

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

Board Meeting Date: October 13th 2020
Location: Virtual Meeting
Commencement Time: 6:00 pm

1. Meeting Opening

1.1 Call to Order/Begin Recording/Welcome/Attendance – started 6:02 pm

In attendance:

Board Members: Mercedes Macías, Rob Davidson, Courtney Farrell, Steve O’Bryan,
Paul O’Rourke-Babb, Bobbi Tryon, Jeannie Trizzino, Sandra Morales-Miller, Dan Joseph

Absent: Ken Pordes, John Burge

Staff: Rick Anderson, Ray Laager, Grant Parks, Leah McKean

Guests: Chris Nelson, Rose Febbo

1.2 Amend/Approve Agenda

Jeannie: Remove registration extension announcement for Grass Roots Radio Event

Dan: Motion to approve agenda, second: Rob, all in favor

1.3 Amend/Approve Previous Minutes

Jeannie: update “agenda” to meeting “minutes” for 9/22

Paul: Motion to approve as amended, second by Rob, all in favor

1.4 Public Input/Correspondence

None.

1.5 Announcements

- Grassroots Radio Conference: Paul and Jeannie both attended.
 - Paul willing to give update at later board meeting. Happy to share the YouTube links for the conference.
 - Jeannie – highlights included how resilient community radio is during disasters. Virtual events have been successful and KZFR should embrace this option. Discussions on importance and relevance of hyper-local news coverage was very prominent – main presenter from radio station in Santa Cruz

- Former Board member wishes to join CAB for November
 - Leann Cooley is no longer a board member and is interested in joining the CAB – see discussion under 3.3.3

2. Action Items

2.1 None.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1 GM Report – Rick

Please see attached report.

- Mercedes: Asked for clarification regarding meeting minutes for the new bank signing to add John and remove Jim. Past meeting agendas and meeting minutes reflect these needed changes but Rick thinks we might need to also agendaize/vote on/mintutize the desire to add anyone for access to “view-only” online banking. Execs will set date/time.
- Jeannie: fundraiser coming up on 10/23 – what is the price point and are we planning to capture online attendees (contact info, etc.)?
- Rick: Catalyst fundraiser that they are spearheading, KZFR will air it to help Catalyst
- Mercedes: How much will the A/C repair at the transmitter site cost?
- Rick: Approximately \$5,000 – should reach out to the co-habitants of the space to assist with upgrade costs
- Mercedes: Could crowdsource or micro fundraise for this
- Dan: What is the size? Sometimes CHAT gets donations that maybe the station can use
- Rick: It is a mini split – will more than likely need to be purchased

3.1.2 Office Manager Report – Grant

Please see attached report.

- Grant: newest version of the app is in the ios, iPhone and android apps; pledge drive went well; working on a disaster resource tab on KZFR homepage
- Bobbi: how is the automation process going?
- Rick: Work in progress, robust unit, learning how to use it
- Grant: Familiarizing with the software (Rivendell), setting up mock days of automation to test; probably will not have programmers use it, keep the same system for them. The automated system will be scheduled and the timer will take care of recording. The system will come online in the next couple of months
- Mercedes: Do you have volunteers for the t-shirt packaging?
- Grant: Yes and Ken has volunteered to help. First packages delivered to PO
- Mercedes: review costs for COVID safety gear.
- Grant: Cleaning supply budget is limited. Budget may be over \$200 for items we didn’t need to budget before
- Paul: Has source for gloves, etc. and also has offered to contribute financially to this fund. Asked what is the best approach to donate. Grant and Paul to discuss offline

3.1.3 Underwriting Report – Ray

Please see attached report.

- Ray: Slower month – smoke was a deterrent. Many restaurants are going month to month. Next few months will be tough.
- Jeannie: Tres Hombres amount – one month contribution? Kudos on the Hispanic Resource Council collaboration.

3.1.4 Volunteer Coordinator Report – Leah

Please see attached report.

- Leah: Social media is going well. Top post was announcing the Anniversary Ale with many shares. Other top shares included the safe ballot drop boxes.
- IG has the most growth for followers.
- BEC clean up was successful – thank you two board members that participated
- Stonewall event went well and KZFR logo is included on their YouTube videos

- Jeannie: DCBA marketplace link did not work.
- Dan: Can you raffle things at the farmer's market?
- Leah: Non market people are not allowed in at this time due to COVID. Leah will check in with them in November for a status update
- Jeannie: In looking for DCBA events may be doing the Slice of Chico and KZFR could be a participant. Leah to check on this.

