

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

Board Meeting Date: 9 August 2022

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open- 6pm/Meeting Closed 8pm

**Present:**

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

Rob Davidson (Pres.)

Mary Tribbey Elizabeth Currey (Liz) (arrived late)

Karl Ory (VP) (arrived late)

Francene Kennedy (Fran)

Jeannie Trizzino (Sec.)

Steve Scarborough

Michael McGinnis (Trea.)

Laura Lukes

**Absent:** Eliane Da Silva (Lili)

**Staff:**

Grant Parks, General Manager

Ray Laager, Underwriting Director

Leah McKean, Volunteer Coordinator

**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- Laura Lukes

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Eliane Da Silva (Lili), Elizabeth Currey (Liz)

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

1.3.1 July meeting minutes were distributed and approved unanimously via email.

#### **Discussion:**

No discussion.

### **1.4 Public Input/Correspondence**

#### **Discussion:**

--No electronic public input/correspondence received.

--Jeannie asks if there was any follow-up on the comment from last month regarding more coverage of living black artists on air. Rob: Grant brought this to the program committee although they didn't have a quorum at the meeting. The topic has been brought up. Rob feels this is the best place to bring this point to. No further follow-up.

### **1.5 Announcements**

#### **Discussion:**

--Rob was glad to see many people in attendance at the KZFR birthday party.

## **2. Action Items**

### **2.1 Adjustments to FY 2022-2023 Budget**

--Steve: Line 107 on programming; Paradise Audio- is this because Kyle is providing sound for live performances in Studio 416? He also asks if we pay for Democracy Now. Grant explains that Paradise Audio is listed as an expense item is because Kyle, being a professional in audio services, has an in-kind donation of service for hours he helps us out. This has to be entered as a donation item, but there also has to be an expense item delineated to this. Steve: Line 130; \$1,000 for property tax. Where does this go? Grant: Things we own (broadcast equipment, operating board, etc.)

--Rob calls the vote to approve the amended FY 2022-2023 budget. Results: 9 in favor, 0 opposed, 1 absent. The FY 2022-2023 budget is approved.

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

## 3.1 Staff Reports

### 3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--Mary asks about RBS training: is there a particular venue Grant wants to use and can board members go and do the training on their own or will Grant be organizing people who are interested. Grant: the person who has done our bar recruiting has moved out of town; if anyone has anyone in mind like a vending service or anyone with a RBS license who knows bartenders send this information to Grant. Hiring out is the way to go- RBS training can be a lengthy process. She asks Grant about speaking to the Chico Rotary on the 18<sup>th</sup>. She asks if Grant would like to speak to Oroville Rotary- she can set this up. Grant agrees.

--Fran asks Grant about the email he received from the CPB. Grant: as of last meeting (July or May) the CPB had not yet approved our financial statement report for previous fiscal year. They asked how we were able to increase our non-federal funding by approx. \$66,000. There was also a jump in one of the line items in the FSR which was auctions and special fundraising activities. A lot of this has to do with in-kind donation of services. There was a changing of how we fill out things in the FSR. For example, in fiscal year that Rick and Joy had done prior, they listed "other income" and the amount for car donations. Car donations were included in the line item we were questioned about. Grant is hoping to hear back from the CPB in a positive way. Grant discovered that it is not uncommon to get questions from the CPB about the FSR.

--Rob asks about our fundraising events. When an event is listed as a "full" event, does this mean we do everything (door, bar, sound, etc.) and are going to need board members present at the end of the event for the cash count? Grant says that this is correct. Events at the El Rey and the Barn at Meriam aren't considered "full" events because a lot of the staffing is being done in-house for these events.

--Jeannie points out Kim Weir is spelled "W-e-i-r". Also points out that we have two "full" events on October 21<sup>st</sup>- concerned about having enough volunteers for both of these. She also asks about the AQMD air quality reports for the generator site. Grant was going to look into this. Jeannie points out that if it is a diesel or even propane back-up generator there's usually a permit required. Not sure who's required to carry this permit, possibly the property owner. It may also apply to us putting a generator on the roof of the KZFR building downtown- keep track of this cost. She asks Grant to make a note to give current status updates on our NFFS tally. Grant has not had a chance to look at the air quality reports for our transmitter site or for the generator on the roof. There is a permit required. Also a permit required for the renting of the crane to lift the generator onto the roof. The Billson contract from 2021 outlines an approximate expense for permits but it's not line-itemed out to which ones they are. Jeannie says that the AQMD permit will become an annual cost- there's a renewal to it. Grant makes note of this. NFFS gets discussed at the fundraising committee meetings. He will make sure this gets discussed at the August meeting.

--Liz asks for some clarity about the ASCAP station survey from NPR. What exactly is it needed for and what is it covering? Grant: as recipients of the Community Service Grant we are able to fall under a blanket music license provided by NPR. Also includes CSG members. This gives us the legal ability to play copyrighted music on the air because bands etc. are registered with ASCAP or BMI etc. This is how they are paid- we report which songs are played and how many listeners on the stream, and they use this NPR blanket license to issue payments. As part of the blanket license, ASCAP/BMI issues out random surveys to people to check our reporting outside of the regular quarterly music reporting. The company Grant reports to is a law firm- he sends a spreadsheet of everything played from last Friday to this Friday so that they can use us as a sample of the blanket license reporting.

