PACIFICA FOUNDATION FOR THE YEAR ENDED SEPTEMBER 30, 2004

Table of Contents

Auditor's Report	2
Financial Statements:	
Statement of Financial Position	3-4
Statement of Activities	5
Statement of Functional Expenses	6
Statement of Cash Flows	7
Notes to the Financial Statements	8-18
Supplemental Information	
Statement of Financial Position by Division	19-20
Statement of Activities by Division	21
Statement of Functional Expenses by Division	22-25
Statement of Other Revenue by Division	26

ROSS WISDOM CPA, PLLC

29 BROADWAY, SUITE 1412 NEW YORK, NY 10006-3249 212-986-0892 FAX 212-661-1970

INDEPENDENT AUDITOR'S REPORT

Board of Directors Pacifica Foundation Berkeley, California

We have audited the accompanying statement of financial position of the Pacifica Foundation (a nonprofit organization) at September 30, 2004, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the year then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted the audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Pacifica Foundation at September 30, 2004 and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The combining Statements of Financial Position, Activities, Other Revenue and Functional Expenses (By Division) on pages 18 through 26 are not a required part of the basic financial statements of Pacifica Foundation but are supplementary information. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of allocations and presentations of the supplementary information. However, we did not audit the information and express no opinion on it.

New York, New York February 28, 2005 Ross Wisdom CPA, PLLC

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Board of Directors Pacifica Foundation Berkeley, California

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New York, New York February 28, 2005 Ross Wisdom CPA, PLLC Certified Public Accountant

PACIFICA FOUNDATION STATEMENT OF FINANCIAL POSITION AS OF SEPTEMBER 30, 2004

CURRENT ASSETS		
Cash in bank (note 1)	\$	1,612,541
Investments (note 2)	,	9,842
Pledges and other receivables (note 3)		473,549
Prepaid expenses		58,308
Inventory		129,475
TOTAL CURRENT ASSETS	_	2,283,715
PROPERTY AND EQUIPMENT		
Equipment (note 4)		7,285,490
Furnitures and fixtures		315,821
Leasehold improvements		723,205
Building and improvements		2,973,867
Land		632,428
	_	11,930,811
Less: Accumulated depreciation	_	(8,340,348)
PROPERTY AND EQUIPMENT, NET	_	3,590,463
OTHER ASSETS		
Other assets including deposits (note 5)		61,805
Program endowment (note 6)		460,601
TOTAL OTHER ASSETS	-	522,406
TOTAL ASSETS	\$	6,396,584

PACIFICA FOUNDATION STATEMENT OF FINANCIAL POSITION AS OF SEPTEMBER 30, 2004

CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$	1,458,599
Deferred income (note 7)		11,489
Mortgage payable-current portion		80,000
Deposit payable & other liabilities	_	25,079
TOTAL CURRENT LIABILITIES		1,575,167
LONG-TERM DEBT, NET OF CURRENT MATURITIES		
Mortgage payable, net (note 8)	_	3,750
TOTAL LIABILITIES		1,578,917
NET ACCETO		
NET ASSETS		4 440 000
Unrestricted		4,419,639
Temporarily restricted		31,973
Permanently restricted (note 6)	-	366,055
TOTAL NET ASSETS	_	4,817,667
TOTAL LIABILITIES AND NET ASSETS	\$	6,396,584

PACIFICA FOUNDATION STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEAR ENDED SEPTEMBER 30, 2004

UNRESTRICTED REVENUE & SUPPORT Listener support / Donations Grants (note 9) Community events SCA income (note 10) Other revenue Investment income (note 2) Net assets released from restrictions TOTAL UNRESTRICTED REVENUE	\$ 13,022,616 1,547,012 667,844 362,500 367,643 37,753 22,817 16,028,185
EXPENSES Program services Management & general Fundraising Community events TOTAL EXPENSES	8,173,378 3,889,772 3,056,726 268,348 15,388,224
INCREASE IN UNRESTRICTED NET ASSETS	639,961
TEMPORARILY RESTRICTED NET ASSETS Grants (note 9) Net assets released from restrictions INCREASE IN TEMPORARILY RESTRICTED NET ASSETS	39,790 (22,817) 16,973
CHANGE IN PERMANENT RESTRICTED NET ASSETS	0
NET ASSETS-BEGINNING OF YEAR (note 21)	4,160,733
NET ASSETS-END OF YEAR	\$ 4,817,667

PACIFICA FOUNDATION STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED SEPTEMBER 30, 2004

