

**WMHT Educational Telecommunications
 WMHT Board of Trustees Meeting Minutes
 September 27, 2013**

A Meeting of the WMHT Board of Trustees was held on September 27, 2013 at WMHT, Troy, New York. Eugene Zeltmann of the Board of Trustees, presided.

Present

Eugene Zeltmann	H. Graham Jones
Jane Altes	William Picotte
Robert Altman	Paul Powers
Doris Fischer	Scott Rajeski (phone)
David Haviland	Shelby Schneider (phone)
Karen Hitchcock	Sarah Slingerland
James Hoehn, MD	Jan Smith
Patrick Kehoe	Richard Taylor
Bonnie McGuire Jones	Dustin Swanger

Excused

Karthik Bala	John Katz
Robert Bullock	Caroline Mason
Carolyn Callner	Joseph Raggio
Leonard Gaines	Carl Shuster

Also Attending

WMHT Staff: Paul Hoagland, Katherine Jetter, Anthony Tassarotti, Sandra Beer, Julie Raskin, Mary Gribulis, Scott Sauer,

Call to Order

Mr. Zeltmann called the meeting to order at 9:03 AM.

Consent Agenda Items

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

Minutes and Notes

- May 8, 2013 Finance Committee Meeting
- June 13, 2013 Board Meeting
- July 15, 2013 Audit Committee Meeting
- August 26, 2013 Governance Committee Meeting
- September 9, 2013 Governance Committee Meeting
- September 11, 2013 Investment Committee Meeting
- September 11, 2013 Education Committee Meeting
- September 12, 2013 Finance Committee Meeting

Finance Committee Report

Mr. Jones briefly reviewed the end of FY13 and July FY14 financials which showed expected levels of performance. The Investment committee discussed the acceptable risk level for this portfolio and performance results.

Bank Resolution

On motion by Ms. Altes duly seconded by Ms. Smith, the Board of Trustees unanimously approved the following corporate resolution:

Resolved that in accordance with Article V of the Bylaws, the Board of Trustees authorize the following individuals, to sign checks, drafts, and other orders for the payment of money out of the funds of the Corporation and to sell, assign, and endorse for transfer certificates representing stock, bonds, or other securities now registered or hereafter registered in the name of the Corporation:

H. Graham Jones, Treasurer
Robert Altman, President and Chief Executive Officer
Scott Sauer, Executive Vice President
Julie A. Raskin, Vice President, Finance and Accounting

And that this resolution supersedes any similar authorizations granted by the Board of Trustees prior to this meeting.

Discussion

The finance committee will work on a proposed policy to bring back to the board which requires a board signature for a set high check level. This policy will be instituted to protect staff, the board and the corporation as a whole.

Revised Bylaws Adopted

Dr. Hoehn, Chair of the Governance Committee, introduced revised bylaws. Some of the substantive changes are that the Chair of the Community Advisory Board will no longer serve ex-officio on the Board of Trustees, the immediate past board chair will no longer serve on the Executive Committee, and changes were made to the descriptions of the Finance, Investment and Development Committees.

On a motion by Dr. Hoehn seconded by Ms. Hitchcock the revised bylaws were unanimously adopted by the 18 trustees present.

President's Report

Mr. Altman reported briefly on progress regarding the current strategic plan, presenting detail for the current year. On a motion by Ms. Jones, seconded by Mr. Taylor the board approved these goals for this year.

Mr. Altman reaffirmed that FY13 ended well as had been reported with preliminary results in June. It was an active summer with successful screenings and strong ratings with the Saratoga 150 documentary. Next week we will premiere a documentary about the Sagamore, an independently produced documentary. The station continues to air independent documentaries of particular interest to our region such as one about the Albany Mummy and the Empire State Youth Orchestra. Summer on-air fundraising on TV and radio went well. The station has received many good resumes for the Senior VP of Production position and will also be hiring someone to focus on the on-air fundraising activity. The station has also hired new employees for the traffic department in preparation for converting the new master control. A new reporter for Innovation Trail started recently. The station is preparing for the

new master control and will be running parallel during October with anticipation to cut-over after about a month.

The station has been active on the community front, especially in regard to the 50th Anniversary of the March on Washington. Two of WMHT's productions for that were used nationally by PBS NewsHour. This weekend there will be a focus on the American Graduate followed on Tuesday by a WMHT Talks Education event. Mr. Altman thanked Paul Hoagland and Mike Melita who will be retiring at the end of this month. WEXT was prominent at LarkFest which had 80,000 attendees.

On a motion by Dr. Hoehn, seconded by Ms. Hitchcock, the board commended the station and staff on its work on the Saratoga documentary.

Chair's Report

Mr. Zeltmann thanked a number of board members for hosting events over the summer to reach out to members of the community.

Executive Session

Executive session began at 9:55 am. No action was taken

Adjournment

The meeting adjourned at 10 am.