

## **May 2020 KGNU BOARD OF DIRECTORS MEETING MINUTES**

KGNU Board of Directors  
May 11, 2020  
ZOOM Meeting  
Boulder, CO

### **Board members attending:**

Rebekah Hartman - Chair  
Barbara Stern - Vice Chair  
Carl Armon – Treasurer  
Roz Brown – Secretary  
Sanford Baran  
Robert Hastings  
Risë Keller  
Elena Klaver  
Tim Russo - Station Manager (Ex-Officio Board Member)

### **Staff attending:**

Dave Ashton  
Verity Matthews

### **Public attending:**

Doug Gertner  
Eric Scace  
Iris Berkeley  
Joy Barrett  
Tish Beauford  
Marco Mangione  
Buddha Bomb  
Matthew Martinez  
Mariah Coe

**Meeting called to order: 6:02 pm**

**March minutes approved** (Rebekah moved, Sandford seconded)

### **Public Comment**

**Matthew:** I think it's time to let people return to the station to work in production studios; you can get a haircut so I think we should be able to come back to the station and produce.

**Doug:** Expressing gratitude and appreciation to staff and BOD for all you're doing during this time. I am working in my office listening. I am familiar and comfortable in the other mode of ZOOM, not his webinar for what it's worth. Thanks for having me.

**Additional** discussion about returning to traditional ZOOM format, because too many on the call cannot interact with board members - webinar determined to be an unfriendly format.

## **Station Manager Report**

### **Coronavirus**

Like most, KGNU's operations have been greatly impacted by the COVID-19 pandemic. We have attempted to adjust in the safest way while maintaining as close to normal programming. There will be no shift to our current emergency protocols or office closures for the time being. We will remain closed to the public; maintain the [current studio usage protocols](#), limiting one person in the Red Studio at a time, a suspension of volunteer studio production, studio rentals, radio training classes, etc. The building(s) will remain closed to the public and to non-staff with the exception of the current on-air host. We will maintain strict social distancing inside the building at all times and firm cleaning policies (special supplies are still very limited and hard to come by). Facial Coverings (masks) will be required while in the building, with the exception of when broadcasting or staff working alone in their offices. All committees will continue to meet remotely via zoom. We continue to encourage as much home pre-production as possible so that producers can continue to improve on their ability to produce remotely. Many staff will continue to work remotely or with staggered schedules (in particular those who share office space).

In order to ensure that we can continue to operate effectively without compromising the health of staff, volunteers or our programming, we do not anticipate opening to the public or initializing a phased-in reopening plan until at least June 1st. Of course that could all change at a moment's notice for better or worse. Protocols continue to be updated and to shift from week to week and our staff will be communicating those updates to our volunteers.

### **Relief Funds – Grant Funds**

CPB stabilization funds in the amount of \$75,000 were received in the month of April. The funds come as a part of the CARES Act federal relief for public and community media. The funds from the CPB are unrestricted and have no time limits. They are intended to be utilized to best offset short or medium revenue losses as a means to stabilize potential impacts.

CARES Act PPP forgivable loan: KGNU applied for and received a forgivable loan of approximately \$99,000 through the PPP. We are working with our accounts and local banking institutions to ensure proper tracking and reporting to maximize the forgivable amount of the loan. Restrictions on the use of these funds are very specific and KGNU will remain within the parameters defined by the SBA and our lending institution.

KGNU has applied for several grants to support increased informational production needs to serve our community in response to COVID-19.

### **Membership**

GivingTuesdayNow was largely successful, helping to bring in roughly \$6000 in membership gifts that included: additional gifts, new, renewing and SOLR membership subscriptions. Funds continue to trickle in.

The next couple weeks include a continued effort to make renewal calls, finalize SOLR re-engagement calls and thank you calls/check in calls with members. We will continue to monitor and assess overall membership numbers before the end of May, adjusting strategies as

needed as we begin to consider what a Summer Fund Drive may look entail as the situation evolves.

### **CoLab**

KGNU is meeting with CoLab tenant partners this week for updates on the Buell Media Center. Lease agreements are under discussion with the RMPBM and construction on the third floor is scheduled to begin before the end of May. Final technical drawings were provided for review by the architects and minimal updates were required for the interior shell. One such update included removing RJ11 telephone jacks and wiring to simplify universal cat6/7 wiring to the studios by utilizing IP based phones and phone service which were price compared by long time providers at Boulder Phone. By June 1 we'll begin to dig deeper into the timeline for the move and installation, taking a phased approach to activating studio spaces in the new building once final architecture quotes arrive and balancing studio installation costs with those quotes and emergency funding needs to sustain regular operations.

KGNU participated in the statewide COVID Diaries production with 22 other news rooms from across the state and has been participating in the role out and use of a collaborative reporting tool provided by the AP, called Story Share. We are meeting with Free Press and Solutions Journalism Network this week to discuss their local investment into Boulder County and collaborative opportunities in that program.

### **Events:**

KGNU held a fun and successful online zoom based GNU Prom for high school seniors across school districts from the Denver and Boulder County regions. The event garnered a plethora of media attention and a great response from students and parents alike.

