

**WMHT Educational Telecommunications
 WMHT Board of Trustees Meeting Minutes
 November 15, 2018**

The Annual Meeting of the WMHT Board of Trustees was held on November 15, 2018 at WMHT, Troy, New York John Kolb of the Board of Trustees, presided.

Present

John Kolb	Lee A. McElroy Jr.
Robert Altman	Karen Opalka
Carpenter Palumbo, Karen	Piche, Mary-Ellen
Gloria DeSole	William Picotte
Mona Golub	Joseph Richardson
Doris Fischer Malesardi (phone)	Estela Rivero
Karen Hitchcock	Harry Rutledge
Kathy Jimino	Viki Sand
Susan Kress	Carl Shuster

Excused

Prentiss Carnell	Susan Novotny
Anmarie Lanese	Harry Rutledge
Steady Moono	Maggie Vinciguerra

Also Attending

WMHT Staff: Sandra Beer, Bob Cummings, Mary Gribulis, George Hauenstein, Julie Raskin, Chris Wienk

Call to Order

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

***Consent Agenda
 Items***

On a motion by Ms. Jimino seconded by Dr. McElroy the consent agenda of minutes and notes listed below was unanimously approved by the Board of Trustees.

Minutes and Reports:

- September 13, 2018 Board Meeting
- October 1, 2018 Community Advisory Board Meeting
- October 11, 2018 Investment Sub Committee Meeting
- October 15, 2018 Governance Committee Meeting
- October 16, 2018 Development Committee Meeting
- October 30, 2018 Audit Committee Meeting
- November 5, 2018 Governance Committee Meeting
- November 8, 2018 Executive Committee Meeting
- November 8, 2018 Finance Committee Meeting
- November 9, 2018 Education Committee Meeting

***Governance
Committee***

Ms. Golub introduced the slate.

The following individuals to serve on the WMHT Board of Trustees, each to serve a first three-year term ending in 2021.

- Susan Kress
- Karen Carpenter Palumbo
- Mary-Ellen Piche

On Motion by Ms. Golub, seconded by Ms. Sand, the above individuals were unanimously elected to the WMHT Board of Trustees.

The following individuals to serve on the WMHT Board of Trustees, each to serve a second three-year term ending in 2021.

- Gloria DeSole
- John Kolb
- Annmarie Lanese
- Susan Novotny
- Karen Opalka
- Joseph Richardson

On Motion by Ms. Golub, duly seconded by Mr. Picotte the above individuals were unanimously elected to the WMHT Board of Trustees.

On Motion by Ms. Golub duly seconded by Mr. Picotte, the following individuals were elected as Officers of the WMHT Board of Trustees, each to serve a one-year term ending at the close of 2018.

- Chair – John Kolb
- Vice Chair – Kathy Jimino
- Secretary – Susan Novotny
- Treasurer – Harry Rutledge

***Finance Committee
Report***

Mr. Altman reported on behalf of Mr. Rutledge. He noted through October net before depreciation was \$46,103 better than budget, \$246,889 better than last year. This is being driven by cost control as membership is slightly down from budget. Meanwhile production contract business and underwriting is strong. While the economy seems okay there are many unknown factors that may impact the year-end giving.

***WEXT Capital
Purchase***

Mr. Altman reported that the WEXT translator purchase was finalized yesterday. Over the next few weeks there will be technical work done so we can begin broadcasting on 106.1. As noted at the last meeting, the cost will be about \$350,000. The Opalkas have pledged a gift of \$30,000 toward that purchase. Mr. Altman has spoken to other donors, one of whom indicated that they would be open to considering a gift if 100% of the Board is contributing to this capital endeavor. Mr. Altman noted that Board members will receive more information in writing in the near future asking them to consider a generous gift to the annual operating fund and to make a special gift toward the WEXT purchase.

Ms. Opalka spoke to how much she and Chet enjoy the station and how it promotes concerts throughout the region. Mr. Wienk also spoke to the format of the station,

featuring in studio concerts by local musicians and national artists which are playing in our market.

Mr. Altman thanked Mr. Cummings for his work in the past few years, taking the station through some significant technical upgrades. He is leaving to work at the PBS station in Reno, NV.

Executive Session

The Board entered into executive session at 4: 25 pm to discuss personnel matters.

The board reconvened to continue the Annual Meeting business, starting at 4:38.

