

**Board Present:**

Ursula Barrera-Richards  
Tasha Hussain Black  
Ty Boyd  
Elizabeth Brown-Ellis\*  
Katie Cappellini  
Carol Contrada  
Matt Heyrman  
Lisa Kahle-Piasecki\*  
Shawanna LaVoy  
Theresa Morris  
Monika Ortiz  
Charlene Patten\*

Barb Petee  
Ann Sanford  
Cathy Schrein  
Olivia Summons  
Patricia Wast\*  
Bob Vasquez\*

**Staff Present:**

Tina Bossenbroek  
Matt Brown  
Sue Kaake  
Marlon Kiser  
Raye Ann Langlois  
Lindsay Miller  
Ray Miller\*  
Dan Niedzwiecki  
Matt Reny  
Michelle Turner  
Chris Peiffer  
Derek Strelow

**COA Present:**

Neema Bell

**NETA Members Present:**

George E. Walter, CMA, CPA\*  
Amy Larkin, CPA

\*Did Not Attend

A meeting of the Public Broadcasting Foundation of Northwest Ohio was held on Thursday, November 9, 2023, at noon at WGTE Public Media, 1270 S. Detroit Avenue, Toledo, Ohio.

**Call to Order**

The meeting was called to order by Chairperson Theresa Morris.

**Minutes**

Chairperson Theresa Morris called for the approval of minutes from the September 14, 2023, board meeting. Shawanna LaVoy moved to approve; it was seconded by Olivia Summons. The motion was approved unanimously.

**FY 2024 Year to-Date**

Sue Kaake, CFO, noted that we are unable to present the operating results through October since we are missing required bank statements, which have been delayed. She then stated, as of September 30, 2023, the third month of the fiscal year, the Foundation had actual revenues of \$503K with actual expenses of \$1.3M for an unfavorable operating margin of (\$276,000) against budget for the period.

Sue pointed out that expenses, such as NPR and other program costs, are front-loaded in the fiscal year with lump-sum payments made to receive discounts, while revenues lag. She said variances should smooth out during the second quarter of October-December.

Carol Contrada made the motion to accept, which was seconded by Tasha Hussain Black. The motion passed unanimously.

#### **Resolution for FY 2023 Excess Revenue Transfer**

Marlon P. Kiser asked the board to approve the resolution for the transfer of FY23 excess revenues totaling \$150,000 to the Capital Equipment and Major Repair, Maintenance and Replacement Fund. He said effectively this resolution is replacing the resolution the board passed at its June meeting. He noted we were not able to transfer the funds by June 30 as called for in the earlier resolution. He said with the FY23 audit now completed, we know how much excess operating revenue can be transferred. He noted this resolution calls for a specific transfer as written in the document.

Chairperson Morris asked for a motion to approve the resolution for the transfer of excess FY 2023 operating cash to the capital equipment and major repair, maintenance, and replacement fund. Olivia Summons made the motion to accept, which was seconded by Cathy Schrein. The motion passed unanimously.

#### **Audit Committee Report**

Marlon noted that the audit committee met with the Foundation's independent audit firm, Rehmann, LLC, on November 2, 2023, to review and take action on the fiscal year 2023 audit.

He said he was pleased to report that our independent firm has issued an unqualified opinion for the Foundation's financial statements for the year ended June 30, 2023. He said an unqualified opinion means that Rehmann believes that our financial statements are fairly and appropriately presented, without any identified exceptions, and in compliance with generally accepted accounting principles.

He thanked Sue Kaake, George Walter, and Amy Larkin for their hard work over the past year that resulted in producing the audit in a timely fashion.

Marlon also pointed out that the Foundation enjoyed a favorable, increased net change in assets for the period.

Additionally, he said we would be developing a software system for fixed asset management and tracking.

Marlon stated the audit committee, with a quorum present, voted unanimously to accept the audit and recommended that the board take action to accept it.

Barb Petee made the motion to accept, which was seconded by Carol Contrada. The motion passed unanimously.

### **Development Committee Report**

Chairperson Tasha Hussain Black provided a brief overview of the newly formed development committee. She noted that the marketing/development committee merged with the membership committee to create the newly formed development committee. She informed the board that the development committee met to review and update its mission and charter. Ms. Black informed the board that the development committee recommended the board approve the development mission statement.

Chairperson Theresa Morris called for the approval of the development committee's mission statement. Olivia Summons moved to approve; it was seconded by Shawanna LaVoy. The motion was approved unanimously.

### **Chairperson's Report**

Chairperson Theresa Morris wanted the board to start thinking about how we can engage the next generation of givers. She said she hoped to discuss ideas in upcoming board meetings.

### **President's Report**

Marlon Kiser had Matt Reny, director of marketing and communications, discuss the quarterly activities and accomplishments report. Mr. Reny shared the report, which included what's been happening at the station from July through September of this year. He said that each of the activities is paired with the strategic goal it represents.

Mr. Reny then directed the board's attention to the 2023 Annual Activities and Accomplishment Report. He noted that the report was a summary of what the station has been involved in for fiscal year 2023.

Chairperson Morris asked for a motion to approve the 2023 activities and accomplishment report. Carol Contrada made the motion to accept, which was seconded by Tasha Hussain Black. The motion passed unanimously.

Mr. Kiser then asked Raye Ann Langlois, director of membership services, to discuss the upcoming annual Day of Giving (D.O.G.) fundraiser. Raye Ann noted that D.O.G. brings in more money in one day than with any other fundraiser we do. She also reminded everyone that one of the current board goals is that every director will be a station supporter, a donor, at whatever level of giving that is right for them. She pointed out that there is no minimum contribution required, but everyone needs to give something. She said the annual Day of Giving would be a great time to renew your membership or give an additional gift because \$25,000 of contributions are matched by a generous grant from the Clement O. Miniger Memorial Foundation.

### **Adjournment**

There being no further business, the meeting was adjourned.

Respectfully submitted,



Ann Sanford, Secretary

Date