

Minutes of the KPFK Local Station Board Meeting of September 18, 2022

The regular monthly meeting of the KPFK Local Station Board was held in various locations via the Zoom social media application on Sunday, September 18, 2022 at 10:06 AM, the Chair (Michael Novick) being in the chair and the Secretary (John P. Garry III, upon election) being present. The minutes of the previous meeting (August 21, 2022) were approved.

Twenty members were present, constituting a quorum: Grace Aaron, Christina Avalos, Jose Benavides, Fred Blair, Sandy Childs, Marisol Cruz, Bella De Soto, Eric C. Jacobsen, Evelia Jones, Michael Novick, Oye Oyeyipo, Lawrence Reyes, Ziri Rideaux, Paul Roberson, Ruth H. Strauss, Oscar Ulloa, Polina Vasiliev, Elizabeth von Gunten, Harvey Wasserman, Carlos Zavala.

Two members were excused: Ali Lexa, Myla Reson.

Two members were absent: Rob Macon, Barbara Marbach.

Also present: Moe Thomas (KPFK Interim General Manager), Kim Kaufman (KPFK LSB Finance Committee Chair), Jeanine Rohn (KPFK LSB Fundraising Committee Chair) and members of the public.

Authority and Notice: This meeting was authorized by the LSB's adoption of a regular meeting schedule at its meeting of January 19, 2022. The date and location was posted on KPFTX.org on February 17, 2022.

Audio Recording: <https://kpftx.org/archives/pnb/kpfk/220918/kpfk220918a.mp3>

I.a. OPENING BUSINESS / CALL TO ORDER--ROLL CALL (10:06) [Zoom 00:00:00]

The meeting was **called to order** by the Chair at 10:06 AM. The Secretary Pro-Tem called the roll and an initial quorum of 13 was established. [Zoom 00:00:52]

I.b. LAND-BACK ACKNOWLEDGEMENT—COMPORTMENT (10:11) [Zoom 00:04:39]

Reyes delivered the Land-Back Acknowledgement and acknowledged former LSB member Lydia Ponce, who used to deliver the Acknowledgement.

I.e. AGENDA APPROVAL (10:12) [Zoom 00:05:13]

De Soto **moved approval** of the Agenda. Vasiliev seconded. **Passed** without objection.

I.d. APPOINT TIMEKEEPER (10:12) [Zoom 00:05:40]

Reyes volunteered to be the time-keeper for individual speakers.

I.c. ELECT SECRETARY (10:13) [Zoom 00:06:15]

The Chair thanked Ralph Hawkins for his service as Secretary. The previous secretary having retired, John P. Garry III was **nominated** for the post by Aaron, seconded by von Gunten. Running unopposed, Garry was **elected** by unanimous consent.

I.f. PACIFICA MISSION STATEMENT (10:14) [Zoom 00:07:43]

De Soto read the Pacifica Foundation Mission Statement.

I.g. EXCUSED ABSENCE REQUESTS (10:17) [Zoom 00:10:22]

Reyes **moved acceptance** of the excused absence requests of Lexa, Marbach and Reson. There were three objections to the approval of Marbach's request, necessitating a vote.

Marbach's excused absence request was **rejected** by a roll call vote: [Zoom 00:13:01]

Yes—5, No—10, Abstain—0.

Yes—Avalos, Blair, Childs, Oyeyipo, Zavala.

No—Aaron, De Soto, Jacobsen, Novick, Reyes, Rideaux, Strauss, Ulloa, Vasiliev, von Gunten.

Lexa and Reson's excused absence requests were **accepted** without objection.

I.h. APPEAL FOR FUNDS FOR KPFK (10:24) [Zoom 00:17:23]

The Chair encouraged all those present to donate to radio station KPFK 90.7 FM.

I.i. AFTER-ACTION REPORT ON PRIOR MOTIONS (10:25) [Zoom 00:18:17]

The Chair reported on previous passed motions: a budget proposal was forwarded to the National Finance Committee; an expense-reduction motion was forwarded to station management, with no response so far.

I.j. MINUTES APPROVAL (10:26) [Zoom 00:19:16]

De Soto **moved approval** of the minutes of August 21, 2020 (corrections to be made in the future), which were forwarded electronically to the Board prior to the meeting. Aaron seconded. **Passed** without objection.

I.k. SET TIME CERTAIN FOR ADJOURNMENT (10:26) [Zoom 00:19:41]

1:00 PM was established as the time for adjournment and for reconvention in the closed session without objection.

II. MANAGEMENT REPORT AND DISCUSSION (10:27) [Zoom 00:20:18]

KPFK Interim General Manager Moe Thomas reported from Houston on various topics related

to station management. Board questions and discussion followed. Reyes **moved** a ten-minute time extension. **Passed** without objection (10:55).