				TOTAL
	PROGRAM	MANAGEMENT		FUNCTIONAL
	SERVICES	& GENERAL	FUNDRAISING	EXPENSES
Salaries	3,005,821	\$ 1,708,270	\$ 846,309	\$ 5,560,400
Payroll taxes	285,005	156,626	79,223	520,855
Employee benefits	538,176	321,531	154,501	1,014,207
Outside services	208,410	42,122	13,080	263,612
Payroll service	11,554	8,087	3,466	23,107
Advertising & promotion	14,379	·	•	14,379
Apprentiship program	43,825			43,825
Associations & periodicals	13,259	5,449	847	19,555
Audit and accounting fees		80,942		80,942
Bank charges		19,930	25,630	45,560
Board election expenses	206,571			206,571
Brokers fee		8,881		8,881
Computer maintenance	62,489	102,559	21,189	186,237
Conferences & training	47,558	3,547		51,105
Consulting fees		14,540		14,540
Contributions		6,099	00=04=	6,099
Credit card fees	404.000		285,215	285,215
Democracy now	464,933	400 400	00.000	464,933
Depreciation & amortization	290,234	182,433	29,023	501,690
Development expenses			32,513	32,513
Direct mail & telemarketing	24 272		184,005	184,005
Documentary production	24,373 34,359	61,941	14,723	24,373 111,023
Equipment rental	34,339	01,941	32,853	32,853
Folio expenses Insurance	257,781	51,936	26,781	336,498
Interest	237,701	9,616	20,701	9,616
Legal and professional fees	641	276,077		276,718
Major gifts expense	041	210,011	10,237	10,237
Miscellaneous	6,907	16,338	3,649	26,894
Moving expenses	0,00.	8,758	. 0,0.0	8,758
National board expenses		119,133	100	119,233
News service	99,113	,		99,113
NFCB Tradeshows & conventions	37,063			37,063
Non-operating grant expenses	1,560			1,560
Office expenses	40,111	38,580	14,829	93,520
Postage & shipping	27,568	24,621	9,768	61,957
Premiums/shipping & marathons		457	1,018,000	1,018,457
Presidential election/comm. hearing				109,809
Printing & publications	90,313	6,837	13,261	110,411
Programming services & expenses	568,152			568,152
Rent	526,341	194,797	86,581	807,719
Repairs & maintenance	180,622	105,409	9,686	295,715
Royalties	6,668			6,668
Satellite interconnect	88,995	20.000		88,995
Settlement fees		38,600		38,600
Storage	262 652	14,942	17.011	14,942
Subscriptions services	263,652 140,035	00	47,911	311,563
Tapes & supplies Tayos (URT & Proporty)	110,025	98 40 303		110,123
Taxes (UBT & Property)	234,835	40,302 112,530	50 607	40,302 407,062
Telephone Travel	67,743	51,493	59,697 15,091	407,062 134,327
Utilities	204,533	56,293	18,559	279,385
	8,173,378	\$ 3,889,772	\$ 3,056,726	\$ 15,119,876
`	5,175,075	- 0,000,772	5,000,720	10,110,070

PACIFICA FOUNDATION STATEMENT OF CASH FLOWS FOR THE YEAR ENDED SEPTEMBER 30, 2004

CASH FLOWS FROM OPERATING ACTIVITES		
Increase in net assets	\$	656,934
Adjustments to reconcile change in net assets to		
net cash provided by operating activities		
Depreciation and amortization		501,690
Unrealized gain on investment		(412)
Change in assets and liabilities		
Increase in accounts receivable		(57,872)
Decrease in prepaid expenses		872
Decrease in inventory		31,226
Decrease in other assets		1,967
Increase in accounts payable-trade		4,492
Decrease in accounts payable-legal/settlements - Board Debt		(421,242)
Decrease in accounts payable-legal - National Office		(2,467)
Increase in deposit payable/other liabilities		18,000
Decrease in deferred income		(71,782)
NET CASH PROVIDED BY OPERATING ACTIVITES:		661,406
CASH FLOWS FROM INVESTING ACTIVITES		
Purchase of building and improvements		(92,463)
Purchase of property and equipment		(162,967)
Purchase of furniture & fixtures		(8,460)
Increase in endowment funds		(47,417)
NET CASH PROVIDED BY INVESTING ACTIVITES:		(311,307)
CASH FLOWS FROM FINANCING ACTIVITES		
Payments on mortgage		(70.167)
NET CASH USED BY FINANCING ACTIVITES:		(79,167)
NET CASH USED BY PINANCING ACTIVITES.		(79,167)
NET INCREASE IN CASH		270,932
		,
CASH AT BEGINNING OF YEAR	***	1,341,609
CASH AT END OF YEAD	¢	1 610 544
CASH AT END OF YEAR	\$	1,612,541

PACIFICA FOUNDATION NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2004

NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Description of Operations

Pacifica Foundation was incorporated under the Nonprofit Corporation Law of the State of California on August 24, 1946 and currently operates, on a not-for-profit basis, five FM radio stations and maintains a program tape library which is used to sell and rent taped programs to other non-commercial radio stations, news services, schools, colleges, universities and the general public. Contributions are used to support non-commercial radio stations and to create public affairs programming which is available to 122 affiliated non-commercial radio stations.

The financial statements include the operations of the following divisions:

Radio Station-KPFA-Berkeley, California

Radio Station-KPFK-Los Angeles, California

Radio Station-KPFT-Houston, Texas

Radio Station-WBAI-New York, New York

Radio Station-WPFW-Washington, D.C.

Pacifica Foundation-National Division (National Office & Pacifica Radio Archives)

All significant inter-division accounts have been eliminated.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

<u>Inventory</u>

Each station maintains an inventory of premium items used for fundraising activities carried at the lower of cost or fair market values.

Property and Equipment

Purchases of property and equipment are recorded at cost. Donations of property and equipment are recorded as support at their estimated fair value. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose (see note 4). Property and equipment are depreciated using the straight-line method over 30yrs for Buildings, 10yrs for Furniture and Fixtures, 10yrs for Technical Equipment, 20yrs for Transmitter and Antenna Equipment (10yrs for Transmitter equipment acquired prior to October 1,2002) and 5yrs for Computer and Office Equipment. The Orgánization's capitalization policy is to capitalize and depreciate assets over \$600.

NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Intangible Assets

The foundation owns the broadcasting licenses of all five stations of which four licenses were acquired at no cost to the Foundation.

The cost of the fifth broadcasting license (WPFW) was being amortized on a straight-line method over 20 years from date of acquisition (1977). That license was fully amortized as of September 30, 1997 and, as such, no amortization was charged to operations in the year ended September 30, 2004. (Radio station-WPFW).

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Foundation and changes therein are classified and reported as follows:

Unrestricted net assets

Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets

Net assets subject to donor-imposed stipulations that may be met, either by actions of the Foundation and/or the passage of time. When a restriction expires, temporarily restricted net assets are classified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. During the year ended September 30, 2004, \$22,817 of net assets were released from restrictions consisting of \$15,000 and \$7,817 in grant expenditures respectively from NEA and NARAS (see note 9)

Permanently restricted net assets

Net assets subject to donor-imposed stipulations that they be maintained permanently by the Foundation. Generally, the donors of these assets permit the Foundation to use all or part of the income earned on any related investments for general or specific purposes.

