



## **KUOW, Governance Committee January 18 Meeting**

ZOOM/UW TOWER

Jan 18, 2023 at 3:00 PM PST to Jan 18, 2023 at 4:30 PM PST

### **Agenda**

#### **I. Welcome & Call to Order**

##### **A. Invitation to Disclose Possible Conflicts of Interest**

##### **B. Overview of Meeting Purpose**

- Meeting attendance expectation and goal.
- Does this time of day work for everyone?
- Introductions

##### **C. Invitation for Additional Topics**

##### **D. Approval of Governance Committee Meeting Minutes**

#### **II. Committee Business**

##### **A. Workplan Review & Feedback**

##### **B. Bylaws Review**

- LOA Policy
- Assistant Treasurer
- Officer Responsibility Descriptions
- Officer Tenure & Succession Planning

##### **C. Mentors**

##### **D. Engagement**

Hosting a Board social event.

#### **III. Additional Topics**

#### **IV. Items for the Executive Committee Agenda**

Board Dinner on May 5th ahead of Retreat.

#### **V. Upcoming Meetings**

#### **VI. Public Comment**

#### **VII. Executive Session**

#### **VIII. Adjournment**



# APPROVED KUOW, Governance Committee

## January 18, 2023 Meeting Minutes

KUOW – Zoom & In-Person | Jan 18, 2023 at 3:00 PM PST

In-person Location: UW Tower Cascade Room: 4333 Brooklyn Ave NE, Seattle, WA 98105

Virtual Location: Zoom

### Attendance

**Members Present (Remotely):** Mark Ashida, Irwin Goverman, David Landau, Heidi de Laubenfels, Andy McGovern, Raina Wagner, Ian Warner

**Staff Present (In-Person):** Ryleigh Brimhall

**Staff Present (Remotely):** Shawnteasha Crow, Caryn G. Mathes, Fieta Robinson, Kerry Swanson

### I. Welcome & Call to Order

- i. Mr. Irwin Goverman called the meeting to order at 3:03 PM.
- ii. Invitation to Disclose Possible Conflicts of Interest
  - i. There were no conflicts of interest expressed.
- iii. Invitation for Additional Topics
  - i. Mr. Goverman brought the topic of committee meetings being virtual or in-person to the committee to discuss. The Committee decided to determine on a meeting-by-meeting basis at this time.
- iv. Overview of Meeting Purpose
  - i. Mr. Goverman provided a brief meeting overview.
- v. Approval of the October 4 Governance Committee Meeting Minutes
  - i. Mr. Goverman called for the approval of the Governance Committee October 4, 2022, Meeting minutes.

Motion moved by Mark Ashida and motion seconded by Heidi de Laubenfels. With no objections, the minutes were approved.

### II. Committee Business

- i. Workplan Review & Feedback

Mr. Goverman provided an overview of the 2023 Draft Workplan and led the committee in a collaborative discussion. The Committee highlighted each of the sections for the success of the Governance Workplan: Bylaws, Assessments, Recruitment, Mentoring, and Training. The Assessments discussion was focused on the timing and potential overlap of the multiple assessments for this year.

The Recruitment section brought forward ideas for the process, including alternative forms of recruitment. Mr. Goverman will reach out to Mrs. Kravas and Mrs. Laubenfels as potential co-chairs to lead the recruitment effort. Mr. Ashida and Ms. Robinson agreed to meet outside of the Committee to discuss strategy around Board recruitment.

With Mentoring, there was a discussion on defining expectations, checkpoints, and touchpoints with new members.

The Training section was discussing New Board Member Orientation debrief, Retreat planning, and DEI Training being owed DEI Committee. For the Board Retreat so far, the planning committee includes a partnership between Governance and the Strategic Planning Committee chairs and vice chairs and the Board chair: Irwin Goverman, David Landau, Heidi de Laubenfels, Roshni Naidu, and Andy McGovern.

ii. Bylaws Review

Mr. Goverman and the Committee discussed various potential updates that could be made to the Bylaws, including Leave of Absence Policy, Assistant Treasurer, Officer Responsibility, and Office Tenure and Succession Planning. In conclusion, Mr. Landau and Ms. Wagner will take the lead on the Bylaw Review.

iii. Mentors

Mr. Goverman informed the Committee that engagement is a key focus for the Board this year. With that, Mr. McGovern discussed some ways the Committee and Mentors would be utilized to support Board Engagement.

Here are the following mentoring assignments:

- David Landau & Carmen Cano
- Filiz Efe McKinney & Sharon Nyree Williams
- Mark Ashida & Enrique Cerna
- Wassef Haroun & Jamie Robinson
- David Iyall & Raina Wagner
- Irwin Goverman & David Chan

iv. Engagement

The Committee discussed possible opportunities for social events. There was a consensus on attaching a social component to the end-of-scheduled board meetings and the Annual Retreat. There was also a discussion about hosting a staff event provided by the Board.

**III. Items for the Executive Committee Agenda**

- i. Mr. Goverman wanted to bring the event ideas, mentoring expectations, presenting workplans, and the related timelines for 2023 Governance goals and projects.

**IV. Public Comment**

- i. Mr. Goverman asked if there were any members of the public in attendance virtually or in-person, and there were none; therefore, no public comments were made.

**V. Executive Session**

- i. Mr. Goverman did not call for an Executive Session.

**VI. Adjournment**

- i. With no remaining business, Mr. Goverman adjourned the meeting at 4:30 PM.