

PACIFICA FOUNDATION
5316 Venice Boulevard
Los Angeles, CA 90019

MINUTES

NATIONAL BOARD OF DIRECTORS
OF PACIFICA FOUNDATION
HOUSTON, TEXAS
NOVEMBER 21, 22, 1981

ROSTER

DIRECTORS PRESENT

I Dick Asche
T Jorge Belgrave (elected)
W Ron Clark
I Marilyn Clement (elected)
W Gabrielle Edgcomb
- Peter Franck, President
T Joan P. Glantz
T Marge Glaser
A Ying Lee Kelley
I David Lampel
A Philip Maldari
W Marie Nahikian
A Robbie Osman
W Sandra Rattley
K Mel Reich
K Delfino Varela
- Alex Vavoulis, at-large, KFCF
I Milton Zisman

DIRECTORS ABSENT

- Jack O'Dell, at-large
- R. Gordon Agnew

NATIONAL OFFICE STAFF PRESENT

Helen Kennedy, Dir. Pacifica
Program Service (PPS)
Sharon Maeda Executive Director
Emory White Management Trainee

LETTERS STAND FOR

(in order of on-air date)

A KPFA, Berkeley (covers Bay Area)-- 1949
B KPFB, serves West Berkeley, does-- 1954
Berkeley Civic events
K KPFK, Los Angeles -- 1959
I WBAI, New York -- 1960
T KPFT, Houston -- 1970
W WFFW, Washington, D.C. -- 1976

NB KFCF in Fresno broadcasts KPFA -- 1975
programs to Central Valley,
is independently owned

OFFICERS OF PACIFICA FOUNDATION

Chairperson Jack O'Dell
President Peter Franck
First V.P. David Lampel
V.P., Exec Dir Sharon Maeda
V.P., Mgr. A David Salniker
V.P., Mgr. K Jim Berland
V.P., Mgr. I Rosemarie Reed
V.P., Mgr. W Marito Rivero (elected)
Secretary Ying Lee Kelley
Ass't Secy. Ron Clark
Treasurer Milton Zisman
Ass't Treas. Dan Scharlin
(Jean Palmquist, Mgr. KPFT, had
been in office about 2 weeks)

EXECUTIVE COMMITTEE

(President, Chairperson and Treasurer are
ex officio members of the Exec. Committee)

Station Representatives

A Ying Lee Kelley
K Delfino Varela
I David Lampel
T Joan Glantz (elected)
W Marie Nahikian

GUESTS PRESENT

Carol Dougherty, T Development Director
Steve Glaser
Ray Hill (retiring manager, KPFT)
Tina Nunez
Thelma Meltzer
Tom Yaeger, T News

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November 21, 22, 1981

CALL TO ORDER: The meeting was called to order by Chairperson Marie Nahikian, elected pro tem on recommendation of the Executive Committee. Jack O'Dell, the regular Chairperson, wanted the Board to know that he is missing this first ever meeting because he is on a Quaker-sponsored trip to Europe regarding anti-military movements activities.

The Chair, in assuming her position, said she saw some real coalescing of Pacifica as a national institution at the previous meeting, May 1981. At the present meeting Pacifica finds itself on the challenging edge of a growing atmosphere of repression in the nation. To survive, Pacifica needs to continue to be different and pointed to the increased number of women Directors as evidence that Pacifica moves toward an equitable position for women, but Pacifica has some distance to go on the continuing issue of racism. She stressed the problem of survival that faces Pacifica, a challenge to the commitment of time the Directors need to devote to Pacifica Foundation.

REPORT OF THE PRESIDENT, PETER FRANCK:

KFFT has received consultant-organizer assistance from our Executive Director, Sharon Maeda, in accordance with Board decision at the May meeting. She was assisted by Nan Rubin, who took leave of absence from the NFCB (National Federation of Community Broadcasters) to assist. It was a qualitative leap forward. The fiscal crisis at WBAI now demands help from the system. WFW's potential calls for finding resources there. The Campaign (to counter the anti-democratic political climate) has been in a planning mode and is ready for decisions on procedure.

The WFW license challenge has brought spontaneous offers of support and help in many ways. For legal reasons Pacifica has not been talking about it publicly.

The thrust to deregulate the media makes more demands on noncommercial media.

REPORT OF THE EXECUTIVE DIRECTOR, SHARON MAEDA: Sharon said she has been with Pacifica for 400 days, 92 of them in Houston. The challenges have been system-wide -- finances, internal conflict at stations, and decisions of forces in this country seeking to silence Pacifica. Pacifica is now the only broadcast network in the country operated by a majority of women.

Peace is a founding principle of Pacifica and something we all seek. But peace is not a matter of candles and silent vigils, it rests on equal rights and justice. For all that Pacifica is, racism is still evident on our boards, staff and volunteers and on our airwaves. We need all of our stations to have the program diversity of KFFT, the technical quality and community support of KPFA, the physical plant of KPFK, the hutzpah of WBAI, and the mass audience appeal of WFW in order to serve the people in these critical times. We need to recognize that those who are being denied the airwaves because they are different are the very ones who can help us accomplish our goal. The Pacifica charter is a vision, and so is the Bill of Rights, but they are both only words until we breathe life into them.