Contributions

Contributions, including unconditional promises to give, are recorded as made. All contributions are available for unrestricted use unless specifically restricted by the donor. Conditional

NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Contributions (continued)

promises to give are recognized when the conditions on which they depend are substantially met. Unconditional promises to give due in the next year are recorded at their net realizable

value. As of September 30, 2004 there were no unconditional promises to give in subsequent years, other than the Lutz Charitable Remainder Trust (see note 17)

Restricted Grants

In accordance with the provisions of each grant, the funds received are restricted in use and must be used for their intended purposes. In general, the restrictions are that the funds be used for the operation of the radio stations but also contain specific restrictions such as salaries, consulting fees for special events and other similar expenditures. All other revenues are considered to be available for unrestricted use except for various endowments specifically restricted by the donor. (See Notes 6 & 9)

Income Recognition from Community Events

Funds received in advance from community events are shown as deferred income when received. These amounts are recorded as income when the funds are disbursed upon the completion of the community event in order to more closely match revenue with the related expenditure.

Donated services-volunteers

No amount has been included for volunteer support, where the amounts donated and contributed are for services of volunteers, where the work being performed is other than their regular professional occupation.

Income Taxes

The Foundation has qualified as a tax-exempt organization under 501(C)(3) of the Internal Revenue Code and therefore has made no provision for Federal income taxes, other than taxes on unrelated business taxable income (UBTI). During the fiscal year ended September 30, 2004, the Foundation incurred Federal and California income taxes of \$4,800 on UBTI from commercial leases.

NOTE 1-CONCENTRATION OF CREDIT RISK

Pacifica Foundation maintains several bank accounts at one bank. Accounts at an institution are insured by the Federal Deposit Insurance Corporation (FDIC) for up to \$100,000. Cash at these institutions exceeded Federally insured limits. The amount in-excess of the FDIC limit totaled \$1,514,211 as of September 30, 2004. The Foundation also maintains accounts with stock brokerage firms. The accounts contain cash and securities. Balances are insured up to \$500,000 (with a limit of \$100,000 for cash) by the Securities Investor Protection Corp. There were no amounts in excess of the insured limits with brokers at September 30, 2004.

NOTE 2-INVESTMENTS

The Organization's securities investments that are bought and held principally for the purpose of selling them in the near term are classified as trading securities. Trading securities are recorded at fair value on the balance sheet in current assets, with the change in fair value during the year reported on the statement of activities as unrealized gains or (losses) \$10,631. Unrealized gains (losses) since acquisition totaled \$27,570.

Investments, stated at fair market value as of September 30, 2004 consist of the following:

COST	MARKET <u>VALUE</u>		UNREALIZED GAIN (LOSS)
\$ 16,092 \$	\$ 16,092	\$	0
74,925	74,883		(42) 0
351,856	379,468		27,612
\$ 442,873	\$ 470,443	\$	27,570
\$ 9,420	\$ 9,842	\$	422
433,453	460,601		27,148
\$ 442,873	\$ 470,443	\$	27,570
\$ \$	\$ 16,092 \$ 74,925 \$ 351,856 \$ 442,873 \$ 9,420 \$ 433,453	COST VALUE \$ 16,092 \$ 16,092 74,925 74,883 351,856 442,873 \$ 470,443 \$ 9,420 \$ 9,842 433,453 460,601	COST VALUE \$ 16,092 \$ 16,092 \$ 74,925 74,883 351,856 442,873 \$ 379,468 470,443 \$ \$ 9,420 \$ 9,842 \$ 433,453 460,601

NOTE 2-INVESTMENTS (continued)

The following schedule summarizes the investment return and its classification in the statement of activities for the year ended September 30, 2004.

	<u>UNR</u>	<u>ESTRICTED</u>
Realized & unrealized gains	\$	10,631
Interest & dividends		27,122
Net investment income	\$	37,753

NOTE 3-PLEDGES AND OTHER RECEIVABLES

Pledges receivables have been recorded as of September 30, 2004 based primarily on balances due on installment pledges and represent historical collection fulfillment rates for this fiscal year of approximately 90% KPFA, 87% KPFK, 89% KPFT, 77% WBAI and 84% WPFW.

NOTE 4-TECHNICAL EQUIPMENT SUBJECT TO RESTRICTIONS

Included in the property and equipment held at September 30, 2004 is certain technical equipment acquired with the assistance of government grants.

In accordance with the regulations of these grants, the Federal Government (NTIA) retains interest in these assets for a period of 10 years following the completion of the grant.

At September 30, 2004, the following assets were subject to the federal ten year periods:

	Ар	proximate Cost	End of 10 Year Period
KPFA	\$	73,326	2013
Total equipment subject to federally retained interests	\$	73,326	

NOTE 5-DEPOSITS

Deposits at September 30, 2004 include security deposits on leased properties.

NOTE 6-PROGRAM ENDOWMENT, RESTRICTED

Pacifica has received donations which the grantors and Pacifica's Board intend to be held as endowments. It is management's intention to invest the endowment in various long-term investment instruments. The annual investment income may be used for various program production activities. In addition, if the value of assets has appreciated over the historic dollar value of \$366,055, the net appreciation, realized (with respect to all assets) and unrealized (with respect only to readily marketable assets) may be appropriated for expenditure, unless prohibited by the donor in the applicable gift instrument.

NOTE 7-DEFERRED INCOME

Deferred income at September 30, 2004 consisted of \$11,489 from affiliates.

NOTE 8-MORTGAGE PAYABLE

KPFA-FM

A 15-year real estate loan secured by land, Building and equipment (except for equipment & fixtures funded by an NTIA Grant). The terms of the loan call for monthly repayments of principal on a fixed schedule and monthly payments of interest at the bank's prime rate plus 1%. The interest rate at September 30, 2004 was 5.75%.

Maturities by year of long-term debt, KPFA mortgage payable: September 30, 2005, \$80,000; and thereafter, \$3,750. (Long-term).

