



KUOW, Governance Committee January 9 Meeting RSVP Required

KUOW

Thursday, January 9, 2025 at 4:00 PM PST to Thursday, January 9, 2025 at 5:30 PM PST

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?*

B. Invitation to Disclose Possible Conflicts of Interest

C. Overview of Meeting Purpose

D. Invitation for Additional Topics

E. Approval of Meeting Minutes

II. Committee Business

A. Welcome Everyone!

4:05 PM

B. 2025 Goals & Aspirations

4:15 PM

What are we hopeful to accomplish on the committee this year?

C. Work Plan

4:30 PM

Review 2024 work plan, discuss, and make adjustments.

D. Immediate Business

4:50 PM

1. Annual Conflict of Interest

2. Retreat Planning Status Update & Next Steps

3. 2025 Recruitment Efforts

4. 2025 Board Buddies

III. Additional Topics

5:10 PM

IV. Items for the Exec Committee

5:20 PM

V. Upcoming Meetings

VI. Public Comment

5:25 PM

VII. Executive Session

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.

VIII. Adjournment

5:28 PM



APPROVED KUOW, Governance Committee

January 9 Meeting Minutes

KUOW Virtual & In-Person | Jan 9, 2025 at 4:00 PM PST

In-Person Location | Rita Koontz Community Center

Virtual Location | Zoom

Attendance

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

Members Absent: n/a

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
 - i. Ms. de Laubenfels had the Committee reflect on the prompts that centered equity on the Board.
 - B. Invitation to Disclose Possible Conflicts of Interest
 - i. Ms. de Laubenfels asked the Committee to disclose any possible conflicts of interest.
 - ii. Mr. Simon shared with the Committee that he is an adjunct profession at the University Of Washington. The Committee did not find Mr.Simon’s employment as a conflict of interest for this meeting.
 - C. Overview of Meeting Purpose
 - i. Ms. de Laubenfels went over the meeting purpose which included working on the 2025 Governance Work Plan.
 - D. Invitation for Additional Topics
 - i. Ms. de Laubenfels asked for any additional topics for the agenda and none where shared.
 - E. Approval of Meeting Minutes
 - i. Ms. de Laubenfels called for a motion to approve the August and October 2024 meeting minutes.
 - ii. **Motion:** moved by Raina Wagner and the motion was seconded by Ian Warner. With no objections, the meeting minutes were approved.
- II. **Committee Business** | Ms. de Laubenfels began the meeting with a welcome to the new directors joining the Committee as well as a brief discussion about what the Committee’s goals and aspirations were for this year.
 - A. **Work Plan** | Ms. de Laubenfels began this portion of the meeting by having the Committee, review the 2025 Governance Committee Priorities and adding comments to the live document. The document had two portions: standard responsibilities and continuous improvement for the

Governance Committee. After a discussion, Ms. de Laubenfels had the Committee sign up for different sub-tasks of the Governance Committee. Those tasks were: recruitment, retreat, informational survey, the Board self-assessment, bylaws, and D/O insurance. Additionally, the Committee discussed language changes within the document as well as components of the continuous improvement section that has crossover with other committees.

B. Immediate Business

- i. Annual Conflict of Interest
 - a. Ms. de Laubenfels led the Committee in a discussion of the importance of getting the Annual Conflict of Interest (COI) form completed by the Board. The COI has been released to the Directors to complete via OnBoard.
- ii. Retreat Planning Status Update & Next Steps
 - a. During the discussion of sub-tasks, the annual Board Retreat was covered. Ms. Wagner is the Retreat chair and was working on scheduling a meeting with the taskforce as well as the facilitator Karen Hirsch.
- iii. 2025 Recruitment Efforts
 - a. During the discussion of sub-tasks, 2025 Recruitment was covered. Mr. Simon signed up to be on the lead of the Recruitment taskforce and Ms. Ruderman signed up to also serve on the taskforce.
- iv. 2025 Board Buddies
 - a. Ms. de Laubenfels updated the Committee on the status of assigning new directors a Board Buddy to assist in getting them acclimated to the Board. Some directors have confirmed with Ms. de Laubenfels in being a Board Buddy and Ms. de Laubenfels will send a formal email of Board Buddy assignments.

III. Additional Topics | There were no additional topics added to the meeting's agenda.

IV. Public Comment | There were no members of the public in-person or virtually and no public comment was made.

V. Adjournment | Ms. de Laubenfels adjourned the meeting at 5:33pm.