



## KUOW, Governance Committee May 8 Meeting RSVP Required

KUOW

Thursday, May 8, 2025 at 4:00 PM PDT to Thursday, May 8, 2025 at 5:30 PM PDT

### Agenda

#### I. Welcome & Call to Order

4:00 PM

##### A. 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?*

Our goal is to bring an open and inclusive mindset to this meeting space.

##### B. Open Meeting Notice

##### C. Overview of Meeting's Purpose

- Make any needed decisions to advance recruiting (do we have a candidate we want to schedule for a meet-and-greet? What's needed to ensure we have more to evaluate before our next meeting? When will the task force meet in June?)
- Decide on what we're going to take on out of the retreat
- Leave with solid plans for the two surveys (informational and self-assessment)
- Move the policy on political expression forward
- Identify any areas of concern re director engagement (referring to board buddy check-ins, attendance report), and plan to address
- Determine what we're going to do – if anything – with bylaws this year

##### D. Invitation for Additional Topics

##### E. Disclose Possible Conflicts of Interest

##### F. Approval of Draft Meeting Minutes

##### G. Updated Attendance Report

Current Attendance Report & Board Roster

##### H. Gov Work Plan

#### II. Recruitment Taskforce Update

4:05 PM

Copy sent to Donor Engagement for May Membership Memo.

#### III. Retreat Action Items

4:20 PM

## **A. Board Skills Inventory**

Discussion Questions:

- Is this grid sufficient?
- If not, how can we use the Informational Survey to audit our skills?

## **B. Governance Retreat Notes**

- *Examine committees/Board structure*
- *Learn more about each Board member's "why" for serving*
- *Offer post-on-boarding support for new Board members*
- *Explore how can we strengthen Board (resiliency) with the goal of Board retention*
- *How might we cultivate a culture of team/ family/ personal relationships?*

Question for Committee: What do we need to add to our work plan sooner vs later?

## **IV. Annual Board Informational Survey 4:35 PM**

Launching in June via OnBoard

## **V. Board Self-Assessment 4:45 PM**

Duration: Aug 18-Sept 8

Facilitated By: Board Source

Purpose: support in 2026 Retreat planning and identifying the Board's strengths and growth areas.

## **VI. Political Expression Update 5:00 PM**

Status update on the docs we sent to DEI for collaboration.

## **VII. Bylaws Review 5:15 PM**

## **VIII. Board Buddy Check In 5:20 PM**

## **IX. Additional Topics**

## **X. Public Comment 5:25 PM**

## **XI. Items for the Exec Meeting Agenda 5:27 PM**

Recruitment

the surveys upcoming

political expression doc.

## **XII. Adjournment 5:29 PM**



# APPROVED KUOW, Governance Committee May 8 Meeting Minutes

KUOW In-Person & Virtual | Thursday, May 8, 2025

In-Person Location | Rita Koontz Community Center

Virtual Location | Zoom

## Attendance

**Members Present:** Wallace Bryant, Heidi de Laubenfels, Irwin Goverman, Caryn Mathes, Andy McGovern, Laura Ruderman, Jim Simon, Raina Wagner

