

Friends of WWOZ, Inc.
Board of Directors Meeting Minutes
September 7, 2016

Date: September 7, 2016

Time: 4:30 pm

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

Board Members Present: Belinda Lewis Batiste, Roxy Wright, Marc Barnes, Deborah Duplechin Harkins, Courtney Slatten Katzenstein, Ronald McClain, Gabou Mendy MD, Mary Johnston Norris, J.R. Pegues, Karen Nabonne Coaxum (via telephone), Leonard Smith III (via telephone), Karen Solomon (via telephone)

Board Members Absent: C.J. Blache, Richard Cortizas, Jay H Banks, Gerald Billes, Ruth Chouest, Bob Edmundson, Douglas Hammel, James Hutchinson, David Kerstein, Peter Laborde, Carol Solomon

Foundation Staff Present: Don Marshall

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

Members of the Public Present: Don Paul, Grace Perrine

1. Call to Order. Ms. Harkins called the meeting to order at 4:35 p.m.

Quorum. A Quorum was declared at 4:45 pm, with 12 of 23 Board members participating.

2. Minutes. Mr. Pegues moved to accept the minutes of the July 13 board meeting. Ms. Batiste seconded the motion, which passed unanimously.

3. Public Commentary. Ms. Harkins invited public commentary.

a. Don Paul. Mr. Paul inquired about the status of the open positions at WWOZ for General Manager and Program Director, and whether the Board had given consideration to the contracts for the Chief Strategic Officer and Chief Operating Officer. Mr. Paul also asked if the public could be informed when the Finance Committee and other Board committees meet.

b. Grace Perrine. Ms. Perrine asked if there were a timeline for moving WWOZ into a new space, and expressed that the station was too crowded, and that moving to a temporary space would not be a good idea.

4. Chief Operating Officer's Report.

Mr. Cohen referred the board to the Chief Operating Officer's Report document distributed by circulation prior to the meeting and included in the board meeting materials packet. Mr. Cohen noted that financial figures were included in the packet, from three days after the end of Fiscal Year Ending 2016, and that a couple more weeks would be required to process FYE 2016. He noted that there would be a need to take money out of reserve. He explained that the Swamp Shop Retail Store had been closed in August, and the staff had been laid off, cutting the loss. He also noted that the syndicated program *New Orleans Calling* had been placed on hiatus, and there had been one contractor working on the show who was no longer being paid. The biggest problems contributing to the shortfall had included unexpected cost overruns on the WWOZ website, among other things.

Leslie Molson left her position as Office Manager as of August 31. A new position has been advertised, and Mr. Cohen was winnowing down the 120 applications he had received. In the interim, Ms. Molson's work was being assigned to different staff members, including Dave Ankers, who is doing more project work after *New Orleans Calling* was put on hiatus. We've lost a lot of institutional memory at WWOZ. Leslie will be available to train someone, on retailer.

Ms. Harkins proposed a motion that the a letter of gratitude be extended to Ms. Molson for her good work and dedication, time, and service, on behalf of the Board. Motion by Mr. Pegues. Motion seconded by Ms. Wright. Passed unanimously.

Ms. Harkins mentioned that Mr. Hammel and others wanted to find ways of paying for the continuation of *New Orleans Calling*, and wanted to keep options open,

Mr. McClain inquired about the cost overruns on the WWOZ website. Mr. Cohen explained that as the redesign continued, C4Tech's estimates grew, until we were \$100,000 over what was budgeted. Mr. McClain said it should be easy to stay within a project budget.

Mr. Pegues asked if there had been funds from sponsors specifically meant for *New Orleans Calling*. Mr. Cohen and Ms. Wood explained that the one sponsor, the New Orleans Tourism Marketing Corporation, had already agreed to repurposing the funds for WWOZ overall. Ms. Wood: kudos to Melanie and everyone who raised money to keep the program going.

