

The Iowa Public Radio, Inc. Board of Directors met on June 27, 2018, on the 3<sup>rd</sup> Floor of the Communication Arts Center, University of Northern Iowa, Cedar Falls, IA. Present for the meeting were Chairman Marsha Ternus, Vice Chairman Bob Downer and Directors Steve Firman, Scott Ketelsen, Julie Monson and Doug West. Directors Jeneane Beck and Zach Mannheimer attended by phone. Directors Vickee Adams, John McCarroll and Mary Kramer were absent. Present from Iowa Public Radio were Myrna Johnson, Kelly Edmister, Al Schares, Andrea Hansen, Matt Sieren and Steve Schoon.

Chair Ternus called the meeting to order at 1:00 p.m. Roll call was taken with each director stating their location.

Bob Downer – present at meeting site  
Scott Ketelsen – present at meeting site  
Julie Monson – present at meeting site  
Doug West – present at meeting site

Steve Firman – present at meeting site  
Zach Mannheimer – by phone from Des Moines  
Marsha Ternus – present at meeting site

Based on the responses provided, the requirements of Section 21.8(1)(c) were satisfied and it was appropriate to proceed with the approval of the agenda.

### **Agenda**

Chair Ternus requested a motion to approve the agenda. Director West moved and Director Firman seconded to approve the agenda as presented. The motion was unanimously approved.

Director Beck joined the meeting by phone from Iowa City at 1:06 p.m.

### **Minutes**

Chair Ternus requested a motion to approve the minutes. Director West moved and Director Firman seconded to approve the March 7, 2018, minutes as presented. The motion was unanimously approved.

### **Chairman's Report**

Chair Ternus reported that since the last meeting, she has worked with staff on Governance Committee matters and the proposed capital campaign.

### **Old Business**

There was no discussion regarding old business.

### **Governance Committee Report**

In the absence of Governance Committee Chair Kramer, Chair Ternus reported that the Governance Committee had met and discussed board terms, number of board members and the public service

operating agreement renewal timeline. The Committee discussed the idea of increasing the maximum number of Community board members from 8 to 15. This would allow the Board to grow and create a staggered replacement schedule. Chair Ternus reported that the Committee approved a recommendation to pursue increasing the maximum number of Community board members from 8 to 15. The next step would include discussing this proposal with the Board of Regents staff. Draft amended by-laws could be presented to the IPR Board in time for consideration at the September Board meeting.

### **Finance Report**

Edmister reviewed the financial reports through May 31, 2018 and indicated the fiscal year-end forecast had been updated in preparation for June 30. Director West moved and Director Firman seconded to accept the financial report as of May 31, 2018. The motion was unanimously approved.

### **FY19 Budget**

Edmister reviewed the FY19 budget highlighting significant variances to the FY18 budget and addressing questions from the Board. Edmister outlined the budget process including the review by the Finance Committee on June 25 and the delivery of the budget to the Board of Regents by July 2 for approval at their August meeting. Director West moved and Director Firman seconded to approve the FY19 budget as presented. The motion was unanimously approved.

### **Capital Campaign Proposal**

Development Director Andrea Hansen presented a campaign proposal outlining the reasons for a campaign, the timing of such and the priorities of the campaign. Hansen discussed the differences between a capital campaign and a comprehensive campaign and the structure for each. Johnson and Hansen addressed questions from the Board and provided examples of campaigns conducted by other public radio organizations. Director West moved and Director Monson seconded to approve moving forward with organizing a \$25 million comprehensive campaign. The motion was unanimously approved.

Director Mannheimer left the meeting at 2:29 p.m.

The Board thanked Scott Ketelsen for his service to the Board as he leaves UNI to work at the UI School of Nursing.

### **Des Moines Facilities**

Administrative Services Manager Matt Sieren updated the Board on progress related to consolidation of the Des Moines offices. Sieren outlined the process to date including conversations with staff, completion of an independent needs assessment by Iowa State's Facilities Planning & Management team and review of that assessment by Daryl Metzger and Rob Smith, the owners of the building. Sieren reported that Metzger and Smith's analysis and design specs confirmed the building at 2111 Grand did meet both the

short and long-term needs of the organization. Johnson, Edmister and Sieren addressed questions from the Board and discussed potential re-negotiation of some provisions in the lease in light of future potential leasehold improvements. Director West moved and Director Firman seconded to approve exercising the option to take full occupancy of the building with simultaneous renewal of the lease for an additional 10 years after seeking advice from real estate and legal professionals. The motion was unanimously approved.

Pat Blank briefly joined the meeting to express her thanks to the Board for their support during her illness.

**Executive Director Report**

Executive Director Johnson highlighted awards that had been received in the most recent awards season, recent hires including Katelyn Harrop, Talk Show Producer, and Katie Peikes, Western Iowa Reporter, and upcoming summer events.

**Adjourn**

As there was no additional business, Chair Ternus adjourned the meeting at 2:54 p.m.