



## BOARD OF DIRECTORS MEETING MINUTES

**Date:** Monday, 4/24/2023

**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=TVhpbTF3WnlEdkxxM2tPOWhWYTJzZz09>

Meeting ID: 899 2850 1027

Passcode: 794568

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### WELCOME

### INTRODUCTIONS & CHECK-IN

#### IN ATTENDANCE

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

Station Manager: *Chris Merrick*

Staff: *Ender Black, Danielle Schira, Zale Chadwick,*

Members/Volunteers: *Drew Alcoser, Paul Roland, Tim Nakayama/Diablo*

Guests: *Cory Elia, Yousef Mayel*

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

- <https://kboo.fm/kboos-house-rules>

### HOUSEKEEPING *(5 minutes)*

- Choose Facilitator Emma Lugo
- Select time keeper Josh Roberts

- Designate note taker Jill Blanchard

## **APPROVE AGENDA** *Approved; Ona - motion, James - second*

## **PUBLIC PARTICIPATION**

\*After Station Manager's Report

- **PAUL ROLAND**
  - *Paul shared "KBOO Volunteers Unite!" a piece he wrote during the Summer of 2014.*
    - *He talked about something that is missing: a forum for volunteers to get together and share concerns.*
      - *"We need to more fully model the kind of participatory democracy that some of us talk about in our programming and that is expressed in our CoreValues. In order for KBOO to become more institutionally resilient, volunteers need to become more actively and directly involved in some kind of organized way."*

## **APPROVE KBOO BOARD MEETING MINUTES**

*March 2023 meeting minutes approved. Josh-motion to approve, Ona-seconded.*

## **KUDOS & APPRECIATION**

This is a new section of the agenda this month.

- **JILL**
  - *Drew - thank you for all your work at KBOO and for your last day, thank you for being here tonight as a volunteer and for staying engaged with KBOO.*
  - *Danielle - thank you for all the work on the audit, the Willamette Week Give! Guide application and the 6-month budget review.*
  - *Earth Day programming was a big deal - lots of hard work went into making that day special for KBOO listeners*
  - *Chris announced his last day - he is on the home stretch now so I will thank him every chance I get between now and then.*
  - *Layla - thank you for your service on the Board of Directors - especially for your work as Treasurer during uncertain times at KBOO.*
  - *Charles - thank you for the promotional video and for teaching his first 2 "How to become a Board member" classes.*
  - *Union Bargaining Committee - thank you for your work on the Engagement Coordinator job description, it is thoughtful and will be fruitful.*
  - *STaff - thank you for your work on station reopening*
- **CHARLES**
  - *Jill - thanks for your work for KBOO*

- *ENDER*
  - *Phil - provided high quality sage for a ceremony at the station*
- *JOSH*
  - *Thank you for welcoming me, helping me.*
- *SHERRY*
  - *Emma and Jill and Chris and PHil and Azia and Nate and Ona and everyone - thank you for your support while applying for the Development Director position*

## **OLD BUSINESS**

- Station re-opening
  - *ENDER*
    - *Website says KBOO is open*
      - *Call for an appointment*
    - *Visit from Benson High School radio station*
    - *2 Interns through the end of May*
  - *EMMA*
    - *CAn we plan an open house when the Station is ready?*
  - *JILL*
    - *KBOO turns 55 this year, birthday party?*
  - *CORY*
    - *Suggested a block party*

## **NEW BUSINESS**

- Station Manager's Report
  - *CHRIS - Hiring*
    - *Membership Director*
      - *Membership Director hiring committee has been formed*
      - *Internal job posting closed*
      - *Job to be posted with close date by 5/20*
    - *Engagement Coordinator*
      - *Internal hire posted*
      - *Hiring committee is being formed*
    - *Station Manager*
      - *Processed the original applications*
    - *90% of applications come from Indeed and Ziprecruiter.*
      - *Reviewing FCC requirements*

