

**AN OPEN LETTER
TO ARLINGTON INDEPENDENT MEDIA (AIM) BOARD OF DIRECTORS,
AIM MEMBERS & THE ARLINGTON COMMUNITY**

We, the undersigned AIM Members and supporters of community media, wish to set the public record straight regarding the management and circumstances of Arlington Independent Media (AIM). We believe AIM Members, Arlington residents, and Arlington County leaders have been misled about AIM's financial health and well-being. Social media messages in the last week suggest that AIM is imperiled because the County is withholding funds. In fact, AIM has been grossly mismanaged. Those actions and inactions are detailed below.

Specifically:

AIM is not in financial peril because Arlington County is withholding funds that were allocated for the organization's use. In fact, AIM has received almost \$2M in support from the County in the last two years.

- In FY'23 Arlington County budgeted for AIM to receive \$381,000 in operating funds.
 - According to [AIM's Annual Report](#), In FY'23 AIM received a total of \$1,053,142 (\$383,579 operating funds, plus \$669,833 in PEG funding) from Arlington County.
- In FY'24 (current fiscal year), [Arlington County budgeted](#) for AIM to receive \$381,000, plus \$126,000 in "one time" funds. According to Arlington County:
 - In FY'24 to-date, AIM has received \$766,000.
 - Since January 1, 2024, AIM has received \$345,000 (\$125,000 quarterly operating + \$220,000 PEG).
 - Still pending is the final \$125,000 in operating funds, scheduled for April 1, 2024.
 - In addition, the County has provided a \$15,000 grant for the youth journalism program and paid [in kind] for AIM's participation in the Arlington Economic Development "Relaunch Program."

AIM leadership appears to have misused PEG funds. Per the Cable Franchise Agreement and reiterated in the [January 2024 MOU](#) between AIM and Arlington County, PEG funds may *not* be used for salaries, occupancy, or office operations.

- According to [AIM's FY'23 Annual Report](#), distributed at the Annual Meeting in December, AIM received \$383,579 in operating support and \$669,833 in PEG Capital Funds from Arlington County, in FY'23.
 - Additional income totaling \$69,469 was also reported as having come from membership, donations, sponsorships, and programming/commercial productions.

- Given AIM's own Annual Report, the organization would – *at best* – have had operating funds available totaling \$453,048.
- Yet, the Annual Report states the organization expended \$622,937 in employee compensation, \$671,609 on professional fees, and another \$106,303 in combined occupancy / office operations expenses.

AIM leadership has been reckless in managing its financial obligations.

- In August 2023, when staff were reportedly working without pay and the Treasurer recommended areas for significant cuts and new controls, no action was taken.
- In December 2023, while the organization was in a financial crisis resulting in staff furloughs, the organization signed a lease for commercial space at 2300 Clarendon Blvd.

AIM leadership has failed to fulfill basic financial and governance accountability requirements. These fiduciary and governance duties are foundational; failure to complete them results in possible loss of corporate and/or nonprofit status and jeopardizes funding.

- ***AIM leadership has failed to perform annual audits:***
 - The last audit completed by AIM was approved in October 2021, prior to the current CEO's hire.
 - No audit has been completed since, despite Arlington County's explicit requirements for PEG funding.
 - On March 6, 2024, Arlington County served AIM with a notice of audit and informed management that no more funds (PEG or operational) will be coming to AIM until the County-executed audit is completed.
- ***AIM management has failed to complete IRS reporting and filing of IRS form 990 in a timely manner:***
 - The 2020 990 was reviewed and adopted by the AIM Board in October 2021. It was due for submission in December 2021 but was not filed until April 2022.
 - The 2021 990 was due in December 2022 but not filed until November 2023.
 - AIM has reportedly sought an extension for the 2022 990, which should have been filed in December 2023.
 - If an organization fails to file its 990 for three consecutive years, the IRS automatically revokes its non-profit status.
- ***AIM management has repeatedly jeopardized AIM's corporate standing with the State Corporation Commission with late filing of annual reports and annual fees.***
 - In September 2022 AIM had to be reinstated as a corporate entity in Virginia because the annual report and payments had not been made, even within the six- month grace period of "pending inactive."
 - AIM is currently again listed as "pending inactive" – a reflection of failure to complete this simple annual payment and reporting requirement.

