



Board of Directors Meeting
March 6th, 2024 | 6:00 p.m. – 7:00 p.m.
<https://csus.zoom.us/j/89165953514>

Board Members (in attendance unless noted)

Annie Lam	Frank Maranzino
Frank Whitlatch (Absent)	Jim Bolt
Jonathan Bowman	Susan Catron
Kenneth Johnston	Rob Crawford
Leslie Cornick	James Richardson
Mark Wheeler	Stacey Hunter Schwartz
Erike Young	Leigh White
Martin Clevenger	Nick Llanos
Lynn Belzer	Nataly Andrade-Dominguez

Staff: Ashley Morrison, Kristin Lam

Land Acknowledgement: We acknowledge, with respect, the land our campus is on today was, and continues to be, the homelands of the Indigenous people of this area, the Nissim-Pawenan, Nisenan, and Miwok. The larger Sacramento area and its rivers serve as a gathering place for many local tribes from the surrounding valley and foothills including the Southern Maidu, Patwin, and Wintun. We recognize these lands and riverways as unceded traditional territories of these Native peoples. We further recognize these California Native nations and respect their sovereignty. By offering this land acknowledgement, we affirm a commitment to build relationships and foster a university environment of success to better serve Native nations and communities.

Dr. Mark Wheeler called the meeting to order at 6:04pm and read the Land Acknowledgement Statement above.

Public Comment

- Kristin Lam, CapRadio Employee announced that today the employees of CapRadio voted to unionize 37-9.

Leigh White moved and Nick Llanos seconded a motion to approve the agenda. The motion passed unanimously.

Reports and Announcements

Frank Maranzino presented an overview of CapRadio’s mission and goals. He explained that CapRadio is a licensee of CSUS & a 501(c)3 which operates 32 stations across Northern California. Staff size has decreased over the last 6 months from approximately 105 to 62. Nia Towne was hired as our new News Director.

Chris Bruno presented an overview of Funding Sources and Income. Membership is currently 73,000 active members, with 66% providing financial support (80% of those evergreen, meaning automatic monthly support). The station holds 5 major fund drives a year; the next one starts March 14th, 2024. Corporate support has been a struggle; Joann Kurtyak has been hired as a new sales director to replace the former director, Paul Adams, who had retired five months ago.

The Corporation for Public Broadcasting (CPB) has provided a large portion of our grant funding in the past, but due to our current financial situation that funding is now contingent on our audited financial statements.

CSUS CFO Jonathan Bowman reviewed the CPR audit with the Board.

- Audit can be viewed on the CSU Board of Trustees website
- There were 17 total findings; all will need some board action
 - 1: Loan Agreement for Tenant Improvements – ready for board signature
 - 2: Ground and Facility Lease – working on updated agreement
 - 3: Separation of the Endowment from CapRadio – in conversation
 - 4: Educational Mission – need to establish student involvement at CapRadio
 - 5: skipped
 - 6: Governance – bylaws & operating agreement need to be updated
 - 7: Policy and Procedure – improved board oversight required
 - 8: Cash handling & Admin – these have been moved to CSU and are complete
 - 9: Gift Admin – interim procedures in place
 - 10: Gift in Kind – interim procedures in place
 - 11: Cash Disbursements – recommend training and policies
 - 12: Credit Cards – interim procedures in place
 - 13: AR and Admin – interim procedures in place
 - 14: Pledges – need to update procedures to match CSU
 - 15: Property and Equipment – interim procedures in place
 - 16: Payroll – recommend training and policies
 - 17: User Access – interim procedures in place
- Some items due in April, the rest due in September (specifically bylaws)
- Tabitha Leeds reviewed the financial statements and standing:
 - Truncated financial statements provided to members.
 - CSUS took over CapRadio financials October 1, 2023.
 - Lowered total liabilities, vendors are mostly up to date, established fund accounting processes & currently working on 2023 audit.
 - Statements show negative AR for KHSU, only because we're waiting for pledges that are currently in process.
 - 7 major AP vendors that we're working down

- Majority of income from donations and underwriting, currently ahead of target for these buckets. Net loss for AR due to CPB withholding funds based on audit findings.
- Full financial statements will be provided to the finance committee for distribution.
- No C-level employees currently at CapRadio, no CFO to work through. Tabitha is currently filling this role for CapRadio.
- Two active leases for CapRadio: 730 I St & 1010 8th St. Looking into these properties based on occupancy regulations and conflicts of interest.
- Grant from Corporation for Public Broadcasting (CPB) funding typically occurs two years in advance. Money we would receive now would be based on the 2021 finances, which were overstated by prior management. Therefore, to resume receiving CPB grant funds, we will need to submit accurate statements for CPB review.
- Moneys from the McCarthy Foundation and Matsui Foundations have been pulled, do not expect to receive even after reevaluation.

Jonathan Bowman moved to extend the board session clock to 8:00PM. Nick Llanos seconded the motion. It passed unanimously.

Current Topics

Voting in of Officers & Committees

Officer Staffing -

Board Chair

Jonathan Bowman moved and Frank Maranzino seconded a motion for Dr. Mark Wheeler as Board Chair. **The motion passed unanimously. MOTION 2024-03*4 for Dr. Mark Wheeler as Board Chair**

Vice-Chair

Stacey Hunter Schwartz moved and Jim Richardson seconded a motion for Susan Catron to serve as Vice-Chair. **The motion passed unanimously. MOTION 2024-03*5 for Susan Catron as Vice-Chair**

Secretary

Stacey Hunter Schwartz self-nominated as Secretary. **She was elected by acclamation. MOTION 2024-03*6 for Stacey Hunter Schwartz as Secretary**

Treasurer

Stacey Hunter Schwartz moved for Martin Clevenger as Treasurer. **The motion passed unanimously, Martin was election by acclamation. MOTION 2024-03*7 for Martin Clevenger as Treasurer**

Motion to Approve Minutes from 2/15 & 2/21/2024

Lynn Belzer moved and Jim Bolt seconded a motion to remove editorial notes. **The motion passed unanimously.**

MOTION 2024-03*8 to increase regular board meeting times to two hours.

Lynn Belzer moved to increase length of board sessions, Jonathan Bowman seconds. **The motion passed unanimously.**

Next meeting date will be March 20th; there will likely be a hybrid option available.

Committee Staffing –

Full list of committees provided to board members prior to committee formation.

Executive

To be staffed by the officers of the board and committees

Finance

Treasurer is chair of finance committee, i.e., Martin Clevenger


- Tom Karlo highly recommends not reforming the Programming Committee that was previously long-standing
- Discussion is beginning to push past allotted time; board may work to establish committees outside of session.
 - Audit
 - Governance
 - Development

Adjourn

Nick Llanos motions to adjourn.

Susan Catron seconds.

End of Session

Approved by:  _____ Date: 03/29/2024
 Stacey Hunter Schwartz