

MENDOCINO COUNTY PUBLIC BROADCASTING
Board of Director's Meeting
ZOOM – Meeting ID 861 6178 0759
August 26, 2025 - 5 PM

ADOPTED MINUTES

A CALL TO ORDER

Called to order at 5:02 PM.

In attendance SB, MG, SD, DS, KW, KO, JZ. Absent MS and CW.

GM Andre De Channes and outgoing interim GM Dina Polkinghorne

B AGENDA APPROVAL

Moved KO/2nd DS. Passed unanimously. Switched Item J to Item H.

C PUBLIC EXPRESSION

None

D REPORTS FROM COMMITTEES

D.1 Finance Committee – Treasurer Golden

Review the Financial Statements

- a. As of July 31, 2025 the balances in the KZYX checking accounts were:
SBMC operations checking account (#3934) – \$227,302.99.
SBMC concert checking account (#3543) (unrestricted) – \$26,698.45
SBMC building fund checking account (#9654) (restricted) – \$368,881.
Redwood Credit Union Savings (unrestricted for time being) - \$2000.93
RCU Operations savings account - \$0
RCU Building Fund savings account (restricted) - \$0
Schwab account as of 6.30.25 - \$17,266.
- b. As of July 31, 2025 Operations and Building Fund show a combined net loss of \$47,464.10, compared to an operations net loss of \$17,250 on July 31, 2024. The increased expenses are due primarily to building fund activity.
- c. As of August 20, 2025 the balances in the KZYX accounts are:
SBMC operations checking account (#3934) – \$278,487.
SBMC concert checking account (#3543) (unrestricted) – \$26,698.
SBMC building fund checking account (#9654) (restricted) – \$244,913.
RCU overflow-MMA operations account (6618) (unrestricted) – \$1995.93
RCU Operations savings account (6618-S20)- \$0
RCU Building Fund savings account (6618-S21) (restricted) - \$0
Schwab account on - \$45,933.

As of July 17, 2025 the mortgage loan balance for 390 W Clay = \$314,158. The loan is at 4.5% (per audit) and resets in October 2026 at a new rate.

- Update re music licensing - Dina reported that CPB has the funds to pay for licensing through December and that NPR is working on a way to fund the expense thereafter.
- Moving finance committee meeting from Thursdays to Tuesdays
- Outgoing Interim GM Polkinghorne and Treasurer Golden went through entries in P/L statement from Quick Books. Went through July and will go through June tomorrow.
- Quarterly budget review scheduled for September, but need to finish review of fiscal management and control policies.
- President Baird questioned \$47k deficit/net loss question versus last July timing issue? Treasurer Golden explained consolidation of operations and building fund accounts. The deficit is not a result of the building fund having a negative balance. This is more a timing issue and represents just July 2025. It is a snapshot of this July as compared to last July. Deficit is compared to July last year.
- Have the proceeds from the 174 Campaign been counted? Most of the donations will not show up until the end of August.

D.2 Executive Committee – President Baird

- Director Zolitor was absent.
- Diane Simmons expressed CAB thoughts towards increasing membership
- Special presentation from Brian Weller on membership campaigns
- Mr. Weller is experienced fund raiser/community engager
- EC think Brian should do presentation to the full board.
- Thank you to Serena Jones for work on election policies and procedures review in advance of upcoming KZYX board elections. Considering a managed online process.
- Johanna Cummings agreed to head prep for upcoming elections. Will also take on researching other similar organizations election best practices.
- Went over 174 Campaign and planned agenda for next board meeting.
- EC will make recommendations on 174 funds for September meeting.
- Planning for next monthly board meeting

D.3 Building Fund Task Force – President Baird

- Building Fund Task Force is the primary fundraiser group.
- Thanks to Director Wiederholt for heavy lifting
- 174 Campaign has been very successful
- Staff stress regarding 174 Campaign and required data entry, lead to idea of organization structure redesign to handle extra work.
- Focus on individual thank you's with hand written notes and emails.
- Thank you's designed by Torry Douglas graphic designer.
- Thanks to Director Zolitor for KZYX Summer Music Festival.
- Director Zolitor relayed his thanks for board support, huge success, prelim \$12,100 proceeds.

- Discussed fund raising to support coast (Ft Bragg) donations for transmitter repairs.
- Future Ukiah City Council Clay Street “hard hat” tours site visit invites and staff and possibly Planning Commission
- Clay Street is still an active construction site
- Develop a development calendar.
- Director Wiederholdt developed Candid profile and will keep updated to maintain status. KZYX has highest Platinum rating.
- Email received from Elise Cox regarding Candid profile. Verified her concern should not be an issue. KZYX status is valid.

