

Capital Public Radio

Board of Directors Meeting

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. Northern California and its rivers serve as a gathering place for many local tribes from the surrounding valley and foothills including the Southern Maidu, Puhtwin, Wintun, Wiyot, and Mechoopda. 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.

N ^o .	Minutes for Wednesday, November 19th, 2025 at 5:30-7:30pm Zoom Meeting Access Link: https://csus.zoom.us/j/81201962702 Passcode: 897691	Presenter	Action																												
I.	Opening	Wheeler																													
	<p>The meeting was called to order at 5:33pm and the land acknowledgement was provided by Dr. Mark Wheeler.</p> <p>Members (21):</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">Mark Wheeler</td> <td style="width: 50%;">Steven Karp</td> </tr> <tr> <td>Susan Catron</td> <td>Bianca Khanona</td> </tr> <tr> <td>Machelle Martin</td> <td>Juan Cornejo *Welcome New Member*</td> </tr> <tr> <td>David Maxwell-Jolly</td> <td>Joy Melnikow *Welcome New Member*</td> </tr> <tr> <td>Leslie Cornick</td> <td>Gerry Latasa, Jr. *Welcome New Member*</td> </tr> <tr> <td>Stacey Hunter Schwartz</td> <td>Albert Hwang *Welcome New Member*</td> </tr> <tr> <td>Frank Maranzino</td> <td>Jenn Galinato *Welcome New ASI Member*</td> </tr> <tr> <td>Kenneth Johnston - <i>Absent</i></td> <td></td> </tr> <tr> <td>Mashariki Lawson-Cook</td> <td></td> </tr> <tr> <td>Jim Richardson</td> <td style="text-align: center;"><u>Invited Legal Counsel:</u></td> </tr> <tr> <td>Rob Crawford</td> <td>Bruce Schiedt</td> </tr> <tr> <td>Jeff Holden</td> <td></td> </tr> <tr> <td>Erike Young – <i>Absent</i></td> <td style="text-align: center;"><u>Staff:</u></td> </tr> <tr> <td>Jim Bolt</td> <td>Ashley Morrison</td> </tr> </table> <p>Stacey moved to adjust action item 4A to closed session as it is a personnel item, and item 4B to be moved to the Governance Committee report. This was seconded by Juan; and was approved unanimously. Susan moved to approve the agenda as amended and was seconded by Machelle. The amended agenda passed unanimously.</p>	Mark Wheeler	Steven Karp	Susan Catron	Bianca Khanona	Machelle Martin	Juan Cornejo *Welcome New Member*	David Maxwell-Jolly	Joy Melnikow *Welcome New Member*	Leslie Cornick	Gerry Latasa, Jr. *Welcome New Member*	Stacey Hunter Schwartz	Albert Hwang *Welcome New Member*	Frank Maranzino	Jenn Galinato *Welcome New ASI Member*	Kenneth Johnston - <i>Absent</i>		Mashariki Lawson-Cook		Jim Richardson	<u>Invited Legal Counsel:</u>	Rob Crawford	Bruce Schiedt	Jeff Holden		Erike Young – <i>Absent</i>	<u>Staff:</u>	Jim Bolt	Ashley Morrison		X
Mark Wheeler	Steven Karp																														
Susan Catron	Bianca Khanona																														
Machelle Martin	Juan Cornejo *Welcome New Member*																														
David Maxwell-Jolly	Joy Melnikow *Welcome New Member*																														
Leslie Cornick	Gerry Latasa, Jr. *Welcome New Member*																														
Stacey Hunter Schwartz	Albert Hwang *Welcome New Member*																														
Frank Maranzino	Jenn Galinato *Welcome New ASI Member*																														
Kenneth Johnston - <i>Absent</i>																															
Mashariki Lawson-Cook																															
Jim Richardson	<u>Invited Legal Counsel:</u>																														
Rob Crawford	Bruce Schiedt																														
Jeff Holden																															
Erike Young – <i>Absent</i>	<u>Staff:</u>																														
Jim Bolt	Ashley Morrison																														
II.	Open Forum	Wheeler																													
<p><i>During open forum, each community member in attendance may address the Board for up to three minutes. Time guidelines ensure that all participants will have an opportunity to speak, as well as allowing the Board to resume their business in a timely fashion. A director or manager may briefly respond to statements made or questions posed, but no actions or determinations can be made on items brought up during open forum. If desired, the Board may look to add an item raised during open forum to a future Board meeting agenda in which an action or determination can be made. We ask that all speakers be respectful and observe general rules of decorum by not engaging in any argumentative or disruptive behavior. And we thank all participants in advance for bringing organizational matters, questions, or concerns to the Board and management. Please understand that once the Board begins deliberations, there will be no further opportunity for public comment unless expressly invited by the Board.</i></p>																															

