

Members Present:

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|-------------------------|---------------------|
| Ursula Barrera-Richards | John Hobbs* |
| Ty Boyd | Sandy Isenberg |
| Ben Brown* | Lisa Kahle-Piasecki |
| Jennifer Coy | Shawanna LaVoy* |
| Charlene Gilbert | Guisselle Mendoza* |
| Dr. Greg Guzmán | Theresa Morris |
| William Heywood | Barb Petee* |
| Jennifer Hildebrand* | Marna Ramnath |

Staff Present:

Marlon Kiser
Ron Harrison
Raye Ann Langlois
Lindsay Miller
Ray Miller
Dan Niedzwiecki
Kelly Pheneger
Michelle Turner

* Excused

A meeting of the Public Broadcasting Foundation of Northwest Ohio was held on Thursday, June 20, 2019, at 12:00 p.m. at WGTE Public Media, 1270 S. Detroit Avenue, Toledo, Ohio.

Call to Order

The meeting was called to order by Chairperson Bill Heywood.

Minutes

Chairperson Bill Heywood called for the approval of minutes from the May 16, 2019 board meeting. Marna Ramnath moved to approve; it was seconded by Theresa Morris. The minutes were approved unanimously.

FY 2019– Year-to-Date

Treasurer Jennifer Coy told the board that the Finance Committee met on Wednesday, June 12, with management not only to discuss the Foundation’s financial performance through May but also to continue its earlier review of the Foundation’s financial performance projected for year-end and the draft, now proposed, FY 2020 operating budget.

Treasurer Coy stated as of May 31, the 11th month of the fiscal year, the Foundation had actual revenues of \$3,998,133 with actual expenses of \$3,703,669 for the continuation of a very favorable operating margin of \$294,464. The Foundation’s operating results also are favorable to budget.

She said she was pleased to conclude that the Foundation’s operating budget continues its excellent performance, which will continue through year-end.

Treasurer Jenny Coy asked for a motion to approve the FY 2019 Year-to-Date. Marna Ramnath made the motion to accept, which was seconded by Sandy Isenberg. The motion passed unanimously.

FY 2019 – Trend

Treasurer Coy noted that management is projecting for the end of FY 2019 a favorable operating margin of \$204,600.

She mentioned that the year-end projection contains no significant variances from her report ~~on~~ [for](#) May.

Treasurer Jenny Coy asked for a motion to approve the FY 2019 Trend. Sandy Isenberg made the motion to accept, which was seconded by Theresa Morris. The motion passed unanimously.

Lump Sum Payment Resolution

Treasurer Coy said that during the May meeting, directors were asked informally if they would be willing to support a one-time, lump sum payment for staff members if the Foundation was projected to end the fiscal year with a favorable operating margin.

She mentioned that the directors at that time indicated a willingness to do so.

Treasurer Coy said given that the Foundation is projecting to end the fiscal year with substantial excess revenues ~~– of approximately~~ \$204,600, management asked the finance committee last week to accept and recommend for board action a resolution for a lump sum payment. The members of the finance committee voted in favor of recommending to the board that it approve the lump sum payment proposed by management.

She noted that staff members are not receiving across-the-board pay increases for FY 2020.

Treasurer Coy asked for a motion to approve the Lump Sum Resolution. Marna Ramnath made the motion to accept, which was seconded by Theresa Morris, Marlon P. Kiser abstained. The motion passed unanimously.

FY 2020 Operating Budget

Treasurer Coy mentioned that with revenues budgeted at \$4,423,100 and expenses at \$4,379,800, management is projecting a favorable operating margin of \$43,300 for FY 2020.

She stated that revenues are conservatively budgeted \$29,400 more than the FY 2019 trend. She also pointed out that expenses are budgeted more than the FY 2019 trend because we tend to be less conservative in our estimates for expenses.

Treasurer Jenny Coy asked for a motion to approve the FY2020 Operating Budget. Sandy Isenberg made the motion to accept, which was seconded by Patricia Wast. 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 2020, 2021, and 2022:

- Ty Boyd

- Greg Guzmán
- Bill Heywood
- Theresa Morris
- Ann Sanford
- John Tharp
- Patricia Wast
- Bill Heywood

He noted that Bill Heywood technically is term limited as of June 30, but the Foundation's bylaws permit an officer to serve another year if approved by the board.

Chairperson Heywood, after receiving no nominations from the floor, asked for a motion to accept the entire slate of those proposed. Marna Ramnath made the motion to accept, which was seconded by Sandy Isenberg. The motion passed unanimously.

Chairperson Woolf stated that the following individuals, whose bios have been shared, are seeking appointment for an initial 3-year term for FYs 2020, 2021, and 2022:

- Gary Boehm
- Carol Contrada
- Charlene Patten
- Bob Vasquez

He pointed out that the Nominating Committee has voted in favor of recommending all new candidates for appointment.

He also asked that the board take action for all appointments as one slate rather than voting individually on each.

Chairperson Heywood, after receiving no nominations from the floor, asked for a motion to accept the entire slate of those proposed. Greg Guzmán made the motion to accept, which was seconded by Patricia Wast. The motion passed unanimously.

Chairperson Woolf noted that the Nominating Committee is pleased to present the Foundation's slate of officers for FY 2020. He said everyone has agreed to serve for a one-year term effective July 1.

- Bill Heywood, chairperson
- Ann Sanford, vice chairperson

- Jennifer Coy, treasurer
- Ben Brown, secretary
- Marlon Kiser, president
- Dan Niedzwiecki, assistant treasurer
- Ray Miller, assistant secretary

Chairperson Heywood, after receiving no nominations from the floor, asked for a motion to accept the entire slate of those proposed. Patricia Wast made the motion to accept, which was seconded by Theresa Morris. The motion passed unanimously.

Banking Resolution

Treasurer Coy discussed a resolution that identifies and authorizes certain 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, and safety deposit boxes. Ms. Coy noted that it is an annual and customary action taken by the board.

Chairperson Heywood asked for a motion to approve the banking resolution. Leighton Woolf made the motion to accept, which was seconded by Sandy Isenberg. The motion passed unanimously.

Marketing Report

Ray Miller noted that the marketing committee met to discuss various ongoing projects. He also updated the board on current productions.

Membership Report

Chairperson Marna Ramnath stated that the membership committee met to discuss planned giving and the endowment.

President's Report

Mr. Kiser thanked the board for supporting the resolution to provide staff with a one-time lump sum payment. He also thanked the board for their support. Mr. Kiser had Raye Ann Langlois discuss some good news with our membership. Ms. Langlois stated that for the first time since 1999 the station has seen an increase in membership.

Adjournment

There being no further business, the meeting was adjourned.

Respectfully submitted,



**Minutes of the Public Broadcasting Foundation of Northwest Ohio
Board Meeting
Thursday, June 20, 2019**

Ben Brown, Secretary

Date