



KUOW, PSPR June 22 Board Meeting (IN-PERSON) RSVP REQUIRED

KUOW

Jun 22, 2023 at 4:30 PM PDT to Jun 22, 2023 at 6:30 PM PDT

4518 University Way NE

Agenda

I. Welcome & Call to Order

4:30 PM

A. Land Acknowledgement

We ask for those engaging in this event to reflect on the lands which we reside and acknowledge all of the ancestral homelands and traditional territories of Indigenous peoples who have been here since time immemorial.

KUOW and the Board acknowledges the Coast Salish peoples of this land, the land which touches the shared waters of all tribes and bands within the Duwamish, Puyallup, Suquamish, Tulalip, and Muckleshoot nations.

B. Board Engagement Through an Equity Perspective

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?*

C. Invitation to Disclose Possible Conflicts of Interest

D. Overview of Meeting Purpose

- 1) Committee Business
- 2) FY24 Operating and Capital Budget Presentation

E. Invitation for Additional Agenda Topics

F. Approval of April 27th Board of Directors Meeting Minutes

II. Committee Business & Updates

4:33 PM

A. Committee Summaries

B. Reach & Resource

1. **DRAFT May 2nd Meeting Minutes**
2. **R&R Department Summaries**
3. **Listener Feedback w/ Community Engagement**

C. Finance & FISC

1. DRAFT May 4th Meeting Minutes (FISC)
 - a. Bernstein Quarterly Investment Report Q1
2. DRAFT May 25th Meeting Minutes (FIN)

D. Strategic Planning

1. DRAFT May 25th Meeting Minutes
2. 2023 Retreat Summary

E. Governance

1. Draft May 30th Meeting Minutes
2. Alternative Recruitment Strategies

F. Diversity, Equity and Inclusion

1. DRAFT May 11th Meeting Minutes

G. Executive

1. UW Foundation Update

III. Station Business & Updates

A. FY24 Budget Presentation and Q&A

Presenter: Caryn Mathes

5:03 PM

B. Resolution to Approve FY24 Budget

C. FY YTD Financials

1. Dashboard Report
2. Tonnage Report

D. Resolution for Authorized Signer with Bank of America

IV. Other Business

V. Public Comment

6:18 PM

VI. Open Session Adjournment

6:28 PM

VII. Executive Session

Topic: CEO Assessment

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

- to consider matters relation 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 of service whenever the premature exposure of such purchase would compromise the business interest of any such organizations.

VIII. Executive Session Adjournment



APPROVED KUOW, PSPR June 22 Board Meeting Minutes

KUOW – Zoom & In-Person | Jun 22, 2023 at 4:30 PM PDT

In-Person Location: 4518 University Way NE

Virtual Location: Zoom

Attendance

Members Present: Mark Ashida, David Chan, Irwin Goverman, Wassef Haroun, Randy Hodgins, Sharon Kioko, Connie Kravas, Heidi de Laubenfels, Caryn Mathes, Andy McGovern, Filiz Efe McKinney, Roshni Naidu, Claire O'Donnell, Jamie Robinson, Raina Wagner, Ian Warner

Members Absent: Carmen Cano, Enrique Cerna, Jessie Harris, David Iyall, Christopher Jay, David Landau, Michelle Merriweather, Sharon Nyree Williams

Staff Present: Ryleigh Brimhall, Lainie Cosgrove, Shawnteasha Crow, Jessica Dial, Fieta Robinson, Kerry Swanson

Members of the Public: Matt Albertson, Steve Alexander, Rami Al-Kabra, Gina Kilbridge, Ross Reynolds

