

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

Board Meeting Date: 12 March 2024

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

Commencement Time: 6:04 pm

Meeting Open-6:04 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 | Mark Gray* |
| Laura Lukes (VP) | Paul Blackwood | |
| Jeannie Trizzino (Sec.) | Kim Weir | |
| Michael McGinnis (Trea.) | Mary Tribbey | |

Absent: Michael Gregg

*programmer-elected

Staff:

Grant Parks, General Manager

Leah McKean, Volunteer Coordinator

Ray Laager, Underwriting Director (arrived late)

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. – Laura Lukes

Seconded- Mary Tribbey

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

1.3 Amend/Approve Previous Minutes

Discussion:

Jeannie points out that the February minutes need start and end times. Meeting started at 6 and ended approximately 7:35pm. Mary would like the minutes to reflect that the entire SPC Committee felt the 7 January meeting was very positive, not just her.

Action: Motion to approve February minutes as amended. -Jeannie Trizzino

Seconded- Julie Kennedy

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

1.4 Treasurer's Update

1.4.1. Review and Approve January 2024 Financials

Discussion:

--Grant reports that we are operating on a profit margin of \$53,873. This is a good turnaround from slow summer months (July, August, & September).

--Eric asks what is going on with the generator. Grant: This past Saturday morning, the generator successfully kicked on when power was out but the engine died. Grant will be now exchanging the generator and asking for our money back. He says we still have our old generator that we can use if need be. Jeff's Trucks is the only authorized Kohler dealer between Red Bluff and Yuba City. We did buy the generator from them. Grant is open to any suggestions of different brands. We use a 20 kilowatt with an automatic switch.

--Laura asks for confirmation that our net revenue was approx. 50 percent of what was budgeted for. Grant: some of the expenses that bring up this bottom line are the in-kind donations and trades. This has a lot to do with it. Grant explains what in-kind donations of service are and gives some examples. These bring up our non-federal funding sources at the end of each year.

--Laura expresses that she thinks that it is too dangerous to project for unknown grants. She also shares that she researched and found some free webinars to help non-profit Board members understand financial statements. She will share these with whoever would be interested. There is a free live one on 28 March so that people can join a Q&A session.

--Grant: we have a second payment from the CPB coming to us for \$30,000 and two more quarterly invoices to send to the North State Development Planning Collective for \$12,500 each.

--Eric asks about the gift cards. Grant says it is on our accountant's to-do list.

--Mary requests that a folder be created in the Board Google Drive folder that contains just the adopted budgets from every fiscal year. She volunteers to set this up herself.

Action: Motion to approve January 2024 Financials. - Jeannie Trizzino

Seconded- Michael McGinnis

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael Gregg

1.4.2. Status Update on End of Year (2023) Tax and Legal Documents.

Discussion:

--This item was not discussed.

1.5 Public Input/Correspondence

Discussion:

--No public input/correspondence was received.

1.6 Meeting Notices and Announcements

Community Advisory Board (CAB) TBD, offsite/zoom

Document Review Committee: 3/26/2024 via Zoom

Executive Committee: 4/2/2024 at station

Fundraising/Grant Writing Committee: 3/19/2024 in person

News Committee: 3/25/2024 in person

Program Committee (PC): 3/21/2024 via Zoom

Strategic Planning Committee: April meeting TBD in person

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

Pledge Drive Pep Rally- 3/20/2024, 5-7pm at station.

Pledge Drive- 4/3-4/12/2024- Pledge Goal- \$45,000- see email from Leah McKean for shift signups- Captains/early am/evening shifts needed.

BOD Event Cash Counts:

| Count Date | Event | Signed Up | Need |
|-------------------|----------------------|-------------------------------|--------|
| Fri, Mar 29, 2024 | The Rough and Tumble | Mary Tribbey/Michael McGinnis | Filled |
| Mon, Apr 15, 2024 | Debajito and Duniya | Mark Gray/Julie Kennedy | 2 |
| Fri, Apr 19, 2024 | Slocan Ramblers | Mary Tribbey/Laura Lukes | Filled |
| Mon, May 20, 2024 | Record Swap | Jeannie Trizzino/Mary Tribbey | Filled |

-Laura asks if Leah needs anything from the Board for the Pep Rally. Leah says just their presence. Mark asks what the attendance is like at our Pep Rally meetings. Leah- not as well-attended as the All Station meeting, especially when they occur closer together. Approx. 30-40 programmers.

-Eric asks if we have solidified any themes for the Pledge drive yet. Grant says we will be letting everyone know about this at the Pep Rally. He also asks what the funding will go toward. Grant: many things including a new on-air phone system, phone system for office, etc. Some of the things that the Programmers suggested are on our application for our Next Generation Warning System Grant.

2. Action Items

2.1 Employee Handbook- consideration and adoption

--Grant and the Executive Committee went back through the document and made some changes. They also met with People Rock HR to determine some of the language to be included in the Handbook.

--Julie asks about the medical expense stipend- is this yearly? Laura says they are still working on this with the projected budget for the fiscal year. This language was taken out.

--Laura motions to table this action item until the Board has had a chance to look at the final version. Michael McGinnis seconds. Results: 9 in favor, 0 opposed, 1 absent. This action item will be tabled until the next Board meeting.

2.2 Dividend Reinvestment- consideration and decision (see Investment Policy for guidance)

--Michael explains that our investment policy calls for us to have approx. 3 months of cash on hand. Currently, we have approx. 7 months' cash on hand, so he thinks we have plenty of money to operate smoothly. Eric asks how paying out for healthcare would affect this. Michael: we will still have 6-7 months' cash on hand.

