend time engaging, and which should be avoided? To decide on appropriate topics in advance would also help streamline board meetings. We need to return to this; Peter will take it under consideration and Jeff will craft his report so that discussion is focused on more strategic concerns.

Peter then reviewed some action items that require follow up:

List of potential Cornerstone donors to be distributed.

Jeff to develop a list of potential underwriters.

Colorado contracts to be executed by email.

Board evaluation instruments to be reviewed.

Cornerstone advertisement.

Administrative committee to review Core Documents procedures for medical accounts payment authorizations.

KSJD board contribution policy-by-laws revision at next scheduled board meeting. Check

Carolyn's membership on the Finance committee.

Put together the retreat notes.

Establish KSJD on-line calendar.

The board next went into executive session (9:10 P.M.)

Executive session adjourned at 9:40 P.M.

Mention was made about the need for a revised board recruitment policy/process. That topic will be referred to the Development committee for action leading to a draft to be considered by the full board.

Laird nominated Katrina Roberts for membership on the board of KSJD. Kristine seconded. Nomination passed.

Meeting adjourned at 10:05 P.M. (or some such unreasonable hour).

KSJD Board Meeting
July 20, 2010

The meeting was called to order by Peter Ortego, board president, at 6:37 P.M. and continued by the reading of the mission statement, also by Peter.

Members present: Tom Yoder, Ned Harper, Kristine Nunn, Peter Ortego, Chris Babbs, Jeff Pope (Executive Director).

Members absent: Laird Carlson, Katrina Roberts.
Guest: Chaitna Sinha.

ADDITIONS TO THE AGENDA:

Jeff would like included under new business the consideration of the Colorado Preservation Inc. contract that was sent as an attachment to an earlier communication from Jeff to the board. That contract stipulates the terms under which the construction management of the Cornerstone project will be handled.

Ned would like to discuss the topic of the appropriateness of a subject for board discussion, or through some other mechanism of communication.

There was the suggestion to move consideration of Chaitna's board membership to the beginning of the meeting rather than the end. That suggestion elicited strong support and thus Tom Yoder moved to accept Chaitna as a new member. Kristine seconded and the motion passed unanimously.

We also decided to consider acceptance of the financial report after the conclusion of the finance committee report.

Kristine moved that we accept the June minutes for approval. Ned seconded and the motion passed. Jeff announced that the minutes were posted on the KSJD website and that reference could be made to them there.

OFFICER'S REPORTS

President: Peter made mention of his vacation and its many attractions. He also asked for an update on the recent court ruling on FCC rules and its impact on KSJD. Jeff will do that later in the meeting.
There were no other officer reports.

EXECUTIVE DIRECTOR'S REPORT

Jeff referred us to his written monthly report and asked for questions. He did comment on the success of the membership drive and our efforts during Rural Philanthropy Days. Foundation grants are being prepared by way of follow up. He explained what pod

casting was, with an assist from Tom, and then launched into a report on our special permit application for our Utah station (Abajo). The U.S. Forest Service application is due on July 30. Jeff is working on the permit requirements with Ecosphere Environmental; we also need survey work done in archaeology and biology. Tom has graciously agreed to provide the archaeological survey pro bono. Jeff reported that Karen's going away party was great and Lindsay's three month review was in the offing. The underwriting and program director hires were forthcoming. Jeff indicated that this long transition in staff hiring has had a significant impact on the station. Staff continuity is important if station goals are to be achieved and the budget balanced. Jeff reviewed the guests who have been interviewed by the station in the last month. Those interviews indicate the central role KSJD plays in transmitting important community information. Also, the block party was a success. The Cornerstone committee met last week to follow up on Rural Philanthropy Days and continue their fundraising initiatives. They are following up on major donor asks and foundation approaches. We need to raise \$16,000 to meet our challenge.

FINANCE COMMITTEE REPORT

Kristine announced that our detailed financials will be posted on our website, with some system, password controlled, to permit board access. She indicated also that all new members of the board are asked to attend a workshop on our financial reports and how to read them. They can attend a Finance committee meeting to do this. The June financials reveal our continuing budget challenges: our CPB grant because of a late submittal should be \$34,000, our digital project needs a CPB reimbursement of \$5000, and we have several programming costs that are coming due and need attending to. The Finance committee will be working on the 2011 budget in August. Our revenue decline requires attention and the new budget should reflect that reality. Staffing levels should be examined as well as potential programming cuts. We have revenue potential that was reflected in this year's budget that needs analysis in the hopes of capturing that potential in the future. The Finance committee will report back their recommendations on all these issues.

