

MINUTES OF THE SOUTH CAROLINA ETV COMMISSION

Wednesday, September 18, 2019

Commission Conference Room

1041 George Rogers Boulevard

Columbia, South Carolina

Friday, September 20, 2019

Via Conference Call

The South Carolina ETV Commission met on Wednesday, September 18, 2019, in the Commission Conference Room of the ETV Telecommunications Building. Those in attendance were as follows:

Dr. Brent Nelsen, Chairman

Mr. Craig Kinley

Ms. Karen Martin

Mr. Ray Sharpe

Mr. David Vipperman

Ms. Coby Henneycy, Executive Director, ETV Endowment of South Carolina

ETV STAFF:

Mr. Anthony Padgett

Mr. Jeremy Cauthen

Ms. Adrienne Fairwell

Ms. Stephanie Frazier

Ms. Tracey Hunt

Mr. Mark Jahnke

Ms. Bobbi Kennedy

Dr. Nelsen called the meeting to order and welcomed everyone to the meeting. He stated that a quorum was present. He reported that the requirements of the Freedom of Information Act with respect to this meeting had been met. Dr. Nelsen introduced Ray Sharpe, the new Commissioner representing the 2nd Congressional District.

Anthony Padgett gave the report of the Office of the President. He said that it has been a busy few months. Hurricane Dorian gave the staff a chance to test some of things related to the South Carolina Emergency Information Network (SCEIN) and ETV's weather service. Reports were given by Adrienne Fairwell, Vice President Marketing, Communications and Development; Jeremy Cauthen, Director of Communications; Dr. Stephanie Frazier, Vice President of Education; and Mark Jahnke, Vice President and CIO, Technology and Facilities.

Jeremy Cauthen gave an update of ETV's Hurricane Dorian coverage beginning with a clip. He said ETV's new weather service powered by the South Carolina Emergency Information Network (SCEIN) allows ETV to utilize a multi-platform approach to disseminate important information regarding severe weather events to South Carolinians in all corners of the state. The service played a critical role in emergency communications during the recent threat

that Hurricane Dorian posed to the state. For more than a week, the SCEIN team utilized SC Public Radio's airwaves, ETV's ETV-HD channel and the Network's various social media platforms, including Facebook Live broadcasts, which were also simulcast on ETV-HD. Featuring reports from around the state, question and answer segments with ETV's team of meteorologists and the latest storm projections and forecasts, the content produced and published on all of those platforms was informative and interactive. On social media, the coverage generated significant increases in page traffic, page likes and engaged users. For example, from August 31-September 6, the @SouthCarolina ETV Facebook page attracted more than 10,100 average daily engaged users and 1725 new likes, an increase of more than 5700% from the previous seven-day period. On Twitter, posts on the @SCETV account during the Hurricane Dorian coverage period attracted nearly 140,000 views, up from 24,600 views during the previous seven-day period. Moving forward, ETV wants to further grow in its role as a trusted source of news and information during severe weather events.

Stephanie Fairwell reported that ETV did a Live Pledge night around Prince. The staff dressed up in purple for the occasion, and it was a very successful fundraising evening. There was excellent social media coverage and she would definitely like to see the Network do more of these live events. She said that she would like to recognize the team that put the Live Pledge night together.

Ms. Fairwell reported that *Country Music: A Film by Ken Burns* premiered on September 15. ETV localized its Country Music events, branding these as "Carolina Country." ETV created a Country Music website (<https://sctv.org/countrymusic>). On Tuesday, September 10, ETV held "Carolina Country with Patrick Davis & Friends" – a film screening and concert event which took place at the Network's headquarters in Columbia. The hour-long concert was taped live and will air on ETV September 18, at 7:00 p.m. In addition to the Carolina Country concert, there was a lot of excitement around the songwriting workshop held on the day before with Patrick Davis and Friends. The sold out audience included an eclectic mix of songwriters with varied levels of experience, the youngest being only 10 years old. Though adults were able to participate, the workshop was created in support of the songwriting contest for South Carolina students for 5th through 12th grade. The public began voting on songwriting entries the week of September 9, and the winners will be announced at a screening event later this month in partnership with the SC Governor's School for the Arts and Humanities. Along with the announcement of contest winners, that screening will also feature a panel discussion and a performance by Lauren Jenkins, a Nashville-based artist with South Carolina ties. The songwriting contest was featured in local press by ABC Columbia, and nationally by the Corporation for Public Broadcasting and PBS.