NOTE 9-GRANT REVENUE

Grant Revenue was recognized from the following sources:

	<u>TOTAL</u>		Corporation for Public Broadcasting		Charitable Foundations <u>and Other</u>
KPFA	\$ 365,616	\$	289,616	\$	76,000
KPFK	371,736		371,736		0
WBAI	419,521		391,021		28,500
KPFT	82,913		79,114		3,799
WPFW	264,324		245,824		18,500
National Office	32,000		0		32,000
PRA	50,692		0		50,692
Total Grants	\$ 1,586,802	\$_	1,377,311	\$_	209,491

NOTE 9-GRANT REVENUE (continued)

Federal funding from the Corporation for Public Broadcasting (CPB) has been budgeted through September 30, 2005.

Grant revenue is received for program production, capital equipment acquisition and station operations. There are no restricted funds remaining at September 30, 2004 from CPB grants.

Grant revenue-PRA includes a grant of \$39,790 from the Academy of Recording Arts and Sciences (NARAS) for Phase II of the PRA Preservation and Access Project covering the period of July 1, 2004 to June 30, 2005.

NOTE 10-SCA INCOME

Pacifica Foundation entered into subcarrier agreements (SCA) in March 1984, whereby outside companies would be allowed to use a portion of certain Pacifica stations' basebands in order to broadcast signals to the outside companies' subscribers. The initial terms of the agreements were five years from start of operations at each respective station. Subsequent to the initial agreements, some of the leases have expired and some have renewed. Additional agreements have been entered into during the year ended September 30, 2004 resulting in additional annual SCA revenue of approximately \$362,500.

Income from the leases is recorded in total at the National Office and allocated to the various stations for special projects as needed and approved by the board.

In 1984, Pacifica Foundation had retained legal counsel to investigate the possibility that the above income is unrelated and thereby taxable, and a determination request was submitted to the IRS. The response from the IRS indicated that the income is not taxable and that Pacifica's not-for-profit status will not be affected.

NOTE 11-LEASE COMMITMENTS, OFFICES AND FACILITIES

Studio Rent

The Foundation leases offices and operating facilities under operating leases providing for minimum future rentals at WBAI-FM, WPFW-FM and KPFT-FM. Generally, the leases provide that insurance, maintenance and taxes are to be paid by the lessee.

Equipment Rental (Towers)

NEW YORK-WBAI-FM

WBAI is currently obligated under a radio tower rental agreement entered into in January 1992 for 14 years at a monthly rental subject to annual cost of consumer price index adjustments.

NOTE 11-LEASE COMMITMENTS, OFFICES AND FACILITIES (continued)

WASHINGTON-WPFW-FM

WPFW is currently obligated under a radio tower rental agreement entered into in January 1, 1988 at a monthly rental subject to annual cost of consumer price index adjustments.

HOUSTON-KPFT-FM

KPFT-FM is currently obligated under a radio tower rental agreement entered into on February 1, 1997, for 2 years. The lease contains four individual 2-year options to renew under similar terms. The third option to extend automatically became effective on February 1, 2003 for the period February 1, 2003 to January 1, 2005, at a monthly rental of \$2,501.

The future minimum rental payments under leases with remaining non-cancelable terms in excess of one year are:

STUDIO & TOWER RENT

Year Ended	TOTAL	Studio Rent	Tower Rent
9/30/05 9/30/06	\$ 307,595 \$ 552,006	244,695 \$ 254,599	62,900 297,407
9/30/07-thereafter	3,102,531	1,708,813	1,393,718
	\$ 3,962,132 \$	2,208,107 \$	1,754,025

NOTE 12-PENDING LEGAL MATTERS

Commitments and Contingencies

The Foundation is a defendant in several lawsuits. Management believes these suits are without merit and intends to vigorously defend its position. Management believes that the resolutions claims and pending litigation will not have a material effect, individually or in the aggregate, to the financial position, results of operations and cash flows. Legal counsel has advised management that a range of loss, if any, cannot be reasonably estimated at this time. Accordingly, no provision for possible loss has been made in these financial statements.

Communications Attorneys

Pacifica's communications attorneys have advised management that they are not aware of any pending or threatened litigations, claims, or assessments.

NOTE 13-CENTRAL SERVICES

Central services consist of operating expenses provided by the National Office for the various stations. Typically, they consist of such expenses as administrative, legal and accounting services, insurance, programming, distribution and subscription services paid by the National Office.

NOTE 14-SEVERENCE PAYMENTS INCLUDED IN SALARIES EXPENSE

Severances paid or accrued to employees terminated during the fiscal year ended Sept. 30, 2004 of \$59,693 has been included in the total salaries expense of \$5,560,400.

NOTE 15-EMPLOYEE BENEFIT PLAN

The Foundation has a defined contribution 403B salary deferral plan and a profit-sharing plan covering substantially all eligible employees salaries. Plan expenses incurred by the Foundation during the fiscal year ended September 30, 2004 was \$91,086.

NOTE 16-DEMOCRACY NOW AGREEMENT

On June 13, 2002 an agreement was made between Pacifica and Democracy Now! Productions, Inc. (Producer) whereby the Democracy Now! program will be independently produced by the Producer under an annual contract with Pacifica for \$440,000 for fiscal year ending Sept. 30, 2003 with annual increases of 4% to 10% to be negotiated for subsequent years until the termination of the contract on Sept. 30,2007. Summary of Key Terms: Pacifica will provide Producer with distribution services and research materials. Producer will have complete editorial independence and will be solely responsible for content and all costs of production including production facilities. Intellectual property and certain distribution rights are reserved to Producer. Producer will actively assist Pacifica in on-air fundraising drives to substantially the same extent as before and shall have the rights to also engage in fundraising on its own behalf.

NOTE 17-CHARITABLE REMAINDER TRUST

In December 1990 Pacifica was named principal beneficiary of a charitable remainder trust. The terms of the trust calls for monthly percentage of principal payments to named income beneficiaries. Required monthly payments are to be paid first out of trust income, then out of trust principal, with any excess trust income added to principal. Annual trust administrative costs are to be paid out of trusts assets. Upon expiration of the trust term of twenty years or if earlier, upon the death of the last income beneficiary, trust assets revert to Pacifica Foundation. The market value of the trust assets at September 30, 2004 was \$138,818.

