

MINUTES
ANNUAL MEETING OF
YOUR PUBLIC RADIO CORPORATION and
YOUR PUBLIC RADIO HOLDING COMPANY
May 20, 2015 at 3:00 pm

Attending: Jon Rogers, Frank Boston, Andy Brooks, Tony Brandon, Emile Bendit, Jack Machen, Neil Meyerhoff, Peter Toran, Cynthia Berman, Deborah Callard, Caroline Worrall, John Claster, Sam Penn, Albert Williams, Cindy Amitin, Matt Martin, Beth Falcone, Darcy Carroll (phone), Liz Atwood (phone)

Absent: Tyson King Meadows, John Prugh, Bailey Morris-Eck, Cheo Hurley, Eva Simmons-O'Brien, Gary Levine

Staff: Andy Bienstock, Carla Truax, Brian Cromptwell, Susan Warren, Sheilah Kast

- I. Minutes of the March 25, 2015 Meeting Unanimously Approved
- II. Guest Dave Sullivan, Radio Research Consortium, a nationwide group that purchases and distributes media ratings on behalf of public radio and television stations.

Ratings fluctuate, e.g. Fall elections usually show increase.

Ratings should be viewed in light of trends, taking into account unusual occurrences in program schedule, and research and analyses in trade publications. Portable People Meter captures viewers/listeners in Top 50 markets only, not rural areas. Streaming and apps, other technologies, and changes in consumer consumption can impact ratings too. Listeners and viewers don't schedule their listening. Shorter attention time, marketing should be geared toward retaining attention, i.e., regular reminders of programming. Podcasts are not measured. Even if they are downloaded, it's impossible to tell if they have been listened to. Amount of downloading and streaming cannot be projected onto a population. Attempts are being made to code digital systems so that they can be counted. Radio is transitioning to new technology. WYPR ratings show cumulative audience is steady, but time spent listening is trending down, due to more sources of information and lifestyle changes.

Local stations have little flexibility because NPR sets the schedule of national programs. Drives and other events have an impact, too. Ratings should be used to give a long term view, not used to make quick decisions. Public radio is a long term proposition, not short term.

- III. Development Committee Report – Frank Boston, Chair

Grants: 7 projects for which we are seeking funding

Major Giving: Major gifts are \$3,000 over last year at this time. Board calls to donors have led to increases. F Boston requested all board giving be completed by end of June. F Boston is resigning as Chair of Development Committee Chair. A Brooks is assuming the post.

The WYPR Gift Acceptance Policy was brought to the Board for a vote, the motion was seconded. By unanimous vote, the Board approved the WYPR Gift Acceptance Policy.

IV. Finance Committee Report – Caroline Worrall, Chair

Two important accomplishments in the finance area this year: making switch to sustaining memberships, and the completion of the HVAC project. C Worrall also stated that, due to accounting rules for non-profits, anticipated income from sustainers will be credited to the station in advance as “accounts receivable.” A 20% reserve will cover sustainers who do not continue membership.

T Brandon introduced the 2015-2016 Proposed Budget. Budget consists of 4% revenue increase from membership, 2% increase in underwriting, 3% increase in expenses. No major programming or administrative changes anticipated this year.

A motion was made to approve the budget, this was seconded and the FY 2015-2016 Budget was approved unanimously.

Membership Drives in the Future – Andy Bienstock, Programming Director

Most messages this year have been to promote sustaining memberships. Having reached all who want to become sustaining members, on-air message will change. Next drive will likely promote new members and asking sustaining members to give a higher monthly donation. Shorter drives could be a model for future.

V. Governance Committee – Deborah Callard, Co-Chair

D Callard introduced the WYPR Conflict of Interest Policy which was unanimously approved.

D Callard introduced the Roles and Responsibilities of Board Members document which was unanimously approved.

Conflict of Interest will be signed by all members in September, Roles and Responsivities will be in new members’ orientation packets.

D Callard noted that search for new Board members is an ongoing effort. There are currently 22 Board members for FY 2015-2016.

D Callard made a motion to approve the slate of officers for both Your Public Radio Corporation and Your Public Radio Holding Company:

**Jon Rogers, Chair
Frank Boston, Vice-Chair
Andy Brooks, Treasurer
Darcy C. Carroll, Secretary**

The motion was unanimously approved.

VI. Outreach Committee Report – Cynthia Berman, Co-Chair

CAB meeting will be held next week and slate of new officers will be voted on.

Carrie Montague is nominated as Chair and Mac McComas as Vice-Chair.

Many current members have terms expiring in 2015.

C Berman made a motion to renew the terms of those CAB members that were expiring. The measure was approved unanimously.

A second young professionals event will be held on May 28 at the Wind Up Space. 140 have registered to attend.

The Friends group assisted at Aquarium event.

VII. Programming Task Force Report – Jack Machen, Chair

Purpose of Programming Task Force was to consider the line between underwriting and advertising. A Bienstock and staff member Aaron Henkin have produced a new Programming Policy.

The WYPR Programming Policy was presented to the Board for approval. It was seconded and approved unanimously.

VIII. President's Report – Tony Brandon

Extra stories about Freddie Gray incidents were produced by news and public affairs staff. Staff worked extended hours, 30+ stories aired nationally, CPB provided 10k grant to cover extra costs of coverage. WYPR also established collaboration with WEAA.

WYPR will achieve budget this year, monthly sustainers were \$18k/mo last year, are now \$42k/mo. WYPR reduced senior debt by \$377,000, reduced junior debt by \$19,444 in FY 2015.

IX. Reading of Special Minutes for

- Dale McCardle, departing Chair of Community Advisory Committee
- Eva Simmons-O'Brien, departing Board member
- Beth Falcone, departing Board member
- Caroline Worrall, departing Board member

X. J Rogers noted the challenges of the past year including financing and installing AC system, and transition to sustainers which will make memberships faster and easier. Coverage of life in Baltimore over past month shows how important WYPR is to the city. J Rogers expressed his pride in being a part of the organization and gave his thanks to the staff.