

**Nevada City Community Broadcast Group (KVMR)
Board of Directors Meeting
KVMR Community Room
120 Bridge Street
Nevada City, CA 95959
Monday, August 24, 2015 - 6:30 p.m.
Approved Minutes by
Therese Tesene, Board Scribe**

CALL TO ORDER

The Regular Meeting of August 24, 2015 of the Board of Directors of the Nevada City Community Broadcast Group (KVMR) was called to order at 6:44 p.m. in the KVMR Community Room, 120 Bridge Street, Nevada City, CA 95959, by President Mary Ross.

ROLL CALL

The President called the roll:

PRESENT: Directors Sharon Connor (Secretary) (Arrived at 6:59 p.m.), David Franco, Larry Hillberg, Tenali Hrenak, Diane McIntire, Susan Prince (Vice President), Phil Ritti, and Mary Ross (President)

ABSENT: Directors Barbara Jicha (Treasurer) and Meri St. Mary

STAFF PRESENT: Julie Chiarelli, General Manager

GUEST: Paul Molino, Community Advisory Board (CAB) Member.

REVIEW AND APPROVAL OF AGENDA

No changes were made to the agenda.

APPROVAL OF MINUTES

Motion by Director Prince, seconded by Director McIntire, and carried unanimously, 8-0-2-0, with Directors Jicha and St. Mary absent, approving the Minutes of the KVMR Board of Directors Regular Meeting of June 22, 2015 as submitted.

ACCEPT COMMITTEE REPORTS

Motion by Director McIntire, seconded by Director Prince, and carried unanimously, 8-0-2-0, with Directors Jicha and St. Mary absent, accepting the committee reports as submitted.

PRESIDENT'S REPORT

President Ross thanked Director Hillberg for producing the recent Fire Safety broadcast event. Director Hillberg stated that he would like to ask broadcasters to spotlight a business in the community like what is already done for Sammie's Friends and Hospitality House. He would also like to reach out to members of the community who do not listen to KVMR. President Ross shared a NCCBG Board of Directors Ground Rules Poster that was recently placed in her inbox. She suggested that the new Board might want to post it at future Board meetings. President Ross reminded Board members that there is a Used Record Sale this weekend in the KVMR community room. She stated that the Celtic Festival is still looking for volunteers. She will send an email to Board members who may be interested in greeting visitors at the gate to the Celtic Festival. Julie Chiarelli will be heading up the accounting operation at the Celtic Festival, and Barbara Jicha, David Franco, and Mary Ross will be helping out.

GENERAL MANAGER'S REPORT

General Manager Chiarelli referred to her report, which had been previously distributed. She stated that working with KQED 89.3 FM has improved our reception in the Auburn area but has only shown minimal improvement in the Sacramento area.

Director Connor arrived at 6:59 p.m.

General Manager Chiarelli reported that two KVMR mobile apps are almost ready to be made public. A donor has given us funds to purchase a profanity-delay piece of equipment. Julie thanked Karl Chelette for his video recording contributions. She reported that there is a checklist for new broadcasters to fulfill before they are certified. Broadcaster evaluations are being completed. Responding to General Manager Chiarelli's request regarding what type of feedback mechanism would the Board like to use for strategic planning purposes, President Ross responded that it is the Station Development Committee's responsibility to monitor progress on the Strategic Plan, so the General Manager should report regularly to that Committee on its progress. Director Connor suggested that an event calendar be produced so that Board members can sign up to be available for future events. General Manager Chiarelli stated that outreach training is done once or twice a year by the Volunteer Coordinator.

BOARD COMMITTEE REPORTS

EXECUTIVE COMMITTEE (EC). President Ross reported that the building project contractor has submitted a final bill. However it has not yet been paid pending receipt of lien releases from subcontractors and suppliers.

FINANCIAL REVIEW COMMITTEE (FRC). General Manager Chiarelli answered regarding the draft 2015-16 Budget.

