

Present: Dan Joseph, Courtney Farrell, Jim McCollough, Mercedes Macias, Rob Davidson, Paul O'Rourke-Babb, Bobbi Tryon, Jeanne Trizzino, Robert Jones, LeAnn Cooley

Absent: Tom Leonardi, Steve O'Bryan, Rick Anderson

Staff: Grant Parks, Ray Laager

Guests: None

1. Meeting Opening:

1.1 Call to Order/Welcome: The meeting was called to order by Dan at 6:02 PM.

1.2 Amend/Approve Agenda: **Motion by Paul to approve May 14, 2019 agenda as submitted. Second by Rob. Unanimous.**

1.3 Amend/Approve Minutes: **Motion by Courtney to approve the April 9, 2019 minutes as submitted. Second by Paul. Unanimous.**

2. Announcements/ Reports:

2.1 Announcements:

Paul: Two conferences coming up. Federation of Community Broadcasters, June 19, in San Diego. Grass Roots Radio Conference, October 4, Rochester, NY.

Robert: Leaving the area for a new employment opportunity in Los Angeles and is resigning from the Board effective July.

2.2 Staff Reports:

2.2 1 General Manager: Read by Rob due to Rick's absence.

Transmitter generator is being installed this week.

Events Recap: Poor Man's Whiskey on May 10 was great. Dead Winter Carpenters on April 19 also did well. Kaleo Phillips tomorrow at CWC.

Question: Has anyone made a proposal to North Valley Community Foundation regarding grant request for transmitter site improvements? \$5,000-10,000 needed to rebuild the generator shed, AC upgrade, roof repair and possible tree removal due to fire damage. Guide wires also need to be inspected .

Courtney asked whether the cost of possible tree removal at the generator shed might be included in the NVCF grant application? She will confer with Rick.

CPB sexual harassment webinar needs to be completed by Board and Staff members before September 2019.

The Board would like Robert to present a diversity training before he leaves for LA.

2.2.2 Office Manager, Grant:

Regarding tech issues, Grant has been working with Travis, our web technician, on the archives and recordings and they were able to go in to the back end of the server and re-correct the

automatic cutting off of recordings for timed shows which the programmers want to have direct control of. The fix will be monitored for a month before it gets the green light.

LOGIC remotely went into the system and looked into computer crashes. Problem was found to be in faulty hard drives and USB connections. Something in the coding is causing the computer to shut down, maybe not right at the moment but also at a later times. LOGIC will log back in remotely to the system throughout the week to see what else needs to be done. A new computer might be required.

On the audio side, CD1 is not starting remotely. Grant and John worked on it but problem still exists. Jim Moore, our station engineer, will take a look at it.

\$44,322 from the pledge drive has come in. \$1,418 in monthly donations. \$2,000 in PayPal pledges.

CSUC Orion made their last broadcast of the semester last week. Grant told them they are welcome to use the studio as needed. He also entertained with them the idea of being certified for an official Orion program on KZFR.

2.2.3 Underwriting Report, Ray:

This report includes all Underwriting activity for April 2019, involving 20 contracts: 11 renewals of existing accounts and 9 new or returning accounts; totaling \$9,553.00. Underwriting activity for April 2018 was \$9,186.00. April 2019 saw an increase of 4%, compared to 2018. Trade, Sponsorship and House accounts are not included in the monthly totals.

During the month of April I coordinated the Programmer Appreciation Party at Farm Star Pizza on Sunday, April 14. I also reviewed and updated the EFT Program (Electronic Funds Transfers) that allow our Underwriting to make monthly payments billed directly to their credit or bank card and am working with Payroll Plus to implement this system. To date we have eight business using this procedure.

Trade Accounts

Cartridge World	\$1,200.00	Chico Women's Club	\$1,200.00
Harrison, Daily, Wright	\$2,400.00	Chico News & Review	\$5,712.00
I.D. International	\$1,200.00	The Printed Image	\$5,400.00
Mt. Shasta Spring Water	\$1,200.00	BCAC.tv	\$1,200.00
Chico Velo	\$1,200.00	ARC of Butte Co.	\$1,200.00
Chico Chamber of Comm.	\$1,200.00	Paradise Audio	\$600.00
Banana Grape Stomp	\$1,200.00	Paradise Guild	\$600.00
Total	\$27,912.00	Center for the Arts	\$2,400.00

April Underwriters

3 Month & Short Term Contracts – Chico Home & Garden Show \$300, Spring Arts Festival \$100, Kinny Topsoil \$900, Gale Vineyards \$243, Tender Loving Café \$300, The Dungeon \$100, Chico Perf. / Strom Large \$300, Chico Arts & Cultural Foundation \$50 – Total \$2,293.