We are still pursuing the CPB grant for those stations that have \$300,000 in revenue and 4 full time staff (or the equivalent). It appears that we were ineligible this cycle because of the way our in-kind revenue was reported by the college. We hope to get that accounting problem sorted out, now that we are independent, and become eligible for 2011. That \$25,000 grant would make a big difference to our budget. We will present the budget for 2011 in August and vote to approve in September.

Chris moved approval for the April, May, and June financials. Ned seconded. Approval was unanimous in favor. Two Finance committee meetings are scheduled for August 10 and August 16 in anticipation of the board meeting on August 17. Kristine will consult with Chuck Forth about mixing together our financial reporting for CRP and KSJD. She and Jeff will report back.

The next development committee is scheduled for the second Tuesday in October (October 14). The Administrative committee is set for Tuesday, July 27, at 11:30 in the Cornerstone building. Chris will email the agenda to the members of the committee and forward Jeff's personnel memo as one of the items for discussion. Chris also asked that an electronic version of the by-laws be sent to him so that recent changes in the by-laws might be reflected in a revised version. The Operations/Technology committee will meet August 3 at 6:00 P.M.

Jeff gave an updated review of the status of our hiring, what offers are about to be made, and how these personnel changes will be reflected in the budget. One budget will use as its baseline our 2010 revenue projections and how 2011 expenses might be managed under that scenario.

NEW BUSINESS

There was some discussion about DJ accountability based on our reading of FCC rules and recent court decisions. There are guidelines for music selection and some monitoring by Jeff of on air protocols. The question is what to do if a rule is broken; we now depend on Jeff's common sense and follow up with DJ's. This appears to be working. There will be a DJ meeting in October when all of this will be reviewed.

Jeff is asking for approval action by email of the Preservation Inc. contract. Ned asked about our use of the Montezuma County calendar to post time, date, and place of our board meetings. That would be done in the interest of transparency and community communication.

The meeting was adjourned at 8:17 P.M., reflecting a new record for KSJD meetings.

KSJD Minutes

8/17/10

The meeting was called to order by Kristine Nunn, substituting for Peter Ortego, at 6:40

Chaitna Sinha read the mission statement.

Present: Ned Harper, Chaitna Sinha, Kristine Nunn, Jeff Pope, Tom Yoder (to resign his position and Katrina Roberts

Additions to the agenda:

Jeff Pope requested that we add a discussion about his unused paid time off to the new business.

Tom Yoder submitted his resignation from the Board in order to accept the Program Director position at KSJD. It was accepted. He will be missed on the board, but all are very excited about his new role at KSJD.

Consent Agenda:

Chaitna moved and Ned seconded the motion to approve the July minutes. The motion passed and there was no discussion.

Officers Report:

There were no Officer Reports

Executive Director Report:

Jeff brought us up to date on the current state of the \$40k in 40 days with the exciting news that a final donation had come in that day to bring us over the \$40k mark.

Committee Reports and Next meetings:

Kristine and Jeff reported that in the finance meetings we are needing to either make programming cuts or decide whether or not our new underwriting executive will be able to make up the approx \$15k gap we are looking at. It was decided that we would evaluate our underwriting potential and make a decision based upon further information. It was also discussed whether or not we should pursue attaining a line of credit to help buffer potential cash short falls.

Jeff reported that we had yet to receive vital CPB funding and that if it did not come in we would not be able to make the next payroll. He suggested that we use monies from the Cornerstone project to cover expense needs until the funds came in. They are guaranteed funds from CPB, we are just waiting for state funding. Chaitna was concerned about the potential tax ramifications of

that move but it was decided that since the funds for Cornerstone fall under the prevue of the KSJD Board that all taxes were within our normal operating parameters

Katrina motioned that Pending non-received grant fund from CPB that \$15k of Cornerstone funds will be moved to KSJD for the explicit purpose of payroll to be repayed to Cornerstone as soon as those funds are available. Ned seconded and the motion passed

Cornerstone Committee – State Historic Fund Contract was executed as well as the Colorado Historic Preservation Contract. There was also a potential construction schedule presented.

