

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

Board Meeting Date: 13 February 2024

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open-6:00 pm/Meeting Closed 7:35 pm

Present:

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

Karl Ory (Pres.)	Julie Kennedy
Laura Lukes (VP)	Paul Blackwood
Jeannie Trizzino (Sec.)	Kim Weir (arrived late)
Michael McGinnis (Trea.)	Mary Tribbey

Absent: Eric Johnson, Michael Gregg*, Mark Gray*

*programmer-elected

Staff:

Grant Parks, General Manager

Leah McKean, Volunteer Coordinator

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- Julie Kennedy

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent:

1.3 Amend/Approve Previous Minutes

Discussion:

Mary points out that on section 3.2.3 the minutes read “Michael”- she suggests inserting in Michael Gregg so we know which Michael the minutes are referring to.

Action: Motion to approve December minutes as amended. -Michael McGinnis

Seconded- Mary Tribbey

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: None

1.4 Treasurer’s Update

1.4.1. Review and Approve December 2023 Financials

Discussion:

--Laura asks about the October 2023 fundraiser income and whether this includes Touch of Chico and Chikoko events or only Touch of Chico. Grant: it would be Touch of Chico, Chikoko, and Aki Kumar show.

--Mary asks if it looks like we’re on track for the year and whether there’s anything that looks like it will be off track. Grant: fundraisers are not going to have as high a profit margin as predicted. He believes we will be able to match and exceed the budgeted amount for pledge drives, underwriting, and donations.

Action: Motion to approve December 2023 Financials. - Laura Lukes

Seconded- Mary Tribbey

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Eric Johnson, Michael Gregg, Mark Gray, Kim Weir

1.4.2. Status Update on End of Year Tax and Legal Documents-due November 15, 2023.

Federal IRS Form 990 (Federal nonprofit tax return)

California Form 199 (CA nonprofit tax return)

California Form RRF-1 (CA nonprofit registration renewal)

Discussion:

--This item was not discussed.

1.5 Public Input/Correspondence

Discussion:

--We received feedback from a listener that had a question about a song they heard on Saturday afternoon. Grant referred them to our archives. Laura asks about the proper venue for if a programmer plays the same song twice in the same show that has expletives. Grant says to let him know so that it can be addressed correctly.

1.6 Meeting Notices, Announcements and Recommendations

Community Advisory Board (CAB) TBD, offsite/zoom

Document Review Committee: 3/26/2024 via Zoom

Executive Committee: 3/5/2024 at station

Executive Committee/Personnel: 2/20/2024 at station

Fundraising/Grant Writing Committee: 12/19/2023 in person

News Committee: XX/2024, TBD

Program Committee (PC): 2/15/2024 via Zoom

Strategic Planning Committee: 3/11/2024 in person

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

Sarah Downs resigned from the Board on 12/28/2023. We thank her for her service.

All Station Meeting- 2/25/2024 5-7pm at Chico Library. See 2/2/2024 email from Leah McKean to RSVP.

Harassment and Bias Training (online) from CPB due 9/30/2024- check your spam folder for email from EverFi (<90 minutes to complete)

DEI workshop for Board and Staff (more discussion at Item 4)- TBD

BOD Event Cash Counts needed for the following events:

2/15/2024- Lizzie No (Julie K + ? count on 2/16)

3/28/2024- The Rough and Tumble (need 2- count on 3/29)

2. Action Items

2.1 Business Manager- consideration and adoption

--Grant reports that this conversation came to a head at the end of December when the Bean Counting firm informed us that they'd be raising their prices. This person would be in charge of our monthly reconciliations, working with our CPA on our year-end taxes, and working on our payroll. He feels the station can definitely afford this and that it should be added into the upcoming year's fiscal budget. If the motion is approved today, the hiring process would still take several weeks. Grant doesn't want this person to get too far behind and reports that Michael has offered to perform monthly reconciliations until this person is hired.

--Mary asks if Grant has anyone specific in mind for this position. Grant does not. He will be posting on Indeed and on our website, etc. Laura asks if Grant would welcome any suggestions from staff or Board for someone to fill the position- Grant says that he would.

--Grant: between March and the end of June this would be an expenditure of between \$8-\$10,000 depending on how much this person works. It would be a part time position capped off at 25 hours/week. Grant asks for someone to put a motion forward to approve the job description and allow for the searching of a business manager. Michael McGinnis moves to approve the job description and allow for the searching of a business manager. Laura seconds. Results: 8 in favor, 0 opposed, 3 absent. The job description and search for a business manager is approved.

2.2 Employee Handbook- consideration and adoption

--Document Review Committee has been working on it, and People Rock HR helped to draft this. This version reflects new labor laws as of 2021 including the change in the minimum amount of sick hours an employee can accumulate in a year.

-Mary points out some inconsistencies she saw in the document and asks where to take these concerns. Grant: the goal was to have the Board review and adopt the new Employee Handbook. This does not mean it can't be reviewed- the changes can go to the Document Review Committee and then back to People Rock for implementation and then come back to the Board for another review. Grant and Laura point out that they may have sent out a different version with tracked changes different from the final document. Grant proposes taking a pause on this action item.

