

Friends of WWOZ, Inc.
Board of Directors Meeting Minutes
December 14, 2016

Date: December 14, 2016

Time: 4:33 pm

Location: The New Orleans Jazz & Heritage Foundation
1205 N Rampart St, New Orleans LA, 70116

Board Members Present: Marc Barnes, Judge Sidney H Cates IV, , Bob Edmundson,
Deborah Duplechin Harkins, Courtney Slatten Katzenstein,
David Kerstein, Ronald McClain, J.R. Pegues

Board Members Absent: Douglas Hammel, Leonard Smith III, Ruth Chouest

Foundation Staff Present: Don Marshall

WWOZ Staff Present: Dave Ankers, Arthur Cohen, David Freedman, Beau Royster,
Pamela Wood, Pearl Ricks, Meanie Merz, KaTrina Griffin,

Call to Order: Ms. Harkins called the meeting to order at 4:33 p.m. A Quorum was declared at 4:33 pm, with 9 of 11 Board members participating.

Ms. Hawkins asked the Committee to join her in taking a moment of silence to pay respect to our lost Board Member Carol Solomon.

Minutes: Judge Cates moved to accept the minutes of the November 9th board meeting. Marc Barnes seconded the motion, which passed unanimously.

Public Commentary: None.

Report of the Chair:

She also stated that she hopes the two vacant seats on WWOZ Board to be filled by January 11th board meeting; the position vacated by the passing of Ms. Solomon will be chosen by the Foundation President.

Ms. Harkins reported that the Human Resource Committee will meet soon to begin discussing the hiring of a permanent WWOZ General Manager. Ms. Harkins informed the Committee that there will be no February board meeting due to February's WWOZ Board Retreat.

Chief Operating Officer's Report:

Mr. Cohen introduced WWOZ's new Office Manager, Marietta Goodman.

Mr. Cohen also reported that the billing for "Big Ask" expenditures already made is near completion.

Deborah Harkins inquired about the timeline of the new capital project. Mr. Cohen reported that a new capital list is complete and will be presented to the Technology & Programming Committee in the coming weeks.

He also reported that the station is experiencing air signal issues which is complicated by our location on the river; as a result, the only connectivity choice is AT&T land lines as opposed to having a wireless connection.

Mr. Cohen also stated that as of today we are finished reporting to the Corporation for Public Broadcasting (CPB) for the 2017 grant, which will be \$15,000 more than we had in the budget.

Mr. Barnes moved to accept the Chief Operating Officer's Report, and Judge Cates seconded the motion, which passed unanimously.

Mr. Edmundson joined the meeting at 4:50 p.m.

Finance Committee Report:

Mr. Pegues reported that WWOZ cash flow has stabilized due to an expedited delivery of the Jazz and Heritage Foundation annual contribution. He also stated that he expected WWOZ to receive a clean audit report. Mr. Pegues reported that two key factors performed well against the budget; underwriting took a meaningful uptake and WWOZ's expenses were well under budget. He reported that, overall finances look encouraging because of the timing of inflows and out flows and the establishment of new lines of accounts.

Mr. McClain moved to accept the Finance Committee report. Judge Cates seconded the motion, which passed unanimously.

Chief Development Officer's Report:

Mr. Barnes reported that the committee leaders met to discuss Piano Night and are considering moving the event to the Fall months. Over time the proximity to Jazz Festival has become problematical with other big organizations now competing for the same dollar. Ms. Barnes stated that the desire to re-invent

Piano Night to create a dual-labelled (OZ/Foundation Piano Night) event would be a win-win for both parties, perhaps in coordination with the Crescent City Blues and Barbeque Festival. The suggestion was well received by the Foundation board. The goal would be to restore to a local event and maintain a signature event.

Mr. Barnes appealed to the Board to make an attempt to engage in promoting “Giving” by adding people who will enhance the “Giving” pipeline. Ms. Harkin requested that Mr. Barnes present to the Board at our next meeting on mechanism to engage giving.

Mr. Barnes asked the Board to consider applying for the Richard West Freeman Endowment and Board-restricted Reserve Challenge Grant that will match each \$1 2-for-1 up to \$75,000. If awarded, the grant would be used for general operating cost. The grant would be good for 12 months starting in February and the deadline to apply is by the end of January 2017. He stated that it would be beneficial for us to show that we are moving towards endowment. However we must be #1) committed and #2) willing to create an endowment policy.

Mr. Edmundson asked if an endowment would qualify for CPB match. Mr. McClain questioned whether WWOZ wants to focus our attention on endowment or if we should prioritize WWOZ’s current. More pressing needs are?

Ms. Harkin requested that Development draft an executive summary of the Richard West Freeman Challenge to present to the Board at January’s Committee meeting.

Ms. Wood reported that WWOZ recently received a \$25,000 and a \$5,000 individual gift. She also reported that WWOZ received a \$2,500 gift from Entergy. Ms. Wood reported that this year’s Giving Tuesday collected \$10,000; compared to last year’s \$3,000.

Ms. Katzenstein announced her 5th Annual WWOZ in NYC event; an evening of New Orleans in the Big Apple. The event will be held on Thursday, February 2, 2017, 7:00pm-10:00pm. Ms. Katzenstein also stated that the Jazz & Heritage Foundation is looking forward to promoting the event and that invites will be sent out next week. Ticket prices have not been set yet.

Mr. Marshall suggested that if the event is an annual one, then WWOZ should consider honoring someone.

Mr. Edmundson moved to accept the Development Committee report. Judge Cates seconded the motion, which passed unanimously.

Ongoing Business: None

Chief Strategic Officer’s Report:

Mr. Freedman reported that he was addressing WWOZ space needs and plans to have a meeting with the Mandeville street owner and obtain an answer by mid-January.

Mr. Freedman also announced that WWOZ's Annual Board retreat will be on Saturday, February 11th in the Aquarium's Board room.

Mr. Barnes moved to accept the Chief Strategic Officer's Report, and Judge Cates seconded the motion, which passed unanimously.

CAB Report: Mr. McClain reported that CAB is currently developing a list of candidates to replace outgoing board members. Next step will be vetting the most qualified candidates with a goal of presenting a slate in early February for board approval. By its Charter, the CAB must meet before the first quarter of 2017 is done. He encouraged the WWOZ board members to forward names of recommendations. He stated that CAB will have to appoint 5 to 7 members.

Ms. Harkin asked Mr. McClain to send the board a reminder memo to request nominations. He wants to ensure that the CAB is composed of the right mix of people.

Next Meeting Date. WWOZ's next meeting is scheduled for January 11, 2017. Invitations to the entire 2017 series of WWOZ Board Committee Meeting will be sent out by Marietta next week.

Adjournment: Ms. Harkins moved to adjourn the meeting. Judge Cates seconded the motion, which passed unanimously. The meeting was adjourned at 5:32 p.m.