

**WMHT Educational Telecommunications
WMHT Board of Trustees Meeting
Minutes
March 24, 2011**

A Meeting of the WMHT Board of Trustees was held on January 11, 2011 at 4:00 pm held at WMHT, Troy, New York. Joseph Richardson, Chair of the Board of Trustees, presided.

Present

Joseph Richardson	Bonnie McGuire Jones
Robert Altman	Graham Jones
John Baackes	Caroline Mason
Karthik Bala	Paul Powers
Carolyn Callner	Shelby Schneider
Lauretta Chrys	Carl Shuster
Karen Hitchcock	Richard Taylor
James Hoehn, MD	Eugene Zeltmann
Kathleen M. Jimino	

Excused

Paul Fahey
Leonard Gaines
Patrick Kehoe
Doris Fischer Malesardi
Denise Murphy McGraw
Sarah Slingerland
Jan Smith

Also Attending

WMHT Staff: Val Flouton, Paul Hoagland, Katherine Jetter, Scott Sauer, Anthony Tassarotti, Sandra Beer, Julie Raskin. Kevin McGrath and Paul Patelle of BST Advisors.

Call to Order

Mr. Richardson called the meeting to order at 4:07PM.

***Consent Agenda
Items***

On motion by Dr. Hoehn duly seconded by Ms. Mason, the minutes listed below were unanimously approved by the Board of Trustees.

January 20, 2011 Board Meeting
February 22, 2011 Community Advisory Board
March 14, 2011 Governance Committee Meeting
March 16, 2011 Development Committee Meeting
March 16, 2011 Finance Committee Meeting
Reports:
Education Committee
Radio Committee

***Review and
Approval of the
FY10 990***

Mr. McGrath, Partner BST Advisors introduced Paul Patelle who will become the new audit director. Mr. McGrath presented the draft 990 for FY10 and confirmed that WMHT is in full compliance with the requirements of the 990.

On motion by Mr. Shuster duly seconded by Ms. Jimino, the following resolution passed unanimously.

Resolution

The Board of WMHT Educational Telecommunications approves WMHT's FY10 990 submission as presented.##

***Finance Committee
Report***

Ms. Chrys presented for the Finance Committee. Overall the income is down but expenses are down even more. As a result, net income is \$42,220 better than budget. The Board Designated Fund is outperforming the benchmarks as of the end of February.

***Audit Committee
Report***

Mr. Taylor reported on that the Audit Committee has selected a list of 6 firms to solicit audit proposals and the timeline to bring a recommendation to the May Meeting for the Audit firm to be hired for the next three years.

***Governance
Committee Report***

Dr. Hoehn reported that the Governance Committee is working on identifying potential new board members and welcomes suggested names.

***NY CentralCast
Agreement***

Mr. Altman reported that WMHT has worked with all eight New York PBS stations to plan the consolidation of master control services, thereby finding savings in both operational and capital costs. He presented information on the LLC being formed to jointly manage this service.

On motion by Ms. Schneider duly seconded by Mr. Baackes the following resolution passed unanimously.

Resolution

Whereas WMHT Educational Telecommunications is dedicated to find operating efficiencies as part of its Strategic Planning;

Whereas Centralcast LLC was formed by the public television stations of the State of New York to provide joint storage and master control services at significant savings to its members;

The Board of WMHT Educational Telecommunications approves WMHT's participation as one of the founding members of Centralcast LLC.##

Strategic Planning Mr. Bala reported that on the work of the Strategic Planning Committee in planning for the next three years, supported by a presentation shared by Mr. Altman. In addition to considering the challenges and opportunities for future income streams, there is a focus on enhanced content and services for WMHT's local community.

In May the Strategic Planning Committee will present a tactical plan for the first year in conjunction with the first reading of the FY12 budget.

President's Report Mr. Altman reported on the current situation in regard to government funding, the capital campaign readiness process, and showed a trailer for WMHT's newest production, The Capitol Fire, which will premiere next week. He highlighted awards, strong programs and ratings, and upcoming events.

Chair's Report Mr. Richardson thanked those responsible for the Trustee reception and reminded Trustees of the Board meeting added to the original schedule, April 28, to hear from our campaign consultant Paula Peter.

Executive Session Executive session began at 6:05 pm. No action was taken.

Adjournment The meeting adjourned at 6:11 pm.