

**WMHT Educational Telecommunications
 WMHT Board of Trustees Meeting Minutes
 September 18, 2014**

A Meeting of the WMHT Board of Trustees was held on September 18, 2014 at WMHT, Troy, New York. Richard Taylor of the Board of Trustees, presided.

Present

Richard Taylor	H. Graham Jones
Jane Altes	Caroline Mason
Robert Altman	William Picotte
Eileen Bagnoli	Joseph Raggio
Prentiss Carnell	Carl Shuster
David Haviland	Sarah Slingerland
Karen Hitchcock	Jan Smith
James Hoehn, MD	Maggie Vinciguerra
Bonnie McGuire Jones	Eugene Zeltmann

Excused

Karthik Bala	Paul Powers
Robert Bullock	Scott Rajeski
Carolyn Callner	Shelby Schneider
Leonard Gaines	Theresa Skaine
John Katz	Dustin Swanger
Patrick Kehoe	

Also Attending

WMHT Staff: Sandra Beer, Val Belden, Mary Gribulis, Julie Raskin, Scott Sauer, Chris Wienk, Paula Peters-Solstice Group

Call to Order

Mr. Taylor called the meeting to order at 9:05 AM.

Mr. Taylor noted that there was an Executive Committee meeting in July.

Consent Agenda Items

On a motion by Mr. Shuster seconded by Mr. Graham the consent agenda of minutes and notes listed below were unanimously approved by the Board of Trustees.

Minutes and Notes:

- June 19, 2014 Board Meeting
- July 17, 2014 Audit Committee Meeting
- September 4, 2014 Development Committee Meeting
- September 8, 2014 Governance Committee Meeting
- September 11, 2014 Finance Committee Meeting
- September 15, 2014 Radio Committee Meeting

Finance Committee Report

Mr. Jones reported that the FY14 ended with better numbers than the projections shared in mid-June. The current fiscal year has started as expected.

Mr. Jones confirmed that the board designated funds have been moved from Choate to Hugh Johnson Advisors.

***Honda Lease
Corporate
Resolution***

Ms. Raskin presented the corporate resolution to authorize entering into a lease on a Honda van.

On a motion by Ms. Jones, duly seconded by Dr. Hoehn the Corporate Resolution to enter into a Closed-End Lease with HVT, Inc was unanimously approved by the Board of Trustees.

On behalf of the Board Mr. Altman and Mr. Taylor were signatories on this motion and Ms. McGuire Jones as Secretary signed off.

***Amendment to
403(b) Plan***

On a motion by Mr. Jones seconded by Ms. Jones the proposed Amendment to the 403(b) plan was unanimously approved by the Board of Trustees.

This will allow WMHT to make contributions to plans for people who are already drawing on their TIAA-CREF.

***Whistleblower
Policy***

On a motion by Mr. Picotte seconded by Dr. Hoehn the proposed Whistleblower Policy was unanimously approved by the Board of Trustees.

By-Laws

Ms. Mason and Mr. Altman introduced proposed changes in the by-laws written to be in compliance with a new law passed in New York State in regard to non-profits. On a motion by Ms. Vinciguerra seconded by Ms. Slingerland the proposed changes to the by-laws was unanimously approved by the Board of Trustees.

Because there are less than 75% of the trustees present, but more than 50% are present, this will need to be presented for a second vote at a subsequent board meeting to take effect.

***Radio Committee
Report***

Mr. Shuster reported that the Radio working group has come up with a charge to 1) explore possibilities for expanded coverage in key areas; 2) examine the audiences and examine how to increase support for these stations; and 3) work to develop audiences as part of the new marketing efforts.

***Other Business /
Adjournment***

Mr. Taylor announced Paula Kerger's upcoming visit, including a special time with the Board on Friday October 24th.

Mr. Altman noted that WMHT three former board members, Pieter VanDerzee, John Dale and Herb Chesborough have all passed away this week. He also announced that Val Belden gave birth to her son Levi Benjamin this week. The Ken Burns' Roosevelt series premiering this week is doing tremendously well.

The Board adjourned at 9:45am.