



From: Broadcasting Board of Governors  
Date: December 18, 2013  
Subject: **Minutes of the BBG Meeting of December 18, 2013**

The Broadcasting Board of Governors (BBG) met today at BBG Headquarters in Washington, D.C. The meeting was attended by members of the public and was also open for public observation via streaming on the BBG website.

The meeting was attended by the following Board members:

Chairman Jeffrey Shell  
Governor Matthew Armstrong  
Governor Ryan Crocker  
Governor Susan McCue  
Governor Michael Meehan  
Governor Kenneth Weinstein  
Assistant Secretary of State for Public Affairs Douglas Frantz

Other persons in attendance are listed at the end of these minutes.

The agenda of the meeting is set forth in Attachment 1.

The Chairman called the meeting to order and noted that the meeting was being held in compliance with the Government in the Sunshine Act and streamed live over the Internet at the BBG website.

Chairman Shell noted the presence of five or more Governors satisfies the Board's quorum requirement, and that the Board may conduct business based on majority vote, a quorum being present.

The Chairman said that the Board had envisioned its primary functions as follows: 1) To prescribe governance; 2) to provide oversight; and 3) to set strategic directions. He added that, while the Board had focused its attention on governance in the past, today's meeting represents the debut of the new format, focusing more on providing oversight and strategic direction. He noted that this new format may evolve over time, but today, the meeting will begin with an in-depth review of Voice of America (VOA), followed by a panel discussion featuring Reed Hastings, Chief Executive Officer (CEO) of Netflix.

Chairman Shell highlighted threats to BBG journalists in recent months: (1) In November, Radio Free Asia's young reporter, Moe Thu Aung, passed away after he was severely injured in a traffic

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accident while on assignment; (2) On November 30, Elyas Dayee, an Radio Free Europe/Radio Liberty (RFE/RL) Afghan Service correspondent was detained for three hours by security forces on the order of the local governor in Helmand Province in Afghanistan because of a live report he made on a suicide bombing; and (3) Over the last few months, RFE/RL was targeted by cyber attacks.

The Chairman reported that while China, Cuba, Iran and other countries continue to keep their citizens from accessing news from our networks, BBG has innovated to keep news accessible using tools ranging from satellite transmissions to paper flash drives. This innovative spirit, coupled with high-quality, reliable news and information programming, has made it possible to grow BBG's global reach to an unprecedented level. BBG programming now reaches a weekly audience of more than 206 million people.

Turning to BBG business, Chairman Shell described two items on the consent agenda for the Board's consideration: (1) Draft minutes of October 23 Board meeting, and (2) a set of amended BBG By-Laws reflecting changes adopted by the Board and the proposed technical amendments to conform with the approved amendments. There being no comments, Governor Crocker made a motion to adopt the consent agenda. Governor Armstrong seconded. The Board voted unanimously to adopt the consent agenda.

The Chairman said that, with the departure of Dick Lobo and given the vacant IBB Director position, the Board would like to propose a resolution to create an interim management structure to manage the day-to-day operations of the Agency until such time as a Chief Executive Officer (CEO) of U.S. international broadcasting (USIB) is selected. He stated that the process of identifying and hiring a CEO will take some time, and that the Board was not willing to wait to make needed reforms. He announced the interim leadership structure: Andre Mendes who will serve as Director of Global Operations; Suzie Carroll who will serve as Director of Global Communications; and Robert Bole, who will serve as Director of Global Strategy.

In addition, Governor Matt Armstrong will be designated as the Board's management liaison and work closely with this team. The Chairman stated that this interim team has been challenged by the Board to make improvements in advance of the arrival of a CEO.

The Chairman explained that a reprogramming notification will be submitted to the relevant Congressional oversight committees. He expressed his belief that the interim leadership team would be in place on/about January 6, 2014. Upon the Chairman's call for a Board vote, Governor McCue made a motion to adopt the resolution. Governor Crocker seconded. The Board voted unanimously to adopt the resolution.

The Chairman noted that, for more than 15 years, Jeffrey Trimble has served with distinction and success, as an editorial executive, manager and senior official in a variety of roles in U.S. international broadcasting – including as acting President of RFE/RL for a year and half, as BBG Executive Director for nearly four years, and as IBB Deputy Director for the last year. Chairman Shell noted that the Board was considering a number of options but plans to announce an important new role for Mr. Trimble in the near future.

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In accordance with the Board's prior protocol for allowing members of the public to speak at meetings, the Chairman invited Ann Noonan, Executive Director of Committee for U.S. International Broadcasting, to address the Board for three minutes.

The Board took a short recess and reconvened in Studio 47 in the Cohen Building for an overview of VOA presented by VOA Director David Ensor. Upon conclusion, the Board took a brief recess and reconvened in the BBG-IBB Conference Room in the Cohen Building for a panel discussion on the transition of international media organizations in the digital age, which included a conversation between Chairman Shell and Netflix CEO Reed Hastings and a discussion moderated by Mr. Bole and participation by the following panelists: Reed Hastings, CEO of Netflix; Tom Cochran, Chief Technology Officer of Atlantic Media; and Macon Phillips, Coordinator for the Bureau of International Information Programs of the U.S. Department of State.

There being no other business, the Chairman adjourned the meeting.

The Broadcasting Board of Governors agreed to the following decision elements (all decisions were adopted by a unanimous vote unless otherwise indicated):

1. Adoption of Minutes of October 23, 2013 Meeting. The Board adopted the minutes of the October 23, 2013 meeting of the plenary Board as set forth in Attachment 2.
2. Amended BBG By-Laws. The Board adopted the full set of amended By-Laws reflecting changes previously adopted by the Board and proposed technical amendments as set forth in Attachment 3.
3. Resolution to Create an Interim Agency Management Structure. The Board adopted the resolution, as amended, to create an interim management structure as set forth in Attachment 4.

