



KBOO DRAFT Board Minutes Rev 1
November 25, 2013 6:00 pm
KBOO: 20 SE 8th Street

Facilitator: Adin Rogovin
Minuter: Mark Sherman

1 Welcome KBOO members and visitors

Brush

2 Introductions (2 min)

Board Members Attending: Adin Rogovin, Michael Papadapoulus, Timothy Welp, Michael Wells, Joe Uris, Jeff Kipilman, Lyn Moelich, Matthew Bristow, Jen Davis, Mark Sherman, Sue Bartlett, SW Conser (1 hour late)

Board Members Absent: SW Conser

Visitors: Eugene Bradley, Judy Hadley, Allen Wheeland, Celeste Soles, Hershel Soles, Nancy Newell, Zale Chadwick, Marian Rhys, Jenka Soderber, Rabia Yeaman

3 Announcements and Upcoming Events (2 min)

- 3.1 Peoples Coop Board Meeting Dec 17 5:30pm - 8:30pm
- 3.2 Board members needed Tuesday November 26 for Fall drive unpaid pledge phone banking. This is 6:00-8:30 pm.
- 3.3 David Barsamian: Capitalism and the Environment Dec 7, 2013 7:30 pm at The Peace House, 2116 NE 18th, PDX
- 3.4 Navy Sexually Abused Vet – Abe and Joe Show tomorrow.

4 Opening Public Comments (10 min)

- Nancy Newall – Thanks to the board.

5 Agenda Approval: Unanimous

6 Motion to approve the minutes of October 28, 2013 and November 18, 2013.

Motion Approved: (9-1-1)

7 Tech update – Janka Soderberg.

Server is stable, backed up nightly.

Outstanding items. Meeting Fri Dec 6 afternoon.

Mobile App is underdevelopment.



8 Station Manager's Report

Victoria Stoppiello

Report received in the morning and will be attached to next months agenda.

9 Committee Reports

Programming Committee

Joe Uris – Decision coming up on Thom Hartmann. Need statistics from membership regarding how many new members joined, etc. We don't have statistics on shows in general.

Governance Committee

Sue Bartlett - BPM is moving forward thanks to Gene. Jeff resigned.

Personnel Committee – No report

Nominations Committee = No report

Development Committee

Jen Davis – KBOO needs a graphic artist or publicists. We need to promote our events with consistent branding. Ren Green suggests we get Adobe Illustrator for \$500.00. Install in a computer office for general use. We could train staff and volunteers to use Illustrator.

Finance Committee

Michael Wells – first months numbers are hard to interpret. Expect a quarterly report where we can decide how to react to changes to expectations.
Converted MacRae, our Account Temps finance person to an interim finance employee. Wait a few months, until MacRae learns the system to perform the audit. Audit is more complete than a review. Takes a week or two, with additional costs of \$4500.00.

Membership Engagement Committee

Timothy Welp – Hoping to meet Wednesday looking for a place to hold the meeting.

Web/Tech Committee

See Jenka Report above

10 Staff Report – rolled into the manager report.

11 Board Reports

11.1 FCC Renewal Update

Zale – announcements have been run on the air and in the newspaper. Pending approval from FCC. February is when the license runs out. Next is a consummation report. High board turnover should be discouraged.



- 11.2 Board Policy Manual Work Group
Sue Bartlett – see work group minutes online

12 Consent Agenda

- 12.1 **Motion:** The December board meeting be held on Monday the 16th to avoid the holidays. **Approved:** 11-0-1
- 12.2 **Motion:** Appoint Mark Sherman to sit on the Web/Tech Committee **Approved:** 11-0-1
- 12.3 **Motion:** all standing and other committees (as defined in the By-Law Article Section 3 and Section 4 and Policy Numbers 47 and 66) of the board should meet monthly, at a regularly scheduled time. Meeting times will be posted in KBOO's lobby and on the website. If the meeting is rescheduled or canceled, notice of such change will be posted a minimum of 72 hours in advance of either the regularly scheduled or the rescheduled meeting date, whichever comes first. If a committee has frequently canceled or rescheduled meetings, the board should investigate the situation.
Approved: 8-1-3

