

FRESNO FREE COLLEGE FOUNDATION

BOARD OF DIRECTORS MEETING Draft Minutes

6/16/09 7:06 PM

Present: Sue Kern (pres), Leni V Reeves (se'ty), Vickie Fouts (treas), Jan Slagter, Alex Vavoulis, Mark Hernandez, Dave Gendron, Gerry Bill, Rych Withers (ED), Mel Sanders (late due to another meeting- excused)

Absent: Hasan Johnson

Unexcused: Rand Stover,

Guests: Jazmin Anderson, Jaguar Bennet, Devoya Mayo, Steven Mayhew, Frank Delgado (staff), Rebecca Caraveo (staff)

Public comment: Jazmin and Jaguar discussed program proposal process and need for transparency and accessibility.

Devoya and Steve will be joining Program Committee.

Frank discussed June Program Committee meeting, and mini-survey discussed at that meeting and proposed a listener advisory board.

Special Presentation: Rebecca reviewed accounting forms for reimbursement and merchandise sale

Minutes of 5/19 omitted accidentally from packet - approval tabled

A) Reports

1) President - verbal report - working on fundraising and outreach

2)Executive Director/Programming Director - report given

3) Chief Engineer - report given

4) KFCF Representative to KPFA LSB - did not meet

Committees

Budget Committee - did not meet

Fundraising/Community Outreach - report given

Programming - report given

Governance Committee- did not meet

Election Committee- report given

Personnel - closed session

B) Consent Agenda: None.

C) Old Business

1) Studio move update: completion deadline June 30

2) Stringers: 1 year funding goal reached. Three stories covered and paid for in May

3) Proposal to comply with Fresno Poets Association's request for transfer of remaining funds to CSUF. Moved that a letter be drafted proposing transfer of the roughly \$17,263 remaining minus 3% for administrative and accounting costs over 21 years. M. LVR 2nd AV passed unan.

#### D) New Business

1) PSAs and Community Calendar policy review - working well, no change proposed

2) Moved to have KFCF take out a quarter page ad in the Organic Stone Fruit Jubilee program of 6/20/09 focusing on our farming and environmental programs. (The cost would be \$25 and Sue

would prepare the ad). M LVR, 2nd MS, passed unan.

3) Moved to accept Election Committee timeline for election (as stated in June Election Committee report. M- GB, 2nd- LVR passed

4) Proposed Bylaws change regarding quorum

Moved: The proposal to alter the Bylaws as follows shall be brought to the members for a vote: The presence in person or by proxy of 10% of the members shall constitute a quorum. M- GB, 2nd - JS. In favor: SK, MS, LVR, VF, GB, JS, DG.

Opposed: AV, MH Passed

4) Moved: An annual membership meeting will be held in November (November 1

proposed) as an actual physical meeting. M - GB, 2nd - MS. In favor: SK, MS, LVR, VF, AV, DG, GB. Opposed: MH Passed

Discussion regarding proxy forms - to be included in mailing announcing meeting, and which must be accepted according to Bylaws.

Clarification required regarding legal authority of annual meeting to vote on Bylaws changes if quorum not present in person and proxy.

5) Formulation and implementation of IRS form 990 policies tabled.

Governance Committee will consider this as first priority and present a proposal for a vote at the next meeting.

To closed session for personnel matters at 2135 hrs.

Reconvene open session and adjourn 2145 hrs.

(Not part of official minutes: a guide to abbreviations used:

Names: SK Sue Kern, MMs Mel Sanders, VF Vickie Fouts, LVR Leni V Reeves, DG Dave Gendron, RW Rych Withers, MH Mark Hernandez, JS Jan Slagter, AV Alex Vavoulis

GB Gerry Bill,, RS Rand Stover, HJ Hasan Johnson. M- moved, Unan -

ananimous