Development Committee meets Oct 14th.

Administration Committee meets Oct 26th – Budget to be presented to the board. Tom Yoder begins as Program Director on August 16th. Bob Bragg begins as underwriting director in September

Operations and Technology meets Nov 2nd –

New Business:

Jeff requested that the board consider allowing him to take his accrued time off past the designated expiration of those hours. He advised that he could take the time off owed immediately but that with Tom Yoder just starting and Karen already having left it would be to the extreme detriment of the station. This brought up discussion as to whether or not it was an employee standard we should allow due to the fact that a precedent would be set and potentially expected by others. Also the fact that Jeff does not have a contract with the board is a area of concern especially in regards to universal employee policy and making exceptions for just the ED.

Katrina motioned to accept Jeff Pope's Fiscal Year '10 accrued vacation to use any carry over available until Nov 11th 2011. Ned seconded. The motion carried

Discussion was the need for the Administrative Committee to review the personnel policy in regards to PTO & the ED having a different directive.

The meeting adjourned at 8:38pm

KSJD Board Meeting
September 21, 2010

The meeting was called to order by Peter Ortego at 6:34 P.M.

Members present: Jeff Pope (Executive Director), Peter Ortego, Laird Carlson, Ned Harper, Chris Babbs, Katrina Roberts, Kristine Nunn, Chaitna Sinha.

Peter read the mission statement.

Additions to the agenda: Chris wanted to discuss the topic of Jeff's evaluation and contract, which is a part of Administrative Committee business, and some potential board nominees, to be considered by the Development committee. There is also our agreement with Chuck Forth to consider and our engagement letter with him that requires our review.

There was also some discussion about Tom Yoder's board resignation and the need to acknowledge his tenure in the appropriate fashion. Jeff will draft a board resolution to that effect for consideration at our next meeting and will look into a gift for Tom to be presented to him with our thanks for his service.

Kristine moved to accept the minutes and Laird seconded. The motion passed.

There is a vacancy on the board officer slate now that Tom has resigned. Peter suggested nominating Katrina for the Vice-Presidency of the board, which launched a discussion about the roles and responsibilities of board officers. Chris has a copy of the sheet which itemizes those responsibilities and will send it out to all board members prior to next month's meeting. Once it has been received the vacancy will be placed on the agenda for the October meeting and a vote taken.

Peter will also send out a copy of the each committee's membership list. He read that list orally, but will send an email copy to each member so we are clear about our membership duties.

Secretary's report: Chris announced that the Administrative committee will meet on October 26 with time and location to be announced to members of the committee by email. The agenda will include action on Jeff's evaluation and contract and possible consideration of revisions to our vacation policy in our personnel policies. We also need to review, and bring up to date, the station's job descriptions.

EXECUTIVE DIRECTOR'S REPORT

Jeff announced that the block party was successful and that the Cortez Cultural Center was happy with the 45 minute break so that their event could proceed without interference. We will look at the potential dates for next year to find the best time for the block party. We do want to continue the event because it generates great community commentary. We will be in our new building next year and the block party will be a good celebratory occasion for that change.

There was a short discussion about Zine. Laird observed that previewing upcoming programs would be a great service to our audience (announcing in advance who is going to be profiled). Jeff thought that was a good idea and both he and Tom were working on it.

The membership drive is scheduled for October 15-22. Bronco tickets are the grand prize, thanks to Kristine. The theme of the drive, and the tag line, is "What it is" and has as a fund raising goal \$22,000 (a 10-15% increase). There was a short discussion about gifts and contributions and the most effective incentives for member gifts and renewals. Jeff also announced that the Community Advisory board meeting has been postponed because two members could not attend. Also the Google calendar is up and running, and Jeff requested that board committee chairs go the calendar and post meeting times and dates. The local non-profits cooperative group is also participating in the Target Tobacco Free Colorado Communities; KSJD will help with the media portion of the project. Jeff reported that our public radio grant still has not come through so we will proceed with a \$15,000 transfer from the Cornerstone fund which was approved at the last meeting. It was requested of Jeff that he keep us informed about the grant and the repayment of Cornerstone when that occurs. It is important that transparency be maintained when transactions like this are conducted (fully noted in the minutes etc.) and that we be careful to honor donor intent when dealing with fundraising dollars. We are working to put our underwriting traffic system in place, due to the hard work of board volunteer, Katrina Roberts. The system requires regular input, reconciliation, business statements, billing and other operations. It should be fully operational by January, 2011.

