

## KBOO Foundation Board Meeting

April 28, 2014 6:00 pm

KBOO: 20 SE 8th Street

Chair: Adin Rogovin

Minutes: Matthew

1. Welcome KBOO Members and Visitors

2. Introductions

Board Members Attending: All (some tardy). Adin Rogovin, Jen Davis, Michael Wells, Mark Sherman, Timothy Welp, Lyn Moelich, Michael Papadopoulos, Jeff Kipilman, Sue Bartlett, Joe Uris, SW Conser, Matthew Bristow.

3. Opening Public Comments

Public (from sign-up sheet) Attending: Celeste Soles, Gene Bradley, Monica Beemer, Rabia, John B. Jones, Nancy Newell, Herschel Soles.

4. Minutes Approval March 24, 2014: **Approved 9-1-0.**

(Revised to include: "Mark Sherman comment: wants "timely posting of minutes, etc.")

[Sue: Research 2013 board minutes (and agenda?) posting protocol.]

5. Discussion and approval of the agenda

6. Board Liaison Committee Reports

A. Finance Committee:

Treasurer's Report: Michael W.

**A. Motion: The Board approves the revised budget as presented by the finance committee.**

**[Approved: 12-0-0] [BoD line modified from \$1,200 to \$2,000]**

Background: We're 6 months into our fiscal year and the finance committee has reviewed the year to date budget vs. actual figures and proposes budget revisions. This revision is to match our budget with what's actually happening and make a few minor changes. The good news is that because of spending below expectations by the staff, this budget actually balances.

Proposed changes in income include increasing the Spring Drive goal by \$5,000 and hiring a development director in August.

The finance committee will revisit the budget at its June meeting, after the Spring drive and the initial results of renewal mailings currently going out are known. There might also be some new grant income.

**B. [Motion] KBOO authorizes the Station Managers and Treasurer to apply for a KBOO corporate credit card with a credit limit of up to \$10,000 and an initial limit of \$1,000. [Approved 12-0-0]**

B. Governance Committee:

**Revise policy to define membership and set minimum dues. [Approved 10-1-1]**

C. Personnel Committee

Addressed questions: established that committee advises. Discussed questions: job descriptions?, interim hiring?

**Empower station manager to clarify process of moving positions from interim to regular as to FCC rules (See: BOLI, etc.) and strive to avoid use of “interim” as good process in the future. [Approved 11-1-0]**

D. Nominating Committee

**Motion: Adin: Board liaison communicate to committees about Bylaws regarding member attendance and removal (Michael P. request it be a motion.) Approved: 10-0-2**

E. Program Committee

Spring pledge drive programming includes: gardening, fighting neo-liberal offensive, prison industrial complex, and Angela Davis. Tech problem, server replaced. 2 talk show openings, 3 music show openings Thursday night, news department investigating ALEC and will be reporting soon, live broadcast from inner city blues fest, earth day, Sun Ra. Challenge to the Board to listen more to KBOO to be more informed.

**Motion: Board liaisons will inform committees of its charter. Approved: 10-0-2**

F. Development Committee: Meetings now 3<sup>rd</sup> Thursday.

Jen will not be as involved with some activities, soon. Committee gave seeds from Xerces Society. PSU forum: Resnick, Gupta, +, KBOO facebook event page, roller skating parties, Pete Seeger, cannabis march.

G. Member Engagement Committee: Meeting now 3<sup>rd</sup> Wednesday.

Researching and discussing next steps in the process of facilitating deep and meaningful membership involvement (not just those who attend board and committee meetings.) After spring pledge drive, will be meeting with membership director, building more, Mic & Monica getting involved.

H. Tech steering committee:

Issues: Mobile app, archiving, “left-menu”. Presentation by Cam Madill from PixelSpoke.

D. BPM WORKGROUP: Proposal Presentation – Sue Bartlett & Gene Bradley

Discussion/Vote on BPM Report submitted at March meeting.

**Sue B. moves:**

- 1) The board of directors accept the KBOO policies as the policies of KBOO radio and permanently withdraws the Board Policy Manual of 2013**
- 2) Adopt the reorganization of policies as recommended by the BPM workgroup (will attach).**
- 4) Create index of Policies by subject matter to improve accessibility.**
- 5) Adopt plan for periodic Board review of KBOO policies on a 2 year cycle in a staggered manner.**
- 6) Add introduction to KBOO Policies as part of the yearly board orientation.**
- 7) Adopt BPM workgroup recommended changes to policies: 7- Political advertisements, and 38- fiscal audit.**
- 8) all other specific policy change recommendations (22, 47, 16, 27, 30, 36, 46, and 48) shall be referred to the Governance committee for review. [Also referred for review: 34 - obscenity and indecencies, 63 - Legal matters] [3) Adopt the proposed Preamble as part of the KBOO policies to link them to the by-laws and KBOO basic values]**

**Motion Passes 11-1-0**

#### 7. Station Manager(s) Report

Ani is going on Sabbatical. Jessy will fill-in at half-time. 37 volunteers at April orientation. Major tech issues. Inventory completed as part of Audit. Audit completed. Accepting credit/debit for EFTs. Working on grants. Hiring membership directors. Meeting with African American broadcasters group. Re-established connection with Doug Fir.

A. Input on the draft goals for the Strategic Planning Support (SPS!) Work Group

[Motion: Mark Sherman: Put 2011 to 2016 Strategic Plan in abeyance. Withdrawn]

#### 8. Motion to submit proposal to operate 107.1 = Michael Wells

**Motion: The KBOO board approves submitting a proposal to MetroEast Community Media to assume operation of the translator at 107.1 FM to broadcast local music. Approved: 9-3-0**

Background: MetroEast Community Media owns a 24 watt translator at 107.1 FM, currently broadcasting as KZME. They are wanting to get out of the radio business and have put out a Request for Proposals for a partner to take over operations in a collaboration. They want to retain ownership of the transmitter at this time and have FCC approval to increase power to 48 watts. Their main interest is in seeing that whoever operates it programs local music.

The KBOO board discussed responding to the RFP, believes that local music fits KBOO's mission and that it would be in the interests of the KBOO Foundation to operate the translator as a second programming channel. The translator will cover most of the East Side of Portland and

the West Side to the West Hills. There could be some coverage of Washington and Clackamas Counties, especially with the power increase.

The board has developed a RFP response which KBOO will submit to MetroEast and if they respond with interest, KBOO will enter into negotiations for turnover and operation.

#### 9. Staffing Report: Mark Sherman: Discussion

Purpose: To address issues of interim employees not being transitioned in into permanent employees and to ensure staff resources and job descriptions are in line with actual duties, and insure alignment with KBOO goals and objectives for the coming year.

#### 10. Upcoming contract negotiations with KBOO Staff Union – Timothy

The Union has notified the Board President that a successor contract has been requested. This timely notice allows for appropriate preparation heading into bargaining.

#### 11. Public Comment: Rabia Y.

#### 12. Adjourn