13 Board Agenda Process

- 13.1 **Sponsor:** Mark Sherman
- 13.2 **Purpose:** Agree on process for submission of agenda items.
- 13.2.1 **Background:** To support the goal of efficient board meetings, it is important to have adequate time to research topics prior to the meeting. Supporting documentation, justifications for why the issue is important, and a description of a proposed motion enhance our ability to deliberate and arrive at informed decisions. A defined process for the submission of agenda items will also support transparency of the process and ensure all issues are dealt with in a consistent manner.

Issues discussed include:

- Prioritizing agenda items
- Reduce meeting times
- Redirect issues to committees when appropriate
- Committees need to submit minutes to the board secretary
- Agenda should be set a week before the meeting.
- Sense of the board that Mark and Adin would continue to create the board agenda.

14 Board Review/Approval of Hiring and Firing of Employees



14.1 **Sponsor:** Mark Sherman

14.2 **Proposed Motion:** The KBOO Board of Directors shall be the body that makes the final decision regarding the hiring and firing of all staff, consultants, and temporary employees.

Motion Failed: 2-6-4

14.2.1 **Background:** This proposal was submitted in July, 2013 and was mistakenly not included for board consideration. KBOO is a small non-profit consisting of approximately 10-13 paid employees. Turn over at KBOO is infrequent. As is consistent with other organizations, prospective employees typically interview with and/or are hired by board, especially in organizations with minimal levels of management.

In addition, releasing an employee from employment is also expected to be a rare event. In both cases, review by the board provides necessary checks and balances needed to insure fairness and appropriate review. The union contract allows for appeals to the board for dismissals. This resolution aligns the hiring process with the termination process.

15 Facilitator For Board Meetings - Withdrawn

15.1 **Sponsor:** Sue Bartlett

15.2 **Purpose:** To determine if we really need a board facilitator.

15.2.1 **Proposed Motions:** Motion to stop using a paid facilitator at board meetings.

15.2.2 **Background:** In the past years it was useful to have a facilitator, particularly with the very disruptive members. We now have a new set of board members and do not need help keeping the meeting going. I don't believe we need to continue to pay a facilitator to help with our meetings. If we need help, I think we, the board members, should take turns.

16 Developing a Plan to meet the Goals from the Board Retreat



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16.1 Sponsor: Adin Rogovin

16.2 **Purpose:** To create a plan development process to achieve the Goal of reaching 6000 members by the end of this fiscal year.

16.3 **Decision to be made/Proposed Motions:** Assign the task, with guidance from the board, of creating a plan to reach the goal to an appropriate team of board, staff and members.

16.3.1 **Background:** At the Nov. 26-27 board retreat, the board established a goal to reach 6000 members by the end of this year. Many suggestions have been put out for member related activities or projects. A comprehensive plan detailing a specific set of actions, assignment of responsibility for implementation, and allocation of resources, could help us actually achieve this goal.

Adin – I don't have a summary of what we discussed. Can you send me something?

17 Emergency/New Business (40 min)

17.1 Designate a KBOO media spokesperson - Joe Uris
No decision taken.

17.2 Ensure all board members have board contact information. - Joe Uris
No decision taken.

17.3 Consideration of the permanent manager job description – Matthew Bristow
Motion to approve the station manager job description – By concensus.

17.4 Check Signer Issue – Victoria Stoppiello
No action taken

18 Closing Public Comments

19 Station Manager Job Description



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KBOO Station Manager Job Description

KBOO-FM in Portland, Oregon was established in 1968 as one of the first listener-supported radio stations in the U.S. The KBOO Foundation is a 501(c)(3) nonprofit organization which receives over 80% of its income from member contributions. It is a mission-driven organization dedicated to free speech, providing a forum for underserved perspectives and communities and cultural programming. Broadcasting at 26,500 watts, KBOO serves much of Northern Oregon and Southwest Washington. KBOO seeks a station manager to provide leadership and vision, who is serious about innovative, high-quality, community-based programming. (See Programming Charter on second page.)