In the discussion, Jim Berland, Manager of KPFK, said that when he became Manager, he underestimated the forces in an organization which serve to maintain the previous condition. Apart from policy goals, people resist changes in air time or staff positions. Institutional arrangements that maintain the status quo need to be addressed very directly. The territoriality of program volunteers, department heads and staff programmers in effect tends to maintain the system without the participation of the Third World throughout the structure, particularly in terms of air.

APPROVAL OF MINUTES OF MAY 2, 1981: The Minutes were handed out, with formal thanks to Vera Hopkins, Pacifica Historian, who prepared them.

Corrections: Marito Rivero's name had been written in by hand on page 8 where she reported on WPFW, but she was not listed on page 1 (she was Interim Manager and should have been listed as such). Guest Josephine Williams was from WBAI (not from WPFW as shown.)

ELECTIONS:

New candidates for Director spoke briefly in the absence of written resumés.

JOAN GLANTZ:

Joan was originally from New York, but has lived 11 years in Houston. She had worked as a laboratory-type scientist, as a social worker, and for 11 years had been Executive Director (and founder) of the Houston American Civil Liberties Union. She is currently a labor organizer for the AFL-CIO. For 2 years she has had a program on KPFT. She is active in politics, feminism, and civil rights.

JORGE BELGRAVE:

Jorge said he was born in Panama, came to New York City at age 13, served in the Air Force for 2 years 3 months as a photographer assigned to the Pentagon. After honorable discharge, he went back to school studying economics, history and philosophy at Antioch College. He does construction work (carpenter). He has been active in FUSH (People United to Save Humanity) since 1972. He is a member of the Teamsters Union and of the Coalition of Black Trade Unions in Houston. For 3 years he has been active with the United Cerebral Palsy Foundation and is on their Board of Directors. He became active in KPFT beginning with their Hispanic Festival in 1979.

MARILYN CLEMENT:

Marilyn came to New York City from Texas. She is Director of the Center for Constitutional Rights. She wants to serve on the Affirmative Action Committee of Pacifica if one is established.

DAVID LAMPEL:

David says he hopes to develop some perspectives and some strategies to deal with the new communications environment that has changed radio. He is a founder of the fourth largest radio system in America and is into cable television.

SECRET BALLOT VOTE, BOARD MEMBERS ELECTED:

By secret written ballot, as provided by the By-laws, these Directors were elected: Joan Glantz (KPFT); Jorge Belgrave (KPFT), Marilyn Clement (WBAI), David Lampel (WBAI) and Peter Franck (KPFA).

MARITO RIVERO ELECTION:

Marito Rivero, Manager of WFFW, was elected a Vice President of Pacifica Foundation by unanimous voice vote.

COMMITTEE MEETINGS:

To expedite the meeting, the Board, Station Managers and Staff recessed at 11:30 a.m. to assigned committees which would meet and report at the afternoon session at 1:00 p.m. Two of the committees were to meet briefly to finish up previous work and then join other committees. These were

Program Policy Ossman, Vavoulis, Glaser, Palmquist

Personnel Policies Scharlin, Clark, Reed

Two of the committees were new, and intended to serve in lieu of the Local Boards which assist the stations.

National News Service Rattley, Lampel, Varela, Belgrave, O'Dell

Program Service Maldari, Kennedy, Asche, Scharlin

The remaining standing committees were

Finance Scharlin, Salniker, Rivero, Maeda, Clark

By-laws Asche, Reich, Varela (to meet the following morning)

Campaign Task Force Nahikian, Clement, Edgcomb, Franck, Glantz, Kelley, Maeda, Reich, Zisman, Reed, Berland

SALE OF THE VENICE BOULEVARD BUILDING

After a long discussion of needs and alternatives, a Resolution was adopted, 16 for, 0 opposed, 1 abstention, as follows:

Moved (Mel Reich) Seconded (Alex Vavoulis), carried:

That the President be empowered, in consultation with the Executive Director, Treasurer, KPFK Station Manager, and the Board of Directors members in Los Angeles, to mortgage, sell or otherwise dispose of the National Office building as quickly as possible; provided that \$216,000 shall be available in the first year for National Office debt retirement, moving expense, retirement of first mortgage and real estate commission.

The motion on use of the money that would become available was passed 14 for, 0 opposed, 1 abstention as follows:

That to the extent monies are available from the sale or other disposition of the National Office Building, or financing relating to the sale or other disposition of the National Office Building, the monies shall be applied to the following matters:

1. Retirement of National Office debt of up to \$120,000;
2. Moving expense of National Office of approximately \$25,000;
3. Loan to WBAI of up to \$60,000; and
4. Grant to WFFW of up to \$60,000.

The planned support for WFFW and WBAI was provided for in separate sections.

Moved, seconded, carried, 15 yes, 0 opposed, 1 abstention
That the officers and management staff are authorized to seek up to \$120,000 in secondary financing against the National Office Building, with proceeds to be applied half as a loan to WBAI and half as a grant to WFFW, note to be assumable by purchaser of Venice Boulevard Building.

