

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

Board Meeting Date: 10 September 2024

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

Commencement Time: 6:00 pm

Meeting Open-6:00 pm/Meeting Closed 7:30 pm

Present:

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

Laura Lukes (Pres.) Emmanuelle Sainte (arrived late)

Mary Tribbey (Sec.) David Fuhs*

Paul Blackwood (Trea.) Josh Indar*

Mark Gray*

Absent: Karl Ory (VP), Shelby Hebert*, Julie Kennedy, Eric Johnson

*programmer-elected

Staff:

Grant Parks, General Manager

Ray Laager, Underwriting Director

Shirley McCoy, Office Manager

Guests:

Jeannie Trizzino, Ex Officio Board Member

Rob Davidson, Ex Officio Board Member

1. Meeting Opening

1.1 Call to Order/ Begin Recording/Welcome/Attendance

1.2 Amend/Approve Agenda

Discussion:

Laura proposes amending the agenda to remove 4.1 BOD Term of Office Limits and discuss it at our next Board meeting.

Action: Motion to approve agenda as amended. - Mary Tribbey

Seconded- Paul Blackwood

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Karl Ory, Shelby Hebert, Julie Kennedy, Emmanuelle Sainte, Eric Johnson

1.3 Amend/Approve Previous Minutes

1.3.1. August 2024 Minutes

Discussion:

No discussion.

Action: Motion to approve August 2024 minutes. –David Fuhs

Seconded- Mark Gray

No formal vote to approve August 2024 minutes was taken. Unanimously unofficially approved.

1.4 Treasurer's Update

1.4.1. Review and Approve July 2024 Financials

Discussion:

--Laura explains that the financial reports come to the Executive Committee the week before the Board meeting for review.

--Paul: trend overall is going in the direction we want to see. Final net revenue is a bit better than last month. Things of note: big changes on money coming into the station is underwriting and fundraising. Employee retention credit- this significantly reduces our gross profit of this year to date vs last year's year to date. Grants are looking very strong.

No formal vote to approve tabling approval of July Financials until next meeting was taken. Unanimously unofficially approved.

1.5 Public Input/Correspondence

1.5.1. Alicia Trider Update

Discussion:

--No public input/correspondence was received.

--Laura reports that she is the only one from the station taking Alicia’s class. Their first meeting was Friday. She will report back in after the 15 weeks. It is a free class.

1.6 Meeting Notices and Announcements

Community Advisory Board (CAB): 10/22/2024 via Zoom

Document Review Committee: 9/24/2024 via Zoom

Executive Committee: 10/1/2024 in person

Fundraising/Grant Writing Committee: 9/17/2024 in person

News Committee: 9/23/2024 in person

Program Committee (PC): 9/19/2024 in person

Strategic Planning Committee: 9/9/2024 in person

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

Financial Statements “Deep Dive” 10/16/2024 in person

BOD Event Cash Counts: (signups shown as of Wednesday, September 4, 2024)

Count Date	Event	Signed Up	Need
Mon, Sep 16, 2024	Touch of Chico	David Fuhs	
Fri, Nov 22, 2024	Earthkry	Mary Tribbey	

--Laura: Grant and Paul will be doing a deep dive into our financial statements. Starts at 4:30.

Paul: an hour of actual content and discussion for last 30 minutes. Mary: would they like questions ahead of time? This would be a good idea, Paul says. Laura will send out email announcements.

--David Fuhs volunteers to do the cash count on 16 September.

--Laura announces that Kim Weir has resigned from the Board and the News Committee due to a conflict of interest with what she’s pursuing professionally.

2. Action Items

2.1 Draft 2024-2029 Strategic Plan Review and Approval

--Rob: process started in January 2023. Upon Board approval, the Strategic Plan will be implemented and launched. Received valuable feedback at the All Station meeting.

Implementation plan: assuming the Plan gets approved, the SPC will be asking the Executive Committee and interested Board members to step forward as co-coordinators for each of the 5

focus areas. For each of the major focus areas, they want an Exec Committee and Board member to act as co-coordinators. Within each focus area, various committees will be tasked with activities. They will need help working through the goals and desired outcomes. They also have proposed sequences. Executive and Board members will meet and will have a joint responsibility to figure out what the first step is. The SPC will ask these co-coordinators to help their committees study their focus area and understand what it is about, review the action items, and review the proposed sequence, and then start setting goals (deadlines and timelines). SPC members will be checking in with the Board around December via email. Possibly in February for a more formal in-person check in.

--Josh: will certain focus areas and sequences be assigned to different committees? Mary: this is all spelled out already and each of these steps has gone to each of the committees already for their input. They can make changes based on input from the committees.

--Laura: it might be helpful if they lined up which Committees will be handling which focus areas. Mary: we do already have that document.

--Josh motions to approve the draft 2024-2029 Strategic Plan. Mark seconds. Results: 6 in favor, 0 opposed, 5 absent. The draft 2024-2029 Strategic Plan is approved.

