

**Nevada City Community Broadcast Group (KVMR)
Board of Directors Meeting
KVMR Community Room
120 Bridge Street
Nevada City, CA 95959
Monday, January 26, 2015 - 6:30 p.m.
Approved Minutes by
Therese Tesene, Board Scribe**

CALL TO ORDER

The Regular Meeting of January 26, 2015 of the Board of Directors of the Nevada City Community Broadcast Group (KVMR) was called to order at 6:38 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, Larry Hillberg, Barbara Jicha (Treasurer), Diane McIntire, Susan Prince (Vice President), Meri St. Mary, and Mary Ross (President).

ABSENT: Director Phil Ritti.

STAFF PRESENT: Steve Baker, Program Manager; Dave Barnett, Chief Engineer; Edy Cassell, Volunteer Director; Julie Chiarelli, Business Manager/Interim General Manager; Paul Emery, News Director; Glen Foley, Underwriting Account Executive; Adriana Kelly, Membership Coordinator; and Cynthia Tweed, Development Director.

ALSO PRESENT: David Franco, Prospective Board Candidate, and Michael Young, KVMR Past President.

REVIEW AND APPROVAL OF AGENDA

No changes were made to the agenda.

APPROVAL OF MINUTES

Motion by Director Prince, seconded by Director Jicha, and carried unanimously, 7-0-1-0, with Director Ritti absent, approving the Minutes of the KVMR Board of Directors Regular Meeting of November 24, 2014 as submitted.

ACCEPT COMMITTEE REPORTS

Motion by Director Jicha, seconded by Director McIntire, and carried unanimously, 7-0-1-0, with Director Ritti absent, accepting the committee reports as submitted.

GUESTS

Development Director Tweed, Program Director Baker, Chief Engineer Barnett, Volunteer Director Cassell, News Director Emery, Underwriting Account Executive Foley, and Membership Coordinator Kelly addressed the Board in support of Business Manager/Interim General Manager Chiarelli being promoted to the General Manager position.

PRESIDENT'S REPORT

President Ross thanked Business Manager Julie Chiarelli for also acting as Interim General Manager. It was noted that since her appointment, the atmosphere at KVMR for staff and broadcasters is positive. President Ross reported that a National Federation of Community Broadcasters Regional Summit will be held in Nevada City on May 21-22. President Ross stated that the Board needs to appoint a Board member to the Community Advisory Board (CAB). The Program Committee is looking for a public member with good evaluating and/or administrative skills. The Program Committee meets every two weeks on Mondays at 4:30 p.m. President Ross suggested that a date be scheduled for Board members to get together as a group to make calls to community members asking for donations to the Capital Campaign.

GENERAL MANAGER'S REPORT

Interim Business Manager/General Manager Chiarelli reported that KVMR has been notified that it is not eligible for a \$38,000 Community Public Broadcasting (CPB) grant because CPB has recently determined that KVMR does not meet the criteria of a rural station. A rural station serves 40 people or less per square kilometer and CPB determined that we have 41 people per square kilometer. She is looking into the matter. Acting Business Manager/General Manager Chiarelli reported that staff is scheduled to move into the new building on February 14 and the broadcasters on February 25. Director St. Mary reported that she is training lots of broadcasters in Studio B and that they should be informing the Volunteer Director as they are trained.

BOARD COMMITTEE REPORTS

EXECUTIVE COMMITTEE (EC). The Executive Committee is directing the General Manager recruitment process. While the statements from staff in support of Ms. Chiarelli being promoted to General Manager in that they reflect a very positive work environment, FCC requirements and sound business practices dictate that KVMR actively solicit and evaluate applicants for the General Manager position. The fact that Ms. Chiarelli is performing well in the interim position makes the recruitment less urgent than it would otherwise be, but it is important that an open recruitment be done. President Ross stated that she does not expect the recruitment process to incur substantial costs. There are a number of places that the position can be posted at no cost that should reach the right audience. First level interviews can be done via Skype if necessary. The recruitment will be held as required by law. Comments from a survey have been incorporated into a job description that is being widely circulated. A flexible timeline shows a new General Manager starting on June 1.

FINANCIAL REVIEW COMMITTEE (FRC). Director Jicha reviewed the minutes of the January 22, 2015 meeting of the FRC. She reported that budget performance is overall \$28,200 better than projected. Membership revenue is \$12,000 higher than expected at this point in the year due largely to year-end gifts, including two \$5,000 contributions. Underwriting is performing \$2,000 better than budgeted thanks to the efforts of Account Executive Glen Foley.

Regarding the issue of debt related to the new building, it was noted that we have paid \$2,400 in interest to date. When we start paying principal and interest under the current financing terms, the monthly cash outflow will be \$10,000 per month, nearly double what we are currently paying in rent. \$1.15 million of the debt is due November 1, 2015. Director Hillberg would like to see how much we are paying towards principal and interest on the loan for the new building and how much it would cost to pay off the loan. President Ross noted that refinancing opportunities are being investigated, and that it may be required re-split the parcel that is now owned by the Bridge Street Trust into two parcels so that the new building can secure the refinancing without encumbering the theater building.

The owners of the Banner Mountain property where our antenna resides have submitted a proposed easement revision. One of the provisions is that the station not increase its power output or the level of electromagnetic radiation from the easement area.

STATION DEVELOPMENT COMMITTEE (SDC). President Ross reported that since Director Ritti is currently working in Mountain View he would not be able to chair the SDC.

BOARD DEVELOPMENT COMMITTEE (BDC). Board member candidate Tenali Hrenak introduced himself to the Board.

Motion by Director Connor, seconded by Director Hillberg, and carried unanimously, 7-0-1-0, with Director Ritti absent, appointing Tenali Hrenak to an unexpired partial term on the Board, ending September 30, 2015.

Prospective Board member candidate David Franco introduced himself to the Board.

FUND DEVELOPMENT COMMITTEE (FDC). Director Prince reported that the FDC met on January 20, 2015 to discuss the Big Day of Giving (Big DOG), planned giving, a potential crowdfunding project, and social media. The Big DOG will take place on May 5. Director Prince will contact local experts in estate planning to discuss KVMR's planned giving expectations and to set up a planned giving committee. The FDC decided to postpone crowdfunding until after KVMR moves to the new building when equipment needs are better determined. FDC members complimented the Development Director on her social media efforts to date.

ADJOURNMENT

Motion by Director St. Mary, seconded by Director Jicha, and carried unanimously, 7-0-1-0, with Director Ritti absent, to adjourn the meeting.

Meeting adjourned at 8:33 p.m.

Next Board Meeting: March 23, 2015, 6:30 p.m.
 KVMR Community Room
 120 Bridge Street
 Nevada City, CA