

**PASADENA COMMUNITY ACCESS CORPORATION  
BOARD OF DIRECTORS  
SPECIAL MEETING  
150 S LOS ROBLES AVE  
PASADENA, CA 91101**

Minutes of Pasadena Community Access Corporation

This special meeting of the PCAC Board of Directors was held at 10:00am on Saturday, June 27th, 2015 at the Pasadena Convention Center, Conference Room 206. 300 East Green Street, Pasadena, CA 91101.

PUBLIC MEETING – 10:15 A.M.

**I. INTRODUCTION OF NEW MEMBERS/CALL TO ORDER/ROLL CALL**

- George Falardeau, Board President, called the meeting to order at 10:15 a.m.

**The names of those who attended the meeting are listed below:**

- **Present Board of Directors:**
  - George Falardeau – District 1 Representative
  - Tom Majich – District 2 Representative
  - Robert Oltman – District 3 Representative
  - Howie Zechner – District 4 Representative
  - Yuni Parada – District 5 Representative
  - Tim Winter – District 6 Representative
  - Gail Schaper-Gordon – Mayor’s Representative
  - William Boyer – City Manager’s Office Representative
  - Beth Leyden – PUSD Representative
- **Staff:**
  - Keri Stokstad – Executive Director, PCAC
- **City Legal Representation:**
  - Javan Rad – Assistant City Attorney

**The names of those who did not attend the meeting are listed below:**

- **Absent Board of Directors:**
  - Hoyt Hilsman – District 7 Representative
  - Dr. Robert Miller – PCC Representative

**II. PUBLIC COMMENT ON MATTERS NOT ON THE AGENDA**

- Members of the Public were given the opportunity to speak on matters not on the agenda.

**III. STRATEGIC PLANNING DISCUSSION**

A LITTLE HISTORY OF THE ORGANIZATION

William stated that the City is happy that the PCAC has now been elevated in stature to the other operating companies. The City felt that it had always been set up that way, but in the way it had been utilized, seen as etc., was not in that way. As such, the creation of the operating agreement was crucial. Prior to that document, there was a memorandum of understanding, and a vendor contract for KPAS.

Prepared by: Beth Leyden, Secretary and PUSD Representative  
Reviewed by: Keri Stokstad, Executive Director

Those things have pretty much gone away with the signing and approval of the operating agreement. There used to be (as part of William's budget) a specific line item for the operation of KPAS. That has gone away due to the operating agreement and the way the new structure is. PCAC is an operating company on par and equal to the RBOC and PCOC in terms of the way the City has it organized. The City does feel it's a good organization that has value for the community. They are looking for PCAC to expand and continue to grow. They want more City content on air. Now the question is, how does PCAC continue our mission within the "iPhone world?"

A little history from BARRY GORDON, former Board Member: Barry started with the board in 1999 and served two terms at two different times (6 years each, for a total of almost 12 years). He was the host of a staff produced show (Newswrap) and the host of KPAS show (City Beat). He just found out that the former host was paid, but he was a volunteer. When Barry came on the board, the relationship with the city was in a shambles. So the umbilical cord that kept us connected to the City (don't know about staff's mind) was the KPAS (vendor) contract, which was part of our revenue stream. The other part was the Charter fees. Those went to the general fund. The City never said (even in darkest days) they not going to pass the money through, but there was a fight every year. We were in a major transition; there was a lot of discussion of removing our current ED at the time. In the midst of that discussion, he was in a car accident and passed away. PCAC did a search and brought in Don Repella.

From the Board's perspective, we looked at the charter and saw that it talked about PEG Access. PCAC was originally designed as the "umbrella" over all three kinds of public access. – Public, Government, and Education. The Board started to take that very seriously. We were largely seen as a public access channel providing occasional services to the government. Why weren't we really an umbrella? That became our goal. We needed a place to discuss collaborative efforts of all three.

PCAC hired a consultant who did a study of best practices around the country. She brought us a community access model. Before, we had a public access model with a (slightly resented) component of government access.

One of our goals was to make sure we were always in the community – that we were covering community events and were known in the community. The more we branched out, the more we were known by the City, and they noticed us. The feeling Barry (and other commission members) got was that we were the poor, weak station.

William: Prior to 3 years ago, your perception was probably more accurate, but now it's different.

