

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

Board Meeting Date: 12 November 2024

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open-6:00 pm/Meeting Closed 7:36 pm

Present:

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

| | | |
|------------------------|----------------------------------|----------------|
| Laura Lukes (Pres.) | Mark Gray* (arrived late) | Shelby Hebert* |
| Karl Ory (VP) | Emmanuelle Sainte (arrived late) | Josh Indar* |
| Mary Tribbey (Sec.) | David Fuhs* | |
| Paul Blackwood (Trea.) | Julie Kennedy | |

Absent: Eric Johnson

*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- David Fuhs

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Eric Johnson, Mark Gray, Emmanuelle Sainte

1.3 Amend/Approve Previous Minutes

1.3.1. October 2024 Minutes

Discussion:

No discussion.

Action: Motion to approve October 2024 minutes. - Julie Kennedy

Seconded- Paul Blackwood

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Eric Johnson, Mark Gray, Emmanuelle Sainte

1.4 Treasurer's Update

1.4.1. Review and Approve September 2024 Financials

Discussion:

--Laura explains that there are now 3 financial reports to review monthly. May decide to add more quarterly as needed.

--Mary expresses that she'd like to see a budget vs. actual up to the end of the same reporting period as the other reports (ex. Budget to actual on last day in November). Paul will have to see if QuickBooks has this ability.

Action: Motion to approve September 2024 Financials. - Shelby Hebert

Seconded- Julie Kennedy

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Eric Johnson

1.5 Public Input/Correspondence

Discussion:

--Grant reports that a few listeners expressed that the content that they heard on one of our pledge drive programs was unprofessional. This will be forwarded to the Program Committee for discussion. A donor also reached out with concerns that their bank showed a recurring payment for their one-time donation during Pledge drive. Another donor made a similar comment. Grant looked into this: everything on stripe and little green light has confirmed these are one-time payments. Little Green Light has said that this is something on Stripe's end that for some reason tells the banks these are recurring payments even though they are not.

--Laura asks if there was anything different about how these two transactions were entered since there were several other Stripe donations without this issue. Grant says that there was nothing significantly different or unique about these donations. He was able to refer to these to LGL and nothing out of the ordinary happened with the coding.

--Paul asks for more detail about the unprofessional content. Grant: the host was pushing his personal products and telling personal narratives rather than playing music.

1.6 Meeting Notices and Announcements

Community Advisory Board (CAB): 11/16/2024 in person

Document Review Committee: 11/19/2024 via Zoom

Executive Committee: 12/03/2024 in person

Fundraising/Grant Writing Committee: 11/19/2024 in person

News Committee: 11/25/2024 in person

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

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

Station Open House 11/16/24

BOD Event Cash Counts: (signups shown as of Monday, November 4, 2024)

| Count Date | Event | Signed Up | Need |
|-------------------|---------------------------------|--------------|----------|
| Fri, Nov 22, 2024 | Ric Jam & the Island Federation | Mary Tribbey | 1 person |

2. Action Items

2.1 BOD Term of Office Limits

--Karl: from last month’s discussion he gathered that there are three options as presented in his proposal. Currently, we have a two-year term (no change) and a limit of 3 terms or 6 years. Most Board members seemed comfortable with increasing the maximum terms. He proposes 8 years, 10 years, or no limits.

--Josh: consecutive term- does this mean that a member could come back to the Board after taking a year off. Karl: regardless of his proposal, with our current status, with a limit of three terms, you can take a year off and then be reelected.

--Julie asks for someone to explain the case for limiting the number of terms served. Josh explains that having a charismatic and effective person on the Board who is able to serve for 10 years could change the direction of the station and that person can accumulate power. This could be a good thing but it could also be not so good. Institutional knowledge is important.

--David: in all cases, you still need to be elected. Given this, he could see removing restrictions on term limits- if we have a problematic member, we don’t give them a vote. Emmanuelle agrees with this.

--Shelby is not optimistic that we will always have new Board members. Having term limits can help mitigate the risk of a concentration of power. She isn’t sure this is too much of a risk with the way our Board is structured with so many different committees with lots of work to do. She shares that she isn’t very confident in the safeguard of voting a member out. Karl points out that our Bylaws do call for ballots and that we should follow these and have anonymous ballots. Shelby agrees that having some anonymity would help keep this process intact.

--Ray suggests having a group of non-voting advisory Board members. Karl points out that we do have this in place with Rob and Jeannie having ex-officio positions.

--Karl motions to approve a 5 term limit (10 years). Paul seconds. Results: 8 in favor, 2 opposed, 1 absent. The Board term limit is extended to 5 terms.

--Laura explains that this recommendation will go to the Document Review Committee so that this portion of the Bylaws will reflect the changes. Karl expresses that he doesn’t want to wait for a complete revision of the Bylaws. Laura: this language will be inserted into this portion of the Bylaws per this meeting.

2.2 CAB Application from Anna Meehan

--Mary moves to approve Anna’s application to the CAB. Mark seconds. Results: 10 in favor, 0 opposed, 1 absent. Anna’s application is approved.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report- Grant Parks

--Submitted prior to meeting.