Other Attendees:

The following persons were also present during all or part of the meeting: International Broadcasting Bureau (IBB) Deputy Director Jeffrey Trimble, Chief of Staff Marie Lennon, Executive Director Suzie Carroll, General Counsel and Board Secretary Paul Kollmer-Dorsey, Chief Financial Officer Leslie Hyland, Director of Communications & External Affairs Lynne Weil, Director of Board Operations Oanh Tran, Director of Strategy and Development Bruce Sherman, Director of Public Affairs Letitia King, Public Affairs Specialist Anastasia Kolobrodova, Writer-Editor (Multimedia) Laurie Moy, and Assistant General Counsel (Fiscal & Policy) David Kligerman; IBB Director of Performance Review Kelu Chao; IBB Director of the Office of Technology, Services and Innovation Andre Mendes; IBB Director of Innovation Robert Bole; IBB Associate Director for Program Support Gary Thatcher; IBB Director of Marketing Doug Boynton; IBB Regional Marketing Officer for West and Central Africa Joyce Ngho; IBB Regional Marketing Officer for East & Southern Africa Paula Caffey; IBB Regional Marketing Officer for East and Southeast Asia Birgit Berg; IBB Regional Marketing Officer for

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Latin America Oscar Barcelo; IBB Regional Marketing Officer for Eurasia Adam Gartner; David Ensor, Director of the Voice of America (VOA); Carlos Garcia-Perez, Director of the Office of Cuba Broadcasting; Kevin Klose, President of Radio Free Europe/Radio Liberty (RFE/RL); Brian Conniff, President of the Middle East Broadcasting Networks (MBN); Libby Liu, President of Radio Free Asia (RFA); Rebecca McMnamin, VOA Acting Associate Director for Language Programming; Benjamin Herman, RFE/RL Deputy General Counsel; Christine Fetzko, RFE/RL Director of Corporate Strategy and Operations; Bernadette Burns, RFA General Counsel; Dan Sreebny, Senior Advisor for BBG, Office of the Under Secretary for Public Diplomacy & Public Affairs; and Brett P. Bruen, Director of Global Engagement, National Security Council.

Approved:

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Jeffrey Shell  
Chairman

Witnessed:

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Paul Kollmer-Dorsey  
Secretary

Attachments:

1. Agenda for December 18, 2013 Meeting
2. Minutes of October 23, 2013 Meeting
3. Amended BBG By-Laws
4. Resolution to Create an Interim Management Structure

# Minutes of December 18, 2013 Meeting

ATTACHMENT 1

## BROADCASTING BOARD OF GOVERNORS December 2013 Meeting Agenda

Wednesday, December 18

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### **8:30 - 12:30 Broadcasting Board of Governors' Open Meeting (BBG-IBB Conference Room)**

Chairman's Remarks

A. Consent Agenda

- Minutes of October 23, 2013 Meeting
- Amended BBG By-Laws

B. Discussion Item:

C. Interim Structure for the Leadership of International Broadcasting Bureau

D. Public Comments

**9:00 Break**

**9:15 - 10:45 BBG Open Meeting Continued (Studio 47)**

E. VOA Overview

**10:45 Break**

**11:00 – 12:30 BBG Open Meeting Continued (BBG-IBB Conference Room)**

F. Panel on Technology – Keynote, Panel, Q&A

G. Other Items for Consideration at Next Board Meeting

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### ATTACHMENT 2

From: Broadcasting Board of Governors  
Date: October 23, 2013  
Subject: **Minutes of the BBG Meeting of October 23, 2013**

The Broadcasting Board of Governors (BBG) met today at BBG Headquarters in Washington, D.C. The meeting was attended by members of the public and was also open for public observation via streaming on the BBG website.

The meeting was attended by the following Board members:

Chairman Jeffrey Shell  
Governor Matthew Armstrong  
Governor Ryan Crocker  
Governor Susan McCue  
Governor Michael Meehan  
Governor Kenneth Weinstein  
Assistant Secretary of State for Public Affairs Douglas Frantz

Other persons in attendance are listed at the end of these minutes.

The agenda of the meeting is set forth in Attachment 1.

The Chairman called the meeting to order and noted that the meeting was being held in compliance with the Government in the Sunshine Act and streamed live over the Internet at the BBG website.

The Chairman welcomed Governor Kenneth Weinstein, who was sworn into office on October 18. At the Chairman's invitation, Governor Weinstein briefly introduced himself.

Chairman Shell also welcomed Assistant Secretary of State for Public Affairs Douglas Frantz, who represented Secretary of State John Kerry at the meeting. Mr. Frantz introduced himself and noted the recent nomination of Richard Stengel as Under Secretary of Public Diplomacy and Public Affairs, who will represent the Secretary of State on the Board following Senate confirmation. He said that both Secretary Kerry and Mr. Stengel recognize the vital importance of United States international broadcasting (USIB).

The Chairman said a few words about the partial government shutdown, which lasted 16 days. He noted that about 40% of the agency's federal workforce was furloughed during the government shutdown on October first. On behalf of the Board, the Chairman expressed deep regrets for the hardships faced by those employees who had to be furloughed or were otherwise affected by these

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events. He thanked all employees who were involved in the planning for the government shutdown and those who remained at work to continue to keep BBG operating, producing and distributing news and information programming for target foreign audience, which the Board determined to be foreign relations activities essential to national security. He also thanked the Office of the Chief Financial Officer for extraordinary efforts in the submission of the agency's budget for Fiscal Year (FY) 2015, the closing out of the FY 2013 budget, and management of the government shutdown, including the processing of related payroll transactions.

On behalf of the Board, Chairman Shell expressed condolences to the families and colleagues of two distinguished employees of the BBG who recently passed away—Jack Payton of the Voice of America (VOA) and Dave Strawman of the International Broadcasting Bureau (IBB). At the Chairman's invitation, VOA Director David Ensor and IBB Director of the Office of Technology, Services and Innovation Andre Mendes separately paid tributes to Mr. Payton and Mr. Strawman, respectively, by describing their major accomplishments.

The Chairman highlighted threats to BBG journalists in recent months: (1) In Iran, VOA and Radio Farda journalists and their families continued to be harassed; specifically, Mr. Arash Sigarchi, an award-winning former activist and political prisoner and a journalist for VOA's Persian Service, was pressured to resign from VOA through the harassment of his parents who were interrogated by Iranian officials; (2) In September, RFE/RL and VOA Azerbaijani broadcasts were targeted by Azerbaijan's ruling political party and state media with spurious complaints of illegal electioneering as attempts to intimidate the independent press and to control coverage of the elections; (3) In Afghanistan, security guards attacked and beat Radio Free Afghanistan reporter Shapoor Saber and VOA reporter Khalil Noorzaie on September 15, when the two of them arrived to cover an election commission event in Herat province; (4) On September 18, Orken Zhoyamergen, an Astana-based correspondent for RFE/RL's Kazakh Service was detained and then released by local police while covering a public protest in front of the prosecutor general's offices; (5) On September 14, Aleh Hruzdilovich, a veteran Minsk-based correspondent for RFE/RL's Belarus Service, was detained and then released by police while attempting to cover a public vigil to mourn a young man who died in jail under suspicious circumstances; and (6) On September 20, police arrested, interrogated, beat, and then released three journalists in Angola for interviewing a group of anti-government demonstrators, which included Coque Mukuta, a VOA correspondent. Finally, Chairman Shell reported that there was still no word on the whereabouts or well-being of Mr. Bashar Fahmi, a correspondent for Alhurra TV, who disappeared in Syria in August 2012. He asked that anyone with information about Mr. Fahmi to step forward immediately and called for the immediate release of Mr. Fahmi, as well as the other journalists being held incommunicado in Syria.

