Board of Directors Meeting Minutes

February 17, 2021, 5:30 p.m.

3913 Kachemak Way, Homer, AK 99603 (Videoconference via Zoom due to covid-19)

BOD Present: Robert Purcell, Jack Cushing, Nicole Arevalo, Jacques Longpre, Mel Strydom, Kyle Schneider (John Anderson-traveling/excused)

Staff: Josh Krohn

CAB: none

Visitors: none

Quorum?: Yes

1. **Call to Order/Roll Call**: @ 5:42p (by Nicole A.); see roll above
2. **Approval of Agenda**: moved, Robert P./ 2nd, Jacques L.; discussion: (Nicole A.) request Exec Session at beginning; add under New Bus – "Board Training in Progress (Foraker)" ; moved to apprv as amended, Robert P./ 2nd, Mel S.; passed w no objection.
    a. **[Moved for Exec Session:** Mel S., O.M.A. #2-subjects that tend to prejudice …; Nicole, 2nd; no objection; into Exec Session ~5:47/ Out of Exec Session ~6:06p**]**
3. **Introduction of Visitors**: none
4. **Minutes of 1/20/21 Meeting**: moved to approve, Jacques L; 2nd Kyle S.; Nicole: 2 corrections, her name misspelled; add Jay Barrett in attendance (Staff); Wayne A. thought he'd seen a misspelling in the minutes & will try to find & correct (unknown at this time). Approved, unanimous by show of hands
5. **General Manager's Report**:
    a. Covid response: no change in procedures – all remain in place; removed 'on air' reader that we're closed; got another shipment of N-95s so should have enough PPE; (Wayne): asked if Josh anticipates changes in Covid procedures based on current apparent "drop"; (Josh): looking at it but not ready to change yet … who knows, could be going through this for the next decade; he explained some of the station precautions (air exchanges etc); (Mel): supports the cautious approach; questioned who & how the CD collection will be stored; Josh said probably a high school intern – he's done it that way before; will set up a "lab" to handle it.
    b. On Rasmussen Grant (for technology): computers purchased, down to 2 left for installation; server upgrade finished (addl 8TB in server; for moving music library to harddrive; will complete closeout within a few weeks; should send them a "thank you" then; (Nicole) requested brief explanation of grant for new BOD; Josh: it was for $25k for tech upgrades (new desktop computers; new Zetta server (automation computer) … like a huge "I-Tunes"; keeps everything organized;
    c. Special Programs: Josh listed some (Shakespeare Sonnet-a-day/Coop's Coffee underwriting; Irish Trio concert for St. Patrick's Day; Salmonfest radio is coming back (looking for underwriter); K-Bay Writer's Conference, will broadcast some readings; Seldovia Solstice Music Fest, mid-June; … and Concert on the Lawn, June 25th at Down East Saloon –

fashioned along the lines of 'concert on your lawn' … starting (small) from scratch, planning for this event is just starting – note Google document sent out to 'everyone' for comments: food truck vendors, entertainers, sponsors, etc (submit ideas to Loren); Josh is reaching out & coordinating with other local events (Salmonfest, Concert of the Green (Anch Pt), Seldovia) so they know we've staked that date.

d. Couple of changes in programming (Covid brief, Coffee Table): bringing guests in on Zoom instead of TieLine-Codec (we've struggled for 2 years to eliminate the echo problems and Zoom seems to handle audio much better regardless of what device the guests use); Josh wouldn't have dreamed of using Zoom for 'on air' two years ago; video cues are better for hosting; Will start sending out the "invite" (with link) to these events on monthly email; (Wayne) Questioning whether it's time on Covid to change the pace (due to lack of new material): Josh said "yes" he's working on a plan and in a month or so (barring changes) will modify; contributors are still happy to have the platform to get info out to public & Jay's been capping it at 30 minutes.

