

ILLINOIS VALLEY PUBLIC TELECOMMUNICATIONS CORPORATION

June 24, 2014 Board of Directors Meeting Minutes

Present: Chairman Joe Strupek, Wayne Baum, Dr. John Day, Henry Holling, Jerry Kolb, Allen Mayer, Tom Spurgeon, Karl Stach, Chet Tomczyk, Russ Trowbridge, Eric Turner, and by webex: Elwin Basquin, Jeff Huberman, staff –Bill Baker, Stacey Tomczyk, Jennifer Davis, Margie Stieghorst, Mark Lasswell, Bill Porter, Karen Button (webex)

Absent: Bryan Chumbley, Cynthia Fischer, Sal Garza, Griffin Hammond, Linda Huddle, Barb Leiter, Andrew Rand, Chuck Walker

Recognizing the presence of a quorum, Chairman Joe Strupek called the meeting to order at 4:07 pm. He noted that this would be the final meeting for Directors Baum, Garza, Leiter and Spurgeon and recognized them for their outstanding service and commitment to WTVP over the years. He made special notice of the service and commitment of Jon Burklund who resigned from the Board earlier this year due to increased business obligations, and whose many contributions to the benefit of the station will be sorely missed.

In the first order of business, the minutes of several meetings were moved for approval in a block. These included the minutes for the Board of Trustees meeting of 3/11/14, Executive Committee meetings of 3/22/14, 4/24/14 and 5/29/14, Governance Committee meetings of 5/9/14 and 5/15/14, the Special Board meeting of 5/29/14, and the Special Executive Committee meeting of 6/12/14. Motion for acceptance was made by Mr. Turner, seconded by Dr. Day and passed unanimously.

Mr. Kolb presented the Treasurer's Report starting with the May 2014 financials. A motion to accept was made by Mr. Holling, seconded by Mr. Turner and passed unanimously.

Mr. Kolb then presented the FY 2015 proposed budget on behalf of the Executive Committee which recommended passage. He noted that the budget was based on FY 2014 performance and that the great unknown was still the actual amount of the FY 15 Community Service Grant from CPB. It is expected to rise significantly based on the proceeds from the Sweetnam Estate being considered in the NFFS (non-federal funds). So as to not overstate the unknown, it was estimate to increase only at the same level of the PBS dues increase for FY 2015 (\$153,000). Since the budget was submitted for consideration by the Executive Committee, no second was required. In a *viva voce* vote, the budget passed unanimously.

In Old Business, Chairman Strupek presented the latest draft of the Memorandum of Understanding between WILL and WTVP and an exhibit regarding agreement on a Shared Executive. Following the input from the Board at its Special Meeting on May 29, IVPTC's corporate attorney contacted the University of Illinois' attorney to work through questions regarding procurement of services from WTVP by UI and explore other models and legal structures for operating and delivering public broadcasting services. Mr. Strupek explained the changes and called for discussion. A motion to accept and implement the MOU and attached exhibit regarding a shared executive was made by Mr. Holling, seconded by Mer. Baum

and passed unanimously. The Chairman signed the document and directed that it be sent to the University of Illinois for execution and implementation.

Moving on, Chairman Strupek reported on the status of the executive search. Eighteen resumes have been received for consideration. The Joint Search Committee meets on July 1 at WTVP to select finalists. The three finalists will be here and Champaign July 6-10 for familiarization visits. Final interviews are scheduled for July 22, and the job offered to one of them, if appropriate. Start time for the new CEO could be as soon as the last week of August. He also noted that WTVP's Executive Producer, William Baker will serve as Interim COO beginning July 1.

In other Old Business, Mr. Tomczyk and WTVP Chief Engineer reported that the WQPT master control project was coming to fruition and that they expected to make the July 1 deadline for implementation.

In New Business, the Governance Committee presented the following candidates for election to a three year term on the Board of Directors: Helen Barrick, Rick Owens, Linda Huddle, Sally Snyder, Andrew Rand, Justin McConnell, Karl Stach, Russ Trowbridge, Ashley Spain; for a two year term to fill out the unexpired term of Jon Burklund, Stephen Morris; and, for a one year term, Chet Tomczyk. A motion for a unanimous vote to elect all nominees was made by Mr. Holling, seconded by Mr. Turner, and passed unanimously.

Next, a slate of officers was presented for election: : Joe Strupek, Chair; Andrew Rand, Vice Chair; Dr. Cynthia Fischer, Secretary; Jerry Kolb, Treasurer; Chuck Walker, At Large; Henry Holling, At Large, Eric Turner, At Large; Chet Tomczyk, President. A vote to elect the slate as presented was made by Mr. Baum, seconded by Mr. Spurgeon, and passed unanimously.

The Board then agreed that the current Signatory Resolution will stay in effect until the September meeting of the Board when a new CEO would be present.

Presentations were made by the Karl Stach, President of the Pekin Friends of 47, who noted that the organization presented the station a check for \$1,400 at the Friends recent annual meeting earlier in June. Staff presentations followed by Development Director Jenni Davis, Executive Producer Bill Baker, and Interim Program Director Stacey Tomczyk.

In the President's Report, Mr. Tomczyk showed charts regarding the 2012-2013 growth in PBS prime time audiences, especially on Sunday evenings. He then gave a brief perspective on the last 20 years at WTVP.

Chairman Strupek noted that this was Mr. Tomczyk's last Board meeting and thanked him for his 20 years of service. He then noted again the loss of experience and commitment represented by the four retiring Directors: Mr. Baum, Mr. Garza, Ms. Leiter, and Mr. Spurgeon. He presented certificates to them noting that they were merely symbols of gratitude and respect earned over their tenures on the Board. Meeting dates for FY 2015 were distributed, and the meeting was adjourned at 5:36 pm.

Respectfully submitted,

Chet Tomczyk

President & CEO

..