FINANCIAL REPORT

The August financials were prepared by Chuck Forth, our accountant, and approved by the Finance committee. Peter had questions about the \$15,000 transfer from Cornerstone to KSJD operations and the banks we do business with that are referred to on the balance sheet (Citizens State bank and Dolores State Bank). Jeff answered those questions. Kristine noted that there would be an accounts receivable adjustment of \$600. She then commented upon our end of year statements and their coordination with our audit. She also announced that we started the year with a \$20,000 cushion and will probably end the year with a \$10,000 surplus. It was also noted that one half of KSJD dollars is raised locally. We should also begin to think about a plan to convert Cornerstone donors to KSJD supporters when the time is right. Jeff observed that our business plan seems to be working and that is encouraging.

Chris moved acceptance of the financials for August and Ned seconded. The motion was approved. We also need to regularize our relationship with Chuck Forth now that he is acting as a CFO for the organization.

Budget 2011:

The prospective 2011 budget, developed by Jeff and the Finance committee, was presented to the board. Underwriting revenues were projected at \$80,000 and in kind federal funding was listed as \$50,000, now that we have the right accounting assessments

about in kind revenues as required by public radio. In our audit we need an amended statement for the 2010 budget for our non-federal in kind funding support. We need to check with Chuck about the wording for inclusion in the minutes reflecting that change so that we are in compliance and therefore qualify for funding. Laird moved that we do that and Ned seconded. The motion passed.

The budget discussion continued with Chaitna commenting that we should track the budget closely so that at the end of 4 months we might make budget adjustments as necessary. We can do that once we take a final look at the end of year reconciliation of 2010 expenses and use that as a comparative model for how the 2011 budget is unfolding. Chris moved that we accept the proposed budget for 2011 with the proviso that we review the underwriting program and other revenue sources at our January 2011 meeting. Laird seconded and the motion passed.

BOARD DEVELOPMENT

Chris suggested that Deborah Gangloff and Laurel Rematore be considered for board membership. That will be considered at the next Development committee meeting after the usual vetting process has begun and reported on. It was also suggested that the Administrative committee create a board packet including by-laws, personnel policies, board committees, long range plan and other relevant documents for new board members when they are voted onto the board. Jeff and Chris should consult about that.

CORNERSTONE REPORT

Jeff reported that Peter Robinson, a local mechanical engineer, has been consulted about building changes in the Cornerstone project. The committee has decided to hire Peter as the owner's representative on the project, even though such a hire is outside budget parameters. The value engineering savings that would come with Peter's expertise make such a decision justifiable. The contractor packet is ready to go out and a selection committee is to be formed (Peter will sit on that committee). We should at some point discuss policy guidelines that assist us in making decisions about the general contractor to hire (local vs. regional, historic renovation experience etc.). Jeff reviewed the selection schedule from October 15 to December 1 when selection process is to be concluded. The complete, and revised schedule, will be periodically reported to the board and updated when Jeff gives his Cornerstone report at each board meeting. Policy decisions will be submitted to the board by Kristine and Jeff when ready.

There is demolition to be done and volunteers will be needed to participate in the work. Kristine announced that a new committee will be formed that guides the fundraising for Cornerstone endowment support. That is the appropriate next stage for Cornerstone once money has been raised to complete the project.

NEW BUSINESS

We should all look at the Chuck Forth engagement letter so that we can act on its terms at our next meeting. Chaitna inquired about Chuck's fees and hoped that would be clarified when we discussed his contract terms.

The meeting adjourned at 9:00 P.M.

KSJD Board Meeting

October 19, 2010

The meeting was called to order by Peter Ortego at 6:36 P.M. Laird read the mission statement.

Members Present: Ned Harper, Peter Ortego, Chris Babbs, Kristine Nunn, Chaitna Sinha, Katrina Roberts, Jeff Pope (Executive Director), Laird Carlson.

