

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

Board Meeting Date: 9 April 2024

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open-: pm/Meeting Closed 7:55 pm

**Present:**

*Seven needed for quorum, defined as 'majority of board of directors' under Bylaws, Sec. 5.*

Karl Ory (Pres.)

Julie Kennedy

Mark Gray\*

Laura Lukes (VP)

Paul Blackwood

Eric Johnson

Jeannie Trizzino (Sec.)

Kim Weir

Michael McGinnis (Trea.)

Mary Tribbey

**Absent:** Michael Gregg\*, Leah McKean

\*programmer-elected

**Staff:**

Grant Parks, General Manager

Ray Laager, Underwriting Director

Shirley McCoy, Office Manager

**Guests:**

**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. - Mary Tribbey

Seconded- Mark Gray

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

### **1.3 Amend/Approve Previous Minutes**

#### **Discussion:**

Mary points out that on Item 2.2, both Eric and Karl voted no. This is not reflected in the March minutes. Jeannie points out a misspelling- Ubanet is supposed to be Yuba Net.

**Action:** Motion to approve March minutes as amended. - Laura Lukes

Seconded- Michael McGinnis

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

### **1.4 Treasurer's Update**

#### **1.4.1. Review and Approve February 2024 Financials**

#### **Discussion:**

--Eric suggests that a column be added to the financial reports that includes a brief description of certain line items so that they may be easier to understand. Jeannie agrees with this suggestion- she suggests a glossary that goes with our chart of accounts that could be added to our Board of Directors' Google folder. Mary also agrees and adds that she feels that the reports they receive are different from meeting to meeting. She would like to receive the same reports at each meeting including the balance sheet, P&L, budget to actual, and statement of activity. Grant says that this will be sorted out at the next Executive Committee meeting. He says that this task will be added to the Business Manager's duties.

--Mary asks about payroll expenses. She points out that the amount is the exact same as it was in the January report and asks why this would be. Michael says that it shouldn't be. Grant will look into this.

--Eric expresses that he would like to see more clarity in these financial reports. Karl believes that once we have a new Business Manager in house, we should see strikingly improved financial reports.

**Action:** Motion to approve February 2024 Financials. - Paul Blackwood

Seconded- Mary Tribbey

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

1.4.2. Status Update on End of Year (2023) Tax and Legal Documents.

**Discussion:**

--Still in progress; expected due date 15 May.

### **1.5 Public Input/Correspondence**

**Discussion:**

--No public input/correspondence was received.

### **1.6 Meeting Notices and Announcements**

*Community Advisory Board (CAB) TBD, offsite/zoom*

*Document Review Committee: 4/30/2024 via Zoom*

*Executive Committee: 4/23/2024 in person; 5/7/2024 via Zoom*

*Fundraising/Grant Writing Committee: 4/16/2024 in person*

*News Committee: 4/22/2024 in person*

*Program Committee (PC): 4/17/2024 via Zoom*

*Strategic Planning Committee: 4/15/2024 in person*

*See: [KZFR Board and Committee Meeting Google Calendar](#)*

**Pledge Drive – 4/3-4/12/2024-** Pledge Goal- \$45,000- see email from Leah McKean for shift signups- Captains/early am/evening shifts needed.

*Grassroots Radio Conference: September 9/26-9/29, 2024 in New Orleans*

*Robert's Rules of Order: Cheat Sheet*

**BOD Event Cash Counts:**

<b>Count Date</b>	<b>Event</b>	<b>Signed Up</b>	<b>Need</b>
Mon, Apr 15, 2024	Debajito and Duniya	Julie Kennedy/Mark Gray	Filled
Fri, Apr 19, 2024	Slocan Ramblers	Mary Tribbey/Laura Lukes	Filled
Mon, May 20, 2024	Record Swap	Jeannie Trizzino/Mary Tribbey	Filled

-Karl reports that he is working with Jeannie to get a Community Advisory Board (CAB) meeting scheduled. Hopefully before June. They will be updated on the Strategic Plan, start implementing some reorganization, and start setting up regular quarterly meetings.

-Eric points out that he doesn't have an easy way to access meeting dates. He thinks there must be a better way to look at schedules for meetings. Karl: use Google calendars. Jeannie: there may be some ongoing technical issue. Jeannie hasn't had this issue with other Board members or staff. Mark says he is also having similar issues. Karl says that they will work on this. Grant says this could be due to not using a Gmail account- he wants Mark and Eric to send him an email to take care of this.