--Karl: The Executive Committee also had some questions. They intended to revisit this and come back with some minor changes. They wanted to ask the Board to approve the document as written with the understanding that if there were any issues, we could come back with amendments. Michael McGinnis asks for clarification of Karl's suggestion: approve it now, changes and corrections to go to the Executive Committee next month.

--Laura: even though our existing Employee Handbook is not up to date with current labor laws; as long as we're following the new labor laws and in the process of rewriting our Handbook, are we legally covered? Karl says this does seem logical.

--Grant suggests a motion to table this action item. Laura moves to table this action item and send the document back to the Document Review Committee for revision. Michael McGinnis seconds. Results: 8 in favor, 0 opposed, 3 absent. This action item will be tabled and the document will be sent back to the Document Review Committee for review and revision.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--Laura asks about the expenses related to the new generator: did we budget in for these types of things (potential repair expenses etc.) Grant explains that he does include maintenance of generator, new battery, propane, etc. in the "transmitter" line item.

--Jeannie asks if Grant needs approval for the invoices he included in his report or if they are informational. Grant: they're informational and do not need approval.

--Laura asks for a further explanation about how the programming content and management costs are intertwined. She also expresses an interest in the recommendation to share KZFR's story with more people in the community. Grant: management is the catch-all for staffing (hourly wages, salaries, etc.) Content is broken down between one of our employee's duties as well as our annual membership to Pacifica etc. Grant would like to see us producing more of our own unique content in the future. He says that an ad-hoc subcommittee tasked with the "story" project could be created if it is something the Board would like to pursue further.

--Mary asks about the issues with the generator at the transmitter site and whether he thinks this is something that could happen again. Grant will be going up to the site in about a week to test the generator in a non-emergency situation to see if what Jeff's Trucks did worked or not. If not, the generator will be exchanged with the one we had before.

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

--Submitted prior to meeting.

--Mary points out that she doesn't always see sign-up sheets for the volunteer shifts for events until later on. She asks whether she's missing emails. Leah explains that she usually asks programmers first since they are required to give non-broadcast volunteer hours. She can start cc'ing the Board on the emails with Grant's approval. At least one Board member present at events is a good look.

3.2 Committee Reports

3.2.1. Executive Committee- Karl Ory

-The Committee met on 3 February.

-No written report was submitted. The Committee mainly discussed the Business Manager position and the Employee Handbook. They also discussed possible dates for a diversity training and had an early look at budget for FY 2024-2025. There was also some discussion of succession planning- the Board will be in need of a Secretary and Treasurer.

3.2.2. Program Committee (PC)- Grant Parks

--Submitted prior to meeting. It covered the meetings that occurred in December 2023 and January 2024.

--No discussion or questions were raised.

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

--The Committee did not meet in January.

--Next meeting is scheduled for next Tuesday, 20th February. They will be discussing some more grant leads and some pending applications. Our NGWS application is still being reviewed. Also will be discussing upcoming fundraisers.

3.2.5. Document Review Committee- Rob Davidson

--The Committee is reviewing revisions to our Bylaws.

--Karl reports that Rob Davidson will no longer attend Executive Committee or Board meetings but will continue to serve on both the Document Review and Strategic Plan Committees.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--Mary thanks everyone for attending the last meeting on 7 January.

--Mary and the whole SPC Committee feel that the last meeting built enthusiasm and consensus for actions moving forward. The Committee reviewed the list that was developed at the last meeting and compared it to the top 10 that was developed from the feedback received from all the different stakeholder groups and to the recommendations from the Impact for All Report. Some things from the 7 January did not make it onto the list. These will be added and put together into a final list of actions.

--At their next meeting, the Committee will look at the list of actions and finalize it and decide which Committees the actions go to. The actions will be researched and put into some kind of project management software so that implementation can be easily tracked for each action.

--At March meeting, Mary hopes to present a calendar of the next steps.

3.2.7. News Committee- Grant Parks

--The Committee met last night.

--Kim reports that the Committee discussed some new ideas and approaches for things discussed prior, and took another look at the calendar. She proposes that the News Committee would like to have first priority of the interest that comes with our CD- she believes this and a little CPB funding could get the Committee through the first year.

4. Matters for Discussion

4.1 Diversity, Equity, and Inclusion Workshop for KZFR Board and staff, presented by Robert Jones.

-Jeannie: proposed dates/times: 28 February, 6 March, or 13 March starting at 5/6pm. This will be held in person. Kim points out the 13 March is the day after the next Board meeting- this may not work for some people. Mary adds that Strategic Planning also has a meeting on 11 March. Jeannie will send out a survey to find out if 28 February or 6 March would work better for people.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: The Employee Handbook- consideration and adoption will be an action item at March meeting. Certificate of deposit maturity and investment policy will be a discussion item at March meeting.

5.2 Meeting Close/Thank You

Next meeting will be 12 March 2024 at 6:00 PM *via Zoom*.

Meeting minutes respectfully submitted by S. McCoy

