

# WXPR Governance Meeting Minutes

Tuesday, August 9, 2016

Meeting called to Order at 9:44AM

**Attendance:** Jeff Burke (Chair), Richard Gsell, Jim Brust, Sally Mode

**Excused:** Patty Fitzpatrick, Pete Rondello

There were no visitors.

**Minutes** from July 12, 2016 were approved.

**Station Manager Comments** were not made

## Old Business

Draft of Personnel Liaison Procedures (prepared by Sally) was reviewed and discussed. Committee felt there was a need for Board members with several years' service to fill this role and wanted this noted. Another draft will be prepared and circulated for further review at the September Governance meeting before presentation to the full BOD in September.

## New Business

Discussion about Dropbox access and editing. Sally commented that it might be useful if there were controls on who could edit and/or access certain documents. Richard commented that those kinds of controls are not found on Dropbox Basic (our present mode) but are found on Dropbox Business, which is a subscription service costing \$12.50/user/month, or almost \$2,000 per year for the WXPR BOD. This would be a Finance Committee and BOD decision. In the meantime, Jim Brust will experiment with a Password-protected MS Word document to see how it will work in Dropbox

Discussion about Staff email and computer security, including procedures for outside communications. This will be a future Governance Committee Agenda item. In the meantime, Sally will research sample protocols for our review.

Discussion about skills missing and needed for the Board and a strategic plan for finding and nominating potential members with those skills. Grant writing and legal background are two skill sets that would benefit the BOD, Richard said. Jeff will contact those Board members in the "Class of '17" to identify their intentions to stay or retire from BOD service. Further discussion at the September Governance meeting. Sally will review the nomination procedure. Sally volunteered to contact John Lund and Mark Brunding, as possible BOD prospects; Jim will call Deb Hatfield

Discussion about the proposed 2017 Budget. Two questions arose: a) are funds earmarked for computer security? If so, in what line item? b) Has Station Management looked into alternative sources for station automation (i.e. other than ENCO), alternate sources for server replacement (other than new equipment), alternatives to on-computer software (i.e. cloud-based, “leased” software)?

Discussion about whether our relationship with Radio Free America conforms in all respects to CPB requirements to which WXPB must abide. Pete has conducted an in-depth search of the available documents (including CPB's comments on RFA) and has concluded that, because RFA is not “on-demand” (ie does not allow downloading, editing, stopping, storage of archived broadcasts) it will not violate any CPB requirements. The documentation in this regard is confusing and not definitive, however. It was noted that we pay nothing to RFA and could terminate our RFA contract at no cost and without liability to WXPB. It was felt that, if we are mistaken in this regard, we would be notified by CPB before any drastic CPB action were taken. Governance decided to drop further consideration of this matter for the time being.

Discussion of Station Manager review and the SM's Job Description and Self-stated goals for 2016. Further discussion next meeting.

Discussion of skims. Jeff reported that skims will be provided to all on-air hosts, both volunteers and staff. Governance wondered how and by whom skims will be reviewed with hosts.

**Meeting Adjourned** at 11:52AM

**Next meeting date/time** Sept. 13, 2016 9:30 AM