Ms. Fairwell reported that PBS's last brand refresh was 10 years ago and a lot has changed in how people interact with media. There are more digital platforms available and PBS and member stations want to be consistently visible and distinguishable across all of them. In the brand refresh, PBS is emphasizing energy and brightness to signal the continued role and future direction as a leading relevant provider of thoughtful and thought-provoking media. While assets will be fully released in November, PBS has begun rolling out their new brand

toolkit for member stations. Although ETV is not co-branding as part of the PBS Brand Refresh project, it still had to get PBS to create a mockup for the station for PBS national products like PBS.org, mobile apps and OTT. As a station that just went through its very own brand refresh, it didn't make good marketing sense to do something different with the ETV brand just yet. Staff also took into consideration that as a joint licensee who is planning to do something different in the way of operating under one brand (parent brand), it would be better to participate in only using the co-brand for national PBS products.

Dr. Stephanie Frazier reported that ETV has initiated an 18-month content development plan and public awareness campaign around workforce development. The goal is to increase awareness of South Carolina's workforce needs, decrease stigmas around careers and educational pathways in targeted cluster areas, facilitate conversations between key stakeholders, including the general public, empower families with the ability to make informed decisions about career pathways, and create up-to-date and engaging content that is designed specifically for students. The focus will be on four career clusters: (1) Agriculture; (2) Manufacturing; (3) Public Safety; and (4) Transportation, Distribution, and Logistics. Cluster awareness will include three main components: interactive, online virtual reality modules; short videos to address myths about targeted careers; and curriculum resources for classroom use. These components will be developed in cooperation with several partners including the SC Department of Education, the SC Department of Commerce, the SC Technical College System, SC BIO, and the new Governor's School for Agriculture. ETV will also host an in-studio panel discussion about workforce development on October 8.

The Commissioners unanimously approved a resolution for Elise Bidwell thanking her for her service on the ETV Commission. A copy of the resolution is attached to the minutes.

The approval of the Consent Agenda was moved to the Chairman's Report on the agenda.

Mr. Padgett called on Mark Jahnke who gave an update on Repack. He reported that ETV has successfully transitioned six of its stations as required by the FCC. WRLK-Columbia, WNEH-Greenwood, WEBA-Barnwell, WNSC-Rock Hill, and WJPM-Florence were all transitioned on September 6 at 3:00 am. WRJA-Sumter was transitioned on September 11 at 3:00 am. All of these stations are on their new transmitting frequencies. WRLK, WNEH, WEBA, and WNSC will still have ongoing work to complete the ATSC 3.0 upgrades which include an upgraded antenna and increased power output. WRJA already has the ATSC 3.0 upgrade work completed. ETV's other stations will transition in 2020. WJWJ-Beaufort will transition in January 2020, WHMC-Conway will transition in March 2020, and WNTV-Greenville and WITV-Charleston will transition in July 2020.

Mr. Padgett continued the President's Report. He said that he had received an email from the House Legislative Oversight Committee requesting an update on the Network's progress toward implementation of the recommendations it made to ETV during its study. Mr. Padgett said that progress is being made on all seven recommendations. He read the following statement to the Commission outlining the progress on #6 – "ETV should work with the ETV Endowment

to create a memorandum of agreement or understanding which dictates the parameters in which the two entities operate”:

Following ETV's LOC audit, a little over a year ago, we began conversations about establishing an MOU, or formal agreement, with the ETV Endowment. Those conversations continued over this period of time and have proved to be very divisive and distracting to both organizations. Given our history and long-standing relationship with the ETV Endowment, and their support, we have decided that it is best to focus on what helps us build our organizations, rather than what divides us.

Recently, Dr. Nelsen, Craig Kinley, and I met with Sara Fisher (current ETVE Chair), Bill Cobb (incoming ETVE Chair) and Coby Hennecy (ETVE ED) about moving both of our organizations forward. During this conversation, the following was acknowledged:

- 1) We are approaching our partnership as equals;*
- 2) ETV has benefited from its relationship with the ETV Endowment;*
- 3) Although ETV has certain needs beyond funding for programming, the ETV Endowment's mission is solely to support programming on ETV;*
- 4) If ETV is to be "recognized as a center of excellence for our region and the nation," ETV may need to engage in other activities to generate support for non-program-related needs;*
- 5) ETV Endowment has indicated a willingness to consider unique capital campaigns to help ETV meet certain, specific needs outside of programming;*
- 6) ETV's current practice of partnering with the Endowment to conduct on-air pledge drives to support programming will continue; and,*
- 7) ETV is neither seeking a third-party on-air fundraiser nor taking legal action against the ETV Endowment.*

