

KBOO Foundation Board Meeting Minutes

20 SE 8th Ave., Portland Or 97214

2/24/20, 6:20-8:30 pm

Attending: Sarah Farahat (facilitator), Emma Lugo, Ruba Leech, Shaheed Haamid, Laurie Mercier (minute-taker), Theresa Mitchell

Meeting begins 6:20, no quorum yet

6:30 Katmeow Garcia, Marvin Raines arrive, quorum reached

1 Call to order, Agenda, Minutes

Agree on agenda (some reordering of original): Ruba made motion to approve agenda, Theresa seconded, all approved

Approve meeting minutes December, January meetings: R motion, KM second, approve Dec-Jan minutes

2 Public comments

Zale: reminded CPB rules: any board meeting needs one week notice on the air, needs to be open and public

Nancy Zacarias, from Spanish-language community: wants to request more space in KBOO for undocumented workers and other residents of Portland area to have another programming slot. Board thanked Zacarias and encouraged her to become involved in Programming Committee.

3 New Applicants to Board:

Karla Cruz, Michael Buchanan made presentations at last board meeting Michael not present for follow up; Karla present, responded to question Emma made motion to approve Cruz as new board member; Ruba seconded, unanimous approval and welcome. Karla seated on board.

4 Committee Reports:

Finance (Theresa): successes: pledge drive; fundraising plans for Cuba trip (Finance committee report posted on KBOO website)

Development (Laurie): Discussion about board fundraising plans and how should meet with development director to coordinate and share ideas. Laurie will contact

Tom about meeting with board Monday March 23 prior to regular monthly board meeting and after monthly development committee meeting, 5:30-6:30, (then board mtg will begin 6:30)

Events and Devmt committees have combined since there is overlap and will help with coordination (make sure Marvin, who has been on Events committee, on email list)

Programming (Shaheed):

Some shifting in programming taking place

Engineering (Arthur):

Arthur retrieved equipment from Alaska; making improvements in air room
contact Kboo.fm/helpdesk if notice tech problems in air room, studio

No reports: POC caucus, Nominating Comm.

Station managers: sent report by email to board members

Strategic Planning; Discussion

Tom Lane would like board input on strategic plan for development planning
First step: **all agreed to read and review most recent strategic plan (in board binders), and see what could be clarified, revised, and quantified moving forward**; is anything missing?

Plan should identify goals and show how taking specific steps to achieve

Personnel Comm.

Zale: reminds board about personnel issue discussed last meeting that needs a vote so it can appear on next ballot for vote by membership

Discussion of bylaw revision

Once board approves, nominating committee should make sure that it appears on ballot and info going to membership prior to annual meeting

5 Other

Theresa: discussion of coronavirus. Made motion that board direct KBOO managers to come up with Covid 19 CDC policy and procedure

Ruba seconded; 7 approve, 2 abstentions

6 Closed Session

Motion, second, and approval to go into closed session

Discussion of finance, recent donation, personnel issues

Motion, second, approval to go from closed to open session

7 Votes

Emma moved to support, Ruba second, all approve, personnel/governance committee recommendation that **the following bylaw revision is sent to membership for approval on the 2020 September ballot:**

(article VI, sect 11), Article VI; Section 11. Special Meetings. (new text in bold)

*Special meetings of the board of directors may be called by the president or any four board members, or by written demand delivered to the secretary signed by at least five percent of the members of the corporation and describing the purpose or purposes for which it is to be held. Notice of special meetings shall be delivered to each board member personally, or by telephone, **electronic mail, or text message**, not less than two days prior to the special meeting, or by mail, with a postmark of not less than four days prior to the special meeting. **Board members shall acknowledge receipt of notice.***

The board also approved the following rationale to appear on the ballot:

The KBOO board of directors asks members to approve this bylaw revision as it will make notices of special meetings more accessible to more board members, as well ensure that notice is received and responses can be expected.

Motion to accept candidate application, Michael, for seat on board; 1 yes, 5 abstentions, 2 no; application declined for lack of majority support.

Recommendation for union negotiating committee: Gene Bradley, Celeste, Karla Cruz, another member from community/volunteer

Note: **The next board meeting** will be held the fourth Monday of March on **March 23, 2020, 6:30-8:30 pm.** Board will meet with development director 5:30-6:30 prior to general board meeting.

Call to adjourn, second, passed.