

**Minutes of a meeting of the Board of Directors
Commonwealth Public Broadcasting Corporation
May 7, 2014**

The Board of Directors of Commonwealth Public Broadcasting Corporation met at the Corporation's headquarters in Richmond, Virginia, on May 7, 2014, pursuant to a notice to each member and following public notices posted on the Corporation's Website and broadcast on its television and radio stations.

Directors present included Ric Arenstein, Board Chair Cynthia Bailey, Mike Bisceglia, Liz Blue, Jim Holden, Ann Louise Martin, Curtis Monk, Bill Pusey, and Todd Stansbury.

Staff members in attendance were John Felton, Pat Gregory, Bill Miller, Mark Spiller, and Lisa Tait. Comptroller Larry Dankner attended from NETA.

Call to Order

Ms. Bailey called the meeting to order at 1:02 PM. She welcomed the newest member of the Board, Ann Louise Martin, who was elected at the last meeting of the Board.

Minutes of the meeting of February 19, 2014, were approved as submitted.

Community Station Board Reports

Mr. Felton was asked to report on the activities of Community Idea Stations Television. He noted that the March 2014 television membership campaign brought in over \$210,000 toward a goal of \$200,000. WCVE was one of a few PBS stations that exceeded goal in March. He credited the Suze Orman special that earned over 35% of the goal for the success. A mini pledge campaign in June will feature new programs such concerts with Billy Joel, Yanni and the Grateful Dead. A Taste of RVA, is a funded pilot program that will showcase the culture, diversity and "foodie" aspects of the Greater Richmond area. The ultimate goal is to fund a series of a ten program series. Mr. Felton said that in the last two weeks more than 80 screen tests were conducted with prospective hosts.

Mr. Felton reported that, in partnership with the Center for Politics at the University of Virginia, the station received a \$100,000 grant to produce The 1964 Election: Liberal Power Vs. New Conservatism. The program's producers interviewed Barry Goldwater Jr. and Luci Baner Johnson, the youngest daughter of LBJ. More interviews are planned. The just-ended seventh season of Charlottesville Inside-Out was a success and included coverage of Soar Planes to Goat Busters. The search for funding for the eighth season has just begun. Virginia Currents also concluded its 23rd, which featured community impact stories subjects such as service dogs, at-risk children, mental illness, cancer, and epilepsy, and lighter stories such as, the gourd orchestra, opera, and the Virginia aquarium. Virginia Tourism has already committed to funding the next

season as the lead sponsor at \$40,000; that funding will cover half of the Virginia Currents budget. Funds are being sought for the balance.

Mr. Felton reported that WCVE was one of ten stations selected for the second year in a row to participate in the 2014 PBS Online Film Festival taking place in June 2014. WCVE provided the winning film for the 2013 festival last year titled "Live Art." This year the PBS Online Film Festival selected Calls from Home: Prison Radio in Appalachia. The film, produced by Field Studio Films of Charlottesville, tells the story of a radio station that broadcasts calls from prisoners seeking to reach out to their family and friends.

Mr. Felton noted that numerous production are seeking funding, including the Richmond 2015 UCI World Cycling Championship documentary and a documentary on the first Thanksgiving that occurred at Berkeley Plantation in the 1600s. He also indicated that since the beginning of the current fiscal year, the Ready to Learn program has participated in 54 community engagement events or special projects, attended by 11,779 adults, and impacting 26,096 children. During that time, 5,307 children's books were distributed.

Mr. Miller provided the Community Idea Stations Radio report. He reminded Board members that the spring on-the-air membership campaign was under way and that the goal for the drive, which started ten days prior, was \$243,000, of which \$128,000 remained to be raised. The total for this campaign is part of the entire \$600,000 to be raised in over-the-air efforts through the fiscal year.

Mr. Miller provided a report on the most recent audience survey of the Richmond market. In the Winter 2014 Nielsen report, WCVE-FM had the most-listened-to station in the market during morning drive, Monday-Friday, with an 8.4 share of Persons Using Radio. Across the week, WCVE had the fifth most popular station in the market, with a 6.1 metro share, up from 5.0 and a number eight ranking in the fall book. WCVE was the eighth most popular in middays, Monday-Friday, up from tenth in the fall. WCVE was the third most popular afternoon drive station, Monday-Friday, with a 6.8 share. As is regularly the case, Mr. Miller said, WCVE was the highest ranked station with an all-news format during drive time. WCVE was also the most popular station on Saturdays, 6-10 AM, with a 9.4 share. Monday-Sunday, 24 hours, WCVE attracted 117,000 metro listeners per week, a number that had not been achieved since winter 2012.

