

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

Board Meeting Date: 14 May 2024

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open-6:00 pm/Meeting Closed 8:23 pm

Present:

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

Karl Ory (Pres.)

Paul Blackwood

Eric Johnson

Laura Lukes (VP)

Kim Weir

Jeannie Trizzino (Sec.)

Mary Tribbey

Julie Kennedy

Mark Gray*

Absent: Michael McGinnis (Trea.)

*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: Michael McGinnis

1.3 Amend/Approve Previous Minutes

Discussion:

Mary points out that the SPC meeting date was listed as the 15th but was held on the 13th. Laura suggests emailing Shirley directly with small corrections to meeting minutes.

Action: Motion to approve April minutes as amended. –Julie Kennedy

Seconded- Jeannie Trizzino

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael McGinnis

1.4 Treasurer's Update

1.4.1. Review and Approve March 2024 Financials

Discussion:

--No discussion.

Action: Motion to approve March 2024 Financials. – Laura Lukes

Seconded- Paul Blackwood

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Michael McGinnis

1.4.2. Status Update on End of Year (2023) Tax and Legal Documents. (Planned completion- 5/15/2024)

Discussion:

--Jeannie asks if the station incurs any kind of penalties for late submissions. Grant: only if submitted after the 15th. We have filed before this deadline.

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: 5/28/2024 via Zoom

Executive Committee: 6/4/2024 via Zoom

Fundraising/Grant Writing Committee: 5/21/2024 in person

News Committee: 5/20/2024 in person

Program Committee (PC): 5/16/2024 via Zoom

Strategic Planning Committee: TBD in person

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

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

Michael Gregg stepped down from the Board due to family commitments. We thank him for his service.

BOD Event Cash Counts:

Count Date	Event	Signed Up	Need
Mon, May 20, 2024	Record Swap	Jeannie Trizzino/Mary Tribbey	Filled
Mon, July 01, 2024	Alice Di Micele	Laura Lukes/Julie Kennedy	Filled
Wed, July 31, 2024	Paul Thorn		2 people
Mon, Sep 16, 2024	Touch of Chico		2 people

-Grant: if anyone is taking a similar harassment training at their place of employment or in another volunteer position, they can send their certificate to Grant and it will be equivalent to our required training.

-Eric asks how many Board members we currently have and if we are soliciting for additional Board members. Karl: 10. We are recruiting. There are at least 3 vacancies forthcoming. This topic is discussed further later on. Grant: we run an on-air promo and social media outreach as well as email news blasts. Executive Committee generates the Google form application that goes on our website. Karl encourages Board members to think about any good fits to recruit. Eric asks if there's any kind of special skills/experience to look for in potential candidates. Jeannie says it has been difficult in the past. Mark asks about programmers on the Board- how many do we like to have? Karl: we are required to have 2 programmers.

-Laura points out that cash count sign-ups are available on the Google drive.

2. Action Items- NONE

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--Julie asks about the difference between a pledge and a gift. Grant explains that a gift is when donor makes a financial gift (cash or check, paypal, etc.) and a pledge is a promise to make a donation.

--Jeannie asks how popular festival tickets were during this Pledge drive. Grant: we had more passes than usual but less were requested. Not as popular as in the past. Leah agrees the passes were not as popular this time around.

--Paul asks how things have been going with the new Business Manager. Grant: it is going well. There is a learning curve. She is doing 20-24 hours in the office per week so far.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--There was a brief discussion about the festival industry and how popular tickets for local events were during the Pledge drive.

3.1.3 Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting.

--Laura compliments Leah on the relationships with local and regional non-profits. Leah: makes for great connections on-air and social media. Eric notes that all of the non-profit volunteers he worked with during his captain shift were very enthusiastic. Julie comments that the programmers who interviewed the non-profits did an excellent job.

--Jeannie recommends a Facebook group called Thriving Non-Profit that could be a good resource for us. She also recommends that Leah may want to drop Twitter. Leah: other radio stations have dropped it.

--Jeannie asks if we have enough RBS-trained staff. Leah: we currently have approx. 25 RBS-certified volunteers including our staff and board members. We have cut back on the number of events, and this has helped with burn-out.

