



**Minutes of Combined Board Meeting**

**March 13, 2014**

**Attending:**

Chairman Martin Walzer  
Ramona Alley  
Jeanne Bovard  
Dr. Harmar Brereton  
Thomas M. Currá  
Alex Fried  
Jeanne Genzlinger  
Cliff Melberger via phone  
Nicholas Niles  
Lisa Steele  
Attorney Murray Ufberg – via phone  
H.W. Wieder – via phone

**Absent:**

Rick Cohen  
Attorney Bart Ecker, Jr.  
Barbara Hudock  
Virginia Hunt  
Kristopher Jones  
Ron Knoebel  
Dr. L. Jay Lemons  
Jennifer Wilson  
Andrew J. Sordoni, Dir. Emeritus

**WVIA Staff Attending:**

Lynn Volk  
Chris Norton  
Doug Cook  
Ron Prislupski  
George Thomas  
Ben Payavis  
Kathryn Davies

**WVIA Staff Absent:**

Ginny Fredmonski  
Joseph Glynn

**Additional Attendee:**

Jim Bernstein, Frank N. Magid, Associates via Skype

Chairman Walzer opened the meeting at 12:03pm, and declared that there was a quorum present.

Chairman Walzer asked Ms. Alley to give the Secretary's report. Ms. Alley asked if there were any corrections or additions to the Secretary's Report from the December 11, 2013 Board Meeting. There were none. **A Motion was made to accept the Secretary's Report by Ms. Alley, seconded by Dr. Brereton and approved by all.**

Chairman Walzer asked Mr. Niles to give the Financial/Treasurer's report as of January 2014. Mr. Niles went over the line items in this report with the Board. Mr. Niles also explained the Sustainer Program and how it is affecting our cash flow. Ms. Volk spoke on our line of credit as well as our insurance renewal. There are also a number of outstanding large invoices yet to be paid. Ms. Volk also stated that we do not have insurance proceeds coming in this year versus last year. Ms. Volk projected that operations will break even this year. Mr. Fried asked about the total Membership and the Major Gifts line, and asked for an estimate on how this will be made up. Ms. Volk stated that about \$40,000.00 of this line is due to the Sustainer Program. Mr. Currá stated that we have a consultant from PBS, Mr. Joe Krushinsky, who is helping us bring our fundraising up into the 21<sup>st</sup> century with less pledge days. Mr. Thomas stated that we have always been pledge drive heavy, especially around children's programs which have worked in the past but we are now facing head winds. 20% of children are watching on-line instead of via the television, and the overall ratings of children's shows on PBS are down as well. Mr. Currá stated that we now know what's wrong and we have a plan in motion to get it all fixed. It might take a couple of years to complete this overhaul. **A Motion was made to accept the Financial/Treasurer's Report by Mr. Niles, seconded by Ms. Alley and approved by all.**

Chairman Walzer turned the meeting over to Mr. Currá who gave his President's Report. Mr. Currá stated that his President's report is in the quarterly report to the board, which was sent earlier. Mr. Currá asked if there were any questions about his report. There were no questions. Mr. Currá then introduced Dr. Jim Bernstein from Frank N. Magid Associates who is attending via Skype, and also stated that Mr. Cook and Mr. Norton worked heavily on the recent Market Research that was done. Mr. Currá turned the meeting back over to Chairman Walzer.

Chairman Walzer stated that Ms. Davies needs the remaining Conflict of Interest statements from the Members of the Board as soon as possible.

Chairman Walzer then reminded the Board Members that in our By-Laws, it is stated that the Board Members are selected from our Membership list and asked all to make sure their membership with WVIA is up-to-date

Chairman Walzer stated the following: "I ask for a Motion for the Board of Directors to go into Executive Session for the purposes of reviewing the proprietary Market Research material that WVIA contracted Frank N. Magid Associates to conduct. This research has not been published and could benefit commercial media companies. Therefore, this research is to be reviewed in Executive Session and is not to be provided to the general public at this time. The Executive Session will last 1½ hours. May I have the motion?" **The Motion was made by Dr. Brereton, Seconded by Ms. Steele and approved by all.**

*THE EXECUTIVE SESSION STARTED AT 12:27pm.*

**Chairman Walzer asked for a Motion to adjourn the Executive Session meeting at 1:36pm. The motion was made by Ms. Alley, seconded by Ms. Steele and approved by all.**

The Board went back into an Open Meeting at 1:36pm.

**Chairman Walzer asked for a Motion to adjourn the Board Meeting at 1:37pm. The motion was made by Ms. Steele, seconded by Mr. Wieder and approved by all.**

The next meeting is on Thursday, June 12, 2014 at Noon

Respectfully submitted by Kathryn K. Davies, Assistant to the Board of Directors