- *Need local print presence*
  - *FCC/EEO requirements for hiring*
    - *Chris has been working on these files as hiring committee have been formed*
      - *For each hire*
  - *Sonitrol Contract*
    - *System for door security with pinpad. Users are given individual pin codes for access.*
    - *5-year contract*
      - *30 days notice to withdraw from contract*
  - *CPB*
    - *The Corporation for Public Broadcasting gives KBOO money*
      - *Staff must complete a required 30 minute discrimination and harassment training in order to receive this CPB funding.*
    - *Updating CPB report this year with “the same” as the information from last year’s report*
  - *NFCB Conference*
    - *6/28 - 6/30/2023*
    - *Denver, CO*
    - *Board will pay for staff to go to this conference*
  - *Phil*
    - *Vacation for 2 weeks*
  - *Member gift*
    - *\$5000 designated for a DJ kit to travel to events*
  - *Willamette Week Give! Guide*
    - *Applied for the first time in 3 years*
  - *Chris’ last official day of work is Friday, 6/2*
    - *He is available for continued training after a few weeks off*
- *Management Bargaining Committee*
  - *The Management Bargaining Committee and the Union BArgaining Committee met on Thursday, 4/20/2023.*
  - *ONA - most recent Letter of Agreement with the Union Bargaining Committee was regarding COVID policy.*
    - *The Management Bargaining Committee agreed to maintain the current COVID protocols*
      - *Vaccination card on file*
      - *Wear mask in the station at all times*

- *Do not enter the station if you are sick*
- *JILL*
  - *The LOA also spells out the process if you have a religious and medical exemption.*
  - *Union Bargaining Committee agreed to remove the part of the LOA that talked about staff not being required to attend outdoor events due to COVID*
    - *There are no longer CDC or other health restrictions for COVID. Outdoor settings are more safe than indoor settings. There are a number of outdoor, live remote broadcast events during the summer months that need to be staffed.*
  - *The Management Bargaining Committee complimented the Union Bargaining Committee on Engagement Coordinator job description. It should produce strong candidates.*
- *ONA*
  - *Overall, it was a productive and agreeable meeting.*
- *JOSH*
  - *Question - are there plans to revisit the mask mandate down the road, is there a timeline?*
- *ONA*
  - *We are taking cues from Staff on this*
- *ENDER*
  - *Once HVAC has been updated maybe Staff will consider lifting the mask mandate*
- *Board Endorsement | Community Resilience Hubs*
  - *DREW*
    - *Nonprofits can get a lot out of endorsing bills in the community*
      - *KBOO cannot endorse on the air*
    - *If KBOO endorses*
      - *Endorsement form to join the coalition*
        - *4 actions to advocate for this*
    - *Hubs can be activated during weather emergencies and smoke*
      - *All over Oregon, different communities need different things*
    - *The hubs will mitigate gaps with government agencies responding to disasters*
    - *Next steps:*
      - *KBOO will want to share action alerts with our networks including social media, emails, etc.*
      - *Sign on to coalition letters*

- *Collectively endorse legislation*
    - *Could do on-air interviews with people, listeners will hear that KBOO is concerned about this issue.*
      - *That KBOO wants to strengthen the community.*
  - *JAMES - motion to endorse, ONA - second*
  - *The Board of Directors endorses this bill*
- **Station Manager Hiring**
  - *CHRIS*
    - *KBOO received 50 applications*
    - *Selected 10, interviewed 9 people for first round*
    - *Second round interviews with 6 people*
      - *Some with radio experience, some with nonprofit experience*
    - *Final round of interviews*
      - *Some candidates live outside Oregon and we may need to fly them to Portland to see the station and meet the staff and board.*
  - *EMMA*
    - *For third round interviews we will invite the staff to meet the candidates.*
      - *Staff doesn't vote on the hire but the Board appreciates staff feedback.*
- **Engineering**
  - *CHRIS*
    - *Transmitter - everything is ready to go, possibly installed by the end of next week*
      - *Ona - can someone take photos?*
      - *Emma - can we pay Celina Flores to take photos?*
      - *Cory also volunteered.*
    - *Studio Transmitter Link (STL) - Arthur has contracted a tower climbing crew for \$5,800.*
      - *Deadline is 5/15 for the microwave frequency we are going to use. We bid on this 18 months ago. After 5/15 we will need to resubmit the bid.*
      - *2 people at each tower.*
    - *Uninterruptible Power Supply (UPS) -*
      - *Electrician for McKinstry (HVAC installation) will hook up UPS maybe by this Friday*
  - *EMMA*
    - *Should we document the tower climb? Photos and/or videos.*
      - *We will take care of this in executive committee*