3.2 Treasurer's Report – John

Please see attached report.

- Technology issues – will need to postpone discussion
- Jeannie: P&L previous year comparison – the last page displayed a larger deficit in 2019 than 2020 – Question for John
- Jeannie: Payroll wages on the P&L page 2: GM difference between 2019 and 2020 – what is the source of some of the differences, transition of staff from contract to staff? Office staff was greater this year from 2019 to 2020. GM is off by \$6,000. Numbers need to be verified.
- Rick: correct observation that there are more staff members than Independent Contractors (IC) /regard to GM he feels that is incorrect.
- Mercedes: We will pass these points to John for further review

3.3 Committee Reports

3.3.1 Executive Committee – Mercedes

- Diversity Training for Board, Staff, & Programmers TBD
- Annual Harassment Training TBD
- Brief meeting on 10/12. Treasurer's role will be discussed post 10/15.

3.3.2 Program Committee (PC) – Rick

Rick: meeting is 10/14 at noon with no new minutes

Mercedes: will you be meeting on Wednesdays moving forward

Rick: meeting schedule to be discussed tomorrow

3.3.3 Community Advisory Board (CAB) – Rob

Adding Diversity & Consideration of Former Board Members

- Rob: Next CAB meeting will be held in November
- Rob: Generally new CAB members will need to fill out an application. As a former BOD member, a vote may be needed.
- Mercedes: a vote seems the right action. Vote from BOD will be on 10/27 meeting
- Can you also set a deadline for CAB applications to set a deadline.
- Rob: Anyone that applies is subject to review and voting by the BOD at their next meeting
- Leah: What is the process for recruiting members of the CAB?
- Rob: Last recruitment was primarily conducted by the board. Need to discuss plan for active recruitment moving forward. Currently have an active committee.
- Leah: has had interest from Stonewall in the past
- Rick: definitely room for more members
- Paul: CPB has some rules regarding the meeting times, etc. and inclusive of more diversity – independent and separate from BOD. Is this a discussion for the CAB or BOD?
- Rob: Will review the CPB parameters. With respect to recruitment, etc. The CAB has no formal committee rules or bylaws at this time.
- Mercedes: Do you feel that the CAB is fulfilling its purpose?
- Rob: I will turn that around to the BOD after reading the meeting minutes and suggestions
- Paul: Suggestions and discussions from CAB seem strong

3.3.4 Fundraising Committee

Please see attached report.

Next meeting Tuesday, 10/20 at 5:30 pm

3.3.5 Document Review Committee

- Programmer's handbook on the agenda for discussion
- Rob: As soon as we get feedback from BOD, the final edits will go back to Doc Review, will need to review the Diversity Statement (by end of calendar year to meet CPB requirements) and other long-term docs that need review. Committee will revisit priorities, timeline and availability.

3.3.6 News Department Committee

- Paul: Meeting minutes from 10/12 are back to the committee and will be approved at next meeting. Up to date for posts on Web sites, etc. (thank you to Leah for assistance). A motion was ready for tonight for the agenda but was rather confusing. Most of the committee was okay with the proposal but wasn't aware of the language of the motion. Paul to rewrite the motion and vet with the committee's to clarify the committee's intentions regarding the matrix. What is the remainder of the work of the committee in regards to the News Dept. Director, etc. Meeting schedule to change to the weeks in between the board meetings so that work is finalized to come before the BOD for more time for review.

