

**MINUTES
PUBLIC SESSION
BOARD OF DIRECTORS
CORPORATION FOR PUBLIC BROADCASTING
WASHINGTON, D.C.
Tuesday, June 10, 2025**

Call to Order

Chair Calvert called to order the public session of the Board of Directors at 1:30 pm ET on Tuesday, June 10, 2025. The following directors participated:

Ruby Calvert, Chair;
Laura Ross, Vice Chair; *(virtual)*
Diane Kaplan;
Liz Sembler; *(virtual)* and
Tom Rothman *(virtual)*.

The following officers and staff also participated:

Patricia Harrison, President and Chief Executive Officer;
Kathy Merritt, Executive Vice President and Chief Operating Officer;
Daryl Mintz, Executive Vice President, Chief Financial Officer and Treasurer;
Deb Sanchez, Executive Vice President, Government and External Affairs and Acting
Corporate Secretary;
Evan Slavitt, Executive Vice President, General Counsel;
Deborah Carr, Senior Vice President, Operations and Strategy;
Kathryn Washington, Senior Vice President, Television Content;
Stephen Wolfe, Chief Technology Officer and Senior Vice President, IT;
Kim Howell, CPB Inspector General;
Kate Arno, Vice President, Community Service Grants and Station Initiatives;
Clayton Barsoum, Vice President, Government and External Affairs;
Brendan Daly, Vice President, Communications and External Affairs;
Michael Fragale, Vice President and General Manager, Education Strategy and Content;
Donna Joe, Vice President and Deputy General Counsel;
Jacquie Gales Webb, Vice President, Radio; and
Katherine Donohue, Board Affairs Manager.

The following guests also participated:

Michael Levy, consultant; and
Teresa Safon, consultant.

Adoption of Agenda and Determination of Closed Status

Chair Calvert called for a motion to adopt the agenda and close the meeting for agenda items 5 to 7. Upon motion duly made and seconded, the agenda was unanimously adopted as

amended, with the exclusion of the Value of Public Media's Local Service Report due to time constraints.

Invitation to Disclose Conflicts of Interest

In accordance with the CPB Code of Ethics for Directors, Chair Calvert invited directors to disclose possible conflicts of interest regarding the meeting agenda. There were none.

Approval of Minutes

Chair Calvert called for a motion to approve the minute from the April 1, 2025, meeting. Upon motion duly made and seconded, the minutes were unanimously approved as presented.

Chair and Directors' Remarks

Chair Calvert provided an update on the lawsuit CPB filed against the administration to prevent the firing of three board members. Judge Randolph Moss declined to issue a formal injunction against the White House but affirmed CPB's independence as a nonprofit, non-governmental entity. The judge also recognized that DC nonprofit laws state that only the bylaws of a particular nonprofit organization can determine the process for removing members from the board of directors. Chair Calvert added that since the CPB bylaws prohibit the removal of a director without the approval of two thirds of the remaining directors, the administration's termination order was null and void.

Chair Calvert reported on the conversations she had with other station leaders at the PBS Annual Meeting. She stated that while many are uncertain of public media's future, they appreciate CPB's willingness to fight for local stations across the country. She then introduced a video that was shown at the PBS Annual Meeting highlighting the importance of the services that local stations provide to their communities.

She concluded her remarks and opened the floor to comments from other directors. Ms. Sembler thanked Ms. Harrison for her leadership and praised her remarks at the PBS Annual Meeting. Ms. Harrison thanked Chair Calvert and Ms. Sembler for the remarks they gave at the meeting as well as the CPB external affairs team for putting the session together. There were no other comments.

President's Report

Ms. Harrison reported that CPB felt it was necessary to protect its board members and safeguard CPB's status as an independent organization outside the control of government officers. She underscored that while CPB is the steward of the federal appropriation, we do not oversee or closely regulate the creation of content.

Ms. Harrison discussed the numerous challenges the CPB Board of Directors and executive team have been facing over the past two months. She reported that CPB has appealed the termination of the Ready To Learn (RTL) grant program and is addressing FEMA's second effort to pause the release of funds to CPB for the Next Generation Warning System grant program. CPB awaits a response from the Department of Education on the RTL termination appeal and will continue its legal case against FEMA. Ms. Harrison also noted that CPB was named as a defendant in a lawsuit that NPR and three public broadcasting stations in Colorado

filed against President Trump's executive order prohibiting funding for PBS and NPR. On May 30, PBS filed their own lawsuit against the Trump administration's executive order but did not name CPB as a defendant.

Ms. Harrison reported that on May 30, President Trump transmitted his budget proposal to Congress in which all funding for public media was eliminated except \$30 million in closeout costs for CPB. She also reported on the recissions package that was sent to Congress proposing to cut all \$1.1 billion of CPB's FY 2026 and FY 2027 advance appropriations. Ms. Harrison noted that the deadline for both chambers to vote on the package is July 18.

Ms. Harrison reported that CPB's general counsel received a message from the Government Accountability Office requesting information on CPB's finances as they relate to the president's proposed recissions package. She stated that CPB sent their reply earlier that day. Ms. Harrison also reported that CPB responded to questions from Senators Joni Ernst (R-IA) and Ted Cruz (R-TX) regarding CPB's recent grant to NPR for editorial enhancements in their newsroom. She thanked Rep. Mark Amodei (NV-02) and Rep. Dan Goldman (NY-10) for championing the fight to preserve funding for public media and read aloud a joint statement both Congressmen released following the introduction of the recissions package.

Ms. Harrison thanked the Board, the executive team, and the CPB staff for their continued hard work and commitment to the organization. She concluded her remarks and opened the floor to questions. There were none.

Future Agenda Items

Chair Calvert noted that, due to time constraints, the report on the value of public media's local service had to be excluded from the meetings' agenda but would be included in the next board meeting agenda in September. She also stated that there will be an Audit and Finance committee meeting later this summer, the date of which has yet to be determined.

Executive Session

Chair Calvert closed the meeting for executive session at 1:53 pm ET.

[The minutes for these discussions are contained in the executive session record of June 10-11, 2025.]

Public Session

Chair Calvert reopened the meeting for public session at 3:59 pm ET and explained that the board had intended to vote on a resolution regarding the FY 2027 budget request to OMB but decided to table the vote until later in the summer.

Adjournment

Chair Calvert adjourned the meeting for the day in public session at 4:00 pm ET.