



## **KUOW, Governance Committee August 28 Meeting Minutes**

KUOW Virtual & In-Person | August 26, 2025 at 4:00 PM PDT In-Person  
Location | Rita Koontz Community Center Virtual Location | Zoom

### **Attendance**

**Members Present:** Wallace Bryant, Heidi de Laubenfels, Laura Ruderman, Jim Simon, Raina Wagner

**Members Absent:** Ian Warner, Irwin Goverman

**Staff Present:** Ryleigh Brimhall, Kerry Swanson

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

**I. Welcome & Call to Order |** Ms. de Laubenfels called the meeting to order at 4:02 pm.

**A. Board Engagement Through an Equity Perspective**

1. Ms. de Laubenfels had the Committee reflect on the prompts that centered the Board on equity.

**B. Open Meeting Notice**

1. Ms. de Laubenfels notified the Committee that this is an open meeting and that members of the public could be in attendance.

**C. Disclose Possible Conflicts of Interest**

1. Ms. de Laubenfels asked for any possible conflicts of interest, and none were expressed.

**D. Overview of Meeting's Purpose**

1. Ms. de Laubenfels went over the meeting purpose, which included discussing and voting on several resolutions associated with incoming, renewing and exiting directors.

**E. Invitation for Additional Topics**

1. Ms. de Laubenfels asked for any additional topics for the agenda, and none were shared.

**F. Approval of Consent Agenda**

1. Ms. de Laubenfels called for a motion to approve a consent agenda that included:

- minutes from the July 10 committee meeting and a July 17 special closed meeting of the Executive and Governance committees
- Resolution to approve shifting director Sarah Norris Hall from UW Director to Community Director
- Resolution to elect Colin Peterson as Reach & Resource Committee vice chair for the remainder of the current term
- Resolution to extend Andy McGovern's board service by one year, per the board's bylaws
- Updated versions of the board norms and duties documents
- Resolution to elect board officers for 2026

2. Motion: moved by Jim Simon, and the motion was seconded by Ian Warner. The motion was approved by the committee.

#### **G. Updated Attendance Report**

1. The Committee reviewed the Board attendance report, which had been reformatted per the Committee's request at the July meeting.
2. The Committee discussed the need for a consistent, structured outreach process for directors who are not meeting the goal of 75% attendance at scheduled board meetings.
3. Andy McGovern agreed to draft a process for this.

#### **H. 2025 Workplan Review**

1. The Committee reviewed the 2025 workplan to review and measure progress.

#### **I. Board Source Self-Assessment**

1. The Bi-Annual Board Self-Assessment was released in mid-August and scheduled to be completed by early September.
2. A handful of directors had completed it, and a schedule for reminders was discussed.
3. The full report was planned to be reviewed for the Sept. 30 Governance Meeting and presented at the Annual Meeting in November.

#### **J. Orientation for New Directors**

1. The Committee reviewed the draft program and presentation for the October 10, 2025, event.

2. It was decided that the orientation booklet would be digital-only this year and not printed.
3. The Committee discussed the possibility of using AI to draft a 1-3 page executive summary.
4. The Committee also requested that the station tour in the first hour include meetings with newsroom staff.

#### **K. Public Comment**

1. There were no members of the public in person or virtually, and no public comment was made.

#### **L. Executive Session**

1. Ms. de Laubenfels adjourned the public portion of the meeting at 4:48 pm and went into executive session for a personnel discussion on the current slate of board prospects.
2. No decisions were made.
3. Executive Session adjourned at 5:46 pm into open session.

#### **M. Board Nominees**

1. Ms. De Laubenfels called for a motion to vote on the current slate of prospects for election to the KUOW/PSPR 2025-26 Community Director positions. Each are nominated for a three-year term ending in 2028:

- Andrea Woody (UW Director)
- Roy Lambert
- Ryan Douglas
- Trish Lum
- Emily Parkhurst
- Joe Fain
- Lindsey Jackson.

2. Motion moved by Laura Ruderman and motion seconded by Jim Simon. The motion was carried with one nay vote, and the candidates were moved to the Executive Committee for discussion and voting.

#### **N. Committee Assignments**

1. Ms. de Laubenfels called for a motion to vote on the proposed committee member recommendations for 2026.

2. Motion moved by Laura Ruderman and motion seconded by Ian Warner. The motion was carried with one abstention, and the recommendations were moved to the Executive Committee for discussion and voting.

**O. Adjournment**

1. Ms. de Laubenfels adjourned the meeting at 5: 52 pm.