Peter introduced a resolution honoring Tom Yoder for his years of service to the station and the board. Peter described Tom's contributions and their importance to the growth of KSJD and expressed his appreciation on behalf of the board. Laird moved to accept the resolution and Chris seconded it. The resolution passed unanimously and Tom was presented with an antique microphone by Jeff as a commemorative gift from the station.

The text of the resolution is as follows:

Whereas, Community Radio Project is an organization dedicated to sustaining broadcasting that supports the inclusive voice, interest and education of the people of the four corners area

And

Whereas Tom Yoder served as director, President and Vice President of Community Radio Project for more than four years providing leadership, vision, and passion to the organization...

Be it resolved that the Board of Directors of the Community Radio Project recognizes and thanks Tom Yoder for his service to the community through KSJD and Community Radio Project.

Peter reminded board members that KSJD events are important to the station and the community and that board presence at those events is appreciated. The visibility of KSJD in the community needs to increase and the board has a role to play in providing that. We'll try to announce events in advance at each board meeting and seek a commitment from board members about attendance. It is important to always have some board representation at our events.

FINANCE COMMITTEE REPORT

Jeff and Kristine announced that some revenues had been incorrectly booked and those require adjustment. Jeff is working through that with our accountant, which is timely since our audit is being prepared in November. It looks like we will end the year with a \$5000 surplus, not as significant as last year but not as dire as might have transpired as our fiscal year unfolded. The Finance committee will review all this and report back to the board. Our audit presentation will take place at our January 2011 board meeting and our auditor will be in attendance for the presentation.

Administrative Committee is to meet on October 28, or some other date as mutually negotiated, and Chris will send out an agenda in advance of the meeting.

EXECUTIVE DIRECTOR'S REPORT

Peter initiated a discussion about whether or not we should have an annual meeting. That would be an occasion for the board and staff to interact and for us to thank volunteers and the community. The annual meeting concept met with general approval. Would it also be a retreat? A party? A celebration? A donor and volunteer thank you? It was agreed that all those ideas had merit and that Jeff would do an outline of a schedule of activities for the meeting and present it to the board at our next meeting.

Jeff announced that the Cornerstone event was very successful. There were lots of attendees who expressed excitement about the project. The station still has problems with staff capacity and the necessary resources for a successful capital campaign and general fund raising. This relates to our prospects for being successful at the fundraising for the next phase of the Cornerstone project. We could also use a one day a week administrator (\$5000 budget expense) to help alleviate the capacity problem. Could that be a paid intern? We need a job description that Jeff will draft and present to the board. Chaitna volunteered to work on finding someone. Obviously we don't have the funds right now, but it does remain a priority. A \$1500 grant from the El Pomar foundation recently came in earmarked for station operations. Jeff continues to monitor the Abajo project and is looking into using the Station Resource Group/Public Radio Capital in early 2011 to help us fund raise for our new facilities. He will keep us posted about that and inform us about terms, conditions, and fees.

ADMINISTRATIVE COMMITTEE

The meeting date is coming up and a tentative agenda compiled and sent out. An update will be provided about Jeff's evaluation and contract and some adjustments in personnel policies language will be proposed.

DEVELOPMENT COMMITTEE

There was a report on board recruitment that involved another discussion about the board recruitment process. Jeff and Peter met with Deborah Gangloff and were impressed with her interest in the station and her extensive qualifications. There is a desire for her to be offered a board position and the committee will recommend that course. There continued to be discussion about how the committee finds and vets candidates. Deborah will be asked to attend the November board meeting, after which a decision will be made about asking her to serve on the board. Peter presented some options about the board recruitment process and will submit some by-laws changes at the November meeting that reflect those options. They can then be acted upon at the December meeting. In the meantime, Jeff will send Deborah some board orientation materials that will prepare her for the November meeting. Reminders were issued to the board that they represent the

station and need to maintain neutrality on political issues. The station represents the full spectrum of political opinions and that needs to be respected.

The Finance committee meets on November 9, and the Cornerstone committee is meeting to discuss fund raising approaches for the next phase of the project. The next Community Advisory board meeting will be in March. They met in September and Jeff will send out minutes recording conclusions from that meeting. Surveying the community about programming continues to be a priority.