-Mary points out that the next meeting date for the Fundraising Committee is listed on the last set of minutes from the last Fundraising Committee meeting. She also points out that the Fundraising/Grant Writing Committee meeting notice date is incorrect; it should be 4/16.

-Mary asks if Grant has been to the Grassroots Radio Conference before. Grant has not been. He points out that there is a Public Media Development Conference in San Diego in August that he has been thinking about.

**2. Action Items**

2.1 Employee Handbook- consideration and adoption

--Mary asks who is eligible for retirement at KZFR. Grant: every employee is eligible to enroll in the Cal Savers program. This is not a Roth IRA. The employee gets to choose the percentage per paycheck that gets put into their retirement. Laura points out that this is not an employer match; just an employee contribution.

--Paul asks for confirmation that there is no language included in the Handbook regarding paid healthcare since we are still awaiting a confirmation of this decision. Grant: This is correct; the Executive Committee is still talking about financial figures attached to this. Once the budget is approved, we will then amend the Handbook to include this.

--Karl calls for a motion to approve the Employee Handbook. Laura motions to approve the Employee Handbook as written. Mary Tribbey seconds. Results: 10 in favor, 0 opposed, 1 absent. The Employee Handbook will be approved as written.

### **3. Staff and Committee Updates**

#### **3.1 Staff Reports**

##### **3.1.1. GM Report-Grant Parks**

--Submitted prior to meeting.

--Grant reports that the current Pledge Drive total prior to him joining the Board meeting was \$39,120. He explains that we reached into our donor database and reached out to several thousand lapsed donors prior to the start of pledge drive. One donor gave us a \$5,000 donation. Of the top 6 lapsed donors who gave the most amount, this came out to about \$5,500. He also had a conversation with a donor about wanting to match the first \$1,000 to a morning program. He has no doubt that we will exceed the \$45,000 goal.

--Grant also reports that we have had 44 new donors since the beginning of this Pledge drive.

--Laura asks what the interest rate was on the CDs that Grant rolled over. Grant: one is at 5.15%, one at 5.05%, and the smallest is at approx. 5%. \$27,000 generated from the CDs approx. in a year.

--Jeannie suggests putting the CDs rolling over in our operating calendar. Most will be rolling over March of next year- this could be added to the Business Manager's tasks. She asks if our outreach to lapsed donors is being logged via Little Green Light. Grant: we are actively using LGL for the contact reports.

--Kim asks about what is going on with the transmitter site and Jeff's Trucks. Grant explains that when Jeff's Trucks did the install, they wired a trickle charge to the light switch inside of the building. There will be rewiring done so that it is no longer coming off of a light switch and instead is coming directly from a power supply box. Paul asks if Jeff's Trucks did this incorrect wiring and if they will be charging us for the rewiring. Grant: this is all of their wiring. We will not be paying for this rewiring.

--Paul asks if there's been any plans around if we do not see the remaining programmers finish the new board training before the new board is installed. Grant: this has been discussed at the most recent Program Committee meeting. Nobody will be suspended, but they will need to be trained before going on the air with the new board. Mark and Grant have been actively reaching out to the folks who have yet to respond to them about training. Ultimately, a programmer will not be able to do their program until they receive training on the new operating board. Grant explains that Dan Carter has also been helping out with trainings.

--Mark asks if there might be a percentage of programmers who haven't completed their training who may have a problem with management. Grant: he does not think so- more so people don't

check emails, etc. Karl asks how many people we have trained so far. Grant: as of 9 April, approx. 52 of 81 programmers.

### **3.1.2. Underwriting Report- Ray Laager**

--Submitted prior to meeting.

--No discussion or questions were raised.

### **3.1.3 Volunteer Coordinator Report- Leah McKean**

--No report was submitted.

--Jeannie suggests trying to have non-profits sign up for two days of Pledge drive to try to fill more of the slots next Pledge drive.

## **3.2 Committee Reports**

### **3.2.1. Executive Committee- Karl Ory**

-Karl asks if Grant has any idea when he might onboard someone for the Business Manager position. Grant: plans to onboard this candidate next week; ideally Wednesday.

