

**Minutes of the meeting of the  
WJFF Radio Catskill Nominating and Governance Committee  
August 15, 2019 at 6:00pm**

Approved 9/23/2019

Cornell Cooperative Extension, 64 Ferndale Loomis Road, Ferndale NY 12754

**Trustees Present:** Tim Bruno, Steve Davis, Kathy Geary, Clay Smith

**Trustees Absent:** Sara Stuart, Caitlin Wilson

**Staff Present:** none

**Members of the public present who identified themselves:**

Midge Maroni

A quorum being present, Steve Davis called the meeting to order at 6:07 pm.

The previous 2018 - 2019 Nom & Gov committee needs to approve the minutes from their final meeting since only two people remain on the committee. We will contact them at the next Nom & gov meeting on Sept 16.

**Motion:** To elect Clay Smith as Secretary of the Nominating and Governance Committee

(Kathy Geary / Steve Davis).

In favor: Tim Bruno, Steve Davis, Kathy Geary, Clay Smith

Opposed: None

Abstaining: None

**Old Business**

1. Annual Nomination & Governance Assessment of Board of Trustees
  - a. Assessment presented by Steve Davis, with editing suggestions from the Committee
  - b. Tim Bruno agreed to finalize the edits, and bring the revised version to the next Committee meeting for approval
2. New Policies on harassment, social media and correspondence were submitted for legal review by General Manager Dan Rigney. Results of the review will be reviewed by members when they are complete and available.

**Public Comments**

See attachment for comments were offered by Midge Maroni.

**New Business**

1. Public comments made at June 2019 BOT meeting...

- a. Kit's comment regarding volunteer elections.
  - i. It was agreed that a clear detailed way to hold volunteer elections is necessary, and that there are numerous questions around how these elections are required to be run. The first step in addressing this issue will be to review Kit's summary of organizational policies. This discussion will be postponed until her summary is complete.
- b. Sonja's comment regarding live streaming and audio archiving of BOT meetings.

**Motion:** To recommend that the board implement, when possible, live streaming of all BOT meetings, to be handled by a member of the BOT on a voluntary basis. When an agenda for a meeting is published 48 hours before the meeting, the live streaming link is included.

(Kathy Geary / Steve Banks)

In favor: Tim Bruno, Steve Davis, Kathy Geary, Clay Smith

Opposed: None

Abstaining: None

**Motion:** To recommend that the board consider and decide upon archiving audio and video recordings of board meetings and making them available to the public.

(Steve Davis / Clay Smith)

In favor: Steve Davis, Kathy Geary, Clay Smith

Opposed: Tim Bruno

Abstaining: None

- c. Jason Dole's letter to the board presented by Cat Wilson.
  - i. Steve Davis did not bring Jason Dole's letter to the meeting, so discussion was postponed to the next meeting.

2. Election Policy - See above under New Business 1.a.i.

3. Staff Reports on the BOT

**Motion:** To recommend to the board that the General Manager make, as part of his report to the board, a statement on the status of volunteers including the number of new volunteers and the number of departed volunteers during the last time period.

(Steve Davis / Kathy Geary)

In favor: Steve Davis, Kathy Geary, Clay Smith

Opposed: None

Abstaining: Tim Bruno, on the basis that the proposal is not coming from the right committee

4. Orientation

- a. The Board Orientation is scheduled for August 23.
- b. The group agreed that an additional orientation should be planned with presentations from CPB, NCON, NFCB.

5. Whistleblower Policy

- a. The Whistleblower Policy has been sent to legal counsel for review.

**Public Comment:**

**Next Steps:**

Discussion initiated by Tim on the next steps on policies and by-laws:

- a. The next steps are for Kit to submit her summary of policies and the committee to review them and ensure there is a clear election policy, including details on the allocation of staggered terms and assignment off committee chairs.
- b. Kathy will investigate whether the Program Committee is nominated by the board or appointed in some other way.

Annual Work Plan:

- a. The Committee also agreed to develop an Annual Work Plan to outline its main goals and tasks for the year. Tim will send some topics to Steve to get this started.

Next Meeting:

- a. The next Nominating and Governance Committee will be held the evening of Monday, September 16.

**Motion to adjourn.** (Geary/Bruno) All in favor. (8:00pm)

Submitted by Clay Smith, Secretary