Chairman Shell noted the presence of five or more governors satisfies the Board's quorum requirement, and that the Board may conduct business based on majority vote, a quorum being present. He further noted that the Board had unanimously approved the use of a consent agenda to streamline Board meetings and expedite the process of adopting routine and non-controversial matters that require Board action by considering items of business as a group and deciding them with a single motion and vote, rather than calling for multiple separate votes. He added that this would allow the Board more time to set strategic directions for the organization. To give an

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example, he said that today's meeting was supposed to include a VOA overview and a panel discussion on technology, but due to partial government shutdown, these segments have been postponed until the Board meeting on December 18.

Chairman Shell noted that the use of a consent agenda was one of the recommendations made by the Office of the Inspector General from the January 2013 inspection report. He then described how the consent agenda works, including the requirement of producing briefing materials well in advance of the Board meeting. To that end, the Chairman briefly described each of the seven items on the consent agenda for the Board's consideration.

The Chairman noted, following consultations with other Board members, he had decided to remove two items from the consent agenda to propose some amendments to them. The Chairman proposed that following Board action on the amendments, the two items would be added to the consent agenda for a single vote.

On the resolution to reform the Board's Committee Structure, Chairman Shell proposed the following amendments: (1) the addition of Michael Meehan and Kenneth Weinstein as members; (2) the deletion of the sentence, "Subject to the applicable limitations...review such other issues as may be directed from time to time by the plenary Board;" (3) the renaming from Executive to Advisory Committee; (4) the deletion of the phrase under Purpose of the Terms of Reference, "acting on the Board's behalf when the Board is not convened;" and (5) the deletion of the phrase under Committee Mandate of the Terms of Reference, "may act on behalf of the plenary Board between plenary Board's regular scheduled meetings." The Board voted unanimously to approve the aforementioned amendments.

On the resolution to establish a Special Committee on the creation of a Chief Executive Officer (CEO) of USIB, Chairman Shell clarified that this Committee primarily would procure the services of a search firm in order to identify potential candidates.

On the resolution to establish a Special Committee on the future of shortwave (SW) radio broadcasting, the Chairman proposed an amendment to add Kenneth Weinstein as a member of the SW Committee. The Board voted unanimously to approve this amendment.

Finally, on the resolution to adopt a Board travel policy, the Chairman proposed an amendment to add "and/or staff" after Governor(s) in item five of the policy. The Board voted unanimously to approve this amendment.

Governor Meehan expressed his enthusiastic approval for the establishment of a CEO Committee and the commencement of a search for a suitable candidate for CEO of USIB. He reminded the Governors of the extensive work that had been done since the Board decision in January 2012, including the consideration of the IBB Director's plan to create a CEO under existing legislation as well as the initiatives to pursue legislation to create a CEO led by Governor McCue and now by other Executive and Legislative Branch stakeholders. Governor Crocker acknowledged and thanked Governors McCue and Meehan for their previous involvement in those initiatives associated with the creation of a CEO position.

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Following the Governors' comments, Chairman Shell made a motion to adopt the consent agenda. Governor Meehan seconded. The Board voted unanimously to adopt the consent agenda.

The Chairman said that, while the Board would like to do as much of its business in the open, there was a closed meeting this morning in order to approve the appointment of the General Counsel. He announced the Board's approval of Paul Kollmer-Dorsey as BBG General Counsel and noted that a transcript will be published on the BBG website in accordance with the protocol adopted by the Board.

At the Chairman's invitation, IBB Director Dick Lobo updated the Board on activities related to the government shutdown, including the percentage of employees that were furloughed by offices, the internal communications related to the partial shutdown of agency operations, and the coordination with the BBG-sponsored grantees to ensure continuation of core broadcasting activities during the shutdown. In closing, Mr. Lobo announced his plans to retire at the end of November, thanked the staff, in particular IBB Deputy Director Jeff Trimble and IBB Chief of Staff Marie Lennon, for their support throughout his tenure, and submitted for the record a copy of his letter of resignation to the President as set forth in Attachment 9.

Chairman Shell praised Mr. Lobo for his leadership of more than three years. He commented that Mr. Lobo was instrumental in pursuing a number of reforms leading to the search for a CEO of USIB. He stated that the Board would be considering an interim structure with respect to agency leadership until a CEO is in place or when the President appoints a new IBB Director. There followed comments from the Governors thanking Mr. Lobo for his service.

The Chairman invited members of the public in attendance at the meeting to address the Board. The following members of the public addressed the Board at the meeting:

- Ann Noonan, Executive Director of Committee for U.S. International Broadcasting (CUSIB)
- Greg Burns, President of American Federation of State, County, and Municipal Employees (AFSCME), Local 1418

Chairman Shell announced that he plans to hold an all-hands meeting with all employees on November 18. He invited other Governors and noted that the all-hands meeting will include a presentation of the David Burke Distinguished Journalism Awards.

In closing, Governor Crocker noted that, thirty years ago, on October 23, 1983, suicide bombers drove a truck into the U.S. Marine barracks in Beirut Lebanon, killing 241 American servicemen. Governor Crocker asked the attendees to remember this event as it highlights the importance of continued American engagement in the world and the ongoing importance of the BBG's broadcasting activities.

There being no other business, the Chairman adjourned the meeting.

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The Broadcasting Board of Governors agreed to the following decision elements (all decisions were adopted by a unanimous vote unless otherwise indicated):

1. Adoption of Minutes of August 21, 2013 Meeting. The Board adopted the minutes of the August 21, 2013 meeting of the plenary Board as set forth in Attachment 2.
2. Resolution Proposing BBG Meeting Dates in 2014. The Board adopted a resolution proposing BBG meetings dates in 2014 as set forth in Attachment 3.
3. Resolution to Reform the Board's Committee Structure. Governor McCue made a motion to adopt the amendments for the resolution to reform the Board's Committee Structure. Governor Meehan seconded. The resolution, as amended, was unanimously adopted by the Board and is set forth in Attachment 4.
4. Resolution Establishing a Special Committee on CEO. The Board adopted a resolution to establish a Special Committee on the creation of a Chief Executive Officer of United States international broadcasting as set forth in Attachment 5.
5. Resolution Establishing a Special Committee on Shortwave. Governor Armstrong made a motion to adopt the amendment for the resolution to establish a Special Committee on the future of shortwave radio broadcasting. Governor Crocker seconded. The resolution, as amended, was unanimously adopted by the Board and is set forth in Attachment 6.
6. Resolution Regarding the Boards of Directors of BBG-Funded Grantees. The Board adopted a resolution regarding the Boards of Directors of BBG-funded grantees as set forth in Attachment 7:
7. Resolution Adopting a Board Travel Policy. Governor Weinstein made a motion to adopt the amendment for the resolution adopting a Board travel policy. Governor Crocker seconded. The resolution, as amended, was unanimously adopted by the Board and is set forth in Attachment 8.

