

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

Board Meeting Date: 10 December 2024

Location: KZFR, 341 Broadway, Suite 416, Chico CA 95928

Commencement Time: 6:01 pm

Meeting Open-6:01 pm/Meeting Closed 8:00 pm

Present:

A quorum is defined as a 'majority of board of directors' under Bylaws, Sec. 5.

Laura Lukes (Pres.) Emmanuelle Sainte (arrived late) Eric Johnson

Karl Ory (VP) David Fuhs*

Paul Blackwood (Trea.) Julie Kennedy

Mark Gray* Shelby Hebert*

Absent: Mary Tribbey, Josh Indar

*programmer-elected

Staff:

Grant Parks, General Manager

Leah McKean, Volunteer Coordinator

Ray Laager, Underwriting Director

Shirley McCoy, Office Manager

Guests:

Jeannie Trizzino, Ex Officio Board Member

1. Meeting Opening

1.1 Call to Order/ Begin Recording/Welcome/Attendance

1.2 Amend/Approve Agenda

Discussion:

Grant proposes amending the agenda to include reviewing Julie Nilsson's Program Committee application under 3.2.2 Program Committee.

Action: Motion to approve agenda as amended. –Julie Kennedy

Seconded- Paul Blackwood

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Mary Tribbey, Josh Indar, Emmanuelle Sainte

1.3 Amend/Approve Previous Minutes

1.3.1. November 2024 Minutes

Discussion:

No discussion.

Action: Motion to approve November 2024 minutes. – Mark Gray

Seconded- Karl Ory

Roll Call Vote:

Ayes: All

Noes: None

Abstain: Eric Johnson

Absent: Mary Tribbey, Josh Indar, Emmanuelle Sainte

1.4 Treasurer's Update

1.4.1. Review and Approve October 2024 Financials

Discussion:

--Paul explains that our total assets month over month starting from last July slightly decreased potentially due to more money going out from our bank account than going in. Underwriting also slightly decreased but this is typical from July going forward. Overall, total revenue is relatively stable from month to month. August was a low month and October a high month likely due to pledge drive. Total expenditures have been holding stable.

--Eric asks about the where the predicted numbers for the budget come from and suggests that they may need some revision. Paul: Part of the budgeted vs. actuals in this current agenda are that the budgeted amounts are for the full fiscal year. The amounts we are looking at currently looking at are through the month of October. We're only a few months into the fiscal year so ideally as we start going month over month we'll get closer to the budgeted. Laura says that looking at the percentages column helps out. Eric suggests parsing these out as average monthlies. Laura explains that the fiscal reports are being refined, particularly the budget vs. actual to make it more meaningful and readable.

--Grant: We will likely be under budget on our fundraiser income due to having to cancel Paul Thorn because of the Park Fire and because of the Chikoko fashion show NOT happening. These were two significant income streams that did not happen. This is part of why fundraiser income is down. Fundraisers are always offset by expenses- with less fundraiser income, we'll see less fundraiser expenses.

Action: Motion to approve October 2024 Financials. – Julie Kennedy

Seconded- Shelby Hebert

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Mary Tribbey, Josh Indar, Emmanuelle Sainte

1.5 Public Input/Correspondence

Discussion:

--Grant reports that a listener expressed that programmers should be saying Chico, California more often. The Program Committee discussed this.

1.6 Meeting Notices and Announcements

Community Advisory Board (CAB): 1/30/2025 via Zoom

Document Review Committee: TBD via Zoom

Executive Committee: 1/7/2025 in person

Fundraising/Grant Writing Committee: 12/17/2024 in person

News Committee: 12/17/2024 in person

Program Committee (PC): 12/19/2024 in person

Strategic Planning Committee: TBD

Technical Advisory Committee: 1/8/2025 in person

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

BOD Event Cash Counts: (signups shown as of Wednesday, December 5, 2024)

Count Date	Event	Signed Up	Need
2/21/2025	Aki Kumar		1
5/5/2025	Record Swap		1

--Shirley points out that the cash count for Aki Kumar is Friday, 21 February.

2. Action Items

2.1 Approval of Spending Cap for IT contract

--We will no longer be working with Logiic so we need to hire an IT person. We have had consultations with JD Elam and Matson & Isom. We won't be able to trade out for the entirety of the service fees. Each business will charge a monthly rate. This would exceed the \$5,000 spending cap for a contract. Grant is seeking the allowance for a \$10,000 expenditure for a one-year contract for an IT company to handle all of our IT services.

