

**WJFF Radio Catskill Board of Trustees Minutes
(Adopted 9/18/2013)**

August 21, 2013
Jeffersonville Village Hall
Jeffersonville, NY

Trustees Present: John Bachman, Barbara Demarest, Tasa Faronii-Butler, Mike Fisher, Kevin Gref, Steve Harris, Sonja Hedlund, Kurt Knuth, Midge Maroni, Patricia Pomeroy, Joel Sanchez, Martin Springhetti

Trustees Absent: None.

Also Present: Adam Weinreich, Station Manager.

Counsel Present: Laurie McFadden, attorney.

A. A regular meeting of WJFF's Board of Trustees was called to order at 6:32 PM by Sonja Hedlund

B. Approval of past meeting minutes

A motion to accept the minutes of the July 17, 2013, Board of Trustees meeting was made by John Bachman; All in favor; none opposed. Motion carried.

C. No revisions to the published agenda were made.

D. Comments from the public

No comments were made.

E. 2012 Financial Audit Report

Liz Loarca representing Knack, Pavloff & Company presented a summary of their audit of the financials for fiscal year 2012.

F. Standing Committee Reports

1. Finance Committee report presented by Patricia Pomeroy (see attached treasurer's report). A full report on the radio station's current financial situation can be expected at the September meeting, in anticipation of beginning work on the fiscal year 2014 budget.

2. Fund Raising and Community Outreach Committee report presented by Barbara Demarest (see attached report).

3. Program Committee report presented by Julia Greenberg. Julia Greenberg is now serving as Chair of the Program Committee. The PC would like to add Jason Dole and Valerie Mansi as new members.

A motion to approve Jason Dole and Valerie Mansi for a one year term of service on the Program Committee was made by Kurt Knuth; All in favor; None opposed. Motion carried.

4. Facilities Committee report presented by Martin Springhetti.

G. Interim Station Manager's Report

Interim Station Manager's report was presented by Adam Weinreich (see attached report).

H. Response to CPB Audit

Adam Weinreich presented a draft response letter to the CPB report of the audit performed by the CPB in July 2013. Key elements of the letter include agreement with the findings of the CPB, an acceptance of their recommendations, and the request that a financial penalty not be imposed.

A motion was made by Patricia Pomeroy to accept the draft letter with some minor changes and submit the response to the CPB; All in favor; none opposed. Motion carried.

I. Old Business

1. Conflict of Interest Policy

A motion was made that all Trustees, Officers, and key staff persons sign the Conflict of Interest Acknowledgment Form as written was made by Kurt Knuth; All in favor; none opposed. Motion carried.

[See attached copy of the approved acknowledgment form.]

2. FEMA Hazard Mitigation Grant Program (HMGP)

Patricia Pomeroy reported that she had submitted a letter of intent to apply for the HMGP Grant by the deadline as requested by the Board of Trustees at the July 17, 2013, meeting.

3. Study of community radio staffing models

The ad-hoc committee formed to research staffing models at other similar community radio stations has begun reaching out to other stations. The committee is made up of Barbara Demarest, Sonja Hedlund and Kevin Gref.

4. Critique of WJFF's by-laws

A review of WJFF's by-laws was presented by attorney, Laurie McFadden.

5. Ad Hoc group to revise by-laws

Midge Maroni will lead a work group to review and revise the WJFF by-laws. The group will meet with attorney, Laurie McFadden to incorporate her recommendations and will also invite public to participate in the process of examining and revising the by-laws.

J. Comments from Public

K. Executive Session

A motion to go into executive (closed) session to discuss matters requiring the confidential advise of legal counsel was made by Patricia Pomeroy; all in favor; none opposed. Motion carried. Meeting entered closed session at 9:30 p.m.

L. Return to Open Session

A motion to return to open session was made by Patricia Pomeroy; All in favor; none opposed. Motion carried. Meeting returned to open session at 10:17 p.m.

M. Adjournment

A motion to adjourn was made by Mike Fisher; All in favor; none opposed. Motion carried. Meeting adjourned at 10:21 p.m.

