

**WJFF Radio Catskill Board of Trustees**  
**Meeting Minutes of the Executive Committee**  
**February 19, 2023 at 9:00am**

Online Meeting

Approved 4/11/2023

**Committee Members Present:** Duncan Cooper, Kirsten Foster, Clay Smith, and Sally Stuart

**Board Members Present:** Barbara Demarest

**Staff Present:** Tim Bruno,

**Public:** Thane Peterson

A quorum being present, Kirsten Foster called the meeting to order at 9:06am.

Kirsten welcomed Thane and Barbara and suggested we handle minutes approval first.

**MOTION** to approve the minutes from the special Executive Committee meeting with the facilities committee on 1/30/23. (Stuart/Foster)

**In Favor:** Duncan Cooper, Kirsten Foster, Clay Smith and Sally Stuart

**Abstained:** None

**Opposed:** None

**MOTION** to approve minutes from the last Executive Committee meeting on 1/2/2023. (Stuart/Smith)

**In Favor:** Duncan Cooper, Kirsten Foster, Clay Smith and Sally Stuart

**Abstained:** None

**Opposed:** None

**Nom and Gov**

Barb presented the board self assessment results and described the committee's recommendations. (See attached report for details.)

There was significant interested expressed for informational/training on key topics including:

1. Radio station infrastructure - what do we use and how can it be strengthened/improved
2. What's on air. Where do the programs come from, how are they acquired & delivered. What are constraints on what can be aired?
3. What do the FCC and CPB ask of us?

4. Understanding the budget and financial reporting.
5. What do trustees need to know about Development?

It was agreed that at the next board meeting, we will ask trustees what topics they are interested in attending and what the preference is for day/time. Kirstin expressed a preference for a weekday afternoon or evening and offered to host it at the greenhouse at The Arnold. This will also help with the request by board members for more social time together.

There was discussion of the suggestion from board members to restructure or break up DCOC. Next steps are for the Nom and Gov Committee to speak with staff and also with DCOC members and Judith to gather input and bring this to the Executive Committee and the board for decisions.

Sally noted that the Self Assessment Survey showed considerable improvement in member satisfaction and pointed out that this is a wonderful trend.

Barb also mentioned that the Nominating Committee suggests we plan for turnover in the Executive Committee. Sally and Barb will review the EC board member terms and report back to the Executive Committee.

### **Finance**

Duncan reported that our fund has been opened at CFOS and it is invested in their core fund, which is what is available for accounts below \$250K. There is no need for the board to make an investment decision. Tim and Mimi have been taking advantage of the resources and events offered by CFOS.

### **New Frequency/Frequencies**

Regarding the possible new frequencies, the next steps are that the Facilities Committee will meet and prepare a presentation to the board about what we have learned and include the financial analysis.

Key points from the discussion on this topic included:

To meet the FCC deadline the board would have to make this decision by June or July.

The Strategic Plan called for us to go deeper in our current communities and reach more diverse audiences that we haven't been reaching, rather than going broader in terms of geographic reach. On the other hand this would bring in new listeners through expanded terrestrial services.

Overall we do not think this would be seen as challenging WVIA. We are different kinds of stations. WVAI doesn't do local news and mainly airs national NPRs shows. We want to increase WJFFs local programming and add more local news coverage. People are attracted to our local programming.

There are both one time costs and significant increases in our recurring costs.

Thane and board members agreed that we shouldn't take on more debt and that we are committed to retaining 6 months operating costs as a reserve. We would need to have a campaign to fund this.

Folks are aware of this opportunity. Not pursuing this opportunity could have a negative impact on how we are seen and valued in northeast PA.

There may be capital support for this from institutions and community members. We should form an exploratory committee to look into these options and determine what kind of funding and support might be available. Wayne County Arts has recently completed a capital campaign and we should look at where they found support.

Thane, Duncan and Clay agreed to be part of this exploratory committee. Others are welcome.

We need Mimi to focus on core funding. Staff can support but not lead this effort.

At the board meeting we will have a thorough informational discussion. We will set up an exploratory committee and ask them to report back at the April board meeting. We hope to make a decision in early summer.

### **Other business**

Also at the board meeting there will be 3 new candidates for the CAB to approve and a motion regarding the sale of the translator and the purchase of a new transmitter.

**MOTION** to adjourn at 10:08 am (Stuart/Cooper)

**In Favor:** All in favor

Opposed: None

Abstaining: None

Submitted by Sally Stuart, Secretary