Adjournment and Reconvening

Additional persons present: Eric, Jessica, Evania

Staff: Kathy Beam, Rob Brown, Keren Carmeli, Mary Ann Cooper, Mickey Danaher, David Delaney, Dominic Figliomini, Brian Flynn, Eric Hoeppel, Zeke Kubish, Joe Lander, Cuong Le, Jessica Bloustein Marshall, Ron McGowty, Ann Madeo, Evania Osepa, Devin Patenaude, Keva Roberts, Justin Rockemeyer, Matt Rogowitz, Matt Ryan, Matt Saplin, Danielle Sanzone, Joanne Shay, Joyce Stah, Tim Stah, Lynn Valentino, Nicole Van Slyke.

Presentation of FY2018 Annual Financial Statements

Mr. Kolb introduced the auditor, Mr Testo of The Bonadio Group.

Mr. Testo shared that WMHT for FY18 has a clean audit free of any material issues. It was a pleasure working with Julie and her staff.

Employee Longevity Awards

Mr. Altman recognized the following staff for their years of service:

- Julie Raskin – 25 years
- Val Belden - 20 years
- Yvette Mitchell – 20 years
- Devan Patenaude - 5 years
- Mary Ann Cooper – 5 years
- Matt Rogowitz – 5 years

Recognition of Departing Board Members

Mr. Kolb noted the departure from the board of two members and shared some of their contributions during their service. Mr. Kolb thanked Carl Shuster and Karen Hitchcock for their dedicated work on behalf of WMHT.

President's Report

Mr. Altman reported that last year marked the first year of an ambitious three year plan in which substantial progress was made in all three major areas of the plan. Highlights include:

Those goals outline what we hope to do (*Creating Social Value through Public Media*), how we as an institution need to develop to create that value (*Building Organizational Capacity to Serve the Community Effectively*) and how we can find the resources necessary to continue our work (*Creating a Sustainable Institution*).

- FY18 was a year of strong financial performance. Our net operating margin was better than budgeted while we continued a vibrant service to the community.
- It was a year when we began to see our digital first strategy reflected in all of our content development. Ratings for our broadcast services on television and

radio remain strong and our flagship weekly programs *New York Now* and *AHA* had banner years!

- We successfully navigated the channel repacking process and are in great technical shape for the challenges ahead. Next year, when the repack is complete, we will have all new state of the art transmission facilities here and in the mid-Hudson Valley.
- The station supported the community local music scene with WEXT, sponsored *Independent Lens* Screenings, held *The Great American Read* events, and we greeted our audiences at Tanglewood.
- We're operating a media enterprise in an unusual cultural and political climate. WMHT is helping our audiences to understand different points of view so that they can (as our mission statement says) celebrate our diversity and reveal what we have in common.
- Three needs that shape the work of our content areas, education for all, access to works of the imagination, and a forum for civic discourse, are more critical to the growth and development of our communities than ever before.
- WMHT accomplishments are the work of a dedicated and talented staff, and the support of Trustees who share a set of values grounded in service to our community. Much is now expected of us and we are eager to go to work to help meet those needs.

Chair's Report

Mr. Kolb shared that it is his privilege to provide additional perspective on the progress that WMHT has made in so many areas. New terms entered the Board's lexicon this year, including "re-packing," and "new translators, or Translator W291BY." This station has been a leader in bringing innovative and informative programs to our community including the national program *The Vietnam War* and the local special *Inside the Writers Institute*.

In FY18 we looked for leadership opportunities in the areas of WMHT's particular expertise – Arts and Culture, Children and Education, and Civic and Public Affairs. This allows us to accomplish what no one else does in this region at this level. Characteristics that are really special include a noble mission, a great facility, some cutting-edge technology and a balanced budget. However, it is the people that really make this organization something to be very proud of. We have dedicated and talented staff, strong management, and a board that is invested in moving all of us forward. We are in a leadership position, because WMHT has talented and motivated people who continually strive to make this organization known for quality and excellence.

Mr. Kolb introduced the three new board members: Susan Kress, a life-long college educator, Karen Carpenter Palumbo, the President and Chief Executive Officer of Vanderheyden, a child welfare organization and Mary-Ellen Piche, a Healthcare Administrator/Consultant. He acknowledged other Officers of the Board, Vice Chair – Kathy Jimino, the incoming Secretary – Susan Novotny, and the Treasurer – Harry Rutledge.

Mr. Kolb thanked everyone for their passion and purpose to make this truly a rewarding place to spend time and energy to help our surrounding communities. He gave a special thank you for providing a full WEXT listening experience as he travels to and from work before wishing everyone a happy and safe holiday season.

Adjournment

The meeting adjourned at 5:08.