

Draft Agenda - Public Version
Regular Pacifica National Board Session
Teleconference Meeting
Thursday, December 1, 2022, 8:30 pm ET
All times are Eastern Time
(meeting notice appended to the end of this agenda)
Directors:

Teresa J. Allen, KPFT, Listener Burt Cohen, Affiliate Jim Dingeman, WBAI, Listener Vanessa Dixon-Briggs, WPFW, Listener Sue Goodwin, WPFW, Staff Heather Gray, WRFG, Affiliate Donna Grimes, WPFW, Listener Julie Hewitt, WPFW, Listener, Chair Evelia Jones, KPFK, Listener Ali Lexa, KPFK, Staff Marianne Martinez, KPFT, Listener	James McFadden, KPFA, Listener Darlene Pagano, KPFA, Staff Lawrence Reyes, KPFK, Listener Shawn Rhodes, WBAI, Staff James Sagurton, WBAI, Listener Sharonne Salaam, WBAI, Listener Akio Tanaka, KPFA, Listener Mark Van Landuyt, KPFA, Listener Beth von Gunten, KPFK, Listener Egberto Willies, KPFT, Staff Susan Young, KPFT, Listener
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Others:

Stephanie Wells, Executive Director
Arthur Schwartz, Pacifica Counsel
Markisha Venzant-Sampson, National Business Manager
John Tatum, Parliamentarian
Polina Vasiliev, Secretary

1. Preliminary Items – 5 min.

- A. Call to Order by Chair
- B. Roll Call

C. The chair reads the report out from the November 17, 2022 meeting:

The PNB met in closed session to hear confidential personnel, contractual and financial reports.
The PNB also passed the following motion:

Whereas the ability to make payroll from pay period to pay period is uncertain, now therefore be it resolved that the Pacifica Executive Director is authorized to:

- Negotiate with the unions representing unionized employees a plan whereby with the unions' consent, in any pay period where only X% of the total payroll funds are available, every staff member receives X% of their normal pay, with deferred amounts recorded in an accrual account, to be paid as expeditiously as possible. The union contracts now in effect would otherwise remain in effect.
- If the unions do not agree to the previous plan, the total payroll funds available for each regular pay date would be allocated in the following order of priority, paying categories in full where possible, and where not, each staff member in the category receives the same fraction of their pay:

- Health benefits for all staff (for the month-ending pay period)
- Union employee compensation
- Non-union non-management employee compensation
- PAN and PRA director/manager compensation
- Other manager (ED and GMs) compensation
- If accrued payroll amounts are available as of a subsequent pay period, they should be paid with that payroll and before payments are made on other aged payables. Any accrued payroll amounts shall be paid as soon as practical after the sale of an asset.

This authorization remains in force until December 31, 2022, or such earlier time that the board acts to rescind it. The board may also act to extend this motion.

D. Excused Absences

E. Identify Timekeepers & Recording Secretary

2. Agenda approval – 5 min.
3. Approve Minutes of 11/17/22 – 3 min.
4. ED Report and Q & A – 15 min.
5. General Counsel Report and Q & A – 10 min.
6. Committee Reports
 - a) Audit Committee – 1 min.
 - b) Coordinating Committee – 1 min.
 - c) Finance Committee – 10 min. (see APPENDIX for motion)
 - d) Governance Committee – 3 min.
 - e) Elections Committee – 3 min.
 - f) Programming Committee – 10 min.
 - g) Strategic Planning Committee – 20 min. (see APPENDIX for two motions)
 - h) Development Taskforce – 3 min.
 - i) Covid-19 Taskforce – 3 min.
 - j) Technology Taskforce – 3 min.
7. Unfinished business – 10 min.
 - a) Cleaned up version of Underwriting motion from 11/17/2022 – 1 min.
8. New Business – 5 min.

- Motions forwarded to PNB Secretary and PNB at least 48 hours prior are presumed to be included here.
- Any motions sent after, if voted onto the agenda as an amendment.
 - a) Motion on Forward Promotion Policy
 - b) Motion on Pacifica Hybridization Policy
 - c) Motion on Pacifica Marathons
 - d) Motion on Training of On-Air Staff, Paid and Unpaid
 - e) Motion on Nielsen Data
 - f) Motion on Strategic Goals of the Foundation

9. Motion to Move into Executive Session at a time certain of 10:00 pm ET – 1 min.

10. Confidential Legal Matter – 30 min.

11. Confidential Confidentiality Matter – 10 min.

12. Executive ED report and Q & A – 15 min.

13. Executive Legal report and Q & A – 15 min.

14. Discuss what from this session may be shared with LSBs in closed session – 5 min.

15. Report-out for kpfix.org and for reading at the next open session – 3 min.

16. Rise and report (includes reading the report-out) – 1 min.

17. Adjourn at a time certain of 12am midnight ET.

APPENDIX

6c. Motion on Approving the National Office Budget from National Finance Committee

The NFC recommends to the PNB that they approve the proposed National Office FY23 budget, recognizing that revenue is pending the creation of a Central Services formula.

