

**WMHT Educational Telecommunications  
WMHT Board of Trustees Meeting Minutes  
May 11, 2023**

A Meeting of the WMHT Board of Trustees was held on May 11, 2023 via an in-person and zoom (hybrid) conference call. Shelby Schneider, Chair of the Board of Trustees, presided.

***Present***

Shelby Schneider	Martin Mbugua
Anthony V. Hayes	Gina Mintzer
Don Applyrs	Barbara Nelson
Bridget Ball Shaw	Karen Opalka
Ian Berry	Mary Ellen Piche
Karen Carpenter-Palumbo	Del Salmon
Angela Dixon	Tobi Saulnier
Tammis Groft	Danika Vittorio
Kathy Jimino	Gwen Wright
Susan Kress	Teresa Zielinski

***Excused***

Doris Fischer Malesardi	Khadijah Peek
Susan Novotny	Mary Simoni

***Also Attending***

WMHT Staff: Sandra Beer, Val Belden, Virginia Claus, George Hauenstein, Will Pedigo, Julie Raskin and Chris Wienk.

***Call to Order***

Ms. Schneider called the meeting to order at 4:01 PM

***Consent Agenda  
Items***

On a motion by Ms. Piche, seconded by Ms. Wright the consent agenda of minutes and notes listed below was unanimously approved by the Board of Trustees.

**Minutes and Notes**

- March 16, 2023 Board Meeting
- March 16, 2023 Onboarding Committee Meeting
- April 13, 2023 Onboarding Committee Meeting
- April 20, 2023 Investment Committee Meeting
- April 20, 2023 Governance Committee Meeting
- May 3, 2023 Development Committee Meeting
- May 10, 2023 Finance Committee Meeting

**President's Report**

Mr. Hayes noted that Ms. Schneider was recognized recently for her work during Women's History Month. Mr. Salmon and his wife were honored for their humanitarian efforts. He shared that Yvette Mitchell and Dave Delaney were recognized as Employee of the Month in March and April respectively. Last week

Mr. Hayes passed the 100 day mark. His priorities are the organizational culture including a commitment to DEI, financial stability, the listening tour, the new VP of Marketing and Communications position, marketing and outreach, community engagement and multi-platform content delivery.

Mr. Hayes has almost completed all but one individual meetings with members of the board, has met with Edison Society donors, recently accepted a check from the Eagles community group, have received more than \$108,000 in bequests, made countless connections in the community, attended numerous Capital Region events, attended the national APTS Summit, invited to join the PBS Development Advisory Committee, had a speaking engagement at Beverwyck resulting in some other speaking opportunities, visited the Tang Museum, remains committed to providing our loyal audiences with quality content, and is looking at strategic partnerships. Coming soon is a partnership with Proctors Theatre the week of May 23, for discount tickets and a WMHT night of the performance "*Ain't To Proud.*" We have hosted several Meet the CEO events; 2 in-person and 1 virtual. Anthony visited WCYN last Friday, and will be going to NYC at the end of this month for an APBS meeting. He has implemented monthly employee recognition, is pacing to end this fiscal year on budget, making strategic changes in Development, and working on the FY24 budget.

Mr. Hayes' vision for WMHT is for it to become the destination for the very best in news, entertainment and education services. A local public media organization with national appeal, committed to making a positive difference throughout the Capital Region, while also having a lasting impact.

***Development  
Committee Report***

Ms. Schneider reported that when the Development Committee they noted that their goal is to engage the full board in a culture of philanthropy, and the AAA board framework. Time, treasure and talent or wealth, work and wisdom are other ways we aspire to function as a board. A change is being considered for the committee and department name from Development to Institutional Advancement.

The committee would like to better define the Edison Society and its benefits. The committee also discussed a possible membership event with activities for all ages. The committee discussed strategic ways to deepen our engagement with donors, considering ways to diversify where or who makes an ask.

***Onboarding  
Committee Report***

Mr. Berry noted that Mr. Hayes has mentioned much of what has been happening. The two in studio lunches went very well thanks to efforts by many staff. There are plans for lunches on June 6<sup>th</sup> for arts leaders and July 18<sup>th</sup> for education leaders. Regional visits will be next on the agenda after the lunches. The presentation by Anthony, Chris and Will was exciting and uplifting. Board members are encouraged to attend and help host. The next on-boarding meeting will be at the beginning of June.

***Governance  
Committee***

Ms. Saulnier reported on two items. The committee is looking at the makeup of the board. As a result, the committee will be send out a survey next month. The other item the governance committee discussed was the need for each board member to have a quick “elevator speech” ready to discuss re: WMHT which might be part of the board retreat.

