Delaware First Media Corporation
Board of Directors Meeting, October 12, 2021
Meeting Minutes (APPROVED December 10, 2021)

Pursuant to notice, a meeting of the Board of Directors of Delaware First Media Corporation (DFM) was held on Tuesday, October 12, 2021, via Zoom video conference call.

Directors present: Robert Varipapa, Chair; Randall Farmer, Vice Chair; David Brond, Drew Fennell, Leslie Newman, Michael Sigman, George Watson, Jane Vincent, President; Jennifer Cornell, Treasurer; Ellen Roberts, Secretary.

Directors absent: Charlisa Edelin, James Griffin, Chanta Howard-Wilkinson, Nancy Karibjanian.

Call to order: Dr. Varipapa called the meeting to order at 4:30 p.m.

Recognition: A moment of silence was observed in memory of Dennis Rochford.

Approval of minutes: On a motion duly made and seconded, the minutes of the April 23, 2021, and June 11, 2021, meetings were approved unanimously. Minutes of Executive/Finance Committee and Marketing and Development Committee meetings were distributed for information only.

Financial update: Ms. Cornell reviewed the balance sheet as of September 30, 2021, and the budget vs. actual profit and loss statement for the first quarter of FY22. Our cash balance exceeds $248,000. Income is under budget due to shortfalls in corporate underwriting/sponsorships. Expenses are under budget due to staff departures and a change in the payroll cycle from semimonthly to biweekly. Upon motion duly made and seconded, both reports were accepted.

In other financial news:

- For the time being, we are canceling the project to run below-ground cabling across the vacant lot and president’s house to our second satellite, as Delaware State University plans to move us from our current location likely in early 2022. A new site has not yet been identified, although it will likely be in downtown Dover. DSU will bear the expense of moving.
- ChristianaCare was thanked for its $60,000 sponsorship.
- We are only halfway to our fall fund drive $15,000 goal. The second mailing is out. Two postcard awareness mailers are scheduled. Other NPR stations are also experiencing lower fundraising results than normal.
- The University of Delaware contract, in the amount of $114,000, is under legal review. It is a two-party agreement with Student Life and the College of Arts and Sciences. It is a two-year agreement with the option for a three-year renewal. It creates an advisory committee with a charge of investigating ways to maximize the partnership, such as with the journalism program or WVUD.
- We have soft approval of the Delaware State University contract for $75,000 plus office/studio space.
• Joint advisory committees are slated to be reinstituted.

Mr. Farmer applauded Ms. Vincent and Ms. Fennell for their persistence and commitment in pursuing the university contracts.

Grant authorizations: Grant requests coming due in the coming weeks require board approval.

MOTIONS: On motions duly made and seconded, the board:

• Authorized applications for upcoming grant opportunities due prior to the December board meeting, such as round four of the Cares Act, Delaware Humanities, and the state’s ARPA Community Investment Recovery Fund for nonprofit organizations.

• Authorized the Grant-in-Aid application, subject to review by the Executive/Finance Committee and subsequent board approval via individual email responses.

Delaware Community Foundation affiliation: To get a better return on investment, the Executive/Finance Committee recommended we establish a nonprofit savings fund at the Delaware Community Foundation of up to $50,000. Ms. Fennell recused herself from this conversation, as she is vice chair of the DCF. The account minimum is $20,000. The yield on the DCF’s most conservative investment approach is 6.5%, on average. Discussion ensued on whether we should establish the account with the full $50,000, or open it with $20,000 and gradually increase its size to $50,000. The board deferred its decision until the December board meeting, and asked staff to make a recommendation at that time.

Digital media: The Marketing and Development Committee recommended changes to the Sociable Consulting contract which will add a second DPM Now newsletter each week, increase the paid media spend, add digital support for up to five campaigns, and provide ongoing media consulting, as outlined in the DPM FY22 Digital Media Approach and Digital Strategy documents.

MOTION: On a motion duly made and seconded, the board approved increasing the monthly contract with Sociable Consulting from $3,750 to $7,500 beginning in November 2021.

Board Governance and Development Committee: The committee plans to present new members and a leadership slate at the December board meeting. Ms. Karibjanian and Ms. Newman asked for board member recommendations, keeping in mind geographic, demographic, and skill set diversity. In particular we are looking for human resources, legal, finance, and investment skills.

Operations update: Ms. Vincent reported that:

• The NewsMatch/end-of-year campaign is coming up. Perhaps the board would collectively agree to match the NewsMatch $10,000 in honor of Dennis Rochford. She asked the board to identify candidates to provide leading matches, and to submit names and addresses for campaign outreach.

• We are changing our car donation vendor effective November 1.

• We are in the process of transitioning to a new website.
• The program “Ask Me Another” has been retired and replaced with “A Way with Words.”
• Rebecca Baer was hired as producer/youth media coordinator, and Joe Irizarry was hired as afternoon anchor/reporter. One candidate is under consideration for the open underwriting position.
• We are participating as a key partner in a DCF-led journalism collaborative now being explored. If successful, media participants will independently report on an agreed topic, share stories, and host community engagement opportunities for up to a two-year period. A decision on topic should be made in the next few months.

**Executive session:** Upon motion duly made and seconded, the board unanimously agreed to enter into executive session at 5:42 p.m. to discuss strategic business matters. Upon motion duly made and seconded, the board unanimously agreed to exit executive session at 6:02 p.m.

**MOTION:** On a motion duly made and seconded, the board unanimously approved applying for two frequencies located in Sussex County in the FCC noncommercial educational band application window scheduled for early November.

**Next meeting:** The next board meeting will be on Friday, December 10, at 3:30 p.m., ideally in person in Dover, but with a Zoom option available.

**Adjournment:** Dr. Varipapa thanked board members for their commitment to DPM. There being no further business, upon a motion duly made and seconded, the meeting was adjourned at 6.09 p.m.

Respectfully submitted,

Ellen J. Roberts
Secretary
Delaware First Media Corporation

**Supporting Documents**
1. Meeting agenda
2. Draft minutes of the April 23, 2021, board meeting
3. Draft minutes of the June 11, 2021, board meeting
4. Profit & loss statement FY22 Q1
5. Balance sheet September 2021
6. Executive/Finance Committee meeting minutes, July 20, 2021
7. Executive/Finance Committee meeting minutes, August 24, 2021
8. Executive/Finance Committee meeting minutes, September 21, 2021
9. Marketing and Development Committee meeting minutes, August 3, 2021
10. DPM Digital Strategy
11. DPM FY22 Digital Media Approach
12. FCC application summary

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