



BOARD OF DIRECTORS *APPROVED* MEETING MINUTES

Date: Monday, 4/28/2025
Time: 6:00pm - 8:00pm
Location: KBOO Community Radio
20 SE 8th Avenue
Portland, OR 97214

and

Zoom:
<https://us06web.zoom.us/j/81283710721?pwd=aNC71rejhFbl7gNDb7Sjg3i8Eb2wbo.1>
Meeting ID: 812 8371 0721
Passcode: 288778

IN ATTENDANCE

Directors: Mike Frost, Carmen Garnica, Ona Harshaw, Ethan Scarl, James Draznin,
Michael VanKleeck, Josh Roberts, Jamie Bair, Jill Blanchard
Station Manager: Nathan Vandiver
Staff: Danielle Schira, Zale Chadwick
Board applicant: Meagan Bradley
Members/volunteers: Dan Schramek

WELCOME - Mike Frost

INTRODUCTIONS & CHECK-IN - Everyone (10 minutes)

HOUSE RULES & MEETING GUIDELINES - (5 minutes)

- KBOO House Rules & Meeting Guidelines (Read by Michael Van Kleeck)

HOUSEKEEPING - Mike Frost (5 minutes)

- Chose facilitator
 - Mike Frost

- Selected time keeper
 - Michael Van Kleeck
- Designated note taker
 - Jamie Bair

QUORUM

- Voting
 - Quorum is 7 directors
 - 9 (of 9) directors were present

APPROVE AGENDA - Mike Frost (5 minutes)

- Approve April 2025 Board Meeting Agenda (this document)
 - Motion to Approve: Ona
 - Second - Jill

PUBLIC PARTICIPATION (2 minutes per participant)

- Zale Chadwick -Encouraged board members to attend Undoing Racism training by the People’s Institute for Survival and Beyond
 - Next Training Dates:
 - 6/27-29 online
 - 7/11-7/13 Ridgefield
 - 9 AM - 5 PM Friday, 12-3 Saturday & Sunday
 - Per Nathan, KBOO has anti-oppression budget for staff and board
 - Board Members interested in attending should contact Station Manager, Nathan, to get signed up

APPROVE KBOO BOARD MEETING MINUTES - Mike Frost (5 minutes)

- Approve March 2025 board meeting minutes
 - ☰ KBOO BOARD MEETING MINUTES 03242025
 - Motion to Approve: Jamie
 - Second: Ona

KUDOS & APPRECIATION - Everyone (5 minutes)

- Marcia Hawker - awarded Ageless Award Age Plus (Nathan)
- Danielle/Finance Committee - financial info easy to read (Michael)
- Grant writers/Nathan (Ona)
- James Draznin Estate and Charitable Planning Overview (Jill)
- How awesome KBOO is (programmers, legacy of KBOO) -for KBOO grant support (Danielle)
- Jamie Bair phone calls to charitable givers (Jill)
- Jill for setting up letter writing party (Mike)
- Folk Collective Award for Diane (Danielle)
- Moses who passed away (Danielle)



- Michael kept us at time (Mike)

STAFF PRESENTATION

- No staff presentation

OLD BUSINESS

- **Nominating Committee - Jill Blanchard (10 minutes)**
 - Proposal | accept Meagan Bradley as KBOO Community Radio's newest director
 - Board Seat #12
 - Meagan's intention statement
 - Board of Directors applicant | Meagan Bradley 03162025
 - Final questions for Meagan
 - Closed session to discuss any final thoughts on Meagan becoming a KBOO director
 - Return to open session
 - Motion to vote on electing Meagan to the board: Jill
 - Second: Jamie
 - Vote
 - Mike: yes
 - Jamie: yes
 - Michael: yes
 - Ona: yes
 - Ethan: yes
 - Carmen: yes
 - James: yes
 - Josh: yes
 - Jill: yes
 - Meagan was elected to the board as the 10th director

NEW BUSINESS

- **Station Manager Report - Nathan Vandiver (5 - 10 minutes)**
 -  Station Report - 2025-04.pdf
 - The Publication, Bluegrass Today, wrote about the True Vine bluegrass marathon
 - Nathan encouraged board members to share articles they find about KBOO programs
 - Strategic planning email went out to programmers
 - All Thrills No Frills
 - wrap up 4/22,
 - donations still live,
 - will report on results May 2025
 - Thanks to James, Jill, Arty, Mike Ftcalas for estate planning process work
 - Art Walk
 - May 2, 2025 6 PM - 9 PM
 - Theme: Camp KBOO
 - Board reviewed programming comments
 - Collective Rush
 - May 18 1 PM - 3 PM



