

Foundation for Creative Broadcasting dba KXCI-FM  
Minutes of the Board of Directors Meeting  
February 18, 2004

Present: Lil Espinoza, Jim Hannley, Phred Bartholomaei, Debbie Friesen, Jim Lipson, Dave Olsen, Kathleen Williamson. Absent and Excused: Tom Spendiarian, John-Paul Genet, Ben Changkakoti, Anne Lawrence, Juan Restrepo, Tom Shook.

Staff Present: Larry Bruce, Roger Greer

- I) Community Advisory Board Report – Caroline Amacher, Chairperson of the CAB, reported on the progress and current status of the CAB, including the purpose of the CAB, the process being developed for creating a listener survey and focus groups, and the difficulties with members attending meetings. The CAB is seeking more members. Questions from the audience were answered. The next CAB meeting will be held within 3 months.
- II) Call To The Audience – Moved up in the agenda due to the inability to proceed with the meeting until a quorum of board members are present. A maximum of 15 minutes is set for call to the audience. Tony Novelli, John Murphy, David Yerkey, Jim Swope, Nick Van Kleep addressed the board.
- III) With the arrival of an additional board member, the meeting is officially called to order and attendance is taken by Espinoza at 7:20pm with a quorum of board members present.
- IV) Next meeting announced for Thursday, March 18<sup>th</sup> at 6:30 at the Armory Park Center.
- V) Review and Adoption of Past Minutes – Motion by Lipson to approve, second by Espinoza. The minutes are approved.
- VI) Auditor's Report – Presented by General Manager Bruce. Financial statements included in board packets. Discussed policies

implemented by GM for approval of expenditures and the possibility of utilizing an assistant bookkeeper once a month for bank account reconciliation. Bruce plans to meet with the auditor to determine what monthly accounting practices will best benefit the organization.

- VII) General Manager's Report – The full report is in the board packet. Bruce has been looking into ways to improve underwriting and accounting management as well as operational issues. Health Insurance premiums have increased tremendously, so he is investigating alternatives. Also, working on a new cell phone agreement. Has met with Carl Moore and the Democracy Initiative sub-committee several times to develop a plan for the town hall and mediation. Construction is proceeding. Bids have been acquired for security system and a decision regarding this will be made soon. Programming changes have been minor and have involved changes in program hosts. There are still a few difficulties relating to the transfer from DARTS to VT traffic and billing programs, but these issues are being resolved. Membership has grown substantially since the year 2000. There are several upcoming community outreach activities planned. The Programming Advisory Committee has researched and completed a proposed grievance procedure for volunteers. It has been submitted for the board's consideration. The Homeless Marathon was very successful with 10 locally produced modules relating to homelessness in Tucson. Underwriting is on track with earnings from last year. Randy Peterson and Larry Bruce will be attending the DEI Friends Meeting in Phoenix in March. The NFCB conference will be held in Albuquerque in late April. Larry Bruce, Roger Greer and Randy Peterson will be attending. Duncan Hudson may be attending the AAA conference in June.

VIII) Executive Session

IX) Old Business –

- a) Democracy Initiative - The board has received notice that the Democracy Initiative has rejected the offer of mediation of the bylaws controversy. Hannley moves to empower Bruce to meet with representatives of the Initiative to discuss terms for the special

election. Second by Williamson. All in favor. None opposed. Motion Passes.

- b) Building Construction – Bruce has received bids for security system and repairs. Requests approval from the board to continue moving forward with building plans. Williamson moves to allow construction and repair to proceed. Espinosa seconds. All in favor. None opposed. Motion passes.
- c) Attending Conferences – Bruce requests approval to allow three staff members to attend the NFCB conference in April. Lipson moves to approve. Williamson seconds. All in favor. None opposed. Motion passes.

#### IV) New Business –

- a) Bylaws – Bruce has been investigating the issue of a Volunteer Representative on the board. The CPB and other grantors agree that a Volunteer Representative may be seated on the board as long as there is no conflict of interest and that individual is not allowed to vote on expenditure of funds. The Mediation Committee will continue to research this issue and will prepare a proposed amendment to the bylaws allowing for a Volunteer Representative at the next meeting. A Grievance Procedure for Volunteers has been researched by Roger Greer and the Programming Advisory Committee, including looking at former procedures in place at KXCI, and procedures in place at other Community Radio stations. Human Resource Attorneys have been consulted and it is anticipated that the committee will have a proposed Grievance Procedure for the board to vote on at the next meeting.

Espinosa moves to adjourn the meeting. Second by Lipson. All in favor. The meeting is adjourned.