

MCPB/KZYX Board of Directors Meeting Minutes for August 29, 2023

The Board of Directors met via Zoom. **Present:** Directors Dina Polkinghorne (President), Kate Stornetta (Treasurer), and Susan Baird Kanaan; staff members Marty Durlin and Katherine Cole; board member candidates Xochilt Martinez (at large), Angelica Limon (at large), Jeff Zolitor (Programmer representative), and Mary Golden. Member of the public Stuart Campbell was also present.

A CALL TO ORDER AND INTRODUCTIONS: 5:01 PM.

Dina heartily welcomed the new member candidates. Apart from Jeff, all are Board appointees to replace elected members who needed to resign before their terms ended.

B AGENDA APPROVAL:

The agenda was approved with 1 modification, deferring the Approval of Financial Reports (item E.2) to the September meeting to give new members a chance to familiarize themselves with KZYX financial matters.

C PUBLIC EXPRESSION: There was no public expression.

D REPORTS FROM COMMITTEES (*see written reports for details*)

D.1 Finance Committee – Kate Stornetta, BOD Treasurer

KZYX ended the recently-completed fiscal year with an operating deficit of \$42,137. This is the second operating deficit in two years; both have been covered by reserves from a 2022 COVID-related grant. The Executive Committee has reduced the 2023-24 budget in recognition of these realities.

D.2 Capital Campaign – Kate Stornetta, Chair

The building fund for the new Ukiah HQ (capital campaign) is a separate, restricted account with a balance of about \$170,000, plus another \$147,000 grant from the National Endowment for the Humanities held in reserve until NEH approves building plans (see below). Kate reviewed the Capital Campaign Task Force's action items, deadlines, and up-coming events, and encouraged new members to join the group, which meets on the 1st and 3rd Wednesdays of every month at 3 pm via Zoom.

D.3 Executive Committee — Dina Polkinghorne, Chair

Having been tasked with meeting with Alexis Vincent, the building project manager, but lacking relevant expertise, the Executive Committee has created a Building Task Force composed of several experts which now meets with Alexis

D.4 BOD Membership Committee — Renee Vinyard, Chair

In Renee's absence, Dina noted that the Board still needs a representative from District 4 (Ft. Bragg area).

D.5 Ad hoc committees to work on Employee Handbook and Programmer's Manual—Dina Polkinghorne

A draft of the employee handbook is almost ready for review by the staff. This is "a big deal for KZYX," which has never had such a handbook. Dina asked for help in completing it. Staff are also developing a programmers' manual and a programmers' handbook.

E. CONSENT CALENDAR

E.1 APPROVAL OF BOD MINUTES, June 2023:

The minutes were approved on a motion made by Kate and seconded by Susan.

E.2 APPROVAL OF MONTHLY FINANCIAL REPORTS, end of year FY2023:

Deferred to September meeting.

F CONDUCT OF BUSINESS

F.1 Appointment of new Board members:

On a motion by Kate and second by Susan, the Board appointed to the Board Jeff Zolitor, Programmer Representative; Xochilt Martinez, At-large representative; and Angelica Limon, At-large representative. Angelica and Xochilt's terms will end in Spring 2024. Jeff was the only candidate for the Programmer Representative to step forward, so the Board was able to appoint him; his term will end 2024. Mary will be appointed to replace Dina as the District 5 representative when she shifts to a staff position in January, 2024. Members extended their welcome to the new members, and noted that this is a working board.

F.2 General Manager's report - Marty Durlin

The next on-air drive is scheduled for October 20-28, with a goal of \$86,000. There is an all-station meeting at the Mendocino Arts Center on September 7. Signal issues that have plagued the station for the past 8 months are finally getting better. Victor has created documents on emergency response protocols and plans for the Spanish language program. Work on podcasts has slowed down. COVID is coming back, and new precautions are in place. The amount of and competition for the impending FEMA/CPB grant are disappointing. On the NEH grant, a consultant has determined that the Ukiah site has "historical significance," but the associated requirements don't seem prohibitive. NEH review of the plans is pending. The Building Committee has met once with Alexis, and the meeting went well. Finally, Marty thanked the new members, praised their "impressive, perfect backgrounds," and thanked Renee for her membership recruitment efforts.

G. MATTERS FROM BOARD MEMBERS:

At Dina's invitation, Stuart Campbell reported on the September 29 showing of the film "Unredacted," a benefit for the KZYX building fund that he is organizing with John Azzaro. Members expressed gratitude.

At Marty's invitation, Music Programming and Underwriting Director Katherine Cole reported on the status of underwriting (see written report). This category came in under budget last year, but two businesses have since returned. Katherine said local businesses are tightening their belts. Dina praised Katherine for having turned the underwriting effort upside down in a very short time, organizing systems and recruiting new supporters. Katherine said the underwriters are eager about the move to Ukiah.

H. ANNOUNCEMENT OF NEXT MEETING: Tuesday, September 26, 2023

I. ADJOURNMENT: After noting that the board plans to meet in person twice in the coming year, Dina adjourned the meeting at 5:59 p.m.

Submitted by Susan Kanaan, acting Secretary