Barry: The current staff almost saw the city as the enemy. It was a very unhealthy place for the organization to be. To honor the government access, PCAC took on a more professional nature. Our relationship with the City started to get better and better and better. Without the City there would be no PCAC. We are there as a company that does things that the City wants us to do. When we came on, we just called ourselves PCAC. It was synonymous with PCAC. The Board thought we were just there to make sure the access channel works and KPAS was just a side dish.

William: KPAS. The staffing used to be City Employees who were a part of the Public Affairs offices. But when William walked in the door, it was not that way. Employees had been let go. The City had shifted to a vendor contract with PCAC for staffing and for running the content. Charter used to be more active in providing the public access side of things.

Charter people had historically said that the station wound up in the basement of the Church because the people at the Church were connected to Charter. Charter and the Church – there was some sort of relationship.

Beth: PCAC and KLRN used to be combined in the basement of the Ed Center. PCAC provided the equipment and PUSD (KLRN) provided the facility. The space was shared between public access and the ROP classes. There was a disagreement over a conflict of interest and PCAC moved to Hen's Teeth. KLRN collaborates with PCAC typically during joint meetings, graduations, and for the Turkey Tussle. The nature of the collaboration has mostly been that PCAC provides equipment (as in the truck) and

some staff and KLRN provides crew. Since the truck is currently out of commission, collaboration has been less recently, but, as always, that is typically a temporary situation.

Barry: (Relevant to what Dean was saying), we needed to make absolutely sure that we moved into the 20<sup>th</sup> century. We are very unique. Public/Community Access stations are disappearing all over the country. Our level of support from the City is astounding. Most governments are going in the opposite direction. And this is due to the work of Don and Keri. Phil (Hopkins) was very instrumental in broadening our platform. The technology component was absolutely essential. For example, the ACM conference wouldn't be here without Keri.

George: There is a goal we should put forth today. Who are you? What are you?

Keri: The Budget was just approved last Monday. We received a 13% increase. Mixed in with that is funding that is going to cover some of this new arrangement with the City (ie the legal costs and data connectivity costs with Charter). Some will be for the new lease. Right now, as we close the books for this fiscal year, we are over budget by around \$52,000 (round up to \$60,000), but considering additional revenues of \$44,000, we will probably have gone over budget around \$10,000. Financials close on June 30<sup>th</sup> and the audit happens around October.

George: So, had you done the \$10,000 fundraising, you would have been flat.

Keri: Keri has been here about 3.5 years. She was hired to look at the organization in a different way. Her experience is in transitions. She builds studios, restructures staffing and thinks of a different way for community television. She looked at how the City had been using the organization. Keri's assessment was still very split between City and Community. PCAC had greatly outgrown Hen's Teeth, plus there were other facility issues. So, real estate committee had researched many different facilities and determined that a more centralized location would be better for everyone to gather. They wanted to be closer to City Hall to better support City services. The intention was that an operating agreement would be worked on immediately. R/E committee chose this facility. Worked together to create the organization as it is today. But still, there were two pots of money. One pot was no longer to be referred to as franchise fees. The other was operating money. The City Council can choose at any time to fund as they see fit. There is no guarantee of funding. This \$1 mil is absolutely unprecedented. PEG fees are only for capital expenses. As DIVCA came in, most cable access station died off. Some that have continued to exist have had (San Jose) a lot of PEG capital. Cities are not coming around to funding community television stations. LA continues to accept content that can air on the public access channel but just got their funding cut again this year. Also, look at the time frame – it can be up to 4 weeks before your programming can air on their channel. They have no studio. Monrovia has a small studio that also provides local support (council meetings, etc.). Over 60 percent of our users are non-Pasadena. At one point you had to live, work, or go to school in Pasadena. When all of the access channels closed, you had to LIVE in Pasadena. Keri opened it up to non-residents, which brought in a lot of those LA and San Gabriel folks. Non-residents pay a higher fee to use the space.

Alliance for Community Media is looking at what we do. This is a model, an example of the California model that is continuing to succeed. We want to be a model of how it works. This is working; we have the support that we need. So far, we have a higher conference attendance than last year in Philadelphia – and higher sponsorships. The ACM conference will be housed in the Hilton. Keri was ACM chair last year. We are going to need volunteers to help. The national organization administers it and brings in staff. We just host it.

Gail: We need to be attending.

Keri: I reached out to some Board Members. We are still looking for a Keynote speaker and for support on panels. Love to brag when it comes to Pasadena Media.

