

**MINUTES OF BOARD OF  
WISCONSIN PUBLIC RADIO ASSOCIATION BOARD MEETING  
HELD ON  
Thursday, May 25, 2017**

The WPRA Board of Directors Meeting was called to order at 11:03 a.m. at the ECB.

In attendance at the meeting were: Michael Cisler, Tim Coburn, Mike Crane, Dean Dietrich, Ron Dunlap, Katrina Keller, Mary Peterson, Joan Rudnitzki, Susan Tikalsky, Niles Berman. Members present by phone: Michael Sigman, Kathie Schneider, Paul Sturgul, Barbara Gilmore, Larry Graham

Others in attendance: Dora Zúñiga, Malcolm Brett, Gene Purcell, Dan Fallon, Connie Beam, Sarah Jacobs, Willa Schlecht, Dean Kallenbach, John Gaddo, Rick Reyer, Paul Damberg, Ellen Clark, Lisa Nalbandian, Paul Breen, Cynthia Woodland, Staci McNatt, Jason Butler, Sarah Janes Ugoretz

Members excused: Amy Kocha, Fran Rauscher, Jeff Muse, Anne Katz

Welcome was given by President Dean Dietrich

Public Comment Period: One member of the public commented on broadcast activities.

**CONSENT AGENDA**

**Motion** to approve consent agenda. Minutes of January 27, 2017; Director's Report, Director of Development/Board Liaison Report, Committee Reports (Finance, Investment, Operations and Bylaws, Development, Executive)

- a. Moved: Rudnitzki; Second: Schneider
- b. No discussion.
- c. Motion approved.

**President's Report:** Dietrich thanked the Operations and Bylaws Committees for their work on revising the Bylaws and Joan Rudnitzki for her service as WPRA Treasurer. Dietrich also highlighted the Madison State Journal's recognition of Zúñiga's inclusion in the list of the state's 29 most influential Latinos, as well as WPR's long list of production- and reporting-related awards granted over the last year. Each Board member gave a progress report on their commitment to engage donors and arrange for donor visits.

**Director's Report:** Crane highlighted the success of already-held Centennial events and mentioned upcoming events, including the Centennial Marquee event on October 14. WPR Next programs have been met with praise. Purcell and Brett spoke about state- and federal-level budget development as in relation to funding for public broadcasting. State budget approved by Joint Finance Committee last week. Federal budget proposed almost no funding for CPB; Congress may modify or start over. It is expected that listeners and other constituents will be called on to contact their Senators and Representatives in Washington to confirm the importance of federal funding for public broadcasting. Crane also thanked the Board for support during his recovery over the last few months.

**Director of Development/Board Liaison Report:** Zúñiga highlighted the value of building partnerships over time, mentioning marketing and events efforts and the work of the Business Sponsorship team. Membership has exceeded its annual goals. Zúñiga also thanked Board members for helping to thank new members following the winter Pledge Drive. For the fall Pledge Drive, goal is to have 10 pairs of Packers tickets (beginning with October 22 game) to donate during Drive. Please think about whether you know someone who may want to donate.

Endowment 101: Breen reviewed Endowment terms, management, and benefit. WPRAs endowments' market value is just over \$3 million, with an estimated annual impact of approximately \$115k (with money continually coming in). Distributions to ECB and UWEX began in FY12. Second Century Board Designated Endowment is the main endowment; this is where bequests go. All money going into the three main endowments is managed by WPRAs; WPRAs policy guides where money lands and flows.

Financials and Budget:

**Motion** to accept April Financials

- a. Moved: Cisler; Second: Coburn
- b. No discussion
- c. Motion approved

FY18 Budget Presentation: Potter summarized recent marketing efforts aimed at audience-building, including through the Ideas Network campaign. Jacobs highlighted WPRAs recognition as a nation-wide leader in donor retention and in sustaining members through EFT (electronic funds transfer). Schlecht reviewed the recommended FY18 budget. Canvassing, CRM (Customer Relations Management) consultant and Milwaukee Ideas Campaign are major "non-recurring" increases for FY18. Other designations include renovations to Radio Hall, upgrades to equipment, and Centennial expenses tied to events.

