

Golden Valley Community Broadcasters, Inc.
KZFR Community Radio Board of Directors
BOARD MEETING MINUTES

Board Meeting Date: 12 April 2022

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open- 6pm/Meeting Closed 7:18pm

Present:

Six needed for quorum, defined as ‘majority of board of directors’ under Bylaws, Sec. 5.

Rob Davidson (Pres.)

Elizabeth Daniels-Curry (Liz)

Bobbi Tyron (VP-interim)

Dan Joseph (Sec.)

Jeannie Trizzino

John Burge (Trea.)-arrived late

Eliane Silva (Lili)

Absent: Karl Ory

Staff:

Grant Parks, General Manager

Ray Laager, Underwriting Director

Leah McKean, Volunteer Coordinator

Guests: Francene Kennedy, board applicant

1. Meeting Opening

1.1 Call to Order/ Begin Recording/Welcome/Attendance

1.2 Amend/Approve Agenda

Discussion:

No discussion.

Action: Motion to approve agenda- Lili Silva

Seconded- Liz Daniels-Curry

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Karl Ory

1.3 Amend/Approve Previous Minutes

1.3.1 March minutes were distributed via email.

Discussion:

No discussion.

Action:

Motion to accept March minutes as amended. - Bobbi Tryon

Seconded- Dan Joseph

Roll Call Vote:

Ayes:

Noes: None

Abstain: 1 Jeannie Trizzino

Absent: Karl Ory

1.4 Public Input/Correspondence

Discussion:

--Rob: Board received a letter from programmer Kay Payden, who elected to step off of her program. The letter was shared with everyone. Rob thanks Kay for her volunteer hours at the station.

1.5 Announcements

Discussion:

--Rob announces that Paul O'Rourke-Babb had to step off of the board due to personal/health reasons. He thanks Paul for his time, energy, and service on the board.

--Jeannie wishes Grant a happy birthday and congratulates Rob on being recognized as volunteer of the year at the Pledge Drive Pep Rally.

--Dan: Pancakes for CHAT Fundraiser on Sunday, 4/17 starting at 8am.

--Liz: Seeds of Love on Sunday, 4/17.

--Ray: David and Celeste Garcia and Bruce McLean hosting a house party for Debra Lucero's candidacy Wednesday, 4/13.

2. Action Items

2.1 Matrix proposal.

--Rob calls the vote to approve the matrix proposal. Results: 8 in favor, 0 opposed, 0 abstention. The matrix proposal passes.

2.2 Program Committee Application for Bob Steinacher

--Grant: Bob's application was reviewed at the most recent program committee meeting and he does receive the committee's recommendation.

--Rob calls the vote to approve Bob's application to the program committee. Results: 8 in favor, 0 opposed, 0 abstention. Bob is approved to join the program committee.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report- Grant Parks

--Submitted prior to meeting via email.

--Pledge drive starts 4/13 at 6am.

--Copyright infringement issue: A DJ used a water marked picture of Bonnie Raitt in promotion of his broadcast in October 2018. The owner of the photograph contacted the licensing company who contacted KZFR requesting compensation for the unlicensed use of the image on our site. Grant consulted with our lawyers, exec committee, other GMs at other community stations, etc. Settled on \$3,500 paid to August Image LLC, a subsidiary of Global Rights Control on April 7th/8th. Receipt is in QB. Shirley deleted any pictures off of the website that could potentially be copyrighted. Will have to change the ability of posting on the website. Also put up a takedown request on the website for future issues like this.

--Rob appreciates the detailed email Grant sent out addressing the copyright issue.

--Jeannie asks what our estimated legal fees are to Claire and Steve (?). Grant said it was less than \$5,000 last time they talked. She also asks about an approval process for programmers show notes etc. Grant says we will be limiting the ability to have graphic images. Grant says we will be using our insurance to cover our loss on this. Jeannie mentions that another company she works for decided not to file a claim in a similar situation, since they had been getting credit for not filing claims- consider the cost of losing the credit.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--We had another good month. Up a little over 20% from last year. Continuing to get new underwriters- double the “legacy” underwriters rate.

--Broadway Heights sold. Tres Hombres is also selling.

--Jeannie asks if it’s reasonable to compare 2022 to pre-pandemic years. Ray says that we took a hit during covid, but not as bad as we anticipated. Census helped out.

3.1.3. Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting via email.

--Return to community outreach at the farmer’s market. Did a ticket give away and brought out the prize wheel.

--Pledge drive sign-ups are going well. Difficulty filling early morning and late night shifts. Leah encourages board members to let her know if they can help during these times.

3.2 Treasurer’s Report- John Burge

--No report submitted.

