



KUOW PUGET SOUND PUBLIC RADIO
GOVERNANCE COMMITTEE MEETING
TUESDAY, JANUARY 12, 2021
3:00 PM – 4:30 PM

VIRTUAL MEETING

Register in advance for this meeting:

<https://washington.zoom.us/meeting/register/tJlrcumgrzwuHtb3Qu2slqY1a8dFk-qe-s7E>

MEETING PURPOSE

- Review Governance Committee's role and the proposed work plan for 2021, with a focus on board recruitment.

OBJECTIVES

1. Review proposed resolution revising/re-appointing members of Exec Comm for approval for routing to full board
2. Address any questions and begin refining the work plan, with a focus on setting priorities, identifying key dates and gathering information on committee members interests. Everyone leaves the meeting with an understanding of the committee's key objectives and some ideas as to where they can contribute.

QUESTION (S)

- Currently, 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. Look at the workplan and let us know if you could join a small working group, if necessary, or where you can contribute.

AGENDA

3:00 – 3:10 PM	<ol style="list-style-type: none"> 1. Call to Order and Welcome 2. Invitation to Disclose Possible Conflicts of Interests 3. Overview of Meeting Purpose 4. Invitation for Additional Topics 		David Landau
(ACTION) (ACTION)	<ol style="list-style-type: none"> 5. Approval of October 27, 2020 Meeting Minutes 6. Resolution for Composition and Re-appointment of Executive Committee 	Exhibit 1 Exhibit 2	
3:10 – 3:35 PM	<ol style="list-style-type: none"> 7. Governance RoadMap <ul style="list-style-type: none"> ➤ Committee Charter ➤ 2021 GOV Workplan 	Exhibit 3 Exhibit 4	David Landau Irwin Goverman
3:35 – 4:05 PM	<ol style="list-style-type: none"> 8. Board Recruitment <ul style="list-style-type: none"> ➤ Recruitment Subcommittee Focus and Goals ➤ Board Composition and Terms ➤ Review Current Recruitment Process ➤ Core Objectives and Timeline ➤ Identifying Next Steps 	Exhibit 5 Exhibit 6	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 or services whenever the premature exposure of such purchase would compromise the business interests of any such organizations.



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4:05 – 4:20 PM	9. Committee Assignments ➤ Establishing workgroups and focus ➤ Next Governance Meeting – March 9th		David Landau
4:20 -4:25 PM	10. Additional Topics ➤ Items for Executive Committee Agenda ➤ ?		David Landau
4:25 -4:30 PM	11. 2021 Board and Committee Dates ➤ Action Item Approval Flowchart	Exhibit 7 See below	David Landau Fieta Robinson

Approval Flow Chart

<u>Governance</u>	➔	<u>Executive Committee</u>	➔	<u>Full Board</u>
March 9		February 11		February 25
April 6		April 22		April 29
June 1		June 10		June 24
July 27				
August 31		September 9		September 23
October 5		November 3		November 18

4:30 PM	12. Adjournment		Sharon/Virginia
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APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio

GOVERNANCE COMMITTEE

January 12, 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 January 12, 2021 at 3:00 PM via Zoom conference.

PRESENT: David Landau (Chair), Irwin Goverman (Vice Chair), Connie Kravas, Filiz Efe McKinney, David Robert and Caryn Mathes

ABSENT: Colleen Echohawk, Ian Warner and 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 3:09 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 October 27, 2020. A motion was duly made by Irwin Goverman and seconded by Filiz Efe McKinney. With no objections, the minutes were approved.

IV. **Approval of Resolution of Composition and Re-appointment of Executive Committee**

Mr. Landau called for the Approval of the Resolution of Composition and Re-appointment of the Executive Committee. A motion was duly made by Connie Kravas and seconded by Irwin Goverman. With no objections, the motion was approved to move to the Executive Committee.

V. **Governance RoadMap**

Mr. Landau presented and reviewed the PSPR Governance Committee Charter for the first meeting of the calendar year. Mr. Goverman presented the 2021 Governance Committee Draft Workplan. The Committee discussed The Draft Workplan, recommended minor changes, and began to discuss the initial planning for the 2021 Board Retreat and Board DEI Training.

VI. **Board Recruitment**

Ms. Kravas presented her ideas and suggestions for the new Governance Recruitment Subcommittee’s Workplan. The Committee discussed the more exact role of the Subcommittee with relation to the mission of the Committee.

APPROVED MEETING MINUTES

KUOW Puget Sound Public Radio GOVERNANCE COMMITTEE January 12, 2021 MEETING 3:00 PM – 4:30 PM

Mr. Landau invited Committee members to review Board Member Recruitment Process. He also encouraged the Committee members to volunteer any insight into the process. He asked members to consider aspects of the Workplan they might be willing to lead or engage in. The Committee discussed the timeline, first steps, and goals for 2021 Board Recruitment.

VII. 2021 Board and Committee Dates

Ms. Robinson highlighted the approval flow from Committee to Executive Committee to the Full Board meeting, especially for approval with Potential Board Members, and planning the Board Retreat and DEI Training.

VIII. Adjournment

There being no further business, Mr. Landau adjourned the meeting at 4:38 PM.

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