Moved, seconded, carried, to authorize the expenditure of the up-to \$60,000 previously authorized (as a grant) to WFFW, such expenditure to be in accordance with a plan approved by the President, Executive Director and General Manager of WFFW.

The above resolutions were developed as a way to use an asset to pay off debts inherited by the present management of Pacifica and of WBAI and to provide cash needed for WFFW which was founded without adequate start-up funds.

The Administrative Council and the Executive Committee had discussed at length ramifications of the possible sale of the National Office Building and alternate possibilities of dealing with the debts. The urgent second mortgage payment coming due at the National Office was covered by KPFA offering to prepay \$17,500 of levy January first. There was recognition that this could mean the National Office would suffer in later months because it depends on periodic levy payments to cover salaries and supplies. An urgent \$13,000 loan from a KPFA staff person coming due December 2 would be covered by using as collateral some oil stock owned by Pacifica over several years.

The bottom line goal in cash and cash flow was determined to be \$216,000. This would allow payment of \$120,000 in national trade debts, \$46,000 payment of the first mortgage on the building, and approximately \$25,000 each for commission and moving expense. The National Office would assume notes for the balance due on the sale. \$400,000 was the desired selling price, leaving \$184,000 equity due over a period of years.

The WBAI inherited debt stood at \$219,000 on September 30, and at \$184,000 by the November meeting date. Much of that old debt was incurred during the 1977 WBAI internal crisis and included deferred staff salaries. Salary accrual was condemned as a policy. Some of the back debts are currently subject to suits. The largest problem at WBAI is the \$40,000 judgment requiring payment in full of indebtedness on the phone system. The company that installed the system in previous years had gone broke and another company had taken over the debts, pressing for immediate payment in full with threatened attachment of bank accounts and the transmitter. WBAI plans to budget \$20,000 per year toward debt retirement.

FUND-RAISING -- A SYSTEM-WIDE APPROACH

An all-area campaign will be necessary to raise money. President Franck said that if all we do is pare to the bone, we're starting a downhill slide. We're taking a system, whole-organization approach. Interest on money for the loan for WBAI and WFFW will be paid by the purchaser of the building when he takes possession of the building and the lien against it.

If the building does not sell, then the National Office must assume the interest

but the National Office has no income other than levy. Money raised in the fund-raising campaign is to be put into one pot for the use of the parts of the Foundation currently most in need, WBAI and WFW. Jim Berland recalled that the Veatch and Ferry loans in the past were made originally in the East for the needs of the whole Foundation, including KPFK. The relative fiscal strength of the stations changes. In the Administrative Council meeting the previous day it was stated as a reality that assets anywhere in the Foundation are in jeopardy based on what can happen anywhere else in the Foundation.

The WBAI Local Board was urged to undertake to raise \$40,000 in this campaign. Dick Ashe could not give assurance that the Board would raise that much, but said it would do what it could. It is a good Local Board, an active, activist group, but without a record for raising funds.

Robbie Osman observed that Local Boards throughout Pacifica need to add financial persons who can advise and assist in raising money. The stations rely on white, middle class liberals to bail them out, but there are other communities, including black millionaires. Ashe said that in his opinion it is better to borrow from commercial sources rather than from sympathetic sources where you write-off the good will of the lender and eliminate a potential source of contributions.

NATIONAL OFFICE PRIORITIES

The Board quickly adopted the recommendations of the Administrative Council on priorities expected of the National Office staff which consists of two bookkeepers, the Executive Director and an Administrative Assistant. There is enough demand on the staff, the President said, to keep a staff 5 to 10 times that size busy, and with much better salaries. The kind of work just completed in Houston needs to be done at WFW to give that station a boost. WBAI is thrust on the Foundation by necessity. A meeting of business managers has already been set up for January with the National Office to establish better communications among those people who have to work together. The Campaign is not a priority for the national staff.

Moved (Dick Ashe), Seconded, Carried, 16 for; 0 opposed, 2 abstentions
To adopt the recommendations of the Administratative Council that
the priorities of the National Office are to place emphasis on:

- (1) financial systems and controls;
- (2) internal communications, including Pacifica-wide conferences for staff below the level of managers; and
- (3) work with WFW and WBAI.

STATION BUDGETS

Budget presentation was preceded by some reflections on financing. David Salniker said that in fiscal 1979 when the National Office had to absorb some \$30,000 of KPFT debts, levy was increased for the following year to provide for a possible repeat contingency. WFW came to the Board two years in a row for help. We sent Sharon to KPFT for three months and with the new manager came up with something realistic by way of remedy. But this Board needs to realize it is the station staffs (at KPFA and KPFK) who pay the price, in the form of lower salaries.

Dick Ashe said a lot of the upbeat trend at WBAI is attributable to the work of Manager Rosemarie Reed. David Lampel spoke of the changes following the crisis of February 11, 1977 when WBAI went off the air for two months. At that time

the staff, paid and unpaid, did not reflect the changes in the community. There was one black paid employee whose total responsibility was to program 7 hours on a Tuesday night. All black and third world volunteers were confined to that period and to a corner in the roof of the church. Following that crisis there were dramatic changes so that today there is a woman manager, a black program director who has organized a whole change in WBAI's air sound with more diverse programming. There is a 2-way dialogue, rhetoric confronted by rhetoric on the other side. Left wing and white right wing politics are heard on the same program. There is a woman's department. The News Director is black. Subscribers have risen from 7,000 to 20,000. The debt situation was an error, but structurally within Pacifica who is responsible for making, filing and complying with contracts? Who knows what inventory we have? Who is responsible -- the station, the Local Board, the National Office -- for retaining counsel in a matter like the telephone installation problem?