### Other Attendees:

The following persons were also present during all or part of the meeting: International Broadcasting Bureau (IBB) Director Richard Lobo, IBB Deputy Director Jeffrey Trimble, Chief of Staff Marie Lennon, Executive Director Suzie Carroll, General Counsel and Board Secretary Paul Kollmer-Dorsey, Chief Financial Officer Leslie Hyland, Director of Communications & External Affairs Lynne Weil, Director of Board Operations Oanh Tran, Director of Strategy and Development Bruce Sherman, Director of Public Affairs Letitia King, Board Operations and Policy Adviser Ashley Lancaster, Public Affairs Specialist Anastasia Kolobrodova, and Executive Assistant to the IBB Director Douglas Schuette; IBB Director of Performance Review Kelu Chao; IBB Director of the Office of Technology, Services and Innovation Andre Mendes; David Ensor, Director of the Voice of America (VOA); Carlos Garcia-Perez, Director of the

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Office of Cuba Broadcasting via teleconference; Kevin Klose, President of Radio Free Europe/Radio Liberty (RFE/RL) via teleconference; Brian Conniff, President of the Middle East Broadcasting Networks (MBN); Libby Liu, President of Radio Free Asia (RFA); Barbara Brady, VOA Chief of Staff; Rebecca McMenamin, VOA Acting Associate Director for Language Programming; Benjamin Herman, RFE/RL Deputy General Counsel; John Giambalvo, RFE/RL Chief Financial Officer; Bernadette Burns, RFA General Counsel; Richard Smith, RFA Treasurer; Anne Noble, MBN General Counsel; William Clancy, MBN Chief Financial Officer; Dan Sreebny, Senior Advisor for BBG, Office of the Under Secretary for Public Diplomacy & Public Affairs; and Robert Torres, Coordinator for International Broadcasting, Office of Inspector General.

Approved:

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Jeffrey Shell  
Chairman

Witnessed:

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Paul Kollmer-Dorsey  
Secretary

Attachments:

1. Agenda for October 23, 2013 Meeting
2. Minutes of August 21, 2013 Meeting
3. Resolution Proposing BBG Meeting Dates in 2014
4. Resolution to Reform the Board's Committee Structure
5. Resolution Establishing a Special Committee on CEO
6. Resolution Establishing a Special Committee on Shortwave
7. Resolution Regarding the Boards of Directors of BBG-Funded Grantees
8. Resolution Adopting a Board Travel Policy
9. Resignation Letter from IBB Director to the President

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ATTACHMENT 3

## BROADCASTING BOARD OF GOVERNORS By-Laws of the Broadcasting Board of Governors

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### *Section 1. Promulgation*

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#### **1.01 STATUTE**

These By-Laws have been adopted by the Broadcasting Board of Governors to govern the conduct of the Broadcasting Board of Governors business pursuant to the United States International Broadcasting Act of 1994, as amended (22 U.S.C. §6201, et seq.), which act as so amended is hereinafter referred to as the “Statute.” These By-Laws are in all respects subject to the provisions of the Statute and shall be interpreted accordingly.

#### **1.02 AMENDMENT**

These By-Laws may be amended at any meeting of the Broadcasting Board of Governors by a majority vote of the Governors present (upon a quorum of five (5) Governors being present), provided that the proposed amendments have been mailed to each member of the Broadcasting Board of Governors not later than ten (10) days prior to such meeting.

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### *Section 2. Board of Governors*

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#### **2.01 POWERS AND COMPOSITION**

The governing body of United States government-sponsored international broadcasting is the Broadcasting Board of Governors, as specified in the Statute. The Board shall consist of nine (9) members. Exclusive of the Secretary of State, not more than four (4) of the members of the Board appointed by the President shall be of the same political party. (22 U.S.C. §6203(b)). The Board is solely empowered and responsible for setting the tone and direction of United States international broadcasting strategy and for exercising the non-delegable authorities of the Agency as set forth in the Statute.

#### **2.02 AUTHORITIES**

The Board shall have the authorities specified in 22 U.S.C. §6204(a)(1)-(18) for the purpose of carrying out its responsibilities for United States international broadcasting.

#### **2.03 APPOINTMENT**

Members of the Broadcasting Board of Governors are appointed in the manner specified by the Statute. In addition to the Secretary of State, eight (8) voting members are appointed by the President, by and with the advice and consent of the Senate. The President shall appoint one member (other than the Secretary of State) as the Chair of the Board, subject to the advice and consent of the Senate.

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### 2.04 TERM OF OFFICE

Governors shall serve such terms, and vacancies on the Broadcasting Board of Governors shall be filled, as specified in the Statute. The term of office of each member of the Board shall be three (3) years, except that the Secretary of State shall remain a member of the Board during his or her term of service. The President shall appoint, by and with the advice and consent of the Senate, Board members to fill vacancies occurring prior to the expiration of a term, in which case the members so appointed shall serve for the remainder of such term. Any member whose term has expired may serve until a successor has been appointed and qualified. When there is no Secretary of State, the Acting Secretary of State shall serve as a member of the Board until the Secretary of State is appointed. (22 U.S.C. §6203(c)).

### 2.05 SELECTION OF BOARD

Members of the Board appointed by the President shall be citizens of the United States who are not regular full-time employees of the United States Government. Such members shall be selected by the President from among Americans distinguished in the fields of mass communications, print, broadcast media, or foreign affairs. (22 U.S.C. §6203(d)).

### 2.06 DECISIONS

Decisions of the Board shall be made by majority vote, a quorum being present. (22 U.S.C. §6203(f)).

### 2.07 QUORUM

At any meeting of the Board of Governors, five (5) members constitute a quorum (22 U.S.C. §6203(f)), but in the absence of a quorum a lesser number may adjourn the meeting.

### 2.08 MEETINGS

The Board of Governors shall hold regular and special meetings at such times and places as the Board of Governors may from time to time determine.

In its regular meetings, as head of the federal agency, the Board will endeavor to focus on issues of strategic concern for United States international broadcasting. The Board will establish a schedule of meetings and meeting venues for a full calendar year as soon as practicable after the start of each new fiscal year. In establishing a meeting schedule, the Board should assess the days of the week and venues that are deemed optimal by a majority of the Governors.

### 2.09 SPECIAL MEETINGS

A special meeting of the Board of Governors may be called on request of any four (4) members of the Board of Governors or the Chair on not less than forty-eight (48) hours written notice.

## **Minutes of December 18, 2013 Meeting**

### **2.10 NOTICE OF MEETINGS**

Notice of regular meetings of the Broadcasting Board of Governors for the following calendar year shall be given in writing to each Governor by November of the current year. Notices of special meetings shall be given to each Governor at least ten (10) days prior to such meetings, except in urgent circumstances.

