

Minutes for the regular National Finance Committee meeting July 11, 2023.

Meeting convened at 8:37 PM (ET) a quorum being present, the Chair and Secretary being present.

Attending: Sharon Adams, Teresa Allen, Elizabeth von Gunten, Kamau Harris, Julie Hewitt, Kim Kaufman, R. Paul Martin (Secretary), James McFadden, James Sagurton (Chair) also attending were Pacifica Executive Director Stephanie D. Wells, Pacifica Affiliates Network Director Ursula Reudenberg and Pacifica Affiliates Network Business Manager Ruth Wiedemeier.

Agenda:

1. Convene meeting
2. Roll call
3. Adopt agenda
4. Minutes (5 minutes)
5. Review of the Pacifica Affiliates Network (PAN) FY23 Budget and Actuals (PAN Manager Ursula Reudenberg and PAN Business Manager Ruth Wiedemeier with Q&A 30 minutes)
6. Report from the Executive Director (30 minutes)
7. Review Financials for the period ending April 30, 2023 (30 minutes)
8. Consolidating Bank Accounts (10 minutes)
9. Adjourn no later than 10:15 PM (ET)

Motion: (James Sagurton) “To adopt the agenda.” (Passed without objection)

Minutes 8:40 PM (ET)

Motion: (R. Paul Martin) “To approve the minutes of the June 27, 2023, NFC meeting.” (Postponed to the next meeting)

The Committee discussed the motion.

Motion: (R. Paul Martin) “To postpone the motion to the next meeting.” (Passed without objection)

Review of the Pacifica Affiliates Network (PAN) FY23 Budget and Actuals (PAN Manager Ursula Reudenberg and PAN Business Manager Ruth Wiedemeier with Q&A 8:51 PM (ET)

The Chair said that one of the things that the NFC should do is review budgets throughout the fiscal year. He said that it hadn't been done in years but that we would try it at this meeting.

The Pacifica Affiliates Network (PAN) Director told the committee that last year when they were proposing their FY23 budget they had promised that they would evaluate their budget periodically to evaluate if it was feasible or not to carry out the full budget especially the two special projects they were working on or paying for. One is the podcast Web site posting service and the other is the news show that they help fund. She said that they had reviewed how they were doing and they were making payroll, paying Central Services fees and expenses and they were able to do this budget and they were coming in not perfectly but pretty good and so they were comfortable with the FY23 budget. She said that it wasn't an easy year but that it had worked out pretty well. She said that they were slowly closing a deficit gap that had been caused by Pacifica borrowing \$30,000 and not returning it.

The PAN Business Manager went over the "Pacifica Foundation Radio Affiliates Budget Overview: Budget_FY23_P&L - FY23 P&L October 2022 - September 2023" with the committee. The PAN Business Manager told the committee that the Affiliation Income line did not include past year's revenue it was based totally on fees from affiliates for FY23, and that it amounted to about \$230,000. She said that when she adds up all of the affiliates fees for 2023, that comes to about \$236,000 and that she'd allowed for some fees that may remain uncollectible. There was a discussion of budgeting past due revenue. The PAN Business Manager said that Accounts Payable was about \$55,000 and that included past due revenue. She said that PAN's bank balance was about \$26,000 after payroll. She said that expenses average around \$19,000 per month. The PAN Director said that they'd had a big uptick in returned contracts this year. The PAN Business Manager said that they'd started using E-Sign this year and that the forms were easier to fill out and they got return rates of contracts of about 97% while it had previously been running at around 75%. She said that they'd also included the fee schedule for the Internet technology services. She said that they'd seen a really good increase in stations signing up for those services. She said that they'd budgeted about \$10,000 for that service and revenue was about \$11,500. She said that they'd added quite a few people to those Internet technology services subscriptions. She said that the PAN bank account had two withdrawals in the past year and they believe it was from an old credit card account that PAN had shared with the National Office and that if there's no minimum payment made the credit card company takes some amount of money from the bank account. The Chair said that the Executive Director wants to consolidate all Pacifica bank accounts and that would take care of the sort of thing. The Executive Director said that they are cancelling that credit card.

Motion: (James McFadden) "To extend the time for this item by 15 minutes." (Passed without objection) 9:21 PM (ET)

The PAN Director said that Direct Public Support in the budget breaks down into grants and donations. She said that the grants they've been getting regularly are program grants from a station that was not mentioned. In answer to a question she said that PAN doesn't use *Great Plains* but uses *Quickbooks* so sometimes the numbers don't match but the National Office reconciled it.

The Chair reminded committee members that when the NFC had approved this budget months ago it had been a deficit budget and PAN had thought they could make it up during the year, and,

he said, they're doing well at that.

Report from the Executive Director 9:39 PM (ET)

The Executive Director reiterated what she'd said at a previous meeting that Pacifica was two months behind on interest payments for the FJC loan, and behind by 3 months on the Economic Injury Disaster Loan (EIDL). She said that EIDL interest was \$8,731 per month and Pacifica owed EIDL about \$31,000.

Point of Order: (Teresa Allen) If this is to be discussed any further we should go into executive session because the Executive Director might not feel comfortable talking about it in open session. 10:08 PM (ET)

Motion: (Teresa Allen) "To go into executive session." (Passed without objection)

Point of Order: (R. Paul Martin) The member questioned the legality of going into an unnoticed executive session. 10:09 PM (ET)

The Chair ruled that the committee could legally go into executive session.

Motion: (R. Paul Martin) "To appeal the ruling of the Chair." (Chair's ruling upheld 8 for, 1 against)

The Committee discussed the motion.

Motion: (Teresa Allen) "To extend the time for this item by 20 minutes." (Passed without objection) 10:19 PM (ET)

The Committee resumed discussion the motion to appeal the ruling of the Chair.

The committee adjourned to executive session. 10:29 PM (ET)

The committee returned to the open session 11:03 PM (ET).

The secretary read the Report Out, "The NFC met in executive session to discuss contractual matters of a confidential nature."

Adjourned 11:04 PM (ET)

Submitted by R. Paul Martin, Secretary.