

Board Present:

Ursula Barrera-Richards	Barb Petee*
Tasha Hussain Black	Ann Sanford
Ty Boyd	Cathy Schrein
Elizabeth Brown-Ellis*	Olivia Summons
Katie Cappellini	Patricia Wast
Carol Contrada	Bob Vasquez
Matt Heyrman*	
Lisa Kahle-Piasecki*	
Shawanna LaVoy	
Theresa Morris	
Monika Ortiz	
Charlene Patten*	

COA Present:

Marna Ramnath

Staff Present:

Tina Bossenbroek
Matt Brown
Sue Kaake
Marlon Kiser
Raye Ann Langlois
Lindsay Miller
Ray Miller
Dan Niedzwiecki
Matt Reny
Michelle Turner
Derek Strelow
Mary Claire Murphy
Brad Cresswell

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, March 14, 2024, 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.

Staff Presentation

Brad Cresswell, Radio Station Manager, introduced Mary Claire Murphy, Radio Host and Content Producer. Mary Claire updated the board on her podcast, "The Patchwork Suite." She noted that in "The Patchwork Suite" podcast, composers are asked to draw musical inspiration from a given classical theme and extra-musical inspiration from a textile of choice.

Minutes

Chairperson Theresa Morris called for the approval of minutes from the January 11, 2024, board meeting. Monika Ortiz moved to approve; it was seconded by Bob Vasquez. The motion was approved unanimously.

FY 2024 Year to-Date

Treasurer Wast noted that this report is for operating results through February 2024, the eighth month of the fiscal year. She stated that as of February 29, 2024, the Foundation had actual revenues of

\$3.0M with actual expenses of \$3.5M for an unfavorable operating margin of (\$596,000). She said that is unfavorable to budget by \$288K.

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

Chairperson Theresa Morris noted that Michigan Public was giving away a trip to Portugal during their membership fundraiser and wondered if we had considered doing the same. Raye Ann Langlois, Director of Member Services, pointed out that it is technically a sweepstake. Sweepstakes require you to allow anyone to be entered to win, regardless of whether they pledged to become a member. Raye Ann thought the trip was likely donated to Michigan Public.

Treasurer Wast informed the board that the finance committee met on Friday, February 16, with representatives from Fifth Third Bank and KeyBank to review our investment portfolios and to discuss our investment policies for the endowment and other accounts. She noted that the financial performance of our accounts is in line with our investment policies and the markets. She pointed out that the finance committee met again today, March 14, to discuss possibly modifying the investment policies for a Fifth Third account. The general opinion of the finance committee was to keep the investment policy for the endowment. The committee will meet again regarding changing the asset allocation and share their official recommendation at the annual meeting.

Fifth Third Signing Authority

Treasurer Wast noted that management learned this week that signing authorizations on file at Fifth Third Bank from two accounts are out of date. She said the board was being asked to review and take action to approve new signing authorizations that permit Marlon, as president and CEO, and Dan Niedzwiecki, as assistant treasurer, to sign documents for the accounts. She noted this is an expedient interim step until the board meets at its June annual meeting and takes actions to approve the annual signing authority resolutions. At that time, the board will also act on updating the signing authorities for KeyBank and Fifth Third.

Chairperson Theresa Morris called for the approval of the Fifth Third Signing Authorization. Olivia Summons moved to approve; it was seconded by Bob Vasquez. The motion was approved unanimously.

Development Committee Report

Chairperson Tasha Hussain Black noted that the development committee met on Friday, March 8, for a half-day workshop offsite. The goal of the workshop was to produce a unified message about the work done at WGTE Public Media. The workshop was conducted with an outside facilitator who will draft an elevator pitch from the discussions with directors and staff.

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

Nominating Committee Report

Chairperson Shawanna LaVoy informed the board that the nominating committee met to discuss potential new board candidates. She noted that they identified some viable candidates and would have them come to the station to discuss the opportunity. Ms. LaVoy asked if anyone had suggestions for potential board candidates to please let herself or Marlon know. Katie Cappellini suggested looking at student government organizations at the area universities.

Patricia Wast made the motion to accept, which was seconded by Cathy Schrein. The motion passed unanimously.

Chairperson's Report

Chairperson Morris asked for feedback about directors returning to in-person meetings. She noted the nominating committee suggested it. Theresa pointed out that we adopted remote meetings to accommodate meetings during the pandemic. She said with COVID less of an issue for most now, we should probably return to in-person attendance, except for those who live and work outside of Lucas County. Olivia Summons noted that when the nominating committee discussed people returning to in-person meetings, it was meant to provide better, more meaningful connections. She said that there should still be an understanding that, at times, with travel, that might not be possible, so exceptions would be needed. Theresa Morris mentioned she was a big proponent of interpersonal connection and noted the difficulty of using the phone to communicate.

Chairperson Morris asked for a motion to require the board of directors to attend meetings in person, and only by exception would a director be permitted to virtually attend, for instance, if they lived or worked outside of Lucas County or were traveling.

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

Tasha Hussain Black recommended that Zoom or Teams be used instead of a phone call for those with an excused in-person absence. Carol Contrada and Ty Boyd agreed.

Chairperson Morris noted that she wanted to look into having an attendance policy for the board of directors. She said she would not ask for a vote this time, but she would in the future. She said she first wanted to discuss it with the executive committee.

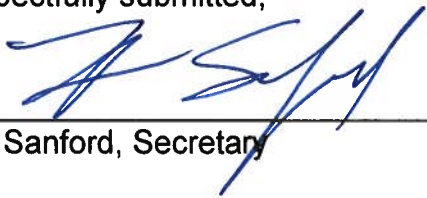
President's Report

Marlon thanked the staff and directors who participated in the development workshop. He said he looked forward to seeing what will come from it in the next few months. He also noted that the WGTE TV fundraiser ended yesterday and was around \$15,000 short of the goal. He said we have one more TV drive that will occur in June. He also noted that the radio drive starts on April 11 with a goal of \$80,000.

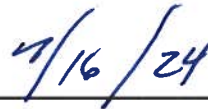
Adjournment

There being no further business, Patricia Wast made the motion to adjourn, which was seconded by Olivia Summons. The motion passed unanimously.

Respectfully submitted,



Ann Sanford, Secretary



Date