



Puget Sound Public Radio
 EXECUTIVE Committee Meeting
 Wednesday, November 4, 2020
 4:30 PM – 6:00 PM

Register in advance for this meeting:

<https://washington.zoom.us/meeting/register/tJ0vcO-qrz8rHNKognlpaLpa-MDsJxtOgQ8X>

After registering, you will receive a confirmation email containing information about joining the meeting.

Meeting Objectives

- Approval of Revised Investment Statement Policy
- Review the FY20 Financial Audit
- Approval of 2021 Board of Directors, Officers and Committee Members Slate
- Review and Approve the Board Norms
- Overview of the Board Orientation & Expectation
- Overview of 2021 Draft Committee Workplans
- Discuss the Annual Meeting Agenda

Specific Questions We Will Address

- What do we want the overall 2021 Board Plan to look like?

AGENDA

4:30 -4:40PM	<ol style="list-style-type: none"> 1. Welcome, Check-In and Call to Order 2. Meeting Objectives 3. Invitation to Disclose Possible Conflicts of Interests 4. Invitation for Additional Topics 		Heidi de Laubenfels
	<ol style="list-style-type: none"> 5. Approval of the September 10, 2020 – Meeting Minutes 	Exhibit 1	
4:40 - 5:30 PM	<ol style="list-style-type: none"> 6. Committee Updates 		
(10 min)	<ol style="list-style-type: none"> A. Development Committee Update (4:40– 4:50) <ul style="list-style-type: none"> ➤ YTD FY21 Update ➤ Major Gift Donor List ➤ Notes of Appreciation to KUOW Staff ➤ Draft 2021 DEV Workplan 	Exhibit 2a	Filiz Efe McKinney
(10 min)	<ol style="list-style-type: none"> B. Finance, Investment Subcommittee (FISC) Update (4:50 – 5:00) <ul style="list-style-type: none"> ➤ Q3 2020 Quarterly Investment Review ➤ Investment Statement Policy [Revised] ➤ Draft FY20 Audited Financials ➤ Draft 2021 FIN & FISC Workplans 	Exhibit 3a Exhibit 3b Exhibit 3c Exhibit 3d Exhibit 3e	Chris Jay Jon Schorr
(10 min)	<ol style="list-style-type: none"> C. Strategic Planning Committee Update (5:00-5:10) <ul style="list-style-type: none"> ➤ Update on Strategic Reframing Sessions and North Star Development – SROI & Next Steps ➤ Draft 2021 SPC Workplan 	Exhibit 4a Exhibit 4b Exhibit 4c	Irwin Goverman & Shauna Casey & Caryn Mathes
(20 min)	<ol style="list-style-type: none"> D. Governance Committee Update (5:10- 5:30) <ul style="list-style-type: none"> ➤ 2021 Proposed Directors, Officers and Committee Members Slate ➤ Draft Board Norms Statement ➤ 2021 D/O Limit of Liability Coverage ➤ Board Orientation & Expectations (December 11, 2020) <ul style="list-style-type: none"> • Orientation/DEI Training Meeting Draft ➤ Draft 2021 GOV Workplan 	Exhibit 5a Exhibit 5b Exhibit 5c Exhibit 5d Exhibit 5e Exhibit 5f	Virginia Anderson Sharon Kioko

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.



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5:30- 5:40 PM	7. Station Business		Caryn Mathes
	➤ YTD FY21 Financials & Cash Flow Navigation	Exhibit 6	Caryn Mathes

5:40-6:00 PM	8. EXE Committee Business		
	➤ November 19 Annual Board Meeting Agenda	Exhibit 7	Heidi de Laubenfels
	➤ 2021 Executive Committee Meeting Dates		
	• Thu, February 11, 2021		
	• Thu, April 22, 2021		
	• Thu, June 10, 2021 (Joint w. FIN – Budget Hearing)		
	• Thu, September 9, 2021		
	• Wed, November 3, 2021		
	➤ Other Business		

	9. Executive Session		Heidi de Laubenfels
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6:00 PM	10. Adjourn		Heidi de Laubenfels
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PSPR Full Board Meetings

November

Thursday, November 19: FY21 Annual Board Meeting, 4:00 – 7:00 PM

December

Friday, December 11: Board Orientation, 3:00 -6:00 PM

Next Board Committee Meetings

December

Tuesday, December 1st: Strategic Planning Committee 3:30 PM – 5:00 PM

January

Tuesday, January 12: Governance 3:00 PM – 4:30 PM

Wednesday, January 20: Development 3:30 PM – 5:00 PM

Tuesday, January 26: JOINT FIN/ FISC 3:30 PM – 5:00 PM

Supporting Documents

Exhibit 1: September 10, 2020 Minutes

Exhibit 2: Development Workplan & Minutes

Exhibit 3: Q3 Investment Portfolio, ISP, Draft FY20 Audited Financials, FIN & FISC Workplans

Exhibit 4: North Star Framework Next Steps, Minutes, SPC Workplan

Exhibit 5: Proposed Directors, Committee and Officer Slate, Board Norms Statement, D/O Insurance, GOV Workplan

Exhibit 6: YTD FY21 Financial & Cash Flow

Exhibit 7: Annual Board Meeting Agenda

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APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio

EXECUTIVE COMMITTEE

WEDNESDAY, NOVEMBER 4, 2020

4:30 PM – 6:00 PM

Upon notice duly given, the **EXECUTIVE COMMITTEE** (the “Committee”) of KUOW, Puget Sound Public Radio (PSPR) meeting was held virtually on November 4, 2020 via Zoom.

