

Kekahu Foundation Board of Directors
Meeting of January 18, 2012
Kauai Community College, Hawaiian Studies Lab

1. Meeting called to order at 6:09 pm.

Directors present: President Carl Imparato, Marj Dente, Joshua Fukino, Lyn McNutt, Mahelani Sylva, Jimmy Trujillo, Steve Thatcher.

Guests present: Rick Cooper, Fred Dente, Mary Stone, Jason _____.

2. Approval of agenda: approved, with agreement to accept public input at both the beginning and the end of tonight's meeting.

3. Public input: Rick Cooper spoke on the programming process. He suggested that KKCR needs to make greater efforts to encourage other parts of Kauai's community (Filipino, youth, etc.) to take part in programming. Mary Stone urged more live, remote broadcasting.

4. Approval of minutes: Moved/Seconded (Dente/McNutt) to approve of minutes of December 7, 2011. Passed.

5. Seating and organization of 2012 Board: Marj Dente, Joshua Fukino, Lyn McNutt, and Mahelani Sylva terms continue. Jimmy Trujillo term has ended; he was thanked by all for his commitment and service.

President Imparato stated that the Bylaws require that the Board be composed of 7-15 members. He believes this means that there must be at least 7 positions, but that it does not mean that having fewer than 7 members constitutes non-compliance as long as the Board is actively seeking more members.

Steve Thatcher agreed to commit to one more year on the Board, and President Imparato indicated willingness to continue to serve for a while longer.

Moved/Seconded (Dente/McNutt) that the terms of Steve Thatcher and Carl Imparato as Board members continue for one more year, through 2012. Passed.

Moved/Seconded (Thatcher/Sylva) that the Board elect the following officers for 2012: President: Carl Imparato, Vice President: Marj Dente, Treasurer: Joshua Fukino, Secretary: Steve Thatcher. Passed.

6. 2012 Board Committee assignments and chairs: the following Committee assignments were made:

- Finance: Fukino (chair), Imparato, Dente

- Personnel: Dente (chair), Imparato, Sylva
- Election: Thatcher (chair), Dente, Fred Dente
- Programming: Imparato (chair), Sylva, Dente, McNutt, Fred Dente
- Outreach & Development: Sylva (chair), NcNutt, Mary Stone
- Governance: Unassigned

Lyn McNutt suggested that a Technical Advisory Committee, reporting to the General Manager, be created in the future.

7. Updates

- (a) Finance: no report.
- (b) Programming: next meeting Tuesday, March 7, Kapaa at 6:30 pm.
- (c) Election: a decision on how to conduct the 2012 election (in-person, by mail, etc.) will be made before July 1st. Chair Thatcher will convene a meeting within next 2 months.
- (d) Development: Directors asked for more participation on the committee from Development Director Eric Coopersmith. Hawaii Community Foundation announced that funds would be available this year.
- (e) General Manager: Dean Rogers was ill but submitted a multi-page report. Of note:
 - (i) A “Sun Drive” to raise \$18,000 for solar panels for 3 transmitter sites will begin in February.
 - (ii) The installation of “Missing Link” equipment continues; the projected completion date is mid-to-late February.
 - (iii) An *Airwaves* newsletter is planned following the completion of the Sun Drive.
 - (iv) Dean is working with a videographer to create a training video. Dente noted that the training DVD should be given high priority.
 - (v) Dean is preparing a task list for volunteers. Several Board members noted the importance of having volunteers perform tasks such as premium mail-outs, to enable staff to attend to other tasks.
 - (vi) KKCR’s internet stream will be moving from Live365 to Shoutcast, pending resolution of cost and other details.
 - (vii) The audit of FY2011 should be completed by the end of January.

8. Old Business

- (a) Missing Link campaign: per GM report, expected completion date is mid-to-late February.
- (b) 15th Anniversary event: we have permit for August 10 at Lydgate Park. The Outreach & Development Committee will manage the event, under the supervision of the GM. Marj Dente will meet with Dean Rogers to coordinate.

9. New Business

- (a) Public input: Moved/Seconded (Dente/Thatcher) that in addition to the public input accepted at the end of Board meetings, a limited amount of public input be permitted at the start of Board meetings (with a 5 minute limit per speaker and a half-hour maximum), to better accommodate the time constraints of guests. Passed.
- (b) General Manager spending and hiring authorization policy: a draft policy was presented and discussed. President Imparato will revise the draft per the discussion and circulate it to the Board for additional review and comment.
- (c) KPAA annual membership: Moved/Seconded (Dente/Sylva) to join the Kauai Planning and Action Alliance for the coming year for \$75. Passed. Marj Dente will send in application and payment.
- (d) 15th anniversary fund raising letter for 2012: the Outreach & Development Committee will oversee this task.

10. CAB Report: A CAB meeting will be scheduled for March. The CAB is seeking new members.

11. Public input: Fred Dente reported that the KKCR signal was still weak, but that he understands that work is being done to address the matter. He asked for volunteers for the fundraising concerts, thanked Lynn McNutt for suggesting a technical committee, and suggested the need for mellow music for the 15th Anniversary event.

12. Board meeting schedule for 2012: Secretary Thatcher will arrange for dates in April, July, and October/November. Meetings will be held on Tuesday nights. He first needs to obtain the dates for the fund drives, to avoid conflicts. He will then send an email to the directors to establish dates.

13. Meeting adjourned 9:15 pm

Respectfully submitted,
Steve Thatcher, Secretary.