4. Matters for Discussion

4.1 Strategic Planning (30 Minutes)

- Fundraising Committee taking place next week
- Closed session at BOD on 10/27

4.2 Review of Programmer's Handbook: (DRC)

- Rob: Thanks to Jeannie for input and feedback. Now is the time to raise questions, sections to follow up on, etc. Has a few sections to review.
- Jeannie: Rolling out a revamped programmers handbook – how will programmers be notified of the changes?
- Rob: There are some new policies as well as changes. Grant – how do you think this should be implemented? Rob suggests that programmers should revisit in a timely manner.
- Paul: Once it has been approved, this is a policy document that comes out of the DRC – feels all programmers should receive the current version to review the updated changes.
- Grant: In the past, the station printed out the handbook and had people sign off
- Rob, Leah, Courtney: send electronically, have one printed copy, docusign, etc.
- Jeannie: Come up with a quiz – whoever gets all of the questions right – gets a gift card. Incentivize the review process.
- Bobbi: could add to all station meeting
- Rob: Annual meeting could also call attention to it
- Rob: thanks Rick for the emergency preparedness addendum to add to the handbook
- 4 Topics for Feedback:
 - **Page 27:** significant revision to the Grievance Procedure (policy)
 - Courtney: Is there a timeframe on how long an aggrieved party can come back to the BOD?
 - Rob: if the aggrieved party is unsatisfied, it would move to step 4 and be reviewed and decided by the BOD
 - Rob: Tried to make the disciplinary code as clear as possible

- Steve O'Bryan: Can you put a 30-day timeline on step 3. 60 days total from the time of the aggrieved statement to the finality.
- **Page 15:** Social media policy is new
 - Ensure that programmers understand that they are ambassadors for the station and need to be mindful of the affiliation. Added the third paragraph regarding inappropriate or inaccurate info related to the station there may be disciplinary action
 - Jeannie: Q: if programmer posts something that reflects poorly on the station or their show it will be taken into consideration
 - Steve: Specify in 3rd paragraph add regarding KZFR for specific reference
 - Paul: Could go back to committee regarding the association of your private page vs. your KZFR pages. Michael Richards is an attorney regarding community radio stations that we could ask for feedback.
- **Page 16:** Hate speech policy. Drafted new policy by researching other stations and state of CA policy. May want to include the Hate Speech Policy as an addendum to the Diversity Statement.
 - Mercedes: under CA law color and pregnancy is protected – opportunity to expand language to reflect CA law. Put in alphabetical order to eliminate hierarchy
 - Paul: has reference people that could help with best practices from the GRC will send for review and feedback
 - Steve: What about hate speech in music?
 - Rob: Defer to the paragraph including “KZFR shall not tolerate hate speech in any form...”
- **Contact Info Page:** Rob is this okay with staff and is it accurate? Are you okay with your cell phone listed? Is everyone comfortable with that level of accessibility?
 - Rick – Yes; Leah – Yes but phone number is incorrect; Ray – Yes; Grant – Yes.
 - Mercedes: Discussed putting the PC committee members on this page and the BOD email addresses – what was decided? Rob can add emails no problem. Add programcommittee@kzfr.org and board@kzfr.org
- Rob: recap – make some changes that were referenced in this discussion.

4.3 Necessity and Purpose of an All Station Meeting

- All Station meeting for everyone to check in with each other. Opportunity to exchange with each other especially because of limited face-to-face interaction.
- Ray: Social event sounds good. If we do an all station meeting, it does need to be business focused.
- Rick: How do we do pizza and beer?
- Mercedes: Can we partner up with Woodstock's for a fundraiser event? BYOB/P. Schedule a mixer?
- Leah: An all station meeting for programmers with some structure would be beneficial, so that they can hear from the BOD and staff and ask questions. Many conversations are not able to happen because of lack of interaction.
- Rob: Rick – when would the next all station meeting happen if we were in person? Spring. Last meeting was held in February pre-COVID
- Leah – February all station and then 2 meetings regarding pledge drive
- Rob – maybe good to hold one sooner to touch base and hear from programmers
- Jeannie: programmer appreciation get together? Build in that the BOD appreciates you, hear to listen to you and answer questions

- Paul: thinks we need to have an all station meeting to discuss programmer's handbook, the news dept. meeting, matrix, no expectation that radio will go back to what it was before – ever. Impacts to programmers: how are they doing? What ideas do they have? Challenges they are facing?
- Mercedes: We will move forward with planning an all station event / complement this with holidays – mid fiscal year? End of the year fundraiser – November 6-13? Meet in December
- Ray: Virtual holiday party – end of the year
- Chris Nelson: as a programmer is hungry for more info about the BOD discussions. Suggest a business meeting and then a social component – same night.
- Mercedes: 2 hours for a meeting – first 30 minutes updates from the BOD and staff, email Mercedes about ideas and if you are interested in working on this.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda

- Vote to approve the Document Review Committee changes at the next BOD meeting when document is updated – targeting a November meeting for final review and BOD approval.

5.2 Meeting close/Thank You – meeting adjourned at 7:55 pm

Next BOD meeting scheduled for Tuesday, October 27th at 6PM via Zoom.