NOTE 18-SUBSEQUENT EVENTS-ANNUAL ELECTION OF DIRECTORS

Persuant to the adoption of new By-Laws, the five station Pacifica Radio network had elections in February, 2004 whereby over 16,000 active members nationwide cast ballots in an independently supervised election that elected five 24-member Local Station Boards (LSB) representing KPFA, KPFK, KPFT, WBAI and WPFW. The LSBs in turn elected representatives to a 22 member Pacifica National Board seated on March 12, 2004. As of September 30, 2004 there were approximately 95,555 active members across the Pacifica network which met the voting qualifications of (a) donating \$25 or more to a Pacifica station during the year, or (b) volunteering a minimum of three verifiable hours to a Pacifica station, or (c) receiving a staff or hardship exemption qualification. No goods or services are provided to members other than the right to attend meetings, vote or hold office and, accordingly, the organization does not recognize a portion of donations received as Membership Dues. Subsequent to September 30, 2004, annual elections were held across the network in November and December of 2004 whereby, over 11,000 active members nationwide cast ballots in an independently supervised election that elected 12 members to each of the five 24-member LSB's to three year terms. The LSB's in turn elected four representatives each to a 22 member PACIFICA NATIONAL BOARD (Including 2 affiliate members) which was seated in January, 2005.

NOTE 19 -LEGAL SETTLEMENTS WITH FORMER EMPLOYEES

Costs incurred from legal settlements with former employees amounted to \$503,600 of which \$245,000 was covered by insurance proceeds resulting in a net expense of \$258,600 of which \$220,000 was accrued and expensed in prior years and a net expense reported for legal settlement costs of \$38,600 during the year ended September 30, 2004.

NOTE 20-STATEMENT OF FINANCIAL POSITION BY DIVISION

Accounts Payable and accrued expenses – National Division

At September 30, 2004 the Foundation reports accounts payable and accrued expenses of \$837,372 at the National Division including balances related to other divisions for invoices billed to National, of \$453,000 for legal services/settlements incurred for the National Office and \$152,263 for legal services/settlements incurred for Pacifica Stations. The Pacifica Stations liabilities are included in the interdivisional loan accounts and the related expenses are reported by the division incurring the expense in the Statement of Activities (By Division).

Accounts payable-PRA	\$ 23,601
Legal services/settlements-Board Legal Debt	388,073
Legal services-National Office	64,927
Legal services-KPFK	81,480
Legal services/settlements-WPFW	70,783
Accounts payable & accrued expenses-National Office	<u>232,109</u>
Total	\$ 860,973

NOTE 21-PRIOR PERIOD ADJUSTMENTS

Accounts Payable and various expenses were understated by \$44,110. for the year ended September 30, 2001 and Accounts Payable and legal expenses were understated due to unaccrued invoices of \$79,423. for the year ended September 30, 2003. Accordingly, net assets at the beginning of the fiscal year ending September 30, 2004 have been adjusted (decreased) by \$123,533. This correction has no effect on the result of the current year's activities.

PACIFICA FOUNDATION SUPPLEMENTAL INFORMATION SEPTEMBER 30, 2004

PACIFICA FOUNDATION STATEMENT OF FINANCIAL POSITION (BY DIVISION) AS OF SEPTEMBER 30, 2004

National	Division	126,828	32,507		10,700	170,035			1,042,826	38,876	116,501	250,589		1,448,792	(1,109,766)	339,026		6,516	460,601	467,117	976,178
		s.																			₩
	WPFW	122,508	29,636		2,279	173,744			808,703	84,669	960'88			981,468	(881,565)	99,903		13,447		13,447	287,094
	ı	↔				I	I									ł			-	1	69
	KPFT	105,756	133,680		16 506	255,962			524,877	22,130	16,430	119,280	62,884	745,601	(574,300)	171,301					427,263
	ļ	s														ı			ļ		₩
	WBAI	106,220	57,446		40 EOE	176.271			1,280,454	62,468	494,471			1,837,393	(1,568,812)	268,581		41,842		41,842	486,694
		↔				. 1	. 1					_				اما			ĺ	í	⇔
	KPFK	397,832	9,842 106,343	146,911	700 04	720.812			1,675,558	4,385	7,707	556,200	88,475	2,332,325	(1,524,780)	807,545					1,528,357
		↔				l	1							l						ļ	⇔
	KPFA	753,397	113,937	1,445,495	45,329	2 379 297			1,953,072	103,293		2,047,798	481,069	4,585,232	(2,681,125)	1,904,107				0	4,283,404
		s				1	1							ļ							₩
	Eliminations	⇔		(1,592,406)		(1 592 406)	(2011/2001)														\$ (1,592,406)
	Totals	1,612,541	9,842 473,549	ſ	58,308	7 283 715			7,285,490	315,821	723,205	2,973,867	632,428	11,930,811	(8,340,348)	3,590,463		61,805	460,601	522,406	6,396,584 \$ (1
	ı	69				1	1									, ,				. 1	↔
ASSETS	OFFICE A FAREGO	CORREINI ASSETS Cash in bank	Investments Pledges and other receivables	Inter-division receivables	Prepaid expenses	Inventory TOTAL CURRENT ASSETS		PROPERTY AND EQUIPMENT	Equipment	Furnitures and fixtures	Leasehold improvements	Building and improvements	Land		Less: Accumulated depreciation	PROPERTY AND EQUIPMENT, NET	OTHER ASSETS	Other assets including deposits	Program endowment	TOTAL OTHER ASSETS	TOTAL ASSETS
	(ر						ā								ط	C)			

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION STATEMENT OF FINANCIAL POSITION (BY DIVISION) AS OF SEPTEMBER 30, 2004

