

FRESNO FREE COLLEGE FOUNDATION BOARD OF DIRECTORS MEETING
Draft Minutes

12/20/11 1905 hours

Present: Sue Kern, Leni V Reeves, Rych Withers (ED), Mark Hernandez, Jan Slagter, Vickie Fouts, Gerry Bill, Mel Sanders, Rick Flores, Dave Gendron,

Call to order Determination of Quorum

- I Agenda adopted with following changes: ED report pulled from consent agenda
- II Excused – Alex Vavoulis, Eduardo Stanley
- III Minutes of 11/15/11 approved w/ the following change: Ken, not Kim, McCoy
- IV 0 Public Comment
- V Consent Agenda – adopted (as modified above)

- 1) President – Fundraising and Personnel.
- 2) Executive Director/Programming Director – written report
- 3) Chief Engineer – written report

VI Committees

- 1) Budget Committee – written report
- 2) Fundraising – verbal report
- 3) Community Outreach – did not meet
- 4) Governance Committee– written report
- 5) PNA– written report
- 6) Personnel – closed session
- 7) Election – did not meet
- 8) KFCF Representative to KPFA LSB – did not meet

VII Old Business

a) Filling Board seats

m – MH, 2nd – GB, adopted unan Moved to accept the election of Jewell Riversmith to the FFCF Board

We are requesting that incumbents who no longer wish to be on the FFCF Board submit resignations.

b) Engineers Handbook – working on it; not yet at draft stage. Board re-emphasized need for starting points to be done: list topics, set priorities for what to cover first, provide passwords, provide names and contact info for backup in case Engineer is incapacitated.

IX New Business

a) **m – GB, 2nd– JS adopted unan Moved to continue present officers and committee chairs until February .**

b) Job descriptions: Fundraising and Outreach submitted. PNA pending.

c) Survey results presented. Our listeners' likes are very diverse. Democracy

Now is the most popular show; Wasteland of the Free the most popular local show.

d) The Board retreat will be in March, the date to be set at February meeting.

e) Burglar alarm policy

Moved – GB, 2nd – JS, adopted unan

Burglar Alarm Policy

1. A list of KFCF keyholders will be maintained.

2. Each keyholder will be issued a card carrying the following information:

- **Call the following number immediately to cancel police response if you accidentally set off the alarm _____(number)_____**
- **The "cancel code" is ___(code)_____**
- **If you fail to cancel the alarm and the police or security company respond, the cost of that response will be billed to you, and must be paid within 3 months of notification of charge in order to keep your key privileges. If you lose your key privileges, you will be notified and asked to return your key and your burglar alarm code will be cancelled.**

This card will not carry any identification of the organization or building.

3. Each keyholder will need to sign for the card, acknowledging receipt of this information and agreement with the policy in order to keep the key; keyholders who do not sign for or receive the card will still be bound by this policy.

4. Paid staff are not expected to open door for those who lose key privilege.

f) Website access and updates

Moved – GB, 2nd – MS, adopted unan

website policy on access and updates

All web submissions be done through the ED or Board president or his or her designee, reviewed through a back-room – a non-public website –, with final approval by the ED or Board President or designee before public posting.

g) Election Protocol

Moved – JS, 2nd –LVR, adopted unan

FRESNO FREE COLLEGE FOUNDATION/KFCF ELECTION PROCEDURES

SECTION A: NOMINATION OF CANDIDATES FOR THE BOARD

1) A candidate must be a qualified member as defined by the current Bylaws of the Fresno Free College Foundation, which are available at www.fresnofreecollegefoundation.org or from the FFCF office. The date of record for eligibility is established as August 31 in each election cycle. Questions about eligibility should be addressed to the Foundation offices.

2) The nomination period shall last 45 days commencing September 1. Completed nomination papers must be submitted by hand or email to the Foundation offices no later than 5PM October 15 or (if weekend or holiday) next business day, or postmarked October 15.

3) The Executive Director will continue to be an ex-officio (non-voting) member of the Board, and shall not run for an elected Board seat.

