



WMHT Public Media

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**WMHT Educational Telecommunications
WMHT Board of Trustees Meeting Minutes
November 30, 2023**

A Meeting of the WMHT Board of Trustees was held on **November 30, 2023**.
Shelby Schneider, Chair of the Board of Trustees, presided.

Present

Shelby Schneider	Susan Novotny
Anthony Hayes	Karen Opalka
Ian Berry	Del Salmon
Karen Carpenter	Viki Sand
Angela Dixon	Tobi Saulnier
Doris Fischer Malesardi	Mary Simoni
Kathy Jimino	Danika Vittorio
Tammis Groft	Benita Zahn
Susan Kress	Teresa Zielinski
Martin Mbugua	
Barb Nelson	

Excused

Don Applrys	Khadijah Peek
Ball Shaw	Mary Ellen Piche

Also Attending

WMHT Staff: Sandra Beer, Val Belden, Madison Bell, Rob Brown, Virginia Claus, Shantel Destra, Mara Drogan, Nick Hargrave, Paroma Lahiri, Barbara Lukas, Keith Martin, Marie McGowty, Ron McGowty, Cole Mead, Yvette Mitchell, Devan Patenaude, Will Pedigo, Catherine Rafferty, Julie Raskin, Patricia Rivers, Matt Rogowitz, Justin Rockenstyre, Joyce Stah, Tim Stah, Lynn Valentino, Chris Wienk.

Guests:, Ms. Kathleen Bloss, Partner, Bonadio Group, Mr. Mason, Founder/Managing Director, Planetarium

Annual Meeting Call to Order

Ms. Schneider called the annual meeting to order at 4:02 PM

Consent Agenda Items

On a motion by Ms. Jimino, with a second by Ms. Carpenter, the consent agenda of minutes and notes listed below was unanimously approved by the Board of Trustees.

Minutes and Notes

- September 21, 2023 Board Meeting
- September 29, 2023 Executive Committee Meeting

- October 19, 2023 Investment Sub Committee Meeting
- November 6, 2023 Community Advisory Board Meeting
- November 8, 2023 Governance Committee Meeting
- November 10, 2023 Executive Committee Meeting
- November 16, 2023 Finance Committee Meeting
- November 20, 2023 Audit Committee Meeting

Finance Committee Mr. Salmon is proud to have been treasurer of such a financially strong institution. It has become stronger, in part because we budgeted conservatively. The CPB grant is higher than budgeted, membership continues to do well, at 116% of budget and is \$1,255,544. Net income before depreciation is \$269,261 better than budget. The variance is driven by favorable operational expenditures, open budgeted positions accounts for 63% of the savings. The investment committee met and our portfolio as of October 31st is 11,733,986. The committee reaffirmed its confidence in Graypoint's management.

On a motion by Ms. Saulnier, with a second by Ms. Kress, the Trustees accepted the financial report.

Corporate Resolution Ms. Raskin introduced the following Corporate Resolution. On a motion by Ms. Opalka, with a second by Ms. Saulnier, the corporate resolution below was unanimously approved by the Board of Trustees.

CORPORATE RESOLUTION

Resolved that in accordance with Article V of the Bylaws, the Board of Trustees authorize the following individuals, to sign checks, drafts, and other orders for the payment of money out of the funds of the Corporation and to sell, assign, and endorse for transfer certificates representing stock, bonds, or other securities now registered or hereafter registered in the name of the Corporation:

Karen Carpenter, Treasurer
Anthony Hayes, President and Chief Executive Officer
Julie A. Raskin, Vice President and Chief Financial Officer

And that this resolution supersedes any similar authorizations granted by the Board of Trustees prior to this meeting.

Governance Committee Ms. Saulnier introduced Benita Zahn with the Governance Committee's recommendation to appoint her to the WMHT Board of Trustees, for a first three-year term ending in 2026.

Ms. Saulnier introduced the proposed slate of officers for the following year:
Chair – Shelby Schneider
Vice Chair – Del Salmon

Secretary – Gwen Wright
Treasurer – Karen Carpenter

On a motion by Ms. Jimino duly seconded by Ms. Groft, Benita Zahn was approved to serve a first three-year term ending in 2026 and the above individuals were elected as Officers of the WMHT Board of Trustees, each to serve a one-year term ending at the close of 2024.

Bylaws Update

The committee recommends a name change from Development Committee to the Institutional Advancement Committee.

There was an approved motion at the last meeting and in keeping with the rules for changes to the by-laws, this recommendation must also be approved by a majority of trustees at this board meeting.

Development Committee: Existing language in the by-laws

The Development Committee provides strategic guidance for all of WMHT's private fundraising. It supports and monitors the staff development effort and leads Trustee involvement in support of resource development including cultivation, solicitation, and stewardship of potential corporate and individual donors. Both Trustees and 8 non-Trustees are eligible to serve on the Development Committee.

Institutional Advancement Committee: Proposed language in by-laws

The Institutional Advancement Committee provides strategic guidance for all of WMHT's private fundraising. It supports and monitors the staff development effort and leads Trustee involvement in support of resource development including cultivation, solicitation, and stewardship of potential corporate and individual donors. Both Trustees and 8 non-Trustees are eligible to serve on the Institutional Advancement Committee.

On a motion by Ms. Saulnier, seconded by Ms. Wright the proposed change was unanimously accepted by the Board of Trustees.

Onboarding Committee

Mr. Berry reported that the final "Meet the CEO" luncheon was successfully held two days ago. He noted that this is the last report from this committee.

Institutional Advancement Committee

Ms. Fischer Malesardi reported WMHT will be welcoming a new VP of Institutional Advancement in January. We have about 29,700 members; 44% of our members are sustaining members. She thanked everyone for being WMHT Ambassadors and requested that everyone remember the station in their end-of-year philanthropy. Shelby re-affirmed how important it is for 100% of the Board to give to the station.