3.2 Committee Reports

3.2.1. Executive Committee- Karl Ory

-The Committee met on 23 April and 7 May. 7 May was the regularly scheduled meeting. They met as a finance committee and drafted a budget. They met as a HR Committee for the annual/bi-annual General Manager's performance review.

-The Committee also discussed Board member recruitment for at least 3 members; 1 being a programmer. They worked with Grant to get the recruitment started, particularly for the programmer vacancy.

-The draft budget will be discussed later on in this meeting. Next meeting the budget will be finalized. This meeting will be held in-person and will also focus on re-electing Board members, electing new Board members, and electing officers.

3.2.2. Program Committee (PC)- Grant Parks

--Submitted prior to meeting.

--Eric asks if it is challenging to recruit new programmers. Grant: it is challenging to get people through the process. Approx. 10% of people who attend a new programmer orientation get certified and end up on the air. Julie comments that changing up the order of this process, as is being discussed, would allow us to go after what our listeners are predominately missing. Grant: at May meeting, they will be reviewing Listener survey results from 2021 to see what the consensus is on this and start recruiting for this.

--Mary asks if it is appropriate to add being able to pronounce Underwriter's names accurately to Programmer training. Grant says this can definitely be considered.

3.2.3. Community Advisory Board (CAB)- Karl Ory

--The Community Advisory Board (CAB) did not meet.

--Karl reports that they will be sending the CAB our Board meeting agenda packet with updates about the upcoming annual meeting and about the diversity training this week. They will also encourage them to schedule a meeting with the Board within the next 60 days if possible.

--At the next CAB meeting, the newer guidelines will be reviewed. The Board will also work with them to get on a regular schedule.

--Eric asks what the time commitment is for the CAB. Karl: ideally a quarterly meeting. Grant: CPB requires them to meet at least once a year.

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

--Submitted prior to meeting.

--Jeannie asks about what CAP stands for and for a further explanation of what it means. Grant: Coverage area protocol. When an EAS goes off, when it hits all the different EAS receivers, there's an encoded message that is able to be confirmed and relayed through the system- this is what CAP compliance is. New enough equipment where the encoding can be read as you receive and transmit EAS messages.

--Jeannie asks if the interest on our CDS counts towards our non-federal funding. Grant reports that it does not.

--Mary reports that the Committee will be meeting with Patrick Newell at CSU Chico. He will be giving us access to Chico State's grants database to look for funders who would support what KZFR is doing.

3.2.5. Document Review Committee- Grant Parks

--The Committee is continuing to work on the Bylaws, line by line.

--Next meeting is scheduled for 28 May.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--The SPC Committee has had two meetings since our last Board meeting. Both of these meetings focused on the focus areas, the goals, and the objectives. They are at the final draft stage. Each of these focus areas, goals, and objectives have been assigned to specific committees. They hope to get these to each of the Committees at their May meetings and then hope for feedback at the June meetings. They will then start work on the final draft.

3.2.7. News Committee- Kim Weir

--Kim reports that the Program Committee is well-aware that the News Committee is working on a proposal- they are ready anytime the Committee is. All the News Committee agendas and minutes are now available in the folder in the Google drive.

--Kim goes over a few key points that they discussed with Mary at their last meeting as far as the purpose of the news program. They want to fulfill the mission of KZFR by informing and engaging the station's community with a local news program and become a trusted source. They would prioritize Chico area news first, then Butte County, then KZFR's listening area and always be guided by what listeners want us to cover- there will be immediate feedback once news can get rolling. Factual and straightforward news. Eventually hope for a news director and a news producer.

--Eric asks if there's been a discussion of any kind of a timeline. Kim: they have a tentative timeline. Initial newscast in the fall. He also asks if there's been discussion regarding using Chico State students for interns. Kim: Grant has already started an internship with a Butte College student. We could reach out to Chico State, but there will likely be a lot of work just to get a news director oriented.

4. Matters for Discussion

4.1 Preliminary Budget- FY 2024-25

-Questions/discussion about payroll and associated line items to be discussed in closed session.