The chair in a brief recapitulation said Pacifica doesn't have a lot of basic policies because it has not addressed the problem of planning. WFFW says "Plan for us," and the Board comes back with, "Give us your plan." Planning is the key we have to struggle with, jointly in the same room. Sharon Maeda said that the WBAI financial crisis was not known to the National Office until a week ago.

KFFK BUDGET, Jim Berland: The budgeted income figure for the 4th quarter of 1981 is \$596,000. Surplus revenue over projection should be spent to increase "People budgets from the printed \$265,000 to \$281,000. This is the first salary increase in four years and was negotiated with the union, a 14% increase. If the new income doesn't show, there will probably be lay-offs. In 1977 KFFK had a deficit of \$140,000. This has been written off at a rate of \$30,000 a year ending this year. The budget was approved by the Administrative Council.

Motion seconded and carried:

To adopt the KFFK budget as amended, with the proviso that if income is in excess of the amount projected for people, a salary increase of 14% is approved, with the remainder of any excess in income to be allocated to debt retirement: revenue \$596,443; expenses: \$569,385; debt retirement: \$26,000.

KFFT BUDGET, Jean Palmquist, who had arrived as manager less than two weeks earlier, said the budget shows \$129,700 from listener support, twice the previous year. Last year KFFT didn't send out any renewal notices or do any second billings. \$69,000 virtually came in by itself. This year we collected \$95,000 in pledges and expect to repeat that, with a 60% collection rate. Many people in this area work for big corporations and we expect to collect 5% match money through them. We will try to find 10 people to donate \$1,000 each and 20 people to donate \$500 each. If listener support reaches \$175,000, KFFT will pay 5% levy. The Administrative Council had approved the budget.

Motion seconded and carried:

To adopt KFFT budget, as amended, subject to quarterly review, and in the event revenue exceeds \$175,000, there will be a 5% levy for the National Office: revenue \$222,298; expenses \$213,785; debt retirement: \$11,356.

KFFA BUDGET, David Salniker: Listener-support in all our larger stations is based on a history of 50% listener-support. KFFA has actual Marathon pledges of \$95,000. A 60% collection figure is realistic. In the Administrative Council a policy has been developed with respect to the levy for the three largest stations, 20%. For the other stations the expectation is zero levy on any

excess this year. Policy is that every Local Board is expected to review its budget and expenditures quarterly. It may then make a recommendation to the Executive Committee to revise its budget. The Administrative Council had approved the KPFA budget.

Motion seconded and carried:

To adopt the KPFA budget, as amended: revenue \$723,600; expenses \$729,880.

WFW BUDGET, Marita Rivero: There are seven on paid staff, with a news director to come in February -- general manager, development director, program director, music director, production engineer and business manager. We are dropping membership in NPR but can still get programs when we want them. We have \$11,000 in accounts payable now and expect that to increase to \$28,043 at the end of the year. We have no budget for legal expense and hope the National Office will pick that up. This is a balanced budget because it has to be. The Local Board raised \$500 last year, but has a goal of \$10,000 for the coming year, a major undertaking for them. We want to get development money to make an impact in the Washington community, but can't do it with this budget. There are no longer any CETA people at the station. We formerly had \$150,000; Emory White was one of the CETA people and was very helpful. We have just completed a survey paid for by a \$10,000 CPB grant. The income profile exactly matches the profile of the Washington, D.C. area. We are not programming to a lot of poor folks, but we have trouble getting money from the people who do listen. There is no assistant manager, no business manager, no development person, the bookkeeper is a volunteer. We are in a period of transition. The budget was approved by the Administrative Council.

Motion seconded and carried:

To adopt the WFW budget as amended: revenue \$265,111; expenses \$245,037; debt retirement \$19,374.

NATIONAL OFFICE BUDGET, Sharon Maeda: The National Office budget shows a deficit of \$14,113 which the Administrative Council accepted, understanding that the National Office was very conservative with income projections from Parker-Dodd (mailing list rental). Also there are a number of grant proposals pending, something should be forthcoming. Reevaluation in the spring would make adjustments possible. Defense of the WFW license is not in the budget; initial attorney fees will be covered by special fund-raising at KPFA, KPFK and by Sharon. If the case goes to a hearing, further reevaluation will be done. Travel expense for Jack O'Dell is a National Office expense because he is a member-at-large. Other Board members including the officers are paid for by their stations. But this year there is a special item, a subsidy for travel of Board members to meetings from WFW and KPFT. After 4 controllers in two years, the bookkeepers will handle the books for a time without a controller. A consultant will be hired to review IRS and similar reporting. Helen Kennedy of the Tape Library will act when necessary if Sharon is away. We plan to bring the business managers of the stations to Los Angeles for a meeting with the business managers to discuss information needed at both ends and how best to record. The cost would be amortized by savings in phone calls. We expect to generate a financial report for all stations on a monthly basis. The National Office has no leeway except to cut a service (program service, tape library, national news service, the controllers, national financial office, the Executive Director's office).