In the past, ETV personnel resources and capacity were unable to help support outreach and communication activities, and over time this may have resulted in an undue burden being placed on the Endowment. As ETV has added staff and resources to focus on these areas this has begun to improve. We anticipate improvements in these areas to continue as ETV and the ETV Endowment teams identify overlap in our touchpoints and refine process and procedures. The ETV Endowment has provided an outline of the Endowment's Financial Support of SCETV, which we accept as the operating guidelines between ETV and the ETV Endowment. This document, along with other assurances and historical practices of the ETV Endowment, settle the CPB and FCC compliance matters previously raised. Considering these developments and conversations, I feel comfortable that ETV and the ETV Endowment can move forward without an official MOU in place. We can now work effectively toward meeting our shared goals. I believe that these actions are necessary to preserve and further our relationship with the ETV Endowment and will ultimately help us better fulfill our mission.

A discussion followed. Mr. Padgett stated ETV's desire to move forward in a positive direction and recommended that the Commission rescind the following resolution that was adopted at the March 22, 2019, ETV Commission meeting:

Resolved, that the ETV President and CEO shall seek to reach agreement with the ETV Endowment on a Memorandum of Understanding (MOU) that will incorporate the following “core principles” as required by the Federal Communications Commission (FCC) and/or the Corporation for Public Broadcasting (CPB), and will otherwise represent the interests of the ETV Commission:

- 1. All funds which have been or will be raised over-the-air on ETV’s television and/or radio stations through pledge drives and similar activities that interrupt regular programming must be used only to support ETV’s broadcast operations as determined by ETV.*
- 2. ETV must maintain complete, accurate and secure records of all uses of donor information and must maintain active control of donor lists containing donor information that has been or will be obtained via ETV’s over-the-air fundraising or via any other fund-raising conducted in the name of or for the benefit of ETV. This does not necessarily require that the ETV Endowment transfer possession of the lists to ETV, but the arrangement should acknowledge that the Endowment’s possession and use of such donor information is on behalf of ETV as ETV’s agent, is subject to, and will be in compliance with CPB requirements.*
- 3. ETV must have the right to have an accounting of the source and use of all funds—past and future—raised using ETV’s name. It must be agreed that any such funds will be expended by the ETV Endowment only for purposes that directly benefit ETV.*

Further Resolved, that the ETV President and CEO is directed to take any necessary legal and institutional steps to ensure compliance with the requirements of the FCC and/or the CPB, and the directives of the ETV Commission.

Ray Sharpe made a motion that the resolution adopted at the March 22, 2019, meeting be rescinded. David Vipperman seconded the motion. The motion carried.

Karen Martin moved that the following resolution be adopted:

Whereas, the Commission appreciates the work of the ETV Endowment on behalf of ETV;
Whereas, the Commission is in full support of a partnership among equals between ETV and the ETV Endowment for the benefit of the citizens of our state;
Whereas, the president and CEO has reported the resolution of all outstanding issues between ETV and the ETV Endowment;
Resolved: that the Commission fully supports the report of the president and CEO and considers the issues raised in the Resolution of March 22, 2019, to be fully resolved.

The motion received no second.

The Commission continued to discuss the need for a resolution to accompany Mr. Padgett’s statement regarding the House Legislative Oversight Recommendation #6. The following resolution was again presented by Ray Sharpe, seconded by Craig Kinley, and carried:

Whereas, the Commission appreciates the work of the ETV Endowment on behalf of ETV;
Whereas, the Commission is in full support of a partnership among equals between ETV and the ETV Endowment for the benefit of the citizens of our state;
Whereas, the president and CEO has reported the resolution of all outstanding issues between ETV and the ETV Endowment;
Resolved: that the Commission fully supports the report of the president and CEO and considers the issues raised in the Resolution of March 22, 2019, to be fully resolved.

Ray Sharpe made a motion, seconded by Craig Kinley, that the last statement in the resolution be amended as follows:

Resolved: that the Commission fully supports the statement of the president and CEO, which is attached to the minutes.

The motion was unanimously carried.

Coby Hennecy gave the report of the ETV Endowment. She reported that the 2019 membership revenue exceeded the budget by 4.5%. The 2020 membership revenue as of August 31 is 9.9% ahead of budget. Membership statistics for 2019: number of donors--+.1%; number of members-- -2%; number of gifts--+11.4%; gross membership revenue--+9.9%; average gift per donor--+9.9%; number of sustaining stars--+22.1%; percent of revenue from sustaining stars--+3.9%; renewal rate--+3.3%. There has been an increase in active Passport users from FY18-FY19 by 33.8% and an increase in revenue by 21.3%. Ms. Hennecy reported that only \$13,534 remains to meet the \$1.6 million goal of the One State, Many Voices: Sharing South Carolina's Stories campaign. Upcoming Endowment events include *Poldark* screenings in Charleston (September 19), Spartanburg (September 19), and Beaufort (September 25); the Donor Appreciation Luncheon with Meghna Chakrabarti (October 4); and USC football tailgates for the Florida, Vanderbilt and Clemson games. Trips with Alasdair Clayre are planned for Portugal (October 17-27) and Vietnam/Cambodia (February 28-March14).

