

**MINUTES OF THE
BOARD OF WISCONSIN PUBLIC RADIO ASSOCIATION BOARD MEETING
HELD ON
Thursday, September 9, 2021**

The WPRA Board of Directors meeting was called to order at 11:02am.

In attendance at the meeting were: Nick Abts, Niles Berman, Roy Christianson, Mike Crane, Larry Graham, Pat Heim, Luisa Herrera, Katrina Keller, Pete Lundberg, Jeff Muse, Janan Najeeb, Paul Sturgul, Susan Tikalsky, Dan Van Daalwyk

Others in attendance: Marta Bechtol, Ellen Clark, Katie Cyrus, Johanna Gulke, Sarah Janes Ugoretz, Kate LaRocque, Lisa Nalbandian, Heather Reese, Rick Reyer, Matt Schoeffler, Alison Tyler, Ezra Wall, Cynthia Woodland

Members excused: Tim Coburn, Amy Kocha

Welcome was given by WPRA Board Chair Niles Berman.

MOMENT OF SILENCE IN MEMORY OF GENE PURCELL.

PUBLIC COMMENT PERIOD.

No members of the public made comments.

INTRODUCTIONS.

New Board member Luisa Herrera was welcomed to the Board. Board members and WPRA support staff then shared introductions.

CONSENT AGENDA:

Motion to approve the consent agenda items as presented, including approval of the Minutes of the May 27, 2021 Board meeting and consent to participate in the meeting through electronic means.

- a. Moved: Najeeb; Second: Graham
- b. No discussion.
- c. Motion approved.

BOARD CHAIR'S REPORT.

Berman reflected on the news of Crane's departure and thanked him for his service on behalf of the Board. The Board will recognize Crane's contributions at a future date. Over the summer, the Appleton School Board took formal action to rename Lincoln Elementary School after late Board Chair, Ron Dunlap, recognizing his wisdom, his kindness, and his impact on students over the course of his 30-year career in education. The results of a cybersecurity audit are in the process of being finalized, and staff will share an update with the Board at its November meeting. Berman asked Board members to complete their annual Conflict of Interest forms and send them to Janes Ugoretz. Berman recognized and thanked Keller for her service on the Search and Screen Committee to hire the incoming Wisconsin Public Media Finance Director.

DIRECTOR'S REPORT.

Crane commented on the many changes happening in public media right now, sharing the news that LuLu Garcia-Navarro is leaving NPR after many years as host of Weekend Edition and commenting on his own pending departure after 11 years as the Director of WPR. He thanked everyone for their kind words and will continue to work closely with Reese once he steps down, through a 6-month concurrent academic staff appointment with UW-Madison. Berman asked that the minutes reflect the Board's deepest appreciation for all of Crane's contributions and its most sincere wishes for every success as he moves into this next phase.

PROCESS FOR FILLING DIRECTOR OF WISCONSIN PUBLIC MEDIA (WPM) AND WPR DIRECTOR POSITIONS.

Reese expects to serve as Interim Director of WPM for 6 to 12 months as a national search for a permanent hire gets underway. The UW-Madison Provost is the hiring authority for this position. Berman expressed the WPRA Board's interest in having input in the search process. Bechtol commented that given the hierarchy of positions and the order of these vacancies, she expects that the position of Director of WPM will be filled first and thereby have the opportunity to participate in choosing the WPR Director. Bechtol and Reese are focused on maintaining as much stability as possible during this time and will look to fill the interim WPR Director role externally. This work is already underway and includes gathering input from staff. The goal is to have an interim WPR Director in place by October 1. That person will work with Bechtol and Reese to do an organizational analysis so that when the full recruitment occurs next year, there is a strong understanding of what to look for in a permanent WPR Director. Bechtol, Crane and Reese expressed their support with keeping the full Board apprised of these processes as they progress. In a recent conversation with Berman, UW-Madison Provost Scholz reiterated his intention, as well, to see that WPRA is kept apprised.

BOARD LIAISON/CHIEF DEVELOPMENT OFFICER'S REPORT.