-- Laura asks how long the Orion news pieces currently are. Grant: these are 3-4 minutes long. They are considering turning this into a 30-minute long segment. There are a few comments complimenting this new segment.

--Shelby asks for clarification about the difference between gifts and pledges. She asks if there's a way to quantify the donations we received from our Meta advertising on social media. It seems like it was worth it based on our reach. She appreciated the daily emails during Pledge drive. She feels the daily emails helped push the urgency of the need. Grant: a gift is when someone makes a donation (cash, card, Stripe, PayPal etc.) A pledge would be an invoice- a promise to fulfill on a payment. He says there's been a lot of conversations in the previous fiscal year about no longer using billboards etc. and using digital advertising instead. He also says that he does need to get a better idea of how the Meta Ad Center reports the data.

--Laura asks about how many remote broadcasting units he is looking into purchasing. Grant: there are two that are already compatible with our existing hardware at the station. It would eliminate the need to purchase extra parts.

--Emmanuelle suggests that we try to reach people on seven different social media sites.

--Josh asks if the Orion will be helping to promote us on their newspaper/in their social media and asks about any issues with continuity during Summer breaks, etc. Grant: they will be including our logo on their weekly newsletters, QR codes, etc. They will also be having KCSC student radio station play this in their rotation- the audio mentions that it is produced by KZFR. Christian and Grant will talk to the editor about what to do during breaks etc. They briefly discussed having them produce audio segments during the summer that won't be published by the Orion but are Orion sanctioned.

--Josh comments that there could be a bit more guidance regarding DJs who contribute their own thank you gifts during pledge drive. He also feels the protocol for gift fulfillment could be improved. Grant says the Fundraising Committee can discuss this at their pledge drive wrap-up meeting.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--Emmanuelle asks if there's any underwriting opportunities for small business/social entrepreneurs. Ray says to give his information to them and he'll reach out to them. She asks if there is a base budget. Ray says that we can work with any budget.

--Ray points out that when businesses put up our stickers, that's when they get positive feedback. Ray challenges Board members to get a handful of stickers and start putting them around town.

3.1.3 Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting.

--Leah reports that we had a record number of non-profits this time- 32. She encourages feedback regarding which volunteers may have been struggling and who may have been doing a great job, as well.

--Shelby would like to have a conversation regarding how to make the pledge drives more sustainable and less of a strain. She also offers more support from the Board if it is needed.

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

--Submitted prior to meeting.

--No discussion or questions were raised.

3.2.3. Community Advisory Board (CAB)- Laura Lukes

--They are working on ways to recruit more members. Next meeting is scheduled for 16 November to work on their Strategic Plan tasks. The meeting will be held during the Open House.

--Laura reports that we have met our mandate of at least 1 meeting per year, but they would like this to be a vibrant, contributing committee.

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

--Submitted prior to meeting.

--Grant reports that Mary was present at the last meeting to go over the Strategic Plan.

--Grant gives an update on the Power of 100 Women presentation: KZFR, Safe Space, and North Valley Catholic Children's Services were present. We proposed funding for a mobile recording studio at the Boy's and Girl's club so that the students could record their programs there. Presentation went well even though we did not win the top prize. A few people did write some checks for us. Since we did not receive funding, we will not be able to pursue this project without further budget forecasting for the next fiscal year. It would cost us approx. \$11,000.

3.2.5. Document Review Committee- Grant Parks

--No report was submitted.

--No discussion or questions were raised.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--Mary reports that the Committee is not meeting presently. She suggests taking this off of the agenda.

--No discussion or questions were raised.

3.2.7. News Advisory Committee- David Fuhs

--No report was submitted.

--Next meeting is scheduled for 18 November. They will be focusing on the Strategic Planning tasks.

--They discussed the Orion news segment and decided it would be beneficial and discussed eventually incorporating it into a show. Grant sent a preview of the Just Fund application. David suggests a few edits and Mary suggested a lot of edits. Application period begins 13 November.

--They discussed having news and public affairs programs attend an upcoming meeting to discuss using edited content from their programs in the news program once it is on air. This would be 16 December.

--Karl asks for a summary of what exactly we are seeking funding for with the Press Forward grant. Grant: funding for personnel and related equipment to do a news broadcast. We do not know what the actual application from Press Forward looks like yet. Grant has attended some webinars with Press Forward and learned that they are willing to fund a start-up news department.

4. Strategic Plan Updates

-Laura asks if it would be helpful to have Committee heads send their upcoming meeting dates related to Strategic Planning to Mary. Mary said that this would be very useful.

4.1 Executive Committee

--Executive Committee needs to set a date for a meeting.

4.2 Program Committee (PC)

--Program Committee needs to set a date for a meeting.

4.3 Community Advisory Board

--CAB will be meeting on 16 November.

4.4 Fundraising Committee

--Fundraising Committee has already had a meeting. Mary feels it went well.

4.5 News Advisory Committee

--News Advisory Committee will be meeting on 18 November.

4.6 Technology Advisory Committee

--TAC will be meeting on 5 December.

5. Matters for Discussion-NONE

6. Meeting Finalization

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

5.2 Meeting Close/Thank You

Next meeting will be 10 December 2024 at 6:00 PM *in person*.

Meeting minutes respectfully submitted by S. McCoy