August 18, 2013

To: WJFF Board of Trustees

Re: Treasurer's report

1. I submitted a Letter of Intent to the Federal Emergency Management Agency Hazard Mitigation Grant Program (HMGP) for a project named "Power to the Tower" – a copy of the narrative is attached. Thanks to Adam and Earl for their assistance in developing a plan and a budget. We will be invited to apply for the grant if the Letter of Intent is found worthy of funding.
2. Our accountants Knack Pavloff delivered copies of the annual audit to the station; every attempt was made to deliver a copy to each Board member prior to the August 21st meeting. If you have not received a copy, please email me at patriciapomeroy@citlink.net as soon as possible.
3. Liz Loarca of Knack Pavloff will make a report on the audit at the August 21st meeting.
4. Knack Pavloff prepared the required tax submissions for the IRS which were due on August 15th. The Executive Committee approved this at their Exec Committee meeting on August 14th. Adam Weinreich signed and e-filed the returns by the due date. We received an extension to file these reports through the transition period this spring.
5. The required NYS forms and annual questionnaire re: our 501 (c) 3 status has been prepared by Knack Pavloff and signed by Sonja Hedlund and me. The report will be available for review at the August 21st meeting prior to mailing. This report has been completed and filed on time.
6. Barbara Donatelli, our bookkeeper has submitted the attached reports. These reports will be provided monthly and give a snapshot of where we are financially (Actual vs. Budget). We will have an opportunity to discuss these at the meeting.
7. A more detailed report on Actual vs. Budget vs. Anticipated will be presented at the September meeting before we begin work on the 2014 budget. I have met with Adam, Barbara Demarest and Barbara Donatelli to develop this report.
8. I have signed the required paperwork at the bank in order to be a legal signer for WJFF Radio Catskill.

Respectfully submitted,
Pat Pomeroy
Treasurer

HGMP Grant Narrative

Prepared by Pat Pomeroy, Treasurer

The proposed project is located in Sullivan County, an economically distressed rural county in the Upper Delaware River Watershed in the Catskill Mountains of upstate New York. The region has significant history with flooding and storm events and received disaster declarations for Hurricane Irene, Hurricane Lee and Superstorm Sandy.

The project is intended to improve the reliability and resilience of communications infrastructure during disasters for approximately 90,000 listeners of WJFF, an FCC licensed public radio station that is powered by Hydro-electricity. The station has received national recognition for its hydro-powered operation and is the only station in the nation at the present time with this designation.

During the extended power outages caused by Superstorm Sandy the station had a unique but unfortunate situation, although their hydro –electric power source allowed the station to operate – there was no power at their broadcast tower and transmitter. In the aftermath of Superstorm Sandy, the Emergency Alert System (EAS) and local service agencies had a great deal of vital information to communicate but due to downed power lines WJFF was off the air, unable to broadcast vital emergency information due to a power outage at its transmitters in the wake of the storm. For days after Sandy, WJFF's offices received a steady stream of important information regarding emergency services, relief stations, road closures and power restoration, but this information went unheard by those who needed to hear it most because although WJFF's studio had power, its transmitter did not. One of the most important times for a radio station to be on the air is during periods of severe weather. WJFF was off the air for 5 days in the wake of Superstorm Sandy. In this very rural region in the mountains, many people rely on FM radio, television is only available through cable and cable is not available in all areas. Dish networks are difficult because of the mountains. FM radio becomes a life-line for many residents.

WJFF (Catskill Radio, Inc.) seeks funding through the Hazard Mitigation Grant Program to implement permanent back-up power systems to ensure continuity of power during and after a disaster by installing a generator and propane tank at their Tower to power the transmitter. The station has recently acquired a second generator that they will install at the station to provide emergency back-up power in the event a storm or disaster knocks out their hydro-power capabilities. These two back-up power sources will keep the station broadcasting whatever the situation.

The total budget for this project is approximately \$80,000. Radio Catskill seeks funding of \$60,000 from the Hazard Mitigation Grant Program and has the necessary 25% match (One 60KW generator & in-kind services).

STATION MANAGER'S REPORT

August 21, 2013

Yardstock is coming

We still need people to hold their own yard sales. Info and application is on our homepage and is being shared on Facebook

Recent volunteer focus groups

Hugely informative, excellent resource, and just felt really good. Asked volunteers how they felt about our volunteer program, took their suggestions for what needs improvement.

Spent time talking about training, tracking and relationship building. Would like to continue this practice.

Dance Party and Ice Cream Social

Really fun events. Looked good to everyone, whether they came or not. Decent fund raisers, but great "fun" raisers and outreach opportunities.