-Eric asks what kind of approach was taken with this budget- lean, fat, middle-of-the road, etc. Grant: everything is based on past expenses and our track records. Income has been adjusted for the trends we've been receiving. Very realistic approach. Eric expresses that he wants to ask the Board about how much of a balanced budget we should have and if there should be something in the budget for incidentals. Karl points out that they are projecting approx. \$75,000 carry over funds this year. We have a balanced budget based on projected revenue, 3 CDs with several hundreds of thousands of dollars that is not being touched, and cash at the bank. How to allocate these funds for next year's budget is a main decision point, for Karl.

-Mary asks if there's a formula that public radio stations generally follow with their budgeting. Grant: not aware of general percentages, but most community radio stations spend the majority of their funding on staffing and personnel. Mary also asks if the reports can be sent as Excel sheets. Grant points out that there is a Google form version.

-Mary asks several specific questions about the budget: what is 4040 Donations: Other. Grant: includes all monthly and miscellaneous donations. 4045 Donations: Vehicle- are they different from donations? Grant: they can be counted toward donations, but it is normal that tax documents want to know if we have a car donation program and how much we make from it, so having its own category makes it easier for these reporting purposes.

-Mary: Under grants total 4070, under this is 4090. 4090 does not show an amount. Grant: this is a formatting error. These should be under total ordinary income. Mary asks if there can be a total shown for each category. Grant says this should be easy to accomplish.

-Mary: a fundraising expense that shows up under total dues and subscriptions- is there any detail for this? It doesn't have any dollar amounts for previous years. Grant: this has to do with moving from QB Desktop to QB Online. This was listed under 4030.2 in previous years. Mary: under promotion and marketing, there is no amount listed. Grant: budgeted \$15,000 for advertising- he will look into this. Laura points out that this \$15,000 shows up as second line item under expenses. She asks if these are two separate categories with two separate types of expenses. Grant: some of this is making up for trades in the past with Lamar, Chico News and Review, etc. Grant says it is worth a discussion to decide what the difference is between advertising and promotion and marketing. Laura further questions if we need to add a figure into the promotion and marketing line item. Grant thinks that this amount is sufficient.

-Mary asks why the transmitter expenses would not go under broadcast expenses. Grant: it's a way to delineate when these broadcast expenses occur at the studio vs. up at the transmitter site. It's all still part of our broadcasting.

-Eric again points out whether or not we should have a reserve for unexpected expenses and how much of this should make up the base budget. Karl points out that we have approx. \$554,000 in our CDs that is totally accessible to us and \$75,000 carried over from last year. Do we want to spend that money this year? Karl feels that approx. \$50,000 should be invested in new programs, new staff, etc. Eric asks how much it will take to get a news program going- would \$50,000 be sufficient? Kim: yes; this would be an annual figure. They might spend about 3 quarters of this. Kim says they can also apply for grants. Possibilities for growing that wouldn't cut into the general budget. She reminds everyone about the Press Forward project. If KZFR partners with them, the news director could be a fully-funded position. This can be discussed further at the next Board meeting.

-Grant shares that there is a tab on the bottom of the Google sheet version of the budget called "Large Expense Items for Consideration". He's been taking ideas down throughout the year. He does not feel that we will have the money to spend on most of these items.

-Paul asks about our net income- it has been significantly higher in past years. He wonders why this is. Grant: 2020-2021 actual- there was a large CPB grant that made up a large chunk of the total revenue and net income. There were PPP and SBA loans during the pandemic that gave us a lot of money upfront that are no longer in existence.

4.2 Diversity, Equity, and Inclusion Workshop for KZFR Board and Staff, presented by Robert Jones- TBD in June 2024.

-Jeannie announces that the workshop will be held on 26 June at the station at 5:30 pm.

5. Closed Session

5.1 Personnel Matters

-The Board had a discussion regarding Grant's performance review and other personnel items from the budget. No action was taken.

6. Meeting Finalization

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

6.2 Meeting Close/Thank You

Next meeting will be 11 June 2024 at 6:00 PM *in person*.

Meeting minutes respectfully submitted by S. McCoy