Gail: What percent of the budget goes to different things – just the big chunks

Keri: 70% is personnel related. About 65% focused on Arroyo Channel content. Around 30% is focused on the community. About 5-10% on admin. KPAS doesn't fit into the Arroyo chan. That would be in the 30%. The bulk of what we do applies to the Arroyo Channel..

Gail: How much time for the staff is really allocated to KPAS activities and other outside activities...how do we think those monies should be allocated better?

Prepared by: Beth Leyden, Secretary and PUSD Representative  
Reviewed by: Keri Stokstad, Executive Director

George: All of this is here for the producers and the community. I hope the board gets a crystal clear understanding that it's not just about that - that it's also about all the other things that you are responsible for.

Keri: KPAS hours (Editing/Studio hours – about 600 hours)

William: It is a work in progress, but there's been a fair amount of discussion in terms of how the city is communicating and telling it's story...there is really no effective local news media that we can depend on to help disseminate information to the public. We are tasked with doing more daily content that would be taking the different content and using it in the different platforms that are available - video, social media, the web - and being responsible for producing our own content. In the future, we may not even be issuing news releases because they don't get used except in rare cases of emergencies. We may be posting in a newsroom format on the web – and taking smaller portions of that on twitter and Facebook, which means a greater reliance on using the services of KPAS and doing it on a daily basis.

George: That means you are going to grow over the next 5 years. The content is not news; it is the city position on matters. Many on the Council will challenge that saying that it is basically announcements. Likely we hear from independent producers who have different no vested interest in other sides.

William: KPAS content is the City view.

Keri: A government station needs to be able to produce the City position.

George: It is a difficult balance of fair and reasonable content. The City will put out their statements on what is best for the City. Fair and Balanced.

Gail: We have community producers who can produce whatever they want. Should we be defining the different percentage of content?

Keri: We have Arroyo Channel for that – it is a purely free speech channel, which provides tools and training. The Arroyo Channel is simply a facilitator and a conduit for that free speech. We have all types of shows - spiritual, empowerment, cooking, entertainment, news focused, tech programming, we run the gamut. It is 100% produced by community producers. Ability First as a public service for PCM.

Yuni: what about the Doo Dah Parade?

Keri: Sometimes we support community producers. Doo Dah has always been Arroyo, I think.

Keri: The Black History parade is a collaboration with KPAS.

William: Sometimes we make a decision that it's appropriate to air on both channels.

George: What about PCC?

Keri: We don't have as many shared resources with PCC. Once they got their own equipment, they no longer needed PCAC as much.

George: They have their own equipment. I'm not suggesting further control; I'm suggesting collaboration.

William: The City has a collaborative work plan. There is one between the Council and PUSD Board. This is an increasing emphasis because the City wants more collaboration.

Gail: So we have the Arroyo channel in terms of program services. Pasadena media has staff and facilities. And those are used for all of these different things.

Keri: Correct. The big caveat is that the City is now putting a more substantial request on our services. The City has asked us to reevaluate our existing resources to help provide more content for the City departments and the City at large. We will continue to charge back to the City.

Gail: What percentage of staff time is allocated towards that and all the other kinds of activities.

Keri: We have allocated more staff time to assist with production to help improve content quality, and to provide hands on help with the transition. We have done that for a period of about 2 years.

Gail: So the first year was in learning how to use the equipment. The second year was used to help the producers, and in the third year, the producers now use the facilities and equipment on their own.

Keri: During a regular workweek, we have 3 staff members that are assigned to productions. As of July 1<sup>st</sup>, only one staff will be provided as tech support. The other two will focus on field productions and training, etc. Before, there were three people, now there will be only 1 person to help with Arroyo studio productions. Producers have to work off of volunteer hours. Tech Tuesdays became problematic due to the type of content, and the large number of producers who wanted to use Super Tuesdays.

Gail: There were producers who were used to having staff help now they don't. They got comfortable and used to certain things.

George: How do we communicate what we do? Newsletter? Messaging?

Gail: This is important in framing the context - where we are, how it's been, where we go in the future.

Keri: How do you make a determination on what you cover in the community? How do you work with the City in covering the City Council? KPAS is a channel that covers City events more and speaks about good things happening in the city. It's a marketing tool. We need to know from William how he makes those decisions. Basically, if it's positive towards the city, we want it on KPAS, they want to reflect the positive things on KPAS. But, some producer could do the counterpoint on the Arroyo channel.