Motion seconded and carried:

To adopt the National Office/Program Service/News Service budget as amended: revenue: \$390,936; expenses: \$405,049.

LEVY PAYMENTS WITH RESPECT TO EXCESS INCOME

Motion seconded and carried:

That the stations will pay a levy in the following amounts on income in excess of budget.

KPFA: 20% in listener support and community events income in excess of \$528,500;

KPFK: 20% on listener support income in excess of \$473,000;

WBAI: 20% on income from listener support and community events in excess of \$494,000;

KPFT: (no levy budgeted): 5% on all income in excess of \$175,000.

NATIONAL NEWS SERVICE

Sandra Rattley, in the absence of Tim Frasca, News Service Bureau Chief, said that 3 stations had recently dropped their contract for the daily news feed. Tim thinks the cost may be prohibitive. Tim would like to get a grant to get an equalizer to improve the sound of phone feeds. Some stations are not near satellite down-link sites. The Committee talked about the desirability of a meeting of station news directors with the National News Service staff to bring about a reciprocal communication because some stations don't contribute a lot to news production. Ronald Reagan made a commitment to CFB saying there would be less centralization in radio broadcasting programming, but what is happening is that there are fewer stations that have the capability to have minority training grants. More and more public radio stations are losing news departments altogether.

The Committee talked at some length about a survey to Pacifica stations and stations that use the Service to get feed-back on how well they like the service and whether they would like to receive Hearings and speeches.

The News Service has \$10,000 in the budget for equipment that would be the base level needed to go on satellite.

WFW PROBLEM: Board discussion of the legal problem facing WFW was off the record.

REPORT ON KFCF, Alex Vavoulis: Some history, because Board members change. KPFA's signal cannot get into the San Joaquin Valley because the coastal range blocks it off. KFCF picks it up, thus enabling Pacifica programs to blanket almost the whole state.

The license of KFCF is owned by the Fresno Free College Foundation located in Fresno. We went on the air in 1975 to simulcast the signal of KPFA in Berkeley. This costs Pacifica nothing and broadcasts to an additional 2 million people. Subscription money to KFCF enables the station to conduct its operation. Local origination of programs constitutes about 12%, preempting KPFA's signal. The staff is volunteer. One part-time person does 2/3 work for KFCF and the balance for the Fresno Free College Foundation.

YOUTH NEWS, Sharon Maeda

Youth News is a project started in a back room at KPFA by Louis Freedberg. Louis

funded Youth News from grants obtained in the name of Pacifica. He now wishes to sever formal relationship while retaining an amicable relationship with Pacifica. He is planning to keep corporate underwriting which Pacifica does not allow for programming expenditures. The project is going in a separate direction from Pacifica, both because of corporate underwriting and the need to sell programs which he is offering to commercial stations.

The separation agreement provides that KPFA can continue to use Youth News 5-minute reports without a corporate tag on the end. Their office property (a large suite of office furniture, electric typewriter, file cabinet and radio production equipment) will have a Pacifica lien on it for 3 years and will revert to Pacifica if the project should cease within 3 years. All the programs are free to Pacifica. The agreement was worked out by Louis, David Salniker, Philip Maldari with Ying Lee Kelley chair. (see Appendix for "Youth News Proposal for Dissolution") Page 13

Motion seconded, carried, to accept the recommendations concerning separation of Youth News, as circulated in the Board packets.

PERSONNEL POLICY COMMITTEE REPORT, Dan Scharlin:

The Board accepted the recommendation of the Committee on the very few changes proposed in the 12-page document, "Pacifica Personnel Policies."

Motion seconded, carried,

To accept recommendations of the Personnel Policy Committee to adopt the proposed changes in the following articles:

- (1) Art. II, A 2a
- (2) Art. IV
- (3) Art. VI B 1a
- (4) Art. XIII B 2

and reject the proposed change in Art. IX B (Retention of reference to Controller).

(see Appendix for details on the above proposals). Page 14

POSSIBLE AFFILIATION WITH KHUM-FM, DENVER, Sharon Maeda reporting:

A group of people in Denver, Colorado, after working for two years to establish a station at 89.3 FM, is offering Pacifica first refusal of a "merger" provided Pacifica takes over their debts of \$30,000 (\$2,000 immediately payable). They have \$7,000 worth of assets and equipment. The first step would be to hire a consultant who would design a plan or recommend that we forget it. The staff has left after alienating their support, but involved people apparently would remain as part of a Local Board and participate in recommending candidates to the Pacifica National Board. Transfer would have to be approved by the FCC.

Motion seconded, carried:

To Authorize the National Office staff to investigate affiliation with or by KHUM, Denver, Colorado, and make recommendations to the Board at its next meeting, provided that the Executive Committee is empowered to act on the National Office's recommendations if necessary prior to the next Board meeting.