6 Month Contracts – Little Red Hen \$600, Chico Coffee Company \$600, Orange St. Consignment \$600, North Woodwinds \$300, Bakers Birkenstock \$432, Birchard Construction \$432, Pullins Cyclry \$432 – Total \$3,396.

Annual Contracts – Robert Amandola & Assoc. \$864, Bruce Jenkins Insurance \$972, Plumbing Supply \$1,056.00, Live Life Juice co. \$972 – Total \$3,864.

New & Returning Underwriters — Chico Home & Garden Show \$300, Spring Arts Festival \$100, Kinny Topsoil \$900, Tender Loving Café \$300, The Dungeon \$100, Chico Perf. / Strom Large \$300, Chico Arts & Cultural Foundation \$50,

Little Red Hen \$600, Chico Coffee Company \$600, Orange St. Consignment \$600.

Meetings & Events

4/04/19 BNI Meeting
4/09/19 BOD meeting
4/11/19 BNI Meeting and Leadership training
4/18/19 BNI and Leadership Meeting
4/26/19 BNI Visitors Day & Meeting

2.3 Treasurer Report, Jim:

Reconciled data through April 30, 2019 is discussed in this report. It is of significant note that reconciliation is as of April 30, 2019 and it was completed by today, May 14, 2019. The last reconciliation was October 31, 2018. The Staff and the new Bookkeeper have worked diligently to get to this status. I believe reconciliation will occur in a timely fashion going forward. Issues remain from the end of last calendar year to correct. There is an EDD audit pending that is problematic for the Station with respect to privacy and 1099 generation. The KZFR Auditor terminated the KZFR account for personal reasons and so KZFR currently does not have an auditor. CPB Grant Funding tracking, reporting and auditing is an issue for KZFR going forward.

- a. KZFR Balance Sheet Report FY18-19 Total Liabilities and Equity as of: Apr 30, 2019:
\$212,514.83 (See Attachment a.) (Note: Accounts receivable requires review.)
Jun 30, 2018: \$171,711.55 (End of FY 17-18 as reported 20181009) Shown for comparison.
- b. KZFR Profit and Loss Budget vs Actual FY18-19: (See Attachment b.)
Total Income: \$323,144.61
Total Expenses: \$263,554.14
Net Ordinary Income: \$ 59,590.46
- c. KZFR Open Invoice Report as of 20190514: \$1910.00 (See Attachment c.)

Actions:

- a. KZFR Staff and Board of Directors develop and implement more fundraising opportunities for KZFR.
- b. KZFR Staff and Bookkeeper work together to maintain reconciliation within a month of the end of the report month.
- c. Develop a training program for the bookkeeper for CPB reporting and tracking information and report generation.
- d. Find and hire an auditor that knows CPB rules and regulations and will audit in the office over the phone.
- e. Additional issues and appropriate actions remain to be corrected by Staff and Bookkeeper:
 - i. 2018 Year End 1099's were not issued. Late generation is required before EDD Audit. Program to maintain current 1099 data for the current year is required.
 - ii. Cash accounting and process requires consistent application. Last two events had cash counted, secured and traced through deposit. That process should continue.
 - iii. Payroll process improvement and automated check writing processes were recommended by Bookkeeper. Resolution continues being worked between Station Manager and Bookkeeper.
 - iv. Checking account should have machine generated check-writing implemented for record permanence and process improvement. Payments for all expenses should be documented by check and or printed receipts. Cash payments, particularly for work, should be stopped.
 - v. All bank accounts require signature verification/change. BOD action pending.
 - vi. A locked filing cabinet is required to secure private information for employees and contractors and allow security for the Bookkeeper records.

General discussion:

- a. Current actual versus planned income does not meet the current budget. More income is needed in all categories. Given the circumstances of this year, a new realistic budget is required for next fiscal year. That process will start now that bookkeeping is back under control.

2.4 Committee Reports:

2.4.1 Program Committee:

The committee met May 6. Thom Hartmann Show was voted down 7-1. The committee discussed program evaluations, the forms used for evaluating and new programmer orientation. Next meeting is June 3.

2.4.2 Fundraising Committee:

The committee met on May 7. In Attendance were Bobbi, Courtney, Paul, Rob, Dan, Jim and Jeanne. One commitment is to coordinate with Grant in setting up a time for board members to follow up on a final drive to collect outstanding pledge drive donations.

