

**Spokane Public Radio
Board of Directors Meeting
March 20, 2025 @ 5:30 pm
SPR Conference Room, 2nd floor**

Board Members Present: Steve Faust, Tony Flinn, Dan Fratini, Sam Jennings, Catherine Kashork, Jess Ponikvar, and Rick Shaffer.

Others Present: John Decker, Beth Severn-Johnson, Tom Lee, Jerry Olson.

Meeting was called to order at 5:30 pm.

Steve offered an opportunity for members of the public to comment. Jerry wished all a happy spring.

- 1) **Minutes.** On motion duly made and seconded, minutes of the January 20, 2025 regular meeting of the Board were unanimously approved as submitted.
- 2) **Financial Report.** A financial report was provided in the board packet, consisting of balance sheet as of February 31, 2024, a profit & loss statement from July 2024 through February 2025, and a cash flow analysis.

Catherine reported she had inquired of several financial institutions for deposit of the Kirby building funds, and that STCU offered the best money market rates. As per the resolution approved in January, Catherine will work with John and Debbie to establish the account.

Steve provided an update on the FY 26 budget process: the executive committee will hold a study session on April 20 (actually held April 22), the full board will see a draft budget at its May meeting, the executive committee will review a final budget in June with the intent to provisionally approve it subject to review by the full board at our annual meeting in July.

On May 13 – 15, there is an annual gathering of public radio GMs in Washington DC, which John plans to attend, and he will then be working remotely through May 24 while with family in Sweden. On motion duly made and seconded, the board determined to hold its regular May board meeting on May 8 instead of May 15.

John and the board then discussed expectations for what information the draft budget to be presented on May 8 include. Board members expressed a desire for revenue & expenses at a high level, with some detail on plans for staffing and any new hires. Also to have some upper and lower boundaries on forecasted revenue.

Discussion turned to the financial statements. John reviewed the profit & loss statement, which was in a different format that includes notes from management. SPR is managing cash carefully and delaying payment on some quarterly programming expenses to do so.

SPR will seek to hire an underwriting representative to replace a staff member who is retiring. Sales to new accounts have been difficult in the last few months.

The gross revenue from the record sale was \$49,000. SPR is now participating in the NPR+ program and will receive a portion of donations made directly to NPR by listeners in our coverage area. We are also able to follow up and contact those donors who are not already members of SPR.

John noted the balance sheet shows the impact to cash of the net funds received from sale of the Kirby, but he is not reporting this as revenue in the P&L to avoid over-stating the reality of SPR's revenue from operations.

On motion duly made and seconded, the directors voted to accept the financial report.

- 3) **Operations Report.** The Spring pledge drive will begin on March 29th and run for seven days. John is introducing a few changes by focusing on the drive times, not pitching live in the middle of the day to spare resources, using recorded spot then instead, scripting the pitches to improve focus, but still room for adlibbing and personal stories. This all should improve the pacing. Jim and Jan and Leonard will still periodically pitch on the weekends.

The goal of the drive is \$200,000. There will be premiums: Thomas Hammer gift cards for sustainers of 15 or 20\$ (600 cards). Steve asked Beth to directly reach out to board members for how we might help with pledge drive. John expressed his appreciation to the staff for implementing the changes.

John, Beth, and Stephanie are planning regional visits to introduce the new GM. Visits are planned on April 12, April 26, and either May 3 or May 10. Destinations include Sandpoint and Coeur d'Alene, and others to be determined. Tony volunteered to attend.

SPR is also planning two events in mid-week, early June, one for corporate underwriting clients and one for friends of station, each to be held in the performance studio.

Rick Shaffer asked about CPB grant funds. John noted funds are forward appropriated for FY 26 but it is possible the administration may seek to claw back these funds. There are upcoming Senate hearings on NPR and PBS. The publicity may help with SPR's pledge drive.

- 4) **Review of Form 990.** Each director was provided with a copy of SPR's draft form 990 in the board packet. The return is prepared by Eide Bailley. Steve asked that each board member review the draft 990 and send him any questions or concerns, noting that he was not aware SPR had a document retention policy or a whistleblower policy (as stated in the draft 990), and would be checking with Eide Bailley about this. Heather is undertaking to review SPR's existing policies and to recommend certain policies for adoption by the board to better support requirements and/or best practices like those inquired about in the form 990.

As part of that effort, on motion duly made and seconded, the board unanimously affirmed the organization's existing mission statement (which is set out in the meeting agenda) and conflict

of interest policy. Steve anticipates that some additional policies will be brought forth for board consideration in May.

Catherine Kashork left the meeting.

- 5) Nominations Committee.** After discussion, on motion duly made and seconded, the board appointed Sam Jennings to chair the nominations committee. Dan and Rick are both members of the committee and will continue to serve. Linda Finney has also been a member, and Sam will ask her to continue.

Steve asked that any other board member willing to serve, or with a candidate for board service, contact Sam.

On motion duly made and seconded, the Board moved to executive session at 6:30 pm.

The meeting was adjourned at 7:30 pm.