PRESENT: Heidi de Laubenfels (Chair), Andy McGovern (Vice Chair & Secretary), Jon Schorr (Treasurer), Mark Ashida (IPC), Caryn Mathes (President), Irwin Goverman, Filiz Efe McKinney, Randy Hodgins, Christopher Jay, Shauna Causey, Virginia Anderson and Sharon Kioko

ABSENT:

ALSO ATTENDING: Fieta Robinson and Ryleigh Brimhall

I. Meeting Called to Order & Announcements

Chair Heidi de Laubenfels welcomed the Committee members. The meeting was called to order at 4:34 PM. There were no Conflicts of Interest. Ms. de Laubenfels welcomed additional topics to the agenda.

II. Approval of Minutes

Ms. de Laubenfels then called for the approval of the Minutes of September 10, 2020 Executive Committee meeting. Jon Schorr moved to approve, Irwin Goverman seconded; the motion was carried, the Committee approved the minutes as presented.

III. Committee Business

Development Committee

Ms. McKinney discussed what Development Committee would be presenting at the Annual Board Meeting. The Board would review Major Gift Donor List. Ms. McKinney announced that Business Support, Major Gifts, and Membership surpassed all their quarterly goals. Also, the Development Staff Leaders would present a “Lessons Learned in COVID-19/2020” presentation versus typical business presentation at the Annual Board Meeting. The 2021 Draft Development Committee Workplan focused on gratitude and strategy discussions. Ms. McKinney provided an update on the KUOW Staff Appreciation Notes.

Finance & FISC Update

Mr. Jay discussed briefly the 3rd Quarterly Investment Report provided by Bernstein and KUOW was up 10% between the beginning of 2019 to the end of September 2020. Mr. Schorr presented the revised ISP and started with 50% of the portfolio would be moved into Socially Responsible Investing.

Jon Schorr called for a motion to adopt the revised ISP with amended language to the Annual Board Meeting. Virginia Anderson moved to adopt, Chris Jay seconded, the motion was carried, The Committee approve the motion.

Mr. Schorr presented the drafted financial audit report, and, KUOW has gotten a clean opinion and no management letter. Mr. Schorr, also, presented the draft of the FIN/FISC 2021 Workplan.

Heidi de Laubenfels called for a motion for adopt the draft financial audit as proposed to be presented to the Full Board. Mark Ashida moved to adopt, Virginia Anderson seconded, the motion was carried, The Committee approve the motion.

APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio

EXECUTIVE COMMITTEE

WEDNESDAY, NOVEMBER 4, 2020

4:30 PM – 6:00 PM

Strategic Planning Committee (SPC)

Ms. Mathes presented a staff update on Strategic Impact Framework (SIF). KUOW Leadership dedicated time during their meetings to integrate the SIF for FY22 Strategies and KPIs.

Governance Committee

Dr. Kioko presented the 2021 Proposed Directors, Officers and Committee Members Slate. Ms. Anderson discussed the draft of the Board Norm Statement. Dr. Kioko discussed the Board Orientation and DEI Training in December 2020. Ms. Anderson also presented the Draft 2021 Governance Workplan.

Virginia Anderson called for a motion to approve the Board Norms Statement as presented to the Full Board. Jon Schorr moved to approve, Sharon Kioko seconded, the motion was carried, The Committee approve the motion.

Heidi de Laubenfels called for a motion to approve the sustaining 2021 D/O Limit of Liability Coverage as presented to the Full Board. Virginia Anderson moved to approve, Sharon Kioko seconded, the motion was carried, The Committee approve the motion.

IV. Station Report

YTD Financials & Cash Flow

Ms. Mathes presented the YTD financials and cash flow. KUOW ended FY20 Strong with KUOW's net operating position was a positive of \$1.4M before depreciation and it anticipated to help KUOW stay in budget for FY21.

V. Executive Committee

Heidi de Laubenfels briefly discussed the Annual Board meeting agenda. The Committee discussed the staff presentations and who would present the committee reports.

VI. Executive Session

There was no Executive Session called at this meeting.

VII. Adjournment

With no further business, Ms. de Laubenfels adjourned the meeting at 6:06 PM.

Respectfully Submitted by
Heidi de Laubenfels, Chair
Fieta Robinson, Board Liaison