



**WVIA's Board of Directors Meeting Minutes
March 3, 2023 at 10:00 AM
100 WVIA Way
Pittston, PA 18640**

Attending:

Dennis Cheng	Holly Morrison
Rick Cohen	Nick Niles
Peter Frieder	John Pullo, Sr.
Jeanne Genzlinger	Jose de los Rios
Robert T. Kelly, Jr.	Andrew J. Sordoni, III
Jon Kirkwood	Don Stanziano
Dr. L. Jay Lemons	Jonathan Weis
Patrick Marty	Jennifer Wilson

WVIA Staff:

Kristen Mackrell Clark	Kate Sickora
Carla McCabe	Julie Sidoni
Ben Payavis	Chris Zellers
Mary Price	

Guests:

Styena Consulting:

Maja Mrkoci

Ellen McDonnell Consulting:

Ellen McDonnell

A quorum was present.

Mr. Frieder called the meeting to order at 10:04 AM.

The Board was shown the ROAR trailer, the newest documentary by Al Monelli.

There were three action items on the consent agenda. **All items were previously sent to the Board for review.**

- ✓ December 2, 2022 Meeting Minutes
- ✓ The retention of Chiaroscuro archive materials and recordings donated by Hank O'Neal in 2022.
- ✓ Goldman Sachs Operating Capital Account Investment Recommendation.

A motion was made by Mr. Pullo to approve the consent agenda items as presented. Ms. Morrison seconded. With all in favor, none opposed, the motion passed.

Ms. McCabe gave a few updates which included the following.

- WVIA has received four 2023 Pennsylvania Association of Broadcasters (PAB) Awards for programs in two categories.

- All Board members were given copies of the 2022 Community Impact Report.

Mr. Kelly stated that the Audit and Finance Committee is recommending the Board approve the Building Project Fund FY23 Budget and accordingly, by incorporating the additional approved expenses into the FY23 annual budget, an amended FY23 annual budget. The Board was sent the budget prior to the meeting for review.

Mr. Kelly stated that we are still working with a deficit budget and with the change and growth in the organization the money needed to be pulled from somewhere. This would take our deficit to a little over \$500,000.

Ms. Wilson stated that it is significant that we are not taking the money out of the endowment.

A motion was made by Mr. Kirkwood to approve the Building Project Fund FY23 Budget and accordingly, by incorporating the additional approved expenses into the FY23 annual budget, an amended FY23 annual budget. Ms. Morrison seconded. With all in favor, none opposed, the motion passed.

Ms. McCabe gave a President's report.

- ✓ The Board Assessment Survey will be sent out in the next few weeks. Ms. McCabe asked for full Board participation.
- ✓ Nomination forms need to be returned by April 7th. We would like to add two to three new members, preferably women and from Luzerne County.
- ✓ Ms. McCabe asked the Board's thoughts on planning a dinner the night before the June Board meeting and a different meeting location. One suggestion is the Williamsport area. Ms. Price will follow up.
- ✓ Conflict of Interest forms and the Confidentiality Policy will go out to the Board for signatures in the next couple of weeks.
- ✓ Holocaust Warnings will be a two day event beginning on June 21st with a lunch the following day.

- Ms. McDonnell gave a presentation on *What it takes to be in the business of journalism*.

Mr. Frieder asked, Ms. McDonnell what role the Board plays in journalism. Ms. McDonnell stated that the Board's role is to support journalism and help raise money for the journalism efforts.

- Mr. Payavis spoke on immediate next steps based on audience and competitive analysis.

Mr. Lemons asked if we know how many of our members have access to HD radio. Ms. McCabe stated it is a small percentage. Mr. Sordoni said we need to make sure we are presenting the alternatives for classical music to our listeners. Mr. Frieder stated that this is not only an educational process, but HD is also an opportunity to reach more listeners.

Mr. Stanziano stated that the program changes can lead to a bigger audience and teach our audience to change their habits.

- Ms. Sidoni presented a review of the news efforts so far.

Mr. Lemons said that our journalism efforts are investing in our community. Mr. Cheng stated that the change to all news and talk can shift the culture of the listeners in our region.

- Mr. Zellers provided metrics regarding what the news team has accomplished in the past year.

Mr. Pullo asked how our digital marketing strategy is reaching the non-WVIA base. Mr. Zellers stated that we stream on Spotify, have YouTube ads, Google ads, Facebook, Twitter, and Instagram. Mr. de los Rios asked if the WVIA app has our news content. Mr. Zellers said it is on the NPR side of the app.

- Ms. Sickora discussed plans to support journalism over time.
- Ms. McCabe spoke on where we are headed and our immediate needs.

Mr. Frieder asked for a motion to enter an executive session at 11:55 AM.

A motion was made by Mr. Lemons to enter an executive session. Mr. Stanziano seconded. With all in favor and none opposed, the motion passed.

Respectfully submitted by Mary Price, Assistant Secretary to the Board of Directors.