- programming collectives career fair to recruit new members
 - Community Advisory Board
 - May 12
 - These meetings are held to fulfill CPB grant requirements, board of folks who are not affiliated with KBOO, from KBOO provide feedback on work KBOO is doing to serve community and accomplish mission, including panelists, journalism professor, members of PISAB, volunteer position
 - Board requested to find time before it gets dark again (June-September) to have volunteer appreciation event, not staff-planned, separate from Annual Meeting 9/20
- **Finance Committee - Nathan Vandiver (10 minutes)**
 - (new format)
 - (old format)
 -  *FY25 Budget - 6 Month Review Executive Summary.pdf*
 - Board reviewed old format Finance Report
 - Avg revenue \$89,717
 - Average monthly \$78,070k expenses
 - 1st half of year has more revenue than 2nd half
 - \$208k cash on hand
 - \$126k cash on hand in 6 months (estimated)
 - Grants received:
 - Marie Lamfrom,
 - OR Community Foundation grant received
 - Successfully finished audit,
 - no findings
 - unqualified opinion received
 - Board reviewed and appreciated the new Executive Summary of the Finance Report
 - 6-month budget review
 - Although actual expenses are lower than budgeted, Nathan did not recommend changing expense estimates based on 2nd half of year projections
 - Board discussed labor attorney fees.
 - Billed as needed.
 - Pending Collective Bargaining Agreement
 - Board discussed budget to pay for engineer services in 2nd half of fiscal year
 - As of 3/31 \$69k in the positive
 - successful fundraising in 1st half of the year,
 - grants came in that weren't budgeted,
 - in addition to reduced expenses
 - 401K Make Whole Payment \$20k is not in escrow
 -
- **Executive Committee - Mike Frost (5 minutes)**
 - (did not meet in April)
- **Development Committee - Jill Blanchard and James Draznin (10 minutes)**



- Art Walks
 - Business sponsorships
 - Food donations

- Estate and charitable planning seminar
 - James: thank staff, Jill for volunteer help in publicizing estate and charitable planning overview, made 150 phone calls, didn't get enough response to justify attorney coming to station for 5/1 seminar,
 - James and Jill will be in touch with the attorney, and will gather testimonials from long-time programmers
 - They can capture testimonials online or in writing/blurbs on air, film attorney doing presentation, offer to anyone who is a KBOO member (purely educational)
 - Bequests have kept KBOO financially solvent in the past
 - Board discussed the broadcasting of on-air announcements to promote a previous seminar
 - Turn out last year disappointing with only on air promotion
 - Board decided to pause on this in-person educational opportunity for the time being and return to these efforts at a later date
 - Movement on recording the seminar and testimonials will still move forward
 - Board discussed promoting "Free Will"
 - Online will writing service promoted on KBOO's Legacy Giving webpage.
 - Board discussed renaming Legacy Giving page to Estate and Charitable Planning
 - Kudos to James for the idea and sticking with it over time
 - Jill recommended database management on membership lists (update phone, email, address, etc)
 - Discussed recruiting a Volunteer workgroup to make sure information is updated

- **Nominating Committee (10 minutes) - Jill Blanchard**
 - Recruiting
 - Open seats 2
 - Outreach
 - on-air announcement,
 - BOO Bulletin (e-news letter)
 - kboo.fm/boardrecruiting
 - kboo/fm homepage banner
 - Constant Contact emails
 - Social media
 - Volunteer newsletter
 - Galaxy
 - Mac's List