--Eric asks if the services would include cybersecurity. Grant: yes, this is something that they would be monitoring. They monitor malware coming into the system and things of a similar nature. Eric asks if Grant feels okay about our cybersecurity. Grant does feel good about our cybersecurity. He explains that we are using PayPal and Stripe exclusively as our secure payment platforms. He feels secure about this. If a server breaks and we are needing to install a new one or needing to create a new user for a workstation, this exceeds Grant and staff's skill sets. This is a service we used to rely on Logiic for.

--Grant explains that Logiic back charged us for things they said they weren't going to charge us for, and billed us for projects they didn't complete and things that they never billed us for prior. Some of these services went back to 2020/2021. This came out to approx. \$15000. Eric asks if we are going to pay them. Grant: some of the things they billed us for; none of it was in writing at any point. We sent them an offer to pay for the services that have occurred within the past two years. They have not responded.

--Shelby asks if we've gotten any legal advice regarding this. Grant talked to Stephen Wattenberg.

--David asks if the \$10,000 is a simple retainer and if there's extra charges beyond this. Grant explains that it would depend on which service we go through. One of the providers has a \$900 monthly rate. He'd be willing to underwrite \$200 of this and bring this rate down to \$700 per month. This would not include overnights or weekends. If we had to call after 5pm or on Saturday or Sunday this rate would be an hourly rate of approx. \$120 per hour. With Logiic, we never incurred any monthly fees. They charged for time and services and there was no

maintenance. JD Elam would be interested in this kind of arrangement, but it would be at a \$120 hourly rate if he was available- we wouldn't have any priority.

--Shelby asks Grant to further explain exactly what this estimated \$10,000 expenditure would cover. Grant: \$10,000 exceeds more than \$700 a month for a year. This would add extra funds in in case we do need weekend and after hours' services. Grant also lists off the daily, weekly, monthly, and semi-annual duties included with JD Elam. It has nothing to do with building our website or making it faster, unfortunately. Eric asks if this is a reasonable price.

--Paul points out that JD Elam is an individual offering IT services while Matson and Isom is a larger organization. Grant explains that he's requesting \$10,000 in case it's needed no matter who we choose to work with- Laura clarifies that this is up to \$10,000 per year. Paul also points out that the \$10,000 expenditure is just to give them the ability to move forward if they find a good fit.

--Laura asks what Logiic's contract is dated through. Grant says there was no type of contract for monthly services.

--Karl says that Mary was concerned about a one-person operation. Karl expresses that he would eventually like to see staff with this expertise added since it is a strategic goal to add staff in this area.

--Jeannie reports that she had to research IT firms recently for her workplace. The firm they decided to work with has a month-to-month contract with them and each line of service is a separate invoice. She'd be happy to share these firms' information with Grant.

--Shelby feels that Matson & Isom sounds much more supportive and connected service and support. The IT strategic planning and alignment that they offer would help us reach our technology goals. She thinks it would be worth circling back to each firm to clarify some of their offerings further and see who may more closely align with our goals.

--Jeannie suggests putting out a bid and posting a RFP on our website. Ray: do not be afraid to negotiate.

--Karl moves to approve an IT contract with a contractor yet to be determined of up to \$10,000 for one year. Paul seconds. Results: 9 in favor, 0 opposed, 2 absent. The \$10,000 spending cap is approved.

2.2 Approval of CAB Applications

--Mark and Laura met with the 3 most recent applicants. Per our bylaws in the policy manual, the Board does not need to interview them but they do need to formally approve their applications. One of the applicants is/has been an underwriter, Electric Pete.

--Eric asks what makes a good applicant for the CAB. Laura explains that the statement in the Board Policy manual about the Community Advisory Board is very vague and general: they represent the community, so we are looking for diverse representation of the community. If

someone had a commercial interest, or someone seemed to have malicious intents, or had a conflict of interest they may not be a good fit.

--Shelby noticed that both applicants seemed to be “connected people”. She believes that these are the kind of people we want- the only qualification is that they listen to the radio.

--Laura points out that if we get all 4 recent applicants to join, the CAB will be at 8 members. They are pursuing and will continue to pursue diversity on the CAB.