LaRocque provided an update on the Collaborative Fundraising Pilot (CFP) Program, which WPR has been participating in over the past 18 months. As WPR has refined its efforts to steward donors and move them towards philanthropic giving, peer stations like KQED in San Francisco, WABE in Georgia, WHYI in Pennsylvania, and KERA in Texas have been looking to us, to utilize the materials and processes we have developed. LaRocque also spoke about efforts to increase awareness of and interaction between the Business Sponsorship team and the WPRA Board, and Berman requested that staff continue to brainstorm around how to best utilize Board members' contacts and ideas in business sponsorship.

REVIEW SUPPLEMENTS TO WRITTEN REPORTS.

Berman invited questions about the written reports provided for this meeting. Graham commented that WPRA is on track with its annual audit and the completion of the IRS Form 990 and thanked the Committee for their work.

Berman then asked for consideration and approval of the minutes of the Executive Committee's recent meeting.

Motion by members of the Executive Committee to approve the minutes from its September 2, 2021 meeting, as presented.

- a. Moved: Keller; Second: Lundberg
- b. Discussion: The Executive Committee met to discuss and develop a recommendation to the Board regarding FY22 Committee Assignments as well as hiring efforts relating to the WPM Director and the WPR Director positions.
- c. Motion approved.

FY21 PRELIMINARY RESULTS AND FY22 YTD FINANCIALS.

Schlecht highlighted that we finished FY21 with \$1.2 million in net unrestricted revenue, which has been added to our reserves. While FY21 results were 10 percent favorable to budget, Schlecht reminded everyone that this budget was set in May 2020 amidst great uncertainty and therefore was constructed to be very conservative. A better representation of performance can be found in the 4 percent increase over the prior year's revenue. Abts commented that this performance speaks well of the organization as well as the staff. Berman echoed these comments, also recognizing the impact of loyal donors.

Regarding FY22 financial reporting, Schlecht is continuing her work to reconfigure the new chart of accounts, and the Finance Committee can expect to have informational financial statements for July and August by next week. At this point, we are \$30k favorable YTD on membership revenue. Schlecht plans to share an update on the process of identifying and implementing new accounting software at the November Board meeting.

REQUEST FOR AND APPROVAL OF FY22 BUDGET AMENDMENTS.

WPR Management is requesting \$100k, which would be applied to the La Crosse back up/COOP facility, and \$15,705 which will be carried forward from the FY21 budget for the Janesville translator project. The significant FY21 operating margin budget variance of over \$1 million will adequately address these needs—which total \$115,705.

Motion by Graham on behalf of the Finance Committee to approve the two FY22 budget amendments as outlined above.

- a. No further discussion.
- b. Motion approved.

DISCUSSION AND POSSIBLE ACTION TO UPDATE BOARD CORPORATE RESOLUTION.

Schlecht summarized the purpose of this resolution, which is to authorize individuals to open bank accounts on behalf of WPR – which is at times a requirement when receiving a bequest. Of the four authorized signatories, two have or will be departing. Schlecht explained that the modified language proposed in this updated resolution will extend this authority to the WPM Director of Finance and to the incoming Interim Director of WPR. Christianson asked what will happen once a permanent WPR Director is hired. Schlecht indicated the list of signers would be updated and the Board will take additional action if necessary.

Motion to approve the FY22 Corporate Resolution as presented.

- a. Moved: Graham; Second: Keller
- b. No further discussion.
- c. Motion approved.

ADVOCACY UPDATE.

Bechtol commented that the Corporation for Public Broadcasting's (CPB) budget requests – which include: \$565 million for CPB; \$20 million for the Interconnect; and \$28 million for Ready to Learn funding - were positively received in the House but are currently waiting to be considered by the Senate. CPB also asked for a \$300 million increase for infrastructure funding, which is being negotiated as part of the reconciliation process. In recent years, there has been a lack of capital funding necessary to maintain crucial infrastructure. Bechtol shared that she has spoken with Senator Baldwin, who sits on the Appropriations Committee, and although there is support in the House for the budget items, the infrastructure package will be a heavier lift. On the state side, Bechtol reminded Board members that the budget was signed earlier this summer, and the Educational Communications Board (ECB) received its flat budget request. The approved budget is actually slightly smaller than previous years, as the ECB has reduced its draw on state capital funds. One General Purpose Revenue (GPR)-funded staff position was eliminated, along with two full-time Program Revenue positions. These three positions have been unfilled for some time, and their elimination will not adversely impact ECB operations.

