

To: KSER Members and Volunteers  
From: KSER Foundation Board of Directors  
Date December 11, 2008



Topic: Procedural correction regarding the 2008 KSER Board Elections

A question has been raised to the Executive Committee of the Board of Directors regarding our 2008 annual meeting and election. Our By-Laws state the following:

*Nominations as presented by the Board Development Committee will be submitted to the Board of Directors 60 days prior to the Annual Meeting. Upon approval by the Board of Directors, ballots will be mailed to all current members 30 days prior to the Annual meeting. All votes received at the Annual Meeting shall be counted and results will be announced at the Annual Meeting. Nominations "from the floor" at the Annual Meeting are not allowed. Candidates receiving the most votes shall be elected to the board corresponding to the number of open seats. There shall be no proxy voting.*

While the Board Development Committee did submit nominations to the board and record these nominations in the minutes, we did not send ballots out to the full membership. This was an oversight on the part of the Board of Directors. Here is the process we followed:

- May 13 Board meeting: Two board members were nominated for continuing 3-year terms. These two members were Karen Crowley and David Lenci. Jim Gillan chose to begin doing on-air work rather than stand for a second board term. **All other board members continued existing terms – no nomination was needed.**
- June 3: Notice sent out regarding annual meeting, using the KSER ListServe, and mentioned on air.
- June 10 Board Meeting: Karen Crowley and David Lenci were each elected to serve another term.
- All steps were recorded in the board minutes.

**We are now faced with a valid question regarding our processes. It would cost the station over \$400 to send out ballots to ratify this election regarding the two directors. We are proposing the following solution:**

- 1. Schedule time at both the January and February board meetings for public comment on this issue.**
- 2. Use the ListServe and website to notify volunteers and members that this subject will be discussed.**
- 3. Take comment in person and via the ListServe. Based on the comments received, the board will vote to ratify the June 10, 2008 action at the Board of Directors meeting February 10, 2009.**
- 4. Convene a By-Laws Review Committee to clarify the process and any needed changes going forward.**

The Executive Committee feels this is a reasonable response to a valid question. Please let us know your thoughts about this process.

1. Write to [board@kser](mailto:board@kser).
2. Leave a note in the KSER Foundation Board mailbox at the station.
3. Contact the chair of the Board Development Committee, Kari King: [kari@kser.org](mailto:kari@kser.org)
4. Attend the board meeting on January 13, 2009 or February 10, 2009 and make comment.

Thank you.