

**Nevada City Community Broadcast Group (KVMR)
Board of Directors Meeting
KVMR Community Room
120 Bridge Street
Monday, June 24, 2019 - 6:30 p.m.
Approved Minutes by Therese Tesene, Board Scribe**

CALL TO ORDER

The Regular Meeting of June 24, 2019 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 Community Room, 120 Bridge Street, Nevada City, CA 95959, by President Franco.

ROLL CALL

The President called the roll:

PRESENT: Directors Cameron Brady, Harriet Diamond [left at 7:41 p.m.], Barbara Jicha (Treasurer), Diane McIntire, Elisa Parker (Vice President) (arrived at 6:35 p.m.), Richard Sharkey, Lew Sitzler, Adela Wilcox (Secretary), and David Franco, (President).

ABSENT: Directors John Hensley and Phil Ritti.

STAFF PRESENT: Ali Lightfoot, General Manager.

GUESTS: Jane Calbreath, Board Development Committee public member.

REVIEW AND APPROVAL OF AGENDA

Motion by Director McIntire, seconded by Director Sitzler, and carried unanimously, 8-0-3-0, with Directors Hensley, Parker, and Ritti absent, approving the agenda as submitted.

APPROVAL OF MINUTES

Motion by Director Wilcox, seconded by Director Sharkey, and carried, 7-0-3-1, with Directors Hensley, Parker, and Ritti absent, and Director Jicha abstaining, to approve the Minutes of the KVMR Board of Directors Regular Meetings of April 22, 2019 and May 20, 2019.

ACCEPT COMMITTEE REPORTS

Motion by Director Diamond, seconded by Director Sharkey, and carried unanimously 8-0-3-0, with Directors Hensley, Parker, and Ritti absent, accepting the committee reports as submitted.

PRESIDENT'S REPORT

Director Parker arrived at 6:35 p.m.

President Franco reflected that the station has been in transition during the General Manager recruitment process since August of 2018. In an attempt to attract and retain board members, discussion ensued regarding the requirement for board members to attend board meetings and be members of two board committees. Motion by Director Wilcox, seconded by Director Cameron, and carried unanimously, 9-0-2-0, with Directors Hensley and Ritti absent, changing the policy requiring Board members to attend board meetings and be a member of at least one board committee.

GENERAL MANAGER'S REPORT

General Manager Lightfoot stated that she's made progress with the emergency preparedness plan and would like to get "red" phones for both studios. These in-studio phones would ring/light up during an emergency requiring the broadcaster to immediately answer. General Manager Lightfoot stated that the Chief Engineer showed her how to connect to a satellite remotely if we lose our signal. Discussion ensued regarding royalties and licensing requirements. General Manager Lightfoot talked about her recent conference experience where she was excited to hear about new programs where news teams engaged with community members.

BOARD COMMITTEE REPORTS

BOARD DEVELOPMENT COMMITTEE (BDC). President Franco informed the Board that Director Wilcox and Director Sitzer are now co-chairing the BDC.

Motion by Director Jicha, seconded by Director Brady, and carried unanimously, 9-0-2-0, with Directors Hensley and Ritti absent, adding the word "excess" to "derive any benefit from" in Part A of the Conflict of Interest Policy.

Director Wilcox gave a diversity training presentation. For homework Director Wilcox asked Board members to recognize diverse groups of the station.

Director Diamond left the meeting at 7:41 p.m.

EXECUTIVE COMMITTEE (EC). No report was given.

FINANCIAL REVIEW COMMITTEE (FRC). Motion by Director Wilcox, seconded by Director Brady, and carried unanimously, 8-0-3-0, with Directors Diamond, Hensley, and Ritti absent, approving the amended Financial Review Committee charter.

Motion by Director Brady, seconded by Director McIntire, and carried unanimously, 8-0-3-0, with Directors Diamond, Hensley, and Ritti absent, authorizing the proceeds from a \$200,000 certificate of deposit (CD) be reinvested in another CD with Edward Jones to maximize investment income with minimum risk.

Motion by Director Sitzer, seconded by Director Wilcox, and carried unanimously, 8-0-3-0, with Directors Diamond, Hensley, and Ritti absent, authorizing \$130,000 of unreserved funds be used to make an additional payment on our mortgage and that \$45,000 be transferred from unreserved funds to reserve funds.

The Board asked the GM to schedule ±five-minute presentations from staff at future board meetings.

STATION DEVELOPMENT COMMITTEE (SDC). Director Sitzer stated that the SDC will keep emergency preparedness as an ongoing agenda item until the station has a plan in place for staff, board, and volunteers.

FUND DEVELOPMENT COMMITTEE (FDC). Director McIntire stated that the FDC's charter will be addressed at its next meeting. The FDC is working on the Woodstock event in July.

CLOSED SESSION

Motion by Director Brady, seconded by Director Jicha, and carried, 8-0-3-0, with Directors Diamond, Hensley, and Ritti absent, to recess into Closed Session to discuss personnel matters.

Meeting recessed into Closed Session at 8:08 p.m. and reconvened at 8:38 p.m.

No action was taken in Closed Session.

ADJOURNMENT

Motion by Director Sitzer, seconded by Director Brady, and carried unanimously, 8-0-3-0, with Directors Diamond, Hensley, and Ritti absent, to adjourn the meeting.

Meeting adjourned at 8:38 p.m.

Next Board Meeting: July 29, 2019, 6:30 p.m.
KVMR Community Room
120 Bridge Street
Nevada City, CA