### **2.11 AGENDAS**

Where practicable, agendas for regular meetings shall be developed beginning thirty (30) days prior to each meeting and distributed electronically to each Governor at least fourteen (14) days prior to each meeting. The Director of the International Broadcasting Bureau (IBB Director) shall propose agenda items for plenary Board meetings to the Chair based on discussions with individual Governors. Individual Governors may designate specific agenda topics and/or resolutions.

The Board shall make use of a consent agenda to adopt items of business that are non-controversial or routine. By using a consent agenda, the Board has consented to the consideration of items of business as a group and will be voted on with a single motion and vote, rather than calling for multiple separate votes. At the Board meeting, the Chairman will ask if any member of the Board wishes to remove an item from the consent agenda for separate consideration, and if so, the Chairman will remove that item for discussion. Alternatively, any member of the Board may request to remove an item from the consent agenda for further consideration by submitting a request to the Chairman prior to the Board meeting. The remainder of the consent agenda may be voted on, omitting the items that have been removed for further consideration.

### **2.12 MINUTES**

A record of decisions of the Board of Governors shall be made available to all members of the Board of Governors as soon as practicable after each meeting. The record of decisions shall include a written summary describing the topics discussed at the meeting and the decisions adopted by the Board and the voting Governors with respect thereto. In addition, closed sessions of the Board shall be recorded and made available in accordance with the requirements of the Government in the Sunshine Act and the Board's protocol for release of materials from closed Board meetings (Appendix 1).

### **2.13 MOTIONS AND VOTING**

All motions must be seconded and adopted by a majority vote. With respect to any other motion or voting procedure on which the Board cannot agree, the Board will refer to Robert's Rules of Order for resolution.

### **2.14 NOTATION VOTING**

When requested by any Governor, any action required or permitted to be taken at a meeting of the Broadcasting Board of Governors may be taken without a meeting if all Governors are notified in writing of the action for which a decision is requested to be taken and five (5) or more Governors vote to approve the action by responding affirmatively to an electronic ballot distributed to each Governor. The ballot shall set

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forth the proposed action(s) and provide an opportunity to specify approval or disapproval of each proposed action and a reasonable time within which to return the ballot to the IBB Director, or the Director's designee. Each Governor who wishes to vote must indicate approval or disapproval and return it to the IBB Director within the time specified. Any member of the Board may terminate the balloting and require that the matter be scheduled for a Board meeting, by so indicating on the ballot. The Governors' approval or disapproval of any action by this method shall have the same force and effect as a vote by the Board of Governors at a formal meeting of the Board. All ballots returned to the IBB Director shall be filed with the records of the proceedings of the Board of Governors maintained by the IBB Director.

### **2.15 EMERGENCY MEETINGS**

Upon the occurrence of urgent circumstances, when requested by the Chair, any four (4) Governors may convene an emergency meeting of the Board of Governors upon twenty-four (24) hours notice, including notice by telephonic or electronic communication. The emergency meeting may be conducted in person, telephonically, or by such other means as may be determined by the Chair or a majority of the Board

### **2.16 METHOD OF COMMUNICATION FOR ACTION WITHOUT A MEETING**

Any and all communications to and from Governors seeking or taking action by the Governors without a meeting may be made by hand delivery, by deposit in U.S. mail, by express mail, by electronic facsimile, by electronic mail, or by such other means as may be determined by the Board.

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## *Section 3. Officers*

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### **3.01 CHAIR OF THE BOARD**

The Chair of the Broadcasting Board of Governors is appointed by the President as Chair of the Board, subject to the advice and consent of the Senate. (22 U.S.C. §6203(b)(2)).

Subject to the authority and ongoing direction of the plenary Board, the following authorities are delegated to the Chair:

- Call and preside at all meetings of the Board. The Chair has from time to time requested another Governor to preside at a Board meeting when the Chair has not been able to attend the meeting in person.
- Act as Chair of the Advisory Committee of the Board and appoint special committees of the Board and chairpersons thereof.
- Subject to the authority of the plenary Board, direct the work of the International Broadcasting Bureau, through the IBB Director.
- In consultation with the Advisory Committee, evaluate the performance of the IBB Director, and review the IBB Director's performance evaluations of senior BBG officers. For his evaluation of the IBB Director, the Chair, after consulting the Advisory Committee, shall share and seek approval of the full Board. (Board member or committee Chair requests for specific staff support are channeled

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through the IBB Director as appropriate to assure coordination and efficient use of limited staff resources.).

- Represent the Board in all matters requiring conferences or communications with officers, departments, or agencies of the U.S. Government and foreign governments. This authority may be delegated to other Governors, or to the IBB Director as determined by the Chair.
- Solicit Board approval of decisions by telephone/videoconference in the absence of a regularly scheduled meeting or at the written request of at least four (4) members. When necessary or desirable, the Chair may call a special, telephonic/video meeting of the Board at any time between regularly scheduled meetings upon forty-eight (48) hours notice (except in cases of extreme and unforeseeable urgency).
- Delegate authority to the IBB Director on certain matters not requiring formal action of the Board. (The IBB Director shall be delegated authority to sign documents that request the obligation and/or expenditure of funds necessary to implement programs and activities of the Broadcasting Board of Governors. Such documents include but are not limited to personnel actions, travel authorizations and vouchers, requisitions for supplies and equipment, contracts for services, time and attendance cards, and such other papers as the Chair may designate from time to time. These authorities are redelegable.)
- Approve the Board's meeting agenda as proposed by the IBB Director.
- Authorize any Governor or senior BBG officer to perform a function vested in or delegated to the Chair, to the extent permitted by law.
- Execute on behalf of the Board all instruments in writing which have been authorized by the Board. The IBB Director, or the Director's designee, may assist the Chair in this regard by affixing his signature electronically to routine documents and others that he or she has requested or approved.

### 3.02 DIRECTOR OF THE INTERNATIONAL BROADCASTING BUREAU

The Director of the International Broadcasting Bureau (IBB Director) shall be appointed by the President, by and with the advice and consent of the Senate. (22 U.S.C. 6206(b)). The International Broadcasting Bureau, under the supervision of the IBB Director, operates as an extension of the Board to assist the Board in carrying out the Board's responsibilities for decisions and oversight for all of U.S. international broadcasting. The International Broadcasting Bureau will provide the Board with technical, professional, and administrative support as well as strategic guidance and oversight of Agency programs. The IBB Director shall manage the IBB and has the role and authorities described in Section 7 of these by-laws. The IBB Director's performance in implementing these delegable authorities from the Board should be reviewed on an annual basis.

