

SAVE JAZZ.FM91

January 7, 2019

Dear fellow Member,

WE NEED YOUR SUPPORT TO SAVE JAZZ.FM91

My name is Brian Hemming. I am a founder of "Save JAZZ.FM91". Save JAZZ.FM91 seeks your support to replace the Board of Directors at JAZZ.FM91 with more qualified candidates. For more than six months, JAZZ.FM91 has faced turmoil – listeners are upset with programming changes; donors are not responding to fundraising campaigns; and advertisers are apprehensive. Many of the station's key stakeholders have lost confidence in the Board and management. JAZZ.FM91's brand is being damaged and the Board must be held accountable.

Who is Save JAZZ.FM91?

Save JAZZ.FM91 was formed with the objective of trying to work with the current Board to find solutions to the obvious problems facing the station. Our [Executive/Advisory/Outreach Committee](#) is comprised of longtime members and Jazz lovers. We also want to communicate with Members to seek their input and put forward our ideas. Our objectives and what we have been trying to do to engage with the existing Board are well-documented on our website savejazzfm.com as well as on [Facebook](#) and [Twitter](#).

At almost every step of the way, our efforts have been frustrated by the Board. Two levels of court in Ontario have admonished the Board for placing roadblocks in the way of member democracy.

- On December 14, the Ontario Superior Court of Justice ordered the Board to provide members' email addresses to Mr. Hemming so he could use the same means of contacting Members as the Board uses. See [here](#) for a report of the hearing, which was covered by the [Globe & Mail](#) and [National Post](#).
- On December 21, the Divisional Court admonished the Board for causing JAZZ.FM91 to breach the December 14 Order and acting in an inappropriate manner without notice to Mr. Hemming. See [here](#) for a report of the hearing.

The Board has misrepresented both hearings and other significant matters to members. See [here](#).

Why Does the Board Need to be Replaced?

- The Board has made numerous bad decisions that have resulted in a significant **decline in revenue**, endangering the financial viability of the station. Communications to Members on key issues affecting the station have lacked timeliness and transparency. Governance has been sorely lacking.
- From overseeing what has been widely described as a **toxic work environment**, to the **dismissal of key on-air hosts** and other senior staff members, the Board has demonstrated a failure to ensure a safe and creative workplace that delivers the listening experience Members want and deserve in return for their contributions.
- Programming changes, including the absence of popular hosts through dismissals and resignations, have resulted in **soulless programs that have attracted the condemnation of many listeners**.
- There was an unsettling **decline in the station's audience** in 2018. After small but steady increases in audience share since Spring 2017, the latest statistics revealed a decline in share since Spring 2018 – a retreat to the position of Winter 2017. Moreover, the station is losing share in key demographics, e.g., women 25-54 where it suffered a disturbing 44% drop from Summer to Fall 2018. Even more disturbing, male 25-54 listenership is stuck at 0.6 which means their listening is almost completely gone. **Opportunities for overall growth, an absolute necessity, are being squandered.**
- The **station management and current Board have virtually no radio broadcast experience**. This situation is unacceptable, particularly as the station faces huge financial and artistic challenges.

What Will the New Board Do?

- Immediately initiate a process to put in place hands-on management with broadcast radio experience
- Review the financial condition of the station and take remedial action
- Oversee programming changes to restore and enhance the listening enjoyment of JAZZ.FM91's audience
- Build a united team that has a shared vision for the future of the station – retaining or rebuilding elements of the station that reflect the best of its reputation and add new elements that will expand and build audience share and advertising support
- Ensure a safe and collegial work environment that encourages collaboration and creativity
- Commit to better communication with Members based on transparency and accountability
- Reach out to seasoned and respected advisors to work with the new Board on key areas of programming, audience building, governance, fundraising, diversity and workplace environment

What Happens Next?

To replace the current Board, a **General Meeting of Members** is required. To requisition such a meeting, **we need at least 10% of Members** to make this request, as required by the *Corporations Act*. The primary purpose of the General Meeting is to have Members vote out the incumbent Board, and then vote to elect a new Board of Directors. Short biographies of our nominees for Directors to replace the existing Board are included in Attachment A to this letter.

A NEW BOARD OF DIRECTORS, WITH APPROPRIATE SKILLS TO ADDRESS THE STATION'S PRESSING NEEDS IS THE ONLY WAY TO RESTORE CONFIDENCE AND WIN BACK SUPPORT FROM KEY STAKEHOLDERS.

IF YOU AGREE WITH US THAT A NEW BOARD OF DIRECTORS IS NEEDED, PLEASE DO THE FOLLOWING:

1. Print the attached *Member Requisition for a General Meeting of Members* Form
2. Complete the Form by including your name, email address, mailing address, the date and signing
3. Scan and send the completed Form to savejazzfm@gmail.com
4. If you are unable to scan it, please mail to:
Save JAZZ.FM91,
PO Box 1154 Toronto Dominion
Toronto ON M5K 1P2

I THANK YOU FOR TAKING THE TIME TO DO THIS. YOUR SUPPORT IS NEEDED FOR US TO VOTE IN A NEW BOARD OF DIRECTORS AND IMPLEMENT MUCH-NEEDED CHANGES AT JAZZ.FM91.

I encourage you to watch a short video message from me about our proposals. [Click here](#)

Sincerely,



Brian Hemming

If you have any questions, please call me at 416-456-6155 or email me at savejazzfm@gmail.com