



WYSO BOARD MINUTES

December 16, 2015

WYSO Conference Room
Yellow Springs, Ohio

Members present: Kevin McGruder, Rodney Veal, Chuck Berry, Bruce Bradtmiller, Natalie Skilliter, Ashley Appleman, Nancy Nash, Kevin Rose, Brad Price, Judd Plattenburg, William “Bill” Linesch, Don Hayashi, Seth Gordon and Glenn Watts.

Members absent: Herbert “Rusty” Cousins and David Seyer.

Staff present: Neenah Ellis, Doug Hull and Luke Dennis.

Seth called the meeting to order at 8:18 a.m. He welcomed the two newest members of the Board, Judd Plattenburg and Brad Price, and asked each Board member to introduce themselves.

Minutes. Moved by Bill, seconded by Don, to approve the Minutes of the meeting of October 21, 2015. A draft version of the Minutes was circulated prior to this meeting. The motion to approve the Minutes was approved by voice vote. Glenn will E-Mail the Minutes to Juliet Fromholt for posting on the station’s website.

New Members: Seth said that two people are up for consideration for Board membership. Seth asked Luke to provide background information about Lucy Owens. Luke said that she is a poet and an entrepreneur who is also active in several community organizations and knows many people. Her membership will significantly extend the Board’s range of contacts. Moved by Bruce, seconded by Bill to approve Lucy Owens for a three-year term on the Resource Board. The motion was approved with two abstentions.

Rodney Veal was proposed for membership on the Board. Neenah said that Rodney is a choreographer, an educator and the host of Think TV’s arts magazine, *The Art Show*, on Sunday afternoons. He also teaches at the Stivers School of the Performing Arts and is involved with several community organizations. Moved by Bruce, seconded by Don to approve Rodney Veal for a three-year term on the Resource Board. The motion was approved and Rodney then joined the meeting.

Bylaws Update. Seth said that the Board wanted to restructure the committees, but there are some discrepancies between what the Bylaws call for and the Committee structure that was adopted at the August meeting. In order to operate in compliance with our Bylaws, we need to amend the Bylaws. At the last meeting Glenn recommended adding a sentence giving the Chair authority to reassign the duties of the standing committees to special committees. This approach is simple, preserves the list of duties that were considered important when the Bylaws were written, and adds flexibility to Board operations.

To amend the Bylaws, a resolution must be considered at two separate meetings. The proposed resolution was discussed at the October meeting and it must be approved at the December or a subsequent meeting by two-thirds of the entire Board membership (not two-thirds of those attending). The Board now has 17 members which means that 12 must vote in the affirmative to amend the Bylaws. Moved by Kevin R., seconded by Glenn, to adopt the resolution considered at the October meeting which authorized the Chair to assign to special committees, with the approval of the Board, any of the duties or functions of the standing committees except those of the Executive Committee. The motion was carried on a rollcall vote with 14 voting in favor, none opposed and none abstaining.

Glenn noted that two more steps are needed to make the committee structure fully compliant with the Bylaws:

1. The Chair should restructure the Committee assignment sheet to make sure that all of the duties mentioned in the Bylaws are assigned to a standing or special committee, and the full Board should then approve this structure at the April 2016 meeting.
2. The Chair should make sure that the number of people on each of the Special Committees is spelled out. A range (say 2 to 7) would be reasonable.

General Manager's Report. Neenah said that this has been an exceptional month at WYSO. Ariel VanCleave has left and April Laissle (pronounced Leslie) has been hired to replace Ariel as the *Morning Edition* host. April comes to WYSO from WOUB in Athens where she was a reporter and host. Neenah said that there were 29 applications from around the country and April was the first choice. Ariel's departure called attention to the fact that the station has only one backup host for *Morning Edition* and *All Things Considered*. New hosts are being trained, including a person who was in the recent candidate pool.

Jayne Monat, the membership, traffic, and volunteer coordinator, has left for a position at Wright State University. She is exceptionally skilled and made many improvements to WYSO systems. Jayne has been replaced by Jacki Winfree who has been a three-year volunteer at WYSO. Jacki brings a great deal of organizational and data base experience. She is a Community Voices graduate.

