

Minutes
Pacifica National Board Open Session
Teleconference Meeting
Thursday, December 8, 2022, 8:30 pm ET

Directors:

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

Stephanie Wells, Executive Director - p
Arthur Schwartz, Pacifica Counsel – (joined in closed)
John Tatum, Parliamentarian - p
Polina Vasiliev, Secretary - p
Markisha Venzant - np

1. Preliminary items

A. Call to Order by Chair

B. Roll Call

C. The chair reads the report out from the December 1, 2022 meeting:

The PNB met in closed session to discuss a confidential legal matter and to review the confidentiality of executive sessions. The PNB also passed the following motion:

That the PNB is unanimous in its support to make KPFA whole, strengthen and reinforce KPFFK, and help the entire network grow and thrive.

D. Excused Absences – (see above)

E. Identify Timekeepers

People – Heather Gray

Topics – Susan Young

2. Agenda approval – the agenda was approved as presented.

3. Approve Minutes – .11-24-22, 12-1-22

The minutes were approved.

Updated minutes with roll call vote was subsequently submitted and distributed.

4. ED Report and Q & A

5. General Counsel Report and Q & A – (in closed session)

6. Unfinished business

a) Motion on National Fundraising from SPC from 12/1/2022

Susan Young offers a substitute motion for the motion forwarded by the Strategic Planning Committee regarding national fund drives:

Whereas: funding for the National Office is a critical need central services payments have not been made by several of the stations and are unlikely to be made in the near future;

Therefore, be it resolved that: a series of national fund drives intended to generate revenues to support the central office be initiated in February 2023; the February fund drive be evaluated to determine the efficacy of future fund drives, their scheduling, design and management; the team designated to design and manage the February national fund drive and any future national fund drives will be comprised of the Executive Director, General Managers and Program Directors (for stations that have them) from all five stations and, as non-voting members, one representative each from the PNB Programming Committee and the PNB Strategic Planning Committee.

Substitute Motion – Susan Young

Yes: Allen, Ali Lexa, Martinez, Pagano, Salaam, Tanaka, Van Landuyt, Von Guten, Young;

No: Dingeman, Gray, McFadden, Reyes, Rhodes, Sagurton;

Abstain: Hewitt;

{9Y – 6N – 1A: Substitute Motion passed]

Substitute Motion as Main motion

Yes: Allen, Ali Lexa, Martinez, Pagano, Sagurton, Salaam, Tanaka, Van Landuyt, Von Guten, Young

No: Dingeman, Goodwin, Gray, Rhodes,

Abstain: Hewitt

[10Y – 4N – 3A: Substitute Motion as Main Motion passed]

b) Cleaned up version of underwriting motion from 11/17/2022

[Postponed to next meeting w/o objection.]

c) KPFK Treasurer situation from 10/27/2022 (See APPENDIX)

Motion to add statement from Kin Kaufman into the minutes. Ali Lexa

Beth Von Guten made a motion to postpone.

Beth Von Guten's statement.

Jim Sagurton motion to add both statement to the minute- no objection.

8. New (Open) Business (see APPENDIX)

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

[Susan motion to postpone to next meeting passed without objection.]

9. Motion to Move into Executive Session 10:15 pm ET

[Passed w/o objection]

APPENDIX

6a. 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.

6b. Cleaned up version of underwriting motion from 11/17/2022

6c. Kim Kaufman's Statement regarding KPFK Treasurer Election

Thank you for addressing this matter. This is important insofar as the rules, according to the bylaws and Robert's, were ignored or misapplied with respect to the removal of a duly elected LSB Officer.

The procedures that must be followed for the term "at the pleasure of" is found on page 692 in the index of Robert's. That is: To remove an elected officer, either a 2/3s vote with no notice or a majority vote with notice is required; or, alternately, "only for cause." Half the LSB was disenfranchised by the lack of any notice. Also, an election for any officer must also be publicly noticed. None of this occurred.

I would like to add, I am not part of any faction. Over my 12 years monitoring KPFK's finances, I've always been generous to all factions with my criticism of malfeasance or incompetence as far as KPFK's finances go. I have been heroized and demonized by all sides. At this time, KPFK remains the biggest financial problem in the network because, unfortunately, factional games and personal agendas prevail over financial expertise.

This appeal is about fair and open processes that do not disenfranchise the LSB and public. This is about following the bylaws and Robert's with coherence and basic common sense. This is about avoiding chaos and legal liability.

I'd like the PNB to make a public ruling on this so KPFK's LSB knows that they failed to follow the rules and it should not happen again. But I know the PNB has more pressing issues right now and any ruling will not change behavior at KPFK.

Please place this statement in the minutes.

Thank you.
Kim Kaufman

7. New Business

7a. 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 twenty-five 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 an 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.

7b. 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 provides 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.

7c. 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 thankyou 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 critical 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 forward for all stations in their fund drives.

7d. 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 over 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.

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.

7e. 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 tawdry 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.

7f. 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 received IN TERMS OF REAL TIME Fundraising 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 8, 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 Vasiliev polintus@gmail.com

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Streamed Here The direct link is <https://kpftx.org:6280> Also Here