--Shelby moves to approve all applicants to the CAB. David seconds. Results: 9 in favor, 0 opposed, 2 absent. All applicants are approved to the CAB.

--Laura asks if we’d like to continue recruitment at a less frequent level. As we get closer to the end of the fiscal year, we can start pushing again if needed.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report- Grant Parks

--Submitted prior to meeting.

--Grant reports that our 14kw generator at the transmitter site automatically restarted and powered the station during a recent rainstorm. Our 20kw generator is still at Haase Energy- the warranty has been certified on it so they are looking into what needs to be done to fix it and bring it up to spec under the warranty.

--Eric asks if we are done dealing with Jeff’s Trucks. Grant says very much so. His last contact with them was when he was contacting them to make sure that they had actually filed the start service agreement warranty with Kohler. They had never done this. Haase had someone higher up at Kohler do this for us.

--Jeannie asks about our tax form 990 listing of our top donors. She asks about who David Dibble is and if he’s known to the station. Grant says that he was a lapsed donor who was part of an email campaign sent out prior to the Spring Pledge drive. Jeannie hopes that we will continue to engage with him.

--Shelby expresses that she feels that there’s good potential for people who donate every pledge drive or once per year to be converted to monthly donors. She suggests that for our next pledge drive, we can focus on converting single donors to recurring donors.

3.1.1.1 State of the Station/Assessment of Major Risks to the Station

--We saw an increase in non-federal funding sources leading to an increase from CPB funding. In the current fiscal year, we are receiving \$112,000. This is the most we have ever received from CPB.

--We had an increase in time spent listening but a decrease in the number of people listening on a weekly basis. Emmanuelle asks if the listenership reports report how people are listening. Grant explains that this is people surveyed listening to KZFR 90.1FM so this is exclusively people listening on the radio.

--We have the most robust staff in our history- we currently have 7 staff members. More staff to make more things possible.

--Installing the new operating boards brought an upgrade to a modern design and improved sound quality. It has allowed Grant to be able to do more and keep the sound of the station consistent.

--We received the Best of Chico award again this year.

--We gave back to the community with a Chico State scholarship. The check got cashed last May and it will be for a student starting in Fall of 2025. Leah asks if this student would be interested in a follow-up interview or statement. Grant will talk to his Chico State contact about this. Ray suggests that we put out a press release. Mark suggests a feature in the snapshot section of Chico ER.

--One of Grant's goals is to get us to reach the million-dollar threshold for the first time in this next fiscal year.

--Shelby points out that we did not net a positive gain on our concert events. We are willing to eat a certain amount of cost because of the publicity these events build. She is curious what kind of conversations are happening around this. Grant says that the Fundraising Committee looked at the same data: some of the non-concert events are outperforming our KZFR-produced events. Overall, we've always operated at a profit with our fundraising events.

--Shirley points out that one of the only shows that was profitable for us was Aki Kumar. She was glad that taking this chance turned out well for us. This one received a lot of marketing push.

--Julie expresses that she would like to see us pursue having more speakers. Leah says speakers are very expensive. Grant says that this is on our minds.

--Mark notes that it seems that we are making most of our profit based on people's alcohol consumption. He suggests we may want to look into some more non-alcoholic drinking options for shows. He suggests also that this should be something to consider when we are booking certain acts. Grant explains that there's been many events where the amount of tickets that we have sold have not crossed the threshold of what we've paid for the venue, the sound, and the band and it's usually the bar that brings us over. With more attendees, there's more alcohol sales.

--Laura compliments the language surrounding philosophy and value statements that she hopes to see in our grant applications.

--Paul thanks Ray for his work with underwriting. It is a significant pillar of our revenue streams. We're breaking \$100,000 in underwriting. Laura also comments that the diversity of our

underwriters is also very impressive. Eric asks about having a thank you party for underwriters. Ray doesn't think our underwriters would be interested in this.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--Ray reports that people are afraid of trade wars and their businesses tanking after the recent election. None of our 16 holiday special underwriters from last year have come back. Since November, there's been a little decrease. December is up 40% from the previous year.

--Laura suggests that this may be where we can show our strengths in this threatening environment. Mark believes that our station is starting to become more well-known as our community radio station. Ray believes we may start seeing more collaboration going forward.

3.1.3 Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting.