ARRENT LIABILITIES Accounts payable and accrued expenses Deferred income Inter-division payable Mortgage payable-current portion Deposit payable & other liabilities TOTAL CURRENT LIABILITIES ONG-TERM DEBT, NET OF CURRENT MATURITIES	Totals 1,458,599 \$ 11,489 80,000 25,079 1,575,167	\$ (1,592,406)	KPFA 158,988 \$ 80,000 238,988	123,454	WBAI \$ 234,359 29,597 263,956	\$ 26 \$ 26 29	31,880 3 284,071 315,951	\$ 48,945 299,228 3,079 351,252	\$ 860,973 11,489 979,510 0 22,000 1,873,972
1	1,578,917	(1,592,406)	242,738	123,454	263,956	26	315,951	351,252	1,873,972
1 1	4,419,639 31,973 366,055 4,817,667		3,890,666 150,000 4,040,666	1,384,903 20,000 1,404,903	222,738	38 38	111,312	(64,158)	(1,125,822) 31,973 196,055 (897,794)
⇔	\$ 6,396,584 \$ (1	(1,592,406) \$	4,283,404 \$	1,528,357	\$ 486,694	\$ \$	427,263	\$ 287,094	\$ 976,178

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
STATEMENT OF ACTIVITIES (BY DIVISION)
AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED SEPTEMBER 30, 2004

National Division	655,645	42,902	11,542	362,500	273,883	30,834	2,296,434	22,817	3,696,557	3,696,557		1,832,203	1,533,177	222,484		8,254	3,596,118	100,439	39,790 (22,817)	16,973	0	(1,015,206)	(897,794)
	\$							١												l			\$
WPFW	4	264,324	19,501		6,673	က			1,876,848	1,876,848		663,903	312,722	484,879	314,403	7,649	1,783,556	93,292			0	(157,450)	(64,158)
KPFT	1,215,610 \$	82,913	57,694		200	က			1,356,720	1,356,720	1	465,759	249,423	281,453	228,871	24,439	1,249,945	106,775			0	4,537	111,312 \$
	₩																1	ı	l	ı		ļ	€9
WBAI	3,114,695	419,521	204,681		50,781	2			3,789,680	3,789,680	1 1 1	2,096,538	528,512	646,477	561,945	46,824	3,880,296	(90,616)			0	313,354	222,738
	↔																						↔
KPFK	2,744,744	371,736	59,456		5,690	_			3,181,627	3,181,627		1,496,126	462,429	734,252	501,021	30,335	3,224,163	(42,536)			0	1,447,439	1,404,903
	မှ																	1				١	⊌ ⊌
KPFA	3,705,575	365,616	314,970		30,116	6,910			4,423,187	4,423,187		1,618,849	803,509	687,181	690,194	150,847	3,950,580	472,607			0	3,568,059	4,040,666
	€9																						မ
Eliminations	S						(2,296,434)		(2,296,434)	(2,296,434)					(2,296,434)		(2,296,434)						\$
Totals	\$ 13,022,616	1,547,012	667,844	362,500	367,643	37,753		22,817	16,028,185	16,028,185		8,173,378	3,889,772	3,056,726		268,348	15,388,224	639,961	39,790 (22,817)	16,973	0	4,160,733	\$ 4,817,667
INRESTRICTED REVENIJE & SLIPPORT	Listener support / Donations	Grants	Community events	SCA income	Other revenue	Investment income	Central services	Net assets released from restrictions		TOTAL UNRESTRICTED REVENUE	EXPENSES	Program services	Management & general	Fundraising	Central services	Community events	TOTAL EXPENSES	INCREASE IN UNRESTRICTED NET ASSETS	TEMPORARILY RESTRICTED NET ASSETS Grants Net assets released from restrictions	INCREASE IN TEMP. RESTRICTED NET ASSETS	CHANGE IN PERM. RESTRICTED NET ASSETS	NET ASSETS-Beginning of year	NET ASSETS-End of year

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION SCHEDULE OF FUNCTIONAL EXPENSES (BY DIVISION) FOR THE YEAR ENDED SEPTEMBER 30, 2004

