



## **KUOW, PSPR June 27 Board Meeting (IN-PERSON)**

KUOW

Thursday, June 27, 2024 at 4:30 PM PDT to Thursday, June 27, 2024 at 6:30 PM PDT

### **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 Conflict of Interest**

##### **D. Overview of Meeting Purpose**

##### **E. Invitation for Additional Topics**

##### **F. Approval of April 25th Board Meeting Minutes**

#### **II. Committee Business**

**4:35 PM**

June Summaries start on page 7.

##### **A. Diversity, Equity and Inclusion**

###### **1. Drafted May 2nd Meeting Minutes**

###### **2. Exhibits**

##### **B. Governance**

###### **1. Drafted May 9th Minutes**

##### **C. Joint Finance and Reach & Resource**

###### **1. Draft Joint May 23rd Meeting Minutes**

###### **2. Exhibits**

##### **D. Executive**

#### **III. Station Business**



**A. FY25 Operating and Capital Budget****4:55 PM**

Pre-Read: 10 minutes

- This doc was updated on 6/25

Presentation: 15 minutes

Q&amp;A: 35 minutes

**B. UUR Dashboard****C. April & May Financial Summaries****D. RET Update****5:55 PM****IV. Additional Topics****V. Public Comment****6:00 PM****VI. Executive Session****6:10 PM**

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.

**CEO Assessment**

- Assessment
- Goals
- Discussion

**VII. Adjournment**





APPROVED KUOW, PSPR June 27 Board Meeting Minutes  
KUOW – Virtual & In-Person | Thursday, June 27, 2024 at 4:30 PM PDT  
In-Person Location | 4518 University Way NE Seattle, WA 98105  
Virtual Location | Zoom

### **Attendance**

**Members Present:** Mark Ashida, David Chan, Irwin Gorman, Wassef Haroun, Randy Hodgins, David Iyall, Christopher Jay, David Landau, Heidi de Laubenfels, Caryn Mathes, Andy McGovern, Roshni Naidu, Kevin Schofield, Raina Wagner, Ian Warner

**Members Absent:** Laura Cañate, Gabrielle Nomura Gainor, Sarah Norris Hall, Michelle Merriweather, Claire O'Donnell, Lucrezia Paxson, Jamie Robinson, Sharon Nyree Williams

**Staff Present:** Ryleigh Brimhall, Shawnteasha Crow, Jessica Dial, Annette Promes, Fieta Robinson, Kerry Swanson, Matt Albertson, Marshall Eisen, Gina Kilbridge, Amanda Winterhalter

**Guest Present:** Ross Reynolds

**Members of the Public:** n/a

#### **I. Welcome & Call to Order |** Mr. McGovern called the meeting to order at 4:36 PM.

##### **a) Land Acknowledgement**

1. Mr. McGovern read the KUOW/PSPR Land Acknowledgement, which acknowledges the Indigenous tribes and nations of the Puget Sound area.

##### **b) Board Engagement Through an Equity Perspective**

1. Mr. McGovern had the Committee silently read and reflect upon the DEI questions centered on equity for the meeting and in discussion.

##### **c) Invitation to Disclose Possible Conflicts of Interest**

1. Mr. McGovern asked the Committee to disclose any conflicts of interest. None were expressed.

##### **d) Overview of Meeting Purpose**

1. Mr. McGovern went over the meeting's purpose, which is to review and vote on the FY25 Capital and Operating Budget.

##### **e) Invitation for Additional Topics**

1. Mr. McGovern asked the Committee for any additional topics, and none were expressed.

##### **f) Approval of April 25th Board Meeting Minutes**

1. Mr. McGovern called for a motion to approve the April 25th Board Meeting minutes.
2. Motion moved by Heidi de Laubenfels and motion seconded by Irwin Gorman. With no objections the meeting minutes were approved.

#### **II. Committee Business |** Mr. McGovern had the Committee silently read the Committee Summary document and then led the Committee in a discussion. Copies of the Summaries provided by the Committee Chairs and the details of the discussion are provided below. Mr. Warner encouraged the



Committee to attend the upcoming DEI Training that will feature a moderated panel and a workshop session.

- a) **Diversity, Equity, and Inclusion** | The DEI Committee held a good discussion about how to update board norms, including using a portion or all of DEI training for a norms workshop. The idea stemmed, in part, from the DEI training survey results that demonstrated that a 3 hour time commitment for DEI training is not feasible for the majority of the board.
- b) **Governance Committee** | The Governance Committee discussed the recruitment communication plan, including Chair reach out to former applicants, and the need for an informational survey of current board members.
- c) **Joint Meeting of Finance and Reach & Resource Committees** | Ms. Dial provided a brief Form 990 Update. Form 990 was completed and the approval of the public disclosure version on the KUOW Website. Mr. Alexander introduced Relationship-Based Giving and the KUOW Philanthropy Department. Mr. Albertson presented the Philanthropy Operating Principles and Engagement Methodology. Mx. Brimhall provided a brief update on the progress of the Engagement Form. Mr. Swanson provided a detailed look at the FY24 Year End Report & FY25 Budget Presentation.
- d) **UW Foundation** | Clyde and Sherrelle Walker were recognized as the 2024 Gates Volunteer Service Award recipients at the UW Recognition Gala on September 13. Both currently serve on the UWFB.

College of Engineering researchers presented on advancing disability inclusion with the Center for Research and Education on Accessible Technology & Experiences.

UW Foundation acknowledged the recent passing of Don E. Petersen, who helped establish the UW Foundation Board and co-lead the University's first campaign. Also celebrated the life and legacy of Nancy Evans with the NextGen Civil Leaders Corps, head of four featured speakers from the Evans School, three students, and Dean Jodi Sandfort.