Audit Committee

Ms. Zielinski said the results of the FY23 audit were very similar to last year's audit and then introduced Ms. Bloss of The Bonodio Group.

FY21 Annual Financial Statement

Ms. Bloss shared that she has been with the firm for 17 years, but this is her first time working with WMHT. The station has been consistent year over year maintaining the strength of the organization. There was a \$1.5 million increase in cash flow from operations, assets increased by over \$1 million, and liabilities continue to be paid down. Tomorrow the IDA bond will be paid off. Investment balances had a nice annual return, recovering from the prior year. There are no problems or issues to report.

On a motion made by Mr. Salmon, and seconded by Ms. Groft, the trustees unanimously accepted the audit.

Listening Tour Update

Ms. Desrosiers is pleased to present the results of the listening tour. She started the presentation and then turned it over to Mr. Mason.

Mr. Mason reported that there was strong participation in the initial 10 focus groups which provided qualitative input that was used to create the quantitative survey. There was also good participation across age, geography, race, and ethnicity in the survey responses which provided enough data for statistically valid results.

This study found that younger people (under 45 years of age) and people of color are more likely to access live TV via a website, to stream radio and to frequently listen to podcasts.

The survey looked at what keeps someone from engaging or engaging more often with WMHT's content.

The results indicated the following reasons for not engaging more by those who do watch and listen, at least some: 1) Programming gets played repeatedly; 2) not enough variety of programming; 4) it isn't relevant to their daily lives; 5) has too much emphasis on fundraising; 6) they don't know how to find public media programming.

In rating perceptions of the station and how likely a person is to recommend the station to others, WMHT gets good rates, with TV being the strongest and New York NOW and AHA in the "good" range. There is strong positive equity among listeners and viewers, so the question is, how to leverage that for more viewers/listeners.

Mr. Mason presented ways to increase use of our content. 1) More quality regional / local content relevant to daily life; 2) More Local music and arts programming; 3) More streaming options; 4) More regional/local news; 5) More variety of programming; 6) More short segments on YouTube (< 15 minutes); 7) More information about when programs are offered.

Mr. Mason presented the top ideas from a crowd-sourced and crowd-validated process. They are as follows:

- TV top ideas: weekly series re: arts, events, restaurants, series on regional attractions, telecast recorded live events that occurred in the Capital Region, home renovation series
- Radio top ideas: local deals at stores and restaurants, local “StoryCorps,” feature coverage of live performances, play more uplifting music
- Events: presence at concerts and live events, and not just in urban centers

***Program and
Production Update***

Mr. Pedigo shared a couple of videos to illustrate an overview of the work WMHT accomplished this year. He noted that WMHT has put more information on Public Learning Media than in any previous year thanks to a contract position funded by the NYS grant. In January, Patricia Rivers, who did that work, will continue in a full-time position.

President’s Report

Mr. Hayes noted that this has been an eventful year – dominated by transition, community engagement, culture conversations and multiplatform content delivery, but also one in which we focused on improved performance, efficiency, and financial stability. He is impressed by how well the WMHT staff adapted to new leadership and a changing environment. Feeling privileged to serve as the CEO, Mr. Hayes first conducted a listening tour among the staff and board, to fully understand the needs, concerns and opportunities identified by those closest to the organization. He reiterated the mission – to use media to enrich our communities with programs and services that advance education, culture, and civic engagement, empower individuals, celebrate our diversity, and reveal what we have in common. He noted our purpose is clear, to serve and to be of service to the residents of the Capital Region and beyond.

The station’s accomplishments in the past year include: extensive opportunities to meet Edison Society members, constituents, stakeholders, executives, community leaders, educators, and parents. A new VP of marketing and communications position was created and filled, important partnerships were formed, a market study was conducted - will support the next part of this Listening Tour. More PBS Learning Media content was created by WMHT than in all years prior. We created content focused on youth mental health, the opioids epidemic and social isolation among older adults and premiered the one-hour documentary Reframing an Empire. Mr. Hayes and Mr. Pedigo are both serving on a national public media boards. These activities and more demonstrate that WMHT is providing local content, resources, and stories to enrich and improve the lives of those within our coverage area and beyond. WMHT is a great organization with a bright future.

Employee Longevity Awards

Mr. Hayes noted highlights of the contributions of the following employees who have reached a significant anniversary working at WMHT.

- Julie Raskin - 30 Years
- Val Belden - 25 Years
- Yvette Mitchell - 25 Years
- Zeke Kubish - 10 Years
- Devan Patenaude - 10 Years
- Matt Rogowicz - 10 Years
- Virginia Claus - 5 Years

Recognition of Departing Board Members

Ms. Schneider noted the departure from the board of Gina Mintzer. Shelby highlighted the tremendous contributions by Kathy Jimino during her many years of service, first from 2006-2011 and most recently from 2019-2023 on WMHT's board, including serving as Chair of the Board and doing so for an extra year due to the covid pandemic. She is kind, gentle and successful in the world of politics, a true public servant and thus a perfect fit for serving on WMHT's board.

Chair's Report

Ms. Schneider noted that this has been a busy and exciting year. The board has introduced Mr. Hayes to the community and is helping move the organization to be ever more outward facing, produce local content and to serve our area. As a vital public service and the station needs to listen to its audience. Ms. Schneider asked trustees to leverage their relationships during the next phase of a listening tour where Mr. Hayes will go out to many places throughout our region which will help inform our new strategic plan.

Adjournment

On a motion by Ms. Carpenter seconded by Mr. Salmon, the Trustees unanimously approved closing the annual meeting.