

## Governance and Policy Committee March 23, 2023, DRAFT minutes

### MEETING NOTES

#### Link to agenda:

[https://docs.google.com/document/d/14dXu6TyGyDRvSOfyICCDcYSh\\_c45dM1BmnOQwdchoXg/edit](https://docs.google.com/document/d/14dXu6TyGyDRvSOfyICCDcYSh_c45dM1BmnOQwdchoXg/edit)

**Attendees:** Zale, Nathaniel, Tim (Diablo), Emma, Janet (Tim left at 6:43, before item 4 on this agenda). Nathaniel is out of town for the next meeting, April 18.

**HOMEWORK:** READ GOVERNANCE AND POLICY COMMITTEE FY22 WORK PLAN. COME PREPARED TO DISCUSS IT IN THE MEETING IN APRIL. NATHANIEL CAN MAKE COMMENTS IN THE DOC FOR US TO SEE. Find the link in #5, below.

#### 1. Check-in/meeting guidelines/agenda approval

Agenda was unanimously approved.

#### 2. Review [February Workgroup notes](#)

Notes were approved unanimously.


Approve [December Committee minutes](#)

Notes approved: Janet, Zale, Tim, Nathaniel. Abstain: Emma (she was not present for the meeting). Can minutes be put on the web if not yet approved? If posted as “draft,” possibly. Zale will put the draft up immediately as a “draft.” It’s too long until the next meeting to approve minutes - meetings are quarterly. CPB funding is also tied to this documentation.

#### 3. Officially approve [Committee Membership](#) policy

- Informally approved at December meeting that lacked a board member.
- In December, those of us in attendance (minus Emma) discussed “scheduled monthly workgroup or committee” meetings. For quarterly meetings like ours, a person might attend in three quarters and begin being a committee member in the fourth quarter. We edited the policy so that it now says, ~~monthly~~ workgroup or committee meeting. Approved unanimously.

#### 4. Policies for revision:

- Finance policies
  -  Purchasing Policy - Reviewed by FC 1/20/2023
    - The part that needs to be added is about bids - we worked on it for quite a while.
    - We had the most difficulty writing the part about how long things should take. Zale remembered that Joyce suggested three days, but we weren’t sure when the “clock” would start. See screenshots of new suggested text below.

## Bids

Before entering into any purchases of \$10,000 or more, or contracts with a Total Contract Value of \$10,000 or more, the Station Manager must receive bids from three different vendors. The finance committee and executive committee shall review the bids and send their recommendations to the board, who shall make the final decision. However, if this is an emergency, the executive committee may make the final decision. After all bids have been received, no purchase shall be made for two weeks.



**Zale Chadwick**  
7:47 PM Today

I remember someone (Joyce?) saying there must be a time limit before a purchase is made. I don't remember why... or what time limit was mentioned.

Zale will look at Dan Shramek's revisions to this policy and make a note of them in the policy. We'll probably see this policy again before it goes to the board for approval.

Emma mentioned that she thinks it's important to be able to make emergency decisions. Example: when the water main broke.

- **W 39 Spending Authority Outside Budget working version.docx**
  - Revisions and additions were added by the finance committee.
  - This committee approves these revisions from the finance committee.
  - On #5, "finance department" is the bookkeeper, Danielle. Emma said in chat, "finance coordinator." Basically, the meaning is the same.
  - Approved unanimously (minus Tim). We still have a quorum.
- **W II.D.5 Check Signing and Limit (formerly #51) working version.docx**
  - Discussion about checks vs using a credit card for paying bills for KBOO. Emma says the credit card usage policy is being developed by staff. It hasn't gone to the board yet.
  - Currently, KBOO has three check-signers. We discussed language saying "board treasurer and bookkeeper" shall NOT be authorized check-signers. The bylaws state that the treasurer is a check-signer, so we can't add that to this policy. Emma suggested that the policy could say that the bookkeeper shall not be a check-signer. Danielle (bookkeeper) and Joyce (treasurer) will check with the auditors. The four check-signers are Althea, Chris, Ona, and Emma - and three checking accounts.

- The process is that the bookkeeper makes out checks, attach to bills, and then when an authorized signer comes into the office, they can sign the checks.
  - Unanimously approved by all except Tim (he's not active in the Zoom meeting).
  - This policy will go back to the finance committee for review.
  - [KBOO holidays](#) (we didn't review this during this meeting.)
    - Staff didn't like December 25.
    - What does it mean when "KBOO offices are closed"?
    - Maybe we don't need this policy anymore.
  - [Ticket Giveaways](#) (we didn't review this during this meeting.)
5. Revisit [2022 work plan](#) and update for 2023. (we didn't review this during this meeting.)

**Note:** Zale would like to have our next meeting in April be in-person, also hybrid.