

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

Board Meeting Date: 14 December 2021
Location: Virtual Meeting
Commencement Time: 6:00 pm
Meeting Open- 6:01 pm/Meeting Closed 7:41 pm

Present:

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

Rob Davidson (Pres.)	Courtney Farrell (VP)	Bobbi Tyron
Karl Ory	Jeannie Trizzino	
Elizabeth Daniels-Curry (Liz)	Eliane Silva (Lili)	
John Burge (Treas.)	Sandra Morales-Miller	
Paul O'Rourke-Babb	Dan Joseph (Sec.) - arrived late	

Absent:

Staff:

Grant Parks, General Manager
Leah McKean, Volunteer Coordinator
Ray Laager, Underwriting Director

Guests:

1. Meeting Opening

- 1.1 Call to Order/ Begin Recording/Welcome/Attendance
- 1.2 Amend/Approve Agenda

Discussion:

--Grant proposes add item 4.3, matters for discussion, PC Application recommendation.

Action:

Motion to accept agenda as amended-Sandra Morales

Seconded- Liz Daniels

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent:

1.3 Amend/Approve Previous Minutes

- 1.3.1 October and November minutes were distributed via email.

Discussion:

No discussion.

Action:

Motion to accept October and November Minutes. - Paul O'Rourke-Babb

Seconded- Karl Ory

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent:

1.4 Public Input/Correspondence

Discussion:

--We received no public comments on our Google form.

1.5 Announcements

Discussion:

--This is Sandra's final board meeting. Board thanks Sandra- she will remain a programmer.

2. Action Items

2.1 No action items.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report- Grant Parks

--Submitted prior to meeting via email.

-- Rob appreciates the detailed description of the phone charges. He asks about any IT updates from Derek Stanley. Grant says that Derek is working with the station on various IT items, remotely- more affordable. Grant has reached out to Logic to prepare estimate for 3 new work stations- rough est. \$3,300 including installation.

--Lili congratulates on FCC license renewal.

--Paul asks about updates on the engineering position for the station/what the board can do to help find someone. FCC recognizes Grant as Chief Operating Engineer. Grant is in discussion with someone to fill in the gaps that go beyond his skill set.

--Jeanie congratulates on CPB. Asks about NFSS tracking. Wants to continue quarterly for 2021. Are we considering bids from other companies (Stratti, the Computer Store, PCI, Techsoup)? Grants for technology? Grant explains that he currently relies on Logic because of the infrastructure for the entire station and switching to a different company may complicate things but will consider suggestions moving forward. Jeannie encourages Grant to follow up on AT&T cancellation.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting via email.

--We had a good month. Projections for December are positive as well. We're getting a lot of new businesses. BNI has been very helpful- ¾ have become underwriters and anticipating the 4th business soon as well. Holiday special was a hit! - All 10 spots sold. New restaurant- La Provencal- high end.

3.1.3. Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting via email.

--Lili is happy to see our number of followers growing. Leah has confirmed that our number of likes, shares, etc. comparable to other local stations/non-profits of our size like KMVR etc.

--Diana is working on the silent auction for End of Normal event next spring. She's looking for volunteers and hoping board members might help out- Courtney, Ray, and Lili volunteered their help. Also, will probably need to store donated items somewhere at the station that's lockable.

--We have one event this year- NYE show. We're only staffing the bar. We're short two volunteers during the last shift 10pm-12:30am- looking for someone to step up.

--Paul asks about how the farmer's markets have been. The last market is 12/18. People are generally very positive. Listeners want to meet the programmers. Usually raise between \$50-\$100 every time.

3.2 Treasurer's Report- John Burge

--Treasurer's Report was submitted via email prior to meeting.

--John reviews report. Five months YTD July 1, 2021-November 30th, 2021. "Doom and gloom" (See attached report.)

--Dan asks about how much our CPB fund is- John will look into the issue. Rob asks if we have any rollover. John will also look into that issue.

--Karl says it looks like we are trending badly overall, but that we have a reserve that we are starting to use. John expresses that it might work for short-term but we need to come up with income besides CPB or risk losing the funding. Gross revenue from fundraising goes towards the \$300K so emphasis on more fundraising.

--Grant asks for backup feeding report. Seems some funding may not be reported. John replies that we need to look closer at the QuickBooks categories/details and suggests also checking with Dolly, the bookkeeper.

