

Personnel/Governance Committee August 10, 2020, 6:13pm
Attending: Ruba, Shaheed, Zale, Emma

June Minutes:
approved

Agenda:

1. Contentious issues regarding the annual meeting?
 - a. We need candidates.... Zale will confirm with Theresa Mitchell (nominating committee) about making a call. "Now is a critical time. KBOO needs people to support the station now, with all of the changes in our world." She will also call Celeste and Jenna to see what they can do.
 - b. Shaheed said he remembers seeing a couple applications... what about them? Zale will talk to Theresa about this as well!
 - c. Zale will contact Theresa and staff about getting something on the website about candidates.
 - d. Zale will also look through her email contacts and see if there's someone who would like to run.
2. Discuss bylaws
 - a. revision already passed by this committee needs to get to the board soon:
 - i. **ARTICLE VI: BOARD OF DIRECTORS**
Section 14. Compensation. [Current text: *Board members shall not receive any salaries for their services. No person shall serve as a staff and Board member at the same time,*] [NEW TEXT: regardless of whether the person is paid or unpaid in the staff position, except with unanimous approval of all currently seated Board members].
 - b. another revision, re: electronic voting
 - i. **ARTICLE VI: BOARD OF DIRECTORS**
CURRENT:
Section 5. Election. At each annual election, the members of the corporation shall by ballot elect one-third of the members of the board, the nominees receiving the most votes being elected. Candidates may run for election by submitting a statement of interest to be received by the Nominating Committee, or its designee, at least nine calendar weeks prior to the election. The board of directors shall be responsible for ensuring that an adequate number of candidates representative of the diversity of the corporation's members are nominated. The election shall be conducted by mail and at the annual meeting. The election shall be concluded at the annual meeting by a count of ballots returned by mail and ballots cast at the annual meeting. The results of the election shall be announced by the president, or the president's designee, at the annual meeting.

PROPOSED REVISION TO ALLOW ELECTRONIC VOTING (revised text in bold):

Section 5. Election. [*This part remains unchanged:* At each annual

election, the members of the corporation shall by ballot elect one-third of the members of the board, the nominees receiving the most votes being elected. Candidates may run for election by submitting a statement of interest to be received by the Nominating Committee, or its designee, at least nine calendar weeks prior to the election. The board of directors shall be responsible for ensuring that an adequate number of candidates representative of the diversity of the corporation's members are nominated.] [REVISED TEXT: **The election shall be accomplished by mail through a paper ballot or, if the member consents, by electronic ballot, or both, as authorized by the Board. A member who agrees to vote by electronic means in an election is not bound to vote by electronic means in a future election. The election shall be concluded at the annual meeting by a count of paper ballots returned by mail, electronic ballots returned one week before the annual meeting, and paper ballots cast at the annual meeting. The nominees receiving the most votes will be elected.** *[The rest remains unchanged:* The results of the election shall be announced by the president, or the president's designee, at the annual meeting].

Unanimously approved by the committee; to go to the board for their approval, to appear on the September 2021 ballot.

- c. Zale will send a reminder to Ruba about these two proposed bylaw revisions, so they can be on the board's agenda for the August meeting.

Meeting Adjourned 7:35pm