

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

Board Meeting Date: 13 September 2022

Location: Virtual Meeting

Commencement Time: 6:00 pm

Meeting Open- 6pm/Meeting Closed 7:50 pm

Present:

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

Rob Davidson (Pres.)	Francene Kennedy (Fran)	Eliane Da Silva (Lili)
Karl Ory (VP)	Steve Scarborough	
Jeannie Trizzino (Sec.)	Laura Lukes	
Michael McGinnis (Trea.)	Elizabeth Daniels-Currey (Liz)	

Absent: Mary Tribbey

Staff:

Grant Parks, General Manager

Ray Laager, Underwriting Director

Leah McKean, Volunteer Coordinator

Guests:

1. Meeting Opening

1.1 Call to Order/ Begin Recording/Welcome/Attendance

1.2 Amend/Approve Agenda

Discussion:

Rob calls for a minor amendment to 4.1 Matters for Discussion. This should read State of the Station. The survey report was an accidental carry-over from a previous agenda. 3.2 will be changed to Treasurer’s Update- there will be no formal report.

Action: Motion to approve agenda as amended. - Jeannie Trizzino

Seconded- Eliane Da Silva (Lili)

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Mary Tribbey

1.3 Amend/Approve Previous Minutes

Discussion:

No discussion.

Action: Motion to approve minutes as amended. - Laura Lukes

Seconded- Elizabeth Daniels-Curry

Roll Call Vote:

Ayes: All

Noes: None

Abstain: None

Absent: Mary Tribbey

1.4 Public Input/Correspondence

Discussion:

--Grant received a direct email from a listener about some content he did not personally like on one of our Saturday morning programs- Grant addressed this in his program committee report.

1.5 Announcements

Discussion:

--No discussion.

2. Action Items

2.1 Approve Required Nonprofit Tax and Legal Forms: Timeline for Preparation and Filing

--Rob calls the vote to approve the document to be published in the Board Policy Manual.

Results: 9 in favor, 0 opposed, 1 absent. The Required Nonprofit Tax and Legal Forms: Timeline for Preparation and Filing will be published in the Board Policy Manual.

3. Staff and Committee Updates

3.1 Staff Reports

3.1.1. GM Report-Grant Parks

--Submitted prior to meeting.

--Laura asks about the staff evaluations; the board is not involved in these? Grant: this is correct; if something comes about with the personnel, it would be taken to the executive committee as this operates as our personnel/HR group. Rob: in November, exec committee receives a summary overview on staff.

3.1.2. Underwriting Report- Ray Laager

--Submitted prior to meeting.

--We did do the Summer Fest event. It worked out well- we spent about \$1500 and made \$2000 in sponsorship. August was a good month. Continuing to attract new attention.

--Jeannie: was Summer Fest well-attended? Ray: the promoters expected about 800 and they had less than 500. Hot temperatures impacted attendance. Jeannie asks if this is something KZFR should have a stage at if it's done again next year. Ray says it depends how it's working- Blue Sky Events is the production company. They were not very organized but they pulled it off. They also have a well-attended spring festival that drew approximately 1200 people. This might be something for us to get involved in.

--Fran asks about highlighting/differentiating between new and returning underwriters. Ray says the returning ones are more of the seasonal ones (ex. Forebay Aquatic Center). Ray will make the adjustment for future reports.

3.1.3 Volunteer Coordinator Report- Leah McKean

--Submitted prior to meeting.

--Rob's post tied with Ecotopia for the highest engagement on Facebook.

--Jeannie asks about how donations at our farmer's market booth work. Leah: we have a sign that says what our suggested donation is. People do donate more half the time. Sunglasses are on back order- they were popular at Summer Fest. She also asks about the budget for coffee cup sleeves. Is this something we're paying to have produced? Leah: yes, the cost was nominal- she can find more information. Under \$500. Between 3 cafes we'll have to print about 3,000. Jeannie suggests investing in a subscription for a QR code that will track stats for us. Jeannie: post-event evaluation. Perhaps use some kind of template for evaluation. Leah: we don't do anything formal but usually do discuss events at our staff meetings; what went well, what didn't, etc.

--Fran: with the QR code, would it count hits like you would get online? Can you only use that particular code for one thing? Leah: once you get a QR code made, it's only for one thing, but the code can be used multiple times. Dedicated to one outcome. Not sure how much details

tracking would give. Grant and Leah will check into getting QR codes that can be tracked with at least a count of click rates.

