



BOARD OF DIRECTORS MEETING MINUTES

Date: Monday, 3/25/2024
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=TVhpbTF3WnlEdkxxM2tPOWhWYTJzZz09>

Meeting ID: 899 2850 1027

Passcode: 794568

WELCOME

INTRODUCTIONS & CHECK-IN (10 minutes)

IN ATTENDANCE

Board members: *Emma Lugo, Jill Blanchard, Mike Frost, Yousef Mayel, Joyce Nance, Ona Harshaw, Charles Shambry, James Draznin, Sherry Morisch*

Station Manager: *Nathan Vandiver*

Staff: *Zale Chadwick, Danielle Schira, Ender Black, James Neale, Arthur Rizzotto*

Members/Volunteers: Robert Rogers

HOUSE RULES & MEETING GUIDELINES (5 minutes)

- [KBOO House Rules](#)
 - Rules read by Jill

HOUSEKEEPING (5 minutes)

- Choose facilitator - Sherry
- Select time keeper - Emma
- Designate note taker - Mike

APPROVE AGENDA (5 minutes)

- Approve March 2024 Board Meeting Agenda (this document)
 - Motion to approve - James Draznin
 - Seconded - Jill
 - Motion is approved

PUBLIC PARTICIPATION (10-15 minutes)

- No member of the public requested participation this month

APPROVE KBOO BOARD MEETING MINUTES (5 - 10 minutes)

- Approve February 2024 board meeting minutes
 - [February_2024_Board_Meeting_Minutes](#)
 - Motion to approve - Emma
 - Seconded - Sherry
 - Motion is approved

KUDOS & APPRECIATION (5 minutes)

- Jill - Kudos and appreciation to all the Board members you know who you are who met with me on your own time, and in a space that was neutral and fun, mostly to check in for the mid year and see how things are going. I think it's really great to see how engaged everybody is. There's so much enthusiasm, there's so much energy, and there's so much love for KBOO that it was just really inspiring to be with all of you. So thank you for your honest opinions and feedback and input. And yeah, thanks.
- Sherry - I have kudos and thank you to Nathan for being the fearless leader, for being a stable and supportive leader of the team, the board, everybody. Ender for being fabulous, and a friend, and helping me through a lot of things, and you 2, Emma and Jill, for guiding me through the prickly things that I don't always know so much about. So that's all my kudos.
- Charles - Yeah. So I'm gonna thank the board for giving me that gift card. I was really surprised at the amount I thought was just gonna be a few dollars. But I got a very generous amount. So I was very thankful for that. And I feel the love for that card. And yeah, I appreciate Jill being persistent in getting it to me. So thank you.
 - Jill - Well, thanks for recovering from your heart attack. So that's why you have the card, and thank you very much, and sorry it was so late.
 - Charles - I appreciate that.
- Nathan - Kudos to programmer and volunteer Zack Flannery and programmer and staff member Phil Garfinkel. Zach stepped in on late notice to fill in and run sound for live bands during the Metal Marathon overnight March 1-2. The Metal Marathon slayed thanks to Zach's ability and willingness. Thank you, Zack! Phil stepped in on late notice to set up sound for KBOO program Noontime Jamboree, which was DJ'ing live at the opening day of the Portland Saturday Market. Phil's willingness and ability helped KBOO engage with general community members and a fellow Portland legacy institution.

- Emma - I'd like to acknowledge all the hard work that Dan Schramack and Gene Bradley do every month on the Finance Committee. Those 2, along with Staff, have really just done such a good job of making it an excellent, super well-functioning finance committee and also, I just wanna thank Joyce for the work that she's done and kind of reviewing the audit and working with Danielle. So yeah, I guess my kudos this month go to the finance committee.
- Ona - I also wanna thank Ender and all the work you did to the mlk, you know, Reboot, of the celebration. That was a big deal to come back from a month's delay. And I think it was wonderful, it was great. Lots of great interviews. And yeah, it was a great show. Great program.