- I. **Welcome & Call to Order** | Mr. McGovern called the meeting to order at 4:32pm.
 - a. Land Acknowledgement
 - i. Mr. McGovern read the KUOW/PSPR Land Acknowledgement, acknowledging the Indigenous tribes and nations of the Puget Sound area.
 - b. Board Engagement Through an Equity Perspective
 - i. Mr. McGovern asked the Committee to read and reflect on the DEI questions centering equity at the Board meeting and in discussion.
 - c. Invitation to Disclose Possible Conflicts of Interest
 - i. Directors were invited to disclose any conflict of interest. There were none.
 - d. Overview of Meeting Purpose
 - i. Mr. McGovern went over the purpose of the meeting which included Committee business and the FY24 Operating and Capital Budget Presentation.
 - e. Invitation for Additional Agenda Topics
 - i. Mr. McGovern asked the Committee for any additional agenda topics, and none were expressed.
 - f. Approval of April 27th Board of Directors Meeting Minutes
 - i. Mr. McGovern asked for a motion to approve the April 27th Meeting Minutes.
 - ii. **Motion** moved by Randy Hodgins and motion seconded by Irwin Goverman. With no objections, the April Minutes were approved.
- II. **Committee Business & Updates** | The Committee reviewed the Committee Summaries document and took time for questions and discussion. Summaries are listed in order of Committee meetings.
 - a. Reach & Resource (R&R) Summary
 - i. We reviewed written department summaries for each of the teams, where we discussed some softness in membership contributions and business support. We had two deep dives into social media (including how the board can support KUOW via social) and listener feedback (including how KUOW solicits and actions listener feedback, and challenges associated in doing so). We also discussed board engagement updates: three

board members recorded testimonials for KUOW, and two other Board members sent thank-you cards to members who donated during the pledge drive, so thank you to those board members. There are five board members who have yet to make a financial contribution this fiscal year (although this could be due to lack of alignment with board service year).

b. Diversity, Equity and Inclusion (DEI) Summary

- i. The DEI Committee hosted Claire and Connie from Reach and Resource to discuss their workplan and further integrating DEI within their Committee work. The Committee also heard a Racial Equity Team update from Fieta and their upcoming May Lunch and Learn series regarding giving and receiving feedback.

c. Finance & Finance Investment Sub-Committee (FIN & FISC) Summary

- i. FISC was in joint meetings with the full Finance Committee reviewing the budget proposal.
- ii. This was a joint meeting with SPC to review the FY2024 budget proposal. Staff walked through the “users, usage and revenue” model, “north star” metrics and other relevant strategic framing for budget decisions. The board is being asked to approve a \$2.9 million draw on reserves to make needed investments.

d. Strategic Planning Committee (SPC) Summary

- i. This was a joint meeting with the Finance Committee to review the FY2024 budget proposal. Staff walked through the “users, usage and revenue” model, “north star” metrics and other relevant strategic framing for budget decisions. The board is being asked to approve a \$2.9 million on reserves to make needed investments.

e. Governance (GOV) Summary

- i. Board recruitment is in full swing, and we have 10-12 active candidates for interviews. We have made progress on new alternative recruitment approaches that should enable us to attract candidates with different backgrounds and from different communities. Will continue to work toward next year’s recruiting. There is significant work being done on bylaws and procedure review, focused on officer roles and LOA’s, absences, etc.

f. Executive Committee (EXEC) Summary

- i. We covered the same topics that will be covered in today’s meeting: reviewing committee summaries, reviewing the budget proposal, and reviewing the CEO assessment.

III. **Station Business & Updates** | Ms. Mathes and Ms. Cosgrove presented to the Committee the FY24 Operating and Capital Budgets and took questions regarding strategy, implementation of Users, Usage and Revenue (UUR), and future growth projections.

- a. Approval of the FY24 Operating and Capital Budgets | A resolution for the approval of the FY24 Operating and Capital Budgets was presented to the Committee. See appendix for resolution.
 - i. **Motion** moved by Sharon Kioko and seconded by Connie Kravas. With no objections, the FY24 Operating and Capital Budget was approved.

- b. Approval of Authorized Signer(s) Bank of America | A resolution was presented to the Committee adding Kerry A. Swanson to the Bank of America account as an authorized signer. See appendix for resolution.
 - i. **Motion** moved by Irwin Goverman and seconded by Mark Ashida. With no objections, the Committee approved of adding Mr. Swanson to the Bank of America account.

IV. Public Comment | Mr. McGovern asked if there were any members of the public in attendance wanting to make a public comment either virtually via Zoom or in-person. There was no public comment made.

V. Open Session Adjournment | Mr. McGovern adjourned the public portion of the meeting at 6:18pm and went into Executive Session with Caryn Mathes to discuss privileged information related to the CEO Assessment.

VI. Executive Session Adjournment | Mr. McGovern adjourned the Executive Session at 6:30pm.