e. Internet (ongoing saga): still getting the Horizon (satellite) connection up to full bandwidth – they just put in the last piece of equipment this afternoon, … need to come back in & test before that's ready to go in service; as soon as it's proven out (tomorrow?) plan is to transfer all of the "network" load over to Horizon to test it; GCI is trying to resolve their problems with their host server in Chicago (we're providing a dummy streaming session for them), … GCI Techs are online with the streaming Techs and Steve Bambikitis (KBBI Tech) too; Plan: if Horizon proves capable of handling our bandwidth requirements we'll probably sever our data connection with GCI and just keep GCI with a very small connection as a "hard" line for backup. Josh has given GCI "another couple weeks" to resolve their problems (as of Friday last week). Josh gave a short tutorial on the pros & cons of both connections. It's been very frustrating for the Staff to deal with. (Wayne) commented on experience with microwave "shot" at HEA which carries critical signals to Bradley Lake Hydro Plant – they are very reliable when set up properly. Josh confirmed Horizon has now installed a second dish (with 3 different GZ frequency); (Nicole) expressed concern about losing the GCI line as it's "hard" (wire) vs atmospheric interference issues (microwave); BOD members weighed in: support Josh's expertise, with concern for "single point of failure".

f. Staffing issues: Matt currently on vacation; Des is back to cover concerts, Assembly meetings, etc, … and is going back to Bethel to do a junior reporter exchange to get experience; Jay will be taking off for 2 weeks from Friday for rest; Kathleen will cover for Jay and assist Simon for the next couple weeks

g. Admin details: State of AK Dept of Commerce website needs to be updated with all the new BOD member names – will get to that in the morning; 990 Tax form was filed 2 weeks ago; Has paper copies of the audit if any BOD members wish a copy for review; State Biennial report is due July 2nd; "Board & Officers" insurance – needs to check with insurer to see if this is included already or needs a separate rider;

6. **Community Advisory Board** report: none; Nicole noted they met for the January meeting (annual mtg) and we've asked them to meet bi-monthly (next meeting scheduled for March) – Josh has written to them to remind them; Nicole noted effort planned to increase CAB involvement & feeling of their worth to the station; Josh noted some "homework" he plans to send to the CAB to

accomplish this (montly meeting with Matt on programming; more event planning input; more involvement in fundraising incl having their voices on the air)

7. **Committee Reports:**
    a. First, Nicole noted the need to re-establish Committee membership for this year & gave a brief rundown on the 3 Committee structure we now have that replaced the 9 Committees previously; After polling interest in Chairs, Nicole solicited interest for BOD membership on Comms (see below – Nicole will ask John A later if he wants to add any)
        i. **Governance** Comm: John Anderson agrees to continue as Chair (unanimous approval); Robert P.
        ii. **Internal Affairs**: Mel Strydom agreed to stay on as Chair but noted he will have some limited availability this year due to selling his business (unanimously approved); Wayne A. (mainly as Facilities sub-Chair); Kyle Schneider; Robert P (for "Bldgs" projects); Jack C. (with possibility of adding more later as he comes up to speed, especially fundraising in PO Comm); John A. (per email); *Dave Schneider?* (Josh will check) … Nothing to report on by Mel (but Josh added: error in CPB website on "confirmation" of CSG grant approval … now resolved but he had to transfer $ out of checking account which shows on financials for the month: we are getting payments of $70k + $20k + $20k … closer to $119k total with $24k going to national programming
        iii. **Public Outreach**: Nicole is willing to stay on as Chair (no competition – unanimous approval); Wayne A. (mainly for Public Safety aspects); ~~Kyle Schneider~~ (would like to but missing Concert of Lawn due to travel); Robert P (mainly for Emergency Communication aspects); Jacques L. (his main desire)
            1. Nicole noted plan to meet next week: include discussion on distribution of "emergency info" brochure
    b. Nicole noted no Comms met this past month so no reports; noted BOD Handbook was sent out to all – please get familiar with it, especially for things like "Committee" work; also note (per Wayne's comments) the Handbook is "draft" and also "work in progress", so assemble any comments & submit for consideration;

8. **Old Business**:
    a. Strategic Planning Process: Josh led discussion on results from internal survey (BOD and staff) for ranking goals by priority. Robert noted that *goals* are areas where we want to devote our energy, and that the real value of goals is to be able to give direction to staff, who develop and implement the majority of the objectives to achieve them. He noted that executing any objectives comes with a cost and constantly re-evaluated. However, we do not need to accomplish all objectives for goals ranked with higher priority before moving on objectives ranked lower if opportunities arise. Josh has already spoken with staff, who agree with keeping all goals on our list (no drops). Robert moved to adopt the ranking of the goals as presented by Josh and based on survey responses. The first 7 goals will be passed to staff for development and implementation of objectives; goal #8 will be passed to BOD and CAB for objective development and implementation; 2nd Mel, passed unanimously. Josh and Robert recommend we review progress on the strategic plan at each BOD meeting; he'll place it on the 'shared' drive for access. Jack suggested the ranking be very flexible and expressed concern from City experience that a goal's rank on

the list could impact funding (if an entity only funds #1 priority). All agreed that KBBI's strat plan will continue to be a dynamic process and will not simply sit on a shelf.