Responsibilities

The Station Manager is responsible and accountable for overall administration of personnel, programming, financing, technical operations and public relations for the station. The Station Manager manages 10 full and part-time paid staff. KBOO depends heavily on volunteers for most on-air programming and other functions and has several active committees which advise the Board. The Station Manager reports to KBOO's elected Board of Directors.

Qualifications

- Nonprofit management and supervisory experience required.
- Fundraising experience, including major donor and grants, desired.
- Noncommercial community radio experience desired.
- Bachelors degree or equivalent experience desired.
- Ability to thrive in a democratically run, decentralized organization.
- Comfort working with a wide variety of people in a diverse workplace.
- Demonstrated ability to foster teamwork, collaboration and creativity among staff and organization as a whole, with a consensus-building style.
- Excellent listening, oral and written communication skills.
- Ability to delegate, plan and organize people to meet goals and objectives.
- Understanding of finances and experience overseeing budgets.
- Ability to adapt KBOO's vision and goals to meet changes in technology and society.

Position Overview

- Ensure KBOO compliance with all applicable local, state and federal laws and regulations, including broadcast license (FCC) and tax exempt status (IRS).
- Be aware of changes in society and media that affect KBOO, and work with board and staff to respond to them to meet KBOO's mission.
- Work with board to develop long- and short-term goals for the station and oversee implementation of goals (strategic planning.)
- Ensure implementation of board policies and decisions.
- Act as board/staff liaison and attend board meetings.
- Oversee financial operations, including ensuring KBOO operates within its approved



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budget and adjusting to meet changes in income or expense.

- Work with board and staff to ensure that KBOO generates sufficient revenues to maintain high quality broadcasting and operations.
- Work with board, staff and volunteers to build membership and involve members.
- Oversee station operations to ensure that plans and schedules are made and followed, and deadlines are met.
- Manage staff as a collaborative team, including setting shared goals, helping individuals develop and monitor work plans, conducting staff evaluation and individual staff development.
- Hire, discipline and dismiss staff within structure of KBOO policies and union contract.
- Create atmosphere where volunteers are valued and encouraged to develop and use skills and creativity.
- Work with staff and volunteers to ensure production of high quality radio programming.
- Oversee the maintenance and security of station facilities and equipment.
- Keep current with the work of KBOO committees and coordinate them with board and staff.
- Oversee any legal or accounting matters involving the station.
- Represent KBOO to the community via coordinated messaging.
- Network with community groups and with local, state and national organizations that share KBOO's goals.

To Apply:

Email your resume with a letter of interest to: dedicated e-mail
or mail to:

Station Manager Search, KBOO, 20 SE 8th, Portland, Oregon 97214

Applications will be held in confidence.

Please, no phone calls or contacts.

Deadline: December ??.

KBOO is an Equal Opportunity Employer and does not discriminate on the basis of race, color, religion, gender, age, sexual preference or nationality.

KBOO Programming Charter:

KBOO shall be a model of programming, filling needs that other media do not, providing programming to unserved or underserved groups. KBOO shall provide access and training to those communities.

KBOO news and public affairs programming shall place an emphasis on providing a forum for unpopular, controversial, or neglected perspectives on important local, national, and international issues, reflecting KBOO's values of peace, justice, democracy, human rights, multiculturalism, environmentalism, freedom of expression, and social change.

KBOO's arts, cultural, and musical programming shall cover a wide spectrum of expression from traditional to experimental, and reflect the diverse cultures we serve. KBOO shall strive for spontaneity and programming excellence, both in content and technique.



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The foregoing minutes were approved by the Board of Directors on January 16, 2013.

Mark Sherman

Secretary