

**MINUTES
PUBLIC SESSION
BOARD OF DIRECTORS
CORPORATION FOR PUBLIC BROADCASTING
WASHINGTON, D.C.
Tuesday, November 19, 2024**

Call to Order

Chair Calvert called to order the public session of the Board of Directors at 10:04 am Eastern Time on Tuesday, November 19, 2024. The following directors participated:

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

The following officers and staff were also in attendance:

Patricia Harrison, President and Chief Executive Officer;
Michael Levy, Executive Vice President and Chief Operating Officer;
Daryl Mintz, Chief Financial Officer and Treasurer;
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;
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 and Senior Vice President, IT;
Kimberly Howell, Inspector General;
Kate Arno, Vice President, Community Service Grants and Station Initiatives;
Sarah Bean, Vice President, Education Content and Innovation;
Deborah Carr, Vice President, Operations and Strategy;
Brendan Daly, Vice President, External Affairs and Communications;
Michael Fragale, Vice President and General Manager, Education Content and Strategy;
Joy Lin, Vice President, Journalism;
Cheraine Stanford, Vice President, Television Content Strategy;
Beth Walsh, Vice President, System Strategies;
Jacquie Gales Webb, Vice President, Radio;
Katherine Donohue, Board Affairs Manager; and
Nathan Vallejo, Executive Coordinator, OCS & External Affairs.

The following guests were also in attendance:

Rep. Earl Blumenauer (D-OR);
Rep. Mark Amodei (R-NV);

Rep. Dan Goldman (D-NY);
 Chuck Roberts, President and CEO, Lakeshore PBS;
 Jeff Tucker, General Manager, Idaho Public Television; and
 Luis Patino, President and CEO, Austin PBS.

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 4, 5, and 12 to 16. Upon motion duly made and seconded, the agenda was unanimously adopted as presented.

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 minutes of the October 7-8, 2024, meeting. Upon motion duly made and seconded, the minutes were unanimously approved as presented.

Chair and Directors' Remarks

Chair Calvert thanked the Board for selecting her to serve as CPB board chair and thanked Vice Chair Ross for serving as vice chair. Chair Calvert also expressed appreciation for Vice Chair Ross for serving alongside her.

Committee Chair Reports

Ms. Sembler reported that the Audit and Finance Committees met virtually on October 22, 2024. At the meeting, the committee addressed a personnel matter and received an update from the Inspector General on the audits of WTVP-TV in Peoria, IL, and Capital Radio, based in Sacramento, CA, and how issues identified in those audits were being addressed. Ms. Sembler concluded her remarks and there were no questions.

Ms. Hellreich reported on the Executive Compensation Committee's virtual meeting on October 30, 2024. Ms. Hellreich stated that the committee focused on personnel matters which would be discussed in more detail during the executive session. Ms. Hellreich noted her term on the Board was expiring and concluded her remarks by thanking the Board for entrusting her with chairing the committee, and Ms. Harrison, CPB senior management, and Mr. Tayman for their dedication and support.

Executive Session

At 10:17 am, Chair Calvert closed the meeting for executive session.

*[The minutes for these discussions are contained in the
 executive session record of November 19-20, 2024.]*

Public Session

Public session resumed at 12:10 pm Eastern Time on Tuesday, November 19.

Presentation of the CPB Lifetime Achievement Award to Congressman Earl Blumenauer, Founder and Co-Chair of Public Broadcasting Caucus

Chair Calvert welcomed members of the public and special guests to the board meeting for the presentation of the CPB Lifetime Achievement Award to Rep. Earl Blumenauer (D-OR).

Chair Calvert introduced the CPB Board, CPB management, and special guests the Honorable Mark Amodei, congressman representing Nevada's 2nd district, and a co-chair of the Public Broadcasting Caucus; and the Honorable Dan Goldman, congressman representing the 10th District of New York, and a co-chair of the Public Broadcasting Caucus.

Chair Calvert introduced several public media leaders in attendance, including Paula Kerger, president and CEO of PBS; Larry Irving, chair of the PBS Board; Katherine Maher, president and CEO of NPR; Pat Butler, former president and CEO of America's Public Television Stations; and (participating virtually) former president and CEO of Oregon Public Broadcasting, Steve Bass.

Chair Calvert spoke about the Lifetime Achievement Award, which recognizes outstanding contributions to public media over many years. Chair Calvert thanked Rep. Blumenauer for his 28 years of service in Congress, his steadfast support for public media, and for founding and leading the Public Broadcasting Caucus.

Chair Calvert opened the floor to comments from directors and special guests.

Rep. Blumenauer thanked CPB for honoring him with the Lifetime Achievement Award and spoke about the important role public media plays in promoting the arts, disseminating public safety information, educating the youth, and connecting communities across the country to trustworthy sources of information.

(Presentation ceremony concluded at 12:38 pm. The meeting adjourned for lunch.)

Public Session

Public session resumed at 1:40 pm Eastern Time on Tuesday, November 19.

President's Report

Ms. Harrison thanked CPB staff for their dedication and hard work throughout 2024, provided an overview of CPB's accomplishments, including providing stations with innovative digital training, increased investment in digital-first content, funding for public safety, and funding for research-based national children's programming. Ms. Harrison noted the essential role of the federal appropriation in supporting public media stations across the country. She thanked Rep. Amodei, Rep. Blumenauer, and Rep. Goldman along with the other Congressional champions of public media for their advocacy in 2024. Ms. Harrison reaffirmed CPB's commitment to meet with the incoming administration and Congress to inform them of the value delivered through public media to the American people.