NEW BUSINESS

We returned to the topic of the filling of the vacancy for the vice-presidency of the board. Katrina's interest was noted at the last meeting and her name is now placed in nomination by Chris and seconded by Ned. After the distribution of the secret ballot, her election was announced unanimously.

Jeff asked for the approval of the bidding process as outlined by Tracy Reynolds and described in the body of the Executive Director's report. That process with periodic timetable revisions will guide us through this construction phase. We then discussed guidelines that should be submitted to contractors who have an interest in the project, guidelines that will inform the decision making process (local preferences, historic building experience, experience working with the state etc.). After discussion the following resolution was drafted as part of the Request for Proposals and submitted for board consideration: "The Cornerstone Committee and the Community Radio Project is opening bids on a renovation and preservation project (conforming when necessary to the Secretary of the Interior's specifications) to interested local and non-local general contractors. In making a decision, the CRP board and the Cornerstone committee, besides examining cost estimates, will have a special interest in bids from local general contractors, those who have experience with historic building renovation, and those who have experience working with the state. Further if a non-local general contractor is hired, it is expected that they will actively seek bids from local sub-contractors."

Katrina moved that the resolution be adopted and Kristine seconded. The resolution was approved unanimously.

Jeff also proposed a resolution about receiving and pursuing grants from the El Pomar Foundation. That resolution reads: "Be it resolved that the board of directors of the Community Radio Project, Inc. supports the organization's efforts to seek funding from the El Pomar Foundation." The resolution was moved by Kristine and seconded by Ned. The motion, and resolution, carried unanimously.

Finally two letters were previously distributed to the board outlining the scope of services, and fees, for our accounting and auditing tasks (those letters are in the possession of the station and the board). The one from Messner and Associates outlines the services they provide in conducting our audit; the other from Forth and Associates itemizes the accounting services they will provide for the station. The first (Messner) was moved to acceptance by Chaitna and seconded by Kristine. It passed unanimously. The second (Forth) was mover for acceptance by Kristine and seconded by Laird. It also passed unanimously.

With business concluded the board adjourned at 8:45 P.M.

KSJD
Board of Directors Meeting
November 16, 2010

The meeting was called to order by Katrina Roberts at 6:34 P.M.
Laird read the mission statement

Present: Laird Carlson, Ned Harper, Chaitna Sinha, Katrina Roberts, Chris Babbs, Jeff Pope.

Absent: Kristine Nunn, Peter Ortego.

Deborah Gangloff was scheduled to attend, but was unable to be here.

Additions to the agenda: Ned proposed that we discuss the scholarship fund raiser dedicated to the career and memory of Dr. Leonard Cain. That topic will be taken up under "new business."

Ned moved that we accept the October minutes. Katrina seconded. The motion was approved.

Since Deborah could not be in attendance tonight, it was recommended that we delay action on her nomination until next month. In the meantime we still need to clarify the process whereby we recruit and admit new members to the board. We should review the by-laws and suggest editing language that will more accurately reflect what the board feels is the best process for identifying and electing new board members.

FINANCIAL REPORT

There was a motion to table the approval of the September financials until a complete reconciliation was completed by our auditor (by December 1). Ned seconded and the motion carried. Ned also moved to accept the October financials and then later amended his motion to tabling acceptance until the December board meeting. Chris seconded. The motion was approved. There was no finance committee meeting this month because not enough members could attend. It was suggested that when a committee cannot meet that the Executive Director and the committee chair still meet in order to review committee business and subsequently report to the board. There was a question about membership revenue of \$4380 being carried over until November because the fund drive began later in October. Chaitna had a question about the "fund raising and development" line item in the budget because it was in excess of 415% of the projected budget. Jeff responded with a more detailed explanation of the expenditures that are reflected in that category (gifts associated with the fund drive etc.). Katrina observed that credit card costs should be reviewed with the possibility that we shop around for better credit card terms. There will be a final end of year financial report in which we compare budget to actuals. The auditor's report is scheduled for January, 2011. We also, in January, need to revisit our budget projections and see how they are tracking for the remainder of the fiscal year. We indicated previously that we would do that and make whatever adjustments were necessary. It was predicted as well that we would end the year with a

\$5000 surplus. As recorded earlier the motion to table the acceptance of the financials carried.

