

Finance Committee Adjourned Meeting - June 7, 2007

MINUTES

An adjourned meeting of the PNB Finance Committee was called to order at 5:18 pm PDT by Chair LaVarn Williams with Terry Goodman serving as Secretary. The minutes of 5/24/07 were approved.

Attendance

Present: Adave Adelson (arrived 6:22, left early), Baruti Bediako, Brian Edwards-Tiekert, Jane Gatewood, Terry Goodman, Lonnie Hicks, Sandra Rawline (arrived 6:52), LaVarn Williams.

Absent: Berthold Reimers, Thomas Ruffin, Bob Sanborn.

Revised Agenda

- 1) Roll Call (5 minutes)
- 2) Approval of Minutes (5 minutes)
- 3) Next Meeting –Thursday, June 28, 2007 @ 8:00 PM EST
- 4) 2007 Committee Priorities and Goals (5 minutes)
 - a) Work in Subcommittees
- 5) Financial Policies & Procedures Manual (5 minutes)
 - a) PNB Finance and Audit Committees Joint Teleconference
 - b) Pacifica Station Bill-Back Policy
- 6) Operations Meeting in July (5 minutes)
- 7) New Business (5 minutes)
 - a) Public Access to Station and Pacifica Financial Statements
 - b) Early Hire of Local Election Supervisors (9:30 time certain)
- 8) Adjournment

** Times are for guidance only **

1. Roll Call and Approval of Agenda

The Agenda was revised and approved without objection at 5:21 pm.

2. Approval of Minutes

The May 24th meeting minutes were approved without objection on the motion of Jane Gatewood at 5:23 pm.

3. Next Meeting

This agenda item was completed at the prior meeting. The committee will next meet on Thursday, June 28, 2007 at 8:00 pm EDT.

(4). RFP Proposal

A motion divided from the main motion and tabled by adjournment at the prior meeting was not

considered, being absent from the revised agenda.

Motion from Dave Adelson (as amended on the motion of Terry Goodman) that each approved RFP project shall include a detailed budget. There shall be monthly monitoring of approved RFP projects by the National Finance Office and quarterly summary reporting on these projects to the PNB National Finance Committee by the CFO.

Discussion postponed on 5/24 by meeting adjournment.

(5). CFO Report & March Financials

April financial reports were distributed to committee members by email before the meeting. The agenda item on March reports was completed at the prior meeting. The CFO referred members to his written report to the Board and briefly discussed recent and upcoming fund drive results.

Motion from Terry Goodman that the National Finance Committee recommends that the Pacifica National Board, pursuant to its authority under Article Three, Section 1(A) of the Foundation Bylaws, vote to adjust the minimum contribution for Listener-Sponsorship membership in the Foundation from \$25 to \$30 annually.

Motion postponed on 5/24 to the meeting of June 28.

It remains an action item for each LSB Treasurer to request a local station "Pyramid of Contributions" Memsys report to inform committee discussion of this proposal. The maker of the motion additionally suggested LSB discussion in advance of committee consideration.

(6). Planning Timeline

Discussion postponed on 5/24 by meeting adjournment.

4. 2007 Committee Priorities and Goals

Motion from LaVarn Williams (as amended on the motions of Jane Gatewood and Lonnie Hicks) that the following be adopted as the Finance Committee's priorities and goals for the current term:

FINANCE / PLANNING MODELS

1. Work toward integrating the budget process with meaningful planning and goal setting (Ongoing)
2. Initiate steps to identify the long-term impacts of existing salary models within the network and exploration of options (300 days)

FINANCIAL REPORTING, OVERSIGHT, POLICIES

3. Review and approve a network-wide financial policies and procedures manual. (45 days)
4. Work with CFO to increase Timeliness, Clarity, and Consistency of financial reporting including, but not limited to:

a. Review and implement procedures for a standard network wide chart of accounts, including but not limited to:

1. Improve local reporting of GL account detail,
2. Clarify relationship between local GL accounts and budget line items,

b. Implement quarterly headcount as approved by the PNB.

5. Review and approve budgets for all network units in a timely fashion. (Ongoing, beginning now, with completion by Aug 30th (180 days)

6. Review and approve a PNB meeting expense policy.

Policy to include Director responsibility for the additional expenses of late reservations, early arrivals, extra stays, and long distance phone calls billed to hotel rooms. (90 days)

7. Review and approve a policy to guide investment of restricted endowment funds and cash surpluses. (120 days)

Motion passed without objection at 6:41 pm.