The KGNU Annual Plant Sale has been canceled by the Events Committee and the committee is evaluating The Charles and related options to pivot that event in some capacity, in the likely event that it cannot be held in person in late July. The Events Committee is further evaluating pivots that can be made for other events including the record sale and options for a variety of online activities.

The music department began a [Sunday Live at Five](#) music series online this Sunday, with plans for staging Live at Five each Sunday at 5PM, highlighting local artists online across the Front Range. We plan to explore additional events of the likes. May 22<sup>nd</sup> is the KGNU 42<sup>nd</sup> birthday. We will plan a sort of virtual celebration and or cake to be announced shortly before the 22<sup>nd</sup>.

### **Finances:**

There will be a budget report later in this meeting. KGNU is performing a final review of our 990 at present. We have begun an initial review of the budget to actual impact caused by COVID-19 and are working on projections through the end of this fiscal year in order to inform us in the FY20-21 Budget Planning process.

## **Rise Keller**

On behalf of all of KGNU we wanted to express a profound thanks to Rise Keller for her six very committed years serving on the KGNU Board of Directors, holding positions from Secretary to Board Chair. It has been an honor and privilege to have shared many of those years together at KGNU. Thank you for being such an integral contributor to the KGNU's past, present and vision for the future!

## **Executive Committee**

The Board's Executive Committee met on Tuesday, May 5th to set the agenda for this board meeting.

## **Strategic Planning Committee Report - May 2020**

Last Meeting: April 21, 2020 via ZOOM

Attended by Chair Sanford Baran, Station Manager Tim Russo, Marco Mangione, Eric Scace, Liz Lane and Roz Brown

Topic of Meeting: Strengthening Committees... how to proceed and effectively bring this to closure by June 30<sup>th</sup>.

### **Proposed Action Items:**

1. Familiarize ourselves with what the Bylaws have to say about Committees, their structure, operating procedures and what is absolutely required.
2. Read through Nom Com's detailed Standard Operating Procedures to see what possibly can be generalized for all Committees.
3. Create a list of potential strengthening opportunities – areas that will move the needle in terms of improving our Committee's ability to be agile, efficient and support BCBA growth. (Strategic Goal #2 from our 2019 – 2023 Strategic Plan)
3. Come up with a first draft of Committee strengthening best practices and suggestions which then can be circulated to Committee chairs for comments and further input.
4. Marco suggested he would take a stab at a Committee Report. (Item # 7 from the List of "Potential Strengthening Opportunities and Points of Discussion" document.
5. Overall agreement that we aren't starting from scratch. Lots of systems and structures already in place that are working. We agreed to focus on ways things can be improved/refined, without feeling the need to have to reinvent everything. Let's try to avoid overcomplicating things if possible.
6. Eric suggested that he would work with Timo to take his original doc and refine / simplify it.

### **New as of 4/21 Meeting:**

7. Agreed to finalize a packet to go out in May to all Committee chairs comprised of:

1. Committee Architecture doc by Eric encompassing some or most of items 1 – 6 on our 'Strengthening Committees Brainstorming List.'
2. Revised Committee Report Form by Marco
3. Strengthening Committees Big Picture doc by Rise and Sanford covering items 10, 11, 13, 14 and 15 from our 'Strengthening Committees Brainstorming List.'
4. Packet Cover Letter doc started by Eric.

**Action taken so far:**

1. Eric Scace produced a very thorough reading of what the Bylaws have to say about Committees including his observations, comments and suggestions.
2. Sanford create a "brainstorming doc" containing a list of "Potential Strengthening Opportunities and Points of Discussion."
3. Marco produced a rough outline for the Committee Reports. (In pdf form)

**Progress as of 4/21 Meeting:**

4. Cover letter doc has been created and revised (still in progress):
5. Revised Committee Report from Marco has been created:
6. Strengthening Committees Big Picture doc has been created:
7. Rise created a merged version of the Committee Recruitment Sheets:
8. Eric Scace StatCom and NomCom Charter Docs both in progress

Next Meeting of Strat Com: Tuesday May 19th 5:00 – 6:15 PM

**Treasurer Report - Carl**

**March P & L**

Things look good through March. Our total income was about \$586K. Our expenses were about \$483K, so we had a net income to date of about \$102.6K. Our budgeted net income for March was about \$93.6K, so we are actually above goal by \$8.9K. Some expenses are lower than anticipated; the actual totals are somewhat similar to projected budget totals, with some income and expense categories being lower than anticipated.

**Development Comm Report - Barb**

Dev Comm met on April 20th with almost all members on the phone call. Everyone checked in and then we proceeded with the meeting.

Sarah is working on several grants for operations and such. There are opportunities to raise dollars. Sarah has also been working with Major Donors.

Underwriting is developing relationships with other area non - profits seeking to support with promoting them online as well as garnering underwriting dollars from others. KGNU is also airing testimonials from those who already underwrite.

Membership did not meet the goal for our Spring Fund drive. Members of this committee as well as others have spent hours calling those who donated during the drive to thank them. It's been very positive.

Membership has compiled lists of those needing to renew and those calls will be made starting this week.

