Delaware First Media Corporation
Board of Directors Special Meeting, May 16, 2022
Meeting Minutes (approved June 10, 2022)

Pursuant to notice, a special meeting of the Board of Directors of Delaware First Media (DFM) was held on Monday, May 16, 2022, via Zoom video conference call.

Directors present: Robert Varipapa, Chair; Randall Farmer, Vice Chair; David Brond; Charlisa Edelin; Nancy Karibjanian; Leslie Newman; Michael Sigman; George Watson
Others present: Jane Vincent, President; Ellen Roberts, Secretary; Jennifer Cornell, Treasurer
Directors absent: Drew Fennell; James Griffin; Chanta Howard-Wilkinson

No members of the public were present.

Call to order: Dr. Varipapa called the meeting to order at 5:00 p.m.

Reorganization Committee report: Ms. Karibjanian reviewed the Reorganization Committee report that was circulated prior to the meeting. The committee explored what other public radio stations do, but there are few other stations to which DPM compares, as most others have multiple radio signals and many also have a TV station.

The committee recommends:

- Pursuing a full-time General Manager role
- Tabling a full-time finance role for now and consider reformatting the position to reflect a 20-hour part-time position
- Consideration should be given to additional staff structure for a station this size.

To accomplish this, the committee requests:

- A detailed list from Jane of her current tasks and responsibilities.
- A detailed list from Jane of how she envisions the tasks and responsibilities once she shifts to part-time.
- A detailed list from Jennifer of her current tasks and responsibilities.
- A detailed list from Jennifer of her post-June 30 tasks and responsibilities.
- A description from Jane of what she sees as her role after December 2022.

While the job can be posted, the committee recommends a job description and pay scale be drafted for the General Manager position before a search is launched.
MOTION: On a motion made by Mr. Sigman and seconded by Mr. Brond, the board unanimously agreed to accept the Reorganization Committee’s recommendations as presented.

Ms. Karibjianian noted that we need to ensure we have the financial resources in place to accomplish the transition in the finance role. Ms. Cornell has agreed to assist until those decisions are finalized.

Other staffing needed: In a discussion of what other full- and/or part-time positions we might need, Ms. Vincent noted the following positions are being considered as near-term or longer-term needs: GM, office manager, underwriting support, part-time finance manager, and other options, such as outsourcing, for other duties, such as payroll processing. She and Ms. Cornell are exploring financial scenarios for the various options and expect to make a series of recommendations in the near future.

Board recruitment: Ms. Newman noted the Governance/Nominating Committee has identified secretary and treasurer candidates to stand for election at the June board meeting, and wondered if we should continue to recruit additional candidates or wait until new management is in place. Consensus was we should continue to identify and recruit qualified candidates.

General Manager job posting: The job posting is ready to be posted on the CPB and other job sites. Salary range is $60,000-$75,000. Responses are requested by June 10. Ms. Vincent will share the job description (which is not in the posting) with the Executive Committee. We will need to form an ad hoc Search Committee to review resumes.

Other business: Ms. Vincent reported the following:
- We have submitted two community revitalization grant requests to the legislature:
  1. $350,000 for the move to new studios and a microwave link to the tower.
  2. $175,000 for tower improvements that will strengthen WDDE’s signal. We expect to know by July 15 if the FCC will approve our plans.
- We have also submitted our grant-in-aid request.
- Sen. Chris Coons and an NPR representative plan to visit the studios on May 27.

Other comments: Mr. Sigman thanked Ms. Cornell for her willingness to help with the finance position transition. Dr. Varipapa noted that approval of minutes of the March 18 and March 31 meetings will be on the June board meeting agenda.
Adjournment: There being no further business, the meeting was adjourned at 5:30 p.m.

Respectfully submitted,

Ellen J. Roberts
Secretary
Delaware First Media Corporation

Attachments:
1. Meeting Agenda
2. DPM Reorganization Committee Report

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