

The Iowa Public Radio, Inc. Board of Directors met on December 8, 2022 at the FFA Enrichment Center, Des Moines Area Community College, 1055 SW Prairie Trail Parkway, Room 208, Ankeny, IA. Present for the meeting were Chairman Warren Madden, Vice Chair Nora Everett and Directors Jeneane Beck, Lijun Chadima, Alejandro Hernandez, Libby Jacobs, Jacy Johnson, Ardis Kelley, Kaye Lozier, Chris Martin, Julie Monson, Doug Moore, Mary Rayburn, Greg Schnirring and David Yepsen. Directors Helen Miller, Chuck Swanson and Brian Waller were absent. Present from Iowa Public Radio were Myrna Johnson, Kelly Edmister, Andrea Hansen, Jason Burns, Jordan Bahnsen, Katherine Perkins, Keaton Scovel and Matt Sieren.

Chair Madden called the meeting to order at 1:05 p.m. Roll call was taken.

Jeneane Beck - virtual

Nora Everett – present at meeting site

Libby Jacobs – present at meeting site

Ardis Kelley – virtual

Warren Madden – present at meeting site

Julie Monson – virtual

Mary Rayburn – virtual

David Yepsen – present at meeting site

Lijun Chadima - virtual

Alejandro Hernandez – present at meeting site

Jacy Johnson – virtual

Kaye Lozier – present at meeting site

Chris Martin – virtual

Doug Moore – virtual

Greg Schnirring – virtual

Based on the responses provided, the requirements of Section 21.8(1)(c) were satisfied and it was appropriate to proceed with approval of the agenda.

Agenda

Chair Madden asked if there were any changes to the agenda. There were none.

Minutes

Chair Madden requested a motion to approve the minutes. Director Jacobs moved and Director Hernandez seconded to approve the October 13, 2022 minutes, as presented. Motion approved.

Chairman's Report

Chair Madden discussed progress on outstanding items related to the license transfer project. Madden indicated final versions of the space agreements with each of the universities had been received with little change from the original versions of 3-year agreements, with a 180-day termination notice and month-to-month after the initial 3 years. Director of Finance Edmister outlined steps to date to revise the agreements including proposing two 3-year renewals and removing the 180-day termination provision. Edmister outlined IPR's general counsel's review of the agreements with the recommendation to sign the leases, conversations with Directors Beck, Johnson and Martin regarding providing assistance with

exploring opportunities on each campus and making one additional request to remove the 180-day termination notice. After some discussion, authorizing staff to sign the agreements in order to move forward with long-term planning while continuing to explore opportunities with each university was the consensus.

Old Business

Chair Madden indicated there was no old business.

Finance Report

Edmister provided an update on FY22 year-end close and financial reporting. Edmister reported delayed implementation of GASB 87 *Leases* by the State of Iowa, and thus each university, to June 30, 2022 with retroactive restatement to June 30, 2021, had created significant challenges in light of the license transfer transaction close of June 30, 2022. In addition, IPR will report under FASB standards versus GASB effective July 1, 2022. Conversations with IPR's auditors regarding implementation of GASB 87 are on-going.

Director of Finance Edmister reviewed the financial report through October 31, 2022. Director Lozier moved and Director Kelley seconded to accept the financial report as of October 31, 2022. Motion approved.

Executive Director Report

Executive Director Johnson provided highlights from the department reports including completion of a successful pledge drive, upcoming scheduled events, mid-term election coverage, progress on outstanding license transfer items and progress on projects related to the CPB implementation grant.

Capital Committee Report

Development Committee Chair Monson provided an update on the capital campaign including the progress towards an interim December 31st goal, board participation and next steps. Monson acknowledged the efforts of the campaign cabinet members.

Campaign Naming Opportunities

Development Director Hansen outlined proposed naming opportunities for leadership gifts made to the campaign. Hansen outlined the guidelines for naming based on gift size and naming tenure. Vice Chair Everett moved and Director Jacobs seconded to approve the naming opportunities and guidelines, as presented. Motion approved.

Campaign Gift Policy

Hansen outlined a proposed campaign gift policy and procedures to govern the acceptance of gifts made to the campaign. The proposed campaign policy will guide the efforts in gift solicitation superseding the

current policy for the duration of the campaign. Director Chadima moved and Director Lozier seconded to approve the campaign gift policy, as presented. Motion approved.

Board Committee Appointments

Johnson presented the Governance Committee's recommendation of the following for Board committee membership:

Development Committee

Julie Monson, Chair
Kaye Lozier
Doug Moore
Mary Rayburn
Chuck Swanson
Brian Waller

Finance Committee

Greg Schnirring, Chair
Nora Everett
Alejandro Hernandez
Jacy Johnson
Ardis Kelley
Warren Madden

Governance Committee

Nora Everett, Chair
Jeneane Beck
Libby Jacobs
Warren Madden
Helen Miller
David Yepsen

Sounding Board

Lijun Chadima
Chris Martin

Chair Madden requested a motion to approve the Board committee membership, and suggested we would entertain some slight adjustments to these rosters, to accommodate interests of board members. Director Hernandez moved and Director Yepsen seconded the motion to approve the Board committee membership, as presented. Motion approved.

News Audience Research

Director Johnson introduced Marketing Manager Jordan Bahnsen. Bahnsen presented the "The Iowa News Landscape – Audience Insights" based on the research conducted by Paragon Media Strategies. Bahnsen reviewed the behaviors, preferences and motivations of the news audience, the awareness and usage of local news markets and the perceptions and habits of the IPR listener. Johnson and Bahnsen addressed questions and outlined next steps of brand and messaging work, music audience research, strategic planning and a public awareness campaign.

Adjourn

As there was no additional business, the meeting was adjourned at 3:01 p.m.