Institutional updates shared, including:

- 1. FY25 Legislative session preview:
    - a. The operating budget asks for prioritizing \$2.5M for the UW School of Dentistry RIDE program, \$330K to ensure permanent funding for the Allen School of Computer Science Startup program, and a one-time UW Medicine training safety net and medical training support.
    - b. Capital asks for \$5M to modernize Chemical Sciences and Bagley Hall and \$48.9M for campus decarbonization projects.
  - 2. Husky Giving Day Updates: \$1.9M raised in one day.
  - 3. UWFB Form 990 submitted.
- e) **Joint Meeting of Executive and Finance Committees** | The Executive & Finance Committees met together and discussed the FY25 Capital and Operating Budget. The Finance Committee recommended that it move forward to the Executive Committee. Then, the Executive Committee recommended that it move forward to the Board of Directors Meeting.



**III. Station Business |** In the Station Business portion of the meeting, Mr. Swanson updated the Board on the Users, Usage, and Revenue (UUR) dashboard and reviewed the February Financial Summary. Ms. Robinson gave an update on the Racial Equity Team (RET).

- a) **FY25 Capital & Operating Budget Presentation |** Mr. McGovern had the Committee silently read the Executive Summary for the FY25 Budget Proposal.

Mr. Swanson shared with the Committee a review of the FY24 fiscal year and the proposal for the FY25 budget. KUOW projected that it would fall short of its FY24 income goal.

Revenue from philanthropy and membership had not met targets, and, monetizing digital-first content had proven slower and more challenging than anticipated, necessitating spending adjustments. Despite these efforts, a forecasted \$335,809 deficit remained on top of a \$2.9 million reserve draw approved by the board. This deficit was an improvement from previous forecasts due to continuous updates and adjustments.

To address this, KUOW had reduced projected FY25 operating costs by over \$2 million, primarily through the elimination of 8 staff positions (\$1 million) and cuts in software, services, travel, facilities, and other operational expenses (\$1 million). These reductions were designed to balance the organization's needs while ensuring financial sustainability.

In response to these learnings, the leadership team had identified three main priorities for FY25, aimed to reduce reserve drawdowns and achieve positive net income by FY27:

1. Expand Audience Reach:
  - a. Sustain the core broadcast audience while growing the on-demand, mobile-first listening audience.
  - b. Execute an audience development plan focusing on increasing mobile app downloads and broadcast audience share.
2. Enhance Partnerships:
  - a. Deepen existing partnerships and seek new ones to enhance sustainability, visibility, community impact, innovation, audience engagement, and social consciousness.
  - b. Distribute content produced by independent producers for financially mutual benefit
3. Develop a Cogent and Compelling Case for Support:
  - a. Elevate institutional giving (foundations) and transformational giving (major donors), leveraging KUOW's 75th Anniversary as a milestone opportunity.

The proposed FY25 budget reflected careful financial planning, aimed to reduce the reserve draw from \$2.9 million in FY24 to \$1.1 million. This reduction was part of the strategy to achieve positive net income by FY27. The budget was built on a thorough review of expenses, identifying savings and efficiencies while making necessary reductions in staff and operational costs.

The FY25 budget supported KUOW's Strategic Impact Framework, which focuses on being trusted, accessible, inclusive, and accountable to our communities while ensuring sustainability. Specific budget allocations and strategic initiatives aligned with this framework by creating and delivering content, audience engagement, financial sustainability, and, equity and inclusion.



To ensure alignment with strategic goals and financial sustainability, KUOW would closely monitor key performance indicators (KPIs) such as Audience Goals, Financial Health, Donor Metrics, and Community Engagement.

- b) **Users, Usage, and Revenue Dashboard & Financial Summary** | Since the UUR Dashboard and Financial Summary were highlighted in the FY25 Budget, there was no separate update.
- c) **Racial Equity Team Update** | The Racial Equity Team Update was read by the Board of Directors, and a copy of Ms. Wagner's RET update from the June RET Meeting was provided below:

*"Gabrielle [Nomura Gainor] and I were thrilled to represent the Board at the KUOW RET meeting in June (we are the designated Board reps for the June-September quarter). The RET is in a moment of transition: leadership is changing from Amelia Peacock to Hilary Lee, and the Team is hard at work at focusing goals, synching with the existing REDI plan, and potentially consolidating committees. At this time, we Board members are joining the Cultural Committee. The first event of our tenure was a powerful lunch and learn session for Juneteenth. Though I could not stay the entire time, I was enthralled by the discussion, led by Michael Harris, chair of the California Black Agriculture Working Group, who talked about the history of Juneteenth, our connections to the land, reparations, and the significance of service. It is encouraging to see such a dedicated group of KUOW staffers devoting their time to racial equity.*

*The next RET meeting will be on July 9, with the Cultural Committee meeting the day before. Please let the BHive know if you would like to be further involved with the RET."*

- IV. **Additional Topics** | There were no additional topics added to the public portion of the meeting.
- V. **Public Comment** | Mr. McGovern asked if any members of the public were in attendance, either virtually or in person, to make public comments. There were no members of the public, and no public comment was made.
- VI. **Adjournment of Open Session** | Mr. McGovern adjourned the public portion of the meeting to go into Executive Session at 5:56 pm.
- VII. **Executive Session** | Mr. McGovern called for an Executive Session to discuss proprietary information regarding the CEO's Assessment. Mr. McGovern asked for Caryn Mathes and Kerry Swanson to be present for the discussion.
- VIII. **Adjournment of Executive Session** | Mr. McGovern adjourned the Executive Session at 6:30 pm.