

**MINUTES
PUBLIC SESSION
BOARD OF DIRECTORS
CORPORATION FOR PUBLIC BROADCASTING
WASHINGTON, D.C.
Thursday, June 6, 2024**

Call to Order

Chair Ross called to order the public session of the Board of Directors at 1:02 pm Eastern Time on Thursday, June 6, 2024. The following directors participated virtually:

Laura G. Ross, Chair;
Ruby Calvert, Vice Chair;
Miriam Hellreich;
Kathy Im;
Diane Kaplan;
Bruce M. Ramer;
Tom Rothman; and
Liz Sembler.

The following officers and staff also participated virtually:

Patricia Harrison, President and Chief Executive Officer;
Michael Levy, Executive Vice President and Chief Operating Officer;
Teresa Safon, Senior Vice President, Chief of Staff and Corporate Secretary;
Evan Slavitt, Senior Vice President, General Counsel;
Anne Brachman, Senior Vice President, External Affairs;
Stacey Decker, Senior Vice President, Innovation and System Strategies;
Kathy Merritt, Senior Vice President, Radio, Journalism and CSG Services;
Deb Sanchez, Senior Vice President, Educational Media and Learning Experiences;
Kathryn Washington, Senior Vice President, Television Content;
Stephen Wolfe, Chief Technology Officer, Senior Vice President, Information Technology;
Kimberly Howell, Inspector General;
Deborah Carr, Vice President, Operations and Strategy;
Beth Jacobs, Vice President, Digital Strategy and Innovation;
Nick Stromann, Acting Chief Financial Officer, Vice President and Controller;
Beth Walsh, Vice President, System Strategies;
Jacquie Gales Webb, Vice President, Radio; and
Katherine Donohue, Board Affairs Manager.

Adoption of Agenda and Determination of Closed Status

Chair Ross called for a motion to adopt the agenda and close the meeting for agenda items 8 through 13. Upon motion duly made and seconded, the agenda was adopted as presented.

Invitation to Disclose Conflicts of Interest

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

Approval of Minutes

Chair Ross called for a motion to approve the minutes of the public session of the April 10-11, 2024 meeting. Upon motion duly made and seconded, the minutes were approved as presented.

Chair and Directors' Remarks

Resolution of Condolence for Senator David Pryor

Mr. Ramer presented the resolution of condolence for the family and colleagues of Senator David Pryor, former governor and senator of Arkansas, who served on the CPB Board from 2006-2014. Chair Ross asked for a motion to adopt the resolution of condolence. Upon motion duly made and seconded, the resolution was unanimously approved.

Resolution of Condolence for Robert MacNeil

Ms. Sembler presented the resolution of condolence for the family and colleagues of Robert MacNeil, anchor of "The Robert MacNeil Report" and co-founder of the PBS NewsHour. Chair Ross asked for a motion to adopt the resolution. Upon motion duly made and seconded, the resolution was unanimously approved.

Resolution of Condolence for Joanne Church

Ms. Kaplan presented the resolution of condolence for the family and colleagues of Joanne Church, co-founder of the Radio Research Consortium. Upon motion duly made and seconded, the resolution was unanimously approved.

Resolution of Condolence for Jac Venza

Chair Ross presented the resolution of condolence for the family and colleagues of Jac Venza, co-creator of National Educational Television. Upon motion duly made and seconded, the resolution was unanimously approved.

Interconnection Committee Chair Report

Committee Chair Calvert reported that the Interconnection Committee met virtually on Monday, June 3. CPB management and technology advisor from Deloitte Consulting, John Footen, provided updates. Due to the confidential nature of the matters discussed, time has been reserved for a full update in the meeting's executive session.

President's Report

Ms. Harrison reported on the House Appropriations Committee's FY 2025 funding process, including significant cuts for non-defense spending and a 1% increase in defense spending. The House Homeland Security Appropriations Subcommittee's markup and report of its bill provides \$40 million to FEMA for the Next Generation Warning System Grant program. The Labor-H Subcommittee will mark up and report its bill, which provides funding for CPB, Interconnection, and Ready To Learn, with full committee consideration scheduled for July 10.

Ms. Harrison reported that on April 25, CPB received a letter from Senator Ted Cruz (R-TX) regarding CPB funding of NPR. CPB provided a written response to the Senator's questions that was delivered to his office by the requested date.

Ms. Harrison reported on CPB's engagement with the public media system, including presentations at PBS Annual Meeting in Las Vegas and the Public Media Business Association

Conference in San Diego about CPB's development of a civic content and engagement initiative and ongoing collaboration with America250 and More Perfect. CPB staff also hosted workshops for station grantees, focusing on financial report filing processes, compliance issues, Inspector General's audits, and successful public media mergers and collaborations.

Ms. Harrison noted that her written report provides more information about CPB's work in digital innovation, station health, public safety, civic engagement, education, and journalism, and concluded her remarks.

Discussion of Goals and Objectives

Chair Ross stated that CPB's Goals and Objectives are the foundation for CPB's business planning process for the coming fiscal year. Each year, the Board reviews the Goals and Objectives, revising them as needed or reaffirming them as they stand, and invited comments on the proposed FY 2025 Goals and Objectives.

Chair Ross noted that she had sought to obtain board member feedback in advance of the meeting but time did not allow it. She only succeeded in contacting Ms. Calvert and Ms. Sembler. Suggested edits have been incorporated into the Goals and Objectives presented in the materials and invited suggestions from the full Board.

Ms. Kaplan asked about the possibility of a board retreat in the fall for more in-depth discussion, and if so, would there be opportunity for amending the Goals and Objectives in a timely manner should retreat outcomes call for significant change. Chair Ross noted the meeting schedules for this fall, and that a retreat has not been scheduled. The priorities identified in the Goals and Objectives are high level so changes might not affect the particulars of the business plan.

Ms. Kaplan expressed overall agreement with the Goals and Objectives but noted provision 5 of the Public Broadcasting Act: "(5) it furthers the general welfare to encourage public telecommunications services which will be responsive to the interests of people both in particular localities and throughout the United States, which will constitute an expression of diversity and excellence, and which will constitute a source of alternative telecommunications services for all the citizens of the Nation." While serving the underserved is in the preamble of the document, it may be helpful to add more to the Goals and Objectives with a focus on achieving 100% universal service. Discussion ensued about whether reaching unserved and underserved audiences was sufficiently addressed in the Goals and Objectives. Chair Ross noted that board members agree with the principle, the question is whether it needs to be further highlighted. Following additional discussion, the general consensus was that it was sufficiently addressed in the document.

Resolution

Chair Ross asked for a motion to adopt the Goals and Objectives as presented. Upon motion duly made and seconded, the resolution was unanimously approved.

Approval of Officer Service on Outside Board

Chair Ross noted officer service on boards of directors of other organizations are subject to approval by the Board and to the provisions of CPB's Statement of Ethical Conduct.

Chair Ross asked for a motion to approve Mr. Slavitt's service on an outside charitable board. Upon motion duly made and seconded, the resolution was unanimously approved.

Future Agenda Items

Chair Ross invited board members to share any suggestions for future agenda items, noting that she, Ms. Calvert, or Ms. Safon could also be contacted with suggestions after the board meeting. Ms. Kaplan requested a discussion of Press Forward and discussion about public media's Spanish-language offerings.

Executive Session

At 1:46 pm, Chair Ross closed the meeting for an executive session. The meeting adjourned in executive session.

*[The minutes for these discussions are contained in the
executive session record of June 6, 2024.]*