



**Minutes of WVIA's Board of Directors Meeting  
March 5, 2021 at 1pm  
Meeting conducted via ZOOM**

Attending via ZOOM:

Jennifer Wilson  
Nancy Kiesendahl Bloch  
Rick Cohen  
Jennifer Walsh, Esq.  
Don Stanziano  
Jeanne Genzlinger  
Jon Kirkwood  
M. Holly Morrison, D.Ed.  
Lia Richards-Palmiter  
John F. Pullo, Sr.  
Jeanne Genzlinger  
Ida Castro

Also attending via ZOOM:

Melanie Andreoli, WVIA  
Joe Glynn, WVIA  
Chris Norton, WVIA  
Ben Payavis, WVIA  
Neil Prisco, WVIA  
Ron Prislupski, WVIA  
Kirsten Smith, WVIA  
Jennifer Kindler, WVIA  
Chris Zellers, WVIA  
Karen Button, NETA  
Carl Nelson, RRC

A quorum is present.

Chairman L. Peter Frieder called meeting to order at 1:01pm.

Chairman Frieder introduced WVIA's new Executive Administrative Assistant, Mary Price.

**A motion was made by Chairman Frieder to approve the Secretary's report as presented. Mr. Richard Cohen seconded. With all in favor, none opposed, the motion passes.**

Attending in Person:

Nicholas Niles  
L. Peter Frieder  
Carla McCabe, WVIA  
Mary Price, WVIA

Absent:

Dr. L. Jay Lemons  
Robert T. Kelly, Jr.  
Jose A. De Los Rios  
Andrew J. Sordoni, III

Ms. Button presented the financial report which included highlights from the Balance Sheet and Income Statement. This is the first full set of financials and fixed assets are not yet converted. The Balance sheet shows that cash is strong at this time. In January, we received \$262K towards an unbudgeted state funded Geers Connectivity Grant. The Merrill Lynch monies have been moved to Goldman Sachs and will be on the March Balance Sheet. Net income, including all investments is \$2,795,000 compared to \$386,699 to prior year. Very significant increase in unrealized gains. The Income Statement is showing membership is 18% ahead of budget and underwriting is showing a budgeted surplus and is about 7.5% behind prior year. Major Giving is underperforming against budget by 9%, but slightly ahead of prior year. Miscellaneous Income is distorted due to a \$34,510 equipment gain that is included. In Total Revenue we are currently experiencing a \$359,078 budget surplus, mostly attributed to Membership and Underwriting. We have a \$121,354 budget shortfall in expenses (4%). Net Income/(Deficit) shows YTD, we have a \$237,724 budget surplus and a \$204,418 net income. Endowment and Investments have been separated out from operating revenues, as the gains and losses can greatly distort the operations budget. A Functional Expense form was created to assist the CEO and CFO track expenses by functional expenses, instead of by department as they appear on the income statement.

Ms. McCabe provided an update on the Community Impact Report, which will be mailed out in a couple weeks. This report will be done yearly to keep our donors updated on where and how their donations are being used.

Mr. Payavis provided a content update. Keystone Edition has partnered with 51 community organizations. Keystone Edition Health host and CAB member Tonyehn Verkitus was featured as Northeast Woman in the Scranton Times. In the Institutes Year End Review 2020 they acknowledged Keystone Edition and we are thankful for our relationship with the Institute and Teri Ooms. We are proud to announce two awards, Battling Opioids was the winner of the 2020 National Education Telecommunications Association award. Secondly, The Nutcracker was the 2021 Pennsylvania Association of Broadcasters award winner.

Mr. Norton highlighted upcoming community events which included Hemingway, The Old Man in the Sea on 3/10 and A Farewell to Arms on 3/31. Oliver Sacks Awakenings on 3/21 and Oliver Sacks: His Own Life on 3/24. All showings will be at the Dietrich Theater. There will also be two American Portrait events, one on 4/17 at the Hazleton One Community Center and the other on 4/18 at the Dietrich Theater.

Mr. Zellers provided an update on the new Chiaroscuro website which will be launched in April for Jazz Appreciation Month. The new website will have a contemporary and updated look with the catalogue being the cornerstone. Mr. Zellers will have a consulting session with LESO so anything we publish will be in compliance with Google.

Ms. McCabe gave highlights on Jazz Appreciation Month which will be held in April and will be dedicated to TV, radio and digital. The Ken Burns Series will be one of the featured artists and Keystone Edition Arts will feature Jazz in the Region.

Ms. McCabe then introduced Mr. Carl Nelson of RCC, Inc. who presented a review of WVIA's Neilson ratings representing our radio audience demographics. This is a twelve-week survey done four times a year and is based on weekly averages. Some of the findings from the report are as follows, fall of 2020 WVIA ranked #9 in the Wilkes Barre-Scranton market in Metro AQH Share %, over half of WVIA's Wilkes Barre-Scranton Metro AQH audience is 65 or older and WVIA's median age has been steadily getting younger over the past two years.

Mr. Zellers shared the Digital Audience Dashboard he created to show our digital listening and viewing on all digital platforms. The statistics are based on weekly averages and can be customized by date.

Mr. Norton provided a Diversity Task Force update and began by thanking the members for their guidance and commitment. Actions steps were drafted for 2021 and broken up into three areas: People, Programs and Processes. Mr. Norton feels we have already started achieving some of these goals with current programming and adding a careers page to our website. There will be a meeting in March with the task force to review the goals in more detail.

Mr. Glynn gave a facilities update stating we are in the phase 1 stage. Mr. Frieder and Mr. De Los Rios met with Mr. Glynn and Ms. McCabe to do a building assessment to determine what the immediate needs are. They feel there should be a structure analysis done and that the safety of employees and compliance are most important.

Ms. McCabe provided an update on the Audit Committee. An updated Audit Committee Charter was approved during the audit meeting in February. An overview was given by Chamberlin & Reinheimer Insurers Inc. of the current insurance policies and we will be renewing our Directors & Officers policy in April 2021.

Chairman Frieder provided a report of activities for the Executive Committee.

Ms. Jennifer Wilson provided an update on the Development Committee. Underwriting seems to be struggling the most and are at 35% of their goal, membership is looking good and currently major gifts is at 72% of their goal. The FM Drive had a goal of \$30,000 and has already exceeded that with \$48,000 and will be ending on Sunday. Ms. Wilson requested a standardized Development report to share by next meeting.

Mr. Rick Cohen provided a report for the Finance and Investment Committee. Mr. Cohen began by expressing how happy he was with Ms. Button and NETA and feels we are moving in the right direction. Finance highlights included an endowment overview, all accounts have now been moved from Merrill Lynch to Golden Sachs and several accounts we did not need have been consolidated and were voted on during the Finance meeting in February.

Mr. Nicholas Niles provided a report for the Governance and Nominating Committee. Highlights included an introduction of the self-assessment that was created by Ms. Wilson and all board members will ask to participate. We would like the survey to take place by the June meeting. The Director of Terms sheet was given to the board to help identify potential board members. Skill sets, diversity and location are the areas that need to be looked at when considering new members. Mr. Niles ended by asking Directors to begin thinking of potential new board members for the upcoming year.

**A motion was made by Mr. Frieder to enter Executive Session. Mr. Niles seconded. With all in favor, none opposed, the motion passes.**

The board entered Executive Session at 2:48pm and exited Executive Session at 3:06pm

With no further business, Mr. Frieder adjourned the meeting at 3:06pm.

**Respectfully submitted by Mary Price, Executive Assistant to the Board of Directors**