9. New Business:
    a. Foraker Board Training: (Josh) comments from sessions so far: “culture of planning”; noted higher performing Boards have fewer committees, and use “ad hoc” Comms for specific (limited timeframe) objectives; on budget discussion, made sidenotes on who to include in budget subcommittee: Mel, Wayne, Kim, Dave Schneider, so can start budget process for next fiscal year; (Robert) likes the concept of “standard message”, ie “what is KBBI in 5 bullets? Likes having “tools in the toolbox”; all BOD share it for unity; another piece was ‘what authority does Josh have within the budget without BOD review when needs to juggle money; (Kyle) Nice to see how much of leadership & BOD structure we already have in place; (Nicole) noted she hadn’t had BOD training before; important: job descriptions, succession planning, would like to bring a few of the important items forward to the March meeting – (Nicole & Josh): generating “action items” at end of agenda; Bottom line – we’re doing quite well according to Foraker, … but room for improvement; (Wayne) Asked about concept of “meeting too much” with respect to the “less Committees” concept and BOD effectiveness (Nicole) Countered with need to meet and Robert’s comments on why it is important to meet regularly; All agreed no reason to meet just for sake of meeting, … but always work needing accomplishment. (Nicole) Sorry she had to miss the 3rd session due to work, it’s valuable time. Also her perspective on why we go with Josh’s “long form” GM report – it’s valuable discussion (and noone disagreed). Nicole & Robert are unified in pushing for monthly committee meetings – it adds “structure” to the BOD efforts.
10. **Comments** from: (after apology from Nicole for 2 hr meeting when we try to keep to 1-1.5hrs)
    a. **Staff:** (**Josh**) Thanks for everyone’s work on strategic plan – appears really usable & he’s excitged to get started on it. Noted with Matt & Jeff that current short staffing makes “continuity of operations” high priority. A couple other things: no official action, but Josh is pulling the paperwork for a construction permit for an FM transmitter just to get the process started & start doing some site surveys; filing probably not til October. Not sure what FCC will define as window for application. Also, spoke with Leif at Horizon and he is interested in his tower being utilized for FM. So if anyone likes the sound of “KBBI FM 89.9” that one’s available. One other item from BOD training (Foraker): publishing annual calendar of what BOD plans to do for public consumption. Welcome & open invite to Jack & Jacques, and anyone else to stop by the station office to chat, or give a call on the phone.
    b. **Board**:
        i. **Robert P:** welcome to Jack & Jacques & that’s it – long meeting
        ii. **Mel S.** : welcome new BOD members; great to hear KBBI every morning on way to work; and thanks for Josh for all the work
        iii. **Jacques:** Doesn’t mind long meetings – details are important (from past bad experience); pleasure being part of this & thinks we’re going to do some great stuff
        iv. **Kyle:** welcome to the party, Jack & Jacques … looking forward to their input on BOD; glad we got everything (that we did) ironed out this evening
        v. **Jack:** praise to the station and hard-working Staff & volunteers; especially excited about this Board and meaningful input

vi. **Wayne:** concerned for Josh with current short-staffing & in particular with respect to "meeting" issue he brought up; lastly, noted planned attendance at 2 day FEMA "shelter set up" training in March

vii. **Nicole**: noted auditor was supposed to come tonight but unable to due to Covid concerns. Discussion ensued on how CARES-based funding impacted our non-federal financial sources (NFFS) for CPB funding purposes and expectations for meeting CPB NFFS threshold this year. She also noted that the item on the agenda relating to IRS 990 form and other behind the scenes documentation that needs annual updating and/or BOD attention was inspired by Foraker Board training and conversation with John Anderson. Welcome to Jack & Jacques. After this meeting, will be passing the gavel to John Anderson pending resolution of personal matters – will still be here for anything at the station but 'presidential' matters should go to John A. first.

11. **Upcoming committee meetings:** Governance, 3/2; Internal Affairs, 3/10; Public Outreach, 3/22
12. **Adjourned at 7:**42p

/w.a./

Final
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3/25/22