



BOARD OF DIRECTORS MEETING MINUTES

Date: Monday, 8/25/2025
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=aNC71rejhFbl7gNDb7Sig3i8Eb2wbo.1>
Meeting ID: 812 8371 0721
Passcode: 288778

IN ATTENDANCE

Directors: Mike Frost, Michael Van Kleeck, Josh Roberts, Jamie Bair,
Jill Blanchard, Ona Harshaw, James Draznin, Meagan Bradley
Station Manager: Nathan Vandiver
Staff: Danielle Schira, Zale Chadwick
Board applicant: Tyson Stanger, Alex Privee
Members/volunteers: Dan Shramek
Absent: Carmen Garnica

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)

- Choose facilitator -Mike Frost
- Select time keeper - Michael Van Kleeck
- Designate note taker -Jamie Bair

APPROVE AGENDA - Mike Frost (5 minutes)

- Approve August 2025 Board Meeting Agenda (this document)
Moved to approve with edited meeting date 9/22/25 by Michael Van Kleeck
Seconded by Ona Harshaw

PUBLIC PARTICIPATION (2 minutes per participant)

- Kudos from Zale to everyone at the Board Meeting and staff continuing to show up and do the hard work, hopes everyone has a way of grounding when times of stress come around
- Support from Tyson on the efforts to raise money at this difficult time

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

- Approve [July 2025 board meeting minutes](#)
 - Moved to approve by Jill Blanchard
 - Seconded by Ona Harshaw

KUDOS & APPRECIATION - Everyone (5 minutes)

- Jill gave Kudos to the Annual Planning Committee meeting, especially Arty, Kate, Mike
- Jill thanked Megan for taking over business outreach
- Jill thanked Jamie is taking care of thank you cards for drives
- Jill thanked Danielle and Nathan for all their diligence, dedication, and answering all questions during budget time
- Jill thanked the Operating Plan workgroup, Josh, Mike, and Nathan for getting the project to the home stretch
- Nathan thanked Josh and James for their service on the board
- Nathan thanked Charles Shambry and Pallavi Pande for creating a [quality program](#) for KBOO listeners
- Nathan thanked Jan for providing updates on air room and HVAC
- Ona thanked Jill and the nominating committee for all the work getting nominees and board members
- Mike thanked Phil Garfinkel and his connection to get new mixing board console for P1
- Michael appreciated Phil Garfinkel's recent episode for [Grateful Dead and Friends](#)
- Jill thanked Sekoynia Azikiwe for hosting live music by Lady Mercedes on [Ear to the Streets of Portland](#)
- Tyson thanked Kate and Open Signal for volunteer video project and put some life into YouTube channel

OLD BUSINESS

- none

NEW BUSINESS

- **Station Manager Report - Nathan Vandiver (5 - 10 minutes)**
 - Closer to sewer line replacement completion
 - Pear tree must be replaced
 - Look into local organizations for replacement tree suggestions/support
- **Finance Committee - Jill Blanchard (15-20 minutes)**
 - Finance report
 - 📄 Bd Fin Rpt - 7.31.2025 - with notes-1.pdf

- Budget discussion
 - Operating at a loss
 - \$74,233 revenue
 - \$80,956 expenses
 - Biggest unbudgeted expense was the Sewer Replacement
 - Potential incoming revenue
 - Waiting on some grant decisions
 - Fall Drive has begun, August 20, 2025
 - Now that the July Board Minutes are approved, Jill can be removed from signers at RiverMark
 - CPB Updates
 - Continuing to negotiate for music rights until they close down
 - May cover through FY2027
 - KBOO will eventually have to pay rights directly
 - Interest in royalty companies to maintain license that's conducive to non-commercial broadcasting
 - From what Nathan has heard, the cost of paying directly may be within budget
 - May have some closeout funding to distribute
 - Do not know amount KBOO may receive
 - CPB's financial audit requirements are based on future grants
 - No future grants exist
 - KBOO can plan a financial audit under any other regulations, other than CPB
 - KBOO's policy does cover audit requirements
 - NFCB Board
 - Helping negotiate music rights
 - Helping with distribution from foundations who have donated to community radio stations
 - Nathan recommends maintaining NFCB Membership as they advocate for non-commercial broadcasting
 - Public Radio Satellite Service
 - Provides some syndicate programs for KBOO
 - Could be impacted, and result in elevated costs for these programs for KBOO
 - NYT did an article on private foundations to pool safety net finances for some public broadcasting stations (focus on budgets who were 30%+ from CPB)
- Still working on sewer insurance claims. Likely to not see funds until FY2026
 - Board will vote to approve budget in September
 - Working Board Meeting on budget and loss of CPB funding in previous years
 - Recommendation to focus on our members who may be disconnected from KBOO
 - Recommendation to look at grants and other business opportunities
 - [FY26 Budget Narrative Staff Draft](#)
 - Discussion confirming that this budget will not clear out the Operating Reserve
 - Recommendation that an in-depth budget review be conducted each quarter to closely track trends

