



KUOW, Governance Committee: October 4, 2022 Meeting

Zoom/ UW Tower Wallingford Room: 4333 Brooklyn Ave NE, Seattle WA 98105

Oct 4, 2022, at 3:00 PM PDT to Oct 4, 2022, at 4:30 PM PDT

Agenda

I. Welcome and Call to Order

- A. Invitation to Disclose Possible Conflicts of Interests**
- B. Overview of Meeting Purpose**
- C. Invitation for Additional Topics**
- D. Approval Governance Committee Meeting Minutes**
 - 1. August 30th Governance Meeting Minutes**
 - 2. September 15th Governance Meeting Minutes**

II. Action Items

- A. Approval of 2023 Board of Directors, Officers, and Committee Members**
 - 1. Resolution to Re-Elect Community Board Directors**
 - 2. Resolution to Elect 2022 Board Officers**
 - 3. Approval of 2023 Committee Members**

III. Recruitment Update

- A. Community At Large Self Nominations**
- B. Engagement of Prospective Nominees for 2023**
- C. Recruitment Process and Timeline Review**

IV. CEO 2023 Goals

V. Orientation and Onboarding Update

- A. Drafted Board Manual & Orientation Agenda**
- B. Onboarding Activities and Events**
 - 1. Governance BoardSource Training**
 - 2. Mentors and Mentees**

VI. Additional Topics

- A. Bylaws Amendment**
- B. Current Affairs: Seattle Pacific University**
- C. Current & New Committee Chair Meetings**

VII. Items for Executive Committee Agenda

VIII. Upcoming Meetings

- A. Exec Committee Meeting: Thursday, Nov 3rd**
- B. Annual BOD Meeting: Thursday, Nov 17th**

IX. Public Comment

X. Executive Session

XI. Adjournment



APPROVED KUOW, Governance Committee:

October 4, 2022 Meeting Minutes

KUOW – Zoom & In-Person | Oct 4, 2022, at 3:00 PM PDT

In-Person Location: UW Tower Wallingford Room: 4333 Brooklyn Ave NE, Seattle WA 98105

Virtual Location: Zoom

Attendance

Members Present (Remote): Mark Ashida, Irwin Gorman, Sharon Kioko, David Landau, Heidi de Laubenfels

Members Absent: Jessie Harris, Connie Kravas, Filiz Efe McKinney, Ian Warner

Staff Present (Remote): Shawnteasha Crow, Caryn Mathes, Fieta Robinson, Kerry Swanson

Staff Present (In-Person): Ryleigh Brimhall

I. Welcome and Call to Order

- i. Mr. Landau called the meeting to order at 3:04 PM.
- ii. Invitation to Disclose Possible Conflicts of Interests
 - i. There were no conflicts of interest expressed.
- iii. Overview of Meeting Purpose
 - i. Mr. Landau provided a brief meeting overview.
- iv. Approval Governance Committee Meeting Minutes
 - i. **Motion:** Mr. Landau called for the approval of the Governance Committee Meeting minutes of August 30, 2022 & September 15, 2022 .
 - ii. Motion moved by Irwin Gorman and motion seconded by Heidi de Laubenfels. With no objections, the minutes were approved.

II. Approval of 2023 Board of Directors, Officers, and Committee Structure

- i. Mr. Landau led the Committee in a discussion of the 2023 Board Officers and Committee Structure. As a result of the discussion, the Committee will continue to focus and discuss utilizing new Board members while balancing the workload and commitments of current members.
 - i. **Motion:** Mr. Landau called for a motion to approve the current 2023 Committee Slate including Board Officers, subject to members agreeing to these roles.
 - ii. Motion moved by Irwin Gorman and motion seconded by Sharon Kioko. With no objections, the conditional slate will move to the Executive Committee for approval.

III. Recruitment Update

- i. The Committee briefly began discussion on engaging with the Community at Large and individuals with expressed interest in board service for future Board Nominations and/or assigned committee work.

IV. CEO 2023 Goals

- i. Ms. Mathes presented her 2023 CEO Goals, with areas of focus including but not limited to: financial solvency, Strategic Impact Framework implementation, C-Suite hiring, and maintaining KUOW's national leadership.

V. Orientation and Onboarding Update

- i. Mrs. Crow updated provided a highlevel overview of the 2022 New Board Orientation, a brief update on the 2022-2023 Board Manual, and took questions from the committee.

VI. Public Comment

- i. There were no members of the public in attendance and no public comments were made.

VII. Executive Session

- i. There was no executive session called.

VIII. Adjournment

- i. With no remaining business, Mr. Landau adjourned the meeting at 4:42 PM.