**Board of Directors Meeting Minutes**
**May 16, 2023**
**5:30 PM**

Location: PCA Offices
205 Keller Street, Suite 203
Petaluma, CA 94952

**BOARD OF DIRECTORS**

X Cindy Thomas – Chair
Ingrid Alverde – Vice-Chair, City of Petaluma Designate
Vacant – Secretary
X Randy Stewart – Treasurer
X Fred Carroll
X Tim Williamsen
Steve Rustad
Vacant Seat
Vacant - Petaluma School District Designate x2

1. **ROLL CALL – 5:45 PM**
X marks present above.

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.

3. **BOARD OF DIRECTORS COMMENTS & ANNOUNCEMENTS**
Directors Comments, Announcements.
Fred announced he's been working with Iya Josephmenard, the Recreation Coordinator for the City of Petaluma to get kids from the Kenilworth Junior High School multimedia department involved with PCA.

4. **AGENDA APPROVAL**
Requests for modifications, deletions
RS moved and TW second, unanimous.

5. **APPROVAL OF MINUTES**
Minutes for March 21, 2023 PCA Board of Directors Meeting
(There was no meeting in April)

6. **TREASURER'S REPORT**
Report for March & April 2023 Financial Statements (Stewart)

7. **EXECUTIVE DIRECTOR'S REPORT**
Report for March & April 2023 (Thommavong)

8. **CONSENT CALENDAR**

None.

9. **REPORTS OF COMMITTEES**

- Executive Committee (Thomas, Alverde, Stewart) None.
- Finance Committee (Stewart, Williamsen) None.
- Nominating Committee (Carroll, Alverde, Rustad) None.
- Policies & Procedures (Thomas, Alverde, Williamsen) None.
- Outreach Committee (Carroll, Rustad) None.

10. **OLD BUSINESS**

A) Implementation Plan Review - Standing Item (All)
No discussion.
B) Development Calendar Review – Standing Item (All)
No discussion.
C) Update on PSA with City of Petaluma (Alverde)
Ingrid not present, it's noted that this agreement expired 29 months ago.
D) Reorganize financial practices (Stewart/Williamsen) **
Recommendation:
Part 1: Bring back bookkeeping function to PCA by beginning of FY 2023/24 (July 1, 2023) after confirming with EE Max Morengo to confirm salary and hours.
Part 2: Set up 2 separate funding structures, one for PCA TV and one for KPCA.

11. **NEW BUSINESS**

A) Accept resignation of Director Steve Rustad (Thomas)
RS moved and TW second, unanimous.
B) Adopt PCA budget for FY 2023-24 (Stewart)
No action. Randy and Tim to bring a recommendation to the June board meeting.

12. **ADJOURN TO CLOSED SESSION**

Executive Director Performance Review.

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

Refer to HR records.

**ADJOURN 6:45 PM**

RS moved and TW second

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** Item for June meeting: Review Financial Policy… Randy and Tim to review policy and recommend check approval method.