Taxes filed

Our IRS 990 was filed by the end of its extension.

New programming

(Work Shift, MotS, Living Jazz, Spanglish change)

The PC has approved two new local programs for timeslots on Thursday and Friday afternoons, and has granted the host of Spanglish Con Ella a time change as per a request she made early this year. All of these discussions happened in open sessions of public meetings. Coupled with an open process for new members to be appointed it feels that the PC is on track to health and vibrancy as a committee. The programming changes were announced to the CAB and BoT earlier this month and will take place the last week of August. They have been promoted on-air, online and through email blasts.

CPB Draft Report Issued

CPB auditors have issued their draft report. Once they receive our response letter it will be finalized and become a public document. It will then be several months before the CPB issues a penalty or decision.

Studio Overhaul Estimates

I am working with Earle as well as two independent engineers to create a plan to overhaul WJFF's Jeffersonville studios.

New Fileserver

All Production storage has been migrated to a new server. Minor issues persist but are being ironed out.

WJFF's CAB

Appears to be on a path to self-sufficiency and vibrancy. Thanks to Darryl Brasseale for taking an extremely active role in advancing this crucial component of WJFF's structure.

Fundraising and Community Relations Committee Report to the Board of Trustees

8/21/13

Composition of the Committee

To date, 4 Trustees, 4 longtime volunteers, and 8 community members have stepped up to get involved with the committee. Another meeting is scheduled for this Saturday, the 24th at the station and anyone interested is invited to attend. We will need to figure out how to establish committee membership. I believe that people will wish to get involved with one project or other such as an event without wanting to commit to attending all committee meetings which might be necessary for quorums, etc. I am wondering if we can establish a structure where those who are willing to commit to monthly or bimonthly meetings are official committee members and anyone wishing to work on projects becomes an “advisor” who is fully entitled to participate at meeting, but does not need to be in attendance for quorum purposes.

Committee Topics

1. Fundraising

- a. Pledge drive – Talking with Adam about early December date with \$50,000 goal
- b. Reaching out over the fall to lapsed donors asking for recommitment to the station. Circulating list of first group to determine if any trustees know these donors personally.
- c. Want to establish donor cultivation through small gatherings at homes of trustees, friends of the station.

2. Events

- a. Looking at a calendar of events including a Halloween Party 10/26 and a Holiday Party 12/14 at the Callicoon Youth Center. Maureen Neville is coordinating this event and she has been in touch with local musicians to perform. She is also planning a “tricky tray”.
- b. Other idea for events include a contemporary music festival proposed by Evelyn Fletcha in Monticello area. Another idea was “Artstock”, like Foodstock but for either fine artists in the area or for crafts people. Thought that events for children are also important.

3. Listener Survey/Profile

- a. All advice from marketing professionals indicate that we need more information on who our listeners are. Developing a listener survey that can be delivered both by email (survey monkey) and via paper. Hoping to distribute this survey to those we have email for, at events and through community tabling. Would like to get board input on the survey questions asap.

4. Tabling at Community Venues

- a. Participating at Chili Fest at Bethel Woods 10/12.
- b. Soliciting comments on a draft list of venues for next season.
- c. Have applied for permit for Kauneonga Lake Farmers Market 8/30. Looking for volunteers to man the table. Also considering doing Liberty and Callicoon once each in Sept / Oct time frame. Also looking for volunteers for those.

5. Social Media

- a. Interest in having pics and bios of the program hosts on the website and facebook pages for each program. Committee members are willing to work with hosts to create these. Free media well worth using.

6. Public Relations

- a. Committee member has offered to create stories and press releases for local media on station topics of interest. Release on new programming is in process. Interested in

getting names of any online outlets to add to traditional media.

7. Underwriting

- a. Soliciting names of business that should be approached for underwriting support. Hope to start actively soliciting in the fall.
- b. Discussed having the option for underwriters record their own announcements.
- c. Planning to have an underwriter's reception in the fall.
- d. Interest in updating rates, cutting announcements down.

8. Marketing

- a. New bumper sticker has been designed. Will use with solicitations and thank yous for the December pledge drive. Perhaps extend design to chili mugs / teeshirts.

9. Community Calendar

- a. Committee members proposed that WJFF establish itself as the premier source of information for what is going on in the area. Build on the psa and arts calendar already in place.