



## BOARD OF DIRECTORS MEETING MINUTES

**Date:** Monday, 5/20/2024  
**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

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### WELCOME

#### INTRODUCTIONS & CHECK-IN (10 minutes)

##### IN ATTENDANCE

Board members: *Emma Lugo, Jill Blanchard, Mike Frost, Yousef Mayel, Joyce Nance, Sherry Morisch, Carmen Garnica, Ona Harshaw, Josh Roberts, James Draznin, Barukh Kioroglo*

Station Manager: *Nathan Vandiver*

Staff: *Zale Chadwick, Danielle Schira, Althea Billings*

Members/Volunteers: *Robert Rogers, Thomas James, Dan Shramek*

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

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

#### HOUSEKEEPING (5 minutes)

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


### **APPROVE AGENDA (5 minutes)**

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

### **PUBLIC PARTICIPATION (10-15 minutes)**

- None this month



### **APPROVE KBOO BOARD MEETING MINUTES (5 - 10 minutes)**

- Approve April 2024 board meeting minutes
  -  KBOO BOARD MEETING MINUTES 04222024
  - Motion to approve - Ona
  - Seconded - Joyce
  - Motion is approved

### **KUDOS & APPRECIATION (5 minutes)**

- Jill - prospective board members - thanks for stepping up. Kudos to Nathan for staying at KBOO for a year!
- Danielle - Nate shared this morning that Althea has been instrumental in making everything run smoothly. She has done a lot in the past couple of weeks.
- Emma - Kudos to Dan Shramek for all the work he has done for the Finance Committee. I would also like to thank Joyce for asking the tough questions and giving the budget the scrutiny it deserves. Jill, kudos for all your hard work especially for writing the station manager review.
- Joyce - Kudos to Dani who works very hard in a thankless and stressful job in accounting.
- Nathan - Kudos to the board and everything you've done to welcome me here. Also thanks to the staff. Danielle for all the work she is doing and for being willing to work with me day to day.

### **NEW BUSINESS**

- Staff presentation:
  - Althea: plans for election coverage this fall
  -  KBOO News Election Coverage 2024 Board Presentation
  - James - You said the community quite a bit, could you replace the word citizen with the word community? Althea - that's a great idea.
  - Contact Althea at [newsdirector@kboo.org](mailto:newsdirector@kboo.org)
- Station Manager Report (5 - 10 minutes)
  -  Station Manager Report - 2024-05.pdf

- Joe - Why does Democracy Now cost money? It is a syndicated show and the cost pays for the staff that produces it.
- Engineering Committee (5 minutes)
  - No meeting - no report
- Finance Committee (10 minutes)
  - [FY24 Budget Narrative - Q2 / 6mo Review \[draft\]](#)
  - [6 Month Actuals and Budget Projections](#)
    - KBOO is \$124,000 down in revenue, from its budget at 7 months into the fiscal year
    - This is due to timing of the receipt of grant funds from CPB and slower than planned revenue from the Development line (which includes grants, major gifts, and other affiliated income) and the Underwriting line.
    - Expenses are down \$79,000 below budget 7 months into the fiscal year
    - This is due to focused management on contractor spending. However, spending will likely increase as we hit planned legal expenses and make purchases once we receive our CPB funding.
    - Management and Staff will continue to monitor budget progress and report to the Board and Finance Committee as they work to manage KBOO revenue and expenses over the rest of the fiscal year.
    - The Finance Committee continues to review KBOO Finances thoroughly, but has no recommended changes to the FY 24 budget at this time.
  - [FC Report 20240515](#)
  - James - I would recommend reducing the number of people to 2. Donors give stock when it is at maximum value.
  - [Draft of Audit Letters KBOO 9.30.23.pdf](#)
  - Board discussion on Proposal for Two Budgets from station manager. This is a proposal from the treasurer and board chair requesting two budgets from the manager this year. We will discuss this proposal this month and vote on it next month.
    - Dan - How does this interact with the collective bargaining agreement?
- Development & Events Committee (5 minutes)
  - Gearing up for summer activities
  - Marching in the Pride parade would be great
  - Discussed increasing tabling opportunities
  - Fire on the mountain event was great but last minute - can we use Slack to announce these events?
  - Discussed Diablo's comments about frequency of pledge drives and whether we could bring back in-person fundraising drives
    - Feedback was that in the past the ROI was not great and we are doing better now with on-air drives. But community building is worth something too.

- Running behind on thank you cards.
- Board members raised \$20k for the matching fund, great job!
- Joyce - if phone banking is too much burden, could we be in-person for only a portion of the drive? Jill - it could be done, but how do we find the balance between the labor and the donations? I recommend that we have laptops and punch it in live. Zale - for the last couple years Mike Ftaclas did set up some in person processes so we are moving that direction. It is really hard, so maybe we could do one Saturday.
- Programming Committee (*5 minutes*)
  - No report
- Governance/Policy Committee (*5 minutes*)
  -
- Nominating Committee (*5 minutes*)
  - Recruitment strategy FY24
    - We are running a promotion for potential board members that leads to a web page that doesn't work
  - Candidate update
  - Board application
    - The board application is currently a Word document and we will put it in a google form.
    - Do we want to have a discussion about in-person board meetings? Should we have a requirement for board members to meet in person?
  - Annual meeting
    - We need an indoor space for the meeting

## **ADMINISTRATIVE**

- Undoing Racism Community Organizing Workshop
- Appoint board liaison to Engineering Committee
  - Motion to assign Mike Frost as liaison
  - Jill so moved
  - James seconded the motion
  - Motion is approved

## **CLOSED SESSION**

- The board returned from closed session after giving Nathan his one year employment review, having approved a 10 percent raise for the station manager's salary and approved his performance bonus.

## **ANNOUNCEMENTS**

**NEXT BOARD MEETING**

- Monday, 6/24/2024
- 6pm
- At KBOO and on Zoom

**ADJOURN**

- Motion to adjourn - Mike
- Seconded - Josh
- Motion to adjourn approved