

Open Signal Board Meeting Minutes

Date: September 24, 2020

Meeting Lead: Karim Hassenian, Chair

Call to order and roll call

Board: Karim, Evelyn, Tyesha,

Staff: Justen, Leslie, Rebecca, Elisa, Gloria

Guests and Public: Nathan Stamets (Auditor), PC Peri (OS Producer) representing Flying Focus Productions

Agenda Item	Discussion	Action Required/Next Steps
2020 Financial Audit Nathan Stamets	<ul style="list-style-type: none">Nathan Stamets Audit Presentation - Overall a clean auditAudit Results Summary: Line 10 - new line item because of the PPP Loan for C-19 with a plan to apply for loan forgiveness, an expectation that FY 2021 the loan is forgiven and in FY 2022 that line item will become absorbed by income. Line 3 decrease in property and equipment this is because line 18 reflects that depreciation this year has been more than former years. Line 8 reflecting refundable advances this is in regards to the Capital Grant and what will have to be refunded to the city if our grant is terminated. Otherwise, these funds are rolled over into the next fiscal year.Facing a ~ 231K deficit as a result of C-19	
Consent Agenda Karim Hassenian	Approval of August meeting minutes <ul style="list-style-type: none">Not enough board members to establish a quorum.Tabling approval of consent agenda and FY 20 Financial Audit for electronic vote prior to the next board meeting.	[Electronic Vote] Motion to Approve minutes: Karim Motion Second: Fiona, Evelyn, Andrew Approved: Unanimously
Consent Agenda Financial Report Leslie Yan	<ul style="list-style-type: none">Not enough board members to establish a quorum.Tabling approval of consent agenda and FY 20 Financial Audit for electronic vote prior to the next board meeting.	[Electronic Vote] Motion to Approve 2020 Financials: Karim Motion Second: Fiona, Evelyn, Andrew Approved: Unanimously

Staff leadership Updates	<ul style="list-style-type: none"> • Rebecca Burrell: We've been awarded \$84,500 OCT CARES funding; continuing to take on CARES funding grant opportunities, specifically for our Black-led specific programming; Participating in Give!Guide for the third year in a row, including partnerships with other nonprofits. • (KH) Question about Community-Centric Funding, are you seeing anything that is interesting to you that Open Signal should be considering or moving forward? https://communitycentricfundraising.org/ • (RB) It's an exciting movement, we have a sense of what isn't working but it's a movement that is bringing awareness to in-equities but we haven't discovered an alternative to donor-centric funding yet. We're excited to have these conversations with our non-fundraising staff members • (TY) What are your thoughts on the balance between fundraising and other forms of generating revenue? • (RB) When JH was hired we had a vision of having many classes, workshops, but we struggled with charging equitably. How do you be an equity centered organization and also balance making money. • (JH) I think that's exactly right. When we were charging the price point we were bringing in the wrong audience. I think it is possible for us to come up with products and services and how it can be done equitably. • (TY) In a Gov't that is actively not taking care of our citizens. I think about whether these direct services are filling holes that our Gov't should be covering. Our energies right now are around keeping people alive • (JH) What opportunities can we find for partnering with other human service orgs and those giving direct services that are working towards keeping people alive. • (EL) What are the opportunities to connect with orgs providing direct services? I'm seeing a lot of collaboration between orgs ex. IRCO, Providence and a Filipino group. These collaborations wouldn't have happened without C-19. Reach out to groups that you wouldn't normally think to reach out to. • (KH) Now is the time for mutual-aid, collaboration, and so much uncertainty in the future. https://www.philanthropytogether.org/launchpad 	No action required
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	<ul style="list-style-type: none"> • (JH) Please check out https://www.watch.opensignalpdx.org/, but the biggest thing to go over is succession planning. At some point I'd like to talk about 5G and what happens if we have to partner with Verizon and AT&T 	
Board Protocol/Practices Updates: Succession Planning Team	<ul style="list-style-type: none"> • (KH) We've had 3 Succession Planning Team meetings. Justen's departure presented a future for shared leadership. What we came to is that we can't prepare for a new position until we know what our decision making structure would look like. We've started research and discovery around shared leadership structure, including outreach to orgs who have taken on shared leadership. We are establishing a timeline and working backwards. Nov 30 is the date we need to know who Justen is handing the reins over to. It's a tight timeline for identifying an external job description and for a decision structure for shared leadership. If the timeline we're looking at means that a new person or team would need to step in Oct 30. The structure of the group is good but the conversations are hard, this is for many staff one of the first times they get to have their voice heard in these decisions. Using "consent" based deciding structure, with opportunities to object and amend proposals. • (JH) I've been really encouraged with these conversations, especially with all of the things that have been thrown at us this year. Very grateful for Karim's facilitation and leadership. It has helped me and other staff feel supported in this process. We have this amazing team that are prepared and ready to take the reins. I feel very grateful to have had the opportunity to work with these folks and be transformed by these folks • (TY) I'd like to echo what folks have said so far. I don't feel 100% comfortable to speak up or share at those meetings because it is for staff. I'd like to have us think temporary plans of having an existing staff member step up, I'd like us to think about the risk that we could be putting on someone, I'd like us to think about how this could feel for a person stepping in. Secondly, the role that you've been playing Karim shows that there is a flexibility for staff to be led by a facilitator as long as they have the right temperament for Open Signal. • (KH) With your permission I'd like to share those points at the next meeting or have you share them if you feel comfortable doing so. 	No action required

Board Protocol/Practices Updates: Governance Committee	<ul style="list-style-type: none"> • (KH) Quick governance committee update: we have a draft nomination form that just needs our board approval. We are in a transitional space so whomever we bring on to the board we need to have folks who are excited about being in that traditional space. • (GP) Will share the Board Member Recruitment list. • (TY) Can we also have some requirements outlined and how each point will be weighted. Could we also get some bullet point language about Open Signal as we move into the space of having these conversations. List of the programs, how to talk about the transition. • (KH) Our organization is going through lots of changes and there are documents like our Equity Statement that we haven't shared publicly, that reflect we are more radical than we might seem based on what you can see on our website. 	No action required
Community Comments: PC Peri	<ul style="list-style-type: none"> • (PC) I hate Zoom! Thanks for being here, Justen. Please let us know where you're going. First thing I want to ask, is Paula Manely still in town? I would recommend reaching out to her. • (JH) If we don't reach out to Paula it's because our staff and Open Signal are in a different space than we were when I first started. • (PC) I'd also like to bring up then we had a production over at Doug Fir and the producer that came to town and gave us a survey about what is being innovated around the country. I fully endorse the concept of collaboration and innovation for this transition. We need new eyes, people who are innovating and collaborating. Staff and community member input is needed. • (PC) Final thought about the need for staff and community member input beyond just this transition, that will not work. 	No action required
