



## BOARD OF DIRECTORS MEETING MINUTES

**Date:** Monday, 6/26/2023

**Time:** 6:00pm - 8:00pm

**Location:** KBOO Community Radio  
20 SE 8th Avenue  
Portland, OR 97214

and

**Zoom:**

[https://us02web.zoom.us/j/89928501027?pwd=TVhpbTF3WnlEdkxxM2tPOWhWYTJzZz0](https://us02web.zoom.us/j/89928501027?pwd=TVhpbTF3WnlEdkxxM2tPOWhWYTJzZz09)

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Meeting ID: 899 2850 1027

Passcode: 794568

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### WELCOME

### INTRODUCTIONS & CHECK-IN

#### IN ATTENDANCE

Board members: *Emma Lugo, Jessica Almroth, Charles Shambry, James Draznin, Carmen Garnica, Mike Frost, Ona Harshaw, Malik Hale, Joyce Nance, Josh Roberts, Jill Blanchard*

Station Manager: *Nathan Vandiver*

Staff: *Danielle Schira, Zale Chadwick*

Members/Volunteers: *Tim (Diablo) Nakayama, Janet Unruh, S.W. Conser, Paul Roland, Doug McVay, Cory Elia*

### HOUSE RULES & MEETING GUIDELINES *(5 minutes)*

- Jessica read the House Rules and Meeting Guidelines
  - <https://kboo.fm/kboos-house-rules>

### HOUSEKEEPING *(5 minutes)*

- Choose Facilitator
  - Emma

- Select time keeper
  - Zale
- Designate note taker
  - Zoom read.ai (edited by Jill)

**APPROVE AGENDA** Approved. Motion to approve - Ona, second - Joyce

## **PUBLIC PARTICIPATION**

- Charles - Emma, you're doing a great job as our leader
- Paul - request for status update on the HVAC and station re-opening
  - Emma - these updates will be addressed during the Station Manager update, you are welcome to participate in the discussion
- Emma - thanks to Danielle for sitting at the reception desk letting people into the Station for the board meeting

## **APPROVE KBOO BOARD MEETING MINUTES**

May 2023 meeting minutes approved. Motion to approve - Ona, second - Mike.

## **KUDOS & APPRECIATION**

- **NATHAN**
  - *Had great experiences learning KBOO culture and history*
  - *Attended his first live remote at Good In The Hood*
  - *Kudos to everyone who worked on the Juneteenth live remote too*
  - *FCC training and Board Op training - both really run trainings and met new volunteers*
- **JILL**
  - *RevOps and Mike for the Matching Gifts constant contact email that was sent to the membership, good to see KBOO continuing to find ways to help KBOO donors help KBOO.*
  - *Kudos to everyone involved with the Good In The Hood live remote*
  - *Sherry and the Strategic Planning team - the Community Survey will launch later this week*
  - *Nathan, you are doing a great job, we are really happy to have you here.*
- **Ona**
  - *Thank you to everyone who worked on Good In The Hood. It was fantastic. I want to write thank yous to people who were on the air that day.*
- **Emma**
  - *Thanks Danielle. Not just for sitting at the reception desk. She has been the most amazing finance person. Especially in the last 10 years. She helps us to predict and understand the finances of the station and surpasses the work of the finance people at KBOO before her. People don't see Danielle's work on the radio but it is absolutely essential to the success of the station.*

- *Thanks Zale, the board's administrative support and keeps us compliant with our bylaws and policies. Thank you for being here for KBOO.*

## **NEW BUSINESS**

- STATION MANAGER REPORT
  - Finance
    - KBOO Staff/Board moved \$250,000 to an 18-month CD
      - Interest-bearing account
      - This will happen one more time.
    - Currently working to update signers on the financial accounts
    - Shifted from using debit cards to using credit cards
      - Nathan and Emma have credit cards
    - The audit is not complete
      - Nathan and Danielle continue to follow up
      - No timeline on when it will be complete
      - CPB funding will be impacted
    - At the suggestion of the audit, KBOO is working on financial procedures to improve oversight and safety controls.
    - Budget
      - Currently in the revenue planning stage
      - Planning for expenses comes next
  - Engineering
    - Waterfront Blues Festival live remotes
    - Cathedral Park Jazz Festival remotes
      - Need volunteers
    - Uninterruptible Power Supply (UPS) installation
      - We may need to go through a bidding process to get the UPS system installed
        - According to our new financial policy
  - kboo.fm
    - Due for an overhaul
      - Researching content management systems
      - Looking at other community stations to see what they do
      - Will also speak with key stakeholders to see how they use the website
  - Facilities
    - HVAC
      - Project on hold, waiting for a transformer to solve power compatibility issues.
      - Timeline: roughly the week of 7/17/2023
    - Custodial services
      - On Nathan's to-do list
  - Reception
    - A new reception volunteer started today - the first in a while



