

WISCONSIN PUBLIC BROADCASTING FOUNDATION, INC.

MEETING OF THE BOARD OF TRUSTEES

ECB Board Room

3319 West Beltline Highway

Madison, Wisconsin

Remote Attendance by Microsoft Teams/Phone

1:00 p.m. October 22, 2025

MINUTES

Roll Call

Chair Alyssa Kenney called the meeting of the Wisconsin Public Broadcasting Foundation (WPBF) Board of Trustees to order at 1:01 p.m. Roll call was taken and a quorum was present. The attendance list follows:

Trustee Members Present:

Alyssa Kenney, Foundation Chair

Marta Bechtol, ECB Executive Director

Anne Hanson

Rep. Patrick Snyder

Leah Luke

ECB Staff Present:

Aimee Wright, ECB Finance Director

Jennifer Dargan, ECB Deputy Director

Lenin Quintana, ECB Office Administrator

Approval of minutes from the July 18, 2025 meeting

Anne Hanson moved to approve the July 18, 2025 WPBF minutes. Rep. Patrick Snyder seconded the motion. The minutes were approved by a unanimous voice vote.

Administrative Note: It was recommended by Alyssa Kenney that the date of the minutes be adjusted to July 17, 2025, however the correct date the WPBF Trustee meeting is July 18, 2025.

ITEM 1 Action: Ratification of Accounts Payable July - September 2025.

Leah Luke motioned to approve the July – September 2025 payables, seconded by Anne Hanson. Marta Bechtol abstained, as she authorized the payments.

ITEM 2 Action: Approvals of Bylaws and Policies updates.

- Purchasing Policy – Marta Bechtol recommended this policy be repealed.
- Sales of Promotional Items and Premiums – Marta Bechtol recommended this policy be repealed.
- Bylaws – Marta Bechtol noted that the restated bylaws no longer dictate that annual meetings must be held within 90 days of the new fiscal year. She also recommended that Conflict-of-

Interest statements be signed at each annual meeting. Anne Hanson proposed that the language in section (b) of paragraph 2.12 be adjusted to simply state that WPBF adheres to Wisconsin Open Meetings law, and all agreed.

- Purchasing Card – Marta Bechtol recommended this policy be repealed.
- Records Retention – Marta Bechtol stated that this policy was reviewed by the legal office at the Department of Administration. Their recommendations were reviewed by the Trustees and unanimously accepted.
- Whistleblower – Marta Bechtol proposed that the language in section V be amended to designate the ECB Deputy Director as the Compliance Officer. This would provide administrative distance between whistleblowers and the Executive Director, enabling Trustees to raise serious concerns. Anne Hanson asked if the role of the Deputy Director was most appropriate to inherit the responsibilities of Compliance Officer. Marta Bechtol responded that because the Deputy Director serves as a confidential HR liaison, it makes sense to designate that position as the Compliance Officer. The Trustees agreed that the language in section V should require the Compliance Officer to be the ECB Deputy Director or someone in a position of equivalent responsibility and should specifically exclude the ECB Executive Director and WPBF Trustees.
- Spending Policy – Marta Bechtol proposed changing the name of the policy and language within to be inclusive of all WPBF investment accounts. Alyssa Kenney added that Section III must include following all donor specifications of the gifts we receive. All Trustees concurred.
- Gift Acceptance policy – When discussing use of legal counseling within this policy, Alyssa Kenney suggested that this language also allow for the use of other professional advisors. Anne Hanson proposed that decisions to decline gifts should be conducted by the Board of Trustees instead of one or two designated individuals. She also added that the Board of Trustees should only be enlisted to make these decisions on gifts over \$100. Under the proposed Procedures section, Anne Hanson recommended that the section title be changed to “Cash Gift Procedures.” Alyssa Kenney suggested that a bullet be added to clarify accepting gifts that are not cash, such as land. To account for specific instances of non-cash gifts, Anne Hanson suggested that a new “Non-cash Gift Procedure” section be added and that any action on such gifts be directed by the Board of Trustees.

Per the discussion of the Board of Trustees in review of current and new policies, Leah Luke moved to approve all recommended amendments and updates, and to repeal those policies no longer required. Rep. Patrick Snyder seconded the motion. The motion carried by unanimous vote.

Anne Hanson requested that all updates and changes be noted in the meeting minutes for additional review.

Adjournment

Rep. Patrick Snyder moved to adjourn, seconded by Anne Hanson. The motion was carried by unanimous voice vote. The meeting was adjourned at 2:15 p.m.