

**Nevada City Community Broadcast Group (KVMR)
Board of Directors Meeting
KVMR Third Floor Conference Room
120 Bridge Street
Nevada City, CA 95959
Monday, March 23, 2015 - 6:30 p.m.
Approved Minutes by
Therese Tesene, Board Scribe**

CALL TO ORDER

The Regular Meeting of March 23, 2015 of the Board of Directors of the Nevada City Community Broadcast Group (KVMR) was called to order at 6:30 p.m. in the KVMR Third Floor Conference Room, 120 Bridge Street, Nevada City, CA 95959, by President Mary Ross

ROLL CALL

The President called the roll:

PRESENT: Directors Sharon Connor (Secretary), Larry Hillberg, Tenali Hrenak, Barbara Jicha (Treasurer), Diane McIntire, Susan Prince (Vice President), Meri St. Mary (arrived at 7:22 p.m.), and Mary Ross (President).

ABSENT: Director Phil Ritti.

STAFF PRESENT: Julie Chiarelli, Business Manager/Interim General Manager.

ALSO PRESENT: David Franco, Prospective Board Candidate, and Joseph Guida, Broadcaster, Former General Manager, and General Manager candidate

REVIEW AND APPROVAL OF AGENDA

No changes were made to the agenda.

APPROVAL OF MINUTES

Motion by Director Jicha, seconded by Director McIntire, and carried unanimously, 7-0-2-0, with Directors Ritti and St. Mary absent, approving the Minutes of the KVMR Board of Directors Regular Meeting of January 26, 2015 as amended to correct the date of the meeting.

ACCEPT COMMITTEE REPORTS

Motion by Director McIntire, seconded by Director Prince, and carried unanimously, 7-0-2-0, with Directors Ritti and St. Mary absent, accepting the committee reports as submitted.

GUESTS

Joseph Guida, Broadcaster, former General Manager, and current applicant for the vacant General Manager position, introduced himself to the Board.

PRESIDENT'S REPORT

President Ross reported that a lot has happened in the past two months since the last Board meeting. We moved to our new building, did a massive decorating of the space, held a VIP reception and open house, performed a live radio theatre performance, and tonight we are broadcasting our first house concert. She gave high accolades to Julie Chiarelli for her leadership and for the commitment of KVMR volunteers who worked endless hours to get it all done. Among the many volunteers who worked tirelessly, President Ross wanted to especially thank Dennis Brunnenmeyer, John Adams, Russ Roy, and Ralph Henson.

President Ross reported that the general manager position is being advertised and will be open through April 17. The executive committee will screen the applications. The position is scheduled to be filled by June 1.

GENERAL MANAGER'S REPORT

Business Manager/Interim General Manager Chiarelli invited Board members to audit the broadcaster training class that starts April 7 and will continue on Tuesday evenings from 6 pm to 9 pm. She reported that we have received 40 applicants, of which 30 will be accepted. Ms. Chiarelli reported that Underwriting Account Executive Glen Foley has accepted a position with Telestream and will be leaving the station. Development Director Cynthia Tweed will be taking over the accounts until someone new is hired. She has booked the Nevada Theatre and the Haven for the NFCB Regional Summit in May. We are responsible for entertainment and food. Partial scholarships have been offered to broadcasters. Ms. Chiarelli reported that she attended an executive director mixer for the Center for Non-Profit Leadership (CNL) and was surprised that the organizations present did not realize that they could use KVMR for promotion purposes. She will continue to reach out to local businesses and is scheduled to be part of a How to Promote Your Business workshop at CNL.

BOARD COMMITTEE REPORTS

EXECUTIVE COMMITTEE (EC). President Ross reported that \$282,000 has been raised for the capital campaign since we moved into the new building. Change orders are being made to the construction contract and we won't know the final total cost for a couple of weeks. After we know the final total cost, we will renegotiate terms of the loan that is presently due in November 2015 to extend the due date to March 2016, consistent with discussions with the lender.

FINANCIAL REVIEW COMMITTEE (FRC). Director Jicha stated that the FRC met on February 23 but did not meet in March. She reported that the Celtic Festival would be held in October this year which for budgeting purposes is in next fiscal year.

STATION DEVELOPMENT COMMITTEE (SDC). President Ross stated that Director McIntire has agreed to chair the SDC. Director McIntire reported that she has met with past Director Hensley regarding the CAB (Community Advisory Board) and will be working to reinvigorate it.

BOARD DEVELOPMENT COMMITTEE (BDC). Director Connor distributed the Board roster that listed three current vacancies including volunteer elected seats 2 and 5, and board elected seat 8. Volunteer elected seat 9 currently held by Larry Hillberg and Board elected seat 9 currently held by Mary Ross will be vacant due to term limits in September. She had concerns about the voting process for volunteer elected positions and questioned if it could be accomplished by the April 22 General Meeting. After discussion, it was agreed that due to timing issues, a general meeting could be held in the summer for the volunteer elected positions.

Director Meri St.Mary arrived at 7:22 p.m.

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

Director Connor nominated David Franco to fill unexpired Board elected seat No. 8 from October 1, 2014 through September 30, 2017. Mr. Franco excused himself from the meeting while the election was conducted by secret ballot. David Franco was elected by unanimous vote, 8-0-1-0, with Director Ritti absent.

Director Connor reported that the BDC discussed a process for succession of the Board president that would allow for Directors serving as Board President to continue on the Board in the unofficial role of past president in order to mentor the incoming President. Ideally, the vice president would be someone who is qualified and interested in serving as president, and would step up to the president position in time for the prior president to serve in the past president capacity for the final year of his/her term. This is not something that requires a change in the bylaws, but just represents a direction in which the BDC would like to see the selection of officers go.

FUND DEVELOPMENT COMMITTEE (FDC). Director Prince reported that the FDC met in February and also held the first three meetings of KVMR's Legacy Society committee. The planned giving/legacy society project is well underway. The FDC hopes to include the Big Day of Giving within the spring membership drive next year. The crowdfunding effort will resume after a suitable goal is identified. Development Director Tweed is keeping on top of social media and will provide reports for future Board meetings.

2015 BOARD RETREAT. It was agreed to hold a half-day retreat on Friday, June 12, at President Ross' house from 2 pm to 5 pm with a BBQ afterwards. The focus of the retreat will be on Board development, recruiting, training, etc. It was suggested that the Bylaws also be reviewed ahead of time for Board review at the retreat.

ADJOURNMENT

Motion by Director Connor, seconded by Director McIntire, and carried unanimously, 8-0-1-0, with Director Ritti absent, to adjourn the meeting.

Meeting adjourned at 8:20 p.m.

Next Board Meeting: May 18, 2015, 6:30 p.m.
KVMR Community Room
120 Bridge Street
Nevada City, CA