- First quarter includes highest months of fundraising, would give a good indication if we think KBOO can cover some of the gaps, or if things are trending in the wrong direction
 - May discuss reducing budget to protect KBOO Mission around quarterly budget review
 - KBOO will strive for more revenue that cannot be budgeted including grant applications, underwriting income, major gifts
 - KBOO will focus on strengthening stable funding of individual giving base through membership and annual gifts
 - Strategic Operating Reserve request in budget is less than what KBOO would have received from CPB
 - Old Mole Variety Hour discusses CPB with Nathan and Eugene Bradley
- **Executive Committee - Mike Frost (5 minutes)**
 - No report
- **Development Committee - (5 minutes)**
 - pdf DEVELOPMENT COMMITTEE MEETING NOTES 08182025.pdf
 - Fall Drive (Jill)
 - Fall drive has begun and runs through September 20, 2025 [KBOO Out Loud!](#)
 - On air goal \$45,000
 - As of meeting date, on air at \$8,000 in donations
 - President's letter (mailer)
 - Has gone out to membership
 - RE: CPB funding
 - Loyal/major donor invitations
 - 200+ people who have donated for 25+ years
 - Sending a postcard, follow up with emails, and phone calls the week Starting 9/13 leading up to the annual meeting
 - Volunteer help needed
 - Major donors (Jamie)
 - Thank you cards
 - Let Jamie know if you want to write thank you cards
 - Jill, Meagan, Ona
 - Business outreach (Meagan) 9/17 at 6 PM
 - Underwriting
 - Board Call to Action
 - Add business to [spreadsheet](#) (vet to assure they are aligned with KBOO)
 - Add your name to some businesses and commit to reaching out
 - There is a script to send out and other details in the [Google Folder](#)
 - Board discussed the fundraising expectations of all members and committing time to these activities
- **Nominating Committee - Jill Blanchard (10 minutes)**
 - Candidate forum
 - Recording tomorrow, 8/26
 - Korvin Vale, moderator
 - Air Wed, 9/17 and 9/19 at 10 AM
 - Annual meeting

- Planning update
 - Funk band confirmed, *Mr. Vale's Math Class*
 - Getting a good response from Programmers to attend after-meeting community gathering (15 confirmed as of 8/25)
 - Overview of program: candidates say their piece, state of the station, award the first Diane Carl mentorship award, tribute to those who have passed in the year, talk about operating plan, announce new board members, band performs
 - Volunteers needed
 - Setup, ambassadors, etc
- Board Orientation
 - Saturday, 10/11
 - 10am until 3pm
- Draft Board Job Description
 - [FY26 BOARD MEMBER OVERVIEW](#)
 - Will be posted to The Standard's board opportunities list
 - If there are comments, please give to Jill by Wednesday, 8/27
 - [The Standard's Volunteer Expo 9/3 11-2](#)
- Recruitment
 - Elections
 - 3 candidates for 4 seats
 - Ona Harshaw (2nd term)
 - Tyson Stanger
 - Alex Privée
 - Additional 3 open seats at the beginning of the year (after elections)
 - Josh Roberts leaving board
 - 2 open seats before terms end at the end of FY25
 - Recruiting and Fundraising are both ongoing needs by the board
- **Engineering Committee - Michael Van Kleeck (5 minutes)**
 - [Engineering Committee Summary](#)
 - Direct in phone number issues
 - Interviews need to have person call in to the station and be transferred
 - **Live Remotes**
 - Computer issues, Mike Johnson suggests getting a dedicated device for live remotes
 - Significant expense, will add to engineering expenses queue
 - Issues with CD players
 - 2 working in the airroom
 - 4 total working
 - Audio interfaces ongoing issues, user error
 - Michael Van Kleeck is ready to do turntable class again
- **Program Advisory Committee - Michael Van Kleeck (5 minutes)**
 - No report
- **Governance and Policy Committee - Jill Blanchard (5 minutes)**
 - Operating plan goals

