



Subject: KDNK Board Meeting May 15, 2023  
 Location: Zoom Meeting  
 In Attendance: Kara, Ella, Eric, Eloisa, John H., Caleb, Raleigh, Mac, Erin  
 Public: Luke, Cody, Aly, Morgan, Hattie  
 Absent: Jonathan, Shoshana  
 Call to Order: 5:39

Topic	Discussion Points	Deliverables / Person Responsible for follow-up
5:39 - CTO	<ul style="list-style-type: none"> <li>5:40</li> </ul>	
5:46 -	<ul style="list-style-type: none"> <li>Rundown on the agenda from Raleigh</li> </ul>	<b>@mac Share a doc to gather all of the current board information</b>
5:47 - Staff Time	<ul style="list-style-type: none"> <li>Luke Nestler's - perspective on current events               <ul style="list-style-type: none"> <li>There is precedence for people being held accountable</li> <li>Luke would like to be involved in the staff retreat</li> <li>It's important to remember that the station is bigger than these issues</li> </ul> </li> <li>Morgan's perspective -               <ul style="list-style-type: none"> <li>Megan should be compensated equivalent to Greg's compensation</li> <li>What steps are going to be made to ensure this doesn't happen again?</li> <li>What is the oversight process?</li> </ul> </li> <li>Aly's perspective               <ul style="list-style-type: none"> <li>There are some alarming things that have come to light and didn't know this from a board level</li> <li>Underwriting needs attention and Aly is stepping up in this position</li> </ul> </li> </ul>	

	<ul style="list-style-type: none"> <li>● Cody's perspective - <ul style="list-style-type: none"> <li>○ Megan should be compensated as an executive director</li> <li>○ We owe it to the members to make good on their backing of the station</li> <li>○ The relationship with the board is not working. This has to be fixed.</li> </ul> </li> </ul>	
5:57 - Scheduling	<ul style="list-style-type: none"> <li>● Thursdays work for most of the board and staff <ul style="list-style-type: none"> <li>○ This would be ideal to honor staff time</li> </ul> </li> <li>● June 15th @ 9:00 am <ul style="list-style-type: none"> <li>○ Two 3-hour blocks</li> </ul> </li> <li>● One-on-one check-ins with each of the staff should happen before the retreat</li> </ul>	
6:03 -	<ul style="list-style-type: none"> <li>●</li> </ul>	
6:18 - Ideas to prevent this in the future	<ul style="list-style-type: none"> <li>● Immediate support for Megan</li> </ul>	
6:19 - Finances	<ul style="list-style-type: none"> <li>● Vanguard Account <ul style="list-style-type: none"> <li>○ Balance = roughly \$260k</li> </ul> </li> </ul>	<b>Action Item</b> - circle back names on accounts after a month or so @kara
6:22 - Megan Reporting CPB Grant	<ul style="list-style-type: none"> <li>● Last time we elected to do the audit every two years. <ul style="list-style-type: none"> <li>○ We should now do this every year and add that to the bylaws</li> </ul> </li> <li>● Megan has been reaching out to contacts at other stations <ul style="list-style-type: none"> <li>○ There are options for other people to file this for us</li> </ul> </li> <li>● We can file for an extension but we need to hire an auditor first</li> <li>● Question from Kara, will someone fix 2020 for us? <ul style="list-style-type: none"> <li>○ For the record this was an auditor error</li> </ul> </li> </ul>	

6:28 - MM	<ul style="list-style-type: none"> <li>● We need clarification on Sunlight Peak <ul style="list-style-type: none"> <li>○ Kara can likely find this info through the county</li> </ul> </li> <li>● The audit properly doesn't list bank interest (missed ~\$46k from the Vanguard Account) <ul style="list-style-type: none"> <li>○ This is the same auditor that messed up previous filings</li> </ul> </li> <li>● We need to file our 990 as soon as possible</li> </ul>	
6:30 -	<ul style="list-style-type: none"> <li>● Raleigh Question: What happens with the previous 990s that were missed? <ul style="list-style-type: none"> <li>○ Action - we'll focus on 2022 and go from there, but yes, it sounds like this can be fixed.</li> </ul> </li> <li>● Megan Question - call to the board for additional accountants or CPAs <ul style="list-style-type: none"> <li>○ Ella has a good one</li> </ul> </li> <li>● Clarification from MM: we need an audit for every year regardless if we file every other year</li> </ul>	
6:39 - Raleigh motion	<ul style="list-style-type: none"> <li>● <del>Move to change the bylaws to file for the CPB grant and submit the audit yearly</del></li> <li>○ <del>Clarification we could audit every year regardless of whether we file every year</del></li> </ul>	
6:42 - Renee	<ul style="list-style-type: none"> <li>● We need a board member to figure out all of the KDNK insurance policies <ul style="list-style-type: none"> <li>○ We currently have Hartford and that could be an umbrella</li> <li>○ Moody Insurance from Grand Junction handles most of the rest</li> <li>○ John will lead this effort</li> </ul> </li> </ul>	<b>@John will figure out the insurance</b>
6:46 - Wrapping up Finance Discussion	<ul style="list-style-type: none"> <li>● We got a collection notice from the secretary of state about a raffle license <ul style="list-style-type: none"> <li>○ Do we hold onto this or not?</li> </ul> </li> </ul>	

