

**Friends of WWOZ, Inc.**  
**Board of Directors Meeting Minutes**  
**January 11, 2017**

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Date: January 11, 2017

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, Ruth Chouest, Deborah Duplechin Harkins, Courtney Slatten Katzenstein, Ronald McClain, J.R. Pegues

Via Phone: Bob Edmundson, Leonard Smith III, David Kerstein,

Board Members Absent: Douglas Hammel

Foundation Staff Present: Don Marshall

WWOZ Staff Present: Dave Ankers, Arthur Cohen, David Freedman, Beau Royster, Pamela Wood, KaTrina Griffin, Scott Borne

**Call to Order:** Ms. Harkins called the meeting to order at 4:36 p.m. A Quorum was declared at 4:36 pm, with 10 of 11 Board members participating.

**Minutes:** Mr. Freedman requested that December 14<sup>th</sup> minutes be edited to read “Mandeville Street” instead of “Mandeville”.

Judge Cates moved to accept the minutes of the December 14<sup>th</sup> board meeting. Marc Barnes seconded the motion, which passed unanimously.

**Public Commentary:** None.

**Report of the Chair:**

Ms. Harkins announced that Rachel Shields has accepted the invitation to participate on WWOZ’s Board of Directors. Ms. Harkins will forward Rachel’s resume to all Board members.

Ms. Harkins reported that Human Resource Committee will meet soon to begin discussing the hiring of a permanent WWOZ General Manager. Ms. Harkins also informed the Board that there will not be a February’s Board meeting; instead, WWOZ’s annual Board Retreat is scheduled for February 10<sup>th</sup> and 11<sup>th</sup>.

**Chief Operating Officer’s Report:**

Mr. Cohen reported that WWOZ is preparing for upcoming events such as French Quarter Fest, 2017 Pledge Drive, Jazz Festival, etc.

Mr. Cohen also informed the Board that WWOZ recently signed a new phone contract with AT&T that will save the company \$2,000 per month.

Mr. Pegues moved to accept the Chief Operating Officer's Report, and Mr. McClain seconded the motion, which passed unanimously.

### **Finance Committee Report:**

Mr. Pegues reported that WWOZ Finance Committee met on January 10<sup>th</sup> and reviewed 2017 year-to-date financials and auditors report. After review, it was determined that expenses are performing well. Mr. Pegues also suggested to the Board the need to identify new sources of revenue so that the station can meet its operating plan.

Mr. Royster reported that WWOZ received a clean opinion from the audit and there were no material findings.

Ms. Chouest moved to accept the Finance committee report. Ms. Katzenstein seconded the motion, which passed unanimously.

### **Chief Development Officer's Report:**

Ms. Wood reported Brass Pass sales are \$914,834, above what was projected. She also reported that the underwriting figure is below what it should be, however, there are plans to increase the figure to what it should be in order to catch up. Membership and brass passes are doing great. Brass passes are on track to sell out. Ms. Wood also reported that the Development team is linking buying brass passes to WWOZ membership at point-of-sale.

Mr. Pegues made a suggestion to add verbiage on the donation card that would ask donors for 2-3% of their donation/purchase to donate to WWOZ. He also suggested emphasizing to customer that WWOZ is a "non-profit" radio station at point of sale.

Ms. Katzenstein requested that the link to WWOZ NYC Jazz Event be re-sent to each Board member. She also stated she will arrange a meeting after the Board retreat to discuss Piano night and include new Board member Rachel Shields.

Mr. Pegues moved to accept the Development committee report. Ms. Katzenstein seconded the motion, which passed unanimously.

### **Real Estate Committee:**

Mr. Freedman had no updates expect that the owner of the prospective new location is still undecided on whether he wants to sell the property.

### **Technology & Programming Committee Report**

Mr. Smith reported WWOZ's capital needs are dire. Electronic file back-up security, new software for membership drive, and stable WIFI connectivity are some of the items on WWOZ wish list that need funding.

Mr. Cohen presented WWOZ's 2017 capital needs report to the board. The request was approved and Ms. Harkins stated that she will discuss capital needs with Jazz & Heritage Foundation.

Judge Cates moved to accept the Technology & Programming committee report. Ms. Chouest seconded the motion, which passed unanimously.

**Ongoing Business:**

**Board Retreat:**

Mr. Freedman reported that he expects the board retreat to be on a high level on Friday and Saturday, February 10<sup>th</sup> and 11<sup>th</sup>. He requested that each board member be prepared to answer a survey. He also gave board members their requirements for the retreat:

- Be there
- Sign up to meet with consultant,
- Read the material

**Community Advisory Board:**

Mr. McClain reported that he is preparing a slate at the retreat to introduce 5 additional members to the community advisory board and an additional 3 on stand-by. He will submit slate to the board member via email within 2-3 weeks. Mr. Cohen and Mr. McClain plan to meet with each new member individually to assure that they represent the range of the community.

Mr. Pegues moved to accept the ongoing business report. Mr. Barnes seconded the motion, which passed unanimously.

**Old Business:**

DNS insurance covered as subsidiary under Jazz & Heritage Foundation. Ms. Harkins sent each member an email confirming coverage.

**New Business:**

None

**Human Resources – Executive Session:**

The Board adjourned to go into executive session at 5:32pm

**Next Meeting Date:** WWOZ's next meeting is scheduled for March 8, 2017.

**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.