Sarah asked Roz and myself along with Dave Ashton to promote The GNU Prom. We considered this development as we created PR during this time which we hope will bring us new members. Articles were written in The Camera, The Denver Post and 303 online Mag. Possibly others too.

Next meeting: Monday, May 18th at 5pm

### **Programming Comm Report - Buddha Bomb**

Most recent meeting was April 28th via ZOOM.

All members praised the commitment of volunteers to maintaining consistent programming and standards as much as possible. Non-commercial policy was discussed.

All members have been so busy with adapting to changes secondary to the pandemic that work on the non-commercial policy has had to be temporarily postponed.

Host vs co-host policy was discussed. Per Indra: Issue affects primarily music hosts.

Timing of information about underwriting, etc. on Comrad was discussed.

KGNU's involvement in live streaming was discussed. Development of livestream capability is critical because live, in-person performances may be on hold for weeks/months during the pandemic.

Emergency situations require live personnel discussed.

### **Capital Campaign Committee Update - Liz's report delivered by Timo**

Committee met via ZOOM on MONDAY May 4, 2020

Attendees: Tim Russo, Sarah Shirazi, Liz Lane, Carl Armon, Elena Klaver, Robert Hastings, Rebekah Hartmann, Julia Kashkashian, Barbara Stern, Kathy Partridge, Julia Kashkashian, Michael Donovan and Tim Rohrer for Social Venture Partners.

The Committee's number one focus is assisting each participant with advancing the prospecting, cultivation and ask "cycle" with persons they have identified in their network for capital contributions to KGNU's AMPLIFYING COMMUNITY Campaign.

Julia Kashkashian, a KGNU supporter recently retired as Gifts Officer of the Nature Conservancy, has spoken with all of the May meeting attendees about their personal prospect sheets and created a nice summary page of where we are with each.

A review of these "prospect summary sheets" reveal many, many ripe prospects at all levels of

KGNU's Gift Chart—many of whom also have additional network overlap with other CEC and KGNU Board members.(i.e., Rocky Mountain Peace and Justice Center, Green Party, faith and other human service communities, as well as the broader Boulder music scene, historically and today.) Teams and scripts to best approach these prospects are being developed.

The month of May will focus on:

- 1) Continuing to reach out to CEC prospects with: how are you faring during the pandemic check ins, forwarding articles or links of interest to KGNU programs, past, present and Spanish language, forwarding the Trends podcast and forward promoting events like the GNU Virtual Prom as ways to continue to cultivate in this tough economic time AND
- 2) Reaching out to 5 new contacts

NEXT MEETING: MONDAY JUNE 1, 2020 @ 4:30pm-6:pm

### **Board Retreat Recap**

Board had a very productive ZOOM retreat meeting on May 8th with Social Venture Partners concerning best practices for governance re: board of directors. Following that the board discussed moving forward with additional equity, inclusivity and diversity - DIE training to complement training for board and staff that occurred in 2019, and included four sessions, with 15 attendees totalling 240 hours. Determined it's important to define future BOD goals and goals for the station regarding this issue before moving forward with additional training. Elena suggested a possible survey of station volunteers to query how they're feeling about DIE, especially after Dave Ashton's observation that diversity of volunteers is shrinking at the Denver station. Need to find out how other nonprofits encourage diversity among volunteers. Decision to hold another BOD mini-retreat on the issue.

**Nomination Committee** - Joy Barrett and Nile Southern (co-chairs)

*Action item for the May board meeting agenda: Nomination of Elena Klaver for a second term.*

The NomCom did not meet in April. Our meeting on March 30, 2020 was a combined March-April meeting and dealt mostly with the interview and NomCom vote on Robert Hastings to be a nominee to the board of directors.

In preparation for the May 2020 board meeting, NomCom checked with Elena Klaver, who confirmed that she is interested in serving a second term on the board. NomCom members canvassed board members individually regarding feedback and support for Elena's second term. NomCom is nominating Elena Klaver for a second term on the board. A vote will be scheduled for the May 2020 board meeting.

NomCom's primary efforts right now are to nurture several strong prospects. We expect to receive one application in late fall of this year, and may receive another prospect's application in the next few months. Meanwhile, NomCom has received an application and is working with that applicant, who is completing requirements. We will update the board on these prospects as they progress through the process.

\*\*\* Vote taken: Elena was approved by the BOD for a 2nd term.

NomCom's next meeting will take place on our regular third Monday of May, i.e., 5/18, from 6-8 p.m., and will take place via Zoom.

### **Policy Review Update Including Exit Interviews for Board Members**

Further discussion about questions developed for exit interviews when a BOD member completes their term. Discussion about whether these should be conducted by Ex Comm, or the Nomination Committee. Various thoughts on this, no decision.

### **Announcements/New Business**

- Barbara is going to return as the BOD liaison to the Events Committee
- Robert will be liaison to the Development Committee

Thank you all around to Rise - this was her last meeting of two terms completing six years on the BOD. Rise: "I want to say thank you all for being such great servants to this station; and thank you for leading me and inspiring me to lead and being my friends and being my community. Thank you. I will miss being on this board."

**Adjourned: 7:32 PM**