



Board of Directors Minutes

Tuesday July 16, 2019

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

**BOARD OF DIRECTORS**

Cindy Thomas – Chair  
Vacant — Vice Chair  
Judy Kirschner – Secretary  
Domenica Giovannini - Treasurer-  
Richard Alpert Absent  
Randy Stewart  
Tim Williamsen – City of Petaluma Designate  
Vacant - Petaluma School District designate

**1. ROLL CALL – 6:06P.M**

**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-No**

**4. AGENDA APPROVAL**

Judy K 1st/Randy S.2nd/ all approved.

**5. APPROVAL OF MINUTES**

Minutes for June,18 2019 PCA Board of Directors Meeting.  
Randy S.1st/ Dominica G. 2nd/All approved

**6. TREASURER'S REPORT**

Need Bank statements. Can't comment. Still no income being generated.

**7. EXECUTIVE DIRECTOR'S REPORT:** San Diego trip was a success; We've been stepping up our PR game on the TV side and received a nice email from the city of Petaluma. Been stepping up the PR and voice over work in Studio B; Banners hanging at the corner of D and Petaluma B as well as the corner of Lakeville and D. Richard and I had a great meeting with Catherine Williams (Dean of Academic Enrollment) and Matt Pearson who manages media services at SRJC. Ideas included live radio broadcasts as well as "person on the street" type interviews with students about topics concerning them. The table at the

4th of July celebration was a success. We are having tables at PMF and Movies In The Park as well. Successful Membership Meeting took place on June 26. We are now broadcasting live 7 days a week! The 2 Mooks and a Mic show has retired. PGE power outages needs to be discussed.

#### **8. CONSENT CALENDAR- None**

#### **9. REPORTS OF COMMITTEES**

- Executive Committee (Thomas, Kirschner, Giovannini) - see item 11C.
- Finance Committee (Giovannini) - None
- Nominating Committee (Alpert, Lopez) - None
- Policies & Procedures (Williamsen, Thomas, Giovannini) - None
- Outreach Committee (Thomas, Kirschner) – None
  - a) Underwriting Committee (Lewis) - None

#### **10. OLD BUSINESS**

- A) Discussion and Possible Action on Annual PCA Members Meeting and Election (Thomas)  
Reviewed election calendar. Currently, no board members assigned to the nominating committee. Domenica's seat is only seat up for election. No action.
- B) Discussion only of Programmer Handbook. Still a work in progress, changes received today.  
Will go on next agenda. No action.
- C) Discussion and possible action on Strategic Plan (Giovannini) Domenica provided a handout with updates to the plan. No action.

#### **11. NEW BUSINESS**

- A) Discussion and Possible Action to dismiss an unqualified Board Director (Thomas) Bylaws state a director must be a resident of Petaluma. Director Richard Alpert resides in Penngrove. Alpert submitted a letter recognizing such but did not resign. Move to remove Richard, from board. Cindy T. 1st/Randy S. 2nd. Tim W. Abstained, the rest in favor.
- B) Discussion and Possible Action to appoint Board Director (Thomas) Motion to appoint Ronda Black to the Board of Directors to fill seat vacated by Richard Alpert (3 year elected seat, due to expire 10/2020) Cindy T. 1st/Judy K. 2nd/all approve.
- C) Discussion and Possible Action on Reorganize the Executive Committee.(Thomas)  
Motion to adopt recommendation of the Executive Committee to appoint Giovannini to the vacant Vice Chair seat which will leave the Treasurer seat vacant. Cindy T. 1st/Randy S. 2nd all approve.
- D) Discussion and Possible Action to elect Board Officers (Thomas) Motion to appoint Stewart to the Treasurer seat. Judy K.1st/Rhonda B. 2nd/all approve
- E) Discussion and Possible Action to make committee assignments (Thomas) Motion to appoint the following: Executive Committe: Chair, Thomas; V-Chair, Giovannini; Secretary, Kirschner; Treasurer, Stewart. Finance Committee: Stewart and Black. Nominating Committee: Giavannini, Black. Policy & Procedures Committee: Williamsen, Thomas, Giovannini. Outreach Committee: Kirschner, Thomas, Black. Cindy T.1st/Dominica G.2nd/ all approve.

F) Discussion only of AC unit located in the PCA recording booth at City Hall (Giovannini)  
3 quotes received for a new unit. Adams Co awarded the contract. as it was lowest bid and provides best service contract. Decision was made at the 7/9 Executive Committee meeting.

G) Discussion and Possible Action on the draft Annual Budget (Lewis) Annual 2019-2020 budget draft forecasts a budget that is \$66k in the red. The 2018-2019 budget overspent \$12k at the end of the fiscal year. Budget should reflect what we discussed at March 2019 board retreat. This item is tabled for the August board meeting. A deadline extension with the city will be emailed by Lewis with Williamsen and Thomas to be copied. No action. In preparation for next board meeting:  
#1 Giovannini - recess income and set realistic goals.  
#2 Finance Com. and bookkeeper to better aggregate payroll numbers.

H) Discussion and Possible Action on the Draft Annual Report (Lewis) – No action. This item is tabled for the August board meeting. A deadline extension with the city will be emailed by Lewis with Williamsen and Thomas to be copied.

**12. ADJOURN TO CLOSED SESSION: 7:31 PM**

Motion to adjourn. 1st Tim W/2nd Randy S /all Approve

A) Personnel matters. Discussin only. No action.

**13. REPORT OUT OF CLOSED SESSION:**

No action.

**ADJOURN 7:45 pm** Tim W. 1st/Cindy.T 2nd /All approve

\* \* \* \* \*