



Public written statement containing an explanation of the reasons for closing the meeting.
[Communications Act Section 396 (k)(4)]

On April 28, 2016 New Hampshire Public Broadcasting's Board of Directors voted to go into non public session for the purposed of discussing proprietary information. The minutes of the meeting are attached.

Peter A. Frid
President & CEO

Date

***New Hampshire Public Broadcasting
Board of Directors
Minutes***

April 28, 2016
Law Offices of Sheehan, Phinney
1000 Elm Street
Manchester, NH

Board Members present: Jeff Gilbert, Erin Hennessey, James McKim, Peter Frid, Mark Collin, Bill Barker, and John Swope,

Joining by phone: Ed MacKay, Cynthia Wentworth, Colleen Chen, Marge Chiafery, and Kathy Eneguess

Excused due to a business commitment: Scott Milne, Sean O’Kane, Marilyn Forest, Peter Rayno, Lois Haskins, Zach Slater, Katie Wheeler, and Ron Abramson

Staff present: Mike Lussier and Attorney Brad Cook

Special Guest: Karen Whitley, Labor Attorney at Sheehan, Phinney, Bass, and Green Law Firm

CALL TO ORDER:

Mr. Gilbert, Chair of the Board of Directors, called the meeting to order at 4:03 pm.

GREETINGS AND INTRODUCTION OF GUESTS:

There were no guests.

PUBLIC COMMENTS:

There were no public comments

SPECIAL PRESENTATIONS:

Chair Gilbert welcomed Ms. Whitley to the meeting. Ms. Whitley then did a presentation on diversity as required by the Corporation for Public Broadcasting. Discussion followed.

APPROVAL OF MINUTES

The first order of business was consideration of the minutes of the board of directors March 23, 2016 meeting. Upon motion duly made by Mr. Barker and seconded by Mr. Swope.

VOTED: To approve the minutes.

OLD BUSINESS:

There was no old business.

NEW BUSINESS:

Election of Teresa Rosenberger to the NHPB Board of Directors:

In the absence of Mr. Abramson, Chair of the Governance and Nominating Committee, Mr. Gilbert called upon Mr. Frid to present the motion to nominate Teresa Rosenberger to the NHPB Board of Directors. Discussion followed.

Mr. Gilbert called for the following motion:

“Move upon recommendation of the NHPB Governance and Nominating Committee that Teresa Rosenberger be elected to fill an unexpired term in the Class of 2016. Upon her election she shall be immediately seated on the Board.”

Upon a motion duly made by Mr. Swope and seconded by Ms. Chen.

VOTED: To elect Teresa Rosenberger to the Board of Director’s Class of 2016.

BOARD OF DIRECTORS:

NHPTV REPORTS:

Chairs and Executive Committee Reports:

Mr. Gilbert reported on activities as chair of the board. Discussion followed.

Finance Committee:

Mr. Gilbert asked Mr. Barker to give the March financial report. Discussion followed.

Investment Committee Report:

Mr. Gilbert called upon Mr. Collin, Chair of the Committee, to report on the April meeting of the Investment Committee. Discussion followed.

Governance & Nominating Committee:

There was no report based on the previous action of the board.

Development Committee:

In the absence of Ms. Wheeler, Chair of the Development Committee, Mr. Gilbert asked Mr. Frid to give the committee report. Discussion followed.

NEW VENTURES COMMITTEE:

Mr. Gilbert asked that the board hear a report from the New Ventures Committee. As the topics to be discussed were addressing negotiation strategies, Chair Gilbert asked that the board go into non public session.

NON PUBLIC SESSION:

Mr. Gilbert called for a motion to go into non-public session. Motion: Move that the Board of Directors go into non-public session to discuss contract negotiation strategies. Staff and NHPB general counsel were invited to stay.

Upon a motion made by Mr. Swope and seconded by Mr. McKim;

VOTED: To go into non public session.

Mr. Gilbert called for a motion to come out of non public session. Upon a motion made by Mr. Swope and seconded by Ms. Hennessey move to come out of non public session.

VOTED: To come out of non public session.

Mr. Gilbert called for a motion to seal the minutes of the non-public session. Upon a motion duly made by Mr. Swope and seconded by Mr. Barker; move to seal the minutes of the non-public session.

VOTED: To seal the records of the non-public session.

NHPTV REPORTS:

Mr. Gilbert called upon Mr. Frid to give the President and CEO's report and the report for the Community Advisory Board. Discussion followed.

ADJOURNMENT:

Having no further business to come before the Board, Mr. Gilbert asked for a motion to adjourn. Upon a motion duly made by Ms. Hennessey and seconded by Mr. Swope.

VOTED: To adjourn the meeting at 5:22 p.m.

A True Attest,

Acting Secretary