

## MINUTES

of the



## BOARD OF DIRECTORS MEETING

**Saturday, May 14, 2022**

via Zoom

**Present:** Karmen Bryant, Jennifer Ferro, Duncan Kennedy, Liz Lambert, Mike Pacheco, Christian Patry, Shane O'Neal

**Absent:** Jeff Pope, Jeremy Steele, John McLaughlin, Dan Eck, Bill Dingus

**Staff:** Will Floyd, Elena Morlock, Elise Pepple

### **1. Minutes, Financials, Audit, Membership Update/TY Calls**

Karmen called the regular session to order at 11:45 a.m. and welcomed everyone.

Karmen moved to review the minutes and asked if any changes were necessary. Minutes approved as written at 11:54.

Elise reviewed the financials.

- Most things haven't changed since the last Q.
- Aim is to raise about \$400,000 per Q
- A little lower on expenses across the board

After brief review, Elise opened to any questions.

Shane asked if there are 2 drives/year - Elise explained that we've been working with a membership specialist and that there will be 4 drive activities/year moving forward.

Jennifer asked where donors live/are based. Elise said she would share this via email.

Moved to audit review at 11:58. Elise explained audit process for the year, and shared a little about our new auditor in Longmont CO.

Questions raised about pg 2 listing significant risks - board discussed and concluded that it is an explanation of factors auditor is looking for.

Elise and Elena explained 3 points that auditors said MPR should watch out for: 1) underwriting process/accounting, 2) 19 paperwork, 3) in-kind donations.

Karmen said the audit looks good and auditors should be invited to the next board meeting. Board agreed. Board accepted the audit as presented at 12:07.

Moved on to membership update/thank you calls.

Elise asked the board for help with making thank you calls to donors and explained that each board member will get a random list of people to call.

Karmen commented that email outreach was very effective. Elise explained this was thanks to Claudia and Valerie, across multiple platforms. Liz said MPR had a good strategy to bring more sustaining donors. Shane asked if it's more effective to target certain people rather than random calling. Elena to email call lists to donors.

Board visited building next door at 12:15; took a break at 12:40 to reconvene at 1:30

## **2. Dash Report, Board Elections, Prospective New Board Members**

Board meeting reconvened at 1:49 to review Dash Report. Elise said numbers seem pretty level, and moving forward we want to communicate with and reach more people.

Shane guessed there is a dropoff from online streaming from 2021, due to Covid. Elise said numbers go up during an emergency.

Board moved on to discuss elections at 1:52. Christian called for volunteers or names for Executive Committee. Shane pointed out we need a secretary, VP, and president. Mike volunteered to take on position of secretary.

Christian suggested:

John - President

Karmen - VP

Mike - Secretary

Jeremy - Treasurer

Jennifer was also nominated for president; she said she can be helpful in any way needed, but a president should be from TX. Karmen asked if anyone was NOT interested in being on the Executive Committee. Christian pointed out that we're talking about raising millions for prospective building acquisition, and someone who wants to lead that should be level-headed (like John). Christian brought up that this weekend should re-engage the board & re-instill a sense of purpose, and suggested creating subcommittees, such as a building committee.

Karmen made a motion for John to be Pres, Jen as VP, Mike as Sec, Jeremy as treasurer at 2:00. Karmen thanked the board for the fantastic opportunity to serve as President of the Board. Jennifer moved that Karmen stays as VP, as Midland needs representation.

Christian voted Karmen as VP. Jennifer seconded motion. All board members present were in favor for John - President, Karmen - VP, Mike - Secretary, Jeremy - Treasurer.

Moved on to prospective board discussion at 2:03. Mike KathyLin Acosta Fuentes as a local rep - she is very much the old Marfa but is very excited about the development in Marfa.

Shane motions Christian and Shane should be renewed for a second term at 2:07. Jennifer seconds. All are in favor.

Karmen moves on to suggest more board members - Steve Pocsik. Brandon Black. Rachel Curritter. Also consider targeting Ryan Lathan. (all these folks are white)

Christian says we should also keep on a running list - we should reach out to them, invite them to things, etc.

Shane says we have 10 we can have up to 16 - goal was a gradual roll-off, have ppl's terms renew in a staggered fashion, and to keep living list so that we are never looking for tons of board members at once.

Jennifer says term limits can be a blessing or a curse, it would be difficult to replace good board members out here.

Shane suggests Dick DeGuerin, who was a founding board member. Has a house in Marfa, office in Alpine, lives in Houston, is about 81. Elise points out he's very connected to South County.

Karmen suggests throwing all names into list and everyone picking top 3.

Second suggestion from Shane - Ellen Wagnan - has long history of supporting nonprofits.

Karmen asks what holes need to be filled. Shane says biggest deficiency is not having a single person from Marfa.

Also discussed Chip Love at one time - pres of Marfa National Bank.

Christian - suggests Dan Perry, supporter of the station, has a house in Marfa. Elise says he is generous/genuine. Christian also suggests Ronnie Perry (no relation to Dan) in Midland - strong connection to the area, lots of nonprofit experience.

Also suggests Steven Kenzie of Austin, fan of station/Marfa.

Shane adds one more - Larry Wax has expressed a strong desire to join the board - Elise and Shane both think it's a very bad idea.

Mike suggests Chris Sibley - has production co out of Austin, deep family roots here, oil & gas family. Prominent Alpine family. Have not brought this up with him.

Christian says we have 13 ppl to consider - keep list in writing & circulate. For ppl that we want to consider, fill out form and send to all to look over, can vote in next meeting and in the meantime, cultivate relationships.

Elise suggested some pp involved w/the station: Alfredo Corchado. Cecilia Baii. Laura Doll, res of Marfa, fan of station and of journalism.

Christian asks how many we want to onboard.

Shane suggests adding at least 3 ppl, if not more, in FY22. Karmen suggests adding 2 then 4 then 6. Christian says 3-4.

Process: Fill out form, governance committee discusses & reaches out to gauge interest, person meets w/president & someone they're connected with.

Jennifer suggests its a good idea to have them meet Elise, b/c Elise has the vision and this is critical connection.

Karmen suggests considering New Member Orientation.

Christian Concluded that everyone mentioned is an eligible candidate - only one person was removed from consideration. Goes over process, should involve Elise, go through interview process, once decision is made, vote in next meeting.

Karmen asks for rankings.

Christian - Fuentes, DeGuerin, Dan Perry, Ronnie Perry

Mike - Steve Pocsik

Shane - Fuentes, DeGuerin, Dan P, Laura Doll, Corchado

Christian: Ellen, Kathy, Dick, Dan, Ronnie

Christian says seller of the building would be willing to do a long closing strategy for the fundraising campaign - points out if another comes up, we can put them through the process.

Karmen moves to Executive session at 2:46.