I. Call to Order – 10:17 a.m.

II. Attendance – Lori Durham

### Members Present
- John Timpe, Chair
- Courtney Warner
- Carlo Fassi
- Michelle Gandee
- Madeline Edwards
- David Johnson
- Dr. Paula Horvath-Neimeyer

### Members Absent
- Michelle Moore
- Dave Luckin

### Others Present
- Greg Parlier
- Matt Head
- Andrew Landis
- Lori Durham, Secretary
- Kristen Comeaux
- Paul Fenn
- Steve DeFord
- Jordan Dry

### Leader Candidates
- Robert Starratt
- Lindsay Montgomery

III. Welcome – John established that we did have quorum. Jordan Dry, friend of Madeline Edwards was introduced to the board as replacement candidate for the student-communication major. Jordan is advertising major and wants to work on the creative side of advertising. John introduced Steve DeFord an electronic media major. He is involved in an extensive electronic media project, involving online radio station, several blogs, and a video game. Michelle will be graduating and Paula may have a candidate for the board to interview in the fall. Paula’s position is appointed by the faculty association and they have confirmed that they want Paula to stay on for another year. (Paula arrived at 10:22.)

IV. Old Business
   a. Non-compete clause
i. Four meetings ago the board voted to approve certain language for a non-compete clause in the policies and procedures for the CSM Business office. The problem with this language makes it impossible for a student to do an internship for a business that may also be a client for the Center for Student Media. The other problem is that when a student graduates they will be in conflict in working for a business that was CSM client. We are looking to reword and approve this clause so that it can be approved before fall.

ii. John read current wording as follows: Covenant not to compete. A. I agree not to compete with the CSM in the practice of advertising sales while working for and for a period of one year after termination of employment within a radius of 30 miles of the University of North Florida. For purposes of this covenant not to compete competition is defined as soliciting or accepting employment by or rendering professional services to any person or organization that is or was a client of the CSM during the term of employment.

iii. John read the conflict of interest clause that is currently in the policies and procedures of Spinnaker. General for most of the departments.

iv. Kristen - The basis of this was to put something in place to cover ourselves to not have ad execs going out and either trying to take our clients and bring them to another job and taking away from our business or starting their own business and taking our clients. We are not trying to keep them from having an internship in ad sales. Greg – Do we have to have the one year? The time limit wasn’t related to graduation but related to termination of employment. David Johnson confirmed that we were trying to change the language to make it OK to get internships excluded from non-compete restrictions and to end the non-compete upon graduation. Discussion continued. Paula said we need a document that we can present to new employees and go over it with them explaining it thoroughly. Paula suggested 6 months on graduation. The wording up for consideration if someone wants to motion; “I agree not to compete with the Center for Student Media in the practice of advertising sales while working for the center and for a period of six months after termination of employment within a radius of 30 miles of the University of North Florida. Part B. For purposes of this covenant, not to compete competition is defined as soliciting or accepting employment where rendering professional services to, except in the case of internships, any person or organization that is or was a client of the Center for Student Media during their term of employment with the Center.” Motion made by Paula to approve this revised language. Carlo second. Vote taken by roll call, all in favor, motioned passed with six votes.

v. Minutes were handed out for review, members will reply to all with their vote to approve by Friday at 5:00 p.m.

b. New Business

i. Media Outlet Report

1. CSM Business – Revenue overview for the month; OTV $5392, Digital $375, Spinnaker $8500. Only 3 issues left. Average is $2833 issue. April had more advertising, $4495 for first April issue. End of April should be good.

2. Osprey Television – Everything is going smoothly. Continue to put out good news shows. Working on transitioning over to Josh Whitston as manager.
3. Spinnaker – This week’s issue will be 28 pages. Starting to train assistant editors coming in. Things are looking good for next year’s takeover which will begin on April 28.

4. Osprey Radio – Spring concert will be on the 21st. Sunbears is the main band with 7 other local bands playing. All of this has been for free. Student Affairs providing posters. John – Osprey Radio has done a good job of tapping into the vein of indie fans. Concert starts at 3:00 p.m. and goes until 10:00 p.m.

5. Digital Spinnaker – John reported for Paul. Digital is making progress but going slow because we can’t find students who want to program. Digital will send job descriptions to Paula for newsletter.

6. Paula – Paula will go by Starke to see about the printing company there for the next Spinnaker contract. Paula also mentioned and asked about Beaches Leader and Clay Today.

ii. GPA Changes/Position Description changes

1. With convergence we have pooled reporters and assignment editors together from other outlets. Reporters at Spinnaker were at 2.5 GPA and other outlets were at 2.0. Common denominator is that reporters and assignment editors are at 2.0. This shouldn’t be an issue.

2. In next year’s policies and procedures we are going to change up P&P’s with a Spinnaker News Policy and procedure book with position descriptions that get appended to each individual Department’s P&P’s, because those policies and procedures are universal for the editors and their reporters. The University policy on good academic standing means not to be on academic probation for the semester and have a least 2.0 GPA overall and for last semester. A number of the department policies have that same requirement for the leaders and the students. Technically all the leaders are at that requirement because the bylaws for student leaders will supercede anything in the policies and procedures for just the student leaders and the bylaws say good academic standing which means 2.0 GPA. For Spinnaker and OTV the policies and procedures require a 2.25 for the staff members. These changes are included in the packet given you today. Please review this week. John will present to SA next Tuesday.