PROGRAM POLICY COMMITTEE REPORT, Robbie Ossman:

LANGUAGE

The committee consulted Program Directors and Attorney Harry Cole. There is only one major change in existing policy. Where the policy proposed that efforts should be made to broadcast sexually explicit programs after 9 p.m., Attorney Cole advised that the FCC concern is a time when children may be listening, and that could be as late as 11:00 p.m. Furthermore he felt that to single out potentially offending sexual material seemed to put less seriousness on other things and imply permission for them.

Motion seconded, carried, with one abstention:

To adopt items 1-3 and 5-7 of the proposed Pacifica Foundation program policies; Station Managers shall consult with legal counsel on a covering letter to the staff; and the Program Committee shall recommend a preamble to the policies.

(Policies referred to are in the Appendix for Language and Program Ownership)

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P. 16

PROGRAM OWNERSHIP

Motion seconded, carried unanimously:

To adopt the Pacifica Foundation program ownership policy recommended by the Program Committee.

It has been an unspoken assumption that a Pacifica program is one that is either produced by the staff during work time or produced on a grant made to Pacifica Foundation or produced on Pacifica Equipment. The policy will now be made explicit, with formal contracts, and assembled into a booklet to be distributed to both program directors and programmers at all Pacifica stations.

COMMERCIALIZATION

Motion seconded, carried,

To reaffirm Pacifica's past policy on commercialization with the following changes: authorize the promotion of Pacifica Foundation and Pacifica station events and benefits; promotion of community, non-profit activities and organizations that advance principles outlined in the Pacifica charter; and refer the matter of commercialization to the local level for discussion, and for action on commercialization at the next Board meeting.

(Details in the Appendix) P. 17

Sharon said that since deregulation there is no incentive for commercial stations to do public service spots. Pressures will increase on noncommercial stations to carry announcements, including worthy causes that don't necessarily fit our purposes.

It is allowable for a non-profit organization to promote a fundraising activity if there is an attendance fee. The distinction between non-profit and profit

is a problem because non-profit organizations are not necessarily progressive and commercial concerts are not necessarily nonprogressive. Or, a two-hour music program may be just great, but if it is the day before a paid concert, our audience doesn't know we are not paid for it.

Discussion at the Local Board level is important before the next National Board meeting. A Director for each station agreed to initiate the local consideration.

FINANCE COMMITTEE REPORT, Mel Reich:

The finance committee emphasized the need for a planning process and recommended that the Executive Committee set in motion a process for discussion at the next National Board meeting.

PROGRAM SERVICE COMMITTEE REPORT, Philip Maldari:

Many programmers are not aware that their programs could get national or international distribution if only they were distributed to the Pacifica Program Service (PPS). Bulletins are sent to Managers regularly showing which programs have been distributed, how many stations received them and the response to programs from that station in the past. If these bulletins were posted, many programmers would be convinced to submit their programs.

Helen Kennedy, PPS Director, wants to set up an advisory board of experts to assist her in marketing of programs. Libraries and others are economizing by cutting down on taped program orders. PPS has a grant that will allow computerization of the archives over the next year and a half, if she can get a matching grant. Since PPS does not produce programs, it can seek corporate contributions, but there may be a PR problem if PPS needs to say at the end of a catalog, "funded by XYZ, Inc. PPS currently is partly subsidized by Pacifica. Some cost recovery would be possible if there is corporate assistance, but KPFFK has been saying on the air, "we don't take money from corporations." It would still be true to say, "we accept no corporate underwriting for program production." There is no violation of Pacifica policy if PPS does have corporate contributions.

EXECUTIVE COMMITTEE MEMBERSHIP

Motion seconded, carried: (yes 10; No 0; abstention 1)
To elect Joan Glantz as the representative of KFFT to the Executive Committee.

In response to a question the President said the Executive Committee consists of the President, Chairperson, Treasurer and five more, one representative from each signal area.

CAMPAIGN TASK FORCE REPORT, Marie Nahikian:

The Campaign Task Force is a committee created in New York last winter to define some directions politically for the Foundation regarding the era of repression we are living in. We have come up with a theme, WITHOUT EQUAL RIGHTS AND JUSTICE THERE CAN BE NO PEACE. We want to address a broad local community that focuses on working people and the Third World community.

Implicit in our theme is another, FREEDOM OF CHOICE. Marilyn Clement of our committee phrased it, "If you want Peace, you have to work for justice."

The committee has been concerned with projects, leaving system-wide recommendations to the Executive Committee and the Program Director to upgrade news, etc.

We separated our projects that could begin immediately from those that require money. One immediate project is the collection of names of Pacifica Alumni under the direction of Ying Lee Kelley. Alumni can be from both sides of the microphone -- former staff; people who were at one time supportive.

Another project is the Great Revival Town Hall Meetings. That takes money to coordinate the national figures and entertainers in each of the 5 signal areas. Sandra Rattley is coordinating details, such as booking satellite time.

The third project is Organization of an Information Coalition to share information with other organizations that are subjects of attack. The coalition could share knowledge about attacks and where they are coming from and coordinate the use of major national leaders to speak out on the importance of freedom of speech.

The committee is looking at a possible Direct Mail Campaign for Pacifica. That would take fund raising. We have some Direct Mail consultants. This needs to be coordinated with the stations which send out direct mailings several times a year. Development of specific new PR materials using the theme of the Campaign and creating a positive public image are in the planning stage.