AIM appears to be failing to meet its obligations to the FCC as specified in its license for Radio Station WERA-LP. The station has been broadcasting repeated filler music and no other programming for more than 100 days since December 1, 2023. AIM is neither operating the

station in a compliant manner, nor has it obtained FCC permission to pause operations. A *sampling* of multiple possible FCC license violations includes:

- ***Failure to maintain and operate its Emergency Alert System (EAS).***
 - The station has not broadcast the EAS Required Monthly Tests for several months, including the March 7, 2024, test which should have included special mandatory content for all of Virginia.
 - Special FCC permission is required to disconnect the EAS equipment for an extended period. FCC records do not indicate that WERA obtained such permission.
- ***Provision of incorrect information regarding station location:*** On February 21, 2024, AIM claimed to the FCC that its official address is now 2300 Clarendon, Suite 104. No radio station is in that vacant space.

Despite AIM being incorporated as a Membership Organization, AIM leadership has failed to communicate with Members and has ignored Members' central role in the organization.

- Members have not been provided Annual Reports that meet requirements of Bylaws (Article VII, Section A), the annual budget as required by Bylaws (Article VII, Section B) or any regular communication or reporting.
- Members have not been informed of the current staff furlough and have no information about how to communicate with the organization.
- Producers and Members were not notified that their shows were not being broadcast.
- Members and the public have been substantially and purposefully misled by recent communications about County funding.

THEREFORE, the undersigned AIM Members are taking the following actions:

1. **We call for a Special Meeting of the AIM Members.**
 1. Per [AIM Bylaws](#), Members may call for a Special Meeting. Request for Special Meetings must be in writing, made by not less than 10% of the Members. Notice of meetings must be made 30 days in advance of the proposed meeting. (Article I, Section B)
 1. As of February 23, 2024, AIM Membership reports included 156 members, including 84 Members who live in Arlington. Only Arlington residents and “designated representatives” of Arlington business are considered Members for purposes of voting ([AIM Articles](#): Article V, Section A).
 2. Unless AIM’s membership has changed substantially since February 23, nine (9) Members may call a Special Meeting of the Membership.
2. **We hereby request AIM’s Board President call a Special Meeting of the Members, to be held on April 17, 2024, at 7:00pm.**
 1. The agenda for the meeting is the removal of AIM Board members unwilling to address the failures of accountability, detailed above, and approval of actions to work toward the organization’s return to good governance and accountability.

2. Quorum at all Membership Meetings is achieved with 10% of the (voting) Membership present, by proxy or absentee ballot. (Article I, Section E)
 3. Removal of Directors requires supporting vote of $\frac{2}{3}$ of those voting. (Article II, Section D).
 4. The Meeting location will be secured and communicated promptly.
- 2. We express our unqualified and deep dissatisfaction with the failures of AIM leadership's stewardship of the organization and County funding.**
1. We will propose to remove from Board service any Director who does not explicitly commit to addressing the failures itemized above.
 2. We will propose that corrective action include, but not be limited to, removal of the CEO for failure to perform the duties of the office.
- 3. We do not support any actions to dissolve, disband or otherwise shutter AIM that may be taken prior to the Special Meeting of the Members.** We remind the Board that, per § 13.1-902. (Dissolution by directors and members) of the [Virginia Nonstock Corporation Act](#), which governs AIM's operations, neither the Board nor the CEO may dissolve the organization, only the Members may do so.
- 4. We do not support any action taken to transfer the WERA-LP license to another entity without consultation with the Membership.**

SIGNED:

March 14, 2024

Cheryl Beversdorf, *AIM Member, Former AIM Board President*
Lynn Borton, *Former AIM Board President*
Randi Cohen, *AIM Member*
Stephanie Dilleuth, *AIM Member*
Kate Dorrell, *AIM Member, Former AIM Board Member*
Jeff Hoffman, *AIM Member*
David Lampp, *AIM Member*
Lori Messing McGarry, *Former AIM Board President*
Kathi Overton, *AIM Member*
Matt Rogers, *Former AIM Board President*
Andrew Rosenberg, *AIM Member, Former AIM Board Member*
Andrew Rude, *AIM Member*
Dennis Seibert, *AIM Member*
Charles Smith, *AIM Member, Former AIM Board Member*
Josette Souza, *AIM Member, Former AIM Board Member*
Jackie Steven, *AIM Member*