

Minutes of November 14, 2012 Meeting of Kekahu Foundation Board of Directors

1. Call to Order: The meeting was called to order at 6:23 pm at the Kapaa Neighborhood Center. Present: Chairman Carl Imparato, Marj Dente, Maren Orion, Mahelani Sylva, Lyn McNutt, Healani Waiwaiole, Joshua Fukino, Steve Thatcher. Guests: Fred Dente, Mickey Sussman, Felicia Alongi-Cowden.
2. Review & Approval of Agenda: Motion to approve agenda: Marj/Maren, PASSED.
3. Approve Minutes of July 25, 2012 Board Meeting: Motion to approve minutes of July 25, 2012: Marj/Maren, PASSED.
4. Public Input: No initial Public Input.
5. Schedule January 2014 Board Meeting: Next meeting scheduled for January 23, 2013, 6:30 pm, Kapaa Neighborhood Center. Maren volunteered to call all directors a few days in advance to remind.
6. Updates
 - (a) Finance Committee: The final FY2012 audit will not be completed for several months, but the actuals for FY2012 are expected to be within 5% of the FY2012 budget, per Carl's estimation. We have reduced our past CPB liability by 50% this fiscal year. The current bank balance is approximately \$220K, which includes the recent \$100K gift. The FY2013 budget has not been finalized yet, but in the meantime Carl is keeping tabs on expenses with Dean. Carl will organize an early-December meeting with Dean, to which all interested Directors will be invited, to finalize proposed FY2013 budget and General Manager goals, for Board review and approval in January.
 - (b) Programming Committee: The Board's Ad Hoc Programming Committee will meet on November 28 to review and update its draft recommendations in response to comments and concerns raised at the July Board meeting. The final recommendations will be presented to the Board for approval at the January meeting.
 - (c) Election Committee: Steve reported that there was only one application submitted for Board Member, Felicia Alongi-Cowden, who has subsequently withdrawn her application for candidacy. Dean has reported that the PSA's for the election announcement and the request for Board Members had run approximately 60 times during the month of October. There was a possible problem noted when it was reported that only one vote had been recorded in response to the question of whether an election is desired by the members. (Carl, Mahelani, and Fred had all indicated that they had voted.) Steve will contact the webmaster to discuss and figure out why the apparent discrepancy. The actual number of votes would not have changed the outcome in any event, as the criteria for holding an election are that at least 15% of the Kekahu Foundation members must indicate that they desire an election and there must be at least two candidates. Next year's Election Committee will determine whether to limit voting to only those Kekahu Foundation members who are Kauai residents, or allow all members to vote.

- (d) Outreach & Development Committee: Marj provided a report on the very successful KKCR 15th Birthday Party. Approximately 250 folks attended, there were no problems, wonderful music, and a great cake contest. Marj noted a decent showing by KKCR programmers. It was noted that a Friday night in August might be an excellent time for future events. Joshua suggested that eliminating regular programming during this event would allow all programmers to attend and give us a chance to do some remote broadcasting. Marj created a "how-to" manual for the party for future use, and submitted a P&L report that showed the party cost KKCR \$232.74. The Board extended its thanks to Marj, Mahelani, Maren, and all of the other organizers for an outstanding event.
- (e) General Manager's Report: Dean is out of town attending to family business, but submitted a written report (attached).

7. Old Business

- (a) Ad Hoc Programming Committee Proposal: deferred to January 2013 meeting.
- (b) Kekahu Foundation Hiring and Spending Authorization Policy: Motion to approve July 23, 2012 draft: Marj/Mahelani, PASSED.

8. New Business

- (a) Fiscal Year 2013 Budget and Goals: There were preliminary discussion and questions on the budget, which will be submitted for review and approval at the January 2013 meeting. Carl reported that our CPB grant would be about \$9K less this year than last. During preliminary discussion of General Manager goals for FY2013, Marj suggested that, to better communication and a sense of community, the station manager prepare and distribute a simple and short report of what's going on at the station, perhaps on a monthly basis.
- (b) Discussion of Board Responsibilities: There was lengthy, free-flowing discussion of what the current and future focus and direction of the KF Board should or might be. A Board retreat was suggested, perhaps with a facilitator. Agreement for such was not found, but it was agreed to make this discussion the focus of the January 2013 meeting. Marj noted that answers to some of our questions could be found in the Strategic Plan. The Board members agreed to: (1) read the Strategic Plan; (2) make suggestions as to 2013 goals for the Board, considering the capabilities and interests of current Board members; and (3) make suggestions as to how the Board should be structured. The members agreed to complete their "homework assignments" and submit them to Carl, who will circulate them to all Directors, by January 15, 2013.
- (c) Board-Led Fundraiser: Discussion deferred to a future meeting.

9. CAB Report: Mickey reported that the CAB met on September 12th. They have a new member, David Castillo. They are still doing the KKCR program on the 5th Monday of the month. The next CAB meeting will be the second Wednesday in March 2013.

10. Member and Public Input: Fred heartily thanked Maren, Mose, Tracey, and Rich for spearheading the recent Fall Membership Drive and for a job well done.

11. Adjournment: The meeting was adjourned 10:15 pm.

Respectfully submitted, Steve Thatcher, Secretary.

KKCR Station Manager's Report

November 14, 2012

1. We had a very successful Fall Membership Drive. The total of funds received to date is nearly \$52,000, with the total likely nearer to \$53,000 by the time all outstanding pledges have been paid. We had a total count of over 520 pledges, with over 100 new members.
2. Projects completed since the last Board meeting include construction of a new station cabana outside the studio entrance, activation of new Remote Broadcast equipment, installation of additional music storage shelves, an overall general station cleaning, and addition of a security camera system.
3. Projects in process include transition to a different webstream provider, and we have already secured additional bandwidth to support two simultaneous streams (one for our regular live on-air programming, the second for 24 hour Hawaiian music, in Hawaiian language). We are also completing construction of the news studio, which means we are going to be actively pursuing the creation of a volunteer news team as well as returning to early morning news programming. We've also added recording equipment necessary to outfit reporters for "person on-the-street" interviews. We are also finishing up on the Missing Link equipment tuning and adjustments. Bids have been received and system comparison is underway for our solar power installation on three of our transmitter sites.
4. In December we will be advertising and interviewing for the position of Station Volunteer Coordinator. Hire date set for the beginning of January 2013.
5. KKCR's 2012 audit is underway.
6. We received a total of 7 listener complaints, five regarding on-air DJ comments, two regarding programming. All have been answered; one is still in process of resolution. Just to let you know, we received far more compliments that greatly outnumber the complaints, on a weekly basis. Also, our listener's response to the new fund drive format was overwhelmingly positive.

Respectfully Submitted,

Dean Rogers, KKCR Station Manager