The IBB Director shall select a Chief Financial Officer and a General Counsel, subject to approval of the Board, to perform duties consistent with those described herein. The staff of the International Broadcasting Bureau shall perform their duties under the IBB Director's general direction. The IBB Director should review and evaluate on an annual

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basis the performance of other senior BBG officers, based on input from the Board and other appropriate sources.

### **3.03 SECRETARY OF THE BOARD**

The General Counsel shall serve as the Secretary of the Broadcasting Board of Governors. The Secretary of the Board shall provide for and maintain the Agency's official records, including the proceedings of the Board of Governors and committees.

### **3.04 CHIEF FINANCIAL OFFICER**

The Chief Financial Officer shall have charge of all funds of the BBG, keep the books of account, and designate depositories for funds of the BBG. The Chief Financial Officer shall assist the Board of Governors and its Committees in the exercise of their fiscal responsibilities. The Chief Financial Officer or his or her designee shall attend all meetings of the Board of Governors and relevant Board committees and shall have the right and obligation to bring directly to the Board or its committees any information on financial or compliance matters that he or she reasonably determines should be brought to their attention.

### **3.05 GENERAL COUNSEL**

The General Counsel shall advise the Board of Governors on such legal matters as may be referred to the General Counsel by the Board of Governors or its committees. The General Counsel or his or her designee shall attend meetings of the Board of Governors and its committees and shall have the obligation to bring directly to the Board or its committees any information on legal or compliance matters that are within the purview of the Board of Governors by statute, bylaw, or as may be directed by the Board of Governors, and shall have the right to bring directly to the Board or its committees any such information that he or she reasonably determines should be brought to their attention.

### **3.06 PRESIDING GOVERNOR**

In the event that the Chair of the Board steps down or becomes otherwise unable to perform his or her duties, the plenary Board may designate any other Governor to serve as Presiding Governor. The Presiding Governor shall exercise the roles and authorities of the Chair of the Board, as such roles and authorities are defined in these By-Laws and the decisions of the Board. Notwithstanding the foregoing, during the tenure of the Presiding Governor, the authority of the Chair to evaluate the performance of the IBB Director included in BBG By-laws §3.01 shall be exercised by the Board acting as Committee of the Whole, and shall not be exercised solely by the Presiding Governor. The Presiding Governor shall serve on an interim basis until such time as the Board selects a different Presiding Governor, the Presiding Governor chooses to step down as Presiding Governor, or a new Chairman is appointed by the President and confirmed by the Senate.

### **3.07 ALTERNATE PRESIDING GOVERNOR**

In the event that the Board appoints a Presiding Governor, the Presiding Governor may select an alternate Presiding Governor with the approval of the plenary Board. The

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alternate Presiding Governor shall have the authority to call and preside at meetings of the Board in the event the Presiding Governor is absent from a meeting or is otherwise unable to perform his or her duties.

### **3.08 ACTING OFFICERS**

For the purpose of these By-Laws, any reference to a particular person or position is also intended to apply to any person functioning in an “acting” capacity in such position.

### **4.01 POWERS**

The Advisory Committee shall be responsible for reviewing and formulating recommendations on BBG governance, financial oversight and audit, implementation of the BBG budget, execution of Board decisions, and other matters as directed by the plenary Board. The Advisory Committee will act in compliance with the written Terms of Reference adopted by the plenary Board.

### **4.02 COMPOSITION**

The Advisory Committee will be composed of the Chair of the Board and at least one (1) of other Governor selected by the plenary Board (or such other number as may be determined by the Board). The Chair of the Board will serve as Committee Chair. The Advisory Committee will make decisions based on unanimous consent of its members, provided that, if the number of Committee members is increased to a number greater than two (2), then decisions will be made by a majority vote (with a quorum of two (2) members).

### **4.03 MEETINGS**

The Chair of the Advisory Committee should establish a meeting schedule and select meeting venues, provided that, in lieu of physical meetings, the Committee may meet by telephone, video conference or other means.

### **4.04 RULES**

The Advisory Committee shall have power to adopt rules for the conduct of its business in respect to all matters not provided for in the By-Laws, the decisions of the plenary Board, or the Committee’s Terms of Reference.

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## ***Section 5. Special Committees***

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### **5.01 POWERS AND PURPOSE**

The Chair of the Broadcasting Board of Governors, on the Chair’s motion or upon the decision of the Board, shall have the authority to establish one or more Special Committees. The Chair of the plenary Board may designate the Chair of any Special Committee so established. A Special Committee may be established to investigate one or more designated topics or to carry out specific decisions of the Board. Upon completion of the relevant purpose, the Special Committee will present a report and recommendations to the plenary Board, reflecting the views of the Special Committee

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members. Any such Special Committee will be dissolved thereafter with no further action of the Board required.

### **5.02 COMPOSITION AND PROCEDURES**

The Chair of the plenary Board shall appoint the members of each Special Committee and designate the Chair of the Special Committee. The Chair of each Special Committee should establish a meeting schedule. Special Committees may meet physically, by telephone, video conference or other means. The operations of each Special Committee will be supported by the Secretary of the plenary Board. Each Special Committee shall keep minutes of its meetings and, if practicable, report on the Committee's progress at each meeting of the plenary Board.

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### *Section 6. Administration*

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### **6.01 BUDGET**

The Chief Financial Officer shall prepare and recommend an annual budget for consideration by the Board of Governors for the necessary expenses of the Broadcasting Board of Governors. With the approval of the Board of Governors, the Chief Financial Officer shall submit the Agency's request for appropriations to the Office of Management and Budget for incorporation in the budget of the United States. The Chief Financial Officer shall provide all supporting data required for Congressional review of the BBG's budget. When the annual appropriation act has been approved, the Board of Governors shall review the BBG's budget with the Chief Financial Officer and authorize the Chief Financial Officer to expend appropriated and non-appropriated funds in accordance with the approved budget. The Chief Financial Officer may authorize any necessary reprogramming within any limitation established by the Board of Governors or the Congress and may recommend to the Board of Governors any necessary amendment of the BBG's budget.

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### *Section 7. International Broadcasting Bureau*

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### **7.01 POWERS**

The International Broadcasting Bureau was established to carry out all nonmilitary international broadcasting activities supported by the United States Government other than those described in 22 U.S.C. 6207, 6208. (22 U.S.C. 6206(a)). As an element of United States international broadcasting, the IBB is subordinate to the Board.

### **7.02 ROLE OF THE INTERNATIONAL BROADCASTING BUREAU**

The International Broadcasting Bureau, under the supervision of the IBB Director, operates as an extension of the Board to assist the Board in carrying out the Board's responsibilities for decisions and oversight for all of U.S. international broadcasting. The International Broadcasting Bureau will provide the Board with technical, professional, and administrative support as well as strategic guidance and oversight of Agency programs.