--Rob suggests that this would be a good document to send out with our thank you letters to donor.

2.2 News Committee Chair

--The Executive Committee recommends that the new chair of the Committee be David.

--Mary moves to appoint David Fuhs as the News Committee Chair. Paul seconds. Results: 6 in favor, 0 opposed, 5 absent. David will serve as the News Committee Chair.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report- Grant Parks

--Submitted prior to meeting.

--Jeannie: are the Logiic invoices in question included in our financial reports? Grant says that these are withheld from the financial reports.

--Laura: will Haasee Electric be checking our generator on a schedule or is this on an as-needed basis? Grant: we can make it recurring (monthly, quarterly, etc.) If it's an emergency, there would be a lot of extra rates. It would be best to be on a maintenance schedule before we go into the winter and before we go into the summer. Grant approved a quote from them and is waiting for them to come to the transmitter site.

--Mary asks what FCC Form 395b is. Grant explains that it is an employee statistics form. Original due date was 1 September. It was put in the mail on 7 September. Grant received an email saying the deadline is being extended.

--Mary asks if we no longer have Earthkry booked. Grant: we will have a different reggae band, Rick Jam and the Island Federation with locals Triple Tree opening.

--Jeannie asks what our level of revenue and level of effort/time is for the CERF/California Jobs First initiative. Grant: at the most, approx. 10 hours a month when he was attending subcommittee meetings. Now, approx. 4-6 hours. Other employees have a small hourly allotment per month to dedicate towards this. Grant did get confirmation that we have been written into the catalyst funding for this. Beginning 1 October, we can expect a yearlong cycle of \$50,000 paid in quarterly installments. This shows up in our grants in kind on our financial reports. Jeannie asks if we are planning on attending the GRRC (Grassroots Radio conference). Grant said that we are not, but he or may Leah may attend it virtually. Jeannie also asks if there's a cost for us for the workplace violence prevention training. Paul and Grant are finishing up the document for this and then will begin the trainings, which will probably be done by Grant. Time will be the cost.

--Grant announces that earlier that day, he and two of the members of the Boys and Girls Club Youth Broadcasting Camp were interviewed for a piece that will be aired on Jefferson Public Radio. They will be sharing the link with us once it's been broadcasted and we will cycle this in our newsletter, social media, etc.

--Grant reports that on Friday, he got notification that the generator was on. He called PG&E to confirm that there was NOT a power outage. He then called Bunch Electric. They went to the transmitter site to look at the wiring of the actual electrical panel coming from PG&E into our building. When the generator automatically kicks on, the power comes on from PG&E. It is supposed to automatically kick back off and transfer to utility power. This hasn't been happening. They replaced 2 50-amp and 2 70-amp breakers on Friday and everything went back to normal. Bunch let Grant know that serious work was needed on the wiring. This was needing to be done very soon. On Monday afternoon, Grant received notification that the generator was on again. There's a leak in our propane tank- last time Tri Flame went up, they agreed to fill it only a little bit in case of emergency so that it could drain. They could then replace the valve and refill the tank. Grant met Bunch Electric at the transmitter site to do an emergency replacement of the sub-panel. Bunch redid all of the wiring. They were able to have power successfully be sent back to the site from PG&E. Everything is working how it should be now. Some of the issues with the generator not working did have to do with the electrical panel which is outside of Jeff's Trucks fault. Having the generator start is within Jeff's Trucks fault. Haase will be coming to do an overview of Jeff's Trucks install. Bunch Electric has already fixed some things that Jeff's Trucks did erroneously. Tri Flame will be coming to the site Friday to empty the last 2% from our tank and fix the valve and refill it. We rent this tank from Tri Flame. David expresses that the state of the generator is the most concerning issue. Grant says that the Fundraising Committee has talked about whether or not to have someone serve as a contractor for the

transmitter site. It could be on an in-kind level. When Jeff's Truck installed the new generator, that was a clear marker in time when things started to go wrong. David asks if we will be able to get a clear list of things to be done. Grant: in addition to what we've already had done, Bunch Electric has some suggestions and we will probably get more from Haase Electric. Grant will bring it to the Fundraising Committee whether or not maintenance and repair of the transmitter site should be an item for Pledge Drive. With the errors that have occurred, they are audible over the air so it's a very tangible thing and Grant feels people will gravitate towards this. Josh shares that he isn't sure that our average listener will know the difference between this and other technical asks we've pitched for before. Grant: this is a possibility but this is when it's up to the staff and the DJs to convey what the exact differences are. Not a lot has gotten replaced in the last 15-20 years. Mark asks if we share the transmitter building with others and if there are any agreements as far as who pays for what, etc. Grant explains that we share the building with Results Radio and another station. We rent the building. The landlord is in Southern California somewhere and prefers to be very hands-off. KZFR has its own electrical box. We pay for the A/C in the building. Grant is not sure how Results Radio would respond to our asking for help with some of these costs. Mark asks if Grant has any contact with the site owner. Grant says it is rarely. Jeannie says that if the owner is elderly, it would behoove us to find a copy of the rental agreement and run it past counsel- we may be able to have it willed to us when she passes. She also suggests having counsel look over our agreement with Jeff's Trucks so that we can be prepared to recoup some of these costs.