- New transmitter has arrived
    - Installation in progress - scheduling date
  - Studio Transmitter Link (STL)
    - Engineers recommended this installation follow the installation of the transmitter.
    - Involves tower climbers
    - *Emma - if we could commit to a date and/or speed up the process for installation, we can show and thank the donors who paid for this important piece of equipment.*
      - *Nathan - Will find out how committed we are with the current installation team and propose a deadline to see if they want to continue.*
      - *Joyce - would there be a drawback to obtaining a quote right now?*
        - *Nathan - no*
  - Uninterruptible Power Supply (UPS)
    - Actively reaching out for quotes for installation
  - Live remotes
    - There have been issues but engineers and volunteers have worked through them
- FINANCE COMMITTEE
  - KBOO has spent \$119,000 on fixed assets since January 2023.
  - KBOO is still down 3 revenue generating staff positions: the Development Director and the Membership Director and the Engagement Coordinator
  - Anticipating a planned gift of 6 figures in this fiscal year
  - Cash in bank accounts = \$881,000
  - Transferred some cash into CDS to earn interest
  - Unrestricted cash at the end of May = \$516,000
  - *Emma - hopefully in July we will have a rough draft of the 23-24 Budget to review at the board meeting*
    - *Danielle - by the end of next month there will be a preliminary revenue plan to review.*
    - *Emma - traditionally KBOO's revenues are in the neighborhood of \$600-\$800,000. The budget for FY24 is looking like \$1.1 million. We need to permanently close the gap in revenue.*
    - *Danielle - When we do fundraising drives at full potential they are successful, people are still supporting KBOO.*
      - *KBOO is having trouble keeping up with things like renewals because of staff vacancies.*
      - *Nathan - hopefully we can make an announcement about the Membership Director soon.*
    - *Underwriting - building from the ground floor, there is good possibility for increased revenue*
  - *Emma - let's find ways that the board can contribute to fundraising*
- CONSENT AGENDA
  - Mechanical issues and issues that don't require discussion or debate can be voted on as one list - together
  - *Emma - can we have a short workshop on Consent Agenda between now and the next board meeting?*

- VOTES

- Move \$250,000 from Rivermark to Oregon Community Credit Union CD paying 5.3%
- Approve Finance Coordinator to open a new account in anticipation of moving OnPoint Community Credit Union funds in excess of \$250,000.
- Remove Ona Harshaw as a signer from all bank accounts
- Add Jill Blanchard as signer to all bank accounts
- Remove former Board members and list Christina (Emma) Lugo and Jill Blanchard and other board members(?) as Charles Schwab signers

Votes approved. Motion to approve - Ona, second - Jill.

- DEVELOPMENT COMMITTEE

- The Committee requested the names of the attendees from the 2022 Cuba trip from the Data Coordinator in order to plan a small event(s) with a big ask for funds for KBOO.
- Thank you cards
  - If you have decent handwriting and want to help out writing thank you letters to major donors, we could use your help.
    - Nathan - these cards are meaningful and impactful and is a good way to help with fundraising without being in front of people.
- Board-led fundraising
  - *Emma - I am interested in going places this summer that KBOO has never been to before to ask for funds - like the NIKE Community Foundation (just invested \$400 million in the Albina neighborhood)?*
    - *Where can we go to ask for money? Should we have a committee to vet ethical requests?*
    - *I encourage you all to think about this between now and next month.*
- 55th Birthday Block Party
  - Scheduled for Saturday, 9/23
    - Noon - 10pm
    - The annual meeting will take place for an hour or so during the early afternoon
  - The first planning meeting was held 2 weeks ago.
  - Expected costs \$12-15,000
    - Plans to offset this cost with sponsorships, beer sales and other fundraising.
  - Emma asked JoAnn Hardesty if she would speak at the block party and she said to send her the information.
  - The next planning meeting will be held after July 4th.
- Membership Director
  - Revenue opportunity with renewals
- Photographer
  - Transmitter installation