6g1. Motion on CPB Funding from the Strategic Planning Committee

Whereas the Pacifica Foundation has a multiplicity of tough financial problems that is frustrating its potential going forward, as seen by the current fiscal crisis

Be it resolved that the Pacifica Foundation will manage and fill out an application for the Community Service Grants of the Corporation for Public Broadcasting with the participation of all seven units that will be handled in a timely fashion to be finished as regards the deadline of the CPB application process

So be it resolved that the Pacifica Foundation will move as a team to make sure that the application process for the CPB and any other federal, state, county and municipal monies that come available in this coming year and be completed on time during the calendar year, 2023

6g2. Motion on National Fundraising from the Strategic Planning Committee

Whereas the Pacifica Foundation is experiencing a harsh fiscal situation that all are trying to redress and we have constantly growing outstanding payables that currently amount to over 1.2 to 1.3 million dollars. The amount is much larger than that when one adds other cost factors like loans, long term outstanding payables and other cost factors.

Be it resolved, that the PNB authorizes that starting in December 2022 there will be at least one day devoted to national fundraising to give badly needed revenue to tackle the outstanding payables to the NO and ED to help draw down the deficits that face Pacifica.

Be it resolved that this will be handled through the Strategic Planning Committee with the participation of management at all the seven units and that the results of this will be reported to the PNB on a bi-weekly basis going forward.

8a. Motion on Forward Promotion Policy

RESOLUTION ON FORWARD PROMOTION

Whereas, it is common practice in radio to have a sound traffic management of the airwaves of any radio station, be it resolved that it be Pacifica Foundation policy that common sense measures be mandatory in each station for announcement of ID of the station, the various media platforms it is on (website, streaming on the web at XXX) and that the show itself be advertised with the host announcing him or her self at a reasonable time at least 5 times per hour in the evening and especially during the morning and afternoon drive day parts. The commonsense practice of doing this has been uneven and at times ignored altogether at various units over the past thirty years.

These ids should also include forward promotion of the next show coming up and any highlight or specials in the daily airtime of the station that require special advertising. These announcements should be done at the very least every 10 minutes or so and the producers of the show need to plan accordingly in crafting their time. Obviously, this can be modified as pertains to content matter but the absence of consistent and regular IDs/ Forward promotion is one important element in building audience. This is especially true at drive time.

Whereas, it is essential that the amount of times station IDs/forward promotion and direction to our platforms be upped several times. This depends on the crafting of the show but very often even in morning and afternoon drive a host will go on for twenty to twentyfive minutes without proper ID.

Our competition at NPR will organize every 15 minutes with at least 5-6 ID's. These are carefully crafted and usually include cultural segments as well. They are organized into 2-6 minute segments and switched in NYC from 2 studios with a third coming in live from Washington. But the point is that the station and show is Identified at least 30 times in one hour. The show is crafted to an audience driving in their cars to and from work in the

morning.

It is not counter-revolutionary to develop well crafted segments and aim them at a audience going to work.

So, be it resolved that the PNB mandates that all producers are required to ID their show and the show coming up after them, in addition to playing carts At least 4-5 times an hour. Morning and Afternoon drive require an even higher number of such forward promotion carts and ID's.

There should be constructed bumper carts pre announcing the day-parts of each day in the hourly clock of each show and all promo or underwriting carts must include station ID's in their production.

These kinds of station ID and forward promotion good practices need to be incorporated in all audio or multi-platform operations by the stations delivering content , including podcasts, the use of social media, streaming audio and video content, and live coverage of events.

All managers and PD's will be required to implement these policies immediately and they will submit quarterly reports to the PNB , PNB Programming and Strategic Planning Committee as to their progress. This reporting process will commence in March 2023.

