

**WMHT Educational Telecommunications
 WMHT Board of Trustees Meeting Minutes
 November 21, 2013**

A Meeting of the WMHT Board of Trustees was held on November 21, 2013 at WMHT, Troy, New York. Eugene Zeltmann of the Board of Trustees, presided.

Present

Eugene Zeltmann	H. Graham Jones
Jane Altes	Caroline Mason
Robert Altman	William Picotte
Eileen Bagnoli	Paul Powers
Carolyn Callner	Joseph Raggio
Prentiss Carnell	Scott Rajeski
Doris Fischer (phone)	Shelby Schneider
David Haviland	Carl Shuster
Karen Hitchcock	Sarah Slingerland
James Hoehn, MD	Richard Taylor
Patrick Kehoe	

Excused

Karthik Bala	John Katz
Robert Bullock	Bonnie McGuire Jones
Paul Fahey	Theresa Skaine
Leonard Gaines	Jan Smith
	Dustin Swanger

Also Attending

WMHT Staff: Stephanie Barna, Jenn Baumstein, Kathy Beam, Sandra Beer, Val Belden, Bruce Cole, Jan Conti, Mary Ann Cooper, Mary Cooper, David Delaney, Joanne Durfee, Dave French, Katie Gorham Tony Grocki, Katherine Jetter, Zeke Kubish, Dave Lastarza, Marie McGowty, Ron McGowty, Ann Kelly Metzger, Yvette Mitchell, Julie Raskin, Keva Roberts, Jayne Robinson, Matt Ryan, Scott Sauer, Joanne Shay, Joyce Stah, Tim Stah, Anthony Tassarotti, Chris Wienk,

Call to Order

Mr. Petell, BST
 Mr. Zeltmann called the meeting to order at 4:07 PM.

***Consent Agenda
 Items***

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

Minutes and Notes

- September 26, 2013 Board Meeting at Board Retreat
- October 17, 2013 Development Committee Meeting
- October 21, 2013 Governance Committee Meeting
- October 24, 2013 Community Advisory Board Meeting
- November 6, 2013 Education Committee Meeting
- November 11, 2013 Audit Committee Meeting

- November 13, 2013 Investment Committee Meeting
- November 14, 2013 Finance Committee Meeting

***Finance
Committee Report***

Mr. Jones briefly reviewed the end of Oct FY14 financials which shows levels of performance which are slightly below goal. Net income before depreciation is \$143,000 below budget, \$159,000 below previous year as membership and production income are below budget. There remain reasons for guarded optimism.

The investment committee has been looking at re-assessing the desired risk level and has decided to remain at the current level

***Governance
Committee Report***

On Motion by Dr. Hoehn, duly seconded by Mr Zeltmann, the following individuals were unanimously elected to the WMHT Board of Trustees, each to serve a first three-year term ending in 2016.

- Eileen Bagnoli
- Prentiss Carnell
- William Picotte
- Scott Rajeski
- Theresa Skaine
- Maggie Vinciguerra

On Motion by Dr. Hoehn, duly seconded by Mr Zeltmann, the following individuals were unanimously elected to the WMHT Board of Trustees, each to serve a second three-year term ending in 2016.

- Karthik Bala
- Leonard Gaines
- H. Graham Jones
- Caroline Mason
- Shelby Schneider
- Jan Smith

Eugene Zeltmann will return to the Board as an ex-officio member for one year.

On Motion by Dr. Hoehn, duly seconded by Mr. Zeltmann, 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 2014.

- Chair – Richard Taylor
- Vice Chair – Karen Hitchcock
- Secretary – Bonnie McGuire Jones
- Treasurer – H. Graham Jones

***Development
Committee Report***

Mr. Powers reported that we are at 53% of the goal for the Capital Initiatives. We are beginning a concerted effort to build the Legacy Circle and other attention to planned giving. Finally trustees are asked to work with Robert and his staff to help build relationships in the community.

FY2013 Auditor's Report

Mr. Petell of BST thanked WMHT for choosing BST to continue as auditors.

Once again this year, BST offered an unqualified opinion of the financial statements. There was nothing unusual to report nor were there any significant issues or changes. BST did not make any audit adjustments at year-end which testifies to the accuracy of the work done by Ms. Raskin and her staff.

On a motion by Mr. Jones, duly seconded by Mr. Carnell the 2013 WMHT Audited Financial Statements were unanimously approved by the Board of Trustees.

Employee Longevity Awards

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

- Dave French – 25 Years
- Julie Raskin – 20 Years
- Yvette Mitchell – 15 Years
- Valerie Belden – 15 Years
- Jan Conti – 5 Years

Recognition of Departing Board Members

Mr. Zeltmann thanked Doris Fischer Malesardi and Paul Fahey for their service on the Board of Trustees.

President's Report

Mr. Altman reported that the past year has been one of achievement, including new and productive partnerships, recognition of the excellence of our work, significant investment in equipment and a solid financial performance. He noted a number of new productions, the strong and stable classical music FM audience and growing television audience. WMHT has shown its commitment to the community in many ways including multi-media projects, community conversations and screenings. The community faces complex challenges and WMTH is more relevant and needed than ever before.

Chair's Report

Mr. Zeltmann shared that he feels fortunate and honored to have served as Chairman of WMHT as it has a very positive impact on hundreds of thousands of people. He noted that going forward the Board needs to successfully complete the Capital Initiatives, engage in the strategic planning process, and to do its best to be less reliant on government funding.

Adjournment

On a motion by Mr. Jones, duly seconded by Dr. Hoehn, the board unanimously approved adjourning the meeting at 5:12.