

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

Board Meeting Date: July 13, 2021
 Location: Virtual Meeting
 Commencement Time: 6:00 pm

Estimated Time

<p>1. Meeting Opening - 6:02 pm / Meeting Close - 7:20 pm</p> <p>1.1 Call to Order/Begin Recording/Welcome/Attendance</p> <p>Present: Bobbi Tryon Courtney Farrell (VP) Dan Joseph Eliane Silva (Lili) Elizabeth Daniels (Liz) Jeannie Trizzino John Burge (Treas.) Paul O'Rourke-Babb Rob Davidson (Pres.) Sandra Morales-Miller</p> <p>Absent: Karl Ory Mercedes Macías</p> <p>Staff: Grant Parks, Interim General Manager Leah McKean, Volunteer Coordinator Ray Laager, Underwriting Director</p> <p>Guests: None.</p> <p>Board of Directors Election President Rob Davidson read into the minutes the results of the Board of Directors election as follows: Candidate Eliane Silva: 6 yes; 1 no; 2 abstentions Candidate Elizabeth Daniels: 8 yes; 1 no; 0 abstention Candidate Karl Ory: 7 yes; 1 no; 1 abstention The election was carried out via email on June 22, 2021 and coordinated by Rob Davidson.</p>	<p>15 minutes</p>
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<p>1.2 Amend/Approve Agenda Motion to approve the agenda as presented. - Paul O'Rourke-Babb Seconded - John Burge Vote - Motion passed unanimously.</p> <p>1.3 Amend/Approve Previous Minutes Motion to approve minutes for June 8, 2021 and June 22, 2021 meetings. - John Burge Seconded - Paul O'Rourke-Babb Vote - Motion passed unanimously.</p> <p>1.4 Public Input/Correspondence 1-minute time limit per speaker No guests. Rob Davidson shared a comment submitted via the online form regarding a programmer's comments about COVID-19 and misinformation. Rob replied to the commenter via email and will share to Program Committee for informational purposes.</p> <p>1.5 Announcements None.</p>	
<p>2. Action Items</p> <p>2.1 Vote to accept the terms of the General Manager Contract for Grant Parks Motion to approve the General Manager Contract for Grant Parks for the term of July 1, 2021 through June 30, 2022. - John Burge Seconded - Courtney Farrell Vote - Motion passed unanimously.</p>	<p>5 minutes</p>
<p>3. Staff and Committee Updates</p> <p>3.1 Staff Reports</p> <p>3.1.1 Interim GM Report – Grant Parks Submitted prior to the meeting</p> <ul style="list-style-type: none"> - Emergency preparedness planning update - Emergency Alert System (EAS) hardware upgrades for better localized on-air alerts - Pledge Drive updates Second Quarter 2021 Silent/Social Media Pledge Drive results through July 8, 2021 - ~\$22K. - Mail campaign results through July 8, 2021 - ~\$3.5K with a cost of \$1.1K. - Grant funding - \$185K unrestricted grant received from Corporation for Public Broadcasting under the American Rescue Plan Act; terms of this grant require tracking of how grant is spent. - Grant funding - \$15K grant received from State of California. - SoundExchange quarterly report submitted (required under CPG grant) - FCC license renewal in progress - Transmitter site updates - Events - two live events scheduled - Financials - meeting with audit accountant to review annual 	<p>39 minutes</p>

financials for adequacy with respect to required bi-annual CPB grant audit

- Grant funding - USDA grant application in progress; no issues
- Listener Survey - results and analysis in progress; scheduled for August 2021 Board meeting
- State of the Station report - scheduled for August 2021 Board meeting

3.1.2 Office Manager Report – Grant Parks
see above

3.1.3 Underwriting Report – Ray Laager
Submitted prior to the meeting; highlights follow

- June 2021 underwriting shows 19.4% increase over June 2020

3.1.4 Volunteer Coordinator Report – Leah McKean
Submitted prior to the meeting; highlights follow

- Outreach - Saturday and Wednesday farmer’s markets now open for nonprofit booths; KZFR booths scheduled for one spot each in the coming month
- Power of 100 presentation in progress; presentation date is August 4, 2021. Possible grant of \$10-15K www.100womenchico.com/. Courtney assisting with 5-minute presentation preparation.

3.2 Treasurer’s Report – John Burge

Submitted Y/E June 30, 2021 budget v. actual report prior to the meeting; highlights follow

- Overall actual income exceeded planned income in many categories but not in pledge drives and event fundraisers, both of which were obviously and heavily impacted by the pandemic
- grants, where expected grant income was \$70K, but actual grant income was \$184K
- pledge drives, where budgeted pledge drive income was \$75K, but actual income was \$45K
- fundraisers/events, where budgeted event income was \$17K, but actual income was \$1K
- continued struggle with achieving CPB grant non-federal financial support requirement (NFFS) of \$300K
- Overall actual expenses exceeded planned expenses by \$15K, largely due to issues relating to the GM position and transition and biennial CPB audit
- Without CPB grant, overall deficit of the station would have been \$50K.
- Jeannie Trizzino asked for clarification on “cash” income category; Grant clarified that this category is non-pledge drive support, such as monthly donors.
- Paul O’Rourke-Babb asks for status on NFFS matching and tracking, including in-kind donations; Grant reports that he will review this matter in his upcoming meeting with audit accountant.

