



KUOW, Governance Committee May 9 Meeting

KUOW

Thursday, May 9, 2024 at 3:00 PM PDT to Thursday, May 9, 2024 at 4:30 PM PDT

Agenda

I. Welcome & Call to Order

3:00 PM

A. Board Engagement Through an Equity Lens

We encourage all Board members to consider these guiding questions as they engage in their work:

- What would be my default decision or solution in this situation?*
- Who benefits from this default approach?*
- Whose perspectives are missing?*
- What steps will I take to make a more equitable decision or design a more equitable solution?*

B. Invitation to Disclose Possible Conflicts of Interest

C. Overview of Meeting Purpose

D. Invitation for Additional Topics

E. Approval of March Meeting Minutes

II. Committee Business

A. Bylaws Taskforce Update

3:05 PM

B. Mentoring Check-In

3:15 PM

Mentoring Pairings:

Sarah - Raina

Gabrielle - David L.

Lucrezia - David C.

Laura - Heidi

Kevin - Irwin

C. Recruitment Progress Update

3:25 PM

Board Outreach & Intent

III. Additional Topics

4:05 PM

Board Outreach

IV. Items for the Executive Committee Mtg

4:15 PM

V. Upcoming Meetings

Thursday, May 23rd

- Joint FIN and R&R
- Budget Hearing #1

Thursday, June 6th

- Joint FIN & EXEC
- Budget Hearing #2

Thursday, June 27th

- Board Meeting
- Approval of FY25 Capital and Operating Budget

VI. Public Comment

VII. Executive Session

An Executive Session can be called at any time during the meeting based on the following criteria:

To consider matters relating to individual employees, proprietary information, litigation, and other matters requiring the confidential advice of counsel, commercial or financial information obtained from a person on a privileged or confidential basis, or the purchase of property or services whenever the premature exposure of such purchase would compromise the business interests of any such organizations.

VIII. Adjournment

4:20 PM



APPROVED KUOW, Governance Committee

May 9 Meeting Minutes

KUOW – Virtual & In-Person | Thursday, May 9, 2024 at 3:00 PM PDT

In-Person Location | Rita Koontz Community Center 1121 NE 45TH St. Seattle, WA 98105

Virtual Location | Zoom

Attendance

Members Present: Mark Ashida, Irwin Goverman, David Iyall, Heidi de Laubenfels, Caryn Mathes, Andy McGovern, Kevin Schofield, Raina Wagner

Members Absent: Ian Warner

Staff Present: Ryleigh Brimhall, Shawnteasha Crow, Fieta Robinson, Kerry Swanson

Members of the Public: n/a

Welcome & Call to Order | Ms. Wagner called the meeting to order at 3:03 pm

- a) Board Engagement Through an Equity Lens
 1. Ms. Wagner had the Committee silently read and reflect upon the DEI questions centered on equity for the meeting and in discussion.
- b) Invitation to Disclose Possible Conflicts of Interest
 1. Ms. Wagner asked the Committee to disclose any conflicts of interest. None were expressed.
- c) Overview of Meeting Purpose
 1. Ms. Wagner went over the purpose of the meeting, which included a discussion on FY25 Recruitment strategy and skillset needs.
- d) Invitation for Additional Topics
 1. Ms. Wagner asked the Committee for any additional agenda topics, and none were expressed.
- e) Approval of March Meeting Minutes
 1. Ms. Wagner asked for a motion to approve the March 14th Governance Committee meeting minutes.
 2. Motion was moved by Heidi de Laubenfels and motion seconded by Kevin Schofield. With no objections, the meeting minutes were approved.

II. Committee Business | The Committee focused on the following topics during the discussion of Committee business portion of the meeting: Bylaws Taskforce and FY25 Recruitment.

- a) **Bylaws Taskforce Update** | Ms. Wagner updated the Committee on an upcoming meeting with DEI Chair Ian Warner and Gabrielle Nomura Gainor to create a taskforce that will focus on doing a language review on the Bylaws and further codifying DEI within the bylaws.
- b) **Recruitment Progress Update** | In following the bylaws update, Ms. Wagner led the Committee in a discussion pertaining to the upcoming recruitment cycle. Topics discussed in this portion of the meeting included: recruitment expertise priorities, communications with past applicants, and a brief overview of the Board Application on the KUOW website.

When discussing the recruitment expertise, the Committee looked at an expertise matrix of Directors who have resigned, who may resign, and who have termed out of their Board service. After reviewing this, the Committee began creating a shortlist of expertise that would be needed to fulfill the

potential gaps. Some skillsets that were highlighted were: Finance, Media Strategy, Fundraising, and Technology. The Committee will continue to narrow down the skillsets that are needed for the upcoming recruitment cycle in collaboration with President and GM Caryn Mathes.

The Committee then discussed their communication strategy with past applicants from the previous year. The Committee discussed whether or not past applicants would have to go through the entire meet and greet process and what it would look like if that process was simplified since those applicants completed meet and greets back in 2023. The Committee did not come to a formal decision on this process, however they agreed that simplifying the Meet and Greet process for previous applicants of 2023 would be ideal.

Lastly, Ms. Crow shared with the Committee the Board Application on the KUOW website. The application lives on the KUOW Board of Directors page and includes the application, desired skillset, and the Board Informational 1-Page that was updated from 2023.

- III. **Public Comment** | Ms. Wagner asked if there were any members of the public in attendance for public comment. There were no members of the public, and no comment was made.
- IV. **Executive Session** | There was no executive session called for this meeting.
- V. **Adjournment** | Ms. Wagner adjourned the meeting at 4:32 pm