- PROGRAMMING
  - News 3 nights a week with plans to increase
  - Public Affairs planning another APANO remote event
  - Reviewing performance evaluations and the disciplinary code
  - 3 new shows added to the programming schedule
  
- GOVERNANCE & POLICY COMMITTEE
  - Votes
    - Add Ona as an ad-hoc member of the Governance and Policy Committee
      - Ona's GAP Proposal 06262023
      - Ona will work with her team and report to the Governance and Policy Committee with any bylaw update proposals.
      - Jill suggested making this process a part of the next strategic plan.
 Addition approved. Motion to approve - Jill, second - Josh
    - Adopt Governance and Policy recommendations
      - June 2023 Governance and Policy Committee Items for Board approval
 Policies approved. Motion to approve - Ona, second - Jill
  
- STRATEGIC PLANNING WORKGROUPS
  - 1 workgroup is reviewing/evaluating the 2017-2020 strategic plan to see what was accomplished and what we still want to carry forward into the next strategic plan.
    - The review is mostly complete
    - Next step: draft report for membership to close out the last strategic plan
  - 1 workgroup is working on a community input survey that will launch in June.
    - Launches this Friday, 6/30 and runs through Sunday, 7/16
    - Promotions include:
      - Handbills for live remote broadcasts
      - Website
      - Social media
      - Constant contact email
      - On-air announcements
  
- NOMINATING COMMITTEE
  - Annual Meeting
    - Saturday, 9/23
      - During the birthday block party
  - Election schedule
    - Friday, 7/21 - board applications due
    - 7/24 - 8/24 - paper notices mailed to members
    - Friday, 9/8 - last day for 1st electronic notice to be sent
    - Wednesday, 8/30 - record candidate forum
    - 9/17 - 9/23 - air candidate forum
    - Saturday, 9/23 - elections during the annual meeting
  - Board application

- The current board application has not been updated in years
    - The committee proposed a new “Board applicant survey” to go with the same personal statement questions.
    - Vote | Approve new Board Application
      - Passed unanimously
  - Board training and development
    - The Executive Committee is looking into facilitation training for Board members so we can share power during board meetings.
- OTHER
  - Board profiles
    - Check your board profile
      - Contact Jill with updates and/or a new photo
  - Facilitation Training
  - Pride celebration
    - Joyce - KBOO should take a stand on Pride - on the air, around the weekend of Portland Pride
      - It is more important now than ever to support Queer and Trans people.
      - Could KBOO provide an opportunity like during “pet day” when people told their stories
      - Nathan - feels in line with KBOOs values and will talk to Programming about a call for content and about anything else they can do.
      - Emma - the Board can write a letter supporting Pride. The Board can produce PSAs.
      - Ona proposed getting ahead of Pride for next year.
      - Emma has the director of NW pride and several grand marshals from the ride parade and people from the drag-a-thon on her show.
  - Board Zoom account
    - Zale wants to make a generic name and email address for the board so that everyone/anyone can use it and will have access to the 2-step verification process.
  - CPB Training
    - Harassment and Bias prevention training - required for staff every year.
      - Also required for officers of the Foundation.
        - Due by 9/30/30
        - Emma, Joyce, Ona, Sherry
  - People’s Institute for Diversity
    - Training happening in the Fall
      - Ona is proposing training for 1 small group of KBOO staff first (4-5 people)
      - Friday, 8/25 - Sunday, 8/27
      - \$350 per seat, in-person
  - Partners in Diversity
    - NW Equity Summit
      - \$400 per seat
      - 1 day
  - Working Board meeting



- Board-led Fundraising
  - Monday, 7/10
  - 6pm to 8pm
    - Zoom only
- Board Secretary
  - Is anyone interested in serving as Board Secretary?
    - Jill gave a description of the responsibilities
    - Mike Frost expressed interest
    - Jill and Mike will discuss
- ANNOUNCEMENTS
  - Willamette Week Best of Portland
    - KBOO is up for up for best radio station.
      - Voting is open now
      - Jill will share link with the Board and Nathan

## **NEXT MEETING**

Monday, 7/24/2023

6pm - 8pm

## **ADJOURN**

Meeting adjourned. Motion to adjourn - Joyce, second - Emma.

Submitted by Jill Blanchard, acting Secretary 7/25/2023