Motion by Director Hillberg, seconded by Director Connor, and carried unanimously, 8-0-2-0, with Directors Jicha and St. Mary absent, to appoint Auditors Propp, Christensen, Caniglia to prepare the 2014-2015 audit.

STATION DEVELOPMENT COMMITTEE (SDC). Director McIntire stated that the SDC met on June 24 and offered the following proposals toward implementing Strategic Plan objectives:

1. Provide access to Board documents via Google Docs and train the Board on how to use it;
2. Promote Board Committee involvement and development;
3. Add a segment regarding the Board, Strategic Plan and their purposes in future Broadcaster training classes;
4. Develop and improve Board/staff/volunteer broadcaster relations by hosting events with Board and staff as well as present an interesting short segment about one or two aspects of the Strategic Plan at general meetings;
5. Conduct open house tours of KVMR at least two times per year;
6. Develop a printed Listener Guide; and
7. Have a Program Committee representative report to the Board quarterly.

Community Advisory Board (CAB) Update. CAB member Paul Molino stated that the CAB has met numerous times. The CAB is planning to conduct a survey. He presented a draft survey to the Board. The board discussed the survey questions, and asked Mr. Molino to have the CAB consider adding questions regarding whether or not the respondents listen to KVMR, and if not, why not.

BOARD DEVELOPMENT COMMITTEE (BDC). Director Connor reported that at the General Meeting Richard Dunk and Elisa Parker were elected to the Board. She requested that Board members forward names of prospective Board members to her. It was decided to defer discussion regarding extending Board member terms.

Nomination of 2015-2016 Officers. President Ross opened the floor for nomination of 2015-2016 Officers.

Motion by Director Hrenak, seconded by Director Connor, and carried 7-0-2-1, with Directors Jicha and St. Mary absent and Director Hillberg abstaining, to nominate Diane McIntire as President.

Motion by Director Prince, seconded by Director Hrenak, and carried 7-0-2-1, with Directors Jicha and St. Mary absent, and Director Hillberg abstaining, to nominate David Franco as Vice President.

Motion by Director McIntire, seconded by Director Prince, and carried 7-0-2-1, with Directors Jicha and St. Mary absent, and Director Hillberg abstaining, to nominate Sharon Connor for Secretary.

Motion by Director Franco, seconded by Director Connor, and carried 7-0-2-1, with Directors Jicha and St. Mary absent, and Director Hillberg abstaining, to nominate Barbara Jicha for Treasurer.

These nominees will be presented as a slate for election at the September Board meeting. The Bylaws call for elections to be held at the October Board meeting. However, because the current President's term will be expiring September 30, President Ross suggested that elections be held in September, and then ratified at the November meeting after new members are seated.

FUND DEVELOPMENT COMMITTEE (FDC). Director Prince reported that Development Director Cynthia Tweed is approaching a few KVMR members to discuss planned giving with the hope that they will look at the final letter to be sent to other members. Crowdfunding is being pushed to January 2016. Development Director Tweed is looking into other social media programs and is doing a good job getting the word out regarding KVMR.

CLOSED SESSION

Hearing no objection from the Board, President Ross recessed the meeting into Closed Session to discuss the restructuring of building financing.

The Board recessed into Closed Session at 9:07 p.m.

In closed session, the Board took the following action: Motion by Director Franco, seconded by Director Connor, and carried unanimously, 8-0-2-0, with Directors Jicha and St. Mary absent, to renegotiate the two Notes that KVMR has outstanding for financing the Bridge Street building project, extending the due date of the Note that is due November 1, 2015 by twelve months and lowering the minimum monthly payment on the Note that is due in 2020. This action is authorized with the intent that longer-term financing will be arranged for the total balance owing in November, 2015.

The Board reconvened at 10:00 p.m.

ADJOURNMENT

Motion by Director Prince, seconded by Director Ritti, and carried unanimously, 8-0-2-0, with Directors Jicha and St. Mary absent, to adjourn the meeting.

Meeting adjourned at 10:01 p.m.

Next Board Meeting: September 28, 2015, 6:30 p.m.
KVMR Community Room
120 Bridge Street
Nevada City, CA