- Grow governance and policy committee by four members
 - Develop process for evaluating all policies
 - Research governance models at other stations
 - Write new policies with anti-oppression focus
 - There are 19 policies in need of review/approval
 - Based on the direction of the committee
 - If the Board wishes to re-evaluate which policies to prioritize, please let committee know
 - Workplan update
 - AI policy discussion
 - Committee ranked it at 15 of 19 policies to review
 - Could attack from several angles
 - Use of AI in Programming, by programmers
 - Use of AI for news gathering/writing/on air scripts
 - Use of AI in board notetaking
 - Concern that people will not attend meetings if AI is involved
 - Life of a bylaw doesn't have an expiration date, but they do need updated
 - Bylaws and policies both need to be updated
 - Move to extend time by Michael Van Kleeck, seconded by Ona Harshaw
 - Volunteers/Programmers overlap
 - Youth Safety Policy Draft
 - Ready to receive information from internal and external review
 - Board feels this should be a high priority
 - Policy is currently with the station manager
 - Separating on-air volunteers from general volunteers
 - Example: lost property - anyone could lose property at the station
 - There are things that affect all volunteers, not just on air volunteers
 - Grateful for policies to follow when FCC or other regulations don't apply to issues
- **2026-2027 Operating Plan - Mike Frost (10-15 minutes)**
 - [Formal Operating Plan proposal](#)
 - Discussion
 - Goal of Operating Plan is to give Nathan, Staff, & Board a road map of what we need to do to ensure KBOO's survival
 - Needs to be complete by 9/13/25 to present at Annual Meeting
 - Does the committee have final say to resolve the comments or does there need to be a committee to review the comments?
 - Discussion of committee following up with those who have added comments to resolve them
 - Board entrusted committee to put narrative together, board/staff have had their chance to make comments, then trust committee to integrate comments
 - Review document by 9/5/25
 - The more specific you can be, the easier it is to integrate your input, provide examples for ways you think the document should be modified
 - Committee will meet after 9/5 to resolve comments
 - Discussion of changing "goals" to "action items"
 - Vote in September 9/22/25 Board Meeting

- **Other (5-10 minutes)**

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ADMINISTRATIVE

- [Board member profiles](#) on [kboo.fm](#)
 - People are looking at the profiles, update the information
- Board meeting agendas
 - All commit to set by the Friday morning before the meeting.

ANNOUNCEMENTS

- [Alliance of Community Media NW Region](#) - Jill (2 minutes)
 - Awards Contest currently accepting nominations
 - Good place for KBOO to have representation on their board
- [Grassroots Radio Conference](#) - Jill (2 minutes)
 - Need a representative from KBOO
 - 9/11-9/14 in Spokane
 - Carmen Garnica may represent, Jill will ask

CLOSED SESSION (10 - 15 minutes)

- Personnel

NEXT BOARD MEETING

- Monday, 9/22/25
 - 6pm
 - Zoom
 - Discussion on return to updating the website with Zoom/In Person
 - Will update website when sewer work is complete and can guarantee operating bathrooms
 - No change on this topic as plumbing issues persist and water will be off in the station sometime in the near future.

ADJOURN

Moved to adjourn at 8:12 PM by Jill Blanchard
 Seconded by Michael Van Kleeck

*August board meeting minutes submitted by: Jamie Bair DATE 8/27/25
 Approved by the board of directors: 9/22/25*