NEW BUSINESS

The Community Advisory Board met in September and Jeff is compiling the notes for that meeting. Those will be submitted to the board when complete.

Ned announced that there was to be a celebration and testimonial for Leonard Cain (30 years in practice as G.P.) at Koko's on the 26th of November. There is to be a pot luck dinner from 4-8 P.M. with a silent auction to benefit a local scholarship fund. After discussion the board agreed to support the auction by donating \$250 underwriting time. There was some discussion about the precedent setting nature of this gesture and whether we needed a more definitive policy to provide guidance for the future. That topic will be pursued later.

OLD BUSINESS

Bank Building Construction: Jeff summarized the renovation status thus far. Request for proposals have been sent out and announced in the local media. Three construction firms presented proposals. Those will be reviewed by the Cornerstone committee and the finalists will be called in for an interview. References will be contacted and construction documents will be analyzed by the city. Asbestos abatement is required, which will cause a budget expense.

Abajo Peak Installation: We need to meet with the Forest Service about our application in order to move the process along. There are noise mitigation issues with our frequency that require attention and solution. We received a \$25,000 grant from the Paradox Fund for equipment. We still need to raise \$40,000 for the project.

It is station policy that board members must be KSJD members. Do DJ's also need to be members? This question was raised by Tom and requests resolution. Also at what level do you need to contribute to be a KSJD member? That question generated board discussion: should we continue to encourage token gifts that still result in full membership; at what level do most members choose to give; and should there be a basic membership level? The consensus was to let the staff discuss the topic and make a recommendation to the board at the next meeting (December).

PUBLIC FORUM: This topic should be on the agenda at each meeting to make sure that it is clear to the community that there is a place for public commentary at each meeting and that meetings are open to interested parties.

EXECUTIVE DIRECTOR'S REPORT

Jeff made reference to his report that was sent to us prior to the meeting. He commented that he still has administrative staffing needs that should be addressed. Internships remain a possibility and next year's budget should give consideration to this request. Jeff

and the Administrative committee looked at job descriptions and Jeff is considering some revisions that will be submitted later. Melissa's job description is being evaluated so that her duties might be better prioritized to match the strategic goals of the station (concentrating on the membership drive and being less preoccupied by events organizing etc.). Could events be handled by trained volunteers? In fact we probably need to assess again our use of volunteers: how to recruit them, how to train them, and how to deploy them most effectively and efficiently. There was some discussion about the membership drive. Did the "What it is" theme work in the way it was intended? That will be evaluated by staff and prospective themes will be reviewed for next year. On the topic of events and staff job descriptions, Laird commented that "we want to have events, but not expend staff time on things that don't generate revenue." We need to have events that are effective for branding purposes and for community outreach, but they should not detract from crucial station operations and objectives.

Jeff handed out a report on the Executive Director's strategic vision (see attachment). The report highlighted two topics: Federal support for the Corporation of Public Broadcasting and Programming and Visibility. On the federal support issue Jeff alerted us to potential funding cuts for public broadcasting that are in the offing now that Republicans control the House of Representatives. KSJD receives nearly half our funding from the Corporation for Public Broadcasting. Local stations are encouraged to meet with our local representatives to emphasize the importance of this funding to local community stations. On Programming and Visibility, Jeff outlined a series of new goals the station should concentrate on and related those to strategic goals in our 2007 and 2009 strategic plans. These new goals are guidelines for the staff to follow as we seek more local market cultivation. This led to a recommendation that all board committees review past strategic goals that are relevant to their committee business and update those for full board consideration. Board committees should make that an agenda topic and report their conclusions to the board. That method is probably the best way to update the strategic plan.

Chris reported on the recent Administrative committee meeting and handed out suggested revisions to our personnel policies relating to eligibility for our retirement plan (see attachment). Those revisions will be discussed and voted upon at our next meeting in December.

Jeff commented upon the need to consult with our Dove Creek and Rico listeners about KSJD and programming. A survey might be in order. Also Jeff announced that the Cornerstone committee will meet in December to chart our fund raising course over the winter. Grant writing and follow up will take up much of the time in the next few months. The next meeting is confirmed for December 21.

The meeting was adjourned at 8:45 P.M.