Fund raising for the Task Force will be coordinated through the National Office which needs to know also about grant applications from each of the stations. Coordination is the key. Some of the money raised by the Task Force will be used for the attack on Pacifica from the right. Priority in fund raising is for legal payments. The Board approved the report of the Campaign Task Force in principle and adopted the following resolution:

Motion seconded, carried:

That the Campaign Task Force report be approved. The Campaign Task Force is authorized to raise \$20,000 in the form of donations or grants; \$10,000 seed money for the Campaign; \$10,000 to WFFW for license challenge legal fees. The National Office shall set up a separate bank account for the Campaign Task Force; expenditures and a full budget for the Task Force to be finalized by its Chairperson, the President, and the Executive Director.

SCHEDULE FOR MEETINGS

Motion seconded and carried that there shall be a meeting schedule as follows:

- (1) January: Finance meeting in Los Angeles (Business Managers, Station Managers, National Staff)
- (2) April 16-18: Executive Committee meeting in Berkeley
- (3) June 1-7: All-Pacifica conference in Washington, ending with a Board meeting.
- (4) September 17-19: Board, Executive Committee and Administrative Council meeting, location to be determined.

The vote was yes 10; no 2; abstention 0

The President in closing asked for an expression of thanks to Marie Nahikian for stepping into the difficult job of chairing this meeting. The meeting was adjourned at approximately 4 p.m.

APPENDIX ONE

YOUTH NEWS SEPARATION FROM PACIFICA FOUNDATION

Some months ago, Louis Freedberg requested the Youth News (YN) be allowed to form a separate non-profit organization. The Ad Hoc Committee on Youth News met several times with Louis and have made the following joint recommendation to the Board:

I. Property/Equipment

Pacifica agrees that all property and all assets (except for programs) in the YN account purchased by YN prior to dissolution (by Pacifica Board) shall be the property of YN, unless YN dissolves within the next three years; or if they violate any of the stipulations stated here.

Proviso: that YN should have IRS tax exempt status before the Board can transfer any assets.

YN will own and maintain all assets except for programs, for the contract length of three years (to be dated from the time the Board takes action).

However, should YN cease to function in these three years, or violates any of the various provisions of the understanding, the assets will revert to Pacifica.

YN agrees that no assets will be sold or given away without approval by the Pacifica National Board.

At the end of the three year contract, Pacifica will release YN from all obligations to it; YN will then be able to dispose of any or all of the assets without Pacifica's involvement.

YN production facilities, which are wheel chair accessible, will be available, by mutual arrangement, to Pacifica/KFFA disabled programmers and assistants needed to train programmers to use the equipment.

Maintenance will be primarily the responsibility of YN. Pacifica will provide its own supplies (e.g. tape, leader, splicing tape, etc.)

II. PROGRAMS

Pacifica will have access to all YN programs and feeds. (We are aware that Pacifica's By-Laws do not allow use of corporately funded programs. Should YN programs have such identification, Pacifica wants to have the option of using news feeds).

III FINANCES

Fiscal separation should be effective December 31, 1981. Any funds remaining as of that date will be transferred to YN.

IV YOUTH NEWS BOARD OF DIRECTORS

Pacifica will consult with YN to name one member to the Board

V FUNDING SOURCES

Pacifica and YN management will make a joint statement to funding sources announcing the change in status.

AD HOC COMMITTEE ON YOUTH NEWS: Ying Lee Kelley, David Salniker Philip Maldari
Youth News Director: Louis Freedberg

APPENDIX TWO

CHANGES IN PACIFICA PERSONNEL POLICIES

II-A-2-a. The Unit Manager, or designate, and the Board Affirmative Action Committee, will annually review and assist unit managers in the revisions/changes/timetables necessary to keep the plan current and forward moving.

RATIONALE: Language consistency ("unit manager here instead of Exec. Dir.)

IV Labor Practices: A. The Pacifica Foundation is exempt from the Fair Labor Standards Act B. The Pacifica Foundation shall comply with all applicable wage, safety and health, and other local, state and federal labor regulations. (This is a new paragraph)

RATIONALE: This section had not been thoroughly researched at the drafting of the policies.

VI-B-1-a. General Manager screening shall be done by a committee of the local board and staff, and the Executive Director. The screening committee may add others as appropriate. (Adds the Executive Director)

RATIONALE: .has been the recent practice.
.provides one "outside" perspective.
.in position to mediate possible conflicts between local board and staff, etc...

XII-B-2 Daily meal allowance will not be provided, unless arranged in advance, with the unit manager.

RATIONALE: Allows stations which can, to pay such allowance.

Rejected by the Board --

IX-B Local advisory boards shall recommend manager salary increases for review by the President, the Treasurer, and Executive Director, with reference to cost of living.

RATIONALE: Elimination of Controller position.
(In rejecting the committee recommendation on this point, the Board was thinking that no change back would be required later when a controller is again on staff.)

NOTE: The Personnel Committee report as furnished at the meeting carried a note recommending "POSSIBLE DELETION OF YOUTH NEWS" each time it is mentioned, pending Board decision on the Youth News proposal. The Board did adopt the recommendation of the Ad Hoc committee which recommended separation of Youth News from Pacifica Foundation.