	<p>a) Public Comment - Patti Stoltz thanked the board and management for all their accomplishments. She is looking forward to hearing updates from the retreat.</p> <p>b) Open Forum for Board Members - None Provided</p>		
III.	Approval of Minutes	Wheeler	X
	<p>a) 10/15/25</p> <p>Stacey moved to approve the minutes and was seconded by Leslie. This passed unanimously. Susan and all new members abstained from voting, as they were not present.</p> <p>Susan moved to go into closed session and was seconded by Jenn.</p> <p>This passed unanimously and the board moved into closed session at 5:45pm.</p>		X
IV.	Closed Session	Wheeler	
	<p>a) Litigation</p> <p>b) Personnel</p> <p>The board voted to rise from closed session at 6:57pm.</p> <p>Susan reported that there was an extensive legal update and the board discussed a personnel issue at length. No decisions were made at this time.</p>	Scheidt Hunter-Schwartz	
V.	Staff Reports	Wheeler	
	<p>a) General Manager's Report</p> <p><u>NSPR and KHSU Transition</u>: Frank reported the NSPR transition is on track to be completed by the end of the calendar year, with only a few compliance or continuity-related items to possibly carry over into the new year. The employee aspect of the transition is on track for completion on November 30th.</p> <p><u>HR</u>: Performance reviews for all managers and department heads are underway and will be completed by the end of the calendar year. All employee reviews will be completed by the end of January 2026.</p> <p>The ASI Public Radio Experience intern provided a report to the ASI Board on his 12-week internship with CapRadio. This is the first intern we have had for about 8 years and will foster future student opportunities. A new intern is expected to come onboard in February 2026.</p> <p><u>Collective Bargaining</u>: Negotiations have made good progress recently, with tentative agreements on a little over half of the articles included in the contract.</p> <p><u>Finance</u>: The 25-26 budget reforecast process has begun, with a focus on the NSPR transition, new CSU cost allocations and reclassification of specific expenses. The Board Treasurer is leading a new team to focus on long-term budgeting for the next three (3) years.</p> <p><u>News</u>: The newsroom welcomed Andrew Garcia back for Insight.</p> <p><u>Music</u>: Recent ratings indicate audience growth, especially with Excellence in Jazz. The holiday specials are now available on the website. Major donor support is being secured for Sounds of the Seasons.</p> <p><u>Operations</u>: The team is continuing their work on fixed assets at tower sites for audit preparation. The Walnut Grove tower dismantle will start on Monday, December 1st.</p> <p>b) Chief Marketing and Revenue Officer's Report</p> <p><u>Development</u>: Chris reported that year-end fundraising kicks off in early December. Fundraising is expected to continue to remain strong after the first quarter. NSPR began filling spots for their "Welcome Back" fundraiser. Once complete, we will continue to</p>	Maranzino	
		Bruno	

	<p>work with NSPR on membership migration to provide a strong source of stability.</p> <p><u>Member Services:</u> The Data Systems Architect has been hired. The role will help with data management and the Salesforce migration. We are also hiring a Donor Engagement Officer to better assist the member services team.</p> <p><u>Sponsorship:</u> The team has sold four (4) Sounds of the Season packages, two of which are new businesses who have never worked with us previously. Colleen and her team will be attending the Roseville Chamber of Commerce conference on AI to continue building relationships in Placer County. The team is also working on account recapture and have recovered \$20k in payments, three (3) of which have renewed their accounts with us.</p> <p><u>Partnership:</u> CapRadio hosted an exclusive member event with CapStage. Over one hundred (100) members attended, and it was very well received. We are pursuing partnerships with The Sophia and The B Street Theater. We are continuing to collaborate with the Renaissance Society and will be hosting tours with this group in the Spring of 2026.</p>		
VI.	Discussion Items	Wheeler	
	<p>a) Board Meeting Frequency</p> <p>The board and committees have been meeting monthly. It was suggested that the board meet every other month. New members pushed back, feeling that the board should continue at the current pace. With the audit, GM search, budget forecasting, updates to the Bylaws and ongoing litigation, there are many things that require the board’s attention on a regular basis. It was also mentioned that the meetings are already quite long and extending the frequency out could result in even longer sessions. The members suggested revisiting this sometime next year, and therefore no vote will be needed at the next meeting.</p>		
VII.	Committee Reports	Wheeler	
	<p>a) The Executive Committee had an extensive legal discussion, finalized the retreat agenda and received an update on Sac State’s interest in using CapRadio Live as a student learning lab. The board retreat was a collaborative, team building opportunity for the members as opposed to a “working” day. This included a SWOT analysis to align the members on issues facing the organization. The members left feeling more connected and energized for the year ahead.</p> <p>b) The Governance Committee Chair hoped to have a final draft of the Bylaws by today, but a lot of good feedback was received, which required additional edits. These will be completed as soon as possible and be reshared with the board ahead of the December board meeting. The committee also had extensive conversation regarding a GM search ad-hoc committee.</p> <p>c) The Finance Committee completed its regular review of CapRadio’s financials. They received a presentation on the new cost allocation methodology, which is a significant cost that will need to be accommodated by the current year’s budget. The team is laying the groundwork for a forecast spanning the next three (3) years, which will focus on balancing out revenue and expenses. The adjusted 25-26 budget is expected to be presented at December’s board meeting.</p> <p>d) The Audit Committee discussed the progress on the preparation for the 2026 Chancellor’s Office audit. The team is actively collecting documents and outlining procedures ahead of the auditor’s kick off on January 20th, 2026. Members confirmed that the bylaws should be completed by January 19th to</p>	<p>Catron</p> <p>Hunter-Schwartz</p> <p>Maxwell-Jolly</p> <p>Lawson-Cook</p>	

	<p>avoid any audit findings, ideally, by the end of December 2025.</p> <p>e) The Development Committee discussed a new model for sponsorship packaging and the revenue potential it has. Committee members would like to lean on increased board engagement for developing connections within the community, which could lead to opportunities for growth. The development team is expected to provide a list of businesses that the station is targeting for those opportunities.</p>	Holden	
IX.	Adjournment	Wheeler	
	<p>Juan moved to adjourn the meeting and was seconded by Gerald. The meeting adjourned at 7:30pm.</p>		

Machelle Martin

Approved by Machelle Martin