



BOARD OF DIRECTORS MEETING MINUTES

Date: Monday, 4/22/2024
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, Sherry Morisch, Josh Roberts, Carmen Garnica*

Station Manager: *Nathan Vandiver*

Staff: *Zale Chadwick, Danielle Schira*

Members/Volunteers: *Robert Rogers, Diablo, Thomas*

HOUSE RULES & MEETING GUIDELINES (5 minutes)

- [KBOO House Rules & Meeting Guidelines](#)
 - Read by Jill

HOUSEKEEPING (5 minutes)

- Choose facilitator - Jill
- Select time keeper - Josh
- Designate note taker - Mike


APPROVE AGENDA (5 minutes)

- Approve March 2024 Board Meeting Agenda (this document)
 - Motion to approve - Ona
 - Seconded - Mike
 - Motion is approved

PUBLIC PARTICIPATION (10-15 minutes)

- Diablo:
 - Can we review the frequency and duration of the fundraising drives?
 - Could we investigate doing in-person drives like we used to do?
 - I want to make sure that we preserve the content in the current web app when we launch the new one.



APPROVE KBOO BOARD MEETING MINUTES (5 - 10 minutes)


- Approve March 2024 board meeting minutes
 -  KBOO BOARD MEETING MINUTES 03252024
 - Motion to approve - Ona
 - Seconded - Josh
 - Motion is approved

KUDOS & APPRECIATION (5 minutes)

- Emma - I especially wanted to thank Mike for doing such a great job as secretary. I want to thank Joyce for making a motion at the finance meeting that was really needed. I want to thank James for making a great pitch to the Finance committee. I want to thank Ender for doing a great job on Public Affairs and for his care.
- Danielle - There was a power outage. Nathan and Althea jumped on it right away and were prepared.
- Josh - Kudos to Jill and Jamie for the volunteer activity at Northwest Academy.
- Jill - Danielle and Nathan for the INCREDIBLE amount of work that they did for the Finance committee. Thanks to the team of people who have been working on the How to become a board member content - that includes the engagement coordinator, the program director, the web coordinator, and especially Charles who is leading the charge here.

NEW BUSINESS

- Station Manager Report (5 - 10 minutes)
 -  Station Manager Report - 2024-04.pdf
 - Ona - Can you capture volunteers coming in by their door code? Nathan - It can be done but the paper log is easier.
- Engineering Committee (5 minutes)
 -  Engineering Committee Meeting April 2024

- Mike - UPS had the power set incorrectly to 208V when it should have been 240V. This is what caused the error messages. So we didn't need to buy the extra battery capacity but it is good to have as it extends the operating time and gives us plenty of time to transfer operation up to Stonehenge. A comment was made that even more battery capacity would give us more time to transfer, but we have now proven that there is ample time to do this with the capacity we have.
 - The STL looks like it is pointed at the top of the tower at Stonehenge. We were unable to use a rigger recommended by Phil due to insurance issues. Nathan is working on getting a tower climber.
 - Thomas - Is it possible to get access to audio file uploading? Nathan - the current web site is not working right now. Michelle is the one to provide access.
- Finance Committee (*10 minutes*)
 -  FC Report 20240418
 - Emma - We did the 6 month budget review. First I want to say that Nathan and Danielle did a great job. But I want you to pay attention to the numbers. Next year if we are in the same position, the board will have to make a decision about dipping into reserves. We have 1.5 years before we use all reserves.
 - Joyce - I made a motion or suggestion. We will be down to \$143k at the end of the fiscal year. It means if we have a deficit of the same magnitude as this year we will eat seriously into our reserves. My proposal that was agreed to unanimously by the finance committee is to prepare the budget as if we would not have a deficit and prepare a second budget that is a balanced budget. We would start with the historical revenue data and bring the expenses in line with the revenue. This will give us the ability to approve a budget that is balanced.
 - Emma - we should ask the station manager to prepare both budgets.
 - Nathan - I would be fine with preparing a second budget that is balanced, but could not provide details about what would be cut since that would have to be bargained.
 - Zale - No motion necessary to make two budgets, I think, but to state that the board make the action regarding the two budgets, that could be simply passed in September.
- Development & Events Committee (*5 minutes*)
 - Major donor phone calls
 - Major donor thank you cards
- Programming Committee (*5 minutes*)
 - Josh reported
- Governance/Policy Committee (*5 minutes*)
 - No report

- Nominating Committee (*5 minutes*)
 - Trainings
 - Recruitment strategy FY24
 - Ona - how many seats are open? Jill - 4 seats
 - Board candidate requirements
 - Joyce - We don't have to make it a prerequisite. Jill - How do we enforce it?
 - We should make it a policy, not a bylaw.
 - Annual meeting
 - Where should we hold it?
 - We still need to schedule a trip to Stonehenge tower

ADMINISTRATIVE

- Board to vote on whether Engineering shall be a committee.
 - Emma - It would be nice if Engineering was a committee. But it's ok to leave it as a workgroup for now while Mike is attending.
 - Motion to create Engineering committee - Ona
 - Seconded - Joyce
 - Ona - Yes
 - Mike - No
 - Emma - Yes
 - Joyce - Yes
 - Josh - Yes
 - Yousef - Abstain
 - Carmen - Yes
 - Jill - Yes
 - Motion is approved
- The next board meeting is scheduled for May 27, 2024 which is a national holiday (Memorial Day) The board should vote to reschedule the meeting for a work day.
 - Motion to move the board meeting to May 20 at 6PM on Zoom only - Ona
 - Seconded - Mike
 - Motion is approved

CLOSED SESSION

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

ANNOUNCEMENTS

NEXT BOARD MEETING

- Monday, 5/20/2024
- 6pm
- On Zoom only

ADJOURN

- Motion to adjourn - Mike
- Seconded - Ona
- Motion is approved