



KUOW PUGET SOUND PUBLIC RADIO
GOVERNANCE COMMITTEE MEETING
TUESDAY, MARCH 9, 2021
3:00 PM – 4:30 PM

VIRTUAL MEETING

Register in advance for this meeting:

<https://washington.zoom.us/meeting/register/tJwrceuopzIqEtNp-tQEKmKlVwzwKDwLvSGI>

MEETING PURPOSE

Meeting purpose is to provide an overview of board composition, future dynamics and current level of engagement; finalize recruitment process and map out efforts for determining prospects for FY2022; and discuss the launch of the Biennial Board Assessment survey, the framework for upcoming board retreat and DEI training.

OBJECTIVES

1. Review 2021 Board Assessment survey questions and determine a timeline for launch
2. Establish the preliminary focus of the board retreat and desired outcomes
3. Overview of recruitment process, map out next steps for board recruitment and finalize timeline
4. Discuss the DEI/Racial Equity training focus for July 2021

QUESTION (S)

- What areas of expertise should recruitment efforts be focused on?
- The committee’s workplan fall under four categories: 1) Recruitment 2) DEI Enrichment 3) Board Culture: Board Retreat and DEI Training; and 4) Board Survey. Let us know where you can contribute?

AGENDA

| | | | |
|----------------|---|------------------------|--|
| 3:00 – 3:10 PM | <ol style="list-style-type: none"> 1. Call to Order and Welcome 2. Announcement – New GOVC Member 3. Invitation to Disclose Possible Conflicts of Interests 4. Overview of Meeting Purpose 5. Invitation for Additional Topics 6. Approval of January 12, 2020 Meeting Minutes | Exhibit 1 | David Landau |
| (ACTION) | | | |
| 3:10 – 3:25 PM | <ol style="list-style-type: none"> 7. Biennial Board Assessment <ul style="list-style-type: none"> ➤ Review 2021 Board Assessment survey ➤ Discussion survey categories ➤ Timeline for launch | Exhibit 2 | David Landau Irwin Gorman |
| 3:25 – 3:55 PM | <ol style="list-style-type: none"> 8. Upcoming Board Training Sessions <ol style="list-style-type: none"> A. <u>May 15th Virtual Board Retreat</u> <ul style="list-style-type: none"> ➤ Program Topics & Hours ➤ Facilitator and Scope of Work B. <u>July 15th Board DEI Training</u> <ul style="list-style-type: none"> ➤ Possible Program Topics & Hours ➤ DEI Speaker/Facilitator and Scope of Work | Exhibit 3 Exhibit 4 | David Landau Irwin Gorman Ian Warner |

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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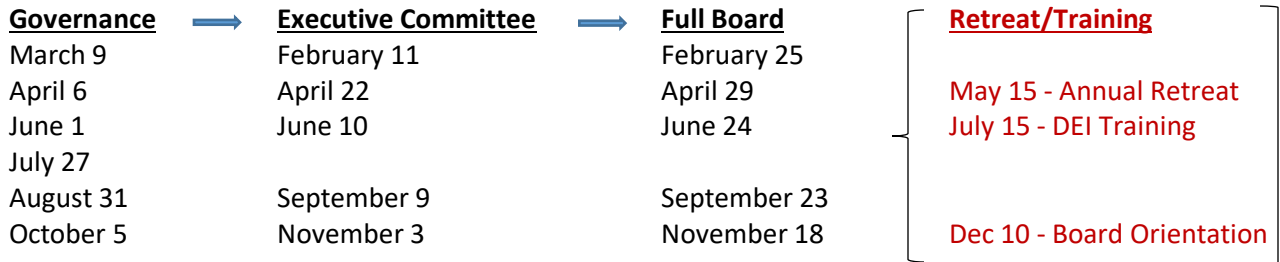
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| | | | |
|----------------|--|---|--------------------------------|
| 3:55 – 4:25 PM | 9. Board Recruitment ➤ Board Recruitment Timeline ➤ Board Roster & Terms ➤ Board Composition and Expertise ➤ Review Board Prospects ➤ Review Board Attendance ➤ Next Steps & assigned work groups | Exhibit 5 Exhibit 6 Exhibit 7 Exhibit 8 Exhibit 9 | Connie Kravas |
| 4:25 -4:30 PM | 10. Additional Topics ➤ Next Governance Meeting – April 6th | | David Landau |
| | 2021 Board and Committee Dates ➤ Action Item Approval Flowchart | Exhibit 10 See below | David Landau Fieta Robinson |

Approval Flow Chart



| | | |
|---------|------------------------|--------------|
| 4:30 PM | 11. Adjournment | David Landau |
|---------|------------------------|--------------|

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APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio

GOVERNANCE COMMITTEE

March 9, 2021 MEETING

3:00 PM – 4:30 PM

Upon notice duly given, the **GOVERNANCE COMMITTEE** (the “Committee”) of KUOW, Puget Sound Public Radio (PSPR) virtual meeting was held on March 9, 2021 at 3:00 PM via Zoom conference.

PRESENT: David Landau (Chair), Irwin Goverman (Vice Chair), Connie Kravas, Filiz Efe McKinney, Heidi de Laubenfels, Caitlin Duffy, Ian Warner and Caryn Mathes

ABSENT: Sharon Kioko

ALSO ATTENDING (STAFF): Fieta Robinson and Ryleigh Brimhall

GUESTS: None

I. **Meeting Called to Order**

Mr. David Landau called the meeting to order at 3:06 PM.

II. **Conflict of Interests**

There was no conflict of interests expressed.

III. **Approval of Meeting Minutes**

Mr. Landau called for the approval of the Governance Committee Meeting minutes of January 12, 2021. A motion was duly made by Connie Kravas and seconded by Irwin Goverman. With a minor correction, the minutes were approved.

IV. **Biennial Board Assessment**

Mr. Landau provided a summary of the Biennial Board Assessment’s purpose. There was decision to circulate both Board Source and Survey Monkey surveys to the committee for the next meeting. The committee discussed the potential of integrating this assessment with the annual check-in for potential committee assignments and board leadership survey. The committee also discussed timing between this assessment and annual general manager assessment.

V. **Board Retreat & Board DEI Training**

Mr. Warner, Racial Equity Team Board Liaison, presented on current plans for Board DEI Training in July 2021. This included timing and discussion of potential facilitators. Mr. Landau presented the draft agenda for the Board Retreat for May 2021. Ostara was decided as the facilitators.

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GOVERNANCE COMMITTEE

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VI. Board Recruitment

Ms. Kravas reviewed the number of potentially open board seats and led a discussion around the recruitment timeline/process, how to engage the board and how to prioritize the growing list of potential candidates for the board. The Committee highlighted some potentially areas of expertise and re-affirmed this as an opportunity to keep expanding the reach and diversity of the board.

VII. Additional Topics

There was a small committee discussion on how to best elect an interim Finance Committee Chair and Board Treasurer during Dr.Kioko's absence.

VIII. Adjournment

There being no further business, Mr. Landau adjourned the meeting at 4:37 PM.

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