Neenah said that after an in depth review of the underwriting program, she decided that structural changes were necessary. The Board has long been concerned about our comparative performance in underwriting. Three years ago the program and compensation incentives were revised; however, after a year of better performance, we have again plateaued. Neenah said that a lot of research was done before coming to the decision to restructure the underwriting program. The goal is to redesign how underwriting functions, how clients are approached, and to make underwriting an organic part of the station.

The position of Account Executive has been eliminated. In addition, the shared services agreement with WDPR, under which the stations shared an account executive, has been terminated. Karen Bledsoe, a former Board member, has been hired as the Director of Underwriting.

As a result of the research that was done prior to making this change, Neenah decided that

Karen will be salaried rather than compensated by salary and commission. She consulted several other stations and she believes that this is the best structure for WYSO at this time.

Chuck observed that some stations use commission and have even outsourced sales, and that a salary model is somewhat unusual. In addition, this approach consolidates 1.5 positions into one. He asked when this model will be evaluated. Neenah responded that underwriting goals for the current fiscal year are in place and she will have a good idea of how well this structure is working at the end of the fiscal year, but it will take at least 12 months before she has a solid idea about performance. Bill added that it may take 12 to 18 months to know if the “run rate” (the underwriting sales trend) is consistent with the underwriting targets. We may see an initial dip in underwriting revenue because of the transition, but the monthly run rate should pick up by the end of the fiscal year. Neenah said that peer station data is usually available in November and she will then compare it to the underwriting income at WYSO.

Bill said that, in general, a commission structure works best when you are selling a commodity. Brad said when creating a long-term sales relationship, a salary structure works well. Salary also promotes staff stability which is important for WYSO.

At this point the Board entered Executive Session to discuss personnel matters. No actions were taken during the Executive Session.

Neenah announced that the tower equipment is in place. There are a couple of things that remain to be connected, but she can now pick the date on when to make the switch. She said that they need to finalize the marketing plan and get it in place. At this point she expects the change-over to occur in early to mid-January. Thanks to Jim Stitt, the station’s engineer, and the good weather that we have had all fall, everything has gone smoothly.

The new tower offers a 54% increase in potential listeners. This is a new tower with a new transmitter shack. The tower is 450 feet tall and the terrain is higher than the current location. It is located between the Wilmington Pike and Indian Ripple exits to the east of I-675 in Bellbrook. With this relocation, reception will significantly improve in the areas south of Dayton along the important I-70 corridor as well and in south Dayton proper. Juliet Fromholt will be doing a *WYSO Curious* story about why our signal breaks up in the south of Dayton and Chuck will contribute research to that story. Nancy asked if there will be areas that experience a signal degradation. Neenah responded that there may be some reduced coverage in the Sydney area.

Thomas Manley is the new Antioch College President. He is coming from the Pacific Northwest College of Art in Portland, OR where he has been President since 2003. He has 35 years of higher education experience and is credited with a turnaround at PNCA. He came to WYSO a few weeks ago for an interview and he will return in late January. Neenah has been having conversations with three local Antioch College Board members about the station’s long-term relationship with the College and they seem supportive of the station. She will be having talks with the Friends of WYSO about this relationship. Neenah had a long discussion with the Vice President for Academic Affairs who is close to releasing a paper on how the College can work with the station.

Nancy asked Neenah to describe the Friends of WYSO for the benefit of the new members. Neenah said that the Board created a committee that we are calling the Friends of WYSO for the purpose of raising and holding gifts for the station at the Dayton Foundation and to incorporate as a 501(c)(3) so that if the need should arise it could be the license holder. The Friends is not incorporated yet, but they are moving in that direction. The members of the Friends are Fred Bartenstein, Nancy Nash, Karl Colón and Maureen Lynch.

Glenn expressed concern that it was taking too long to incorporate the Friends as a 501(c)(3). He believes that there may not be as much time as we would like before a decision on the future of the station has to be made and he outlined a scenario in which the Friends might be called upon to hold the license. He also suggested a way in which this could be made to happen. He urged Neenah and the Friends members to move ahead as quickly as possible with the 501(c)(3) incorporation.