National Division	991,762 86,593	55,121	1,324,225	23,107	2,491	43,825	73,316	7,950	8,881	76,619	19,604		3,689	464,933	2,471	15,022	24,373	20,02	332,770	3,085	89,661	4,055	8'728	99,517	20000	32,033	20,963	16,386	43,653	109,809	64,240	59,014	36,987	6,668	21,926 38,600	650,6	148,508	71,333	5,043	55,781	4,677	2,263,639	3,587,864	
WPFW	380,061 \$ 33,951	41,028	554,928	,	573	1,891		5,323	42,073	7,829	1,144		27,675	55 317	459	51,258	13 861	200			35,156	8,895		3,260	0 450	200	5,134	8,758	195,620	711	84 943	147,322	45,323	;	8,569	4,564	17,624	503	3,000	57,527 4 196	41,054	906,576	1,461,504 \$	
KPFT	431,012 \$ 40,122	6,542	573,333		1,229	2,765		7,939	17,77	2,683	5,3/4		53,771	36.450	7,789	26,847	13 830	200,00	096	0	6,926	1,297		5,303	2,604		16,166	7,802	29,567	4 440	4,413	31,330	2,292	1	7,296		22,426	625	10,984	18,208	11,872	423,302	\$ 635	
WBAI	1,140,781 \$ 113,778	97,983	1,552,360		9,293	5,535	7,626	8,387	48,557	42,828	/0¢'9	660'9	83,722	129 784	16,863	8,725	7 817	22,163	1,050	i	5,424	150		3,882	28,531		9,615	4,205	263,491	75,000	15,969	554,404	44,170	:	16,190	572	41,210	19,897	001	103,583 9,050	41,448	1,719,167	3,271,527 \$	
KPFK	1,092,204 \$ 103,001	9,888	1,352,018		793	1,740		3,981	37,634	21,345	(43) 14 540	2	39,507	88 000	3.881	37,440	020 66	10.690	172		132,378	2,275		2,741	36,362	000'1	31,123	17,657	285,151	720 00	116,077		109,809	:	13,488	747	33,884	12,061	875,8	90,842	111,100	1,340,789	2,692,807 \$	
KPFA	1,524,580 \$ 143,409	53,050	2,002,210			6.408	:	11,980	42,235	34,933	18,519		76,851	070 78	1,050	44,713	32 110	92,113	1,546	6,531	6,173	10,222	0	4,530	31,616	1 560	10,519	7,149	200,975	700 70	98 444	15,649	57,134	:	21,526		47,911	5,704	11,747	85,321	69,234	1,107,329	3,109,539 \$	
Eliminations	\$																																										\$	
Totals	\$ 5,560,400 \$ 520,854	263,612	7,359,074	23.107	14,379	43,825 19.554	80,942	45,560	8,881	186,237	51,105	660'9	285,215	464,933	32.513	184,005	24,373	32.853	336,498	9,616	276,718	26,894	8,758	119,233	99,113	1 560	93,520	61,957	1,018,457	109,809	110,411	807,719	295,715	6,668	88,995	14,942	311,563	110,123	40,302	407,062	279,385	7,760,802	\$ 15,119,876	
ON ABITO AND DELATED EVDENOTO	SALAKIES AND KELATED EAFENSES Salaries Payout taxes	Employee beheitis Outside services	TOTAL SALARIES & RELATED EXPENSES	OTHER EXPENSES Pavroll service	Advertising & promotion	Apprentiship program Associations & periodicals	Audit and accounting fees	Bank charges	board election expenses Brokers fee	Computer maintenance	Conterences & training	Contributions	Credit card fees	Democracy now	Development expenses	Direct mail & telemarketing	Documentary production	Folio expenses	Insurance	Interest	Legal and professional fees	Misc.	Moving expenses	National board expenses	News service	NECE Tradeshows & conventions Non-operating grant expenses	Office expenses	Postage & shipping	Premiums/shipping & marathons	Presidential election/comm. hearings	Printing & publications Drogramming sociates & expenses	Rent	Repairs & maintenance	Royalties	Satellite interconnect	Storage	Subscriptions services	Tapes & supplies	laxes (UB I & Property)	l elephone	Utilities	TOTAL OTHER EXPENSES	TOTAL FUNCTIONAL EXPENSES	

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION SCHEDULE OF FUNCTIONAL EXPENSES-PROGRAM SERVICES FOR THE YEAR ENDED SEPTEMBER 30, 2004

National Division	262,869	56.202	24,314	366,584	11.554	2,491	43,825	365	12,219	15,161	19,604	72,854	24,373	3,852	256,233		;	872	32,033	1	5,159	4,899	109,809	24,240	64,110		26,630	6,668	21,926	148,508	71,333	11,772	10,196		1,465,619	1,832,203
WPFW	132,945 \$	34.941	41,028	220,790		573	,	1,891	42,075	2,739	1 .	38,722	•	4,849	0		0	3,111	3,150		1,796	3,064		21,551	84,943	119,331	32,633	((8,569	17,624	503	20,123	1,468	33,254	443,113	663,903 \$
KPFT	188,438 \$	41.821	6,542	254,342		1,229	1	2,765	22,771	1,1/3	5,5/4	25.515		6,046	739		2,604	292			7,068	3,411		4,413	52,758	22,871	1,650	1	7,296	22,426	625	7,961	3,488	8,667	211,417	465,759 \$
WBAI	782,918 \$	78,086	97,983	1,096,122		9,293	1	5,535	49,357	29,393	700,0	90.849		5,228	808		28,531	103			6,599	2,886		15,969	151,820	382,539	31,802		16,190	41,210	19,897	71,089	6,211	28,599	1,000,416	2,096,538 \$
KPFK	683,938 \$	64,499 92,004	9,888	850,329		793	į	1,740	37,854	13,366	(43)	62.294		14,384			36,362	1,425	1,880		19,489	11,057		22,974	116,077		79,062	;	13,488	33,884	12,061	56,885	17,440	93,325	645,797	1,496,126 \$
KPFA	954,713 \$	89,804	28,655	1,249,245			,	963	42,295	657	14,972					641	31,616	830		1,560		2,251		1,166	98,444	1,600	8,845		21,526		2,606	67,004	28,940	40,688	369,604	1,618,849 \$
Eliminations	₩																																			\$
Totals		285,005 538 176	208,410	4,037,412	11 554	14,379	43,825	13,259	206,571	62,489	47,558	464,933 290,234	24,373	34,359	257,781	641	99,113	6,907	37,063	1,560	40,111	27,568	109,809	90,313	568,152	526,341	180,622	6,668	88,995	263,652	110,025	234,835	67,743	204,533	4,135,966	\$ 8,173,378
מרקור היא מידה מוני מיני מיני	SALAKIES AND KELATED EXPENSES Salaries	Payroll taxes Employee benefits	Cutside services	TOTAL SALARIES & RELATED EXPENSES	OTHER EXPENSES	Advertising & promotion	Apprentiship program	Associations & periodicals	Board election expenses	Computer maintenance	Conterences & training	Denreciation & amortization	Documentary production	Equipment rental	Insurance	Legal and professional fees	News service	Misc.	NFCB Tradeshows & conventions	Non-operating grant expenses	Office expenses	Postage & shipping	Presidential election/comm. hearings	Printing & publications	Programming services	Rent	Repairs & maintenance	Royalties	Satellite interconnect	Subscriptions services	Tapes & supplies	Telephone	Travel	Utilities	TOTAL OTHER EXPENSES	TOTAL PROGRAM SERVICES EXPENSES

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION SCHEDULE OF FUNCTIONAL EXPENSES-MANAGEMENT & GENERAL FOR THE YEAR ENDED SEPTEMBER 30, 2004

