

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

Board Meeting Date: 14 March 2023

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open- 6pm/Meeting Closed 7:45 pm

Present:

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

Rob Davidson (Pres.)

Francene Kennedy (Fran)

Laura Lukes

Karl Ory (VP)

Mary Tribbey

Jeannie Trizzino (Sec.)

Elizabeth Daniels (Liz) (arrived late)

Michael McGinnis (Trea.)

Eliane Da Silva (Lili) (arrived late)

Absent:

Staff:

Grant Parks, General Manager

Ray Laager, Underwriting Director

Leah McKean, Volunteer Coordinator

Shirley McCoy, Office Assistant

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. – Karl Ory

Seconded- Mary Tribbey

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

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

1.3 Amend/Approve Previous Minutes

Discussion:

No discussion.

Action: Motion to approve February minutes. – Michael McGinnis

Seconded- Laura Lukes

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Elizabeth Daniels (Liz)

1.4 Treasurer's Update

1.4.1. Review/Approve January and February 2023 Financials

Discussion:

--No discussion.

Action: Motion to approve both January and February financials. –Michael McGinnis

Seconded- Jeannie Trizzino

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Elizabeth Daniels (Liz)

1.5 Public Input/Correspondence

Discussion:

--No discussion.

1.6 Announcements

-All Station Meeting- Sunday, 26 March 2023 at 5:00 pm at Chico Library

-Spring Pledge Drive- April 5-14, 2023 at KZFR

-Strategic Planning Session for Board of Directors, Staff, and Community Advisory Board- Tuesday, 28 March 2023 at KZFR

2. Action Items

2.1 Approve Community Advisory Board (CAB) Guidelines

--Rob informs the Board about how the CAB decided they want to meet independent of the board liaison to further discuss the guidelines. Rob proposes to table this until the next Board meeting. The Board briefly discusses the intent of a meeting apart from the Board liaison, making the meetings inclusive and not exclusive, and making these meetings a public forum.

--Karl moves to table the discussion until the next Board meeting. Mary seconds. Results: 8 in favor, 0 opposed, 1 absent. The Community Advisory Board (CAB) Guidelines will still be an action item at April meeting.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--The board asks about how the power outages affect our online streaming and whether or not these outages get logged for FCC and/or CPB; how EAS alerts work and whether or not our DJs successfully respond to them; the level of effort required to complete the AS Form 1 and whether or not any additional assistance could be used; capital improvements in regards to what gets reported on our Butte County property tax assessment; what ends up as an asset and what gets expensed; getting an estimate from a second HVAC company; and a few more questions about the painting estimate and what the estimate includes.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--Brief discussion about whether or not the report could be done less often to unburden staff.

3.1.3 Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting.

--No discussion or questions were raised.

3.2 Committee Reports

3.2.1. Executive Committee- Rob Davidson

-The committee met last Thursday in preparation for the Board meeting.

-There is a discussion about Jeannie's compiling of Board documents into a single informational packet that was sent out via email and the possibility of further discussing protocols of who could be in charge of this going forward, deadlines, naming, dating, and arranging conventions; etc. with a goal of moving towards more efficiency, timeliness, and streamlined processes for receiving Board information.

3.2.2. Program Committee (PC)- Grant Parks

--Submitted prior to meeting.

--The Board discusses the Love is On the Air campaign including continuing it on next year as well as how successful the fundraising aspect of it was, and how many participants were new donors/supporters.

3.2.3. Community Advisory Board (CAB)- Rob Davidson

--No upcoming meeting scheduled.

--Karl, Jeannie, Lili were in attendance at last meeting as potential Board liaisons. Rob will follow up about this later.

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

Budget objectives

--The board asks questions regarding protocol; specifically, about who to bring suggestions about concerts to and listing attendees on future reports. There's also a brief discussion about the budget objectives being moved to the Executive Committee.

3.2.5. Document Review Committee- Rob Davidson

--The Committee has started working on the Employee Handbook.

--There is a discussion held about understanding the Document Review Committee's road map and how they decide which documents are being reviewed and revised/updated/amended next, etc. In regards to the Employee Handbook, there's a question raised about whether an HR review could be helpful. Rob points out that the Document Review Committee never makes any final

decisions but brings policies etc. to Board for a final review and vote. There's also a question of how to organize various formal documents for KZFR and a suggestion of keeping one policy manual with tabs separating the various different policies such as bylaws, employee handbook, etc.

--Next meeting will be held 4 April at 5:30pm on Zoom.

3.2.6. Strategic Plan Committee

--On 28 March at 5:30pm a meeting will be held at the KZFR studios for KZFR staff, the Board, and the Community Advisory Board (CAB).

3.2.7. News Committee

--Fran reports that the News Committee is still in an exploratory phase; no commitments.

--Next meeting will be held 17 April at 6pm on Zoom.

4. Matters for Discussion

4.1 BOD Officers and recruitment discussion

-Rob announces that he will be formally stepping down as President, but would be happy to continue with the Board as ex officio.

-There is a discussion about the possibility of bringing our underwriters into the recruitment process, how many new board members we'll be seeking out, the need for two programmers on the Board and any bylaws/stipulations regarding this, timelines for Board recruitment on-air outreach, our maximum number of people who can be on the Board, the formation of a nomination committee, reviewing each of our committee structures, content, and alignments with the strategic plan, etc.

-Lili expresses that she'd be willing to step up as a Board President. Rob says the Board will be working on finalizing the list of interested nominees to vote on hopefully by May or June.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: Community Advisory Board (CAB) guidelines will be an action item at April meeting. BOD Officers and recruitment will be continued as discussion item for April meeting.

5.2 Meeting Close/Thank You

Next meeting will be 11 April 2023 on Zoom.

Meeting minutes respectfully submitted by S. McCoy