Mr. Vipperman made a motion that the Commission go into Executive Session to address a question concerning the July 12, 2019, minutes and a personnel/contractual issue.

On Friday, September 20, 2019, at 9:00 am, the September 18, 2019, Commission meeting resumed via conference call. Those in attendance on this call were as follows: Brent Nelsen, Larry Fritz, Jill Holt, Craig Kinley, Karen Martin, Ray Sharpe, and David Vipperman. Staff on the call were: Anthony Padgett, Tracey Hunt, and Myra Boyd.

Dr. Nelsen called the resumed meeting to order and stated that a quorum was present. He closed the Executive Session.

Dr. Nelsen stated that no votes were taken in the Executive Session that was held on Wednesday, September 18, 2019.

Dr. Nelsen stated that he would like to propose a correction to the July 12, 2019, minutes that were on the Consent Agenda. The minutes as they presently stand state that "Following the Executive Session, Dr. Nelsen reported that no votes were taken in Executive Session." He said that because the Executive Session at the July 12 meeting overlapped with the start of the ETV Commission Advisory Council meeting that same day, he failed to convey to Myra Boyd, Recording Secretary to the Commission, that the Commission had taken a vote on the pay package for the President for 2019-2020. Dr. Nelsen offered the following amendment to the July 12 meeting minutes:

:

Following the Executive Session, Dr. Nelsen reported that a vote was taken in Executive Session on the overall rating assigned the ETV President and CEO and his recommended compensation. The vote was unanimous.

Jill Kelso seconded the motion. The vote was as follows: Larry Fritz-No; Ray Sharpe-No; Craig Kinley-No; Karen Martin-Yes; David Vipperman-No; Jill Holt-Yes. The amendment to the minutes failed.

A vote was taken on whether the July 12 meeting minutes should remain as written. The vote was as follows: Larry Fritz-Abstain; Ray Sharpe-Yes; Craig Kinley-Abstain; Karen Martin-No; David Vipperman-Yes; Jill Holt-No. The vote was tied. Dr. Nelsen voted No and the vote failed.

Jill Holt asked how the ETV Commission By-laws address special meetings of the Commission. Article V, Section 3, of the ETV Commission Bylaws approved on June 13, 2002, states: "Special meetings of the Commission may be called at the request of the Chairman or of any three members at any time upon five days' notice, where practical, to all Commission members."

There being no further business to be brought before the Commission, the meeting was adjourned.

RESOLUTION

WHEREAS, she has served faithfully as a member of the ETV Commission since March of 2011, and

WHEREAS, she has been a supporter of the educational mission of South Carolina ETV, and

WHEREAS, she has recognized the need for ETV to provide emergency communications in the state, and

WHEREAS, she is committed to maintaining the high quality of overall service, and

WHEREAS, she has fostered effective community advisory outreach in her community and the state, and

WHEREAS, she has encouraged ETV to become more entrepreneurial in its overall business approach, and

WHEREAS, she has brought a unique perspective to the ETV Commission;

NOW, THEREFORE, BE IT RESOLVED: That the South Carolina Educational Television Commission in session this 18th day of September, 2019, does hereby express its respect for and appreciation of

Elise Bidwell

for her service as a member of the Commission. The Commission expresses its appreciation to Ms. Bidwell for providing guidance and leadership and wishes her and her family good wishes for future happiness and prosperity.

Brent Nelsen, Chairman

Jill Holt

Craig Kinley

Karen Martin

Ray Sharpe

David Vipperman

Molly Spearman



ETV Commission Meeting

September 18, 2019

The Future of ETV and ETV Endowment

Following ETV's LOC audit, a little over a year ago, we began conversations about establishing an MOU, or formal agreement, with the ETV Endowment. Those conversations continued over this period of time and have proved to be very divisive and distracting to both organizations. Given our history and long-standing relationship with the ETV Endowment, and their support, we have decided that it is best to focus on what helps us build our organizations, rather than what divides us.

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RESOLUTION

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Whereas, the Commission is in full support of a partnership among equals between ETV and the ETV Endowment for the benefit of the citizens of our state;

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Resolved: that the Commission fully supports the statement of the president and CEO which is attached to the minutes.