Dr. Mendy asked about *New Orleans Calling* remaining viable as content for WWOZ, and being prioritized in the budget. Mr. Cohen explained that there had been too few carriage stations to justify continuing with a \$100,000 budget that didn't actually reflect the full amount of staff hours. If \$250,000 were available to continue the show, it probably could be used better elsewhere

Ms. Harkins reinforced the need for a realistic budget, and Dr. Mendy asked about the budget strategy. Mr. Cohen explained that a provisional budget is in place and was approved at the July 13 Board meeting, and a new, detailed budget will be presented in time for the October Board

meeting. Mr. McClain reiterated the agreement to hold a strategic board retreat before end of December

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

5. Chief Strategic Officer's Report.

Mr. Freedman reported that he had been given the Donald Harrison, Sr. Cultural Preservationist Award, at the 18th Annual Mardi Gras Indian Hall of Fame Awards. Regarding relocation, he noted that the owner of the property he has been pursuing for WWOZ still wants WWOZ in the building, and is looking into how to make it work financially. Until station issues are resolved, however, we can't move, so he's not pushing the case.

Ms. Harkins noted that at a recent think tank event Mr. Freedman's name was called out as a visionary, which made her proud to serve on the Board.

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

6. Committee Reports

a. Development Committee Report. Mr. Barnes reported that the most recent revenue numbers are contained in the COO report. He recently met with the Development staff and was looking forward to a reconfiguration of the committee once new members are announced.

Ms. Katzenstein moved to accept the Development Committee Report, and Mr. McClain seconded the motion, which passed unanimously.

b. Finance Committee Report. Mr. Royster referred the Board to the July 2016 financial statements included in the board materials packet. He explained that this represented 11 months of the financial year, and doesn't anticipate much difference in the bottom line at the end of August.

Regular membership income was ahead by about \$150,000, but Major Gifts, Swamp Shop, and Underwriting were all behind. The Swamp Shop has been closed.

The biggest expense overrun was the vendor C4Tech on website redesign.

Mr. McClain said that overruns could be dealt with going forward by having limits when entering contracts. Mr. Pegues and Ms. Norris agreed. Mr. McClain added the example of the Jazz Fest Hospitality Tent cost overruns for fruit. Ms. Harkins asked if we have contracts now, and Mr. Cohen replied that this has not been previous practice but we are instituting an RFP process. Both C4Tech and the fruit cost overruns were in the context of longstanding relationships with WWOZ that included no contracts.

Mr. Royster said that cash flow is currently an issue, and that the station needs to draw down the reserve to cover expenses until the infusion of funds from the October Pledge Drive. Ms. Batiste said that the Finance Committee is figuring operating costs this week that will determine the amount that needs to be drawn down, and this will be voted upon by circulation (email).

Mr. McClain mentioned that Mr. Cohen had been great at getting costs under control. Ms. Batiste said that more budget meetings were happening the following week. Ms. Harkins noted meetings of the Finance Committee will need to await until new Board members are announced by the Foundation Board next week and committees of the WWOZ board are reformed.

Mr. Pegues moved to accept the Finance Committee Report, and Ms. Norris seconded the motion, which passed unanimously.

7. Ongoing Business

None

8. New Business

Mr. Pegues brought up the recent issue of broadcast signal dropouts which could threaten WWOZ's product. Mr. Cohen explained the problems of the stations interconnected networks and ISPs, and that the problem is in the process of being addressed. Ms. Harkins asked if AT&T was aware of the T1 problem, and she and other Board members offered to help bring influence to bear in solving the problem. Mr. Cohen stated that the problem is being addressed so no action from the board was necessary at the moment.

Dr. Mendy requested the Board could receive meeting agendas ahead of time, before the next meeting. Ms. Katzenstein noted that we've been getting them and they are coming out earlier. Ms. Suggested specific new and old business items could be listed on the agenda when it is distributed. Ms. Harkins said that the of station should put out a call to board members for agenda items one week before the next meeting.

9. Set Next Meeting Date. The WWOZ Board set the next meeting for Wednesday October 12, 2016 at 4:30 pm. *(Since changed to October 19 to avoid conflict with Jewish High Holidays).*

10. Adjournment. Ms. Batiste moved to adjourn the meeting. Mr. Barnes seconded the motion, which passed unanimously. The meeting was adjourned at 5:20 p.m.