

MINUTES OF THE WRKF BOARD OF DIRECTORS MEETING

OCTOBER 26, 2016

OFFICES OF SOUTHERN STRATEGY GROUP

DIRECTORS PRESENT: Rodney Braxton, Chairman; Jim Brandt, Mary Kay Carleton, Joe Coussan, Bob Mann, Robyn Merrick (by telephone), Rodd Naquin, Lance Porter, Janee Slocum, Mary Ann Sternberg, Cyril Vetter, and Stafford Wood

Chairman Braxton called the meeting to order at 5:08 PM. A quorum of directors was present.

BOARD MINUTES: It was moved by Jim Brandt and seconded by Stafford Wood that the minutes of the June 29, September 28, and the October 11, 2016 meetings of the WRKF Board of Directors be approved, as circulated. The motion carried unanimously.

NOMINATING COMMITTEE: Stafford Wood, Chair of the Nominating Committee, discussed the proposed committee structure:

---There was a general consensus on the expansion of the committee structure to include membership and marketing functions.

---There was a general consensus that it would be good to include non-board members on the committees.

---Rodney Braxton agreed to assist Stafford in identifying new potential board nominees for presentation at WRKF's annual meeting in December.

---Consideration should be given to inviting a member of WRKF's Community Advisory Committee and from LSU to serve on the board as a member(s) or ex-officio member(s).

STATIONS OPERATIONS UPDATE

---Cyril Vetter reported that Beth Courtney had contacted him about the possibility of WRKF locating at LPB. It was the consensus that Cyril should explore this possibility. It was also requested that Cyril prepare a comparative list of the pros and cons of WRKF locating at LSU or LPB for discussion at the next meeting.

---WRKF's cash position is strong. (Approximately \$75,000 in cash reserves in money market fund)
Detailed financials will be sent out after the meeting.

GM REPLACEMENT

---Cyril Vetter reported that the proposed engagement letter with Paul Maassen to serve as WRKF's General Manager has been vetted by the Executive Committee. He distributed copies of the proposed letter for the board's review. He stated that Mr. Maassen had agreed to the terms of the letter and that Mr. Maassen had obtained the approval of UNO's president and the UNO vice president to whom he reports. He still needed HR's sign-off on the proposed agreement before we could go public. After further discussion, it was moved by Jim Brandt and seconded by Lance Porter that the Board approve the engagement letter with Paul Maassen. The motion carried unanimously.

---Bob Mann, chair of the search committee, will notify all applicants for the position of the board's decision to engage Mr. Maassen's services and halt the search process.

---Rodney Braxton will work with Cyril Vetter on the news release regarding the appointment of Mr. Maassen for distribution early next week after UNO's HR Department signs off on the agreement.

---Rodney Braxton expressed the board's profound gratitude to Cyril Vetter for serving at the interim general manager and for his generous donation to WRKF for the cost of his professional services. Mr. Vetter stated that he would reimburse the station for the compensation he had received while serving as interim general manager, minus approximately \$2,000 he had incurred for job-related expenses.

ADJOURNMENT

The meeting adjourned at 6:15 pm.

Respectfully submitted,

Jim Brandt

Secretary