

WEFT Associates Meeting
Wednesday, December 2, 2020
7:00 pm – 9:00 pm
On-Line via Zoom
Meeting minutes

- I. **Call to Order** Mike Feldman (MF) @ 7:10pm.
- II. **Introductions** – completed.
- III. **Approval of the Agenda** Jeannie Covert (JC) and Gina Pagliuso (GP) mentions some typos in the agenda. Todd Hunter adds report for Community Outreach Committee. TH moves to approve the agenda with corrections, GP seconds. Passes via acclamation.
- IV. **Approval of the Minutes** of the Sept. 3, 2020 meeting. GP moves with correction of typos, MP seconds. Acclamation.
- V. **Reports from Committees & Board;**
 - i. **A. Board of Directors** Robe Guennewig (RG) (BOD Chair) reported the BOD currently has 6 members. FCC broadcast license expired on Dec 1, renewal still pending; can still broadcast per FCC. GP points out that FCC approval has been granted. BOD meetings now start at 7:00 vs 7:15pm.
 - ii. **Treasurer’s Report** Bob Paleczny provided the report (attached).
 - iii. **Governance Committee** Jermaine Raymer (JR) said that the committee (report attached) has a preliminary draft that they presented to the BOD. Will present to all on Dec. 15 at 7pm via Zoom. Will send out document ahead of time. JR discussed the changes that centered around the following goals:
 - 1. Consistent and clear language
 - 2. Simplify election structures
 - 3. Modify Adverse Action Article, and allow for more flexibility
 - 4. Remove procedural steps from By-Laws which belong in Standard Operating Procedures
 - 5. Ensure that By-Laws meet current legal standards
 - iv. **Human Resources** No report.
 - v. **Programming** GP provided the report (attached).
 - vi. **Music** BTR reports the next meeting is a party via Zoom, Dec. 21.
 - vii. **Digital Library, Eng., Bldg.** Fred Segovich provided the report (attached). BP reported that WEFT lost its archival ability when Radio Free America went out of business but that Spintron offered a free 1-month trial of their ARC program which works similarly to RFA’s. After December 2020, Spintron’s fee for ARC is \$20/month. BP will seek approval of this expenditure. MF provided a status of the back studio upgrades. He’s hoping he board changeout will occur in one day. Work must be completed by December 31, 2020 to meet the requirements of the CF grant. Jason Finkelman (JF) suggests Zoom familiarity/training session for those interested. MF concurs and also wants to create videos and written guidance.

- viii. **Financial Development** VN reported that the grant requests submitted to CFECI to replace HVAC, water heater, CD players, and computer (total \$5000) was denied due to many grant requests received. Winter appeal letter to be sent out next week. Considering developing a fundraiser for local musicians but restrictions make this complicated.
- ix. **Remote Access Team (RAT)** GP provided the report (attached).
- x. **Community Outreach No** report

VI. **Elections:**

Board of Directors (1 + 2? seats open) Lynn White (LW) nominates herself, BTR seconds. LW currently does not meet the qualifications to run as an Associate-elected member to the BOD. It is suggested she run as a BOD-elected member. VN will send LW the procedural steps for that process.

VII. **New Business** None

VIII. **Adjournment** Business concluded at 8:25pm.

Attachments

Treasurer Report -December Associates Meeting 12/2/20 – Zoom

Account Balances 12/1/20

PNC Checking & Money Market	\$102,130.26
(Sept. \$85,651.24, January: \$85,278.77)	
Paypal	\$184.40
TDA – 416 x APPL \$122.36 + 3000 x PSEC \$5.34	\$67,547.04
Total Assets (Sept. \$157K January: \$157K)	\$169,861.70

Income:

Donorsnap income – Nov. \$1750 Oct. \$21,159 Sep. \$3679

Fall Pledge Drive \$22,517 (\$11,000 donation) - Summer App \$8259

only about \$270 in uncollected FPD Pledges – reminder letters sent

Thank You cards sent to 100 FPD Donors

290 members donated \$40 or more in the last 12 months

Fall T-shirts (40) in process with Weiskamp

Bookkeeper has closed FY20 budget - was \$11K loss actual \$38K gain

Underwriting – Furniture Lounge \$125 (Surfabilly) – WMW \$300

Nick Rudd Foundation - \$750 (3 shows)

Expenses:

NFCB – includes Sound Exchange \$1275 Pacifica 1st Qtr. payment - \$125

Sept. Hartford Ins. (Building) \$3430, Beehive Ins. (Board Liability) \$821

Dehumidifier in basement \$330, Billboard \$175

BSW – mics & hangars – Back Studio project CFECI \$1000

Front Studio mixing board repair \$700

Monthly Bills – Tower Rental \$758 (went up 3% in Oct.)