D.4 Building Project – Director Spindler

- GM Andre De Channes spoke for absent Director Spindler
- Grounding for tower is next. Waiting on parts.
- Tower components being custom made currently
- Studio flooring and window treatments ordered
- Double glass doors
- Concrete tower base has to be poured. Takes a month to cure.
- Focus will then turn to completion of inside studio
- Treasurer Golden questioned if upcoming weather may delay progress. GM De Channes it should not be an issue.

D.5 Personnel Policy and Procedures Revisions Status Report – Director Wilder

- President Baird spoke on behalf of absent Director Wilder.
- Now have ad hoc personnel committee – Director Wilder as chair and Director Strock as member
- Directors Wilder and Strock along with President Baird and Treasurer Golden met by phone with GM De Channes to discuss process.
- Need quarterly review first year and spoke to Directors Wilder and Strock about them.

E REPORTS FROM STAFF

E.1 General Manager’s Report – GM Andre De Channes

- Presented written report
- Transmitter signal booster working well with help from tower engineer Brian Henry. Reduced number of micro drop outs. Amplified signal from Cold Springs to Laughlin Peak Ridge.
- Hired consultant to assist with build out of the Clay Street studio.
- 174 Campaign total \$159k. New updated total coming Thursday.
- Admin coordinator position interviews Friday. 50 applicants
- After meeting with EB left with to do’s and will be meeting with Steve
- Negotiating lease which expires in October
- Talmadge studio lease renewed

- Restructuring underwriting, Katherin Cole develop rate card. Different rates for different times of day/night. Changing programming clock to reflect. Two separate UW's for each show.
- Fall fundraising drive moved back a week.
- Katherine Cole has trained two new music programmers.
- Day long NPR summit at KQED for rural stations September 30, 2025. Maximize collective financial resources.
- News focused shared resources
- Many upcoming events with lots of music events. Check website for details.
- All programmer event on 9/20/2025. Director Ottoboni putting it on.

E.2 Membership Report – GM Andre De Channes

- Went with Allegiance Classic Version
- Observed some database bloat.
- Suggested hiring a CRM public media experienced consultant with Allegiance experience.
- Question from Director Ottoboni – Cost? GM De Channes responded TBD
- Question from Director Zolitor – Is W Dan sending out PA updates? GM De Channes responded yes, to PA programmers
- Consolidate lists? Andre will check with Katherine Cole.
- Question from Director Wiederholdt – Are there different versions of Allegiance? GM De Channes responded yes, just starting research.
- Question from Treasurer Director Golden – Capital Campaign familiarity for consultant membership as it relates to upcoming elections.
- President Baird and Treasurer Golden meeting with GM De Channes every two weeks to discuss issues.
- Question from Director Zolitor – Questioned \$25k matching grant. Was asked to mention it at festival. Did we get it? President Baird stated it was for \$12,500 and it was a gift not a grant.
- Treasurer Golden brought up SPACE show pledge drive. GM De Channes clarified.

F CONSENT CALENDAR

F.1 APPROVAL OF JULY 2025 MINUTES

Motion Director Zolitor. 2nd Director Strock. Passed unanimously.

F.2 RECEIPT OF JUNE 2025 PRELIMINARY FINANCIAL REPORT

G CONDUCT OF BUSINESS

G.1 CONVERT BUILDING FUND TASKFORCE TO BUILDING FUND AND DEVELOPMENT COMMITTEE. AD HOC COMMITTEE

- Change wording to Building Fund & Development Fund Committee

Motion Director Zolitor. 2nd Treasurer Golden. Passed unanimously.

H MATTERS FROM BOARD MEMBERS

- Director Ottoboni stated email invite sent for all programmers meeting 9/20/2025 at the Anderson Valley/Philo Grange. Pot luck. All plans sorted. Reviewed proposed format. Not sure of total attendance headcount. Response has been good.
- Treasurer Golden questioned how many programmers read the KZYX Connector newsletter.
- Director Zolitor questioned if this is a mandatory meeting? Director Ottoboni said yes, but how to enforce?
- Director Zolitor said the programmers handbook should be distributed via email and hard copy.

I CLOSED SESSION – PERSONNEL

J ANNOUNCEMENT OUT OF CLOSED SESSION

K ANNOUNCEMENT OF NEXT MEETING: Tuesday, Sept 30, 2025, 5 PM OVER ZOOM

L ADJOURN

- 7 PM