

**Members Present:**

Ursula Barrera-Richards	John Hobbs*	Joe Sharp*
Gary Boehm	Sandy Isenberg*	Jeff Stegeman*
Ty Boyd*	Lisa Kahle-Piasecki*	Patricia Wast
Ben Brown	Shawanna LaVoy*	Leighton Woolf
Carol Contrada	Theresa Morris	Bob Vasquez
Charlene Gilbert	Charlene Patten*	
Dr. Greg Guzmán*	Barb Petee	
Jennifer Hildebrand	Ann Sanford*	

**Staff Present:**

Marlon Kiser  
Ron Harrison  
Raye Ann Langlois  
Lindsay Miller  
Ray Miller  
Katie Budas  
Michelle Turner

A meeting of the Public Broadcasting Foundation of Northwest Ohio was held virtually-not in person-on Thursday, June 17, 2021, at noon at WGTE Public Media, 1270 S. Detroit Avenue, Toledo, Ohio.

**Call to Order**

The meeting was called to order by Chairperson Ben Brown.

**Minutes**

Chairperson Ben Brown called for the approval of minutes from March 11, 2021, and May 20, 2021 board meetings. Barb Petee moved to approve; it was seconded by Bob Vasquez. The minutes were approved unanimously.

**FY 2021– Year-to-Date**

Treasurer Wast stated as of May 31, the 11th month of the fiscal year, the Foundation had actual revenues of \$4,582,000 with actual expenses of \$3,984,876 for the continuation of a very favorable operating margin of \$597,124.

Treasurer Wast mentioned the foundation's favorable operating margin is due, in part, to increased donor contributions, substantial market gains, and the receipt of supplemental funding.

Chairperson Ben Brown asked for a motion to approve the Fiscal-Year-to-Date 2021 Trend. Charlene Gilbert made the motion to accept, which was seconded by Leighton Woolf. The motion passed unanimously.

**FY 2021 – Trend**

Treasurer Wast noted that management is projecting to end FY 2021 with an estimated operating margin of \$494,000. The projected favorable operating margin is \$830,500 better than budget.

The Foundation projects revenues of \$5,058,000 with projected variance for expenses of (\$2,300), though this could become slightly favorable.

Treasurer Patricia Wast stated the projected positive year-end performance for FY 2021 marks the 10<sup>th</sup> consecutive year that WGTE has ended the fiscal year with a favorable operating margin.

Chairperson Ben Brown asked for a motion to approve the FY 2021 Trend. Carol Contrada made the motion to accept, which was seconded by Leighton Woolf. The motion passed unanimously.

### **Resolutions**

Treasurer Wast stated that at the finance committee meeting held on June 7, management presented committee members with options for three resolutions that would make good use of the projected favorable operating margin for Fiscal Year End 2021:

- The first is a resolution to authorize a lump sum payment to staff, which would be paid on or before June 30.
- The second is a resolution to transfer the excess Fiscal Year 2021 operating cash revenue to the Capital Equipment and Major Repair, Maintenance, and Replacement Fund or Capital Fund.
- The third is a resolution to establish a new funding cap for the Capital Equipment and Major Repair, Maintenance, and Replacement Fund.

Chairperson Wast said if it was acceptable to the board, she would not go over the documents for the resolutions but simply ask for questions regarding the proposed actions. There being no objection and no questions from the board, she asked Chairman Ben Brown to take action separately for each resolution.

### **Resolution for Lump Sum Payment for Staff**

Chairperson Ben Brown asked for a motion to approve the lump sum resolution. Charlene Gilbert made the motion to accept, which was seconded by Barb Petee. The motion passed unanimously.

### **Resolution for Transfer of Excess FY 2021 Operating Cash to the Capital Equipment and Major Repair, Maintenance, and Replacement Fund**

Chairperson Ben Brown asked for a motion to approve the resolution for the transfer of excess FY 2021 operating cash to the capital equipment and major repair, maintenance, and replacement fund. Carol Contrada made the motion to accept, which was seconded by Bob Vasquez. The motion passed unanimously.

### **Resolution to Establish a New Funding Cap for the Capital Equipment and Major Repair, Maintenance, and Replacement Fund**

Chairperson Ben Brown asked for a motion to approve the resolution to establish a new funding cap for the capital equipment and major repair, maintenance, and replacement fund. Leighton Woolf made the motion to accept, which was seconded by Bob Vasquez. The motion passed unanimously.

### **FY 2022 Operating Budget**

Treasurer Wast mentioned that the finance committee, at its meeting held on Monday, June 7, met with management to review and discuss the proposed FY 2022 budget. She stated that the proposed FY 2022 budget projects expenses of \$4,838,700 against revenues of \$4,838,700, which gives us a balanced budget for the period.

Treasurer Wast noted that the revenue assumptions are conservative. She stated that the station should be able to generate more revenues than projected. She also pointed out that expenses, as usual, are on the high side.

Chairperson Ben Brown asked for a motion to approve the FY2022 Operating Budget. Carol Contrada made the motion to accept, which was seconded by Theresa Morris. The motion passed unanimously.

### **Banking Resolution**

Treasurer Wast discussed a resolution that identifies and authorizes specific individuals to act on behalf of the Foundation as signatories on all checking, bank card and savings accounts, any and all other financial accounts, instruments, agreements, contracts, and safety deposit boxes.