- Others to follow
 - , constant contact email, social media, KBOO volunteers email,
 - Hosting weekly “How to become aKBOO board member” information sessions
 - 4 responses to outreach, all current KBOO volunteers,
 - The Nominating Committee will follow up with prospective board members regarding with the recruitment process and invite them to a future board meeting
 - Elections
 - Candidate update
 - Josh and Jill met with a prospective board member
 - The prospect has received instruction on the recruitment process and was invited to the April board meeting
 - 3 additional people responded to the last wave of outreach communications
 - Of the 4 new prospects, no one has completed the board application yet
 - Annual meeting 2025 - Saturday, September 20th
 - 6-month check ins
 - Jill met with most directors
 - 2 meetings remaining
 - Will be complete before the May board meeting
 - Feedback has been positive
 - It sounds like things are going well on the board and that directors feel good about the strategic work they do for KBOO
 - Just a few meetings left, will be completed before next meeting
- **People of Color Caucus**
 - No report this month
- **Engineering Committee (5 minutes)**
 - Workshop on turntable maintenance was great
 - Michael is ready to teach that class
 - There is a continued Problem with CD players,
 - POT fell off AUX
 - The board emphasized the need to invest in equipment and technology
 - Phone system replacement has started, from computers or cell phones, new phones coming in tomorrow (Tuesday, 4/29/2025)
 - There was a report that Production 1 was putting out low levels
 - Art Walk seemed ok, John engineered,
 - Zach has used it as well, seems fine
 - Contract Engineering: working to secure contract engineer
 - Mike Johnson, Engineer and volunteer programmer, handles engineering needs at Stonehenge: the transmitter and the tower
- **Program Advisory Committee (5 minutes)**
 - [2025 03 04 program advisory committee meeting notes.pdf](#)



- Meets quarterly in March, June, September, December
 - Azia is planning for remote season
 - She is reaching out to the organizers of each event to confirm we are still on for this year:
 - Good in the Hood June 28-29
 - Waterfront Blues Festival July 4-5
 - only 2 days this year! they are taking a break and not producing 4 days like they have in the past Cathedral Park Jazz Festival July July 18-20
 - Next Program Advisory Committee meeting is Tuesday, June 3rd, 2025
- **Governance and Policy Committee - Zale Chadwick (10 minutes)**
 - No meeting in April
 - Thursday, May 15th is rescheduled date for next meeting
 - Conflict Resolution Policy -ongoing
 - Zale wants to rewrite from restorative justice point of view
 - Meagan has offered to help with this
 - A draft of the Conflict of Interest policy will come from Finance Committee once it is complete
 - Public Participation in Board Meetings - drafted
 - The goal is for the Governance and Policy committee to approve draft in May or June to bring to board by June 2025
 - Volunteers Rights and Responsibilities is next policy to be reviewed and updated
 - **Strategic planning - Josh Roberts (5 minutes)**
 - SWOT Analysis participation
 - Good participation from Staff and Board
 - Sending to volunteers for a 2nd time to collect feedback
 - Strategic plan progress report
 - Gathering input and data
 - Drafting outline
 - Next steps/timeline
 - Work on the Strategic Plan narrative
 - Board members are encouraged to review the outline
 -
 - 1st staff interview to be held with Azia this week There will be a timeline updates during the May board meeting

ADMINISTRATIVE (5 - 10 minutes)

- There was more than 1 calendar invitation for Board Meetings in Google Calendar -
 - this was resolved during the meeting.
 - Directors should see one invite moving forward
- The board requests a working meeting to learn how to navigate Galaxy
 - Jill will schedule meeting with Nate to schedule working board meeting



- Mike wants Galaxy to be an app
- Zale will get Meagan set up with KBOO Board email address, FCC questionnaire, link to board packet

OTHER

- Corrected Collective Rush Date to Sunday, May 18th
- Kudos to Jill from Zale
- Kudos to Michael for timekeeping
- Jamie tried out secretary this month and will be voted in next month
- Board needs to appoint a treasurer,

CLOSED SESSION

- Closed session was held during “Old Business” this month

NEXT BOARD MEETING

- Monday, 5/19/2025 (due to Memorial Day falling on the 4th Monday of May)
 - 6pm
 - At KBOO and on Zoom
 - Motion to change next meeting date to Monday, 5/19/25 at 6 PM: Ona
 - Second: Jamie/Michael
 - Date change approved. Nathan will update Google Invite
 - Jamie updated website
 - Jill will update on air announcements

ADJOURN

Move to adjourn meeting at 7:46 PM: Jamie

Second: Ona

April board meeting minutes submitted by: Jamie Bair 5/5/2025

Approved by the board of directors: May 19, 2025