APPENDIX THREE

POLICIES ON LANGUAGE ADOPTED BY THE BOARD:

The Pacifica Foundation recognizes the authority held by the FCC for License renewals and regulations on frequency use. However, the Pacifica Foundation believes that the FCC should not be dealing with matters related to programming on those frequencies. Although we believe in the First Amendment right of people to speak out in any terms they want we have set the following restrictions for programs on Pacifica stations:

1. Programs which contain sensitive language or elements which are likely to be considered offensive by a large segment of the audience (eg. racist, sexist, brutal, indecent) must be cleared with the program director before airing. In cases where there is doubt about sensitivity, the program must be cleared with the program director.
2. Programming containing sensitive language must be preceded by a sensitive language disclaimer.
3. The Program Director may also require a clear and simple disclaimer for programs which contain sensitive subject matter.
5. On live call-in programs, listeners who use sensitive language while calling in shall be informed by the program's host that such language puts the station's license in jeopardy and must not be repeated. If the caller continues to use sensitive language, the host is required to cut off the call. Failure to do this may result in such sanctions as the general manager deems appropriate.
6. Program Directors or designates are responsible for setting policy in regards to the content, frequency and manner of delivery of all on-air announcements, subject to paragraph 7 below.

Specific consideration must be given to making sure that announcements remain consistent with Pacifica's commitment to non-commercial radio and the Pacifica programming principles as stated in the Articles of Incorporation.

In addition, all announcements must adhere to FCC guidelines which prohibit the broadcast of program material for which the licensee, its principals, employees or programmers receive any consideration with the exception of acknowledgment of contributions.

7. Station managers/^{retain}ultimate responsibility for all programming decisions and and ultimate authority within each station.

4. (rejected by the Board) Efforts should be made to broadcast potentially offending sexually explicit programs after 9 p.m. (See Minutes for explanation)

The Articles of Incorporation state Pacifica's Programming Principles as follows:

1. To encourage and provide outlets for the creative skills and energies of the community....which will serve the cultural welfare of the community.
2. To engage in any activity that shall contribute to a lasting understanding between nations and between the individuals of all nations, races, creeds, and colors... and to promote the study of political and economic problems and of the causes of religious, philosophical, and racial antagonisms.

Articles of Incorporation, continued as they apply to Pacifica Programming Principles. (adopted 1946) and included in the Pacifica Program Policies adopted by the Board at this November meeting.

3. To promote the full distribution of public information, to obtain access to sources of news not commonly brought together in the same medium and to employ such varied sources in the public presentation of accurate, objective, comprehensive news and public affairs on all matters vitally affecting the community.

APPENDIX FOUR

POLICIES ON PROGRAM OWNERSHIP ADOPTED BY THE BOARD

A Pacifica program is:

- Produced by a paid staff, during work time, and/or
- Produced by a grant/funding made to the Pacifica Foundation or one of its units, and/or
- Produced on Pacifica equipment/facilities/personnel, and where a "rental" fee according to Pacifica rate schedule was not paid for the use of such equipment/facilities.

Programs that are produced by individuals/organizations outside Pacifica, and/or on non-Pacifica equipment, remain the property of the individual/organization. Programs that are broadcast on Pacifica airwaves may or may not be Pacifica programming, depending on the conditions of the production above.

The Pacifica Program Service (PPS) distributes programs and other audio material.

PPS has the right of first refusal on distribution of all Pacifica programs; a written release from PPS is required prior to other distribution.

- Individual producers may submit programs or other audio materials (high quality reel dubs) at no charge, for either distribution or archiving.
- PPS catalogues tapes for both broadcast and non-broadcast distribution and for archiving in the Pacifica Tape Library (PTL).
- Producers may attach special conditions of distribution by written contract with PPS prior to distribution.

THIS POLICY SUPERSEDES PREVIOUS POLICIES ON
PACIFICA OWNERSHIP OF PROGRAMS.

APPENDIX FIVE

COMMERCIALIZATION

Although the FCC has deregulated commercial-like practices, and PBS is even experimenting with cluster commercials, sentiment at Pacifica seems to be strongly against this trend. The Pacifica Program Directors agreed this past spring to two areas of on-air promotion in which they would take advantage of the new liberalized regulations:

- Promotion of Pacifica/station events and benefits
- Promotion of community, non-profit activities/organizations that advance principles outlined in the Pacifica Charter

The kinds of items promoted on Pacifica airwaves would be the same as we have been doing before deregulation. The difference would be in the amount of information that is allowable. Previously, the address, price, etc... of the event could not be given. Promotional material should be handled very carefully and we still cannot advocate attendance. Pre-produced carts approved by the programming staff, and/or straight copy are the best way of handling this.

Music programmers are particularly likely to promote a commercial event. In the extreme, someone might devote an entire program to the music of an artist that is going to be in town.

Further discussion is needed on a station level. The Board Programming Committee should develop a plan to meet with program directors and programmers in each station. Any recommendations should be brought to the Spring 1982 Board meeting.

RECOMMENDATION: Adopt the two points above as an interim policy; where there are questions, err on the side of caution.