

Open Signal Board Meeting Minutes

Date: 03/10/22

Meeting Lead: Karim Hassenein, Chair

Call to order and roll call

Board: Karim Hassenian, Evelyn Liu, Fiona McCann, Ruchika Agrawal, Dawn Smallman, Andrew DeVigal, Andre Gray, Tyesha Snow, Jessica Lagunas

Staff: Rebecca Burrell, Tracy Kernal, Jim Bruce, Alley Brown, Ifanyi Bell, Jen Fulwyler (contracted), Rashaunda Brooks

Guests and Public: Dan Handelman (Producer, Flying Focus), PC Peri (Producer, Flying Focus), , Rebecca Gibbons (Mount Hood Cable Regulatory Commission), Sophie (Open Signal member and student), Crescenciano Garcia (ASL Interpreter), Susan (ASL interpreter)

Agenda Item	Discussion	Action Required/Next Steps
Introductions	Check in with all attendees, introduction with name and role, two words describing their emotional state.	
Consent Agenda Karim Hassenian	<ul style="list-style-type: none">• Approval of Jan. 2022 meeting minutes	Motion to Approve minutes: Fiona Motion Second: Andrew Approved: All
Finance Update Jen Fulwyler	<ul style="list-style-type: none">• At the last meeting, board approved the quarter 1 financials through Sep 30, 2021. In February, via email, approved the quarter 2 budget reforecast. And budget for FY 2023. Push for that it was due to partners by feb 15, and that was delivered on time.• Leadership team expects ongoing revisions but need time to determine how to prioritize allocation of additional resources.• With support from SMJ partners, we have timely reports on a monthly basis, and working with them to revise and update those to make sure format is meeting our needs and users, and will eventually include a dashboard and some graphic reporting.• Statement of Financial Position: At Dec 31, had a strong cash position. Cash position is 1.9 million 713K restricted. That means there's still 1.2 million in cash for operation, which is a strong position.• Statement of P and L: Revenue around 50 percent mark, grants just under 50 percent, individual contributions and corporate contributions a little under but in terms of overall revenue budget they are small pieces of the pie. This does not include our Gift Guide, and corporate contributions might move	Motion to Approve Financials through December 2021: Tyesha Snow Motion Second: Andre Gray Approved: All

	<p>a little bit. Other Revenue highlighted: ERTC tax credit, retroactive return of some payroll taxes that we've been paid. Personnel expenses at 42 percent - surprised to see not at 50 percent exactly, but had some savings where folks were participating in the workshare program, COVID relief measures. We won't be able to meet the minimum number of participants for workshare going forward, so we'll see a correction there back to on track with our original payroll budget. The rest of the operating expenses, the total are at 24 percent, so pretty under budget.</p> <ul style="list-style-type: none"> • Sneak peek of year to date with projections for cash on hand, net assets. Shared graphic representations of revenue categories and expenses so board can know who the players are, from a governance perspective • Fulwyler: Took on board that feedback felt rushed, offered specific hours of availability, but confused because didn't get any requests for time. Wants to make sure it's crystal clear that her role is to support all in confidently performing their roles. Please reach out with any questions or requests for support. 	
Development Update Rebecca Burrell	<ul style="list-style-type: none"> • Signal Share event series started last month, really fun and successful, next session next Thursday on March 17, encourage all to consider attending. Sessions will range in topic every month, different focus every time so keep watch. Great way to learn more about our community. • Alley wanted to emphasize that we've had quite a few grants come in since December budget that was reviewed. In particular a Meyer Memorial Trust Grant of \$45,000 came by surprise without having to apply, totally unrestricted. An unrestricted grant from the Collins Foundation for \$70,000, a \$25,000 grant from the Marie Lamfrom trust. Altogether, \$419,492. Almost half a million in grant requests pending for this fiscal year. Feeling optimistic. Shout out to Allie and Ifanyi. 	No action required

	<ul style="list-style-type: none"> • Development committee has met twice, with development and communications team, looking at building a membership campaign for May and June. 	
Board Recruitment Karim Hassanein	<ul style="list-style-type: none"> • We need to expand the board, but also need a Board Treasurer. • Took ten minutes, and board members shared a post looking for a board treasurer, after which they shared where they posted the message - LinkedIn, Twitter, Facebook etc. • Hassanein asked: How do people feel about having a board member who is not Portland-based? • McCann: it's not ideal, but given how many difficulties we have had filling the role, am open to it • DeVigal: Should we begin with Washington/Oregon before expanding outside the immediate region • Gray: Were board meetings in person before the pandemic? Will we continue to do hybrid or return in person? • Burrell: Our future meeting format status was the key discussion point for the next agenda item. We can move that conversation up if we need to have that now. It's not determined. We all can decide how we think we want to run these meetings moving forward. • Smallman: Have we reached out to ONPA about the open position? • Agrawal: Doesn't seem that the work produced here is meant to stay local so it seems it makes sense to cast net beyond Portland, but extreme Zoom fatigue. • Hassanein: Hearing that people are open to the idea, with concerns around how far geographically are we comfortable with, how difficult it would be to get someone here for in person meetings, and that ties into how we plan for our meetings moving forward. But recognition that there are lots of great folks in Portland that we're probably just not meeting yet. 	Board members acted in the meeting to spread the word
In Person Meetings Rebecca Burrell	<ul style="list-style-type: none"> • Do people have interest or comfort in having a Board Meeting in person this summer. Curious to know where people are at, can do whatever we need based on what people want, and / or if not an in person Board Meeting, could we have some kind of in person happy hour or gathering where people come together for more of a fun reason. Or a retreat. 	