8b. Motion on Pacifica Hybridization Policy

Whereas ,
all the Pacifica stations have varying levels of integration into existing social media platforms it will be the policy of the foundation that all analog radio shows that currently are on the air and all future ones going forward will be required by March 2023 to demonstrate their integration into their on air broadcasts of Facebook, Twitter, Instagram, Tik Tok, Google Live, Blogs or any combination of social media that allows them to enhance their relationship with the listening audience. This will also include the ability to create and broadcast new shows that are exclusively on these platforms which includes YOU TUBE.

The goal is to have each show integrate social media into its on air delivery and process of communication with its audience in order to build the shows individual footprint. This may include live-streaming and use of YouTube as local resources permit. It will be the short term goal of Pacifica to acquire and set up broadcasting studios that can livestream audio via Video as soon as resources permit.

Be it resolved that all shows will need to have dedicated producers who are assigned to the task

of integrating digital and social media into the normally scheduled analog shows. This will provide a means to have an ongoing broadcast presence beyond simply the allocation of time on a weekly analog schedule.

This can be done as creatively as possible by GM's and PD's at various stations in whatever scale their resources permit but it will be a long term goal of Pacifica to aim to integrate the analog, digital and social media in our broadcast output and content creation.

All managers and programmers will be evaluated as to their implementation of these policies.

The progress of this will be reported in quarterly reports, which will start in March 2023. These will be submitted to the PNB, ED PNB Programming Committee and Strategic Planning Committee.

The implementation of this will start immediately and will be updated in March 2023 as to its progress and then quarterly from that date on.

Pacifica must enter the 21st Century as a multiplatform service that delivers content nationally and globally.

8c. Motion on Pacifica Marathons

Whereas the Pacifica Foundation is facing a serious financial crisis due to a wide variety of factors among which are the decline in on air fundraising it is now necessary to begin to explore and implement measures that can address this decline

And whereas, it is necessary to develop on air training for fundraising that is developed for each marathon period to enable on air producers to better effect a favorable and reasonable outcome when they fund raise it is necessary for MANDATORY training for pitching be required to be taken by ALL on air staff at least twice a year. This may be needed to be increased as the situation warrants. But sound and practical pitching training is necessary for all ON AIR STAFF to help obtain from our audience vitally needed funds. In addition, some people are better at pitching than others and every attempt should be made to allow each show to be strengthened by better skilled people in order to perform better in terms of money raised.

And whereas, the participation of all shows and their staffs is necessary for fundraising it will be essential for all staff going forward to help management with promoting their shows with thank you gifts or similar premiums that will help generate revenue for the station. This may vary from show to show and station to station depending on their implementation of their fundraising strategy and goals but it is essential that ALL staff work with their GM's and PD's to develop the best possible outcome for their efforts during fundraising.

If this includes obtaining thank you gifts or NEW premiums to attract listener members then this must and should be part of the fundraising process.

If applicable to the local stations fundraising It is essential that new premiums be obtained and

that on air staff cooperate with management to change up the thankyou gifts for fundraising purposes.

The actual tactics of doing this may vary but it is critivcal that new and timely thankyou gifts be created per marathon if that is the strategy adopted. Some strategies may simply want to go by the best approach which is based on the content of the air. Whatever works best for the local station is to be pursued and all strategies for fund raising must be multi-faceted, creative and flexible.

Be it resolved that these policies and measures be implemented immediately going froward for all stations in their fundrives.

8d. Motion on Training of On-Air Staff, Paid and Unpaid

Whereas there is a need to educate all on air staff and perspective staff as to good practices, be it resolved that

All of the PACIFICA NETWORK needs to implement and maintain a robust schedule of training paid and unpaid staff to carry out good broadcast practices as to creating content.

And whereas ,

At this time only KPFA has a robust training program and all the Pacifica radio stations need to develop and learn from that experience at KPFA. This learning process should also borrow and examine ALL online and in-person training programs aver the world to be utilized at once to start this process of learning. This includes all networks doing such training nationally and globally.

Currently, only one station, KPFA has a robust form of training for new staff and we need to learn and modify as per our circumstances at each station what can work and not work.

And

Whereas, the PACIFICA FOUNDATION AND ITS AFFILIATES also need to learn from other experiences in the United States and around the world so we can upgrade the QUALITY of our content as per universally accepted practices of radio/sound art and excellence. All units shall contribute to this process of learning including the archives and affiliates program.

The participation of the paid and unpaid staff in such a process should be part of the general evaluation process for each show's raison d'être to be on the air.

