



KUOW, PSPR Board: September 22, 2022 Meeting Agenda

KUOW

Sep 22, 2022 at 4:30 PM PDT to Sep 22, 2022 at 6:30 PM PDT

- I. Welcome and Call to Order** **4:30 PM**
 - A. Land Acknowledgment**
 - B. Meeting Objectives**
 - C. Invitation to Disclose Possible Conflicts of Interests**
 - D. Invitation for Additional Agenda Topics**
 - E. Approval of June 23, 2022 Board of Directors Meeting Minutes**
- II. Station Business & Updates** **4:35 PM**
 - A. On-Site Committee and Board Meetings**
 - B. Updated Strategic Impact Framework**
 - C. NPR Network Initiative**
 - D. RET Update**
 - E. FY YTD Financials**
 - 1. Cash Flow Navigation**
 - 2. Dashboard Report**
 - 3. Tonnage Report**
- III. Committee Business & Updates**
 - A. Reach & Resource** **5:05 PM**
 - 1. Meeting Minutes**
 - 2. Committee Update**
 - B. Finance & FISC Committee** **5:15 PM**
 - 1. FIN Committee Update**
 - a. No Meeting Update**
 - b. Station Audit Update**
 - 2. FISC Committee Update**
 - a. Meeting Minutes**
 - b. ESG Allocations Update**
 - c. Bernstein Q2 Report**
 - C. Strategic Planning Committee** **5:25 PM**
 - 1. Meeting Minutes**
 - 2. SPC Committee Update**
 - a. Retreat Debrief**

D. Governance Committee Update	5:35 PM
1. Meeting Minutes	
2. GOV Committee Update	
3. Governance Recruitment Subcommittee Update	
a. Resolution on 2023 Community Directors Nominations	
4. Board Attendance & Engagement	
E. DEI Update	5:55 PM
1. Meeting Minutes	
2. DEI Philosophy	
3. DEI Trainings Update	
IV. Executive Committee Update	6:05 PM
A. No UW Foundation Update	
B. CEO 2023 Goals Update	
V. Other Business/Public Comment	6:10 PM
A. Resolution of Appointment of Authorized Representatives	
VI. Open Session Adjourn	
VII. Executive Session	6:15 PM
<i>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.</i>	
VIII. Executive Session Adjourn	



APPROVED KUOW, PSPR Board:

September 22, 2022 Meeting Minutes

KUOW – Zoom & In-Person | Sept 22, 2022 at 4:30 PM PDT

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

Virtual Location: Zoom

Attendance

Members Present (Remote): Mark Ashida, Irwin Gorman, Jessie Harris, Connie Kravas, David Landau, Heidi de Laubenfels, Liam Lavery, Andy McGovern, Filiz Efe McKinney, Roshni Naidu, Claire O'Donnell, Jon Schorr, and Ian Warner

Members Absent: Michelle Merriweather, Virginia Anderson, Wassef Haroun, Randy Hodgins, David Iyall, Christopher Jay, and Sharon Kioko

Staff Present (Remote): Shawnteasha Crow, Caryn Mathes, Fieta Robinson, Janice McKenna, Kerry Swanson, Matt Albertson, Gina Kilbridge, and Amanda Winterhalter

Staff Present (In-Person): Ryleigh Brimhall

I. Welcome and Call to Order

- i. Vice Chair Irwin Gorman welcomed the Committee members.
- ii. The meeting was called to order at 4:34 PM.
- iii. Mr. Gorman stated UW Land Acknowledgement.
- iv. Mr. Gorman welcomed additional topics to the agenda.
- v. Invitation to Disclose Possible Conflicts of Interests
 - i. Mr. Gorman asked directors to disclose any conflicts of interest. There were none.
- vi. Approval of June 23, 2022 Board of Directors Meeting Minutes
 - i. The draft minutes were not approved at this time and would be presented at the next Board of Director Meeting.

II. Station Business & Updates

- i. On-Site Committee and Board Meetings
 - i. Ms. Mathes discussed the topic of returning to on-site committee and board meetings. It was determined that committee meetings would be decided by the committee chair for in-person/hybrid and virtual meetings. The board meetings would be held in-person/hybrid in the new year.

- ii. Updated Strategic Impact Framework
 - i. Ms. Mathes updated the board on the updated SIF (Strategic Impact Framework). With the SIF expanded and more defined, SIF was being integrated and defined into departmental work plans and individual employee targets.
- iii. NPR Network Initiative
 - i. Mr. Swanson highlighted some of the changes made to welcome the NPR Network, including updated branding to KUOW's podcasts, the dropping of the "Initiative" in "NPR Network Initiative" to solely the NPR Network, and inclusion of national spots in KUOW's podcasts.
- iv. FY YTD Financials
 - i. Ms. Mathes briefly highlighted the YTD Financials in relation to the SIF.

III. Committee Business & Updates

- i. Reach & Resource (Presenters: Claire O'Donnell)
 - i. Ms. O'Donnell also highlighted Mr. Swanson's NPR Network presentation for the R&R committee. She updated the Board on the 2023 Engagement Form and reminded the Board of the upcoming Pledge Drive.
- ii. Finance & FISC Committee
 - i. FIN Committee Update
 - a. Mr. Lavery mentioned the upcoming station audit, as there was no Finance Committee meeting this quarter.
 - ii. FISC Committee Update
 - a. Mr. Ashida presented the changes in ESG Allocations to 60% of KUOW's short and long-term stocks and bonds.
- iii. Strategic Planning Committee
 - i. Mr. McGovern mentioned the SIF and NPR Network presentations to SPC. Mr. McGovern also presented the Board Retreat's action items and debrief. He invited the Board to the upcoming SPC meeting to see the staff deep dive.

iv. Governance Committee Update

- i. Mr. Landau discussed the draft of the 2023 Committee and Board Structure, Board Recruitment update, and Board Attendance.

ii. Motion:

- a. Mr. Goverman called to approve resolution to elect six new Board Members to the KUOW PSPR. Motion moved by Heidi de Laubenfels and motion seconded by Mark Ashida. With minor corrections, the motion was carried.

v. DEI Update

- i. Mr. Warner presented the DEI Philosophy Statement and DEI Training sessions.

IV. Executive Committee Update

- i. Mr. Goverman mentioned that there was no UW Foundation Update and the process of CEO 2023 Goals through the committees.

V. Other Business

- i. Resolution of Appointment of Authorized Representatives
 - i. Ms. McKenna presented a resolution that would allow herself and Caryn Mathes, as backup, to access charitable gift funds.
- ii. **Motion:**
 - a. Mr. Goverman asked for a motion to approve the resolution to appoint authorized representatives of KUOW/PSPR Charitable Gift. Motion moved by Liam Lavery and motion seconded by Jon Schorr. With no objections, The motion was carried.

VI. Public Comment

- i. There were no public comments made at the meeting.

VII. Open Session Adjourn

- i. Mr. Goverman adjourned the public session of the Executive Committee meeting at 6:15 pm. There was no Executive Session called.