

Personnel/Governance Comm June 2021 Minutes

Attendance: Zale, Emma, Eugene, Jenna, Tim (members), board member Brian Setzler (believes he signed up, but this his first meeting)

Excused: Ruba

ACTION ITEMS:

- Gene will send Zale proposed revised bylaw language regarding annual meeting notice on website vs. Program Guide.
- Emma will introduce the rationale for bylaw revisions--proposed language to appear on the ballot--at the June board meeting, and ask for approval.
- Gene will ask the Finance Committee to review the revision to Policy 51 that the committee wrote tonight, and he will review FinComm minutes to answer the question of defining emergencies in Policy 39.
- Jenna will send the committee a revised vaccination policy that doesn't include language about the flu.
- Zale will send questions/remarks to Azia regarding Policies 22 & 34.
- Zale will revise the committee's work plan.

1. Check-in/meeting guidelines/agenda approval

- Brian: Our system is unwieldy. Not sure it serves us well. Let's reflect on that, and consider other ways we might do it. For example: the way the board makes decisions, the way we elect the board, whether the time requirement of the board is realistic, does the board need to revisit things as often as they do. Joined the Governance Committee to try to solve some of these things. It's difficult to get your mind around everything that's going on. Sometimes we don't take the power to change things.
- Zale will add this to our work plan.
- Gene: These are fundamental issues. If we start talking about this stuff in August and September, it can be handed over to the new board.
- Agenda approved.

2. Approve May minutes (linked [here](#)).

- Approved.

3. Report back from the May board meeting

- The bylaw revision clarifying the powers of the President passed the board, and will appear on the ballot in September.

4. Approve rationale for the three bylaw revisions passed by the board, to appear on the September ballot (linked [here](#)).

- Jenna moves and Gene seconds that this wording is appropriate for inclusion on the ballot.
- No objections.
- Emma wonders if this can just go to the nominating committee, and doesn't need to go to the board; Zale says she worries about board members not agreeing
- Emma will introduce this at the June Board meeting and ask for a vote.
- Tim asks if volunteers are members, because PAC has had trouble recruiting members and will bring this up at the next PAC meeting; Zale and Jenna say yes, with 25 hours' service.
- Gene asks, is that in the vol contract? Policy 70 (last revised in 2015) says you don't have to be a member in order to volunteer.

5. Discuss [KBOO Vaccination Policy](#) and any updates to the draft Employee Guide.

- This is a template from NFCB.
- Gene: we don't have a HR department; Jenna will update to say management, instead
- Emma: do we need to run this by a lawyer? Does it follow state guidelines, re: COVID policy at the workplace. Want to be sure we minimize concerns re: lawsuits.
- Jenna: not run by a lawyer, since this is pretty standard from what we've been seeing from other organizations; understand the concern, and if you think this policy does warrant a legal review....
- Emma: I'm really cautious, so yes, and it needs to be an appropriate lawyer, I trust management, but when it comes to diseases that can be spread by breathing... but if it's from NFCB, then I trust it.
- Jenna: My concern is a policy regarding volunteers--what can we put in place regarding volunteers? More comfortable about not seeking legal counsel for this policy, as this is only regarding employees. We're requiring volunteers who enter the station to be vaccinated, but things are shifting and we don't know how they will end up.
- Emma: Do we have a way of maintaining security? Will someone be checking verification cards?
- Jenna: Anyone allowed into the building right now has to send us a picture of their vax card.
- Emma: Is there a chance that someone will say this is denying rights, or is there a possibility of a denial of service objection?
- Jenna: No. You have to offer reasonable accommodations for employees, and there's a form that she didn't have time to get to us before this meeting that addresses that. Regarding volunteers, it is a concern, if a policy like this will be discriminating. It's allowed as requirement for employment.
- Jenna: being a KBOO member doesn't automatically mean you get to come down to the station.
- Emma: Is there a method to ensure programmers don't allow unvaccinated guests? Concerned that BOD will get sued if there's COVID exposure.
- Jenna: The only programmers allowed to be in the building right now have been given permission, and only when accompanied by staff.
- Emma: I'm of two minds. Once the gov says we can all move around freely, why can't we let the volunteers in?
- Jenna: Things have changed in the building and in the studios, and all volunteers will need new training before they come back, and since we can't train in large groups right now, it will be a slow re-entry process.
- Gene: KBOO, as an employer, is obligated to provide a safe workplace. If there were no policy, then an employee could file an OSHA complaint that they're not safe.
- Zale: it references the flu... are we planning to require other vaccinations, like the flu shot?
- Jenna: no; this is specifically re: COVID vax; let me get you a revised document.
- Gene: maybe "such as COVID-19" is the language we want

6. Review policy revisions from Program Advisory Committee (linked [here](#))

- Specifically: What does the committee think about the revised process in Policy 22 for when a program violates the On-Air Contract?
 - Gene: Policy seems like this is a relic, from before there was an On-Air Contract. Seems to remember that there was a specific program and programmer who made changes to their program and for whom this policy was written so the Program Director could take action like what is described here.
 - Celeste would likely know about the history behind this policy.
 - Zale's concerned that FCC indecency violations would be handled this way, given the language in the policy, and isn't there a different process for that?
 - Jenna: if there's an FCC indecency, there's an entire process that's more immediate and doesn't get reviewed (2 years' probation)

- Jenna: there are minor/major/extreme violations listed in the On-Air Contract; remedies are spelled out. There's a multi-step process for minor/major violations.
- Tim: Maybe this policy needs to be more specific about what sorts of violations would be covered.
- Zale: will get these concerns to Azia.
- Do we need policy #34 (Obscenity and Indecency)?
 - Zale: it seems to me there should be an official KBOO policy regarding this.
 - Gene: this gives the PD the responsibility to enact the On-Air Contract
 - Send back to PAC... is this redundant? Is there really a need for this policy?

7. Finance Committee Policies:

- Check-signing (No. 51)
 - This committee wrote a proposed revision regarding limits on checks written:
 - “2. Spending on items over \$1,000 must be approved by the Board of Directors.” to be replaced by:
 - “2. Signing checks for amounts over the spending limits set by Policy 39 (Spending Authority Outside Budget) must be approved by the Board of Directors.”
 - Gene will send this revision to FinComm for their approval.
- [Spending outside the budget](#) (current version)
 - [W 39 Spending Authority Outside Budget working version.docx](#) (revised version)
 - The committee did have a chance to review this policy. For next month, Gene will review FinComm minutes to determine what was decided re: defining emergencies.

Emma and Brian have left the meeting, and Ruba was unable to make it--thus there are no board members here now--so maybe we should table the rest of the agenda until next month.

Later this month Zale will send out a revised work plan, based on tonight's progress and additional items brought up by Brian.

Tabled: Review policy revisions from Finance Committee.

- [Spending outside the budget](#) (current version)
 - [W 39 Spending Authority Outside Budget working version.docx](#) (per #7 above)
- [Budget Process](#) (current policy) [revised policy](#)
- [New policy](#) about use of the KBOO credit card.
- [New policy](#) about online bill paying.

Tabled: New Policy to write: Conflict of Interest Policy for the board.

Tabled: EEO/Affirmative Action Plan (Policy #13).

- Zale says [this is a very old policy](#); some of it is even illegal today.
- Jenna has started making notes on this [draft revision from 2015](#)
- Gene says we need to consult with the People of Color Caucus on this policy.