

WXPR Board of Directors Meeting Minutes

January 24, 2017 White Pine Room 6PM

Present: Richard G'sell, Patty Fitzpatrick, Jeff Burke, Jim Brust, Sally Mode, Kim Zambon, Gary Entz, Joan Hauer, Elaine Strite, Phil Hejtmanek, and Ken Krall.

Excused: Dan Kuzlik, Pete Rondello

Recorder: Patty Fitzpatrick

Agenda Item	Discussion	Action
Call to Order/Attendance	Richard G'sell, chair, called meeting to order at 6:05 pm.	
Public Comment	None attending.	
Monthly Station Presentation	Ken Krall attended the public listening session with Tom Tiffany and Rob Swearingen at Nicolet College in Rhinelander. He recorded the session, which was well attended, and is working on preparing news stories.	
Approval of Minutes	Minutes from November 22, 2016 meeting were reviewed.	Motion by Sally Mode to approve as presented. Second by Gary Entz. Motion Carried.
Station Manager Report and Questions	Pete Rondello submitted written report prior to the meeting.	
Committee Reports and Questions	<p>Governance – Jeff Burke reported six BOD candidates have been interviewed. Governance will discuss at next committee meeting and bring recommendations to the full board. Station manager's contract to be discussed later in this BOD meeting. Jeff confirmed with Pete that staff job descriptions are current and accurately reflect jobs being done.</p> <p>Finance – Phil Hejtmanek advised that Randy Beard of Wipfli presented preliminary audit and financials. Final financials and audited statements with executive summary distributed to the board. Revenue has had upward trend and increase in membership in past two years. Ken confirmed that all CPB and federal reports have been filed and accepted.</p> <p>Fundraising – Jim Brust reported have been pursuing a couple of</p>	

	<p>projects. Has received copy of membership and demographics. Working on a plan to partner with staff or donor retention and development. Proposing a board raffle as an additional fundraiser. Could be sold at concerts and community events. Jim estimates could raise \$10,000 or more. Continue to work on planned giving. Richard added that he has been meeting one on one with major donors thanking them and asking for their input about the station.</p>	
Old Business	<p>ENCO replacement budget and overall financial needs – Phil reported equipment purchased and received. Installation to be installed in early February. Plan that by 2/9/17 ENCO system will be updated.</p>	
New Business	<p>Annual Audit – Richard presented final FY16 financials and audit as prepared by Wipfli and reviewed by Finance Committee.</p> <p>Dan Kuzlik resignation from board – Dan has resigned because he has moved from the area. Richard has sent a thank you to Dan for his service on the board.</p> <p>Community Foundation grant request – The Board of Directors expresses its satisfaction with the progress and results produced by the WXPR Director of Development. Richard requests authorization to seek third and final stage of invasion of principal from WXPR Endowment Fund managed by Community Foundation of North Central Wisconsin (CFNCW).</p>	<p>Motion by Joan Hauer to approve audit as presented. Second by Kim Zambon. Motion Carried.</p> <p>Motion by Jim Brust to accept Kuzlik’s resignation from BOD. Second by Phil Hejtmanek. Motion Carried.</p> <p>Motion by Jeff Burke to direct its Chairman to seek the third and final stage of the Invasion of Principal of the WXPR Endowment Fund managed by CFNCW. The amount sought is \$12,000 to (partially) fund ongoing salary and expenses for the employment year beginning April, 2017. Second by Phil Hejtmanek. Motion carried.</p>
Technology Replacement Fund	<p>Phil stated Finance Committee recommends addition of a line item to budget to accommodate ongoing technical needs. This will allow us to set aside money annually to give us ability to adapt to changing media</p>	<p>Motion by Jeff Burke to add Technology Replacement Fund as a new line item to the budget for FY2017. Second by Gary Entz. Motion Carried. Finance committee will present</p>

	environment. Funding would carry over from year to year.	to the Board at February meeting the recommendation of an amount to be budgeted and a recommendation on whether to establish a reserve fund for technology.
Closed Session	<p>Station Manager performance evaluation. BOD reviewed confidential, anonymous input by BOD, Staff and Self. Personnel Liaisons will prepare final evaluation and meet with SM.</p> <p>SM renewal contract reviewed and approved.</p>	<p>Motion by Jeff Burke to move into closed session at 7:40 pm. Second by Joan Hauer. Motion Carried.</p> <p>Motion by Jeff Burke to approve renewal contract. Second by Jim Brust. Motion Carried.</p> <p>Motion by Joan Hauer to move out of closed session at 8:20 pm. Second by Jim Brust. Motion carried.</p>
Acceptance of Absences	None.	
Adjournment	Meeting adjourned at 8:30 pm	Next meeting is Tuesday, February 28, 2017 at 6 pm in the White Pine Room.