Point of order from Jane Gatewood at 6:07 pm that the discussion to amend priorities and goals is becoming too detailed, as the motion was intended as general guidance for the committee's work, not to resolve all the various issues identified.

Not well taken as a point of parliamentary procedure. The motion may be amended and discussion is in order.

Motion by LaVarn Williams (as amended on the motion of Jane Gatewood and divided from the above main motion on the motion of Lonnie Hicks and additionally amended on the motions of Lonnie Hicks and Terry Goodman) that the following be adopted as the Finance Committee's projects for the current term and reported to the Board:

ONGOING PROJECTS as of March 1, 2007

PNB meeting Expenses

- CFO to report on expenditures for last 5 PNB meetings and each future meeting including: transportation (including airfare), hotel lodging and meeting rooms, food and miscellaneous, and estimate of national staff time spent in support of these meetings.
- National Office, LSB's and Station management: Work to reduce annual meeting cost by 10%, with half of any achieved local savings being devoted to increasing the outreach budgets of stations that meet their portion of this goal.

Legal Expenses

- CFO to prepare monthly report on legal expenses including forecast / trends over prior years;
- NFC to prepare summary of already adopted motions related to legal expenses and procedures.
- Consider need for PNB to approve major Foundation legal settlements

New Partners Initiative

(ED and CFO) identify funds in National Office budget to explore outreach with potential new partners for the Pacifica network and propose RFP process for disbursement of these funds.

(ED and CFO) identify creative sources within network and in community at-large that complement the Mission and have potential to develop additional revenue streams.

Archive Restoration Project

Work with Archives Committee to generate off-air fundraising as a revision to the PNB approved motion authorizing income transfers from the stations whose source of funds is primarily on-air fundraising.

Discussion tabled to next meeting by roll call vote (Y: 3, N: 2, A: 1) on the motion of Jane Gatewood at 6:48 pm.

4a. Work in Subcommittees

Discussion postponed by meeting adjournment.

5. Financial Policies & Procedures Manual

The deadline for email feedback on the CFO's draft is June 12, 2007. Any accepted recommendations will be incorporated into a draft to be sent out by the CFO on June 13, 2007.

5a. PNB Finance and Audit Committees Joint Teleconference

The Finance Committee and Audit Committee will meet in joint teleconference on Monday, June 18th at 8:00 pm EDT, per the motion adopted by this committee on 5/24 in response to a resolution of the Pacifica National Board.

5b. Pacifica Station Bill-Back Policy

Member Terry Goodman requested that a detailed policy on station bill-backs be included in the draft financial policies and procedures manual.

6. Operations Meeting in July

Motion from Lonnie Hicks that the National Finance Committee will meet with the operations group (General Managers and Business Managers) in a joint in-person teleconference during the July PNB meeting dates on general planning and draft budget issues and procedures.

Motion passed without objection at 7:09 pm.

7. New Business

7a. Public Access to Station and Pacifica Financial Statements

Motion from Lonnie Hicks that the Finance Committee conduct an inventory of financial information available on station websites and pacifica.org and report back to the PNB with its recommendations.

Motion passed by roll call vote at 7:26 pm.

Y: 5 (Bediako, Goodman, Hicks, Rawline, Williams)

N: 1 (Gatewood)

A: 1 (Edwards-Tiekert)

7b. Early Hire of Local Election Supervisors

This discussion was prompted by a motion of the PNB Elections Committee "That this committee requests that the PNB authorize the National Election Supervisor to hire Local Election supervisors beginning in June." The CFO reported that the ED was already implementing the proposal in part, per the National Election Supervisor's recommendations.

Motion from Terry Goodman that the Financial Committee recognizes the prudence of cleaning membership lists so as to reduce election mailing costs, but points out that the funding of early hires for Local Elections Supervisors will be billed backed to each station, so the funding for the Elections Committee proposal must come from local station budgets.

Motion passed without objection at 7:48 pm.

8. Adjournment

The meeting was adjourned without objection on the motion of Lonnie Hicks at 7:49 pm PDT.

Respectfully submitted,

Terry Goodman, Secretary

These minutes were approved on July 19, 2007.