Mr. Miller noted that American Routes, hosted by Nick Spitzer, a regular presence at the Richmond Folk Festival, will start in May on Saturday afternoon. He said the program was chosen as a way of capitalizing on the station's role as a music and fine arts radio station, and the choice was endorsed by the CSB.

RVA Leaders Believe is the title for a series of essays, inspired by the This I Believe series on NPR, solicited by Leadership Metro Richmond. The Richmond Symphony Youth Orchestra reached out to the station about a closer relationship. Mr. Miller indicated that the station is hoping to start scheduling small ensemble performances in the large radio studio in a

“Performance Today” style. He also noted that the station will be the sole sponsor for the 22nd year of the VCU Guitar and Other Strings Series scheduled three weekends in July.

President’s Comments

Mr. Monk indicated that the day market a milestone – Board Member Jim Holden’s last meeting. He thanked Mr. Holden for all that he had done and read a poem he composed in his honor. Mr. Holden indicated that it has been a great eight years of service on the Board. He said he enjoyed it very much, and will miss it a great deal. He said he was honored to have served.

Mr. Monk noted that the Board’s Chairperson, Ms. Bailey, was also rotating out of her position. He offered a poem in her tribute, as well.

Finance Committee

Chairman Holden reported that through nine months of the fiscal year the Corporation was well ahead of budget with income of \$600,000, a condition he described as a strong showing. The budget for 2015 projects operating income of \$582,566, not including investment income or depreciation. He predicted 2015 would be another very fine year. Mr. Holden indicated the budget would be challenged a bit by pension liability of \$506,000. He moved adoption of the budget which, as a motion from committee required no second. The budget was approved unanimously,

Nominating Committee

Committee Chair Holden noted that other committee members were Mr. Stansbury and Ms. Blue. On behalf of the committee, he offered the following candidates:

To serve one year terms as officers beginning July 1, 2014, Chairman, Mike Bisceglia; Vice-Chairman, Todd Stansbury. To serve a four year term as a member of the Board beginning July 1, 2014, Dick Crawford. To serve one year terms as staff officers beginning July 1, 2014, or until successors are seated, Curtis Monk, President and Chief Executive Officer; Bill Miller, Vice President, Radio, and Secretary to the Board; John Felton, Vice President, Programming; Pat Gregory, Vice President, Information Technology; Mark Spiller, Vice President, Engineering; and

Lisa Tait, Vice President, Development. He noted that the position of Treasurer would be vacant. As a motion from committee, the nominations required no second. The vote to approve was unanimous.

Mr. Holden also announced nominees to the WCVE Radio CSB, submitted by members of the CSB:

Nominated for reelection to a three-year term beginning July 1, 2014, Mr. Derek Redmond; and for election to their first three-year terms beginning July 1, 2014, R. Christian Rickers, Associate and Consultant, David Bailey Associates, of Kenbridge; and Gerald (Jay) Walker, of Callao. Election of the three was moved Mr. Arenstein and seconded by Mr. Biscegila. They were approved unanimously.

Action items

Pension

Ms. Bailey reported that the Committee of the Whole recommended that a lump sum buyout be offered to terminated employees who are participants in the Company's pension plan at the \$75,000 level or below for estimated lump sum payout. No second was required as the proposal was a motion from committee. The motion was approved unanimously.

Radio Transmitter

Ms. Bailey reported that the Committee of the Whole recommended moving ahead on relocation of the station's main radio transmitter from Broad Street in Richmond to the Company's Sesame Street location and to finance the acquisition and installation using a line of credit. She noted that the project would include \$15,000 to purchase a standby transmitter. No second was required as the proposal was a motion from committee. The motion was approved unanimously.

Executive Session

At 1:34 PM, upon motion duly seconded, the Board of Directors voted unanimously to go into executive session for the purpose of discussing proprietary business issues and personnel matters. The Board excused those present and went into executive session at 1:35 PM.

At 2:54 PM, the Board of Directors returned to open session with a declaration from the Chair that no business was conducted during the executive session.

Adjournment

The meeting adjourned at 2:55 PM.

Respectfully submitted,

William N. Miller
Secretary to the Board
May 23, 2014