

**MINUTES OF BOARD OF  
WISCONSIN PUBLIC RADIO ASSOCIATION RETREAT  
HELD ON  
Thursday, September 28 and Friday, September 29, 2017**

The WPRA Board of Directors Meeting was called to order at 12:24PM at the Fluno Center in Madison, Room 203.

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

Others in attendance: Dora Zúñiga, Malcolm Brett, Gene Purcell, Jason Butler, Sarah Janes Ugoretz, Willa Schlecht, Jeffrey Potter, Cynthia Woodland, Lisa Nalbandian, Staci McNatt, Ellen Clark, Tyler Hahn, Dan Fallon, Rick Reyer, John Gaddo, Brandi Funk, Paul Damberg, Dean Kallenbach

Members excused: Jeff Muse

Welcome was given by Chair Dean Dietrich.

Review Fiscal FY2017 Accomplishments: Presentation was made about fiscal year activities.

Discussion of Proposed Board Governance Documents:

Governance Committee members shared three documents and requested feedback.

- a. Feedback included: the sentiment that Board Evaluation Tools can be strong motivating documents if used consistently; a suggestion to use averages or to limit viewing access to the Board Evaluation Tool to the Governance Committee only; the feeling that incorporating these measures of accountability creates a more engaged Board.
- b. Cisler questioned whether incorporating forward-looking questioning might be useful.

Adjournment into Closed Session pursuant to Section 19.85(1)(e), Wis. Stats. For the purpose of considering the investment of public funds which for competitive reasons requires a closed session, including discussion of 1) the WPR Development Plan, 2) Planned Giving activities, and 3) planning for the 2<sup>nd</sup> Century of Wisconsin Public Radio.

- a. Moved: Graham; Seconded: Rudnitzki
- b. Motion approved by roll call vote, with Schneider voting against.

The Board recessed at 5:00pm during the Closed Session.

A motion was made at 8:36 am on Friday, September 29 to reconvene into Open Session.

- a. Moved: Rudnitzki; Seconded: Sturgul
- b. Discussion: Determination was made that topics originally slated to be discussed in closed session can instead be discussed in open session.
- c. Motion approved.

WPR Strategic Priorities FY18:

- a. Crane reviewed strategic priorities and WPR's mission and purpose. Focus on building audience through various methods—including events—and strengthening diversity and inclusion

initiatives. This work includes identifying more donors of color and expanding our knowledge around diversity within our current donor base.

- a. Dietrich asked what the biggest challenge is, and Crane said it is the tremendous change WPR is being faced with, especially with two high profile retirements.
- b. Crane shared information about The Power of Story program.
- c. Potter gave an overview from an entertainment standpoint and highlighted the economics of the endeavor.

Retreat Debrief:

- a. Board members appreciated the Team WPR approach and discussion around the value of the cultivation process.
- b. Reiterated interest in the development of “cheat sheets.”
- c. Cislser remarked that WPR doesn’t have needs but its listeners do, and we need to figure out what those are.

Motion to adjourn retreat meeting called by Dietrich. Graham moved, Sturgul seconded. Motion carries. No discussion.

These minutes submitted by Sarah Janes Ugoretz.

**MINUTES OF BOARD OF  
WISCONSIN PUBLIC RADIO ASSOCIATION MEETING  
HELD ON  
Friday, September 29, 2017**

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Members excused: Jeff Muse, Tim Coburn, Amy Kocha

The meeting was called to order at 9:52 am.

Public Comment Period: One member of the public made comments.

Report from WPR Board Chair:

- a. Newly appointed members were recognized
- b. Committee appointments were discussed
- c. Complete conflict of interests forms
  - a. If there are any changes in circumstances over the course of the year, Board members should contact Dietrich.
- d. Review of election of Board members process for Spring 2018
  - a. Governance Committee will be taking on this work moving into 2018.
- e. Review terms for current members
  - a. Under newly approved Bylaws, terms are spelled out. Minutes from June 27, 2017 meeting highlight any changes tied to specific Board members.

Report from WPR Director Mike Crane:

- a. Station W267BB is on the air thanks to the new Wausau Station translator.
- b. WPR has new leadership in Engineering with Britny Williams, who came to WPR 10 years ago.
- c. The newest Lee Ester News Fellow came onboard in August.
- d. There is now a Facebook page specifically for the Ideas Network, and Board members can assist in expanding its reach. This page will be the one go-to page for the entire network.

Report from WPR Board Liaison Dora Zúñiga:

- a. Zúñiga shared the newly produced Lee Ester News Fellowship video.
- b. Board members will be offered four complimentary tickets to bring people they'd like to cultivate to the October 14 Marquee event.

Motion to approve June 27, 2017 meeting minutes:

- a. Moved: Gilmore; Seconded: Cisler
- b. No discussion.
- c. Motion approved.

Committee reports

- a. Development: Has not met since the previous Board meeting.
- b. Board Governance: Next meeting is on October 24. Significant time has been spent on the Board Position Description and Evaluation Tools, and Committee members invited continued feedback from the Board. The Committee is looking to incorporate face-to-face meetings at least two times per year, with the next meeting being held at the Fond du Lac UWEX offices.

- c. Finance-Audit Report: The draft audit report is being prepared, with no proposed adjustments on income statements from auditors. The Form 990 will be ready to sign by the November deadline. Board members were reminded that their five-year giving history will be displayed. FY17 Achievements included great success for the Major Giving department. Pledge drive was showing a strong performance, with the expectation of meeting the overall goal.
- d. Joint Advocacy: On the state side, Purcell reported that the budget has been approved, with ECB looking at a flat budget. Advocacy efforts will increase again this winter. Berman asked about follow-up thank you communications, and Purcell will look into it. On the federal side, Brett reported that a continuing resolution will fund the Federal government, including public broadcasting funding, in the absence of a full annual budget which has not yet been approved. The Corporation for Public Broadcasting budget request was approved as requested in the House and has emerged from the Senate budget subcommittee but has not yet been voted on by the full Senate. As approved by the House and the Senate subcommittee, the budget ensures forward funding for the next two years.

Action items

- a. **Motion** to defer discussion and approval of Affiliation Agreement to November Board meeting
  - a. Moved: Rudnitzki; Seconded: Berman.
  - b. Motion approved.
- b. **Motion** to approve Board Corporate Resolution regarding handling of donations to the Association
  - a. Moved: Graham; Seconded: Gilmore.
  - b. Motion approved.
- c. **Motion** to approve Proclamation of Appreciation for Joy Cardin and Kathleen Dunn
  - a. Moved: Sturgul; Seconded: Schneider.
  - b. Motion approved.

Adjournment:

A motion was made by Cisler and seconded by Gilmore to adjourn at 10:59 am. The motion carried.

These minutes submitted by Sarah Janes Ugoretz.