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The Board will delegate authority to the IBB Director to oversee the day-to-day management of the federal agency and to identify, evaluate, and resolve strategic trade-offs and conflicts among the broadcasting entities, consistent with the Board's strategic guidelines and subject to the Board's continued oversight. Pursuant to the Board's broad delegation of authority, the IBB Director will be responsible for the primary functions of the International Broadcasting Bureau, which include (i) the management of the global distribution network for U.S. international broadcasting, (ii) oversight and implementation of Board decisions, and (iii) Agency administration. The International Broadcasting Bureau will also serve as the principal day-to-day-liaison for the Board with other U.S. government agencies, foreign governments, and private-sector organizations. (Nothing in the description of the role of the International Broadcasting Bureau herein, or any delegation of authority to the IBB Director hereinafter, adopted by the Board, is intended to restrict or in any way limit the Board's authority to exercise any of the authorities so described or delegated).

With respect to the nondelegable statutory duties of the Board set forth in the U.S. International Broadcasting Act of 1994 (as amended), the role of the Director of the International Broadcasting Bureau is to: (i) assist and monitor, and oversee implementation of the Board's decisions and compliance with relevant statutory mandates by the elements of USIB; (ii) gather and coordinate the reporting and analysis of information from the elements of USIB and make recommendations to the Board as necessary to inform the Board's decision-making processes and facilitate the Board's statutory oversight role; and (iii) represent the Board to the U.S. Congress, other Federal agencies, the press and relevant third parties when the Board is not available (subject to further consideration as may be given to this topic by the Communications and Outreach Committee and to such of its recommendations as the Board may adopt).

### **7.03 IBB COORDINATING COMMITTEE**

The International Broadcasting Bureau Director shall organize and chair a coordinating committee in accordance with the Statute to examine and make recommendations to the Board on long-term strategies for the future of international broadcasting. The coordinating committee shall include representatives of Radio Free Europe/Radio Liberty, Radio Free Asia, the Middle East Broadcasting Networks and the Broadcasting Board of Governors, and, as appropriate, the Office of Cuba Broadcasting and the Voice of America. The Coordinating Committee shall meet on a quarterly basis to address operation strategies arising from the implementation activities of the elements of United States international broadcasting. The IBB Coordinating Committee will make recommendations to the Strategy and Budget Committee of the Board or, as directed, to the plenary Board.

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### **APPENDIX 1**

#### **PROTOCOL FOR RELEASE OF MATERIALS FROM CLOSED BOARD MEETINGS**

Closed Board meetings, or closed portions of open Board meetings, shall be recorded, either via video with audio, audio only, or by stenographer. The Board Secretary will create a complete record of the closed proceedings (either a verbatim transcript or unabridged recording, at the Board Secretary's discretion) in draft form within three (3) business days of a closed meeting or session; for meetings recorded by stenographer, a transcript should be obtained from the stenographer within three (3) business days.

The Board Secretary will highlight statements, testimony, or other information that may be subject to withholding from public release under the Government in the Sunshine Act (GISA) within three (3) business days. Interested Governors shall be provided a copy of the draft complete record to review not later than ten (10) calendar days after a closed meeting or session and should return the draft complete record with comments to the Board Secretary within five (5) business days.

The Board Secretary will finalize the complete record for legal sufficiency and compliance with the GISA and coordinate with Public Affairs for posting to the Agency's public website. The entire process should be completed in fewer than twenty-one (21) calendar days.

The Board Secretary shall maintain the original complete draft record and/or complete unabridged electronic recording of each meeting or portion of a meeting closed to the public for at least two years after such meeting, or until one year after the conclusion of any Board proceeding with respect to which the meeting or portion was held, whichever occurs later. After the applicable holding period expires, the Board Secretary shall dispose of such records in accordance with the Agency's applicable document retention schedule.

Once materials from closed Board meetings have been made available to the public, there is no requirement to maintain their availability beyond initial release. However, materials released to the public should generally be kept publically available on the Agency's website as long as space and funding permits.

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ATTACHMENT 4

### RESOLUTION TO CREATE AN INTERIM AGENCY MANAGEMENT STRUCTURE December 18, 2013

WHEREAS, at its October 23, 2013 meeting, the Broadcasting Board of Governors (BBG) created a Special Committee on the Creation of a Chief Executive Officer (CEO) for United States international broadcasting (USIB) (the “CEO Committee”) and is in the process of selecting a search firm to identify potential candidates for the position of CEO of USIB;

WHEREAS, Richard Lobo announced his resignation as Director of the International Broadcasting Bureau (IBB), effective November 30, 2013; and

WHEREAS, the Board of Governors wishes to establish an interim management structure to manage the IBB and the day-to-day operations of the Agency until such time as a CEO of USIB has been selected (such period being referred to hereinafter as “the interim period”).

NOW, THEREFORE, BE IT RESOLVED that the Broadcasting Board of Governors decides as follows:

1. Interim Management Structure. The Board hereby establishes the interim management structure described in this resolution, which shall become effective on the later of January 6, 2014 or the date on which all legally required notification periods shall have expired.
2. Establishment of a Board’s Management Liaison. Governor Matthew Armstrong is hereby appointed as the Board’s Management Liaison. The Management Liaison shall receive reports and provide informal guidance to the Director of Global Operations, the Director of Global Strategy and the Director of Global Communications, who are identified herein. The Board’s Management Liaison role is intended to be advisory in nature. Except as otherwise provided herein, the Board’s Management Liaison is not authorized to make operational decisions with respect to the federal agency or the BBG-sponsored grantees or to exercise any non-delegable authorities of the Board.
3. Redelegation of IBB Director’s Authorities. The Board hereby appoints the following management officers and re-delegates to each such officer, respectively, during the interim period the authorities given to the IBB Director pursuant to the Board’s June 2011 decision (set forth in Attachment 1) as described below to the fullest extent permitted under applicable law and regulation.
  - a. Appointment of Director of Global Operations. Mr. Andre Mendes will serve as Director of Global Operations with authority to manage, supervise and direct the following IBB personnel and offices: IBB Chief of Staff and her current scope of authority (the Office of Human Resources, the Office of Contracts, the Office of