3.3 Committee Reports

3.3.1. Executive Committee- Rob Davidson

-The committee met last week. They reviewed the GM review timeline. The GM will be doing a self-evaluation and the executive committee will be writing a draft of the GM review. They will meet with Grant to collectively work on the GM review and report back to the Board next month.

--Also have been working on the budget draft; next year’s fiscal year. Grant has done good work on this.

--Also discussed the August LLC copyright situation.

3.3.2. Program Committee (PC) - Grant Parks

--Draft of minutes (unapproved) were distributed via email prior to meeting. Grant did not get a chance to formulate a report.

--Cyd Strain, the new host of Island Rhythms, received a positive program evaluation. These are done at the 3 and 6 month marks.

--The committee received the same resignation letter as the board from Kay Payden, host of Mood Swings. There was a light discussion of what lead to the resignation. These issues were also discussed in a disciplinary letter sent to Kay in March.

--Renee Hernandez, host of Latin Brothers, wasn't reading underwriting. Nancy Davis translated the underwriting into Spanish and Ray plugged the translation into the log. Receiving positive feedback from this.

--Open air shifts 5-5:30pm on Thursday and alternating Sundays 1-3pm. Will be advertising for new programs.

--Liz appreciates Grant's ideas for youth programming with Ginger and media arts program at PV High. We've had difficulty finding youth programmers to fill time slots. Having more youth voices on the radio should hopefully increase the appeal to younger listeners.

3.3.3. Community Advisory Board (CAB)-Rob Davidson

--Committee will be meeting again mid-summer.

3.3.4. Fundraising Committee- Grant Parks

--We will be having a vinyl swap at the Women's Club Sunday May 29th noon to 5 pm.

--Budget/fiscal YTD and chart of accounts.

--Jeannie asks if form 990 has been finalized yet. It has not been.

--Leah, Grant, and Rob have been researching grant writing after meeting with Patrick Newell. Once the school year is over, Rob plans on focusing on this more.

3.3.5. Document Review Committee- Rob Davidson

--Have been working on updating board policy manual.

4. Matters for Discussion

4.1 Board Recruitment Update

--Have received 5 applications. All applicants were invited to tonight's meeting and May's board meeting. Announcement for programmer-elected seat has gone out- no applications received yet. Rob has been encouraging programmers he thinks would be a good fit. Grant has been doing the same and Leah has been doing outreach on our social media for programmers.

--Bobbi talked to Steve Scarborough and thinks he may put in an application.

4.2 Conflict of Interest Policy & Document Retention Policy- drafts for review

--Required for FCC.

--Lili asks if we've had these documents before. Rob explains that we've had these before but needed to be updated- most is electronic now. Document retention is more accurate, up to date and specific.

--Jeannie: Conflict of interest has a page 5 that will be signed by each director, officer, and key employee. This will be reviewed on an annual basis.

--Liz motions to move these policies to action items at May meeting. Bobbi seconds. Rob calls the vote. Results: 5 in favor, 0 abstentions, 1 absent. These policies will become action items at May meeting.

4.3 COVID Concert Policy Review

--Liz asks for a reminder of what the current policy is. Grant explains that at the most recent event, St. Patty's, we did not require masks inside but still currently are requiring proof of vax or negative test within 48 hours. Following Butte County public health guidelines for masking.

--Grant: Opening of the studio to the general public. We had a partial reopening in July 2021. After people weren't following procedures and we had potential exposures, we closed back up. Rate of vaccinations has gone up, logistical issues, pledge drive, general concern has gone down. Grant would like to see a partial reopening. Rob agrees we could reopen partial again. Ray thinks it would be good to be able to do on-air trainings again.

--Jeannie feels that it isn't necessary for board approval for updates to the COVID policy and is fine with being informed of changes as Grant feels necessary, as a courtesy.

4.4 Meeting Format: Continue Online or consider in-person?

--Grant: If we decide to try a hybrid format, he would need heads-up in order to have time to get set-up for hybrid format.

--Jeannie: Suggests in-person meetings quarterly.

--Leah: Zoom seems more efficient. Agrees with potentially hybrid meetings quarterly.

--Liz: Agrees that Zoom is efficient. Should have in-person events/meetings quarterly.

--Ray: Zoom is more efficient. Hybrid does not work in his experience. Loves the idea of social in-person events for more team building.

--Rob: Proposes to continue meeting on Zoom with occasional in-person meetings.

--Dan: Agrees with Ray that hybrid presents some problems but agrees that occasional in-person social meetings could be nice.

--Jeannie: Check if we're required to meet in-person.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: Conflict of interest and document retention policy drafts will be action items for May meeting. Board recruitment update will be topic of discussion for May board meeting.

5.2 Meeting Close/Thank You

Next meeting will be 10 May 2022 on Zoom.

6. Closed Session

6.1 Interviews with BOD applicants

Meeting minutes respectfully submitted by S. McCoy