

Minutes for the regular National Finance Committee meeting November 22, 2022.

Meeting convened at 8:32 PM (ET) a quorum being present, the Chair and Secretary being present.

Attending: Grace Aaron, Chris Cory, Elizabeth von Gunten, Kamau Harris, Julie Hewitt, R. Paul Martin (Secretary), James McFadden, Sean Kelly McPherson, James Sagurton (Chair), Susan Young also attending were Pacifica Executive Director Stephanie D. Wells and Director Lawrence Reyes.

Agenda:

1. Convene meeting 8:30 PM (ET)
 2. Roll Call
 3. Adopt Agenda
 4. Chair's Announcements (2 minutes)
 5. Minutes (3 minutes)
 6. Report from the Executive Director with Q & A (30 minutes)
 7. Deferred Payroll and accrual accounts (10 minutes)
 8. National Office Budget review (30 minutes)
 9. Motion (Director von Gunten, see NFC list) to require a Balance Sheet and Business Plan in place before any sale of any major asset (10 minutes)
 10. Adjourn to Executive Session no later than 9:35 PM (ET)
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Motion: (James Sagurton) "To adopt the agenda." (Passed without objection as amended)

Amendment: (James Sagurton) "To add, 'Adjourn to Executive Session no later than 9:35 PM (ET).'" (Passed without objection)

Chair's Announcements 8:36 PM (ET)

"Tonight we will hear a report from the Executive Director and review and discuss the continuing cash flow and payroll crisis.

"We will also review the Pacifica National Office Budget which was postponed several times most recently from our last meeting to tonight.

"We will also discuss how funds from any sale of a building might be allotted, including what business plans should be developed before any such action is approved"

Minutes 8:37 PM (ET)

Motion: (R. Paul Martin) "To approve the minutes of the October 11, 2022, meeting." (Passed without objection as amended)

The Committee discussed the motion, and corrections were made to the draft minutes.

Report from the Executive Director with Q & A 8:40 PM (ET)

The Executive Director told the committee that not much had changed since the previous week's meeting. She said that she was working with each division to make sure they make payroll. She said that Pacifica was about \$1,400 shy of the full payroll, but that she was 99% sure we'd make payroll. She said that she'd just found out that there was a lien on a National Office storage unit in Berkeley; it was less than \$1,000. She said that the storage facility gave her a rough idea of what's in there: art work from years ago that people said appraised for less than when it had been donated. She said that it had been put on e-Bay in the past and there had been no takers. She said she was figuring out what to do with that. She said that vendors had been helpful and cooperative when she called them to extend due dates or when making little payments on outstanding bills. She said that she'd been focusing on making payroll and raising the building and Tower Rent for WBAI.

In answer to a question the Executive Director said that she and the National Business Manager were concerned that financials could not yet be generated. She said that she'd had to hire someone to come in to deal with the *Great Plains* software. She said that apps were not speaking to each other. She said that she had bank statements from the divisions but no access to their bank accounts so she had to rely on what they send. She said that the National Educational Telecommunications Association (NETA) was trying to help with the *Great Plains* problems. She said that it would be wonderful to get consolidated bank statements at the end of every month. She said she gets some *QuickBooks* information from WBAI but it doesn't always match with the bank statements. She said that they were behind on KPFA's bank reconciliation, and didn't have account access for WBAI, WPFW, KPFT, KPFA and PRA. She said that the only ones the National Office can see are Pacifica Affiliates Network, the National Office and KPFA.

The committee discussed why the National Office didn't have access to all bank accounts of all units. The Executive Director said that it would be easier if all Pacifica units used only one bank. It was noted that the NFC has dealt with this issue at least three times and the last time we handed a mandate down that view-only access was mandatory. The committee discussed the need to get that access for the Executive Director and National Business Manager. The Executive Director said that she was working hard to let the units know she was not going to transfer money from their accounts without telling them. She said that there was still some hesitancy due to past incidents.

Motion: (Elizabeth von Gunten) "To extend the time for this item by five minutes." (Passed without objection) 9:21 PM (ET)

Motion: (Chris Cory) "The NFC recommends to the PNB that it demand of the individual units view-only account access of their bank accounts for the ED and CFO/National Business Manager 'by title.'" (Postponed indefinitely)

The Committee discussed the motion.

Motion: (Chris Cory) "To postpone the motion indefinitely." (Passed without objection)

Deferred Payroll and accrual accounts 9:25 PM (ET)

The committee discussed a motion that had been passed by the PNB with regard to deferring payroll. The Chair told the committee that part of that motion was not possible in light of Union objections because it addressed everyone who would be paid. It was noted that the motion that actually had passed makes clear that deferred pay is accrued.

National Office Budget review 9:29 PM (ET)

Motion: (James Sagurton) “To postpone this agenda item to the next meeting.” (Passed without objection)

Motion (Director von Gunten, see NFC list) to require a Balance Sheet and Business Plan in place before any sale of any major asset. 9:31 PM (ET)

Motion: (Elizabeth von Gunten) “The NFC recommends to the PNB that it adopt the following motion: Whereas a fully informed overview of Pacifica's current financial condition and a viable Business Plan are both necessary in advance of any consideration of irrevocable disposition of any significant Pacifica capital asset,

“Therefore be it resolved that well in advance of further consideration of irrevocable liquidation of any significant Pacifica capital asset for any reason, and no later than the December 7, 2022, Pacifica National Board meeting, Pacifica Management shall provide a complete current Balance Sheet of all Pacifica assets and liabilities.

“Be it further resolved that, at that time, Pacifica Management shall also propose an overall Pacifica Business Plan, proposing a path forward from Pacifica's current financial predicament into a viable future, in service of Pacifica's enduring Mission, for consideration by the Pacifica National Board in advance of any further consideration of irrevocable liquidation and disposition of proceeds from any significant Pacifica capital asset.” (Fails 3 for, 3 against, 4 abstentions)

The Committee discussed the motion.

Motion: (James Sagurton) “To extend the time for this item by five minutes.” (Passed without objection) 9:37 PM (ET)

The Committee continued discussing the motion.

Adjourn to Executive Session no later than 9:35 PM (ET) 9:59 PM (ET)

Adjourned to executive session 9:59 PM (ET)

Submitted by R. Paul Martin, Secretary.