

WXPR Governance Committee Meeting
February 23, 2018 White Pine Room, WXPR Studios
2:00 p.m.

Present: Gary Entz, Jeff Burke, Elaine Strite, Bill Clow, Mike Smolarek
Recorder: Mike Smolarek

Agenda Item	Discussion	Action
Call to Order/Roll Call		The meeting was called to order at 2:10 p.m
Public Comment	none	none
January Minutes Approval	There was discussion regarding the person(s) that is/will be responsible for writing revisions to the by-laws that are an ongoing task of the Governance Committee. A motion was made and seconded to approve the January minutes.	This item and continued discussion will be an agenda item at the next meeting of the Committee. January minutes were approved.
Station Manager's Comments	Station Manager Bill Clow reported that Jeremy Starz has been hired for the posted position of Operations Co-ordinator. Bill is exploring a partnership with a broadcast engineering firm that will assist WXPR with our transmission technologies. They will provide multiple resources covering many possible station issues. WXPR is the recipient of a \$9100 Humanities Grant. Bill is continuing to work to convert our public open records to an electronic form that will be posted online as per FCC regs.	Jeremy will begin his new position within the next two weeks. The receipt of this grant will allow the station to further pursue the movement of M MacKenzie into the community features role.

	<p>The Saturday evening music show Swing Shift will end on March 3.</p> <p>WXPR’s neighbor, Associated Bank, will be moving its business to a new site in Rhinelander. The Spring Pledge Drive will commence on April 19 and run through the 28th. The WXPR Annual Membership Meeting will precede the April BOD meeting.</p>	<p>In the vacant time slot, WXPR will begin airing the syndicated “Mountain Stage” beginning March 10. Bill will explore the possibility of obtaining rights to the parking area adjacent to the station.</p>
<p>Old Business: Establish annual objectives – By-laws review process</p> <p>Identify and consider candidates for Board membership (ongoing) – present BOD candidates to full board for consideration.</p>	<p>Committee members all reviewed Article 3 of the by-laws. As the committee worked through discussion of all 16 sections of Article 3, there was considerable discussion of the intent and purpose of much of the content. There were several minor changes improving consistency within the document. In addition, several grammatical and syntax errors were corrected.</p> <p>Presently, there needs to be no further action in this regard as the BOD has a full complement of twelve members and the April ballot is full.</p> <p>Elaine mentioned the names of two newly retired people that will be moving to the area that could be interested in BOD positions.</p>	<p>Jeff B either volunteered or was volunteered to re-write each section for presentation to the full BOD for final approval. Each section will appear in its original form followed by the revised form, making it easier to see the revisions. Committee members will email Jeff a summary of particular revisions to be sure all revisions will be included.</p> <p>No action will be taken presently, but these names will be in the holding pen of Elaine’s mind.</p>
<p>New Business: Prepare self-assessment form for each director (include evaluation of meetings/governance roles)</p>	<p>The actual validity and possible uses for self-evaluations were discussed in detail. It was the general</p>	<p>This item is tabled.</p>

and make time at the Feb BOD meeting to have members fill them out.	consensus of this committee that these evaluations are mostly not very useful or a good use of BOD member's time and effort.	
Present list of candidates for ballot	No discussion as this has already been done.	No action – already accomplished.
Closed Session: Review Board and Staff evaluations of the station manager.	The committee moved into closed session, reviewed the completed BOD member's evaluations, reviewed staff member's evaluations, and formulated a consensus that will be presented to the full BOD at the Feb. meeting.	A summary of comments and possible actions will be shared at the next BOD meeting.

Meeting was adjourned at 4:15 p.m.
Next meeting date: March 20, 2018 at 9:30 a.m.