--Paul requests coming back to the category/detail discussion and what the income requirements are for matching CPB funds.

3.3 Committee Reports

3.3.1. Executive Committee- Rob Davidson

-The committee met the last two Thursdays. They discussed the agenda items and also preparing for annual GM review: process, format, and revision of documentation to match job description. Also included ongoing discussion of fundraising/financial health of the station.

3.3.2. Program Committee (PC) - Grant Parks

--PC report that was sent out prior to meeting via email along with GM report was from November because the most recent meeting was a few days ago.

--Lili asks about the matrix. Did we create a slot for youth/kids? Will discuss during matrix proposal. Grant explains that KZFR creates space for youth and allocates slots for youth/teen programming (or oriented). When we cannot find programming for those times, news and public affairs are broadcast.

3.3.3. Community Advisory Board (CAB)-Rob Davidson

--Next meeting will be held January 2022.

3.3.4. Fundraising Committee- Grant Parks

--Report submitted prior to meeting via email.

--Welcome Karl to committee.

--Rob asks when next meeting is. 3rd Tuesday of the month. Rob and Courtney to rejoin in January.

3.3.5. Document Review Committee- Rob Davidson

--Committee has been on hiatus; will likely continue until January and continue to work on Board Policy Manual.

3.3.6. News Department Committee- Leah McKean

--Committee did not meet in November, but did meet last week. Leah's notes are forthcoming.

--Main point discussed: Committee should go on hiatus until further notice.

3.3.7. Virtual Event Committee- Leah McKean

--Committee is on hiatus.

4. Matters for Discussion

4.1 COVID Concert Policy

--Grant discusses concerts that are led by KZFR vs. events in partnerships with KZFR and how that effects the COVID concert policy.

--For NYE show, vaccination is not mandatory, but Butte County Health and safety codes will be followed. In 2022, seeking a more stable set of rules. How will we navigate policies going forward? We need consistent messaging.

--Rob mentions governor's mask policy from 12/15/21-1/15/22. Will need to make adjustment to the language of NYE show policy. Dan mentions that it will be difficult to "police" mask mandate in a large crowd.

--Paul would like to see us encouraging positive COVID precautions (masks, vaccinations) in our promotions for shows. Rob: how will we approach the variety of events- only events where KZFR is in control vs. partnerships where we have to establish a "middle ground"?

--Courtney is concerned about mixed messaging; encourages us to think more about this. Ray agrees that we need a consistent policy. Outdoor events could make people more comfortable.

--Dan proposes that requiring proof of vaccines at the door might be an easier policy than trying to police masking. Rob agrees. Due to state mandate, until 1/15/2022, state mandate has to be enforced.

--Grant would like an ongoing discussion until January 2022 meeting.

4.2 Matrix Proposal

--Discussed at last meeting; sent again between meetings. Vagueness of the definition of the matrix has led to some disputes in the past. PC committee has discussed what a “good” matrix would look like and has submitted matrix for review by board. The matrix does dictate which shows will be on air. Key points: In approving the document, no retroactive changes will be made. Looking for common ground going forward.

--Rob asks about “temporary” definition. Until youth or youth-oriented program proposal is received, then youth/youth-oriented takes precedence.

--Paul asks about how to discuss this with programmers who might take conflict. Grant says that there’s only one occurrence that this may happen. Committee will definitely work with programmers to best adjust.

--Been KZFR policy to try to encourage more youths to be on the air. Paul would like to see syndication as part of policy. Grant will bring the suggestion to the PC.

4.3 PC Application Recommendation

--Application was sent out prior to meeting via email.

--Community members elected get voted on by the BOD. Programmers are voted by PC. Nancy’s application had incorrect selection marked.

--PC feels Nancy would be a good applicant. Jeannie suggests updating form to include where people have heard about the opportunity. Nancy is living in Yuba City- could give us some insight into outreach efforts there.

--Bobbi makes motion to approve the vote on the application. Liz seconds. Rob calls the vote. Results: all in favor; no opposed; no abstentions. The motion succeeds.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: COVID concert policy and matrix proposal will be discussion items for January BOD meeting.

5.2 Meeting Close/Thank You

Next meeting will be 11 January 2022 on Zoom.

6. Meeting adjourned 7:41 p.m.

Meeting minutes respectfully submitted by S. McCoy