

**MINUTES OF BOARD OF
WISCONSIN PUBLIC RADIO ASSOCIATION BOARD MEETING
HELD ON
Thursday, November 9, 2017**

The WPRA Board of Directors Meeting was called to order at 11:01 at the ECB.

In attendance at the meeting were: Tim Coburn, Mike Crane, Dean Dietrich, Ron Dunlap, Mary Peterson, Susan Tikalsky, Larry Graham, Jeff Muse, Peter Lundberg, Nick Abts, Michael Sigman, Amy Kocha, Fran Rauscher, Anne Katz, Paul Sturgul, Joan Rudnitzki

Others in attendance: Dora Zúñiga, Willa Schlecht, John Gaddo, Paul Damberg, Jason Butler, Sarah Janes Ugoretz, Lisa Nalbandian, Ellen Clark, Dan Fallon, Cynthia Woodland, Brandi Funk

Members excused: Michael Cisler, Niles Berman, Barbara Gilmore, Katrina Keller, Kathie Schneider

Welcome was given by Board Chair Dean Dietrich

Public Comment Period: One member of the public commented about Board meeting notices.

ACTION ITEMS:

Motion to accept the FY2017 Audit Report.

- a. Moved: Graham; Second: Peterson.
- b. Discussion: Sarah Fischer, of CLA, presented on the audit. Graham highlighted there were no issues for management on the audit, nor were there material audit adjustments to note.
- c. Motion approved.

Motion to accept the FY17 Form 990 as presented.

- a. Moved: Graham; Second: Coburn
- b. Discussion: Pledge amounts are included as revenue in the year they are made, which may vary from the year they are paid. Schlecht requested that Board members share comments and/or questions regarding the Form 990 promptly.
- c. Motion approved.

Motion to accept new guidelines for investment of non-endowment assets.

- a. Moved: Graham; Second: Rudnitzki
- b. Discussion: Schlecht worked with Johnson Bank and Investment Committee in developing these guidelines, which essentially broaden what are considered acceptable investments. Investments will be made by Schlecht, with guidance from Breen and oversight from the Investment Committee. Johnson Bank will not be involved in this process. Abts asked if the Board will receive reports on investments. Schlecht shared that in April the formal IPS checklist is completed and details will be included in that.
- c. Motion approved.

Motion to approve the Affiliation Agreement as presented with the language changes.

- a. Moved: Graham; Second: Lundberg
- b. Discussion: One Board member noted an objection to part three, the Division of Proceeds between ECB and UWEX.
- c. Motion approved.

Motion to accept the WPRA Board Member Position Description as presented.

- a. Moved: Dunlap; Second: Peterson

- b. Discussion: A brief presentation was made by Tikalsky. There were no questions.
- c. Motion approved.

CONSENT AGENDA:

Motion to approve consent agenda as presented

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

President's Report. Dietrich congratulated Connie Beam on her award as the Outstanding Fundraising Professional of the Year by the Greater Madison Chapter of the Association of Fundraising Professionals and thanked Lundberg for nominating her. Dietrich thanked Zuniga for her work with the Board. Dietrich and Abts spoke about the proposed tax bill and the responsibility of the Board to be informed and able to speak intelligently about it. Dietrich requested that CLA prepare a summary of the bill when it is in place.

Director's Report. Crane shared that WPR appears to be a very desirable unit within the UW Systems restructuring project. Crane gave updates on the Power of Story event, UW Superior, and funding from the Lux Foundation for the Mike Simonson Investigative Reporting Fellow, and also thanked Zuniga for her work with WPR and WPRA. Dietrich asked for an update on the CRM (Constituent Relationship Management) process, and Crane shared that the project was moving into its second phase. Dietrich suggested this be a topic for the September 2018 Board Retreat.

Director of Development/Board Liaison's Report. Zuniga thanked the Board and staff for their collaboration. She also thanked Crane and Brett for their guidance and the Major Giving and Planned Giving teams for their trust and hard work.

Development Committee Discussion.

- a. Dashboard tool is designed to give an overview of the current health of the organization by providing a snapshot of where the revenue is. This would be a live document the Development Committee would use to monitor progress on a monthly basis. Abts suggested revisiting the color coordination between the pie chart and the bar graph.
- b. "Cheat Sheet" is being developed and will likely be shared at the January Board meeting.

Centennial Presentation by Jeffrey Potter.

- a. Goal was to celebrate WPR's listeners.
- b. Great potential for engaging new listeners by collaborating with diverse community partners and hosting events throughout the state.
- c. Lessons learned: demand for events exists; can use events as revenue-generating opportunities via ticket sales and business sponsorship; potential for reaching new audiences.
- d. Events will continue in 2018. Abts asked whether events are intended to be revenue neutral. Schlecht shared that was not the plan for FY17 but it is the goal for FY18.

Functional Expense Comparables.

- a. Schlecht reviewed Functional Expense Comparables, with the key takeaway being: "there's really no one quite like us." Our programming percentage is quite comparable to other peer radio stations.

ADJOURNMENT

A motion was made by Graham and seconded by Dunlap to adjourn at 2:17pm. The motion carried.

These minutes submitted by Sarah Janes Ugoretz.