Power (Nov) - \$751 Comcast \$316, Donorsnap \$79

Viastreaming \$32 ABC \$30 AT&T (tower phone) \$66

Spinitron \$20/month for ARK archiving (replaces RFA)

Upcoming: Hot Water Heater \$500? HVAC Unit ??? getting bids

Income History: 2020 - \$62K, 2019 - \$90K, 2018 - \$99K, 2017 - \$70K

Governance Committee Report

Overview of Bylaws Changes August 27, 2020

Over the summer, the governance Committee of; Dave Witzany, Gina Pagliuso, Jeff Machota, Jermaine Raymer, Mike Feldman and Robe Guennewig met almost weekly to work on a By-laws update to assist Prairie Air, Inc. in having more cohesive and clear guidelines on operations.

Overview

At its core, this project had a few key goals;

- Consistent and clear language
- Simplify election structures
- Modify Adverse Action Article, and allow for more flexibility
- Remove procedural steps from By-Laws which belong in Standard Operating Procedures
- Ensure that By-Laws meet current legal standards

And as we went through the document, there were a few other changes which were made, and we believe that all of these changes put the organization into a better position for the future.

Consistent and Clear Language

The current version of the By-Laws has a couple of places where it uses different terms interchangeably, the biggest glaring example is “General Manager: and “Station Manager.” Using these different terms confused responsibilities and left room for ambiguity. Further there were numerous terms such as “ex-

officio” where people debated over the meaning. We completely removed the term “General Manager,” and in places where a term like “ex-officio” was used, we simply used the term “non-voting member” to more clearly communicate the role of that position.

Simplifying Election Structures

Currently there is a four-tiered process for how people get elected to the Board; 1) Member Elected, 2) Associate Elected, 3) Board Elected, and 4) If Member Elected seats go unfilled, the Associates and Board may fill them.

This process has been proven to be cumbersome, and has led to numerous issues in determining and communicating the end of Board terms. In an effort to simplify this structure, we wanted a single body to vote on electing members to the Board, and we wanted to do so in a way that didn’t remove anybody’s ability from having the opportunity to have representation. So now, all Board positions will be elected by the members of Prairie Air, Inc. at an annual meeting of the “Voting Members” of the organization.

Additionally, we made changes to the maximum number of Board members, and how long a member can serve on the Board. The current maximum number of Board members being fifteen has two issues; 1) we haven’t reached that number in over a decade, and 2) if we did, that can be an unwieldy number of Board members to manage. So we moved the maximum to nine (9) members. Also in line with Board terms, we moved them to three year terms to more easily account for the nine (9) seats.

Article 11 - Adverse Actions

In the current By-Laws, this section deals with Adverse Actions. We removed the detail from how adverse actions will be handled from this document, as the By-Laws are not the location to have procedures laid out on how to handle specific situations. Thus Article 11 now simply references some principles, and tells people where to find the details.

Other Major Changes

--We now use the term “Voting Member” to describe the body of people who get to elect Board Members and suggest/ratify amendments to the Bylaws. This group includes all individuals who have made the minimum donation, as well as those who are Associates or Board Members.

--We updated the By-Laws to recognize technology, and allow for electronic communications to take the place of mailed communications for those who prefer that method, and we allow for remote meeting attendance.

For detailed changes, please see Full Bylaws Revision Notes dated ???????. Please contact the Governance Committee via Chair Jermaine Raymer, raymer.j@gmail.com

Programming Committee Report
December 2, 2020 Associates' Meeting

New/Time Change Shows:

Monday Morning Jazz – Bob Selby (Monday 9-11:30am)
Behind the News/On the Ground: Voices of Resistance/ Magical Mystery Tour (Weds 6-7pm)
Lady Lynn Live Inspirational Show – Lynn White (Saturday 8-10am 1st, 3rd, 5th of each month)

Ended Shows:

The Obscure Zone (Monday 6-9am)
Friday Forum (Wednesday 6-7pm)
Blues Connection (Wednesday 11:30am-2pm) - LOA
500 Miles from Memphis (Wednesday 7-8pm) - LOA
Music, Movies and More (Thursday 7-8pm) -LOA

Special Programming:

The Homelessness Marathon – Wednesday Dec. 9 (5-9pm) PSA has been posted in the booth and in Document Dropbox

Program Follow-Up:

Night Moves – Ian Hammond
Radio Free Labor – Bob Paleczny

PC Membership/Open Seats:

Two BOD elected seats available – please see Gina for BOD election procedure if interested. Officer elections will take place at Dec. 8 PC meeting (postponed since late Sept. due to quorum issues)

PC working on:

Due to Covid-19 considerations, the PC has been conducting meetings via Zoom. Quorum issues have arisen, but actionable items have been resolved, sometimes via email (after agenda publication).