3. Carlo feels that the Policies and Procedures and the Bylaws should be the same and consistent. John said the caveat is that within the new model in production, leaders have the say on their staff members under them. We do this in consultation with the Board, but ultimately this is their call. Greg doesn’t care. He said people are hired based on their reliability, their talents. Matt doesn’t see a need for it. Lindsay feels that 2.0 isn’t securely in good academic standing, if they fall below that they would have to be asked to step down. 2.25 would create a little buffer.

4. Based on the full discussion, John said revision to policies and procedures will be made to drop GPA to 2.0.

iii. March/April Bylaw proposed change

1. The Bylaws currently says that we have to vote on the summer/fall leaders by the “end of March.” We would like to change this to “by
iv. Student Body President as Member of Board Bylaw proposed change
   1. Bylaw change that Carlo talked about last week is the clause that says “the two student government positions are appointed by the student body president but cannot include the student body himself/herself.” Carlo expressed he would like to continue to serve on the board himself. Research John did seems to indicate that the only concern would be busyness and whether or not the student body president would have to send a proxy more often because of demands of the job. Paula and Madeline ok with this. John talked to the student leaders individually but wants Carlo to know that this is discussion about the position not the person. Carlo will abstain from this vote. He looked at other bylaws for other university committees and there is nothing that says the student body president can’t serve and represent themselves. He knows how difficult it is to make changes to bylaws. Either way he will be here for the meetings.
   2. Greg feels it is awkward that the student body president will elect someone who will directly be covering them, not always in a pleasant light potentially. But we will still have SG representatives on the board and the president can still tell them what he wants them to say in the meeting. Not sure if it makes a big difference. But it feels weird.
   3. Matt sees the potential for conflict of interest. But the way the board is set up he can appoint who he wants, and it could be somebody that doesn’t have the best interest in mind.
   4. Paula sees the potential conflict of interest, as well. But he can still be here, he can say what he wants, he can influence votes, but after next couple of meetings next semester, it won’t seem weird to have him in here.
   5. Michelle Gandee asked if we could amend the clause to a year by year based decision. Motion made by Paula motioned to strike the clause about the SG student body president not being allowed to serve on the board. Michele Gandee seconded. Vote taken by roll call. Carlo abstained, David Johnson voted no, 4 yes. Motion passed with majority vote.

v. Fall 2012 Meeting Dates and Times
   1. Wednesdays should be good for most. Maybe the first Wednesday of the month. We will wait until after students get their schedule.

vi. Discussion /interviews regarding new board members
   1. Steve DeFord, comm major in electronic media and Jordan Dry, advertising major, applicants for student communications representative on the board for summer/fall. (Paula had to leave and gave proxy to David Johnson.) John told Paula that there was more than one broadcast candidate to interview in the fall.
   2. The board has three positions to fill. Student communications major representative, one non-student communications representative (Paula has someone in mind) and the broadcast professional candidate. Two of them in mind, Matt Head, from OTV and Karen Feagens from WJCT.
3. Michele asked Jordan why she would want to be on the board or what sparked her interest. She wants to get involved on campus. Steve also wants to get involved with student body as a whole, improve on skills.

4. Greg asked how familiar they were with the Center as a whole. Steve has already approached CSM about getting involved. Jordan actually wanted to take Jessica’s spot last year but had conflict with schedule. Jordan is a senior, will be here through the spring. Steve, as well. Greg asked if Jordan reads the Spinnaker. Steve lives off campus but he does hear the radio in the plaza. Steve hasn’t seen too much of the TV station, but he feels like the radio station should have more DJ in the booth. Madeline wanted to confirm that if you are on the board that you can’t get paid in a position at the Center for Student Media but they can volunteer. John read the exact wording from the Bylaws. They had no problem that they couldn’t be involved in the day to day operations of the center. David Johnson wanted to make it clear that they need to be available for all meetings in order to achieve quorum. Discussion as to their views on the First Amendment.

5. Discussions and deliberation. Madeline expressed that Jordan is really smart and could bring a strong voice to the board. Since Madeline recommended Jordan, she felt she shouldn’t vote since she had brought her in. Quorum will be obtained if she is counted as voting and abstains. Didn’t realize someone else was applying. Michele G. liked Steve better. Thinks he can bring more to the table for the media department as we are changing. Andrew likes Jordan because she lives and works on campus and has had an interest in CSM since last year. Since it is Steve’s first year at UNF, some feel that perhaps he should volunteer first and become a little more involved. Vote taken by roll call for either Jordan or Steve. Four votes for Jordan and one vote for Steve and one abstaining. Jordan new Communications Major Representative.

6. We will vote for non-com student and the broadcast representative for the first meeting of fall, probably September. Matt Head will be a candidate in the fall. He wants to stay involved and he knows the broadcast end of things.

7. David Johnson asked about the bylaws and giving proxy. John checked the bylaws which state: “members are allowed to designate a proxy upon notification in writing to the media adviser 24 hours in advance of the meeting”. Question today is confirming the vote on Jordan and that quorum is met. Paula’s vote was stricken, vote still 3-1 approval.

V. Announcements
   a. Carlo announced that Club Alliance is hosting the President’s Scholar and President Delaney, President Brockelman and himself will be congratulating the club presidents on their work this year and asked if OTV could come and film. On Friday, at 7:30, the international center is hosting their annual international dance at the UNF arena and wanted to remind OTV.
   b. John reminded the board again to review the minutes, and the policies and procedures changes and to email by Friday at 5:00 p.m.

VI. Adjournment – 11:55 a.m.