



WMHT Public Media
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**WMHT Educational Telecommunications
WMHT Board of Trustees Meeting Minutes
November 17, 2022**

A Meeting of the WMHT Board of Trustees was held on **November 17, 2022** via a zoom visual and audio conference call. Kathleen Jimino, Chair of the Board of Trustees, presided.

Present

Kathy Jimino	Karen Opalka
Robert Altman	Mary Ellen Piche
Don Applyrs	Del Salmon
Bridget Ball Shaw	Viki Sand
Ian Berry	Tobi Saulnier
Karen Carpenter-Palumbo	Shelby Schneider
Angela Dixon	Mary Simoni
Tammis Groft	Danika Vittorio
Doris Fischer Malesardi	Gwen Wright
Susan Kress	Teresa Zielinski
Barb Nelson	

Excused

Mona Golub	Annemarie Lanese
Martin Mbugua	Susan Novotny
Lee A. McElroy Jr	Khadijah Peek
Gina Mintzer	Kelly Smith
Steady Moono	

Also Attending

WMHT Staff: Sandra Beer, Val Belden, Xavier Blake, Rob Brown, Dan Clark, Virginia Claus, Mara Drohan, Nick Hargrave, George Hauenstein, Barbara Lukas, Keith Martin, Marie McGowty, Ron McGowty, Cole Mead, Will Pedigo, Catherine Rafferty, Julie Raskin, Keva Roberts, Jennifer Robilotto, Justin Rockenstyre, Danielle Sanzone, Joyce Stah, Tim Stah, Lynn Valentino, Allison Valiquette, Chris Wienk, Dana Wright.

Guest: Kevin Testo, Partner, Bonadio Group

Call to Order

Ms. Jimino called an executive meeting to order at 4:02 PM to discuss confident personnel matters.

On a motion by Mr. Salmon, and seconded by Mr. Applyrs and with unanimous meeting was concluded at 4:12pm. No action was taken.

Annual Meeting Call to Order

Ms. Jimino called the annual meeting to order at 4: 14 PM

**Consent Agenda
Items**

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

Minutes and Notes

- September 15, 2022 Board Meeting
- September 19, 2022 Audit Committee Meeting
- September 26, 2022 Governance Committee Meeting
- September 27, 2022 Executive Committee Meeting
- October 17, 2022 Governance Committee Meeting
- October 18, 2022 Investment Sub Committee Meeting
- November 4, 2022 Governance Committee Meeting
- November 15, 2022 Finance Committee Meeting
- November 16, 2022 Audit Committee Meeting

Finance Committee

Ms. Ball-Shaw reported that we are in good financial position after four months, and asked trustees to please look at the reports they had received.

**Programming and
Production Update**

Mr. Pedigo reported first about upcoming programming on the broadcast channels. He noted in particular that the station is partnering with NYS to broadcast its special MLK Day presentation.

Much of production is working on the early stages of the NYS funded projects which a bulk of the station's work this year. Airing shortly are education pieces and another piece on access to harm reduction around opioids, all on *New York NOW. Work in Progress*, a successor to *The Future of Work* will be looking at how job seekers access jobs and how work itself is changing.

Audiences on digital platforms were greater than broadcast audiences for the first time in August. The station is working on a special digital transformation project to expand the ways New York NOW reaches audiences who are on different platforms. Mr. Pedigo also highlighted the Thomas Cole project which is in production.

**Governance
Committee**

Ms. Piche introduced the slate on behalf of the Governance Committee.

Election of Trustees for First Three Year Term

The following individuals to serve on the WMHT Board of Trustees, each to serve a first three-year term ending in 2025.

- Tammis Groft
- Gina Mintzer
- Susan Novotny
- Karen Opalka
- Gwen Wright

Election of Trustees for Second Three Year Term

The following individuals to serve on the WMHT Board of Trustees, each to serve a second three-year term ending in 2025.

- Don Applyrs
- Bridget Ball Shaw
- Martin Mbugua
- Shelby Schneider
- Teresa Zielinski

On Motion by Ms. Fischer Malesardi, duly seconded by Ms. Sand, the above individuals were unanimously elected to the WMHT Board of Trustees.

Ms. Piche introduced the slate of officers for the following year:

Officers:

Chair – Shelby Schneider

Vice Chair – Mary Ellen Piche

Secretary – Karen Carpenter-Palumbo

Treasurer – Del Salmon

On Motion by Ms. Ball-Shaw duly seconded by Mr. Applyrs, the above individuals were elected as Officers of the WMHT Board of Trustees, each to serve a one-year term ending at the next Annual Meeting.

FY21 Annual Financial Statement

Ms. Jimino introduced Mr. Testo of The Bonadio Group.

Mr. Testo noted he met with the audit committee the previous day and went through audit in some depth. He reported that the audit went well and is issuing a clean unqualified audit opinion free of any material issues. The financial position of WMHT is strong including a strong cash flow, increased revenue and relatively flat expenses. There are no significant deficiencies in regard to internal controls.

On a motion made by Mr. Salmon, and seconded by Ms. Saulnier, the trustees unanimously approved accepting the audit.

Recognition of Departing Board Members

Ms. Jimino noted the departure from the board of Mona Golub, Lee Mc Elroy, Steady Moono, Viki Sand and Kelly Smith, noting each ones particular service to WMHT. She thanked them and wished them well.

Employee Longevity Awards

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

- Tim Stah - 35 Years
- Chris Wienk - 20 Years
- Barbara Lukas - 20 Years
- Kathy Beam - 15 Years
- George Hauenstein - 5 Years

Ms. Jimino noted Mr. Altman's 15th anniversary; thanking him on behalf of the board for all the growth of the station in many ways under his leadership.

President's Report

Mr. Altman welcomed new board members and thanked Ms. Piche and the rest of the Governance Committee and offered his yearly report thanking the Board, the staff and especially the Chair for their support and trust.

Chair's Report

Ms. Jimino thanked Mr. Altman for all he has accomplished in his 15 years in WMHT.

She extended her thanks to the board, both departing, remaining and new trustees. Ms. Jimino noted good things are happening in the new normal and thinks the hybrid board meetings offer the ability as a board to maximize engagement. She thanked everyone for thriving throughout this time and looks forward to the year ahead.

Ms. Jimino noted that the station's strong foundation of financials, brilliant staff, dedicated members, and a supportive board and community is the foundation for a new president to take WMHT to the next level of service to our communities.

Ms. Jimino closed, wishing all a joyful holiday season.

Adjournment

On a motion Ms. Piche and seconded by Ms. Kress the board unanimously approved adjourning the meeting at 5:00 pm.