



Minutes of Combined Board Meeting

June 8, 2018 at Noon
WVIA Public Media Studio

Attending:

Alex Fried, Chairman
Wayne Bromfield
L. Peter Frieder
Jennifer Wilson (*via phone*)
Kristopher Jones
Robert T. Kelly, Jr.
Elaine Lambert (*via phone*)
Martin L. Walzer
Nicholas Niles
Marcia G. Welsh, Ph.D
Thomas M. Curra

Absent:

Barbara B. Hudock

L. Jay Lemons, Ph.D.
Clifford Melberger
Jeanne Genzlinger

WVIA Staff Attending:

Lynne Pouria
Michelle Riskey
Brooke Stoddard

Public Attending:

Lou Danzico

Chairman Fried called the meeting to order at 12:05pm.

Chairman Fried welcomed everyone to the June board meeting and in Ms. Genzlinger's absence delivered the secretary's report. Hearing no additions, comments, or corrections, **a motion was made by Mr. Frieder to accept the secretary's report as written, seconded by Dr. Welsh, and approved by all.**

Chairman Fried then nominated the following officers for the upcoming Fiscal Year.

Chairman: L. Jay Lemons, Ph.D.
Secretary: Jeanne Genzlinger

Vice Chairman: Peter Frieder
Treasurer: Jennifer Wilson

A motion was made by Mr. Walzer to accept the officers as nominated, seconded by Mr. Kelly, and approved by all.

Chairman Fried introduced Mr. Frieder and Ms. Pouria to deliver the treasurer's report. Ms. Pouria reviewed the statement of financial activity for the current year as of April 30, 2018. **A motion was made by Mr. Jones to accept the treasurer's report as presented, seconded by Chairman Fried, and approved by all.**

Mr. Curra delivered his President's Report. Highlights include work on the statewide Battling Opioids project and education as the top priority and main focus at this time. **A motion was made by Mr. Niles to approve the President' Report as presented, seconded by Mr. Kelly, and approved by all.**

Chairman Fried then began discussion of the 2019 Fiscal Year Budget. Ms. Pouria discussed the Quatt Compensation analysis conducted, and the designated actions over the next 3 years to follow up with the firm's suggestions. Ms. Pouria then explained how that fits into the Fiscal Year 2019 budget. Mr. Curra interjected that due to a new position of a Grant Writer we can best utilize the budget more effectively. Mr. Niles congratulated Mr. Curra on the positive outlook for the budget. **A motion was made by Mr. Walzer to approve the Fiscal Year 2019 Budget as presented, seconded by Mr. Niles, and approved by all.**

Chairman Fried delivered the Executive Committee Report. He proposed a need to create a task force to take a look at the options for WVIA's physical facility. This task force would discuss options such as repairing or relocating. Chairman Fried summarized that Mr. Jones will be at the helm and asked for a motion to authorize the creation of the task force. **A motion was made by Ms. Wilson to authorize the creation of this Task Force as presented, seconded by Ms. Welsh, and approved by all.** Mr. Jones then called for volunteers to join and Mr. Kelly along with Mr. Cohen offered.

Chairman Fried resumed with the Governance Committee Report. The Committee met to update the by-laws and review new Director nominations. In summary, Mr. Niles recommended the by-laws be adjusted to change the election of new Directors to take place at the June Board Meeting rather than the October meeting. The by-laws also now reflect the new by-laws of PBS including the addition of the authorization of holdover directors, which will allow a director to stay on the Board beyond his or her term limit. **A motion was made by Mr. Kelly to approve the Governance Committee Report, seconded by Ms. Welsh, and approved by all.**

Chairman Fried then introduced Mr. Niles to deliver the Nomination Committee report and recommendations. Individuals were then introduced and voted on for a position on WVIA's Board of Directors. **A motion was made by Ms. Wilson to appoint Holly Morrison to the Board of Directors, seconded by Mr. Walzer, and approved by all. A motion was made by Mr. Kelly to appoint Ted Williamson to the Board of Directors, seconded by Chairman Fried, and approved by all. A motion was made by Mr. Jones to appoint Ida Castro to the Board of Directors, seconded by Dr. Welsh, and approved by all. A motion was made by Mr. Bromfield to appoint Jose de los Rios to the Board of Directors, seconded by Mr. Frieder, and approved by all.** Mr. Frieder thanked Mr. Niles and the Nomination Committee for a great job and is looking forward to more candidate suggestions to come.

Next Chairman Fried discussed the Personnel Committee Report in Dr. Lemon's absence. Highlights included an overview once again of the Quatt Analysis and strategy going forward. **A motion was made by Mr. Niles to approve Personnel Committee Report, seconded by Mr. Walzer, and approved by all.**

Chairman Fried thanked Mr. Cohen for his leadership of the Finance and Investment Committee, and asked him to present the Committee Report. Mr. Cohen then introduced Mr. Stoddard for his input and in-depth explanation. Mr. Stoddard re-iterated his role with WVIA and more specifically this committee. He concluded that there is no need to rebalance at this time and the portfolio is comfortably managing in the current market. Chairman Fried thanked Mr. Stoddard for his presence and service and thanked Mr. Cohen for the committee's hard work. **A motion was made by Mr. Walzer to approve Finance and Investment Committee Report, seconded by Mr. Kelly, and approved by all.**

Mr. Curra introduced Jo-Ann Reif, Ph.D., Chairman of WVIA's Community Advisory Board for over a decade. Mr. Curra elaborates on having 16 members of the Board. Dr. Reif read a prepared statement acknowledging the many accomplishments of WVIA over the year including fulfilling the requirement of the CPB for educational and cultural needs. Spoke highly of WVIA having a rich year and the awareness of its extent to the region. Mr. Curra thanked Dr. Reif for being a thorough, accomplished Chairman and her aiding in the success of speaking out in the community.

With no further questions, Chairman Fried then asked for a motion to adjourn to Executive Session due to proprietary information. **The motion to adjourn to Executive Session was made by Mr. Niles, seconded by Mr. Jones, and approved by all.**

The meeting was released to Executive Session at 1:44pm and re-opened at 2:40pm.

Chairman Fried moved to the acknowledge our parting directors. Mr. Curra recognized Mr. Walzer and Mr. Fried and presented them with an honorary award for their service to WVIA. The Chairman also recognized Cliff Melberger who was not present at this meeting.

With no further business, **a motion was made by Mr. Jones to adjourn, seconded by Mr. Frieder, and approved by all.**

Chairman Fried adjourned the meeting.

The next meeting is scheduled for Friday, October 5th, 2018 at Noon.

Respectfully submitted by Michelle Risley, Interim Assistant to the Board of Directors