

**Minutes of the Foundation for Creative Broadcasting Board of Directors  
Thursday, Sept. 17th, 2009, 6pm  
Child and Family Resources, 2800 East Broadway Blvd.  
DRAFT PENDING BOARD APPROVAL**

## **I. Call To Order**

Meeting called to order at 6:03pm by Hank Childers.

## **II. Attendance, Schedule Next Meeting**

Present: Hank Childers (President), Susan Banes (Treasurer), Andre Agnew, Ron Cipriani (volunteer rep), Marc Goodman, Keith Kanzler, Jamie Manser, Hardy Smith, Michael Wyman, Debra Rodriguez (late), Mary Beth Haralovich (late).  
Absent: Melanie Morrison, Cecily Crebbs, John Kosa. All excused.

Next meeting is October 15 at 6pm. Location TBD.

Hank Childers reported that John Kosa tendered his resignation from the BOD.

## **III. Review and Adoption of August 2009 minutes**

Motion to adopt August 27th, 2009 meeting minutes by Jamie, seconded by Susan, motion passed unanimously.

## **IV. Seat New Volunteer Representative to the Board**

Randy stated that 13 votes were cast in the volunteer representative election, with 12 for Anne Shivers and one write-in. Both Randy and Hank thanked Ron Cipriani for his service as a volunteer representative to the board. Hank motioned for acceptance of Anne Shivers as volunteer representative, Susan seconded the motion. Ron left the meeting.

## **V. Executive Session**

Hank Childers moved to go into a brief executive session at 6:15pm, seconded by Susan, and passed unanimously. Audience and Randy left the building. At 6:23pm, Susan moved to come out of executive session, Anne seconded.

## **VI. Change Randy Peterson's employment status from Interim General Manager to General Manager**

Hank added this agenda item to the meeting. Susan motioned to appoint Randy the station General Manager for a period of time TBD. Hardy seconded. Motion carried unanimously.

## **VII. Change In Old Business/New Business Agenda Items & Response to last month's Call to Audience**

Hank reported the Executive Committee recommendation to remove the "old business" category from the BOD agenda, in light of the committee report structure that the BOD has adopted. Should an "old business" come up, it will be assigned to a committee.

It was suggested at the August meeting Call to Audience that the BOD post minutes to the website soon after the meeting. ???

## **VIII. Committee Reports**

a) Bylaws – Hardy: nothing to report, no issues to address.

b) Finance – Susan reviewed the financials.

Balance Sheet: as of the end of August, KXCI had \$71,000 in the bank which was more than we expected. Cash flow is good. No other significant notes on the balance sheet. Report B: indicates break even budget. Reports C&D: The Woodstock concert made up for a negative variance on underwriting. We came in under budget on expense, giving us a positive variance for the overall bottom line for the year.

Susan expects that the changes made to underwriting should be positive. We're tracking ahead of budget. Hank noted that with membership we are at 82% of budget, with underwriting at 83% of budget and, on the expense side, we are at 90% of budget. We have made less and spent less and are doing better overall than we expected. Susan complimented Randy and the staff for riding out the storm. A draft budget will most likely be ready for review at the next board meeting.

c) Board Development -- Melanie absent. Susan reported the Committee did not meet.

d) Personnel -- Hardy reported the Committee did not meet, but is arranging a meeting to address the issue of a written contract for the General Manager and the on-going project of the personnel handbook.

e) Election – Andrew reported that the Election Committee developed several recommendations. (1) If we go to online voting, we need to focus on getting more votes, not only to be efficient or cost effective. (2) There would be a two-stage process: voting online and mailing out ballots to those who didn't vote online and thanking those who did vote online. (3) Use a website that isn't affiliated with KXCI. There are many sites, some are free. (4) The consensus of the Committee is that voting and verification processes should be reasonably transparent and efficient. The Committee will meet with Randy to better understand the relevant data. (5) Post our intention to use online voting on the info blog so that people can respond. (6) Contact similar organizations to see if anyone has recommendations to share.

Hardy asked if online voting would be required or an option. Andrew recommended that one could choose to vote on-line or to use a paper ballot. Susan observed that on-line voting would save money. Andrew agreed, but the Committee is not focusing on the economics right now. Hank complimented the Committee on its work.

f) Development – Debra reported that the Committee met and had a great turn out with many good ideas about how to proceed. (1) For this year, we will consider a major gift to the station to be \$1,000 or more. (2) Randy will assemble a list of loyal members who we may want to approach in the future. (3) The first priority for fundraising is unrestricted funds for operating, but gifts will ultimately be donor driven. (4) The Committee also discussed creating an endowment and will look to that in the future. (5) Planned giving will be limited to bequests at this time since we do not have the structure or mechanism to offer other planned giving options. (6) The committee has tabled the resurrection of the 220 Club pending a tangible goal and will wait for the strategic planning committee to supply that. The next meeting is schedule for Oct 12 at 6pm at the station.

g) Strategic Plan Implementation – MB reported the Committee is looking for a meeting time. There are two goals: (1) determine which goals present tangible opportunities for fundraising and (2) prioritize KXCI's strategic plan goals for the next year.

h) CAB Development – No meeting yet scheduled. Jamie volunteered to be the committee chair.

i) Technology Committee – Hank noted we have not formally put together this concept. He asked for volunteers to chair the Committee, which will explore the website and ecommerce as well as the broadcasting side. There is a lot of opportunity and this is an area of action that is important for the future. Several Board members are considering joining this committee: Michael, MB, Andrew, and Debra.

**VI. Volunteer Representative Reports** – Anne shared her background and history with KXCI. She took the DJ class in 1993 and in 2002 joined the music mix. She was on the board of The Haven and other organizations.

## **VII. GM Report**

Susan observed that Randy just passed his 10 year anniversary with KXCI.

Randy reported that he is looking forward to growing into the GM role. The membership drive is off to a good start. We crossed over the halfway point.

In underwriting, KXCI contracted with a local agency and they are meeting with success. They are reaching out to current, recent and new prospects. In the last week, they renewed lapsed and old contracts. We have a 4-1/2 month contract and will revisit it at the beginning of December. They are paid on receipts, not on salary. Hank expressed mixed feelings about contracting out underwriting, but it is a local firm and the people have been a part of the station in the past. The company is Dave Olsen, who used to be on the board, and Marie Hancock.

Ginger left to go to school and has stayed on the help with the transition. Cathy Rivers is now full time as the Programming and Volunteer Coordinator and Duncan Hudson is Program Director/Music Director.

KXCI had a surprise FCC inspection and we are waiting for their report.

The website had malware attached to it over Labor Day weekend so we had the host company shut down the site. Being Labor Day weekend, our webmaster was out of town. When she came back, the site was up online within 90 minutes. Hank

asked if the site stores credit card information. Randy replied that the website does not store this information.

### **IIIX. New Business**

There was no new business.

### **IX. Call To Audience**

An audience member addressed the appointment of the General Manager: there will be people who have a problem with appointing a GM without an open process. She complimented the BOD on the email messages and the work being done by the new election committee chair.

### **X. Executive Session**

There was an Executive Session earlier in the meeting. A second Executive Session was not needed.

### **XI. Adjournment**

Anne moved adjournment. Motion passed unimously. Meeting adjourned at 7:06 pm.