

**Nevada City Community Broadcast Group (KVMR)
Board of Directors Meeting
BriarPatch Community Room
290 Sierra College Drive
Grass Valley, CA 95945
Monday, July 28, 2014 - 6:30 p.m.
Approved Minutes by
Therese Tesene, Board Scribe**

CALL TO ORDER

The Regular Meeting of July 28, 2014 of the Board of Directors of the Nevada City Community Broadcast Group (KVMR) was called to order at 6:35 p.m. in the BriarPatch Community Room, 290 Sierra College Drive, Grass Valley, CA 95945, by President Mary Ross.

ROLL CALL

The President called the roll:

PRESENT: Directors John Hensley, Larry Hillberg, Barbara Jicha (Treasurer), Susan Prince (Vice President), Phil Ritti, Justin Sternberg, and Mary Ross (President)

ABSENT: Director Meri St. Mary

STAFF PRESENT: Julie Chiarelli, Business Manager, and David Levin, General Manager

GUESTS: Sharon Connor and Daunine Vining.

REVIEW AND APPROVAL OF AGENDA

The following items were added to the agenda: 1) Action item under the Financial Review Committee (FRC) to adopt revised Budget Policy; and 2) Community Advisory Board (CAB) update.

APPROVAL OF MINUTES

Motion by Director Hensley, seconded by Director Ritti, and carried unanimously, 6-0-1-0, with Director St. Mary absent, approving the Minutes of the KVMR Board of Directors Meeting of June 23, 2014 as submitted.

ACCEPT COMMITTEE REPORTS

Motion by Director Jicha, seconded by Director Sternberg, and carried unanimously, 6-0-1-0, with Director St. Mary absent, accepting the committee reports.

INTRODUCTION OF GUESTS

Sharon Connor and Daunine Vining introduced themselves to the Board. Both are prospective candidates for vacant seats on the Board.

PRESIDENT'S REPORT

President Ross thanked Director Ritti and General Manager Levin for joining her in the Fourth of July parade. She reported that KVMR's 36th Birthday Picnic was very successful and that, not only were the modest costs of the event covered by the bar, but approximately \$1,200 was raised through a raffle. It was great to attend World Fest as well as hear it broadcast live. Joan Baez recorded a promo that will be used on Laura Miller's show. Director Ross would like to schedule a tour of the new building for all Board members. Director Ross reported that she was very impressed after attending a house party fundraiser for Tales From The Long Memory documentary series based on "Loafer's Glory--The Hobo Jungle of the Mind," narrated by U. Utah Phillips. The film will be using extensive audio recordings from Utah's radio programs. She also stated that she went away inspired and excited after she and the General Manager met with a successful internet marketer regarding how the station can better use social media.

COMMUNITY ADVISORY BOARD (CAB) UPDATE

Director Hensley reported that Program Director Steve Baker made a presentation to the Community Advisory Board (CAB) regarding Program Committee goals at a recent meeting. The Board and members of the public are invited to attend the next CAB meeting on September 30th from 9 a.m. to 10:30 a.m. at the Miners' Foundry.

GENERAL MANAGER'S REPORT

General Manager Levin expressed gratitude to Business Manager Chiarelli for her recent work on the website. General Manager Levin stated that he would find out how feedback obtained at lapsed member call nights is being documented and followed up. Business Manager Chairelli stated that the car donation program is doing very well. Director Hillberg is concerned that the rate of membership pledge fulfillment has gone down.

BOARD COMMITTEE REPORTS

FINANCIAL REVIEW COMMITTEE (FRC). Director Jicha reported that the FRC met on July 3 to review the proposed budget for next fiscal year. She stated that we expect to end this year's budget with an operating deficit of approximately \$27,000 primarily due to a reduction in membership support. We are still optimistic that the Celtic Festival will bring in higher revenue than budgeted. Director Jicha reported that a lot of work went into the proposed budget for FY 2014-2015. It is a balanced budget with employee and contract position cuts. She stated that with to the retirement of Underwriting Director

Gorman, the Underwriting Department would be reorganized under the direction of the new Development Director. General Manager Levin reported that four Development Director candidates will be interviewed this week. Director Hillberg reiterated that he does not support using reserves for the budget. President Ross asked that before a proposal to invest in additional translators is brought to the Board for consideration, that the FRC review the budget implications and that the SDC evaluate the proposal for consistency with the recently adopted strategic plan.