--State of the station is tabled until October meeting.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--Ray reports that we've had a slow summer. Chico Performances is spending a lot of money. Ray submitted a press release for our Youth Radio Camp and got an immediate response from KRCR TV. Mary asks if the Youth Radio Camp has produced anything as of yet. Grant explains that they've submitted program applications that will be reviewed at the next Program Committee meeting.

--Laura mentions that she is looking for other ways to publicize the committees that we are actively recruiting for. She noticed that Ray has 55 media sources and asks if any of these would be appropriate for us to advertise to. Ray says not really. He suggests that we could do some more on-air promos etc.

3.1.3 Volunteer Coordinator Report- Leah McKean

--No report was submitted.

--No discussion or questions were raised.

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.

--David expresses that there is a heavy agenda for the next meeting and that attendance at meetings hasn't been great. Laura: Kim did mention wanting to continue working with KZFR and thought that the Program Committee could be a good fit. Grant sent her an application.

--On 4 October, there will be no more Devastation Sounds. 5 to 6pm is supposed to be a public affairs show but we don't have anything. Grant reports that there are several program applications to review, but he isn't sure that any of these applicants are ready to take on this extremely prime time spot. Grant is interested so he will be putting his application in. In the weeks and months leading up to Sanjay announcing his retirement, no one has expressed much interest. This is even amongst the existing reggae programmers. Grant said it is ultimately up to the Program Committee what will go into this slot and it is dependent on the applications that are received and how we want the station to sound on a Friday. David expresses that we should put an experienced programmer into the spot. Jeannie suggests we can play some old Sanjay programs. At this point, Grant asks people to hold further comment for the Program Committee.

--Laura asks if our Bylaws specify a minimum number of Programmer Committee members. Grant: two programmers. She asks if there is a precedent for Grant, as General Manager, to assign programmers to a program in lack of an acting programmer. Grant says that there is. Laura reports that our Bylaws say that the Program Committee should have 5-9 members.

--Mark suggests that we could reach out to people who have been with the station previously to recruit for our Program Committee. He says he will reach out to a few former DJs that he knows.

3.2.3. Community Advisory Board (CAB)- Laura Lukes

--Next meeting is scheduled for 22 October via Zoom. Mark is the Board liaison.

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

--Submitted prior to meeting.

--Mary: in terms of data being pulled from LGL, they need to see the amount of money each donor is donating. She expresses that she'd rather not see averaged donations- she feels it's much easier to track granular data.

--Jeannie asks what kind of goal we've been thinking about for Pledge drive and if Grant thinks Pledge drive will be compromised at all due to losing Sanjay. Grant: a lot of people donate because they liked Sanjay/the personality. Ideally, monies that were going to go to Sanjay will

go to other programs. For these reasons, he does not see a reason to increase our goal for this Pledge Drive.

3.2.5. Document Review Committee- Grant Parks

--The Committee is continuing to work on the Bylaws.

--Any changes have to be approved by the BOD. Once they've gone through every article, they will make suggested changes to bring to the BOD.

3.2.6. Strategic Plan Committee- Rob Davidson/Mary Tribbey

--This was reviewed earlier.

3.2.7. News Advisory Committee- David Fuhs

--David reports that Press Forward is not open for funding currently but will be soon. They have a precursory common application through Just Fund. David asks if we have already completed this for any other reasons. Grant says that we have not. David asks who is in charge of doing this. We need to get this done so that it is in place when the applications open. He says that this application also makes us visible to other organizations who may want to give us funding. Grant says that David is welcome to act as the liaison for this- he can bring it to the Fundraising Committee and they will write it.

--David shares the eligibility requirements for funding through Press Forward. He points out that on the last round of funding, they were not funding start-up News Departments at all so we would not have qualified. From a loose perspective, some of our public affairs programmers are already reporting news, but they may not have the same perspective. "Only for local news groups that provide original reporting to underserved communities". He understands underserved as rural communities which would be our community.

--David shares that Julie sent a link to a Pacifica video re: News departments.

4. Matters for Discussion

4.1 Review Diversity Statement

-Laura: this is a bi-annual requirement. CPB has recently changed their language, but it is the same requirement with a different name- "Community representation statement". Grant reports that we reviewed our statement last year. He explains that we can review our diversity statement, use the new name, and when we all approve of what's in the statement, we will do this again in 2026, 2028, 2030, etc.

-Laura: they will take this back to the Executive Committee and bring a recommendation to the BOD at our October meeting.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: Review Diversity statement will be an action item at October meeting. BOD Term of Office Limits will be a discussion item at October meeting.

5.2 Meeting Close/Thank You

Next meeting will be 8 October 2024 at 6:00 PM *via Zoom*.

Meeting minutes respectfully submitted by S. McCoy