



Board of Directors Minutes
Tuesday, December 18, 2018

Board of Directors Meeting
Location: Petaluma Community Center
320 N. McDowell Blvd.
Petaluma, CA 94954

BOARD OF DIRECTORS

Cindy Thomas – Chair
Dennis Murphy – Vice-Chair
Judy Kirschner – Secretary
Domenica Giovannini - Treasurer
Richard Alpert
Dana Porteous
Jason Lopez
Tim Williamsen – City of Petaluma Designate

1. **ROLL CALL** – 6:05 P.M. All present

2. PUBLIC COMMENT

Public comment on issues not on the agenda. Time for comment on agenda items will be made available during discussion of those items. No action can be taken by the Board on issues raised in any comments; however, the Board may refer questions to PCA Management for review.

-None

3. BOARD OF DIRECTORS COMMENTS & ANNOUNCEMENT

Directors Comments, Announcements

Cindy made note that it was E.D. John's last official meeting.

4. AGENDA APPROVAL

Requests for modifications, deletions

DG moved to approve/JK seconded. Approved 8/0

5. APPROVAL OF MINUTES

Minutes for November 20, 2018 PCA Board of Directors Meeting.

DM moved to approve/DG seconded. Approved 6/0/2 abstain RA and JK

6. TREASURER'S REPORT

Report for December 2018 Financial Statements (Giovannini)

Good news: P.E.G. arrived. Bad news no new incoming money

DG will go through all docs for next meeting re: budget and funding.

7. EXECUTIVE DIRECTOR'S REPORT

Topics: Access - Assts./Interns - **An office access asst. left; school term over. There's a good stream of interns. Tim asked about training time and where we find them and if they can become access assts., (SSU mostly)**

Office design progress: **Going well**; Electrical work (**overload problem being addressed**); Shelving for CDs; **All going well**

Storage: **Needs to be cleaned. John's last project, New contract to rent back to KPCA, w/own access to a portion of space.**

Christmas Schedules: **Closed or staff can work (Patty or Rob) Rob sent out holiday schedule for on air**

Community Outreach: Woolsey, Lee event, **No response yet**;

Social Media; **Social media presence growing.**

TEP announcement: **People need to know it is NOT on**

Radio Project status: Extended Access installation **Locks need to be installed inside/Tumblers reset, cards for access, combos for I/O access**;

Automation program: **Automation, is still glitchy despite having it looked at and worked on. Need newest update for the newest automation system. May need to remove old automation software and reinstall new.**

Pet-a-llama partnership (**w/Dominic**); **Agreement to give all proceeds to KPCA, cross word show is a go.**

Radio response team: **Tim asked if we monitor Nixle?**

We have the zooms people still need training. Dana-radio response phone tree

City Hall equipment issues: **Jeff is rewiring. New City Manager - Interim Mgr**

My last official Board mtg...

8. CONSENT CALENDAR- None

9. REPORTS OF COMMITTEES

- Executive Committee (Thomas, Murphy, Kirschner, Giovaninni)
 - report on 11/27 mtg. **Hiring staff/member feedback-Deadline to be Feb.1/Prep for interviews -ED Hiring/ Moving Ex. Com. Mtg to before Gen. Board Mtg moved to 11A**
- Finance Committee (Giovannini, Lopez) **N/A**
- Nominating Committee (Alpert, Porteous, Lopez)-**N/A**
- Policies & Procedures (Williamsen, Thomas)
- Outreach & Fund Development (Thomas, Murphy, Porteous)
- **1)Outreach to big donors**
- **2)Events-actual events**
- **3)Plan for 5/20 event?**
- Events Committee (Thomas, Murphy, Porteous)
 - report on 12/13 mtg **More discussion needed on food/Band.**

10. OLD BUSINESS

- A) Discussion and possible action on Marketing/Social Media (Giovannini) **DG Reported on web-sites recommends we rebuild both, combined and purchasing up to date programs to maximize impact. Action: Bring back to next agenda board meeting for discussion. Board Motion to: 1)Delete duplicate twitter and instagram accts. for PCA/KPCA 2)Direct staff to look into 3 Licenses for Adobe creative Suite. DG brought motion/DM seconded all approved**
- B) Discussion and possible action on Board and ED Performance Reviews (Thomas) **No action taken, To be placed on Ex. Com. Agenda.**
- C) Discussion and possible action on Sebastopol City meeting contract (Bertucci) **Negotiating Price for Sebastopol and Windsor, reflecting cost, plus travel. Tabled fr Jan. meeting. Motion to direct ED to return w/completed study of costs for travel w/rates based at \$160/hr. CT motion/DG second- 8/0.**
- D) Discussion and possible action on member jurisdiction/radius (Thomas) **DM suggests tiered fee for Non residents vs residents. Fee structure and programming priority. CT motion to punt to Policy and Procedure comm. TW second. 7Y/ Dana abstained**
- E) Discussion on extended access policy (Porteous) **CT - Assessment sheet be developed and used to assess the skill level of a programmer before being allowed to broadcast. Adequate training is already mandatory. TW motion to send to Policy comm. for criteria policy on allowing card holders w/out staff presence.**

11. NEW BUSINESS

- A) Discussion and possible action on potential new appointments of Outreach and Events Committees (Thomas) Designate 'Outreach/Fund' as a committee and 'Events' as another Both comm. return next month w/mission. DG or CT motion, JL second, all approve.
- B) Discussion and possible action on a revised membership structure (Thomas) **Punt to next month. Richard 1st/Dana 2nd all approve.**
- C) Discussion & possible action on 'FY2107/18 Financial Review' (Bertucci) **John will sign financial review (didn't get motions)jk**

12. ADJOURN TO CLOSED SESSION: DG motion/ TW seconded 8/0

- A) Discussion and possible action on hiring new ED (Thomas) **Welcome Don Lewis to meeting Exec.Com recommends for vote. John to 12 hours/wk. re-access next month. John will pull up his original contract. Dana and Richard asked questions. CT motion to hire/DM second/all approved.**
- B) **Motion to allow CT to spend up to \$2k for lawyer. She can return and ask for more if needed.. Tim motion/DM 2nd all approve.**

13. REPORT OUT OF CLOSED SESSION

ADJOURN 8:15pm

TW motion to adjourn/DM 2nd 8/0.

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