--Rob points out that Mary took the RBS training and was going to give us a rundown; we might want to follow up with her. How many upcoming events will we need RBS-trained bar staff at? Do we want to pay for people to take this training or will we be hiring out? Grant: he emailed Mary about the training- she did it through the rotary in Oroville at a low-cost. Grant would like the immediate staff to take the training. He is still trying to find something like we did in the past, where someone came in and gave an RBS certification class just for non-profits to a group of about 20. There are three events where we'll need RBS servers. Rob: we have a usual group of folks who work the bar; it might be worth it to invest with these folks in the long-term.

--Michael points out that his son did some research and found out that you only need one staff person who has had the RBS training. He asks if this is what Grant found from his research. Grant: the letters he's received from the ABC make it seem like it's anyone who is serving. Michael says he would be willing to take the training.

--Leah: Pledge drive is coming up on October 5th. Board members will start getting emails from Leah asking them to sign up to be a captain or to do phone shifts.

3.2 Treasurer's Update- Michael McGinnis

--It looked like we had a bad month. This is because of 2 main things: we spent money on the grant, which we will get 55% of back and salaries went up among general staff. There still needs to be some clean-up on the balance sheet. Grant did do some research and cleaned up some things. He is still working on this.

--Rob: we've added some new staff and Grant has hired some new staff. With Grant's contract, there is a cost of living increase. As head of staff, Grant has been adjusting some of the staff's salaries for cost of living. These are probably the main reasons these costs have gone up.

--Michael asks about the mention of hiring new people in the state of the station report- did this go through a budget process? Rob: for example, the operations coordinator was not budgeted for in this fiscal year's budget. We can improve on our planning and sequencing/timing for these things.

--Laura asks if we're happy with the current banks/credit unions we're working with. Rob: we have a downtown Member's First branch we bank at and Tri Counties on Pillsbury. Rob isn't sure why we have two different credit unions that we use. Grant says that we've always had the two banking accounts as far back as he can recall but also isn't sure why. Ray says that Member's First has been an underwriter for 25+ years. We had a bunch of accounts. Tri Counties came in for credit card payments.

--Steve asks about what Dolly, Joy, and Michael Wright's individual roles are as far as being involved in the finances. Grant explains that Dolly does our payroll, Joy helps us out with our CPB reporting for the financial statement reports and CPB audits, and Michael does our taxes.

Fran asks if the signatories are the same on each account. Rob confirms that they are: General Manager, President, Vice President, and Secretary.

--Jeannie wants to make sure that the equipment that we recently purchased gets added to our assets list. She asks if we have a formal schedule for when our PayPal monies get transferred out to our bank account. She suggests that this be done quarterly. Liz agrees. Grant says that this is usually when he does this.

--Michael points out that we have a significant amount of cash in a checking account that we're probably not using for cash flow. He suggests looking into where/how we could get a decent rate of return on this money; perhaps a 1-year CD at 3 percent. It looks like we expensed all the USDA equipment instead of capitalizing it. It won't be on our list of assets unless we capitalize it. Grant says that this was discussed with the former treasurer and relayed to Michael Wright. He says we don't have a formal, standardized process on capitalizing our assets and equipment- it should be looked into because we are going to purchase \$47,000 worth of radio station hardware and within the next year or two plan to purchase a new operating board. Rob asks Grant to follow up with Michael on this.

--Karl comments on the overall process of the Treasurer's report. In his experience on other boards, there was always an acceptance of a Treasurer's report on the agenda. This was an actual statement of finances. The report was accepted on a regular basis, four or five times a year. Rob says that the Treasurer's Report has been done different ways over time. He says we do get the reports but not necessarily in a formal report. He says this can continue to be an ongoing discussion on the executive committee.

3.3 Committee Reports

3.3.1. Executive Committee- Rob Davidson

-The committee met and discussed The Conflict of Interest form and the sign-up sheet for the board cash count. Everyone should have received communication regarding new board members and the required CPB anti-harassment training due at the end of this month.

--They discussed forming a 5-year strategic plan for the station and forming a committee/task force to work on this. The last time we had a 5-year plan was from 2013-2018- Rob wants to definitely make a plan to get this moving within this fiscal year.

3.3.2. Program Committee (PC)- Grant Parks

--PC report was sent out prior to meeting.

--Kim Weir's "Up the Road" made its premiere. It will be airing Tuesdays/Thursdays at 5pm.

--Jeannie says that she was glad to see a note on the minutes about planning to bring some of our public affairs programs to podcast form and providing guidance about non-copyrighted music.

--Fran suggests allowing time, when appropriate, for new programmers etc. to meet the board during meetings. Grant says this could be considered. Leah likes this idea- people are isolated

and usually never meet a board member. Jeannie agrees that this would be a great idea. Steve thinks that adding this item to the Board's already-packed agendas would not be useful. He suggests that resuming of the All Station Meetings would provide a more appropriate opportunity for fostering these personal interactions between the board and programmers.

