

Minutes: Personnel/Governance Committee, December 12, 2019

Attending: Zale, Ruba, & Emma (by phone)

(approved motions or action items in **bold**)

1. **Agenda approved**

2. November minutes:

Discussion on whether they should be more inclusive:

Ruba: If comments are made, or if something holds up the agenda, it would be good to include that. We could record the meeting, and leave the minutes brief

Zale: How about I make an example of more inclusive minutes?

Ruba: We can record the meeting, & Arthur, Jenka, or someone can help us create the file & upload it. Adds to transparency. This could be made into a policy for all committees. Details about committee practices should be made into a policy for all to follow. Having the minutes available to all is very important to me. Transparency needs to be required of all, i.e., not just the board.

Zale: Can we add the following to the Nov. minutes? Emma is appointed secretary. Whenever possible, the secretary will take the minutes at the meeting. Once approved, the chair will upload them to the website.

Minutes approved with above-mentioned revisions plus others as shown on the finished document.

Emma: What are the most important things we need to do?

Aside--Agenda revisions, now and for the future:

Emma: What are the most important things we need to do tonight?

Zale: Employee manual and bylaw revisions

Ruba: At future meetings, after check-in and minutes approval, we need to dive in to the these two things & split the time between them.

3. **Board-approved bylaw revision that requires a rationale:**

By February, Zale & Ruba will write a rationale for the bylaw revision adding text and email notifications that has already been approved by the board. In January, we'll make a plan to do this.

4. **Employee Manual:**

By January, Zale & Emma will read through both the inhouse draft and NAO template and come prepared with comments. Ruba will commit to start reading the documents.

5. Tabled: Bylaw revision regarding electronic voting (reminder to put this together)

6. Tabled: Bylaw- and policy-revision requests we don't want to forget:

--Please note: these requests are in the words of the requesters--not Zale

a. bylaw revision requests from staff, board, volunteers:

i. No board member shall be paid or unpaid. No board member will be involved in the day to day operations.

ii. reduce power of board president

b. policy revision requests from staff, board, volunteers:

i. updated hiring policy regarding station manager hiring committees, to include 1 staff member to give guidance during the process. And 1 community member to be present. Same poc and women composition as staff hiring.

ii. Spending outside the budget policy to 2k (or 3k tops) for both emergency and non-emergency spending. Define emergencies.

- iii. HR companies will be used for general questions with no more than \$200 being spent a month. Managers shall consult kboo's union for hr issues.
- iv. Managers must have majority vote of board members to hire outside lawyers and HR reps. A new vendor cannot be hired without a process. We need to create a process. I would also like to add that managers must consult our insurance reps and volunteer pool before paying for outside consultants.
- v. No manager will ever fire an employee unless they have majority vote of all board members.
- vi. Update conflict resolution policy regarding discrimination/harassment/intimidation complaints against staff. Consider including parameters for determining validity of complaint. Some input: clarity on the timeline of the investigation (ie. 5 business days for notification, max 2 weeks for investigation, findings meeting etc) - and also there should be transparency on HOW the investigation will be carried out (ie. by following the steps of: interview of complainant, informing alleged perpetrator of the nature of the complaint, interview of witnesses, interview of alleged perpetrator, criteria for assessing credibility of complaint, independent review of final report, AND a clear timeline for each of these steps!). Here are clear guidelines on how to carry out an investigation: <https://www.shrm.org/hr-today/news/hr-magazine/Pages/1214-workplace-investigations.aspx>
- vii. Board member contract stating they will not spend money without following policy.
- viii. EEO policy
- ix. Whistleblower
- x. board member contract describing responsibilities
- xi. staff-board communications