Committee finalized a plan for donor stewardship meetings. A list of donors will be circulated for Board member sign-up. Courtney will send out a script with suggestions for approaching donors.

Plans for Pancake Breakfast will move forward. Date set for October 27. Planning and promotion will be started earlier. There will be no silent auction but maybe a raffle instead. Suggestion for kid activities will be considered.

Auction idea is on the back burner for now. Paul contacted Auction Brothers to tell them that not enough items were pledged to make it worthwhile. Their presentation is appreciated. The event will be reconsidered at a later time. Paul will notify the people who did donate items that the auction has been postponed.

Courtney and Paul met with Alexa at North Valley Community Foundation.. Alexa stressed the value of community appeal. At this time however, the Fundraising Committee will focus on the station's current donors by supporting them and building them up.

3. Matters for Discussion:

3.1 NFCB Membership:

Paul presented the option of becoming a member of NFCB in the future. The membership cost is \$2,000 a year and would need to be a budget item. As a member the station could access valuable information such as consultation and formula things. Another thing to consider is attending the conference which would then be a larger budget item. Jim asked what the station got out of past conferences? Ray gave his opinion that he believes in the value of organizational participation and said the focus of the conferences changes each year. Knowing in advance what the focus will be at 2020 conference would be helpful. Paul added that he thinks Grass Root Radio Conferences has more to offer for the money and are much more accessible. Ray said scholarships are available and might be worth looking into, especially considering the fire aftermath.

3.2 Cabinet/Station Work: Tabled.

3.3 Station Elections: Three board members are leaving, Dan, Tom and Robert which brings seats down to the minimum with 13 being the maximum. Before putting an announcement on the air for more members, a decision needs to be made on how many seats are to be filled and what specific qualities to look for. The weaknesses of the Board should be analyzed to help with recruiting new people. Fundraising skills are always a plus. Appeal to a more diverse and ethnic population. A person with legal expertise would be helpful especially with one with non-profit experience. Rob and LeAnn volunteered to help Grant with making a recording to announce open board positions. PDF application will be available online. Applications will be reviewed at the June board meeting. However, the process is behind so the election

final date might have to be extended. This does not constitute an emergency since the minimum member requirement remains. Paying attention to the calendar for next years election was emphasized.

3.4 Board Seats: A Chair and Vice-chair will need to be elected. Courtney remains as Secretary and Jim as Treasurer.

3.5 Program By-law Committee Chair: Bobbi named Chair. Members include Rob, Paul, Jim, Robert and Mercedes.

Bobbi said her intent is to clarify the Program Committees' part in the bylaws and clear up any irregularities and inconsistencies in them. Bobbi would also like to look at the mission statement to review the station's mission, purpose and programming to see where things really are.

Jim posed the question, "What are we really doing?" Bobbi responded by saying it is her desire to clarify inconsistencies and to clarify wording. Jim said he is afraid the Board is just "dancing around" with changes to the wording rather than taking action and looking at how the Program Committee works. Jim said he believes the bylaws are to provide guidelines and that the Program Committee makes recommendations to the General Manager.

Paul said as he was going through the bylaws, Board Policy Manual and Programmer Handbook he found inconsistencies which he feels need to be looked at. Paul believes as an institution a lack of consistency creates unnecessary arguments internally. Externally, as a 501(c)(3) organization we are legally responsible to be consistent and people can catch us on our inconsistencies.

Grant said the Board needs to be clear on what the Board is really trying to achieve and to not forget the "elephant in the room". It's not only about what the the Program Committee does, the General Manager relationship and how the Program Committee governs but how decisions are made. While it is generally about the bylaws, it is also about the fact that the Program Committee is instigating a change in how the Program Committee functions.

Bobbi said it was decided a few years ago that a Program Committee was not needed and Rick took over the responsibility of programming decisions. Jim believes the Program Committee's function is to make solid recommendations to Rick and he will do what's best for the station.

Mercedes is of the opinion that there are inconsistencies in the station's documents and supports the importance of consistency. Language is powerful and since all documents are public they should be consistent. 2020 is a census year and Mercedes believes this is a good time for review.

3.6 Station Diversity Statement: To be revisited and reviewed after Robert's presentation.

4 June Meeting Items

Diversity Training by Robert.
Diversity Statement Review
Bylaw Committee Report
Board Elections.
NVCF Grant Follow-up

The meeting was adjourned at 7:45 PM.

Next meeting Tuesday, June 11, 2019 6:00 PM in the KZFR Conference Room.

Submitted by Olivia duMosch