Whereas,

There must also be a constant refresher course maintained that must be attended by ALL on air staff as to best practices for on air fundraising. This must be a required for all broadcasters before each fund drive or organized on a quarterly basis for all on air staff to receive training for pitching.

Participation in this training will be PART of the evaluation process for each show.

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Whereas ,

It is also essential to set up constant training to clear volunteer and paid staff to be able to conduct as radio engineers shows live in master control.

In addition, there should be constant periodic refresher training on the best practices for pitching and fundraising required for on air paid and unpaid staff as a

constant practice.

Whereas,

Adherence and fostering of common sense radio/sound art training programs and their exploration of best practices for social media and digital sound methods must be part of fostering a learning environment on this all important component of upgrading our content. This includes training in all varieties of content production including podcasting, live streaming and future forms of content creation.

The implementation of these measures will be part of the evaluation process for all levels of management by Pacifica governance including the Executive Director, the General Manager, Program Director and all other staff involved in producing content.

Be it resolved,

That going forward, the General Manager and Program Director will submit quarterly written reports to the PNB, the ED, PNB Programming Committee and Strategic Planning Committee regarding the implementation of this resolution.

And

Be it resolved, training and exposure to sound art should be an ongoing process, sponsored and bolstered by local management at each signal area. This includes all multi-platform methods of delivering content such as podcasting and video livestreaming for example.

Be it resolved that the specifics of this motion be included in all practices of the Foundation's broadcast policies going forward.

And finally be it resolved that

The first training programs will need to be implemented as of January 2023 and the progress as to implementing a wide variety of measures to improve the skills of the producers will be required quarterly in written reports that are open and transparent for all to see, including the general public.

This motion will be implemented reflective of the general situation at this time in all the stations concerning resources but it will be started by January 2023.

8e. Motion on Nielsen Data

Whereas the Foundation is facing a critical crisis concerning the issue of growing audience and increasing revenue from the grids that each station maintains and that there is a need for as much up to date information to be evaluated be it resolved that as soon as fiscally possible all stations, budgets permitting, will re-enroll in the Nielsen Program to gain monthly vital data that can inform programming decisions.

This information is to be shared with the PNB and all stations will now be required to supply to the PNB, the PNB Programming Committee and Strategic Planning Committee all relevant data from their fundraisers so people can evaluate the actual hour by hour monetary reception of their shows with their respective metro markets. This information must be made available to the PNB in a real time critical manner so accurate decision making can be informed.

Any delays and tardy supply of this information will be considered to be an infraction that will require letters of reprimand to be placed in the personnel files of any staff who delay the receipt of this kind of vital data to the PNB.

8f. Motion on Strategic Goals of the Foundation

Whereas the Pacifica Foundation is a broadcasting institution with five broadcast stations in five major markets and over two hundred affiliates and that the actual audience of the network in terms of audience statistics has diminished over the past thirty years be it resolved that it will be a strategic goal of the PNB to increase audience and set goals to achieve this by any means necessary This includes the necessity to adopt a wide variety of audio and digital means of conveying content through the platforms of our stations and affiliates. The Foundation needs to adopt specific strategic goals to raise the audience of all the stations in their various markets. This includes setting goals that can be measured and monitored. That will require all stations to subscribe to the RRC Nielsen data and such information recieved IN TERMS OF REAL TIME Funraising data hour by hour and audience data be conveyed to the PNB and its various committees. Be it resolved that Short, mid and long term audience goals must be set and aimed for. Obviously, one need to revisit and scrutinize objectively benchmarks but be it resolved that as a short term goal that all stations be asked to increase their weekly cumes by 25% by March 2023 and that the goal will be to increase them again by at least 25% by the end of calendar year 2023. Each year thereafter the goal shall be to aim for at least a 30% increase in audience on an annual basis. The goal will be to aim mid term to obtain a 1% market share of each metro market by 2024. The long term strategic goal will aim to build up our audience to a local market share of 500,000 per week as our long term strategic goal to be reached by 2026 or sooner. The main goal is to have each station and the Foundation in general work together and take all steps necessary to increase the amount of people listening to our stations as the major focus of our efforts to regenerate the network. This will be a major goal of the Pacifica Foundation moving forward.

MEETING NOTICE:

Thursday, December 1, 2022

8:30 PM ET

Pacifica National Board

Teleconference

Purpose: Regular meeting of the PNB. Some of the meeting will be in executive session.

[Committee Members](#)

Polina Vasilieva

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Streamed [Here](#) The direct link is <https://kpftx.org:6280> Also [Here](#)