--Rob thanks board members for volunteering at events recently and encourages them to continue doing so.

3.3.3. Community Advisory Board (CAB)- Rob Davidson

--The committee will be meeting 21 September.

--Laura did research about how different station's CABs are organized and made a comparative spreadsheet but forgot to share this with Rob. She will send this to him.

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

--Fundraising report was sent out prior to meeting.

--TS and KD Glide Foundation Grant was submitted on August 10th and Explore Butte County Grant was submitted on August 30th. His report also acknowledged the issue of booking two events on the same day; trying to get one of these shows moved to a different day.

--Rob says it is a good cultural change for the station to be so active with grant-writing. They've met 3-4 times and have submitted 2 grants.

3.3.5. Document Review Committee- Rob Davidson

--The committee continues to meet and is finishing up on the Board Policy Manual. An updated version of the Programmer's Handbook will be issued to Programmer's around the time of the All Station Meeting.

--They will be working on the Employee Handbook next.

4. Matters for Discussion

4.1 State of the Station- Grant

--Laura comments that she believes that we are experiencing a "trickle-down theory"- good management affects how everything works. She enjoyed the phrasing "we make radio fun and professional". She would like us to use this in our marketing thinking; something we could use in our branding. She's very interested in discussing getting rural status. How does this happen? What does it involve? Grant: CPB rural designation. At least 40 people or under living in per square mile of the broadcast range. Our broadcast range does not include Redding, Red Bluff, any part of Sacramento. Because of the density of Chico and Oroville, it offsets the rural areas included in our broadcast area. To make this number larger, we need to expand our broadcast area. KCHO/NSPR is considered to be a rural radio station because their receivers go almost to Oregon. With going into areas that are outside of Chico/Butte County, we'd need to think about

how to incorporate the new areas with our programming. From doing our emergency preparedness plans, we know that people living in these rural areas are very underserved as far as being able to receive life-saving information in the event of a catastrophe. This is where KZFR could provide a good service to these underserved areas. Also have to consider the cost expenditures of operating a second transmitter site. The numbers we get from the transmitter site in Magalia would give us a good idea of how much a secondary transmitter tower would cost.

--Rob asks what the advantages are of aiming for the rural classification. What would we gain? Grant: the CPB gives us money based on our NFFS funding. If we have a rural designation, depending on how densely or sparsely populated it is, there is a CPB multiplier- we could receive as much of a 20% increase in our funding.

--Rob asks Grant to talk more about our major gift program. Grant: A major gifts package is something that is a cornerstone that is suggested to have when you are working with people who give major gifts so that when you approach people for funding, it's proven that it is important to the organization. It is line-itemed and budgeted for in the strategic plan. Grant approaches this in two different ways: it could be a physical document that he would bring along to meetings with potential major gift-givers. It would show who we are, what we're looking for, and how these different things could be funded. We can easily identify some things we need funding for such as a new operating board. The idea is to have subprograms within each major program. If we had had a major gifts package when we were developing our Emergency Preparedness Plan, there would have been a whole outline: the difference between the rural and local version and a breakdown of the funding required for each portion. This is so we would have something that is prepared and produced that we could distribute to people. In this, we would provide descriptions of the station, our mission, content we provide, etc. It's a way for us to look very sleek and professional when we're asking for funding. The other part is developing philanthropic programs such as our Music Around the Camp fire campaign. A way to give back to the community. These don't have to be grandiose- perhaps scholarships for students interested in studying broadcasting. Having a major gifts package would work well with any capital campaign we would want to be engaged in. It's about letting our donors know exactly what we're asking for money for and how it's going to be used. Our most recent pledge drives have focused on projects: generator on roof, matching funds for USDA grant, etc. This is also a good place to put any of our long-term big idea concepts that may be discussed in developing our strategic plan. Rob would love to see the station start thinking more about the future.

--Fran asks if Grant has considered estate planning/legacy giving donations. Grant: this was brought more to his attention when taking the major gifts certification course. We don't have a specific policy/procedure in place, but we do have a draft document that can be sent to people interested in this. This would also go into the major gift package as well. A few pledge drives ago, we sent mailers that included a checkbox asking if donors were interested in legacy giving. Grant contacted people who checked that box. It is something he is trying to further develop. Liz agrees that this would be a good direction to move into.

--Jeannie appreciates the report; it's well organized and points to the future. Excellent point about donor stewardship. We have a very robust donor stewardship management program in Little Green Light. She hopes that Grant is logging it into LGL whenever he sends out any legacy giving information. She is excited about developing a major gifts package. She sees our major expense at the station as payroll. She is not sure how the major gifts package addresses operational and payroll costs. What is the strategy to support operations and payroll expenses? Grant: To bring on another staff member would require more payroll expenses. This was overlooked when creating the budget for the current fiscal year. Grant will continue to think about this.