Ms. Harrison stated that American public media represents a unique private/public partnership in which federal appropriations distributed through CPB to local stations help bolster the civic health of a community and in return, that community helps support the station. In preparation for the 250th anniversary of the nation's founding, CPB has been working with PBS SoCal and other local stations on the Civic Spark Initiative. This initiative will produce content that highlights citizens who help improve the civic health of their communities through

charitable and neighborly actions. Ms. Harrison concluded her remarks and asked for any questions or comments.

Ms. Hellreich praised the report and noted the importance of civic engagement as a tool to create coalitions comprised of groups who would not normally align with one another.

Legislative Update

Ms. Brachman reported on the remaining priorities of the 118th Congress and the changing committee assignments and leadership positions for the incoming 119th Congress. The election resulted in the Republicans winning a majority in both the House and the Senate, with John Thune of South Dakota taking over as Senate Majority Leader. Through the end of the year, the 118th Congress will be focused on the farm bill authorization, defense bill authorization, funding for FEMA, and judicial appointments in the Senate. Ms. Brachman stated that the nearly 100 new incoming members of Congress presents an opportunity to highlight the value and service provided by public media to the American people and recruit new advocates.

Ms. Brachman reported that public media supporters would remain in leadership positions on both the House Appropriations Committee and the Labor H Appropriations Subcommittee. The House Energy and Commerce Committee will elect a new chair of the full committee in the coming weeks, possibly affecting the leadership of the Communications and Technology Subcommittee. The leadership of the Senate Appropriations Committee would remain the same except the chair and ranking member would be switching roles, due to the change in the majority party. Ms. Brachman reported that while Sen. Shelley Moore Capito (R-WV) and Sen. Tammy Baldwin (D-WI) would continue to lead the Labor H Subcommittee in the Senate, the Senate will need to fill four vacancies on the Senate Appropriations Committee.

Update on Ready to Learn and Survey re Public Television Education Services

Ms. Sanchez reported on Ready to Learn (RTL) and the results of a survey gauging the effectiveness of education services provided by public television stations across the country. Ms. Sanchez provided an overview of the RTL program and noted that CPB expects that in 2025, the Department of Education will announce their priorities for the 2025-2030 RTL grant competitive solicitation process. CPB is preparing to apply for the next grant cycle.

Ms. Sanchez reported on CPB's Survey on Public Television Education Services. The survey garnered qualitative and quantitative data from 87% of respondents, and focused on each station's responsiveness to community needs, new funder engagement, and their collaboration with external partners. She introduced the guests; Luis Patiño, President and CEO, Austin PBS Jeff Tucker, General Manager, Idaho Public Television, and Chuck Roberts, President and CEO, Lakeshore PBS, to discuss the education services provided by their respective stations.

Mr. Roberts reported on Lakeshore Public Media's community engagement strategy to serve their market in Indiana and Illinois. Despite having a small staff and no education department, Lakeshore raises awareness about existing educational serves and resources in its community. The station relies on public/private partnerships with local organizations and businesses who support increasing community access to educational resources. He presented a video illustrating Lakeshore's community engagement.

Mr. Tucker stated that Idaho Public Television is helping educators better incorporate new technology into their classrooms, and presented a video showcasing classrooms who have benefited from this initiative. Mr. Tucker stated that his station relies on grants and charitable

donations and seeks to build partnerships with local businesses. He noted that RTL grants from CPB are vital to connecting youth in rural Idaho with resources and technology to aid their learning.

Mr. Patiño reported that Austin PBS has utilized RTL grants to advance the larger goal of helping students develop technology skills and improve literacy. He presented a video showing the impact the RTL grants had on a local library in Austin. Austin PBS also relies on grants and donations and are working to diversify their fundraising resources.

Ms. Sembler asked how the individual stations and CPB track the outcomes of the RTL grant program. Discussion ensued on how stations gather data about children's viewing habits, privacy issues, and how parent and community interest is measured.

Resolutions of Appreciation

Chair Calvert thanked Ms. Hellreich, Ms. Im, and Mr. Ramer for their years of service and dedication to CPB and invited Ms. Ross to present the resolution honoring Ms. Hellreich.

Resolution of Appreciation for Miriam Hellreich

Ms. Ross commended Ms. Hellreich's years of service to American public media and thanked her for being a resolute and hardworking colleague. She read aloud the resolution of appreciation.

Upon motion duly made and seconded, the resolution was unanimously approved.

Resolution of Appreciation for Kathy Im

Ms. Kaplan thanked Ms. Im for her dedication and positive impact on CPB during her tenure on the board, and read aloud the resolution of appreciation.

Upon motion duly made and seconded, the resolution was unanimously approved.

Resolution of Appreciation for Bruce Ramer

Mr. Rothman remarked on the many ways Mr. Ramer has worked to strengthen public media, noted Mr. Ramer's dedication, leadership and stewardship of CPB, and read aloud the resolution of appreciation.

Upon motion duly made and seconded, the resolution was unanimously approved.

Executive Session

At 3:10 pm, Chair Calvert closed the meeting for executive session. The meeting adjourned in executive session.

*[The minutes for these discussions are contained in the
executive session record of November 19-20, 2024.]*