Director Jicha reported that the proposed budget shows a surplus of approximately \$6,000. She is concerned that staff needs computers and the website needs support that is currently not budgeted. The General Manager has asked the Business Manager to prepare a proposal for support and expansion of the website. While there are funds budgeted for back-end Drupal support, there is no budget for website content management. Director Prince suggested that we look for a grant for a full-time media person. Business Manager Chiarelli suggested developing an internship program for high school and/or college students.

Director Jicha reported that the proposed budget shows very conservative revenue. The budget proposal eliminates one of the news positions, and staff is entering into an agreement with Yubanet as a news source. The budget cuts back some staff hours that will reduce salary as well as fringe benefits. Director Jicha stated that we need to be creative and do something different to create more revenue. The proposed budget will be reviewed by the Board at its September meeting.

Motion by Director Sternberg, seconded by Director Hillberg, and carried unanimously, 6-0-1-0, with Director St. Mary absent, to approve Amendment #1 to Board Policy #6 - Budget Process Policy.

RECESS. The chair recessed the meeting from 8:20 p.m. to 8:29 p.m.

STATION DEVELOPMENT COMMITTEE (SDC). Director Ritti reviewed the minutes of the SDC meeting of July 17.

Motion by Director Ritti, seconded by Director Sternberg, and carried unanimously, 6-0-1-0, with Director St. Mary absent, to adopt the final version of the KVMR Strategic Plan for 2014–2018.

Director Ritti stated that his top priorities are to ensure adequate funding for the station and capital campaign, improve teamwork and cohesiveness of the Board, staff, broadcasters, volunteers, and community by getting to know each other better and clarifying roles and responsibilities, and to continue improvement of the website. He asked that Board members send him their top priorities, which he will tabulate and send to the General Manager.

BOARD DEVELOPMENT COMMITTEE (BDC). Director Sternberg reported that the deadline for Board member applications is September 1. He stated that there is a new link on the home page for Board applications. He and President Ross have recorded a

public service announcement that will be aired through the September 1 deadline. One application has been submitted so far and there are several more interested candidates who appear to be good prospects. The Board set September 10 from 6:30 p.m. to 9:30 p.m. for candidate interviews.

Susan Prince addressed the Board regarding the status of her term as a Board member. She stated that she has decided not to resign from the Board. It was the consensus of the Board to reinstate Susan Prince to her seat on the Board as if she had never expressed a desire to vacate it.

FUND DEVELOPMENT COMMITTEE (FDC). Director Prince presented an overview of the FDC meeting of July 15, including Director St. Mary's capital campaign fundraising plans, Big Day of Giving (Big DOG), My Broker Donates, Planned Giving, and Crowdsourcing.

CLOSED SESSION

Motion by Director Hensley, seconded by Director Hillberg, and carried unanimously, 7-0-1-0, Director Prince voting and Director St. Mary absent, to recess into Closed Session to discuss the KVMR Capital Campaign.

Meeting recessed into Closed Session at 9:10 p.m. to discuss fundraising strategies for the Capital Campaign. There was no action taken during Closed Session.

The meeting reconvened at 9:35 p.m.

Motion by Director Sternberg, seconded by Director Jicha, and carried unanimously, 7-0-1-0, with Director St. Mary absent, authorizing the Board President to execute an amendment to the Promissory Note and Security Agreement providing for an additional loan principal amount of \$1,200,000, payable in as soon as long term financing can be secured.

ADJOURNMENT

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

Meeting adjourned at 9:43 p.m.

Next Board Meeting: September 22, 2014, 6:30 p.m.
BriarPatch Community Room
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