--Michael points out that Grant's report says he is going to add a new staff person which was not accounted for in the budget. He asks what the process is for this. Grant: this was an oversight when he was creating the budget. Hiring an operations coordinator would take time. Michael asks if there would be a job description, a salary range, etc. Grant explains that we do have several large drops of funding coming in that should put us into profit for the end of the fiscal year; Grant would sincerely like to hire some new staff positions. There are job descriptions and we have a standard starting rate that Grant would base this off of should this plan move forward. Michael would like to see this deferred to the executive committee for more detailed analysis before making a decision. Rob agrees.

--Steve echoes the great job done by Grant on the report and in his day-to-day operations. Rob echoes this statement. Rob will be sharing this report along with the other reports with the CAB.

4.2 News Committee

--In the interest of time, Rob will be sending out an email inviting any interested board/staff members to a meeting to discuss the news committee. There is not enough time during this board meeting to have a full discussion.

4.3 COVID Concert Policy, continued

--Grant has added new language to our website that reads, in summary, that KZFR is no longer requiring proof of vaccination or negative COVID-19 tests to enter our events. Masks are still recommended. Policies may change in accordance with any local mandates from the Butte County Department of Public Health and/or the State of California. In addition, at certain shows, masks, full proof of vaccination or proof of negative COVID-19 tests may be required for entry at the request of individual artists or their management- be sure to check show-specific links for more information. Policy is pending BOD approval. Rob likes the language used. Lots of flexibility.

--Steve points out that at the last meeting, it was decided to give Grant the authority to follow his best judgement on this until we formalized the language to be adopted. Rob apologizes for not going back over the last meeting's minutes as carefully as he could have and asks Grant if this sounds correct to him. Grant confirms that it does.

--Jeannie says that she had seen some language that reads that the attendee assumes a certain amount of their own risk. She thinks this may be prudent to include. This could be for any kind of risk, not just COVID. Grant says this is already included in the page “Concert Safety and Regulations.”

--Rob asks Grant to present his draft as a formal policy we can vote on as an action item for October.

--Michael: in California, you cannot sign away your rights to sue. The disclaimer that you are taking all the risk is not legally enforceable.

4.4 Board Member Committee Participation

--Rob is happy to report that everyone is accounted for on the google sign-up sheet he sent out. He appreciates people signing up and being active members of the committees. The Document Review Committee is working on drafting a formal policy that will go into the Board Policy Manual and the Bylaws stating that all board members need to be on at least one committee.

4.5 All Station Meeting

--Grant will be sending out an email to all programmers on Friday. The email will talk about the updated Programmer’s Handbook and changes that went into it as well as the Conflict of Interest Draft. These will likely be topics of discussion at the meeting. Overall, these meetings are usually pretty jovial. It’s a good opportunity to discuss upcoming fundraisers/pledge drive. The upcoming pledge drive will definitely be discussed.

--Leah says that everyone being able to come together and reconnect in person is one of the main reasons for having this meeting as well as to discuss pledge drive. One of the main things she will talk about is starting to track volunteer hours again now that the pandemic isn’t looming. She would like a new group photo- if not at the meeting, brainstorm for when and where we could take a new one.

--Michael asks if this is a mandatory meeting. Rob explains that it is primarily a meeting between the staff and the volunteers, but board members are definitely invited. Rob will be there as both board member and volunteer. It’s a great chance for board to meet the programmers/volunteers. He encourages board members to be there if possible.

--Jeannie asks if the Board has any message they want to get out to the programmers. Rob isn’t sure of what the agenda is for the meeting. He can work on something to say; he agrees it could be a nice idea. Leah thinks that anything that the Board is willing to do to make themselves seem more “human” to our volunteers is a great idea. Fran: this goes back to our earlier discussion. She thinks connecting with the Board is important going forward. If we extend out even further, our reach will become further, and it will be important for us to have an event to connect with each other to show that we are all part of one organization. How the board is presented is important as well. Steve points out that the Program Committee also has at least one member from the Yuba City/Marysville area. He hopes that Rob, as Board President, conveys our

positive growth throughout the whole organization to our listeners and programmers who might have been distressed by the changeover in leadership. Rob would be happy to do this.

--Jeannie suggests that the board can give a round of applause to the programmers and staff at this meeting.

5. Meeting Finalization

5.1 Review Items for next BOD Agenda: COVID concert policy will be an action item at October meeting.

5.2 Meeting Close/Thank You

Next meeting will be 11 October 2022 on Zoom.

Meeting minutes respectfully submitted by S. McCoy