NEW BUSINESS

- Staff presentation: Public Affairs Update
 - Ender Black presented - [Public Affairs Presentation - 3_25_2024.pdf](#)
 - Ona - Is the PA schedule full? Ender - There is plenty of room for new public affairs content
 - Joyce - I was on the PAC and they only posted every three months. Is there any way to have the meetings posted where they can be seen? Nathan - We can look into getting the quarterly meetings posted better. Joyce - The workgroup meetings were being moved at the last minute and only being posted on Slack. Nathan - OK I can look into it.
 - Ender - I just wanna say that we do have Asia and Gary, our star volunteer, that helps with pack and other things. They've come up with the system - kind of a more advanced system for program proposals, and it has a lot to do with the slack channel. We use that slack channel for quick communication. So that is something to consider too.
 - James - what is the percentage of local vs syndicated content? Ender - 60/40
 - Emma - What content are we missing ? Ender - Content from Native Americans and African Americans, and content about technology. Sherry - What kind of tech because I am deep into AI and computers? Ender - It was about AI specifically, and what is good and bad about it. So we are doing well, but of course we could grow and improve. We need more LGBTQ shows, even before the pandemic, and especially during the pandemic, they disappeared.
 - Sherry - What are the barriers to entry? Ender - People don't want to engage with KBOO because they aren't attracted to coming to the station. I think it's because of digital media. It's a whole new world. But we also could be doing more outreach. Sherry - how can we integrate the digital content world with terrestrial radio? There are a few ways; a lot of it is going to be updating equipment. Ender - The Engagement coordinator could help make us more popular so that people want to come to KBOO.
- Station Manager Report (5 - 10 minutes)
 - [Station Manager Report - 2024-03.pdf](#)

- Ona - when will the audit be done? Nathan - likely by end of April
- Engineering Committee (*5 minutes*)
 - Query: Shall the Engineering Committee be officially made a committee (of the Board)?
 - Emma - The reason this is being discussed is that we thought Engineering was a committee but it turns out it is a workgroup. If we want it to be a committee it would need a chair and it would need to publish notes.
 - Arthur - There was some question about whether as a workgroup could we still get a board member to attend. Mostly we want the freedom to shift the meeting date without having to announce it a month in advance (as required for committees).
 - Jill - When I am looking for a board member nominee I go to the committee meetings to find interested parties because they are a great way for new volunteers to engage with KBOO that isn't part of programming. My concern is if we don't have committees it's harder to cultivate people.
 - Arthur - We also would like to meet more than once a month which committees do not do.
 - Zale - no specific input. A decision needs to be made, either we leave it as is and pass a motion that a board member will be required to attend - or we decide it needs to be a committee so that there will always be a board member present. If it is a committee it needs a chair and publish notes.
 - Joyce - I don't see the downside to Engineering being a committee. Zale - As a committee you can't limit who attends, and the Requirements for chair & notes apply. And people would have to step up and do these other roles.
 - Arthur - One concern is that we talk about our vital infrastructure at these engineering meetings and I am not always comfortable putting that information into the meeting notes because it could lead to us getting hacked or people having access to things they shouldn't have access to.
 - Zale - Minutes don't have to include that info. As a committee, you can set it up so that committee meetings only happen quarterly, with workgroup meetings more frequently. This way you only have to publish minutes quarterly. Minutes only need to include who was there and if any motions were passed.
 - Motion to move the vote to next meeting - Ona
 - Seconded - Mike
 - Motion approved
- Finance Committee (*10 minutes*)
 - [+ FC Report 20240321](#)
 - Emma - In 6 months we will be at \$260K, does that exclude operating reserves? Danielle - Yes, we exclude operating and the report should say "less operating"
 - Sherry - will there be fundraising in between? Nathan - Yes
 - Danielle - March is our 6 month review, Nathan and I are working on the report

- Development & Events Committee (*5 minutes*)
 - Fundraising
 - 4/8 there will be a working board meeting with training on fundraising
 - James wrote a script that we will practice with on each other
 - [DEVELOPMENT COMMITTEE MEETING NOTES 03182024](#)

- Programming Committee (*5 minutes*)
 - No report

- Governance/Policy Committee (*5 minutes*)
 - The committee considered the proposal to change the members of the executive committee and declined to recommend it back to the board

- Nominating Committee (*5 minutes*)
 - Trainings
 - Mid-year check-ins
 - 2024 election calendar
 - Save the date, elections are on [Sep 21, 2024](#)
 - Recruitment strategy FY25
 - Board application
 - Bylaw revisions
 - Proposal:
 - [PROPOSAL | BYLAW CHANGES - Board of Directors Qualification...](#)
 - Sherry - This is a barrier to entry, especially the Programming and Production classes which only apply if you are doing production.
 - James - are we having trouble with the Board underperforming in the areas that we are suggesting required classes?
 - Joyce - Classes are only 1 hour long and should not be a burden.
 - Zale - Drop dead date for passing new bylaws would be the print date of the bylaws.

ADMINISTRATIVE

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CLOSED SESSION

- Discuss the terms of the CPB Community Service Grant for fiscal year 2024
- 24-25 budget planning

ANNOUNCEMENTS

NEXT BOARD MEETING

- Monday, 4/22/2024
- 6pm
- At KBOO and on Zoom

ADJOURN