

**WISCONSIN PUBLIC RADIO ASSOCIATION  
BOARD OF DIRECTORS MEETING**  
Radisson Hotel and Conference Center, Green Bay, WI  
Tuesday, October 4, 2011

***DRAFT MINUTES***

Members present: Crane, Dietrich, Gagnon, Gerlach, Graham, Jasper, Korkor, Peterson, Powless, Rudnitzki, Schneider (via phone), Sigman, Utley

Others present: Gene Purcell, Patty Stockdale, Cynthia Woodland, Ginger Alden, Rick Reyer, John Gaddo

The meeting was called to order at 12:45 p.m. by Dietrich.

**Report from WPR Director** – Crane referred members to his written report; highlights included:

- Arbitron survey report – latest national statistics show that radio listening continues to grow across the country; spring survey period for WPR shows a cumulative weekly audience of over 461,000 listeners – the highest spring in 25 years; the average quarter hour audience is 26,000 – up 20 percent from fall 2010.
- The new Ashland station is up and running; fundraising is nearly complete.
- Three-year construction permits (CPs) have been received from the FCC for possible station expansions in Superior, Washburn/Ashland, and Niagara; staff will begin to review fundraising considerations and construction planning.
- A new NPR president has just been named: Gary Knell from Sesame Workshop.
- Crane called on Gene Purcell (ECB) to provide a brief update on Congressional discussion about funding for public broadcasting; the 2012 federal budget is currently under consideration in both the House and the Senate.

**Public Comment** – There was no public comment received.

Approval of the May 16, 2011 minutes

Moved by: Rudnitzki

Seconded by: Gagnon

Approved.

Committee Reports

Development – Utley

- The committee has reviewed and provided feedback to staff regarding letter writing campaigns and thank-you letters from board members.
- He reminded the Board to respond to the AAA (Ambassador, Advocate, Asker) survey recently received.
- FY11 membership support ended nearly 4% over the previous year.

#### Operations – Dietrich

- The committee received a letter of resignation from Ellen Rosewall (Green Bay); this position will be reviewed in conjunction with setting May elections.
- Board member candidate Shahanna McKinney-Baldon (approved for possible membership in May) is not yet available; no appointments will be made for this vacant position until next spring as part of the committee's vetting of candidates for appointed positions.
- Work continues on enhanced job descriptions for Board vice president, secretary and treasurer; a similar review of revised board-member position descriptions is also underway.
- A review of the Board's bylaws is on the agenda for future meetings.
- A draft report of how the WPRa might approach electronic voting was distributed for Board review.

#### Finance – Rudnitzki

- The new audit was reviewed; will be presented as an action item.
- Work on the 2011 IRS Form 990 will be reviewed by the committee in a couple weeks; it will be distributed for board review at a later date.

#### Joint Advocacy – Gerlach

- WPRa will continue to work with Friends of WPT on advocacy issues of mutual concern, but there is no specific agenda at the moment; Purcell added that staff is watching what's taking shape in Congress and continuing to meet with legislators to keep them apprised of issues.
- The Board was encouraged to visit the national public broadcasting advocacy website – <http://170millionamericans.org/> – for the latest on national issues,
- Senior staff will attend the 2012 Capitol Hill days held in Washington, D.C. in February; a State Capitol Day in Madison is set for March 8.

#### Board Action Agenda

##### Operations Committee:

- a) Motion: To reappoint WPRa Board members Laura Jasper, Chet Gerlach, and Chris Powless for another term.  
Moved by: Sigman  
Seconded by: Peterson  
Approved.
- b) Motion: To appoint Mary Peterson as Secretary of the WPRa Board of Directors.  
Moved by: Gerlach  
Seconded by: Rudnitzki  
Approved.

- c) Motion: To approve a *conditional* appointment of Katrina Keller to the WPRA Board of Directors, pending a follow-up interview with staff and final approval by Board president.

Moved by: Rudnitzki  
Seconded by: Peterson  
Approved.

- d) Motion: To adjust WPRA regional zip code districts to reflect new station coverage:

***From West Central to Central***  
*Humbird - 54746*

*Montello - 53949*  
*Princeton - 54968*  
*Neshkoro - 54960*

***From Southwest to Central***  
*Warrens - 54666*  
*Camp Douglas - 54618*  
*New Lisbon - 53950*  
*Mauston - 53948*

***From Northeast to Central***  
*Green Lake - 53926*  
*Poy Sippi - 54967*  
*Weyauwega - 54983*  
*Clintonville - 54929*

***From South Central to Central***  
*Oxford - 53952*  
*Westfield - 53964*

***From Central to Northeast***  
*New London - 54961*

Moved by: Schneider  
Seconded by: Gerlach  
Approved.

Background discussion: The recent addition of new stations in the WPR network necessitated a realignment of WPRA “regions” for the purposes of setting regional boundaries for function, election and representation.

- e) Motion: To recognize the Development Committee as a standing committee of the Board in conjunction with the Board’s next review and adoption of amended bylaws.

Moved by: Schneider  
Seconded by: Gerlach  
Approved.

Background discussion: WPRA bylaws allow for recognition of standing committees by the board beyond the bylaw-established committees of Finance and Operations. The Operations Committee recommends it would be appropriate to acknowledge the Development Committee as a standing committee within the bylaws, when next amended, but that the board should declare it a standing committee in the meantime.

- f) Motion: To create a WPRA Investment Committee as a subcommittee of the Finance Committee, including up to five members with a minimum of two members from the WPRA Board; the Board Treasurer may serve as an ex-officio member of this subcommittee if s/he is not a regular member.

Moved by: Gerlach  
Seconded by: Rudnitzki  
Approved.

Background discussion: Members of the Board have long felt it would benefit from an “investment committee” to provide guidance about the Board’s investment of funds held for the WPRA. As a whole, the Board agrees that this group would best serve the group as a subcommittee to the Finance Committee which ultimately considers the financial business of the WPRA. The committee will further consider specific criteria for appointment to this group, including conflict-of-interest questions, professional credentials, WPR membership expectations, and so on.

#### Development Committee:

- a) Topic: Naming new Categories of Major Donor Groups – no action was taken.

Background discussion: Staff has recommended new categories, names and benefits for the WPRA major donor program; a review and discussion was carried out by the Board – feedback will inform staff’s final decisions, with implementation planned for January 1.

#### Finance Committee:

- a) Motion: To approve the final FY2012 WPRA Budget as presented.  
Moved by: Gagnon  
Seconded by: Jasper  
Approved.
- b) Motion: To accept and approve the 2011 Audit as presented.  
Moved by: Sigman  
Seconded by: Korker  
Approved.

#### New Business

There was no new business to report.

#### Meeting adjournment

Moved by: Gerlach  
Seconded by: Korker  
Approved.

Meeting adjourned at 2:35 p.m.