3.3 Committee Reports

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| <p>3.3.1 Executive Committee - Rob Davidson</p> <ul style="list-style-type: none"> • Finalized General Manager contract for board review • Reviewed and closed all pending or outstanding grievances <p>3.3.2 Program Committee (PC) - Grant Parks</p> <p>Submitted prior to the meeting; highlights follow</p> <ul style="list-style-type: none"> • Scheduling forward promotes for public affairs programming to air just after Democracy Now on weekdays • Jake Sprecher stepping down from PC and from secretary role <p>3.3.3 Community Advisory Board (CAB) - Rob Davidson</p> <ul style="list-style-type: none"> • Next meeting in September 2021 • Rob Davidson stepping down as CAB chair; need to recruit new CAB chair from Board (August discussion item) • CAB is a required element of CPB grant compliance, but has served as a valuable source of input and advice from community organization <p>3.3.4 Fundraising Committee - Grant Parks</p> <ul style="list-style-type: none"> • continuing with developing donor stewardship • event planning - Day on the Green in spring • Rose Febbo stepping off committee • development of non-event type fundraising • discussion of upcoming fundraising event concert volunteer staffing (July 16, 2021 - John Craigie at El Rey - 2 volunteers); October 22, 2021 - Todd Snider at Paradise Performing Arts Center - >10 volunteers) • fundraising coordinating calendar <p>3.3.5 Document Review Committee - Rob Davidson</p> <ul style="list-style-type: none"> • no quorum at most recent meeting • drafting whistleblower policy • drafting revisions to Board Policy Manual <p>3.3.6 News Department Committee - Paul O'Rourke-Babb</p> <ul style="list-style-type: none"> • no quorum at most recent meeting • prepared a letter template for request for funding opportunities • reviewed short-term high-attention news issues - water, homeless issue • reviewed long-term department budget planning • Bobbi Tryon stepping off committee <p>3.3.7 Virtual Event Committee - Leah McKean</p> <p>see Volunteer Coordinator Report</p> | |
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<p>4. Matters for Discussion</p> <p>4.1 Trainings for staff, BOD and programmers</p> <ul style="list-style-type: none"> • Rob suggests including CPB Workplace Harassment Training be incorporated into the programmer recertification process as an expansion of the basic CPB requirements, which only require that board members and staff take training. Grant Parks expresses that the training will help with group communication. Ray Laager comments that this is important training. Courtney Farrell comments that this is becoming the norm for employers in many sectors. Jeannie Trizzino comments that the Program Committee may want to consider reviewing the Board discussion on this matter and expressing support; she also comments that Programmers are in some ways closer to employees than volunteers. • Motion that the Board President will work with General Manager to draft a proposal for mandatory workplace harassment training for board, staff, programmers, and other volunteers. - Rob Davidson Seconded - Bobbi Tryon Vote - Motion passed unanimously • General Manager to send CPB Workplace Harassment Training link to new board members. <p>4.2 Partial Re-Opening Statement</p> <p>President Rob Davidson read into the minutes the results of the Board of Directors vote on the Partial Re-Opening Statement as follows:</p> <p style="padding-left: 40px;">8 ayes</p> <p style="padding-left: 40px;">4 null votes (no response received)</p> <p>The election was carried out via email on July 7, 2021 and coordinated by Rob Davidson.</p> <p>The General Manager and programmers were notified via email and the private Facebook programmer group.</p>	<p>15 Minutes</p>
<p>5. Meeting Finalization</p> <p>5.1 Review Items for next BOD Agenda</p> <p>5.2 Meeting Close/Thank You</p> <p>Next BOD meeting scheduled for Tuesday, August 10, 2021 at 6PM via Zoom.</p>	<p>1 Minute</p>
<p>6. Closed Session</p> <p>6.1 NONE</p>	<p>15 Minutes</p>
<p>7. Upcoming Meetings</p> <p>Please see the KZFR internal Google calendar or the KZFR website for Zoom links/location information.</p> <ul style="list-style-type: none"> • BOD meeting scheduled for Tuesday, August 10, 2021 at 6PM via Zoom Second Tuesday of the month <ul style="list-style-type: none"> ○ Annual State of the Station Report ○ Listener Survey Presentation ○ Workplace Harassment Training Discussion 	

<ul style="list-style-type: none"> ○ Community Advisory Board new chair recruitment from Board ● Fundraising Committee <ul style="list-style-type: none"> Third Tuesday of the month Chair: Grant Parks <ul style="list-style-type: none"> ○ July 20, 2021 - 5:30pm-6:30pm ○ August 17, 2021 - 5:30pm-6:30pm ● Program Committee <ul style="list-style-type: none"> Second Wednesday of the month Chair: Grant Parks <ul style="list-style-type: none"> ○ August 11, 2021 - 11:30am-1pm ● Document Review Committee <ul style="list-style-type: none"> Chair: Rob Davidson <ul style="list-style-type: none"> ○ July 21, 2021 - 5pm-6pm ○ August 4, 2021 - 5pm-6pm ● Community Advisory Board (CAB) <ul style="list-style-type: none"> Chair: TBD http://kzfr.org/pages/cab <ul style="list-style-type: none"> ○ September 2021 - date/time TBD ● News Department Committee <ul style="list-style-type: none"> Chair: Paul O'Rourke-Babb <ul style="list-style-type: none"> ○ August 2, 2021 - 5:30pm-6:30pm 	
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