

LOUISVILLE PUBLIC MEDIA
Board of Directors Meeting Minutes
March 26, 2019, 3:30 p.m.

Board Members Attending: Brenda Hart, Keith Runyon, Linda Ewald, Todd Lowe, Andrew Simon, Eric Carrig, Tyler Allen, Ann Coffey, Nichelle Freer, Susan Moss, Gail Becker, Wendy Sirchio

Board Members Absent: Muhammad Babar, Jose Donis, John La Barbera, Heather McHold, Abby Shue, Peter Wayne, Gill Holland, Nima Kulkarni

Staff Attending: Stephen George, Ellen Oost, Dennis Stovall

Guests Attending: Tom Williams (lawyer), Al Klein (member of the public)

Todd Lowe called the meeting to order at 3:40 p.m.

- I. Todd welcomed everyone and asked the Board for a review of the January meeting minutes. With no questions or requests for revision, a motion was made by Susan Moss to approve the minutes, seconded by Nichelle, and all voted in favor of approval.
- II. Todd introduced the strategic plan, by reminding the Board of the process, which included a robust, months-long internal and external process. The committee consisted of eight staff members, six Board members and a facilitator.
 - a. Stephen had technical difficulties with the television screen needed for the presentation, so the Board moved on to the Governance Report.
- III. Board Leadership and Governance Report: Andrew Simon
 - a. Andrew asked the Board for comment on the proposed Code of Conduct changes in regards to members running for public office, and the requirement that they go on leave during their election run, and resign if elected.
 - i. There were some questions in regards to the policy as a standalone document, Gail suggested re-wording the code of conduct to more specifically reference political office. Linda suggested referencing the larger conflict of interest policies contained in the bylaws, since this code is not all inclusive of expected conduct.
 - ii. A question was raised regarding the impact of Board members on leave in regards to quorum. Andrew surmised quorum would require 50% of the active members, but will review the bylaws and clarify.
 - iii. Although the policy is not all-inclusive, Todd mentioned that the bylaws allow discretion of the Board on potential conflicts of interest, so other instances that may arise can be discussed.
 - iv. Andrew concluded from the Board's response that the Board is generally supportive of the code of conduct revisions, but that some clarity is required before a Board vote. He will work with Tom Williams to revise the policy and put it forth at the next Board meeting.

- IV. With the technical difficulties being resolved, Stephen proceeded with the Strategic Plan presentation.
- a. Stephen reminded the Board of LPM's position in the community, and how the organization has grown since 2013. In order to serve more people, LPM must find ways to grow intentionally and sustainably. We must find efficiencies and invest in revenue.
 - b. Stephen took the Board through the S.W.O.T analysis that was developed from staff, Board, and stakeholder input, and then presented a new proposed mission and vision statement for the organization over the next three years.
 - c. He presented three goals laid out in the strategic plan:
 - i. Diversity, Equity and Inclusion (D,E,&I): LPM has a culture of diversity, equity and inclusion intended to embody and reflect our community, making our work richer and more resonant. We seek out and embrace people of all races, ethnicities and origins, heritages, characteristics and circumstances with intention in our work. Therefore, our staff, board of directors and community advisory board fully reflect the people we serve.
 - ii. News: By 2022, we will be the first choice for in-depth local news and investigative reporting, filling the void in daily news coverage in our community and region
 - iii. Music: By 2022, we will be the first choice for curious and adventurous music lovers, sharing music and art with new and more diverse audiences.
 - d. He then outlined strategies and tactics to help us achieve those goals each year. He has established internal working groups to meet regularly to ensure progress is being made.
 - e. Ellen then presented a revenue plan that would allow the organization to make the new investments necessary to achieve these goals, which includes growth in audience, membership, underwriting, grants and most especially major gifts. It also includes finding new revenue streams.
 - f. Stephen then asked for any questions or comments, and Susan said she thinks it provides a practical roadmap for the future direction of the organization. Others agreed.
 - g. Eric mentioned a plan to host a July off-site retreat between Board members and leadership staff, with the goal being to determine how, as Board members, contributions can be made to these working groups. Another goal is to ensure everyone is active and passionate about what we do as a commitment to these goals.
 - a. Stephen outlined teams focused on audience, communications, DE&I, digital, events and engagement, music, news and revenue to help us achieve our three-year goals. He has already created groups with leadership staff and will soon add Board members and other staff. Tyler added that it's expected that the Board will participate in some of these work groups, and that it's important all Board members are engaged.
 - b. Ann asked if it would be helpful for the board to have its own set of goals. Tyler responded that the DE&I work will help provide specific goals and education for the Board.
 - c. On behalf of the Strategic Planning Committee, Todd asked for a motion to approve the plan, with the understanding that specific tactics may change along the way. Ann made a motion and Nichelle seconded. All voted in favor. None opposed. The Strategic Plan was therefore approved.

- V. Finance and Operations Report: Susan Moss
 - a. Dennis Stovall provided the most recent financial statements for review.
 - b. Looking at current financials, if everything goes as projected currently, we will end the fiscal year with a loss. This is despite revenue growth year over year.
 - c. Susan charged the Board with doing whatever can be done to support Ellen, Stephen and Gray for the rest of the fiscal year.

- VI. Development Report: Gail Becker
 - a. The aggressive major gifts goal is achievable, but will not be easy. The spring drive is April 8-13, and Gail offered the Board the opportunity to make an additional gift towards the success of the spring drive major donor challenge.
 - b. The committee is working on ways to not only renew current donors, but add new donors and get current donors to increase their support. The committee is working on adding more cultivation activities to engage donors and potential donors, as well as expanding the Development Committee to non-Board members who may have different networks.

- V11. Community Engagement Report: Tyler Allen
 - a. The committee is currently meeting to discuss the D,E,&I portion of the strategic plan and review the proposal from the consultant under consideration for leading the project.

- V111. President's Report: Stephen George
 - a. Stephen will be giving a presentation at the April 4 Downtown Rotary meeting, which you can also view on Facebook Live and then YouTube.

Todd adjourned the meeting at 4:57 pm.