

**WMHT Educational Telecommunications
WMHT Board of Trustees Meeting Minutes
November 17, 2011**

A Meeting of the WMHT Board of Trustees was held on November 17, 2011 at 4:00 PM at WMHT, Troy, New York. Joseph Richardson, Chairperson of the Board of Trustees, presided.

Present	Joseph Richardson, presiding	Bonnie McGuire Jones
	Jane Altes	Graham Jones
	Robert Altman	Joseph Raggio
	Sarah Metzger Boggess	Shelby Schneider
	Carolyn Callner	Carl Shuster
	Lauretta Chrys	Sarah Slingerland
	Doris Fischer (by phone)	Jan Smith
	James Hoehn	Richard Taylor
	Karen Hitchcock	Eugene Zeltmann
	Kathleen M. Jimino	

Excused	John Baackes
	Karthik Bala
	Robert Bullock
	Leonard Gaines
	Paul Fahey
	Patrick Kehoe
	Caroline Mason
	Paul Powers

Also Attending WMHT Staff and Guest	Stephanie Barna, Sandra Beer, David Delaney, Joanne Durfee, Val Floutin, Mary Gribulis, Katherine Jetter, Michael Keefe-Feldman, Amanda Lester, Barbara Lukas, Kyle Malyska, Julie Raskin, Jayne Robinson, Matt Ryan, Scott Sauer, Tim Stah, Joyce Stah, Lynn Valentino, Chris Wienk, Molly Wroblewski
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Mr. Petell, BST

Call to Order	Mr. Richardson called the 58 th Annual Meeting of the Trustees to order at 4:12 pm.
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Consent Agenda Items

On motion by Mr. Jones, duly seconded by Dr. Hoehn, the consent agenda items (listed below) were unanimously approved by the Board of Trustees.

Minutes:

- September 19, 2011 Board Meeting at Board Retreat
- October 5, 2011 Audit Committee Meeting
- October 24, 2011 Governance Committee Meeting
- November 9, 2011 Finance Committee Meeting

Reports:

- Community Advisory Board
- Strategic Planning Meeting
- Radio Committee Meeting
- Investment Committee Meeting
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Finance Committee Report

Ms. Chrys reported for the Finance Committee:

FY11 demonstrated continued fiscal conservatism with modest growth in revenue with continued cost controls and the best ever General Membership fundraising for an overall terrific effort.

Our Statement of Financial position at year-end June 30, 2011 reflected net working capital of \$5.,112 million an increase of \$1.5 million from last year.

Total year-end assets were \$21.3 million and net assets were \$15.4 million.

Our support and revenue comes primarily from three sources and aggregated \$8.1 million for the fiscal year. Community support represents about 71. .

There was \$6.255 million Board Designated Funds at FY11 year end

Honda Lease Resolution

Ms.Raskin presented the corporate resolution to authorize entering into a lease on a Honda van.

On a motion by Dr. Hoehn, duly seconded by Ms. Smith the Corporate Resolution to enter into a Closed-End Lease with HVT, Inc was unanimously approved by the Board of Trustees.

On behalf of the Board Mr. Altman and Mr. Richardson were signatories on this motion and Mr. Zeltmann as Secretary signed off.

Auditor's Report

Mr. Petell of BST reported that the audit was comprised of three reports. The first was the traditional Audited Financial Statements. The audited financial statements are made with unspecified opinion; the highest level of approval and no management letter was issued with the audit.

The second report, was the Statement on Auditing Standards No. 114 Communications to Those Charged with Governance.

The final report was the Single Audit Report, a federal filing required of federal monies received and spent as WMHT receive more than \$500,000 in federal funds in FY11.

On a motion by Mr. Taylor, duly seconded by Ms. Jimino the 2011 WMHT Audited Financial Statements were unanimously approved by the Board of Trustees.

Governance Committee Report

On Motion by Dr. Hoehn, duly seconded by Mr. Zeltmann, the following individuals were unanimously elected to the WMHT Board of Trustees, each to serve a first three-year term. ending in 2014.

- Jane Altes
- Joseph Raggio
- Sarah Metzger Boggess
- Robert Bullock

On Motion by Dr. Hitchcock, duly seconded by Mr. Jones, the following individuals were unanimously elected to the WMHT Board of Trustees, each to serve a second three-year term. ending in 2014.

- Sarah Slingerland
- James Hoehn

On Motion by Dr. Hoehn, duly seconded by Ms. Smith, Eugene Zeltmann was unanimously elected to the WMHT Board of Trustees, to serve a two-year term ending in 2013.

On Motion by Dr. Hoehn, duly seconded by Ms. Jimino, the following individuals were elected as Officers of the WMHT Board of Trustees, each to serve a one-year term ending in 2012.

- Chair – Eugene Zeltmann
- Vice Chair – Richard Taylor
- Secretary – Bonnie McGuire Jones
- Treasurer – Laretta Chrys

Awards and Recognitions

Mr. Altman who presented the Employee Longevity Awards to the following individuals:

- Kyle Malyska – 5 years

- Stefanie Barna – 5 years
- Lynn Valentino - 10 years
- Scott Sauer – 20 years
- Joyce Stah – 25 years

Mr. Richardson thanked the departing Trustees.

- Kathleen Jimino
- Carl Shuster
- Denise Murphy McGraw who recently tendered her resignation.

President's Annual Report

Mr. Altman presented his FY11 annual report summarizing it as a year of continued achievement, rich engagement with community, new partnerships, strong legacy services and strong financial performance. In conclusion he recognized Joseph Richardson for the energy and enthusiasm he brought as Chair of the Board, helping get a tremendous start to capital fundraising and sustaining a vibrant and active board.

Chairman's Annual Report

Mr. Richardson presented his FY11 annual report emphasizing that WMHT is a beacon of outstanding service to the community. He felt honored to serve in as the Chairman of the Board and thanked all who are so fervent in their work for this station.

Adjournment

On Motion by Dr. Hoehn, duly seconded by Mr. Zeltmann the WMHT Board of Trustees approved closing the meeting. The annual meeting concluded at 5:20 pm, to serve a two-year term ending in 2013.