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

--Submitted prior to meeting via email.

--We had a nice month. August is looking a little down. Summerfest- worked out a sponsorship agreement with Blue Sky Events and we'll have a KZFR stage for the first time. We are able to sell sponsorship- we'll make money on this no matter what.

--Chico Performances will be sending their fall schedule to us.

--Steve asks how underwriters pay for the service we provide to them. If they sign up for a year, do they pay in advance or do monthly payments? Ray: it depends on the company. A few people pay quarterly, and some pay every 6 months. We try to be very flexible but love the ones who pay up front. He asks about Creating A Sustainable You- it looks like they switched from a three month contract to a one year contract. They're being charged \$1350. Ray explains that they were month-to-month and then went to three months and now want to take advantage of being an annual. Steve says the \$1350 seems it would be a one year and a three-year contract lump sum together. Ray: they went from a three-month to a one-year contract and the balance they owed was the \$1350. When someone signs a contract, Ray reports the full amount of the contract. We're seeing a lot more annual contracts.

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

--Submitted prior to meeting via email.

--Liz loves the social media reports- it is fun to see how much attention we are getting on these platforms.

--Laura expresses appreciation to staff and volunteers for the birthday party celebration. Great job. Leah was impressed by how many board members volunteered. There were at least 5 board members present. Much appreciated.

--Mary asks how many people attended. Leah- there was a constant flow of people coming in. The food truck owner seemed happy. She feels it was well-attended.

### **3.2 Treasurer's Report- Michael McGinnis**

--Report submitted prior to meeting via email.

--Reviewed the financial reports. Analysis from July of last year to July of this year. July of this year was a pretty break-even month. End of year financials looked good.

--Fran asks if we have an idea of our generally slower months of activity as well as any peak months; any patterns. Michael turns this question over to Grant. Grant: there is. We usually have our fall pledge drives in October and spring pledge drives in the latter part of March/April- you'll see spikes in income during those pledge drives and residually afterwards. These taper off until we begin silent mail drives usually timed in between pledge drives- small bumps here. Summer is usually slower for underwriting.

--Karl asks if we need to accept the Treasurer's report. Rob: we don't have a formal report. At this point, it's just Michael looking over our spreadsheets. Not formal. We can discuss this. In the past, we have had a "treasurer's digest" report that we reviewed. Fran: would this be more of a treasurer's update/treasurer's report out? Rob: a treasurer's update could be a more accurate phrase for what this could be. Fran agrees the naming convention could be changed to more accurately reflect what this is. Rob is open as long as we are getting the information and can review it. Karl: proposes we take it to the executive committee. He is used to a board where there is a written report yearly of financial status. Rob says this can be discussed with the executive committee.

### **3.3 Committee Reports**

#### **3.3.1. Executive Committee- Rob Davidson**

-Committee met 4 August. Reviewed and set the agenda for the BOD meeting.

-The secretary, vice president, Grant and Rob all met Friday at both Tri Counties and Members First and updated all signature paperwork.

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

--PC report was sent out prior to meeting via email.

--Laura asks about where Grant has fit Kim Weir into our programming. Grant: They are discussing putting her on Thursdays in between The Fun House and Ecotopia at approx. 4:57 into 5:02pm. Rob asks if it would be repeated. These are things Grant and Kim are discussing. If they were to go to two a week, there would be a discussion regarding if it would be the same one repeated or two unique shows per week. Until it's fully executed there's still some fine-tuning being done.

#### **3.3.3. Community Advisory Board (CAB)- Rob Davidson**

--Will be reviewing applications.

--Likely schedule a meeting in early September.

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

--Fundraising report was sent out prior to meeting via email.

--Steve asks about the Chico SummerFest and how it works: we give them publicity and they are giving us the opportunity to have a stage that we have to manage and there's some cost to this. We're selling sponsorships to cover our expenses- Ray thinks these sponsorships will put us in the black on this. Are these guaranteed? Ray: each sponsorship was sold at \$250 each; they sold in about a day and a half. Our expenses: \$1200-\$1500. We are paying our performers. Steve asks what we are providing. Ray: we provide the talent, sound, and stage.

--Liz asks what talent we are providing at the Chico SummerFest. Grant: it's local bands- the River Road Band, Loki Miller Trio, Max Minardi, Cameron Scott Music, and KZFR DJs in between as well as an hour-long DJ set.

--Ray: volunteers for the info booth at Chico SummerFest. 12pm-8pm at Patrick Ranch. Leah needs 3-4 volunteers to staff this event.