***Community Advisory  
Board (CAB) and  
Learning Services  
Advisory Committee  
(LSAC)***

Mr. Pedigo reported that these advisory groups met earlier this week. At the CAB meeting Dan Clark presented information about New York NOW, including the Digital Transformation Project. The committee offered feedback on that and a proposed survey. The LSAC had a discussion about how to elevate awareness of PBS Learning Media among educators; and the balance of that outreach with creating new content. The next meetings will be the first week of August.

***Content Update***

Mr. Pedigo shared a short sizzle reel that is being shared at the luncheons and features many of WMHT’s current video projects. Steve Janack is helping to get the word out about our new series *Reframing an Empire*. Our *Aging Together in NY* effort is launching on May 15. A Sesame Street virtual event was held earlier this week providing resources for families with young children where someone is struggling with addiction.

TVFilm Producer Catherine Rafferty is headed to Taipei as a documentary from last season was selected for presentation at an international public media conference, INPUT. The filmmaker of *To Wade or Row* will also be present at this prestigious gathering. Season 15 of TVFilm will launch at the end of June. Several community screenings are coming up soon.

Mr. Wienk announced that WMHT-FM has acquired Gateways Music Orchestra program, now airing Sundays at 5pm. That orchestra is an ensemble of musicians of African descent. WEXT is developing an 8 episode feature highlighting LGBTQI musicians and how their identity influences their songwriting. At the 5<sup>th</sup> annual Eddies Award WEXT was named radio station of the year, and Chris Wienk was awarded DJ of the year.

***Employee Experience***

Ms. Belden presented on behalf of the Employee Experience Committee which is focused on meaningful and actionable items. The current fiscal year will close out using the old personnel evaluation system but will start a new system, including quarterly reviews in the new fiscal year. Prior to this year’s evaluation everyone with supervisory responsibilities will get training to provide meaningful and actionable feedback to staff.

The Employee Experience Committee is committed to working collaboratively with Anthony and the Leadership Team to improve the overall work experience for all WMHT employees. We all agree consistent and effective communication would benefit the entire organization.

***Finance Committee &  
Investment Sub-  
Committee Report***

Mr. Salmon shared that WMHT's investment fund is 60 basis points behind the benchmark, gross of fees for the previous quarter. Recession remains a concern. The committee maintains its confidence in Graypoint's management. The station is doing fabulously well, driven by lower expenses from unfilled staff positions and the timing of broadcast and network fees. As of the end of April Net Income before Depreciation is \$827,162 better than budget and \$166,149 better than prior year actuals. Operational Income is \$19,597 worse than budget and \$571,908 better than prior year actuals. Cash is also favorable due to decreased expenses.

On a motion by Ms. Piche, seconded by Ms. Kress the financial reports were unanimously accepted by the Board of Trustees.

Mr. Salmon presented an overview of the first draft for the FY24 budget. It is a balanced budget including the capital expenditures.

The budget is basically flat in light of economic uncertainty. There is slight growth in underwriting with addition of two account executives to be hired and an increase in anticipated vehicle revenues. The last IDA bond payment will be made in December and the funds are already present in a segregated account.

There were several components in creating this budget. The budget does not include a withdrawal from the board designated fund. There is a benchmark to keep salaries and benefits under 50% of direct costs. The three capital items are listed in priority order.

This draft budget is a good start and will be updated with better numbers in the intervening month before coming to the June board meeting for approval.

There was a discussion about rapidly changing technology and station plans for funding necessary upgrades. More than half of the television equipment is end of service and end of life and will need to be replaced in the near future. The station is currently constructively replacing PCs.

***Chair's Report***

Ms. Schneider shared the board priorities are onboarding the new CEO, being outward facing and bringing the community into the station all of which we are doing. Ms. Schneider noted the list the media hits as a result of our public relations outreach. The listening tour plans are moving forward with the goal to start in the summer and continue through the fall. Mr. Hayes first 100 days have

been very busy. Ms. Schneider thanked the trustees for opening up their networks, supporting and introducing Mr. Hayes. This work has accelerated his experience here and that he is, and is perceived, as an effective leader of this strong organization. The next step after the marketing position filled is to accelerate these messages so that WMHT is well known by everyone in our community. Ms. Schneider is grateful for all the staff and board which is doing such great work. Ms. Schneider would like to see a strategic plan dashboard and the staff are working on a board portal so board members can access the information they need. All of this is not an event, rather is a process which is happening.

***Executive Committee*** On a motion by Ms. Saulnier and seconded by Ms. Groft the board unanimously approved moving into Executive Committee at 5:23 pm.

On a motion by Ms. Saulnier and seconded by Ms. Wright the board unanimously approved moving out of Executive Committee at 5:35 pm.

***Meeting Adjourned*** On a motion by Ms. Kress and seconded by Ms. Jimino the board unanimously approved adjourning the meeting at 5:37 pm.