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- Security, the Office of Civil Rights), and the Office of Technology, Services and Innovation (TSI) (for which a new Acting Director shall be named during the interim period). The General Counsel and Chief Financial Officer and their respective offices shall report to the Director of Global Operations, subject to the provisions of the Board's By-Laws. The Director of Global Operations will also serve as program administrator for the grants made to the BBG-sponsored grantees.
- b. Appointment of Director of Global Strategy. Mr. Robert Bole will serve as Director of Global Strategy with authority to manage, supervise and direct the following IBB offices and personnel: The Office of Digital Design and Innovation (ODDI) (for which a new Acting Director shall be named during the interim period), the Office of Strategy and Development, the Office of Performance Review, and the Office of Policy.
  - c. Appointment of Director of Global Communications. Ms. Suzie Carroll will continue to serve as BBG Executive Director and shall also serve as Director of Global Communications with authority to supervise and direct the Office of Communications and External Affairs.
  - d. Extent of Delegation of Authority. It is the intent of the Board that, during the interim period, all of the authority given by the existing delegation to the IBB Director shall hereby be re-delegated to, and exercised by, the Director of Global Operations, Director of Global Strategy and Director of Global Communications to the fullest extent permitted under applicable law and regulation. The Director of Global Operations, Director of Global Strategy and Director of Global Communications shall provide, in their respective areas, oversight and direction to the Director of the Voice of America, the Director of the Office of Cuba Broadcasting, and other employees of the federal agency with respect to all functions specifically delegated by the Board to the IBB Director in Section 1 of the IBB Director's Delegation of Authority, including the oversight and implementation of Board decisions, management of a global distribution network for U.S. non-military international broadcasting activities and general administrative management functions, including, without limitation, communications, strategic planning, policy formulation and implementation, management analysis, human resource, equal employment opportunity, procurement, security, information technology, broadcast operations, new media, administrative, graphics, research, training, marketing, and program evaluation services.
  - e. Decision-making. It is the intention of the Board that the Director of Global Operations, Director of Global Strategy and Director of Global Communications shall confer on a regular basis and make decisions by consensus and that, in the event of the failure to reach consensus, that the Board's Management Liaison shall have discretion to make a final decision.

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4. General Provisions. The Board directs the IBB Deputy Director forthwith to do the following in order to allow this resolution to go into effect within the time-frames contemplated herein:
  - a. Submit any required reprogramming notifications to the Agency's Congressional oversight committees.
  - b. Undertake such personnel actions as may be necessary to implement this resolution, consistent with applicable law and regulation.
  - c. Undertake any such other action that may be required by applicable law or regulation in order to give effect to the Board's intention.

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### ATTACHMENT 1

#### **DELEGATION OF AUTHORITY TO THE DIRECTOR OF THE INTERNATIONAL BROADCASTING BUREAU** (adopted June 2011)

Pursuant to the authority vested in us as the Board of Governors of the Broadcasting Board of Governors (“the Board”) under the United States International Broadcasting Act of 1994, as amended (22 U.S.C. §6201, et seq.) (the “International Broadcasting Act”), and any and all statutes incorporated therein by reference, including certain titles of the United States Information and Educational Exchange Act of 1948, the Foreign Affairs Consolidation Act of 1998 (Public Law 105-277), the Board hereby delegates the following functions to the Director of the International Broadcasting Bureau (IBB):

#### Section 1. Delegation of Functions

- 1) To operate as an extension of the Board to assist the Board in carrying out the Board’s responsibilities for decisions and oversight for United States international broadcasting and provide the Board with technical, professional, and administrative support as well as strategic guidance and oversight of selected agency programs.
- 2) With respect to non-delegable authorities reserved by §6204(b) of the International Broadcasting Act to the Board, (i) to assist and monitor, and to oversee implementation of the Board’s decisions and compliance with relevant statutory mandates by the elements of United States international broadcasting (i.e., the International Broadcasting Bureau, the Voice of America, the Office of Cuba Broadcasting and, as permitted by law, the grantees of the Broadcasting Board of Governors); (ii) to gather and coordinate the reporting and analysis of information from the elements of United States international broadcasting and make recommendations to the Board as necessary to inform the Board’s decision-making processes and facilitate the Board’s statutory oversight role; and (iii) to represent the Board to the U.S. Congress, other Federal agencies, the press and relevant third parties.
- 3) To carry out all nonmilitary international broadcasting activities supported by the United States Government other than those that are (i) described in §§6207 and 6208 of the International Broadcasting Act; (ii) expressly reserved to Board of Governors, the Secretary of State or any other person or entity under the provisions of such Act; or (iii) expressly delegated to some person or office other than the IBB Director pursuant to a decision of the Board of Governors. This function includes the authority to identify, evaluate and resolve strategic trade-offs and conflicts among the broadcasting entities, consistent with the broad strategic guidelines established by the Board and subject to the Board’s continuing oversight.
- 4) To provide for the general administrative management of the federal agency known as the Broadcasting Board of Governors, including without limitation, by exercising any

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authority provided for in the International Broadcasting Act, except those non-delegable authorities reserved by §6204(b) of such Act to the Board.

- 5) To chair the IBB Coordinating Committee as described in §6206(c) of the United States International Broadcasting Act.
- 6) To appoint members of a professional staff for such positions as the IBB Director may determine are necessary, and to manage, review and evaluate on an annual basis the performance of such staff members. The appointment of the chief financial officer and chief legal officer shall be subject to approval by the Board.
- 7) To serve as the principal day-to-day liaison for the Board with other U.S. government agencies, foreign governments, and private-sector organizations.

### Section 2. General Provisions

- 1) Notwithstanding any other provision of this order, the Governors may at any time exercise any function or authority delegated or reserved by this delegation of authority, acting pursuant to §6203(f) of the International Broadcasting Act. Functions herein delegated are subject to the continuing oversight and supervision of the Board.
- 2) The Director of the International Broadcasting Bureau will provide oversight and direction to the Director of the Voice of America, the Director of the Office of Cuba Broadcasting, and other employees of the federal agency with respect to all functions specifically delegated by the Board in Section 1, including the oversight and implementation of Board decisions, the management of a global distribution network for U.S. nonmilitary international broadcasting activities and general administrative management functions ,including, without limitation, financial, legal, communications, strategic planning, policy formulation and implementation, management analysis, human resource, equal employment opportunity, procurement, security, information technology, new media, administrative, graphics, research, , training, marketing, and program evaluation services.
- 3) Notwithstanding the above, the VOA and OCB Directors shall report directly to the Board solely with respect to their respective editorial decisions. As required by the BBG Firewall Policy, the Board, the IBB Director, and all other U.S. government officials, shall respect the professional independence and journalistic integrity of the broadcasters. The International Broadcasting Act, as amended, authorizes the Board to monitor and evaluate the professional integrity of United States international broadcasting and to continually ensure that broadcasts comply with the highest standards of broadcast journalism, including accurate and objective news reporting.
- 4) Functions delegated by this delegation of authority may be redelegated, to the extent consistent with law.

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- 5) Any reference in this delegation of authority to any act, order, determination, delegation of authority, regulation, or procedure shall be deemed to be a reference to such act, order, determination, delegation of authority, regulation, or procedure as amended from time to time.
- 6) This delegation shall be published in the Federal Register.
- 7) This Delegation Order supersedes all prior delegations of authority to the Director of the International Broadcasting Bureau.