The Iowa Public Radio Board of Directors held their board meeting on February 22, 2012, at IPR Studios in Des Moines, IA. Present for the meeting were Chairman Art Neu, Vice Chairwoman Kay Runge, Director Warren Madden, and Executive Director Mary Grace Herrington. Directors Gloria Gibson and Tysen Kendig was absent. Present from the IPR leadership team were Kelly Edmister, Jonathan Ahl, Scott Rivers, and Al Schares.

Chair Neu called the meeting to order at 1:00.

February 22, 2012 Agenda Approval:

There were no amendments. Vice Chair Runge moved to accept the agenda; motion seconded by Director Madden. Motion carried.

December 15, 2012 Minutes Approval:

Vice Chair Runge noted that Chair Neu called for a vote on interest to add additional community directors to the IPR board. Minutes will be amended to reflect the vote of four in favor of not adding community directors to the IPR board. With this change, Director Madden moved to approve the amendments. Motion was seconded by Vice Chair Runge; motion carried.

Finance Update:

Edmister presented financials through December 31, 2011. Edmister reviewed revenue, expenses and several line items that were either ahead or behind schedule mainly due to timing. Director Madden asked for a quarterly update in investment balances; Edmister will prepare for the April meeting. Director Madden moved to approve the financials through December 31, 2011; seconded by Director Runge. Motion carried.

Edmister welcomed via conference call Roger Nearmyer of Cremers, Holtzbauer, Nearmyer P.C. Roger presented a draft of the independent audit for Iowa Public Radio and responded to questions. Nearmyer reviewed the Statement of Net Assets, Statement of Revenues and responded to questions. Nearmyer reported there are no significant findings of concern other than procedural which will improve with filling vacancies with accounting professionals and improving practices under Edmister’s leadership. Edmister then reviewed the Management Discussion and Analysis drafted by IPR.

Director Madden moved to accept the FY2011 IPR Independent Audit; seconded by Vice Chair Runge. Motion carried.

Edmister then reviewed the signature process for station audits and next steps.

Herrington reviewed the FY13 Budget planning process and noted the FY13 operating budget would be presented for approval at the April meeting in order to accommodate the Regents’ deadline in May.
IPR Single Class Employment Plan Update

Edmister presented an update noting that according to FCC guidelines, each licensee must maintain two employees. One staff member must be a manager and each can be either paid or unpaid staff. This FCC staffing requirement presents a challenge in transferring all university-based P&S employees to IPR employment. The interpretation has been reviewed and confirmed with IPR’s legal counsel for FCC matters – Meg Miller of Dow Lohnes, P.C. in Washington, D.C.

In reviewing the FCC staffing requirement with the Plan’s Project Team (HR leadership from each university, legal counsel and policy advisor from the BOARD office) and confirming with Miller, IPR can offer an ‘opt in’ to IPR employment. This will allow for a volunteer option to move from university employment to IPR employment over time.

With this modification to the plan, IPR contract employees will transfer effective July 1, 2012, and university-based employees will have the option to transfer effective July 2, 2012.

Herrington noted in further conversation with Miller that it is possible to petition the FCC for a waiver in the staffing requirement. All agreed this was an option to explore but not urgent at this time.

Programming Changes

Ahl and Schares presented Arbitron ratings for the past four survey periods and noted several challenges in some programs and time-slots. The data indicated that many programs remain viable but the day and time-slot could be improved. Programming changes were recommended for shows in the evenings and on weekends – including moving days/times, eliminating one show, and adding several new shows. All recommendations are based on industry best practices and Arbitron ratings for the past four survey periods. Ahl and Schares recommended making the changes in concert with the reallocation of WOI 90.1fm (from News/Classical to News/Studio One) currently scheduled for July 2, 2012. A significant communications plan (web, on-air, print, newsletter and correspondence) would inform the listeners of the changes.

Vice Chair Runge moved to accept the proposed programming changes; motion was seconded by Director Madden. Motion carried.

Executive Update

Herrington reviewed department updates and responded to questions. Herrington noted Director Gibson’s option to assign an Assistant to represent UNI at IPR board meetings and that a meeting would be scheduled to discuss the option. A reprieve for Director Gibson could be helpful as she works through the challenges at UNI at this time. Herrington then confirmed the date of April 24th for the next board meeting.
Two policies were reviewed and approved; discussion included updates were needed in order to be compliant with new policies at ISU.

Employee Cell Phone/PDA Provision policy – moved by Director Madden; seconded by Chair Neu. Motion carried.
Employee Mileage Reimbursement policy – moved by Chair Neu; seconded by Director Madden. Motion carried.

With no further discussion, Vice Chair Runge moved to adjourn; seconded by Director Madden. Motion carried.

Chair Neu adjourned the meeting at 4:05pm.

Respectfully submitted,
Mary Grace Herrington
Executive Director