Chuck asked when the College would become accredited. Seth said that the College has completed and submitted all of the work necessary for the application, and the site visit has been completed. The next step is for the committees of the Higher Learning Commission to review the application material and to get clarification on any questions they may have. Kevin M. added that the site visit team that was at the College in November 2015 will make a recommendation to the Commission, there will then be a meeting in April between the Commission staff and a few top administrators of the College. Based on all of the material and what it learns in the April meeting, the Commission will make a decision. The College President will be told of the decision sometime between April and June, but the official decision will not be made public until June. The College has asked for Accelerated Accreditation and the Commission may grant the request, decide that the College should follow the normal schedule which would require another two years, or it could deny accreditation. Chuck said that if accreditation is granted, that will surely help, but if it takes another two years, it could be serious. Kevin M. agreed.

Neenah announced that Tod Weidner will take over the *Jazz Forward* time slot in January. Weidner has filled in for Niki Dakota and his new show will be called *The Jewel Case*. Rev. Cool Carter was voted the Region's Best DJ in the Dayton.com poll. We are a bit thin in the bluegrass area and we are looking for more Bluegrass hosts.

Community Voices is starting year seven. It has been revised into two sections this year. Part I will be the first six months and Part II will offer additional training through the summer. Many spin-off projects are also underway. The second round of the Veterans Voices project is finishing up this month. Will Davis, the editor, has done a great job, and we have had tremendous cooperation from the Veteran and Military Center at Wright State University. Dayton Youth Radio has raised some money and we are starting a Power2Give Campaign today through Culture Works. The Dayton Youth Radio program will be running at the Dayton Early College Academy (DECA) this spring; if we are able to raise another \$2,000 we will expand the program to the Yellow Springs High School later this year. Yellow Springs has purchased the necessary equipment and they are ready to go.

There is a Community Voices program going on at the Dayton Correctional Institution. Lewis Wallace, along with two Community Voices producers, Anita Kelly and Renee Wilde, have been teaching at the women's prison and there will be amazing stories. Rediscovered Radio is

launching its second season. Four Community Voices producers are working on that project with Jocelyn Robinson as the lead. She will be joined by Dave Barber, Steve McQueen, and Jason Reynolds. Culture Couch is continuing. There is another American Graduate project that will start in early 2016. This one is about the difficulties high school students have getting into College. The American Graduate receives funding through Think TV.

Nancy asked how many stories come from Community Voices people. Neenah said that about 100 came in last year. There are one or two running each week. This is great, but with all of these stories coming in, now we have an editor shortage.

Underwriting. Luke reported that future goal setting will be based on a comparison with national data. The station participates in the national survey of public radio stations conducted by Greater Public. The survey produces a great deal of data useful for measuring our performance. Greater Public has a formula that estimates what we should be earning from membership and underwriting. It is based on the size of the market and the total share of the audience that the station has. In the last several years we have made progress in increasing membership revenue. As a goal, we want to be in the 90th percentile of all of the stations that are in the national benchmark survey. In membership, we have moved to above the middle of the pack during the last three years, but in underwriting during this period we have been among the bottom four or five stations. If we are able to get to the median performance level of stations nationally, we would practically double our gross underwriting revenue. This means moving from about \$300,000 to around \$600,000. Our target is \$500,000 in annual gross sales and we are confident that this can be achieved with a single person over the next two or three years. Seth and Neenah thanked Luke and Bill for all of their work.

Financial Report. Before turning to Doug for an update on the station's financial position, Seth informed the new Board members that Doug was responsible for major improvements to the station's finances and for bringing consistency and reliability to the financial reports.

Doug distributed a schedule showing the financial activity for the period ending November 30, 2015. This schedule shows actual and budget numbers for the most recent month, and year-to-date for the current and two prior years. Doug said he would be focusing on the FY16 YTD Actual and Budget columns and the Variance between those two columns.

The Year-to-Date bottom line is that total revenue is up and expenses are a bit above budget with the net being a positive \$90,844. Revenue is up \$102,450 primarily because of non-cash In-Kind and Trade (\$42,523), Gifts by \$22,343, and Grants that is up largely because of timing by \$22,288.

Total Expenses are over budget by \$11,606. Wages and Benefits were under budget by \$20,079 due to some vacancies and because Doug has been working at the College 20% of the time.