--Jeannie asks about Chico SummerFest- is it more about marketing and visibility? Ray: all about visibility. Reaching the people who do not know about us. The audience is not really "our crowd"- doesn't mean they've rejected us; they just are not aware of us. It's an opportunity for more visibility and new listenership. Jeannie follows up asking about if we've thought about further engagement/brand recognition. Ray: we will have our info booth and signage; it's been advertised on their commercials as "the KZFR stage". Fran asks if there will be an MC for the acts who can talk about the station a bit. Grant: each act is booked for 45-50 sets and a 15-minute turnaround in between where we can tell people more about the station. Leah says we will also have the info booth set up with swag- another chance for more recognition.

--Liz asks if we will have anything posted up about any upcoming events/programming. Leah: we will have a variety of promotional materials at the info booth.

--Steve asks where our information booth will be in relation to the stage. Ray: right next to the stage; we have full domain of the area.

--Rob: grant-writing sub-committee has been researching grant opportunities and potential leads. Another 2-3 possible grants to be working on after Glide is finished. Next meeting will be 7 September.

### **3.3.5. Document Review Committee- Rob Davidson**

--Committee met 26 July. Still working on a few things to add to the Board Policy Manual.

--Worked on required legal and tax form document. Eventually will be working on the Employee handbook.

--Next meeting is 30 August.

## **4. Matters for Discussion**

#### **4.1 Draft Board Resolution re: TS & KD Glide Foundation**

--Rob: we're applying to the foundation which is based out of Davis. We are asking them to fund the purchase of a single electric generator (approx. \$5,500). We need a board resolution to be voted on. Due the 15<sup>th</sup>. Rob is hoping to get it in early.

--Rob calls the vote to suspend Robert's Rules of Orders in order to expedite the official vote to approve submission of this grant application. Karl moves to suspend Robert's Rules of Orders. Mary seconds. Results: 9 in favor, 0 opposed, 1 absent. Robert's Rules of Order are suspended in order to allow the board to vote to approve submission of the grant application.

--Rob calls the vote to approve the board resolution to authorize the grant application to assist in purchase of generator. Karl moves to approve. Fran seconds. Results: 9 in favor, 0 opposed, 1 absent. The grant application is approved for submission.

#### **4.2 Community Advisory Board (CAB) Applications**

--Applicants: Laura Nelson, Bill "Guillermo" Mash, Meghan Turner, Rose Febbo, Thomas Lando, and Victoria Petrokovich. All applications were reviewed and unanimously approved.

#### **4.3 COVID Concert Policy**

--Laura agrees with the policy but does not think it is enforceable. She suggests that our policy be that we follow whatever state/local/county guidelines are in place at that time.

--Rob asks if we've been verifying vaccine proof. Grant says we have not been actively doing this for several months. The social climate of requiring masks and vaccination cards has changed. We had been following the lead of Laxson Auditorium. Grant agrees it is difficult to enforce currently. He suggests that we can still follow Butte County and City of Chico policies for larger events.

--Mary likes the idea of following state/local guidelines. Rob thinks it was an important policy to put in place at the time. He agrees with Laura- we should not use this policy any longer; if a formal policy is needed we follow state and county guidelines. If things take a turn, we have a precedent to turn back to.

--Fran asks how we will document this change. Grant: when it was a topic fresh on people's minds, we put the policy into approved paperwork. We also had a tab under our "about" page. We also tagged the URL in emails regarding concerts and into our Eventbrite information page.

--Rob points out Chico State's policy- "masks are always welcome". He asks Grant what the most helpful next move is. Grant- we don't have to completely eradicate the policy, but he would like to reword it to say that we will be following state and local health guidelines. Rob- by next meeting, a new draft of the concert policy; in short term drop the current one. Grant agrees with this. He will draft a reworded policy for the next meeting.

--Rob makes motion to discontinue current policy as written and to give Grant authority to formally draft a new policy; as well as give him the authority to make an announcement in the

meantime that we are following state and local health guidelines. Liz seconds. Rob calls the vote. Results: 9 in favor, 0 opposed, 1 absent.

#### **4.4 Internal Cash Control- Board Responsibilities**

--Rob explains that when we have a full event where we have various cash tills, we do have established procedures in place for the end of the event to have at least one but ideally two board members to do a cash count to verify the amount. This means that for these events, we need board member(s) to do the cash count. Rob is going to set up a google page to give everyone a chance to step up to help out with this.

#### **4.5 Required Nonprofit Tax and Legal Forms: Timeline for Preparation and Filing**

--This was reviewed last month as a discussion item. Michael made a suggestion to include some state forms. Michael verifies that this list is correct and accurate. This will be put into the Board Policy manual as a reminder of things to do. This will become an action item during the September meeting.

### **5. Meeting Finalization**

**5.1 Review Items for next BOD Agenda:** Required nonprofit tax and legal forms will be an action item at September meeting. State of the station, news committee, COVID concert policy, CAB follow-up, and committee sign-up sheet will be matters of discussion at September meeting.

#### **5.2 Meeting Close/Thank You**

Next meeting will be 13 September 2022 on Zoom.

Meeting minutes respectfully submitted by S. McCoy