George: You are a city employee, what we want is the appropriate information coming out of the city. Is it fair and balanced?

William: The City strives to be transparent in all that it does. The overwhelming work that the City does is considered to be public information.

Yuni: What do you think about the police report? How can you say that it is transparent?

William: The City has wanted to release that report. We do not cover for the police union. The City is having to defend it's position of not wanting to release that report. We're at odds and stuck between media, union, and City. There's public comment on KPAS as part of Council meetings that get broadcast live. Arroyo channel is for free speech issues.

George: What if the City is able to have more resources and can support more services from PCAC?

William: Government public meetings, debates, those were all free speech, and there was public comment on those meetings. The City takes opportunities to use the KPAS station and will use it even more. This will probably happen quicker than the 3-5 year timeline.

## BOARD ROLES AND RESPONSIBILITIES

George: The outgoing board chair will read the mission statement.

Gail: This came from the municipal code and the second part came from the bylaws.

George: I would come up with a better mission statement.

Gail: The Municipal code and the bylaws really tell us what we are supposed to do. We will take turns reading the City Municipal Code. (Board members read the Municipal Code.)

Gail: Here's my assignment for you. We have work to do in terms of our vision and the topics for discussion. If you have some informal conversation around these, that would be really helpful. What could the future be? What are the possibilities? We know that there are some changes that are going to be occurring. What are the driving forces? We need to create a vision, establish some concrete goals, and set some time frames. We will recess for lunch (12:18 p.m.).

Prepared by: Beth Leyden, Secretary and PUSD Representative  
Reviewed by: Keri Stokstad, Executive Director

## Strategic Planning Part II, Resume at 1:15 p.m.

Gail: I will create some context for us. We are inventing the future – what are the driving forces that affect our future?

Keri: We are receiving demands that are more relevant if shorter (3-5 minute). People would rather have a short of that event that day than a full or long program of the event. KPAS also wants the same. Producers want to have shows immediately available on line and on demand. It is imperative that this is implemented, but we have cost prohibited technology at this time.

George: What's our pace? It's been kinda hyperspeed/hectic as in last minute. Now with the strategic plan, now with everybody in place, we can start being more methodic. The pace will be more fluid.

Keri: Our focus will be more about preparation and planning.

Howie: Speed is gonna increase. That's where everybody wants to go.

William: Here's the Big Idea - we need to be more responsive, quicker, faster-paced turn around. It just has to be very quick.

Gail: So we need to be an agile leader. Agility. We need to practice agile leadership. Do we have work groups so we can be more agile as a board?

Yuni: Speed is something that we need to have otherwise we are just behind the ball.

George: Speed is great, agility, nimbleness is great, but it sometimes translates into more money.

William: If this is a main priority, we have to go back to City council and have an adjustment on budget in order to meet that goal of expectations of the City and community.

Gail: We had a speaker who talked about fighter pilots and planes; the plane that they fly has a minimum amount of structure, it needs to have a reliable and cohesive structure, but also flexibility and an "ooda loop" decision-making process. With respect to the time it takes to make decisions, the smaller the ooda loop, the faster the ooda loop functions. You need a reliable plane with a pilot who makes adjustments.

Convenience: Howie: It's nice but it's not a priority. Gail: What about on demand for content? People demand that. William: It's very cost prohibitive. There's a bricks and mortars convenience and a technology convenience.

Age Waves: How should we be thinking of all the different generations and their needs? Howie: We shouldn't. It's outside of our scope. We should supply the same to everyone and not cater to any particular generation or group. Yuni: With PUSD/College, pretty much we are covering all of the generations. Tom: By operating a cable channel, you don't say you are excluding a large part of the population. Gail: We need to be aware of how we continue to change and develop and provide all the services every generation wants. Keri: We have the Senior Center (and Mercy Santoro) – Pasadena has a senior population that doesn't have a lot of services. Keri has experience with senior center television – it is something to keep in mind, maybe in our 5 year goal. How do we make sure we are speaking to the large group of our retired and retiring community and how do we want to be a part of that?