Chairperson Ben Brown asked for a motion to approve the banking resolution. Gary Boehm made the motion to accept, which was seconded by Carol Contrada. The motion passed unanimously.

### **Nominating Report**

Chairperson Leighton Woolf noted that the following directors, whose terms expire on June 30, have agreed to serve another three-year term for fiscal years 2022, 2023, and 2024:

- Shawanna LaVoy
- Ursula Barrera-Richards
- Charlene Gilbert
- Lisa Kahle-Piasecki
- Barbara Petee

Chairperson Brown asked for a motion to accept the entire slate of those proposed. Carol Contrada made the motion to accept, which was seconded by Patricia Wast. The motion passed unanimously.

Chairperson Woolf stated that Elizabeth Brown-Ellis, Matt Luetke, Monika Ortiz, and Olivia Summons, whose bios had been shared, were seeking an appointment for an initial 3-year term for fiscal years 2022, 2023, and 2024.

---

Mr. Woolf pointed out that the nominating committee had voted in favor of recommending them for appointment.

Chairperson Brown asked for a motion to accept the applicants as a slate. Theresa Morris made the motion to accept, which was seconded by Barb Petee. The motion passed unanimously.

Chairperson Woolf noted that the nominating committee is pleased to present the Foundation's slate of officers for FY 2022. He said everyone has agreed to serve for a one-year term effective July 1.

- Carol Contrada, chairperson
- Theresa Morris, vice chairperson
- Patricia Wast, treasurer
- Jennifer Hildebrand, secretary
- Marlon Kiser, president
- Dan Niedzwiecki, assistant treasurer
- Ray Miller, assistant secretary

Chairperson Brown, asked for a motion to accept the entire slate of those proposed. Barb Petee made the motion to accept, which was seconded by Gary Boehm. The motion passed unanimously.

Carol Contrada thanked Ben for all he had done this past year as chairperson. She said he set the bar.

### **COA Report**

Chairperson S. Amjad Hussain informed the board that the council of advisors met virtually on Wednesday, May 26, to learn about the recently completed survey of FM 91 listeners and to review planned changes to the FM 91 schedule and efforts to develop local radio projects. He also stated that upcoming WGTE TV projects were discussed.

Chairperson Hussain noted the following program changes:

- For the 10:00 p.m. Tuesday slot, we are dropping "Symphonycast," an expensive program with low audience interest, and replacing it with Interlochen Public Radio's "Gameplay," a program with classically-oriented video game music.
- For the 11:00 p.m. Tuesday period, we are adding a second airing of the BGSU radio series, "New Music from Bowling Green."
- For the 6:00 p.m. – 8:00 p.m. period on Saturday, we are dropping "Mountain Stage" and replacing it with Radiolab and This American Life.
- For the 8:00 p.m. – 10:00 p.m. period on Sunday, we are dropping Midnight Special and replacing it with "Ask Me Another" and "Wait, Wait, Don't Tell Me."

Chairperson Hussain mentioned that Ray Miller shared that the following Toledo Story projects are underway or soon starting:

- An hour-long program about the Ironworkers Local Union No. 55; and,
- A half-hour program about Advocates for Basic Legal Equality.

Chairperson Hussain stated the committee discussed the need for non-Western music for FM91. He stated that Brad Cresswell hadn't yet found someone locally to develop the idea and that he was going to look at what options there are for a national carriage program.

Charlene Gilbert and Clarence Smith both felt that it was good and valuable to expand FM 91's musical offerings.

Chairperson Brown, asked for a motion to accept the council of advisors' report. Carol Contrada made the motion to accept, which was seconded by Theresa Morris. The motion passed unanimously.

#### **Marketing Report**

Ray Miller noted that the marketing committee met to discuss various activities going on at the station. He mentioned that underwriting has started to see some growth. He stated that FM 91 would broadcast at the Toledo Botanical Gardens. Mr. Miller stated they are working on finalizing a Toledo Symphony contract for the fiscal year 2022. He also updated the board on the station's involvement with the V Project.

Chairperson Brown, asked for a motion to accept the marketing report. Barb Petee made the motion to accept, which was seconded by Theresa Morris. The motion passed unanimously.

#### **Membership Report**

Gary Boehm stated that the membership committee met on Wednesday, June 16, to discuss the spring FM and June TV fundraisers, June silent pledge drive for FM, and update on membership trends for the end of the fiscal year.

The committee also reviewed the plan for an upcoming planned giving initiative, second-quarter IRA push, and end-of-June vehicle donation promotion campaign.

Additionally, the committee discussed plans for the raffle and the radio FM 91 listener survey results. Also noted was the WGTE website would now include news from NPR.

Chairperson Brown, asked for a motion to accept the membership report. Theresa Morris made the motion to accept, which was seconded by Leighton Woolf. The motion passed unanimously.

#### **Chairperson's Report**

Chairperson Ben Brown noted that the board would be receiving a survey to determine what committee they would like to be on for FY 2022. He also shared that it was an honor to serve as board chairperson.

**President's Report**

Mr. Kiser thanked Ben Brown for his leadership as board chairperson. He then extended a thank you to the board for voting in favor of the lump sum payment to staff with part of the surplus from FY 21 and for their expression of confidence when they allowed for the deficit budget in FY 2021.

**Adjournment**

There being no further business, the meeting was adjourned.

Respectfully submitted,

  
\_\_\_\_\_  
Jennifer Hildebrand, Secretary

9-27-2021  
\_\_\_\_\_  
Date