Bruce asked how the new tower affects the Net Cash Basis total. Doug explained that the gifts for the tower are shown as a contribution to revenue, but the expenses associated with the construction are capitalized and not reflected in the Net Revenue (Expense) line. Therefore, the tower revenue and depreciation are subtracted to show the actual cash position. Additionally, last year the College transferred ownership of the building back to the College and the change

in the treatment of depreciation benefitted the station. There is a smaller effect this year, but this change has also been removed from the Net Revenue (Expense) line. Therefore, the \$78,202 shown is a net contribution to cash so far this year.

Doug noted that the station's 2014-15 audit has been published without any comments, problems or discrepancies. This is also true for the audit of the College.

Glenn reported that the Finance Committee had a productive meeting on November 17 during which the issues previously mentioned during the General Manager's Report were thoroughly discussed.

Dashboard Update. Bill handed out the December 14, 2015 version of the Dashboard which had also been distributed by E-mail prior to the meeting. He has added color and format revisions as well as an addition to the Status keys to make the Dashboard more useful. Now, things that are completed are shown in blue, on-track items are in green, yellow items requires additional focus and items that have not been started are shown without color. Some things on the list have been completed and some others are in need of attention.

Bill asked Neenah to provide explanatory comment for future Dashboards about any item that is behind schedule. Neenah agreed to do this.

For the benefit of the new members, Neenah explained that the Dashboard is a relatively new element in the meetings. This is its second year. The process begins with Neenah articulating a series of goals for the year based on the strategic plan. The dashboard keeps track of the progress being made and forces the management team to address things on a schedule, something that has not always happened in the past. The Dashboard has become a tremendously useful tool.

Marketing and Development. Luke said that the tower marketing plan started with Natalie when she was working full-time at Vella, Inc., but has now moved to Chuck Vella who has been very helpful and deeply involved. Vella also connected Luke with a media buyer. This is the first time that WYSO has been in a position of buying advertising. Usually the station trades for advertising, but the tower budget contains some money for marketing. The marketing plan focuses on four areas within a January to May timeframe. This is when rates are the lowest and we can make a bigger impact. There will be a commercial for WYSO that will run on cable television, limited print exposure, billboards, and considerable digital media usage. The billboards are few in number, but in the critical I-75 corridor and focused to attract drive-time listeners. The cable stations have been selected because their demographics match those of the station.

Luke has been working with a media buyer, Larry Ryan, to identify where best to spend the budget. Natalie said that Ryan manages a huge portfolio of advertising and has relations with stations and media outlets. He also has extensive data that allows him to pinpoint specific times and places for a particular message to be most effective. For example, "geo-fencing" allows our television ads to run only in the new coverage area.

Neenah said that she was not planning a major cutover event as was done when the station increased power to 50,000 watts. Neenah said that she would like to have a conference call to

discuss events and other things that might be done in the new coverage area. Natalie, Kevin R., Rodney, Judd, and others said they would like to participate.

Glenn noted that the purpose of the new tower was to move us deeper into the Dayton market and perhaps this was a good time to make some other changes that allow people to more closely identify the station with Dayton. Many people in Dayton think of the station as Yellow Springs and Antioch, and this probably does not help with underwriting sales. He suggested that the station tag line be changed to focus on Metro Dayton. Natalie said that a campaign should start with messaging that conveys who we are and what our value proposition is, and this should be part of how we identify on-air, too.

Doug asked what will happen after mid-May; what comes after the media push? Luke suggested that this may be the time for a major face-to-face initiative when Neenah, Karen Bledsoe and he would attend chamber and Rotary meetings and other events in the new coverage area.

Nancy suggested that the capital campaign could become a focus and Chuck asked what its focus would be. Seth responded that the campaign would focus on building an endowment. Chuck said it might be called an “operational improvement campaign” because we have no major capital items in mind.

Next Up. Ashley said that the purpose of the group is to promote the station with the 20-40 age demographic and thereby develop the next generation of listeners and donors. Next Up held its first event of the year at the Solar House in Springfield with help from Kevin R. There will be a holiday event tonight, a “come and see the station” meet and greet. Food and beverages have been donated, Juliet Fromholt has arranged for a live performance and there will be station tours.

Starting in January, Next Up will hold the first *Serial* listening session. *Serial* is perhaps the most listened to podcast in the world and the new season launched last week. The first session will be at Ghostlight Coffee in Dayton and she hopes that subsequent sessions can be held in member’s homes.