--Leah reports that we made some good contacts at the Open House without having to put out much effort. We had an older gentleman write us a generous check at Open House, as well.

3.2 Committee Reports

3.2.1. Executive Committee- Laura Lukes

-Submitted prior to meeting.

-No discussion or questions were raised.

3.2.2. Program Committee (PC)- Grant Parks

--No report was submitted.

--The Committee met last week to review Strategic Plan goals.

--Mark moves to approve Julie Nilsson's application to the Program Committee. Paul seconds. Results: 8 in favor, 0 opposed, 1 abstain, 2 absent. Julie's application to the Program Committee is approved.

3.2.3. Community Advisory Board (CAB)- Laura Lukes

--Discussed above.

--Next meeting will be held 30 January.

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

--Submitted prior to meeting.

--End of the year letter and email campaign has started. Letters have been mailed and emails are being sent out. General notices about end of the year donations that can be made tax-deductible have gone out in our newsletter and social media.

--Pledge drive: Out of the 1,400 people who received the lapsed donor letter, 84 donated a total of approximately \$7,000.

--Jeannie asks if we have started planning something for our 35th anniversary. Grant: discussed a lot of options, but it will be a show of some kind. Likely midafternoon into the evening. Anything occurring within the next calendar year is going to fall into a 35th anniversary series for consistent branding from event to event. Karl asks what the actual date is- July 7, 1990- this is when we went on the radio for the first time stating our call letters, our mission statement, and all necessary FCC requirements. We do have a recording of this. Shelby asks if we have a date set for this event. Grant says that we do not want to do something in July- it will likely occur in May or June. Jeannie asks if we have an idea if spring or fall events do better- she'd like to see us use strategic planning like this. Shelby points out that a lot of annual events happen in Chico in May. Leah also points out that we have to work around Touch of Chico and our Pledge drives.

3.2.5. Document Review Committee- Grant Parks

--No report was submitted.

--Working on the second review of the Bylaws including following up on conversations from the first review, and making sure to include the revision to the term limits.

--Will be meeting again in January.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--No updates.

3.2.7. News Advisory Committee- David Fuhs

--No report was submitted.

--Mary was present at the last meeting to help the Committee identify their Strategic Planning tasks. She sent a spreadsheet for review that David sent out to the group for feedback.

--David attended Press Forward's informational Zoom on the 22nd. He learned that they will not fund single organizations and want to see collaboration with other organizations. Grant was going to talk to Chico News and Review and Chico Sol about possible collaborations. Whether we proceed or not depends on if we can get someone to collaborate with us. They also want a letter of intent by 15 January. If we do want to submit a LOI, Mary agreed to work with Grant to draft one. They will likely need initial funding from some source other than Press Forward or the Board.

--Grant has invited public affairs programmers to come discuss their involvement as contributors at the next meeting on Tuesday 17 December. Did not receive much response.

--Laura asks if it seemed that Press Forward is looking for targeted funding. David explains that the letter of intent is pretty general, but it becomes more detailed after this initial phase. Letter of intent doesn't get us the funding; it just gets you invited to the next phase. Laura asks if we need to have collaborators on board in order to submit a letter of intent. David says that we would need them on board. Ray expresses that he would not look to Chico News and Review as collaborators.

--Karl asks if Ray is familiar with Shasta Scout- internet reporting of the Redding Shasta News. They were the only Northern California rural group to receive Press Forward funding. Leah saw that KMUD received this funding as well.

3.2.8. Technical Advisory Committee (TAC)- Grant Parks

--No report was submitted.

--Debut meeting last week. Went through the Strategic Planning process. Grant will be meeting with two members to begin developing a visual map of our networking and IT systems to get an idea of our deficiencies.

--Next meeting will be in January.

4. Strategic Plan Updates

--This was tabled until the next Board meeting.

4.1 Executive Committee

4.2 Program Committee (PC)

4.3 Community Advisory Board

4.4 Fundraising Committee

4.5 News Advisory Committee

4.6 Technology Advisory Committee

5. Matters for Discussion-NONE

6. Meeting Finalization

6.1 Review Items for next BOD Agenda: No action items at January meeting. No discussion items at January meeting.

5.2 Meeting Close/Thank You

Next meeting will be 14 January 2025 at 6:00 PM.

Meeting minutes respectfully submitted by S. McCoy

