



**KUOW PUGET SOUND PUBLIC RADIO**  
**GOVERNANCE COMMITTEE MEETING**  
**TUESDAY, AUGUST 31, 2021**  
**3:00 PM – 4:30 PM**

**VIRTUAL MEETING**

Register in advance for this meeting:

<https://washington.zoom.us/meeting/register/tJ0qcO2qrDkrGNWoi9VT-p1UEUY8I3YQ4kLD>

**MEETING PURPOSE**

Meeting purpose is to discuss the Board informational survey, Board Assessment action items, committee assignments & board leadership.

**OBJECTIVES**

1. Update on Board Informational survey
2. Formulate action items from Board Assessment (Board Level & Committee Level)
3. Nominate members for Re-election to the Board
4. Discuss 2022 Board Committee Composition

**QUESTION(S)**

- What are your recommendations & action items from the Board Assessment?
- What is the ideal succession plan for board & committee leadership?

**AGENDA**

3:00 – 3:10 PM	<ol style="list-style-type: none"> <li>1. <b>Call to Order and Welcome</b></li> <li>2. <b>Invitation to Disclose Possible Conflicts of Interests</b></li> <li>3. <b>Overview of Meeting Purpose</b></li> <li>4. <b>Invitation for Additional Topics</b></li> </ol>		David Landau
(ACTION)	<ol style="list-style-type: none"> <li>5. <b>Approval of July 27, 2021 Meeting Minutes</b></li> </ol>	Exhibit 1	
3:10 – 3:20 PM	<ol style="list-style-type: none"> <li>6. <b>Board Informational Survey Update</b> <ul style="list-style-type: none"> <li>➤ <a href="#">Draft Board Informational Survey</a></li> </ul> </li> </ol>		Irwin Goverman
3:20 – 3:35 PM	<ol style="list-style-type: none"> <li>7. <b>Board Assessment Survey Discussion</b> <ul style="list-style-type: none"> <li>➤ Reviewing Action Items</li> </ul> </li> </ol>	Exhibit 2	Irwin Goverman
3:35 – 3:40 PM	<ol style="list-style-type: none"> <li>8. <b>DEI &amp; Racial Equity Update</b> <ul style="list-style-type: none"> <li>➤ Reviewing Action Items from Training</li> </ul> </li> </ol>		Ian Warner
3:40 – 3:50 PM	<ol style="list-style-type: none"> <li>9. <b>Board Recruitment Update</b> <ul style="list-style-type: none"> <li>➤ Current Slate of Prospects</li> <li>➤ Meet &amp; Greet with Board Inductees</li> </ul> </li> </ol>	Exhibit 3	Connie Kravas

*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 of services whenever the premature exposure of such purchase would compromise the business interests of any such organizations.*



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3:50 – 4:20 PM  <b>(ACTION)</b>	<b>10. 2022 Board Composition</b> ➤ Discuss Committee Assignment and Board Officers ➤ Recommendation to Re Elect 2022 Board Members	Exhibit 4	David Landau
4:20 -4:30 PM	<b>11. Additional Topics</b> ➤ Board Meeting Topics – September 23 ➤ Next Governance Meeting – October 5	Exhibit 5 (Work Plan)	David Landau
	<b>2021 Board and Committee Dates</b> ➤ Action Item Approval Flowchart	See below	David Landau Fieta Robinson

**Approval Flow Chart**



4:30 PM	<b>12. Adjournment</b>		David Landau
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# APPROVED MEETING MINUTES

## KUOW Puget Sound Public Radio

### GOVERNANCE COMMITTEE

### AUGUST 31, 2021 MEETING

**3:00 PM – 4:30 PM**

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Upon notice duly given, the **GOVERNANCE COMMITTEE** (the “Committee”) of KUOW, Puget Sound Public Radio (PSPR) virtual meeting was held on August 31, 2021 at 3:00 PM via Zoom conference.

**PRESENT:** David Landau (Chair), Irwin Goverman (Vice Chair), Connie Kravas, Sharon Kioko, Ian Warner, Heidi de Laubenfels and Caryn Mathes

**ABSENT:** David Roberts and Filiz Efe McKinney

**ALSO ATTENDING (STAFF):** Ryleigh Brimhall

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I. **Meeting Called to Order**

Mr. David Landau called the meeting to order at 3:04 PM.

II. **Conflict of Interests**

There were no conflicts of interest expressed.

III. **Approval of Meeting Minutes**

Mr. Landau called for the approval of the Governance Committee Meeting minutes of July 27, 2021. A motion was duly made by Ms. Kravas and seconded by Mr. Goverman. With no objections, the minutes were approved.

IV. **Board Informational Survey**

Mr. Goverman facilitated a discussion of the draft Board Information Survey. Overall, the committee thought the survey was good with some minor corrections, specifically with removing the questions on updating members’ biographies and website profile pictures, and phrasing with the identity questions.

V. **Biennial Board Assessment Discussion**

The Committee discussed the 2021 Board Source Assessment action items from the focus group. The overarching topics were focused on “Funding/Public Image”, “Culture”, and “Board Composition”. With “Funding/Public Image”, there were opportunities to expand on the Development Committee’s purpose to encourage further engagement and connection between the board & staff. The “Culture” Section reflected the struggles experienced through the pandemic with virtual meetings. The implementation of a Board Portal and meetings centered on discussion would alleviate some of this disconnection between members. “Board Composition” was discussed on how to add additional transparency to the recruitment process.

VI. **DEI & Racial Equity Update**

Mr. Warner reported the feedback from the training aligned with the feedback provided in the Board Assessment around engagement with KUOW’s DEI efforts and more opportunities to have discussion during meeting.

## APPROVED MEETING MINUTES

### KUOW Puget Sound Public Radio GOVERNANCE COMMITTEE AUGUST 31, 2021 MEETING 3:00 PM – 4:30 PM

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VII. Board Recruitment

Ms. Kravas updated the committee on the board inductee's meet and greet at the end of September and included potential COVID Safety protocols with meeting in person.

VIII. Board Composition

The Committee discussed potential board composition for FY22. It was decided that the Governance & Board Leadership used the Board Informational Survey as base, and then presented the draft board composition to the committee for feedback and confirmation.

IX. Motion to Nominate the Current Board Prospects

A motion to approve to nominate the current Board Prospects that were presented. Ms. Kravas moved, and Mr. Goverman seconded. The motion was moved and all in favor to be presented to the Executive committee.

X. Motion to Recommendation to Re Elect 2022 Board Members

A motion to approve to Re-Elect of 2022 Board Members in September 2021 that were presented. Ms. Kravas moved, and Mr. Goverman seconded. The motion was moved and all in favor to be presented to the Executive committee.

XI. Adjournment

There being no further business, Mr. Landau adjourned the meeting at 4:20 PM.

Respectfully Submitted by  
David Landau, Chair  
Fieta Robinson, Board Liaison