**Motion** to accept FY18 Budget; Whereas the WPRAs Finance Committee has reviewed and approved the FY18 Budget, the WPRAs Board of Directors approves the FY18 Budget which includes a total transfer to Licensees of \$7,275,147

- a. Moved: Rudnitzki ; Second: Cisler
- b. No discussion
- c. Motion approved

**Motion** to accept resolution to open Certificates of Deposit

- a. Moved: Graham; Second: Coburn
- b. Discussion: WPRAs currently has nearly \$1 million in CDARS which have a very low interest rate. Moving this money into purchased CDs allows for a much better return. Finance Committee met on Monday, May 23 and motioned that any opening of new accounts will be promptly communicated at the next Finance Committee meeting.
- c. Motion approved as modified during 5/23/17 meeting

**Motion** that the Board accept the Investment Policy Checklist as recommended by the Finance Committee

- a. Moved: Rudnitzki; Second: Cisler
- b. Discussion: The IPS checklist is a list of things that the Investment Committee does to make sure that WPRAs is in compliance with the investment policy. This is an annual process.
- c. Motion approved

Bylaws: Dunlap thanked the Bylaws Committee members for their work over the last year. Due to a posting misstep, WPRAs will hold a special meeting on June 27 at 11:00 via conference call (or in-person in Madison) to approve the recommendations. Tikalsky reviewed main points of change between current and proposed Bylaws. Focus was on simplifying language, updating and clarifying terms, eliminating appointment of Board members to create a single class of Board members and modifying term limits, and utilizing Policy Manual for items that change often. Berman highlighted that election by membership may be modified in the future and also discussed the effort to preserve balance between term limits and expirations from year to year with the tentative change in terms. He thanked Gilmore and Sigman for the

adjustments they've agreed to make to their terms. With respect to other Operations Committee initiatives, Dunlap mentioned that the Operations Committee will continue to work with Dave Sternberg as they begin creating an evaluation instrument. Further action is deferred to June 27 meeting.

New and Returning WPRO Board Members:

**Motion** to bring Cisler and Keller to the Board for reappointment

- a. Moved: Sigman; Second: Rudnitzki
- b. No discussion
- c. Motion approved

**Motion** to recommend the appointment of Abts and Lundberg to the Board

- a. Moved: Peterson; Second: Berman
- b. Discussion: Abts is a lawyer who resides in Wisconsin Rapids and is happy to be considered for the Board. Lundberg resides in Madison, owns and runs an art gallery, and is currently on four fundraising boards.
- c. Motion approved

Major Gifts Update: Fallon highlighted growth in Signature Circle and 9XM Leadership Circle. Focus is starting to turn to donors capable of making gifts of \$10K or higher; will be close to 25 gifts at the end of FY17. Centennial Endowment Initiative (CEI) progress continues, with 15 signed pledge agreements and \$703K pledged. Board members participated in a brainstorming exercise of how to continue to reach potential new members.

ADJOURNMENT

A motion was made by Graham and seconded by Sigman to adjourn at 3:09pm. The motion carried.

These minutes submitted by Sarah Janes Ugoretz

**FY2018 WPRO Board Meetings**

Thursday, September 28, 2017, 11:00 a.m. - Friday, September 29, 2017, 12:00 p.m.

Annual Board Retreat

Fluno Center, 601 University Ave., Madison

Thursday, November 9, 2017 from 11:00 a.m. - 3:00 p.m.

Educational Communications Board, 3319 W. Beltline Hwy., Madison

Thursday, January 25, 2018 from 11:00 a.m. - 3:00 p.m.

Educational Communications Board, 3319 W. Beltline Hwy., Madison

\_\_\_\_\_ March, 2018: TBD

\_\_\_\_\_ Advocacy Day (April 26, in 2017)

Thursday, May 24, 2018 from 11:00 a.m. - 3:00 p.m.

Educational Communications Board, 3319 W. Beltline Hwy., Madison