National	660,774 57,509 122,871 30,807	871,961	8,087 729 73,346	7,950	54,895		23,938	14,949	49,916	89,661	8,758	2,853	99,517	14,263	10,502		47,211	8,877	38,600	800's	6.043	35,786	40,598	3,742	661,216	1,533,177
ı	€9	احا			_				_				_								_			. 1	_ 1	↔
WPFW	139,786 12,487 36,740	189,013			2,880		12,723	5,098	0	35,156		3,272	3,260	1,886	3,221		11,786	10,878	0	4,00	3.000	21,158	1,543	3,284	123,709	312,722
1	69	ı																						ı	ı	€
KPFT	142,449 13,260 31,617	187,326			887		8,384	4,571	144	6,926		429	5,303	5,341	2,579		5,326	550			10.984	6,018	2,637	2,018	62,097	249,423
İ	€	ļ																								↔
WBAI	237,168 23,654 41,542	302,364	7 828	270,	8,904	900 9	29,850	1,584	158	5,424		31	3,882	1,998	874		116,425	10,601	11	216		21,535	1,881	8,704	226,148	528,512
1	↔	ı																	٠					l	1	⇔
KPFK	173,005 16,315 23,274	212,594			3,381	14,540	20,468	3,638	172	132,378		360	2,741	4,932	2,797			26,354	1	# /	8.528	14,389	4,411	666'6	249,835	462,429
	\$	I																						İ	ł	↔
KPFA	355,088 33,401 65,487 11,315	465,291	4,720	11,980	31,612		87,070	32,101	1,546	6,532		9,392	4,430	10,159	4,648	457	14,049	48,148		S	11.747	13,645	423	28,546	338,218	803,509
ł	69	Į																						į	i	↔
Eliminations	e s																									\$
Totals	1,708,270 156,626 321,531 42,122	2,228,549	8,087 5,449	19,930 8,881	102,559 3.547	14,540	182,433	61,941	51,936 0,616	276,077	8,758	16,338	119,133	38,580	24,621	457	194,797	105,409	38,600	14,947	40.302	112,530	51,493	56,293	1,661,223	3,889,772
מייסואינעיי מידרא ויחח מואה מיווחה ואס	SALAKIES AND RELATED EXPENSES Salaries Payroll taxes Employee benefits Outside services	TOTAL SALARIES & RELATED EXPENSES	OTHER EXPENSES Payroll service Associations & periodicals Audit and accounting feas	Bank charges Brokers fee	Computer maintenance Conferences & training	Consulting fees	Depreciation & amortization	Equipment rental	Insurance	Legal and professional fees	Moving expenses	Misc.	National board expenses	Office expenses	Postage & shipping	Premiums/shipping & marathons	rining & publications Rent	Repairs & maintenance	Settlement fees	Storage	rapes & supplies Taxes (UBT & Property)	Telephone	Travel	Utilities	TOTAL OTHER EXPENSES	TOTAL MGMT AND GENERAL EXPENSES \$

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION SCHEDULE OF FUNCTIONAL EXPENSES-FUNDRAISING FOR THE YEAR ENDED SEPTEMBER 30, 2004

National N Division	9,588 68,119 9,588 5,885 28,207 11,676	145,125 85,680	3,466 122 5.323	2,211 6,562 27,675 3,689			3,914 1,824	0 26,620	3,022 2,512 330	1,543		195,620 43,653	~	1,813 1,480	16 246 4 023			339,754 136,804	
WPFW	\$ 10	41				5						9	÷		-	•		33	,
KPFT	100,125 9,321 22,219	131,665	656 2	623	2,552	26,847	3,213	77	1,046 301	3,755	1,812	29,567	3,133	92	4 230	1,854	1,18/	149,788	
WBAI	120,695 \$ 12,038 21,141	153,874	8 387	4,531 83,722	9,085	10,003 8,725	806 22 163	<u>.</u> 8	16	1,017	445	263,491	55,440	1,767	10.959	957	4,145	492,603	
KPFK	235,261 \$ 22,187 31,647	289,095	3 981	4,598	6,229	37,440	4,948		0 490	6,704	3,803	285,151		4,392	19 567	5,999	(,(((445,157	
KPFA	214,779 \$ 20,204 39,611 13,080	287,674	725	2,664		1,030	18	6	6,169	100 360	250	200,518 13,261		141	47,911	104		399,507	
Eliminations	<i>\$</i>																		
Totals	\$ 846,309 79,223 154,501 13,080	1,093,113	3,466 847 25,630	21,189	29,023	184,005	14,723	26,781	10,237 3,649	100 14,829	89,768	1,018,000 13,261	86,581	9,686	47,911 59 697	15,091	18,559	1,963,613	
	SALAKIES AND KELATED EXPENSES Salaries Payroll taxes Employee benefits Outside services	TOTAL SALARIES & RELATED EXPENSES	OTHER EXPENSES Payroll service Associations & periodicals Bank charres	Computer maintenance Credit card fees	Depreciation & amortization	Development expenses Direct mail & telemarketing	Equipment rental	Insurance	Major girts expense Misc.	National board expenses Office expenses	Postage & shipping	Premiums/shipping & marathons Printing & publications	Rent	Repairs & maintenance	Subscriptions services Telephone	Track	Utilities	TOTAL OTHER EXPENSES	

PACIFICA FOUNDATION OTHER REVENUE BY DIVISION FOR THE YEAR ENDED SEPTEMBER 30, 2004

		Totals		KPFA		KPFK	1	WBAI	ļ	KPFT		WPFW	20	National Division
OTHER REVENUE Tape sales (recorded programs)	↔	248,916	↔	37	\$		€9		છ		↔	↔	46	248,916
Rental of mailing lists		190												190
Rental of premises (net)		24,242		24,242										
Collections to defray election costs		34,533						34,533						
Other income		29,762		5,874		5,690		16,248		200		6,673		24,777
TOTAL OTHER REVENUE	↔	367,643	\$	30,116	es	5,690	⇔	50,781	↔	200	\$	6,673 \$		273,883

The accompanying notes are an integral part of these financial statements