- 4) FCC rules prohibit anyone convicted of a felony from being the licensee of a broadcast station, and, since the Board serves as the licensee of KFCF fm, anyone convicted of a felony may not serve.
- 5) Per Article 3 Section 2 of the Bylaws, " If after the close of nominations the number of people nominated for the Board is not more than the number of directors to be elected, the Corporation may without further action declare that those nominated and qualified to be elected have been elected."
- 6)) Candidates shall provide, with their nomination papers, brief answers to a set questionnaire prepared by the Election Committee as well as a brief statement of qualifications and vision.
- 7) Fresno Free College Foundation contact information will be supplied in nomination packets and on FFCF websites.

SECTION B: CAMPAIGNING AND BALLOTING (ELECTION PERIOD)

- 1) The election period shall begin November 1 and last 30 days or until the close of the election. Campaigning is prohibited until November 1st.
- 2) All candidates confirmed at the end of the nomination period shall be requested to submit a 1 minute candidate statement to be aired on KFCF during the campaign period. KFCF staff will assist candidates in creating carts for this purpose and carts will be aired on a rotating basis daily during local programming periods.
- 3) KFCF will produce and air at least one live candidate forum, which will include calls from listeners to ask questions of the candidates. The date and time will be coordinated by the Election Committee to allow maximum participation. Community groups, should they desire, may host additional public forums, with the requirement that all candidates should be invited and allowed to attend; however candidate participation in such forums shall not be mandatory. Candidates knowingly participating in forums to which all candidates have not been invited shall be disqualified.
- 4) Materials submitted by the candidates as part of the nomination process shall be posted on the official FFCF websites. This information shall also be distributed with all ballots.
- 5) Aside from scheduled forums and carts, all other on-air discussion of the election must be confined to encouraging members to vote.

SECTION C: BALLOTS

- 1) Paper ballots shall be issued to all eligible members.
- 2) If anyone believes they are an eligible member and did not receive a ballot, they can request a ballot from the Foundation Office and will be issued a provisional ballot which will only be counted if their eligibility is confirmed and no other ballot from that individual has been received.
- 3) Write-in candidates will be counted provided they are members of record and are otherwise qualified.
- 4) Ballots will be distributed with a premarked return envelope. Completed ballots must be returned in this envelope with personalized pre-marking intact.
- 5) Ballots may be hand delivered to the station office no later than 5PM on

November 30 or (if weekend or holiday) next business day or postmarked November 30. Ballots received without being placed in the intact return envelope will be discarded uncounted.

6) Ballots will be counted within 10 days of the election and the results posted upon completion of counting and certification by the neutral 3rd party Election Proctor, assuring confidentiality. Any challenges to the Election Proctor's counting and certification must be communicated in writing to the Board of Directors in a timely manner and as prescribed by law.

7) Within 60 days of ballot certification, the Board shall vote on whether or not validate the election.

8) Per Article 3 Section 2 of the Bylaws, "If the required quorum of ballots is not received by the Elections Close Date then the Elections Close Date shall be extended by two additional weeks. If no quorum of ballots is obtained by the extended date, then those Directors whose terms would have expired upon the election of new Directors shall remain in office until the next regularly scheduled Director election." Per Article 2 Section 8 of the Bylaws quorum is 10% of membership.

**FFCF/KFCF offices
1449 N. Wishon
Fresno CA 93709**

or

**FFCF/KFCF
PO Box 4364
Fresno CA 93744**

or

rwithers@kfcf.org

h) ED Evaluations. due January 17: send to Sue Kern. To be done by Board, staff, and 10 programmers drawn by lot: Bruce Kennedy, Francine Oputa, Michael Medrano, Dan Cook, Lou Beck, Mike Becker, Shara Rodrick, Jeff Purvis, Brice (from Queer Thang) and Pam Whalen.

Recess into Executive Session; Exec Session convened 2030 hrs.
Exec Session adjourned 2050; Board Meeting reconvened.
Board meeting adjourned 2153 hours

signed – Leni V Reeves, Secretary

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

Names: SK Sue Kern, RF Rick Flores, 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, ES Eduardo Stanley, MS Mel Sanders M– moved, Unan – unanimous)