Gail: Look down the list and speak to those items that you think are important. Howie: Social Media is right up there at the top. It is the number one challenge in terms of staying relevant. George: I would like to see Pasadena Media be as nimble as William with his Facebook/twitter/etc. Keri: I had a comment from a producer – why are we stopping content from producers? Content has to air on the channel first. In Massachusetts, Comcast gave them an HD channel. William: Isn't your Pasadena Media YouTube site a channel? Keri: Yes. If producers are posting to the Arroyo Channel, it is a channel, but we encourage producers to post to their own channels. Tim: How are we training producers? Keri: Both, in studio operations and then on new tools to bring in Skype calls for your studio production, and the ability to send out your program live via YouTube. It is all part of the training - Pre production, production, and

post-production. We offer advanced courses in social media, Facebook, twitter. Tom: Is social media even relative to the board? None of the items on this list is how to run a channel, or how to schedule a channel. What is our strategic plan here? Seems like a lot of stuff on the table. George: These [on the list] are generic questions that Gail uses with all sorts of people. Tim: We know that there are other technologies coming, we have to be in a position to support whatever distribution platforms are available. (ie currently, Facebook/Twitter). The fear is that we invest too many resources in technology but by the time we are proficient and can teach someone how to use it, it will change. George: Let's just be consistent. Tim: World-class customer service, who are our customers? How are we going to serve our customers through digital media? What I am saying is that there is wonderful work happening in our studio, with an infinite number of distribution platform but people do not know what it is. Tom: There is a lot of content that is irrelevant to other people. I only check in with Arroyo channel because of my affiliation with this board. (His customer is Margaret McAustin.) Everybody may have a different idea of who their customers are. It is the city of Pasadena. With 60% of our producers coming from other places, are we serving our customers? We need to give our Executive Director guidance of what to expect. Gail: Today, we can't make any decisions. We can only identify what our collective priorities are and then talk about how we are going to move forward on our priorities. We were going to have a working lunch but we need to get to our priorities. William: I thought that the discussion we just had was very good. There is a need for the Board to empower the Executive Director and for the organization to better define our priorities. Today's meeting is for establishing our priorities. Howie: I think, in the end, our customer is Pasadena Media. Well, we don't know how to watch it. George: Watch it. Well how do I get there? I'm on there, but how do I get there? And how do we get other content from other organizations?

Gail: Our work does not stop today. George got rid of committees, but we would like to see some work groups that come out of this. I think we should have work groups with quick timelines and work based on research that report back to the Board at large.

George: Keri are we in alignment? Keri: Yes.

Possible Work Groups:

- Community Engagement
- The Future of "Community Access (3-5 years from now)
- Fund Development
- Organizational and Operational Structure of Pasadena Media
- Training and Job Creation

Gail: We have two choices. 4 work groups that can step up and move this forward, or we could have 6 different work groups.

George: The president has authority to create an ad hoc committee of up to 5. It would be simpler to create an ad hoc committee. That committee will present their information to Keri in September/October.

Howie: We really need to be a little sharper on what those groups would be doing. We need a document of what we did today, that could be presented at a future meeting.

Gail: This is our roadmap for going forward.

George creates the **Strategic Planning Ad Hoc Committee** to "cattle prod" this forward (AKA the "Cattle Prod Club"). The members are:

Hoyt Hilsman (District 6)

William Boyer (City Manager's Office Representative, KPAS Channel Manager)

Yuni Parada (District 5)

Gail Schaper-Gordon (Mayor's Representative)

The Strategic Planning Ad Hoc Committee will create a work product and provide an update for the Board's October Meeting.

Prepared by: Beth Leyden, Secretary and PUSD Representative  
Reviewed by: Keri Stokstad, Executive Director

For those who are interested in this, please attend the Alliance for Community Media session.

George: Let me thank all of you. I know Hoyt would have been here. Bob Miller is in kind of a transition right now, our hearts go out to him. Let me thank Gail. Thank your husband for the historical perspective. And, of course, Javan. Thanks Keri. All of this is through her leadership. I'm confident, with a great location and a great team (very professional), that you're the right person for the next 5 years.

#### **IV. OLD BUSINESS**

- **FY 16 BOARD OFFICER NOMINATIONS – INFORMATION ITEM**

- Keri presented information on the process of Board Officer nominations. Board members either have received or will receive a call for nominations. For the process, per the municipal code, at the first meeting in July, the members shall elect the positions. Keri will get the information to the Secretary (Beth) to present at the next meeting. Every year everybody has to be reelected. Please have the nominations back to Keri by July 1<sup>st</sup> by 5pm. The Board will elect the new officers at the July meeting.

#### **V. ADJOURNMENT**

**MOTION:** *Yuni Parada motioned to adjourn. All in favor. This special meeting was adjourned at 3:14 p.m.*