	<ul style="list-style-type: none"> • Many said it would be doable in summer. Depends on the time. Lagunas: issue of childcare. Talk of planning for a location that's kid friendly. • Dre points out that it should be a transition from Zoom to in person. • Maybe there's something to work through on what the hybrid capacity is, so we do have a portion so people can remote in, anything can be voted with people remote and in person. 	
Other Board Updates Burrell	<ul style="list-style-type: none"> • We are continuing to sign staff up for these YWVCA equity trainings on a revolving basis, so it's not too late if you see trainings that you want to be a part of. The link is in the agenda, so Burrell or Kernal know if you see a training that you want to take and we'll get you signed up. 	Action item: Every board member give one name as potential new board member.
Project Updates (Open Signal labs): Rashaunda Brooks	<ul style="list-style-type: none"> • Every time we do this fellowship, we learn more about what we do and don't want. Have been growing myself through this process, and appreciate being able to create with other Black creatives, and has helped me excel as a person. • We are having our closing event for the fellowship on March 17, it will be a private, intimate situation highlighting the fellows work. We have six fellows. Talking through what each project entails. Through the work been able to connect with other Black creatives outside and within Portland, relationships in LA, connecting with the Black film allegiance. • (Links dropped to share content). • Hassenein: Where is the program now, and the biggest changes? • Feel good about how we were able to support the Black fellows, have more clear idea of process and format. Before, we were leaning more on what people wanted versus just us, and now we have more of a formula of what to do and how to help produce, and other support resources. If we don't have it, we're a small team, so often we will contract or work with other creatives that we know. • Not fellowship related but Labs related: Did an interview series with Simple X and we're going to do another one, to amplify, letting people know what is here versus what is not. • Gray: gives me goosebumps hearing about all the work • Brooks: Also great that we've been able to work with Gray as well. 	

	<ul style="list-style-type: none"> Gray: I'm doing something with Open Signal Labs, outreach to Black, LGBT creators who are outside of Portland, the reason being that there's not a lot of deaf people who reside in Portland. My deaf community is a priority, all over the place. I've been developing to create a team and then we're gonna come back to Portland to create content. It's very important for our deaf community, as there are a lot of barriers for the deaf community to make movies, films, content, podcast. I'm excited about it. It's very new, hard to pinpoint how it's gonna come about, but it is in motion. There is deaf content going on right now, content building and outreach is what's going on right now. 	
Community Comment:	<ul style="list-style-type: none"> No reflections shared. 	
Shout Outs and Celebrations:	<ul style="list-style-type: none"> Shouts outs to Hassenein on upcoming nuptials! DeVigal invited us all to Black News Future series Smallman shouts out the Development Team news and Labs updates, and the Finance report. Gray: Shout out to Brooks. Miss Portland already. Tyesha: Excited things are going so well Burrell: Feeling excited about the Board, special extra shout out to Andrew (DeVigal) and Fiona (McCann) who volunteered to be temporary interim co-secretaries for three months, and it's been at least six months and they've been so nice about it, want to acknowledge that you've done more than you signed up for with so much grace, and the next priority will be to find a board secretary. Hassenein: We'll work on the pipeline to that secretary McCann: Shout out to Andrew, Rebecca, Allie for work on the Governance Committee. Shout out to her family too for patience. Agrawal: Shout out to the quiet ones who move mountains. Tracy (Kernell) so organized and amazing, and Jen (Fulwyler) on finances, wow, and Allie and Rebecca and the fundraising it's incredible. Lagunas: Shout out to myself because was able to do the Facebook share! Also happy to be here and to all of you for being inclusive and 	

	<p>willing to have our kids, it's very important, it means the world to me when my daughter is with me, thank you.</p> <ul style="list-style-type: none"> ● Gray: Shout out anybody that's on the finance committee and Jen specifically - the finance stuff I'm not completely clear on, but the way it's presented it's very easy for me to follow. ● Fulwyler: Support the shout outs for Tracy (Kernell), and the fundraising team, because it really is pretty impressive what they've been able to do, and you all as volunteer governance. There's a difference between folks who sit on a board and those who serve, and you all are doing service. ● Gibbons; shout out to staff, excited about the great financial standing, and would love to say thank you all for the participation today, to see you all come together and share expertise is phenomenal, you have a really dynamic and engaged board. ● Peri: shout out all of us who have pursued over these years and hold on so we can try a little longer! 	