PC and MC are considering a name change for the “World Beat” genre as other groups have done (Grammys, Oscars). From The Grammys website: *“The change symbolizes a departure from the connotations of colonialism, folk and ‘non-American’ that the former term embodied while adapting to current listening trends and cultural evolution among the diverse communities it may represent.”*

Possible changes include Global or International music.

Airshifter tracking tool – reminder emails went out to any Airshifter that has not attended two Associates' meetings in the past year on Nov. 25 (23 Airshifters). Reminder emails were sent out to all Airshifters in arrears with their membership dues on Nov. 28 (10 folks – X has become current since notification).

Thanks to everyone that sent along “political file” information for on-air “candidate” guests. Please note that Municipal elections will take place in Feb. (Primaries) and April (General). A new list of “qualified” candidates will be emailed to wefto before the new year begins.

Based on draft Bylaws revisions, the PC has begun work on PC SOP updates that will be needed to insure adherence to Bylaws (electronic meeting rules, annual reviews, etc.).

Open Shows email was sent to wefto on 11/25/20. Program proposal forms (hard copies) are in PC binder in the back studio. Digital versions found at http://new.weft.org/about/show_proposal.html and may be emailed to programming@weft.org.

Reminders:

Please note that a maximum of two cuts/artist/album may be played consecutively per WEFT's contract with SoundExchange.

WEFT Digital Library Report

Q4 Associates Meeting, 12/02/20 7:00 PM via Zoom

1. Standard Reports:
 - a. Sound Exchange:
 - i. Q3 period complete, processed, marked Incomplete.
 - ii. Q4 period complete, pending submission.
 - b. Library ripping /archiving:
 - i. Bob completed the mid-year archive. Fred moved the March – October PA archive to the Great Hall computer.
 - c. Facilities:
 - i. HVAC replace / furnace draft motor issue: Pending.
 - ii. Hot water heater: Pending.
 - iii. The front door battery tray corrosion: Pending cleaning.
 - iv. Front door water in airlock during rainstorm: Pending adjustment.
 - v. Bathroom vent fan: Pending install.
 - vi. Station security:
 1. Front door lock: Pending adjustment.
 2. Improved lighting: Installation completed.
 3. Motion detector / Intercom / Code: TBD if needed.
 - d. Engineering / IT:
 - i. Bob stepped down from IT support role effective 7/10.
 - ii. Zara / Spinitron computer issues: No major issues.
 - iii. No Recording / Streaming computer / Some viastreaming issues.
 - iv. CD player issues: No major issues. New player installed in Front.
 - v. Motor-boating noise still there, no change. Not a priority.
 - e. Community Foundation Grant
 - i. The 2020 grant funds must be spent and equipment in place by 12/31/2020. Any funds not spent, or funds for equipment not installed, must be returned. The open items are:
 1. Two CD players: One installed, one to order.
 2. Two computers: One acquired, one to order; installs TBD.
 3. One monitor: Ordered.
 4. Back studio equipment: Sound board, mics, hangers. All acquired, install being planned.

- f. FCC:
 - i. Public File: Next Ownership Report 323-E due 12/2021.
 - ii. Public File: Issues and Air Time Requests submitted 10/10/20.
 - iii. Xmitter lic ext & m-wave link must be filed 12/2020; in process.
 - iv. Emergency Broadcast System:
 - 1. Applied updates 89-34 and 95-00 to the ENDEC. System is up-to-date on firmware revisions.
 - 2. The Oct and Nov tests propagated to us and were transmitted; the Dec test may not have propagated.
 - 3. System is up-to-date on firmware revisions.

RAT (Remote Access Team) Report

Dec. 2, 2020 Associates' Meeting

As of November 20, 14 shows per week were being home-produced (Indy traveling) and 34 shows per week were being produced in-studio. The balance of 30 shows per week was being covered by RAT member remote operations (Courier/Informational programming/Zara).

As of October 26, 2020, 14/33/31

As of September 28, 2020, 15/36/27

WEFT RAT continues to support Airshiffters who choose to remain at home via remote Zara coverage or through facilitation of the broadcast of home-produced programming.

Meeting Attendees

Jeannie Covert*
 Cope Cumpston
 Jason Croft
 Mike Feldman
 Jason Finkelman
 Robe Guennewig*
 Ed Hadley
 Ian Hammond
 Todd Hunter*
 Britta Langsjoen
 Dave Monk
 Mark Mulcahey
 Mark Niswander
 Vicki Niswander*
 Gina Pagliuso
 Bob Paleczny*
 Michael Pasteris

Members with excused absences

Rich Bressler
 Denise Curia
 Kurt Eilbracht
 Kevin Elliott
 Greg Harris
 Jeff Machota
 Eric Robeson
 Robert Selby

Jermaine Raymer
Kristy Rice
William Saylor
Rick Schoell
Fred Segovich
Barbara Trumpinski-Roberts*
Lynn White
Zach Widup
Dave Witzany

*BOD members (ineligible to vote in Associate proceedings)