	<ul style="list-style-type: none"> <li>● We have 2 IRS checks that expired that we need to try and get back.</li> </ul>	
6:57 - Benefits	<ul style="list-style-type: none"> <li>● Employees need dental cards and possibly other insurance proof</li> <li>● We need to update the employee handbook immediately</li> </ul>	
7:02 - Brown Paper Tickets	<ul style="list-style-type: none"> <li>● We need to get paid by Brown Paper Tickets <ul style="list-style-type: none"> <li>○ 8 or 9 emails with no response</li> </ul> </li> </ul>	
7:11 - Renee	<ul style="list-style-type: none"> <li>● Do we want her continued help? <ul style="list-style-type: none"> <li>○ Yes</li> </ul> </li> </ul>	
7:18 - Grant Deadlines	<ul style="list-style-type: none"> <li>● Anshutz Foundation - July 1</li> <li>● Community Foundation</li> </ul>	<b>@Mac figure out what exactly what we need for the two near-term grants</b>
7:25 - Motion	<ul style="list-style-type: none"> <li>● Kara moves that Shoshana is on a leave of absence and a quorum will temporarily be 5 <ul style="list-style-type: none"> <li>○ Ella second</li> <li>○ All in favor</li> </ul> </li> </ul>	
7:37 - Outstanding Invoices	<ul style="list-style-type: none"> <li>● NPR, Xerox, Boise Stats (is this one right?) <ul style="list-style-type: none"> <li>○ Megan has been taking care of the small ones but would like the Board's blessing</li> <li>○ Jonathan has volunteered to negotiate a better rate with NPR <ul style="list-style-type: none"> <li>■ Let's just get this done</li> </ul> </li> </ul> </li> </ul>	
7:46 - How to Pay	<ul style="list-style-type: none"> <li>● We can likely use the two pandemic grants <ul style="list-style-type: none"> <li>○ We need to check on these requirements and make sure this is a legal and appropriate use.</li> <li>○ Clarification on the amounts available in each account</li> </ul> </li> </ul>	

	<ul style="list-style-type: none"> <li>● The board unanimously supports Megan paying these bills</li> </ul>	
8:11 -	<ul style="list-style-type: none"> <li>● The Board quietly digging into financials</li> </ul>	
8:25 - The way forward	<ul style="list-style-type: none"> <li>● How do we talk to Greg about this? <ul style="list-style-type: none"> <li>○ MS opinion - it's important to know what happened.</li> </ul> </li> </ul>	
8:54 -	<ul style="list-style-type: none"> <li>● Caleb's perspective - Greg needs a chance to have his say <ul style="list-style-type: none"> <li>○ We have to figure out our system of checks and balances</li> <li>○ What is the right level of activity</li> </ul> </li> </ul>	
9:00 - the way forward again	<ul style="list-style-type: none"> <li>● Salaries (dividing Greg's salary) <ul style="list-style-type: none"> <li>○ Megan <ul style="list-style-type: none"> <li>■ Backpay Megan up to Greg's salary</li> <li>■ Move her to Greg's salary permanently</li> </ul> </li> <li>○ Aly <ul style="list-style-type: none"> <li>■ Bonus = 10% this month and possibly ongoing</li> </ul> </li> <li>○ Renee <ul style="list-style-type: none"> <li>■ We are going to pay her, she is tracking her hours</li> </ul> </li> </ul> </li> </ul>	
9:13 - Votes	<p>Motions by Raleigh, seconded by Nola J</p> <ul style="list-style-type: none"> <li>● Authorize Megan to pay</li> <li>● Hire Renee for her service</li> <li>● Make Megan the interim GM and give her the same as Greg and back pay (23.8% Increase) <ul style="list-style-type: none"> <li>○ Have her consult with HR about any disciplinary action</li> </ul> </li> <li>● Give Aly a 10% bonus as long as she is doing underwriting</li> <li>● Other bonuses are on a monthly <ul style="list-style-type: none"> <li>○ All in favor.</li> </ul> </li> </ul>	