Reese commented that on the University of Wisconsin side, the budget approval was good news. The UW System's increase was 2.3 percent, and the WPR budget was approved at 3.3 percent over the last fiscal year – at just over \$1.1 million in GPR and \$13.5 million in program revenue. Reese shared that we are not currently anticipating any additional GPR capital funding but we are working through the UW System capital planning process on a request for capital expenditures.

Bechtol spoke about 2022 Advocacy plans, adding that these efforts will mainly focus on expressing gratitude since this is not a budget year. Both state and federal advocacy efforts will take place remotely this year.

DISCUSSION AND POSSIBLE ACTION TO APPROVE WPRA BYLAW REVISIONS.

Keller thanked Tikalsky and the Policy Review Sub-committee for its careful and diligent work. Tikalsky commented that these proposed changes are mainly editorial in nature. Edits pertain to: 4.06 – any matter to be voted on by the full membership will be guided by the Board's policies; 5.02 – language updated to reflect the election process; 5.03a and 5.05 – updates to the process of compiling the Board of Directors, including from a broader listening area; 7.02 – greater detail regarding the process for how Committees are created; and 7.04(b)vii – updates to the process of a vote by the membership.

Motion by Tikalsky on behalf of the Governance Committee to approve proposed changes to the WPRA Bylaws as presented.

- a. No further discussion.
- b. Motion approved.

DISCUSSION AND POSSIBLE ACTION TO APPROVE FY22 COMMITTEE ASSIGNMENTS.

Berman presented the proposed FY22 Committee Assignments, including new appointments for Herrera, Van Daalwyk, and Abts, all as included in the written materials for this meeting.

Motion by Keller on behalf of the Governance Committee to approve proposed FY22 Committee Assignments as presented.

- a. Discussion: Berman proposed a friendly amendment that allows for the addition, by name, of the Interim Director of WPR and subsequently the permanent Director of WPR.
- b. Motion approved.

WPR SPOTLIGHT/DEI: DIVERSITY, EQUITY, AND INCLUSION (DEI) IN CLASSICAL MUSIC SOURCING.

LaRocque introduced Stephanie Elkins, programmer and host of Morning Classics. Elkins shared that WPR produces 36-40 hours of music content per week, in accordance with internally developed guidelines to inform their programming decisions. Elkins had been searching out a wide array of composers but a DEI training in 2016 challenged her to make changes in her daily activities. She and Peter Bryant, Director of WPR's News and Classical Network, began exploring whether it was possible to add metadata so that composers of color could be more readily identified in musical searches. With the support of WPR's Music Librarian, there are now over 4k labeled pieces created by historically underrepresented composers that have been carefully vetted and curated. This internal system allows WPR to track and measure the progress it is making on its commitments. Elkins commented that this process has also involved questions around how to talk about composers, mentioning Joseph Boulogne, who has often been referred to as "the Black Mozart." To perpetuate this nickname is to diminish Boulogne's talent and contributions to the field, as an individual and composer in his own right. Elkins and the music staff continue to engage in these discussions on a weekly basis. Weekly spotlights, blogs, and discussions on the WPR talk programs allow Elkins and other staff to reach a larger audience as they continue this work. Tikalsky asked if there is coordination with stations around the country. Elkins mentioned that WPR does keep up with what other stations are and have been doing, but there have not

yet been any formal collaborative efforts.

REMEMBERING DIRECTOR OF WISCONSIN PUBLIC MEDIA GENE PURCELL.

Board members and staff shared remembrances of Purcell, who passed away this summer following a tragic accident. Crane commented that staff are considering ways to honor Purcell's legacy, including possibly renaming the La Crosse studio after him. Berman requested that the minutes reflect the Board's encouragement of taking this - or any other suitable action – in Purcell's memory.

ADJOURNMENT.

The Board adjourned by unanimous consent at 2:29pm.

These minutes submitted by Sarah Janes Ugoretz.