**Members Absent:** Ian Warner

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

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

- I. **Welcome & Call to Order** | Ms. de Laubenfels called the meeting to order at 4:02pm.
  - A. **Board Engagement Through an Equity Perspective** | Ms. de Laubenfels asked the Committee to reflect on the Board Engagement prompts centering equity in the Committee's discussion.
  - B. **Open Meeting Notice** | Ms. de Laubenfels reminded the Committee that the meeting was open to the public and open for public comment.
  - C. **Overview of Meeting's Purpose** | Ms. de Laubenfels gave an overview of the meeting's purpose, which included Board recruitment, Retreat action items, and discussing PSPR Bylaws.
  - D. **Invitation for Additional Topics** | Ms. de Laubenfels asked the Committee for additional meeting topics, and none were added.
  - E. **Disclose Possible Conflicts of Interest** | Ms. de Laubenfels asked the Committee to disclose any conflicts of interest, and none were expressed.
  - F. **Approval of Draft Meeting Minutes**
    1. Ms. de Laubenfels asked for a motion to approve the March Governance meeting minutes.
    2. **Motion** moved by Irwin Goverman and motion seconded by Jim Simon. With no objections, the March meeting minutes were approved.
  - G. **Updated Attendance Report** | The Board Attendance Report and 2025 Roster were added to the meeting's agenda as a standing exhibit.
  - H. **Gov Work Plan** | Ms. de Laubenfels asked the Committee to re-orient themselves with the Governance Work Plan and the goals for the meeting.
- II. **Recruitment Taskforce Update** | Ms. de Laubenfels asked Mr. Simon to give the Committee an update about Board Recruitment. Mr. Simon shared with the Committee that the Recruitment Taskforce met in early April to discuss recruitment and promotion of the Board Application. The Committee discussed the whole Board's involvement in Board Recruitment as well as expectations. Mrs. Crow shared with the Committee that the Board Application was live and had received an applicant.
- III. **Retreat Action Items** | Ms. de Laubenfels then led the Committee in a discussion about action items for the Committee following the March Board Retreat. The topic of a Board Skills Inventory was

discussed as the Committee reviewed the 2025 Expertise Matrix. Ms. Ruderman added to the conversation that the need for the inventory may not be as paramount, as opposed to how the Board's expertise is being called upon and utilized by KUOW. The Committee concluded the discussion with Ms. de Laubenfels reaching out to the Reach and Resource Committee about Board utilization and engagement. The Committee looked at the other action items from Retreat but came to the conclusion that some items would be worked on in partnership with the new GM.

- IV. Annual Board Informational Survey** | Ms. de Laubenfels shared with the Committee that the annual Board information survey was coming up. Mx. Brimhall shared logistical information about the survey, purpose, process, and platform with the Committee. Mr. Bryant agreed to be the lead for the survey and the survey will launch on May 21<sup>st</sup> – June 6<sup>th</sup>.
- V. Board Self-Assessment** | Ms. de Laubenfels then shared with the Committee another survey that will launch in the Fall, the bi-annual Board Self-Assessment. The self-assessment is facilitated through BoardSource and would launch from August 18<sup>th</sup> – September 8<sup>th</sup> and Mr. Bryant agreed to be the lead on this survey as well.
- VI. Political Expression Update** | Ms. de Laubenfels led the Committee in a continued discussion of the additions to the Board of Directors Norms and Duties documents that were discussed at the March 13<sup>th</sup> meeting. Due to scheduling conflicts, a representative from the DEI Committee was not able to be in attendance at the Governance meeting to discuss additional edits. However, Mr. Warner shared a progress update via email with Ms. de Laubenfels that was read to the Committee. Mx. Brimhall shared on screen some questions and edits from the DEI Committee and the Committee had a discussion and suggested edits.
- VII. Bylaws Review** | Ms. de Laubenfels transitioned the conversation from the Board of Directors Norms and Duties document to the Bylaws. Ms. Wagner shared that, given the amount of governing documents in circulation that a formal Bylaws review might not be the best use of the Committee's time. Ms. Wagner additionally did suggest for the upcoming Board Orientation (for new Directors) creating a one-page document that outlines the purpose of the governing documents to assist new Directors in understanding their role on the Board.
- VIII. Board Buddy Check In** | Ms. de Laubenfels asked the Committee to share any updates or concerns from members who were assigned Board Buddies. Ms. Wagner shared that she met with her Board Buddy and that things were going well.
- IX. Additional Topics** | There were no additional topics added to the meeting's agenda.
- X. Public Comment** | There were no members of the public in attendance and no public comment was made.
- XI. Adjournment** | Ms. de Laubenfels adjourned the meeting at 5:26pm.