

December 28th 2015 Board meeting agenda

1. Welcome KBOO members and visitors
2. Introductions (2 min)
 - a. Board Members Attending: Timothy, Lesly, Gil, Mimi, Jen, Michael W., Delphine, Mel, Mic Crenshaw, Kipp
 - b. Board Members Absent: Sekoynia(excused)
3. Read House Rules: Done!
4. Opening Public Comments (10 min): None!
5. Minutes Approval - Nov 23rd, 2015 (5 min): Minutes APPROVED!
6. Discussion and approval of agenda (5 min): Agenda APPROVED!
7. Station Manager's Report (20 minutes) (Dec Pledge Drive, Staff Report...

Mic Crenshaw report: Pamela Santos is new membership director, Lisa Loving is new PM News director, new floor in news room, \$5 000 short of our goal for the Dec drive, KBOO mobile app is ready to be downloaded, Sun is leaving this week.

8. KBOO staff person discussing what their job really entails? Ani, KBOO Volunteer and Outreach Coordinator: welcome new folks to the station, conduct volunteer orientation, membership drive recruiting of volunteers, recruit volunteers for any other event, day to day support for volunteers, deals with conflicts between volunteers. January 29 is next volunteer appreciation party at Mother Foucalt. Martin Luther King Day celebration event coordination. This year, Ani is focused on understanding better people's gifts and interest using software. Ani also supports with media sponsorship, be on the lookout for partnership and outreach opportunities.

- Jobs with Justice update and request for support; Andrea Lemoins (5 minutes): Not here so delayed to next meeting.

9. Board Liaison Committee Reports (20 min)
 - *Personnel Committee*: Mel will be Interim board liaison
 - *Events Working Group*: Jen (liaison), Kipp, Gil, Sekoynia, Jen
 - *Finance Committee*: Michael (liaison), Mel
 - *Nomination Committee*: Timothy, Lesly, Delphine

- *Program Committee*: Delphine (liaison), Mimi
- *Executive Committee*: Timothy (liaison), Michael, Sekoynia
- *Development Committee*: Michael (liaison)
- *Governance Committee*: Sekoynia, Lesly
- *SPSWG*: Mel, Delphine

a. Governance Committee (update on outstanding policies): Did not meet. This committee is now Ad Hoc. No requirements in the bylaws for this committee to meet.

b. Nominating Committee: 2 seats to fill: 7 months and 1 year and 7 months. 2 months to let folks know and recruit. The process will be the same as used in March 2015. Motion to fill these seats by February: MOTION CARRIES

If you know anyone interested or you want to invite anyone to apply, invite them to the January board meeting.

Timothy will send the framework to the whole board.

c. Program Committee: Report from staff and looked at several board packet policies to be reviewed and updated by a special work group that will be established early in Jan.

e. Development Committee: no committee meeting yet, but some updates about development: grants for production 3, bid to replace the phone system and looking for grant for that, PR and advertising, social media

f. Finance Committee

Proposed changes to
KBOO Policy 38-
“Financial Audit”

Retitle: Financial Review

1. A fiscal review of KBOO finances shall be conducted on a yearly basis by a qualified independent auditor.
2. A full fiscal audit shall be performed instead of a review no less than once every three years.
3. The Board of Directors may authorize a full audit more frequently, based on *circumstances*.
4. The annual fiscal audit or review shall be reviewed by the Board of Directors at the first Board meeting following its completion.

Motion to change policy # 38: MOTION CARRIES

Proposed changes to
KBOO Policy #39
“Contracts over \$1000”

Retitle:
“Spending Authority Outside Budget”

1. Any emergency requiring an expenditure of more than \$5000, shall require approval in advance by the Board of Directors or the Executive Committee of the Board. Any emergency expenditure of less than \$5000 shall be approved by the Station Manager and does not require advance approval from the Board.
2. Any unbudgeted non-emergency expenditure of \$3000 or more requires the prior approval of The Board of Directors, following review and recommendation of the Finance Committee to the Board. Any unbudgeted non-emergency expenditure of \$3000 or less can be approved by the Station Manager.
3. The Manager will advise the Finance Committee of all emergency/non-emergency expenditures at its next regularly scheduled meeting and discuss how the expense affects the budget's net income.
4. Following approval of any unbudgeted expense, the Finance Committee shall review effects on the approved budget and advise the Board.
5. The Finance Coordinator shall keep a record of all approved emergency/non-emergency expenditures outside the budget, which can be incorporated at the midyear budget review.

Motion to change # 39: MOTION CARRIES

- g. Executive Committee: did not meet
- k. Personnel Committee: the committee reached out to Michael P. who is no longer will be in KBOO committees at the moment. Discussion going on about reaching out to programmers to ask them to volunteer more at events. Staff issue, not a personnel committee issue. Volunteer manual edits going on!
- h. SPSWG: Strategic Planning timeline. The board will need to approve the strategic plan. If you have any folks that
- i. Events work group: Thank you Gil for help on Silent Night. A couple of events coming up at the Clinton Street Theater and the group will help with the volunteer appreciation event.

10. Agenda items:

- Discuss KBOO selling the construction permit right near the Dalles: Michael Wells (5 mins)

Motion to sell Smithville Construction Permit

KBOO has an FCC Construction Permit (CP) to build a 10 watt repeater station in Smithville, Washington which is near The Dalles. Doing a cost-benefit of using it for a KBOO translator, the staff decided that it wasn't worth keeping. KBOO consulting engineer Michael Brown has offered to look for a buyer. He thinks it could be worth up to \$10,000. There will be an FCC window this spring that would allow selling to an AM station, which could make the \$10,000 price possible.

Motion: Instruct managers and staff to explore selling the Smithville CP, and to proceed if it seems advantageous to KBOO.

Motion to sell Smithville Construction Permit: MOTION CARRIES

- Mobile application update; Michael Wells? (10mins) The KBOO Community Radio app is available to download on iPhones and Droids.
- Update on the process and time lines to fill vacant board seats: Timothy? (10 mins) See notes above about
- A conversation about the balance of Spanish programming (music verses current events and news): Lesly (5 mins) Lesly would like to know how the Spanish programming we offer meets our mission and vision statements, especially news and public affairs. Delphine and Mimi will bring the issue to the Programming Committee.

Jen would like to see more Spanish collateral in Spanish, events, etc...
More outreach, more Spanish material, maybe an outreach committee?
Strategic Planning team will follow up on outreach as part of the strategic plan.

- Closed session agenda Timothy or Michael (10 mins) MOTION to go into closed session: MOTION CARRIES.

Closing Public Comments (10 min) NONE

Meeting adjourned at 8:30PM