- *What might stand in the way of the 5/15 deadline?*
  - *CHRIS - The weather*
  - *EMMA - If we have to pay more to have the work done earlier, it might be worth it to not miss the deadline.*
- *CHRIS*
  - *HVAC*
    - *Cannot work this week*
    - *Will work in May with clear weather*
- *Finance Committee Report*
  - *DANIELLE*
    - *KBOO is doing as well as it has ever been doing.*
    - *A little over \$992,000 in the credit unions, \$642,000 is unrestricted*
    - *Budget*
      - *\$25,000 less in revenue than expected at this point in the year*
        - *Mostly due to staff vacancies*
          - *Station Manager*
          - *Development Director*
          - *Membership Director*
          - *Web Coordinator*
          - *Engagement Coordinator*
        - *Campaigns have been going well*
        - *Donors are giving but we are missing some high net-worth donor cultivation*
      - *Expenses are down*
        - *Due to staff vacancies*
      - *6-month Budget Review*
        - *KBOO was expecting a \$180,000 deficit at the end of this year*
        - *KBOO is currently expecting a \$142,000 loss at the end of the year.*
      - *Risk: ability to do fundraising and grant writing*
      - *It would be great to do more paid spots like the OMSI events*
      - *Purchased the transmitter this month*

- *Several pieces of equipment are valuing up because they are not installed yet.*
  - *Audit - 401k "make whole" liability was booked in FY22.*
  - *Transfers to certificates of deposit, as approved during the March Board meeting, will be taking place this week.*
  - *KBOO was told we are receiving a bequest - 1/5 of the residue of an estate, a 6-figure gift.*
  - *Audit - will be expensive due to lack of procedure during 2022. CPB report is due 5/14/2023. It will be a tight timeline to make this deadline.*
  - *All Thrills No Frills Campaign*
    - *Exceeded goal*
    - *Bluegrass Marathon was successful and well received.*
- **Fundraising**
  - *EMMA - Spring Fundraising Drive*
    - *The Station Manager let the Board know that staff cannot hold the Spring Drive without a Development Director and a Membership Director.*
      - *KBOO is hiring for both positions now.*
    - *There is a possibility that KBOO could hold a Summer fundraising drive*
    - *KBOO still wants to hit the \$75,000 fundraising goal*
- **Development Committee**
  - *JILL*
    - *Willamette Week Give! Guide*
      - *Focuses on donors under the age of 35*
    - *Planned giving event to be scheduled once the new Development Director is on board.*
    - *Events*
      - *Possibility for a Hip Hop Marathon in the fall*
        - *The Development Committee can help with sponsorships for the event to cover the costs of the artists and the production so all donations can come to KBOO.*
- **Program Advisory Committee Report**
  - *DIABLO - This committee hasn't met since the last Board meeting, meets this week*
    - *Working on disciplinary code*



- Governance & Policy Committee Report
  - ZALE - Next committee meeting is scheduled for June
- Facilities Committee Report
  - ONA - Met for the first time in April to make a list
    - KBOO is looking for janitorial service
      - If anyone has referrals, send them to the Executive Committee
  - CHRIS - In-kind electrical service offer fell through, they never responded back.
- Nominating Committee Report
  - JILL - The Annual meeting will be held on Saturday, 9/23
    - 3 maybe 4 returning board members for the FY 24 election slate
      - Can use the same candidate statement or revamp the statement
    - Replacing Layla with Carmen during this meeting
    - Cory and Yousef are both interested in joining the board
    - Vote to remove Layla Kanaan from the Board of Directors
      - Approved: Ona - motion, Josh second
    - Vote to elect Carmen Garnica to the Board of Directors
      - Carmen reiterated her intention and asked board members to read her statement.
      - Carmen has already been to a Development Committee meeting and is already doing outreach.
      - Approved: Ona - motion, Charles/James - second
    - We have a full Board
- Secretary
  - Jill will hand the Secretary responsibilities back to Sherry
  - Jill resigned as Secretary
  - Vote to re-elect Sherry as Board Secretary
    - Approved: James - motion, Ona - second
- Administrative
  - ZALE - welcomed new board members and explained some onboarding paperwork for the FCC

## **CLOSED SESSION**

- Station Manager Hire

## **OPEN SESSION**

## **ADJOURN**

*Meeting adjourned: Josh/Charles - motion, Ona - second*

**Approved 5/22/2023: Jill Blanchard, Acting Board Secretary**