--Grant: our two Certificates of Deposit with a value of \$250,000 each have both matured. Grant feels we should reinvest this money and open 3 more CDs- two at \$250,000 and a third one that includes interest earned on past maturity of approx. \$24,000 and the \$29,000 in our Members First savings account. Grant feels it is a better move to reinvest this money than to use it on a purchase or year-long expenditure. Adding more money to our CDS will make us more money. We will still be gaining income, just not cash income.

--Michael explains that approx. \$20,000 from the dividends was budgeted on last fiscal year's budget and it just has not shown up yet on this year's financial statements yet because we haven't yet made the decision to roll it over. This should be recorded as revenue and added to our cash accounts.

--Laura moves to approve the rollover of our current CDs plus a new CD with dividend from investment, plus funds in Member's First Savings account. Michael McGinnis seconds. Results: 10 in favor, 2 opposed, 1 absent. The rollover of our current CDs plus a new CD with dividend from investment plus funds in Member's First Savings account is approved.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--Laura asks if Grant and Mark met their goal/estimate of having 30 programmers trained on the new Board. Grant reports that they did get to 30.

--There is a discussion about the upcoming Chico Velo podcast episodes. Grant wants to see how the process will go. He says we will open this up to other organizations in town and ideally we will have a strategic podcast network format. He has added a line item to this year's fiscal budget for a project similar to this.

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.

--Leah: The early morning Pledge Drive phone shifts got changed to a three-hour shift.

--Jeannie asks Leah to confirm what the duties of a Pledge captain are- do they include going on air and pitching? It is not required but it helps. The Pledge captain is the liaison between the phone volunteers and the DJs on air. She explains some DJs are hesitant to have someone come on and pitch during their show.

--Eric asks if we will be giving away thank you gifts. Leah says that this is standard at every Pledge drive. We have had passes donated for about seven different music festivals so far. Passes are popular. If anyone has contacts for a festival, feel free to pass these to Leah. Ray: we have tickets for Wildflower and Chico Spring/Summer Jam as well.

3.2 Committee Reports

3.2.1. Executive Committee- Karl Ory

-The Committee met last week and reviewed the agenda for this Board meeting.

-Grant reports that he has interviews lined up for the Business Manager position starting this Thursday. The Board asks about the hiring process. Grant explains he will be doing the first round of interviews via Zoom, and then the next round will be in-person. There is not a Hiring Committee involved- Grant is not against it; there would just need to be a change to the job description.

--Karl: likely won't have a finalized budget until end of April/early May.

--Jeannie: looking at May to schedule Diversity training with Robert Jones. She will send out an email poll. This will be held in-person for both the Board and Staff.

--Laura reports that Steve Scarborough and Steve O'Bryan teamed up to research emergency broadcast procedures. Laura is a liaison. They looked at KVMR's procedures- it is above and beyond what we are ready to do. Laura will draft a response to Steve to be approved by the Executive Committee. Laura asks if there are any comments on this. Eric asks if Laura ever connected with Paul at PG&E so that we can be updated on outages. She has not. Mark points out that KVMR has a great resource in Yubanet and asks if we have something like this.

--There is a discussion about having a laminated piece of paper with all pertinent emergency information in the studio for DJs to reference and give that information to our listeners during times of emergency. Grant points out that this document does exist and that we have adapted our programming to emergency situations in the past such as creating the daily COVID and Camp Fire updates during these times and points out we have this ability without having to rely on a news department. Mark suggests that we include this emergency information with our daily programming log.

--Karl announces that due to health issues he will be stepping down as President at the end of the fiscal year. Michael will also be stepping down as Treasurer. Jeannie will be reaching the end of her term.

3.2.2. Program Committee (PC)- Grant Parks

--Submitted prior to meeting.

--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

--Submitted prior to meeting.

--Jeannie points out an error in Grant's report- in the first paragraph it should read "the scope of the grant did NOT match..."

3.2.5. Document Review Committee- Rob Davidson

--The Committee is continuing to work on the Bylaws. Laura encourages everyone to review these and let the Committee know of any suggestions. The Bylaws are on Google drive.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--The SPC is in the process of finalizing the draft Strategic Plan goals and objectives. Actions identified during the 7 January meeting were good but not complete; several actions important to the Programmers and Donors were left out.

--Committee will meet on 15 April to create a final list of the Focus Areas/Goals/Actions and Committee assignments. The Committee will also revise their timeline to reflect time needed by the Committees to work on the focus areas, provide training on the use of the Implementation Tool, and the writing of the draft Strategic Plan.

3.2.7. News Committee- Grant Parks

--Kim reports that the Committee came up with a proposal for a News director position: 25 hours per week at \$25 per hour. She asks Mary to join the next meeting to help them further solidify the job description. Kim informs the Board about Press Forward, a major non-profit effort to save local news. 22 non-profits have committed to a billion dollars over a five-year period to fund local news efforts. In order to participate in this funding, we would have to have a credible news program. She believes that KZFR should participate. She explains that they are interested mainly in legacy programs.

--Kim and the Board discuss the importance of local news and how a news department would look, exactly, how the Program Committee may or may not be involved, when to start

developing staff, taking on interns from Chico State, etc.- Kim says that they are working on a proposal to bring to the Board.

4. Matters for Discussion

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

-Jeannie will contact Robert Jones for dates in May and then poll BOD members.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: No action items at April meeting. No discussion items at April meeting.

5.2 Meeting Close/Thank You

Next meeting will be 9 April 2024 at 6:00 PM *via Zoom*.

Meeting minutes respectfully submitted by S. McCoy