-Next meeting is scheduled for 23 April. They will dig deeper into the financial reports and budgeting in preparation for the May meeting.

-Karl reports that Michael Gregg may be leaving the Board. He reports that the June meeting will be held in person. He asks that anyone thinking about leaving the Board let him know before this quarterly in-person meeting.

-Julie asks what the Business Manager's schedule will look like. Grant: aiming for 15-25 hours/week. Karl asks where the Business Manager's work station may be located/how secure it will be. Grant: they will be working in the front office for now. He has been in contact with Allan, the landlord, about suite availability for general expansion.

### **3.2.2. Program Committee (PC)- Grant Parks**

--Submitted prior to meeting.

--Jeannie expresses that she is very interested in the New Program Application Evaluation criteria. When it is finalized, she would like the Board to be able to review it. She asks how updates to the Programmer's Handbook are going to be rolled out to the Programmers. Grant: once the final draft of the Programmer's Handbook is approved by the Board, programmers will be notified via email that the document is available for review. It will also be available in a centralized Programmer Training Materials Google folder. It will contain verbiage that by continuing to be a Programmer at KZFR, they agree to the updated Handbook terms as of this date.

--Laura asks if it would make sense to have a hardcopy of the Handbook in the broadcast studio for quick and easy reference. Grant: we do currently have a copy in the studio. Mary asks if the evaluation criteria would be included in the Programmer's Handbook. Grant: yes, it will be for transparency purposes.

### **3.2.3. Community Advisory Board (CAB)- Karl Ory**

--The Community Advisory Board (CAB) did not meet.

### **3.2.4. Fundraising Committee/Grant Writing Sub-Committee- Grant Parks**

--Submitted prior to meeting.

--Karl asks about how formulaic these meetings are and what exactly happens in these meetings. Grant: they review upcoming events especially as they are getting announced. They discuss grants frequently. The next meeting will be focused on Pledge drive. They also frequently discuss CPB funding. They have currently been reviewing the Little Book of Gold.

--Karl asks if there are any recommendations from the Committee regarding funding streams and amounts from each stream to expect as the Board is working on the fiscal year budget. Grant: they do not review the financial reports at meetings.

--Eric expresses that he feels that it is important for the station to support up and coming new talent even if some of our events do not make a lot of money.

### **3.2.5. Document Review Committee- Grant Parks**

--The Committee is continuing to work on the Bylaws.

--Next meeting is scheduled for 30 April.

### **3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey**

--The Committee has not met yet. The next meeting is scheduled for next week.

### **3.2.7. News Committee- Kim Weir**

--Committee will be meeting on the 4<sup>th</sup> Mondays of the month.

--Kim reports that Mary tried to lead the Committee in an exercise to generate a Strategic Planning goal- to agree upon a vision for a News department. The members of the Committee are all working on drafting a paragraph statement of what their individual visions would be. They will then try to collate these into a single vision at the next meeting. Mary will also attend their next meeting.

--Jeannie asks if there was a Google folder set up for this Committee and reminds them to make the meeting minutes public. She asks Kim to elaborate a bit further about her concern over potential lawsuits. Kim: concerned about libel lawsuits. She explains that she has some concerns about the station being able to manage legal concerns with news. There are very specific legal

requirements. She is not sure of how to proceed. Her concerns aren't specific but just general. Jeannie encourages her to stay on top of this.

#### **4. Matters for Discussion**

##### **4.1 Diversity, Equity, and Inclusion Workshop for KZFR Board and staff, presented by Robert Jones- TBD in June 2024.**

-Jeannie will be sending out a Doodle poll via email for which date works better between Wednesday 19 June or 26 June. It will be held in-person at the station.

#### **5. Closed Session**

##### **5.1 General Manager Evaluation**

-The Board discussed the process of Grant's upcoming General Manager Evaluation.

#### **6. Meeting Finalization**

**6.1 Review Items for next BOD Agenda:** No action items at May meeting. Board recruitment and Board Officer Succession Planning; Employee health insurance updates, and Programmer legacy planning will be discussion items at May meeting.

##### **6.2 Meeting Close/Thank You**

Next meeting will be 14 May 2024 at 6:00 PM *via Zoom*.

Meeting minutes respectfully submitted by S. McCoy