



Minutes of Combined Board Meeting

March 9, 2018 at Noon
WVIA Public Media Studio

Attending:

Wayne Bromfield
Rick Cohen
Alex Fried, Chairman
L. Peter Frieder (*via phone*)
Jeanne Genzlinger
Andy Hirsch
Kristopher Jones
Robert T. Kelly, Jr. (*via phone*)
Nicholas Niles (*via phone*)
Martin L. Walzer
Marcia G. Welsh, Ph.D. (*via phone*)
Thomas M. Curra

Absent:

Barbara B. Hudock
Elaine Lambert
L. Jay Lemons, Ph.D.
Clifford Melberger
Kathy Scullin
Jennifer Wilson

WVIA Staff Attending:

Lynne Pouria
Sarah Marie Thomas

Chairman Fried called the meeting to order at 12:16pm.

Chairman Fried welcomed everyone to the March board meeting and introduced Ms. Genzlinger to deliver the Secretary's report. Hearing no additions, comments, or corrections, **a motion was made by Mr. Jones to accept the Secretary's report as written, seconded by Mr. Walzer, and approved by all.**

Chairman Fried then 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 January 31st, 2018. **A motion was made by Mr. Cohen to accept the Treasurer's report as presented, seconded by Ms. Genzlinger, and approved by all.**

Mr. Curra delivered his President's report. He then introduced Neil Prisco to present WVIA's proposed branding refresh to VIA Public Media. Mr. Cohen inquired about web branding and the urls we currently use. Mr. Prisco stated we own viapublicmedia.org, but WVIA.org will still redirect to that page. A conversation ensued regarding the length of this new url and whether it was "user friendly." Mr. Cohen also asked if we think we'd be hindered by still using existing branding? Mr. Curra believes that is not the case. Although WVIA is a regional brand, we need to think bigger now that it's producing on a national level. Mr. Prisco added that VIA Public Media has more of a punch to it. Mr. Hirsch asked if WVIA has done any concept testing on this idea? Mr. Curra replied WVIA is about

to, starting with the Community Advisory Board. Mr. Frieder complimented Mr. Prisco, Mr. Curra, and the station on a job well done preparing and presenting this idea.

Mr. Curra then introduced Mr. Norton who spoke about community engagement initiatives for WVIA. Mr. Norton presented the great response for American Creed. WVIA received a grant used for a Hazleton screening of the documentary after Christmas. At this screening, WVIA taped interviews for online use promoting similar themes. A student engagement fair also occurred at Bloomsburg University and received a tremendous response. Mr. Curra thanked Mr. Norton, as did the board. There are three additional breakouts coming up from PBS or national content providers that WVIA intends to capitalize on, including American Creed, Civilizations, and The Great American Read. **A motion was made by Mr. Jones to approve the President's Report as presented, seconded by Mr. Hirsch, and approved by all.**

Chairman Fried noted that the Executive Committee met in advance to today's meeting to review committee activities and reports. All discussions went well, and a few action items were approved for the personnel and finance committees to report on. First, Mr. Fried discussed the need for a strategic plan. Mr. Curra presented the Executive Committee with thoughts about going forward with this in the new fiscal year. The next step for WVIA is to strategize the future and how to get there over the next 4-5 years. Mr. Curra asked for the board's approval to send Requests for Proposals for this study. **A motion was made by Mr. Kelly to allow Mr. Curra to move forward and obtain RFP's in time for the June Combined Board Meeting and recommend a firm with the approval of the board to assist WVIA in the strategic planning process throughout FY2018-2019. The motion was seconded by Mr. Frieder, and approved by all.**

Chairman Fried then noted the need to activate the Nomination Committee. Mr. Niles will schedule a meeting with members of the committee which will then complete a needs assessment including geography, gender, etc. The committee is looking for ideas and recommendations for potential director candidates. The final slate will then be presented and elected at the June board meeting, with the new directors first meeting taking place in October. The need to fill the Vice-Chairman position will also be discussed at the meeting. A discussion on director term lengths and retiring directors followed with a suggestion to do something more in celebration of those who have served. **A motion was made by Mr. Niles to approve the Executive Committee Report as presented, seconded by Mr. Jones, and approved by all.**

Chairman Fried delivered the Personnel Committee Report. He and Dr. Lemons have been engaged with Quatt Associates studying compensation for staff and CEO. Chairman Fried emailed the report on CEO compensation earlier this morning to all directors, as well as the timeline for staff compensation to finish up reviews/suggestions before May for budgeting purposes. This will be discussed in further detail during Executive Session. At 1:30pm, Simon Quint will be joining the meeting via phone to deliver the report and answer and questions directors may have. Mr. Niles mentioned he was very impressed with the study he read and wanted to congratulate Quatt on their fine work. **A motion was made by Mr. Walzer to approve the Personnel and Compensation Committee Report, seconded by Mr. Cohen, and approved by all.**

Next Chairman Fried discussed the great results from the Investment Committee's actions to date. He then introduced Brooke Stoddard of Goldman Sachs to present more details. Mr. Stoddard informed the directors that to date WVIA has earned approximately \$273,762 in interest, dividends, and market value appreciation. Mr. Stoddard mentioned his core responsibility is to help WVIA further its endowment. However, he is happy to provide access to whatever resources directors might like to see, if possible.

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. Frieder, and approved by all.**

The meeting was released to Executive Session at 1:23pm and re-opened at 1:57pm.

With no further business, Chairman Fried adjourned the meeting.
The next meeting is scheduled for Friday, June 8th, 2018 at Noon.

Respectfully submitted by Sarah Marie Thomas, Assistant to the Board of Directors