

**WISCONSIN PUBLIC RADIO ASSOCIATION  
BOARD OF DIRECTORS**

Minutes of:

Final, Approved 10/03/2014

- Full Board
- Executive Committee
- Joint Advocacy Committee
- Operations Committee
- Development Committee
- Finance Committee

Date: May 19, 2014

Start Time: 12:30 pm

Location: Educational Communications Board

Members Present: Anne Katz, Dean Dietrich, Mike Crane, Michael Sigman, Chet Gerlach, Barbara Gilmore, Mary Peterson, Amy Kocha, Mary Korkor, Chris Powless, Trina Keller, David Utley, Ron Dunlap, Joan Rudnitzki, Katherine Schneider

Others Present: Mary Kay Dadisman, Mary Endres, Michael Arnold, Jason Butler, Rebecca Dopart, Ginger Alden, Paul Breen, Gene Purcell

Members Absent: Jeff Muse, Larry Graham, Laura Jasper

A) Welcome and Introductions

- a. President's Report – Katz announces that she is stepping down as president. Also round of applause for Gagnon and Schneider as they step down.
- b. Director's Report – Crane praises Katz's good work as president. Notes the work reporting on aging that WPR is doing, as well as Face for Every Name project. Crane also notes the end of Sunday Afternoon Live at the Chazen. Discusses community engagement/ascertainment meetings throughout the state. Reports on Together/Apart conversations about race.

B) Public Comment

- a. No attendee(s) made public comments.

C) Approval of minutes from meeting of March 19, 2014

- a. Motion to approve: Gilmore
- b. Seconded by: Dietrich
- c. Discussion: Korkor asks for more detail in meeting minutes especially exact wording of each motion. Kocha concurs.
- d. Motion approved.

D) Committee Reports

- a. Committee: Development
  - i. Name of person reporting: Utley

- ii. Report Summary: Utley asks Dadisman to speak. Dadisman points to rising dollars per listener hour and the highest renewal rate in the country. Sigman wonders how WPR/WPRA compare to other fundraisers outside of public radio esp. with respect to planned giving/signature circle. Gilmore wonders if there are WPRA members outside of Wisconsin; Dadisman says yes will find out number of out of state members. Dadisman points out that sustainers renew at 95% rate. One third of major donors are sustaining members; Schneider wonders what is being done to increase the number of sustaining members among major donors. Alden points to thank you notes that have been given to the board for the sustainers (who don't get thanked in the normal course of pledge activity). Utley notes that Development committee is working to help the board to "enter the new age of major gift fundraising" and highlights the yet to be released Hansen Henley Yoder and Lamb (HHYL) report to WPR staff and the WPRA. Notes that there is work to do with the 100 year anniversary coming up in 2017.

b. Committee: Operations Committee

- i. Name of person reporting: Dietrich
- ii. Subject of Report: Elections
- iii. Report Summary: Slate of uncontested candidates will be sent to each region. New board member for Madison/South Central region. Notes that Schneider would not run in an uncontested election. Candidate from Eau Claire/West region to replace Schneider has not yet been identified. Election will proceed without that candidate. Dietrich notes that two term maximum policy has not been added to bylaws and policy manual.

c. Committee: Finance

- i. Name of person reporting: Rudnitzki
- ii. Subject of Report:
- iii. Report Summary: Notes action items later in the meeting.

d. Committee: Joint Advocacy

- i. Name of person reporting: Gerlach
- ii. Subject of Report:
- iii. Report Summary: Thanks board members for participating in Advocacy Day. Expects 20% of legislators to be new after autumn elections. Highlights that 30% of budget comes from state of Wisconsin. Gilmore suggests inviting past board members to Advocacy Day. Gerlach suggests that legislators be invited to local stations.

E) Old Business:

- a. Discussion Topic: WPRA FY2015 Budget. Rudnitzki notes that budget contains personnel issues and so should be discussed in a separate meeting in closed session. Dietrich notes that the direction of the board is toward the elevation of fundraising along with advocacy and fiduciary. Describes possible future meeting of Finance Committee and Executive Committee. Gerlach wonders why WPRA approves a draft budget rather than a final budget at this time of year. Dietrich notes that September approval of final budget also approves distribution of funds to ECB and UWEX. Crane notes that late May is the earliest that finance staff traditionally could create a draft budget. Brett notes that some part of the problem is semantic and that WPRA works from a "budget" from July to September and that from September to June WPRA works from an "amended budget."
- b. Motion: Table discussion and possible action on Draft FY2015 WPRA Budget.

Moved by: Rudnitzki  
Seconded by: Gerlach

Approved     Denied     Tie

Background or Rationale for Action: as noted above, personnel issue needs closed session.

- c. Discussion Topic: Engagement letter for auditors. Keller wonders if - as these were the same auditors as last year - if they charged any fees. No fees were charged.

Motion: Approve Engagement Letter for Auditors  
Moved by: Gilmore  
Seconded by: Gerlach

Approved     Denied     Tie  
Background or Rationale for Action:

- d. Discussion Topic: Approval of Investment Policy Checklist. Schneider doesn't think she has the information to vote on this. Rudnitzki describes that investment committee activity is new and that investment committee and the finance committee should have gotten a report from the Investment Committee and the Finance Committee.

Motion: Acknowledge that Board has received and reviewed the performance reports and has reviewed the investments' performance in the context of the IPS.

Moved by: Gerlach  
Seconded by: Peterson

Motion was withdrawn

Approved  Denied  Tie

Background or Rationale for Action: Board wished to receive and preview Johnson Bank report.

- e. Discussion Topic:  
Motion: Accept the IPS checklist.  
Moved by: Gerlach  
Seconded by: Korkor

Approved  Denied  Tie  
Background or Rationale for Action:

- f. Discussion Topic:  
Motion: Motion to approve slate of officers.  
Moved by: Peterson  
Seconded by: Korkor

Approved  Denied  Tie  
Background or Rationale for Action:

- g. Discussion Topic:  
Motion: (exact language of motion here) Approve corporate resolution to authorize acquisition and liquidation of bequests given to the Association.  
Moved by: Peterson  
Seconded by: Powless

Approved  Denied  Tie  
Background or Rationale for Action:

New Business:

Utley wonders what community engagement meetings have been like.

Dadisman notes that board members are interested in fundraising benchmarking and wants members to send her suggestions for other learning opportunities at the fall retreat.

- F) Adjournment at 2:35 pm  
Moved by: Kocha  
Seconded by: Peterson  
These Minutes Submitted by: Jason Butler