Ashley is interested in measuring the effectiveness of Next-Up and she is looking at creating a baseline for Next Up so that years down the road they can measure the effect they have had on membership and donations.

Seth asked what is being done to recruit new members to Next Up. Brad responded that there are many people in the target demographic who listen passively. Many of these people are known to the current Next Up members and the challenge is to bring them in and get them to contribute time and money to the station. Three people who have never attended previously will be at the event tonight and the challenge is to make sure that they continue to participate.

WPAFB Working Group. Seth had nothing new to report.

Nominations and Boardmanship. Nancy said that the Committee had a current list of 12 candidates. Of those contacted, four have joined the Board and four declined to join at this time, but this was mainly due to timing. Those who declined have commitments to other

organizations or life conflicts, but none said that they were not interested in serving at some future date. In fact, one said next October would work better for them. Nancy asked the Board to continue to look for potential new members and to pass their names along to her.

The Committee met last month and developed a list of over a dozen items that they will be putting in a Board Book. The book will be particularly helpful to new members and will be used as part of their orientation, but it will also be a good reference for all Board members.

Programming and Training. Kevin M. said that the Committee has not formally met, but they have been involved informally in some things. He is coordinating the WYSO Civil Rights History Project and they held a training session about two weeks ago to teach people how to use the digital recorders and to interview. Turnout was light. The project's objective is to gather oral histories from area residents who have memories of the civil rights movement. Kevin M. has a list of about 60 people who should be interviewed and he has been working through the list for the last two years.

Jocelyn Robinson is a member of the Committee and they are beginning to brainstorm about a digital humanities symposium for the fall at Antioch College. The current thinking is that people would be asked to submit proposals for exploiting the WYSO digital archive with a focus on stories relating to the Vietnam era.

Events Committee. Luke said that Brad has agreed to chair this Committee now that he has been elected to the Board. Other members are David, Don, and Kristen Wicker. The Committee is working on the major fundraising event to be held April 2 at Memorial Hall in Dayton. It is to be called "WYSO Serious?" and it will have an April fools theme. Committee members are seeking partners and collaborators who will help make fun of public radio. The Rubie Girls have agreed to perform. The Committee wanted to get Ari Shapiro, host of *All Things Considered*, to sing lounge numbers, but he is not available. Instead, they are hoping to get *Wait, Wait Don't Tell Me* panelist Amy Dickinson to go on stage with Neenah and read some hate mail. There is still work to be done, but it is coming together. Catering has been lined up, the venue is reserved, but other things like ticket prices have yet to be determined. They also have to assemble a patron committee whose sole function is to invite all of their friends to attend. Luke said that the Southwestern Ohio Council for Higher Education has agreed to be the Presenting Sponsor and has made a substantial cash commitment. A "save the date" postcard will be sent in January.

Directory. Seth handed out a revised draft of the Board directory and asked everyone to look it over and let him know if changes or additions are needed.

Capital Campaign: Bruce reported that the Committee has not met since the last Board meeting. There still is not quite enough money to hire a consultant and this is limiting what the Committee can do. Luke said that the station has raised \$2,000 towards the consultant's fee, but this effort can move back to the front burner now that underwriting and other issues have been resolved. Additionally, Luke noted that the nominating committee is mindful of the fact that more Campaign Cabinet members are needed.

Committee Assignments. Seth said that the new members will need to be added to the committee structure and he invited them to express a preference. Luke listed the committees

and their current members. Luke will contact each of the new members to discuss where they might best serve.

Adjournment. Moved by Nancy, seconded by Don, to adjourn. The motion to adjourn was approved by voice vote and the meeting ended at 10:14 a.m.

Next Meeting. The next regularly scheduled meeting will be held at **8:15 a.m.** on Wednesday, **February 17**, 2016 at the station's studio location, 150 E. South College Street, Yellow Springs. The Agenda will include approval of the Minutes of the meeting of December 16, 2015, approval of the updated committee assignments, committee reports, and adoption of a proposal to hold alternate Board meetings in Dayton at the Corner Kitchen Restaurant beginning with the April meeting. Committee Chairs should E-mail agenda topics that require Board discussion or action to the Board Chair not later than the Friday before the meeting. The E-mail should include the topic, the desired outcome (e.g., a resolution) and the estimated time that the discussion will require.

Respectfully submitted,
Glenn Watts, Secretary