III. PUBLIC COMMENT 1 (11:11) [Zoom 01:04:55]

Public comment was heard for 17 minutes. The Interim General Manager responded to some comments.

IV. PNB DIRECTORS' REPORTS AND DISCUSSION (11:28) [Zoom 01:21:37]

Reyes and von Gunten committed to delivering written reports in the future and yielded in the interest of time.

V. PUBLIC COMMENT 2 (11:29) [Zoom 01:22:49]

Public comment was heard for six minutes.

VI. PNB DIRECTOR'S RESPONSE TO PUBLIC COMMENT

Omitted.

VII. TREASURER AND FINANCE COMMITTEE REPORT (11:35) [Zoom 01:27:32]

Finance Committee Chair, Kim Kaufman, reported. Discussion followed.

Moved from the Finance Committee:

Policy for Fundraising Events or Efforts Not Initiated by KPFK Management or LSB.

WHEREAS: The LSB needs to ensure that KPFK is appropriately protected from incurring any legal liability or other potential damages that may occur in fundraising efforts or events not initiated by KPFK Management or the LSB. The GM has the ultimate responsible for this.

THEREFORE, the KPFK GM and the LSB shall be informed about all such fundraising efforts or events and shall follow these herein procedures.

Any and all fundraising events or efforts not initiated by KPFK or the LSB, that are promoted as being KPFK or Pacifica events, whether promoted on air, on the web site or in any other media distribution technique or which use the name KPFK or Pacifica in any way, shall be pre-approved by KPFK management who will inform the LSB of the event/s. This is to ensure that management can put in place all appropriate insurance policies and other protocols necessary to protect KPFK/Pacifica.

All the events or efforts initiated by individuals, programmers, or committees using the KPFK or Pacifica name shall provide the following information to be reviewed:

What kind of event or effort is it? When and where it will occur?

Identify who is initiating, organizing, sponsoring, partnering or otherwise involved in the event or other fundraising effort.

If it involves a partnership, sponsorship or some other kind of arrangement with other entities or groups, the details of that arrangement shall be provided for review.

If there is a budget it shall be submitted for review (even if expenses are not expected to come from the station).

The percentage of the funds raised that will go to KPFK/Pacifica and separately to the third party shall be disclosed during the pre-approval process.

Provide details on how the Cash Management Policy will be implemented and by whom.

Public comment was heard for seventeen minutes before the vote. (12:00) [Zoom 01:53:45]

Motion **passed** by a roll call vote: Yes--10, No—9, Abstain—1. [Zoom 02:12:20]

Yes—Aaron, Avalos, Blair, Childs, Jacobsen, Jones, Oyeyipo, von Gunten, Wasserman, Zavala.

No—Benavides, Cruz, De Soto, Novick, Reyes, Rideaux, Roberson, Ulloa, Vasiliev.

Abstain—Strauss.

VIII. PNB COMMITTEE OF INCLUSION (12:27) [Zoom 02:20:02]

Moved from the Committee of Inclusion:

Resolved that the KPFK LSB strongly urge management to record and air welcoming and fundraising/member-recruiting promo messages voiced by diverse members of the KPFK Local Station Board for use during the current fund drive and subsequently, and further resolved that all members of the KPFK LSB use our connections and community engagements to help build an off-air membership drive campaign, with the assistance of station management and staff to craft effective, attractive and professional-appearing branded campaign materials, to seek *en masse* memberships from community, civic and professional organizations, labor unions, faith-based groups, and other membership organizations whose values and goals are consistent with the Pacifica mission and the station's commitment to free speech, peace and justice.

Passed without objection.

IX. OUTREACH COMMITTEE (12:29) [Zoom 02:21:50]

Outreach Committee Chair Bella De Soto reported on recent fund raising activities.

X. PUBLIC COMMENT 3 (12:35) [Zoom 02:28:41]

Public comment was heard for seven minutes.

XI. FUNDRAISING COMMITTEE (12:48) [Zoom 02:41:33]

Committee Chair Jeanine Rohn reported on station phone banking to sign-up lapsed members. The Chair raised the subject of online auctions as a potential source of revenue.

PUBLIC COMMENT 4 (12:54) [Zoom 02:47:30]

Public comment was heard for five minutes.

XII. PROGRAMMING OVERSIGHT COMMITTEE (PrOC)

Omitted.

XIII. UNFINISHED BUSINESS

Omitted.

XIV. NEW BUSINESS

Omitted.

XV. ADJOURNMENT (12:59) [Zoom 02:54:02]

The meeting adjourned at 12:59 PM without objection due to the expiration of time.

The Board reconvened in executive session from 1:09 PM to 3:19 PM by the same electronic means.

Respectfully submitted by John P. Garry III, Secretary
(these minutes were approved on October 16, 2022)

Appendix A—Approved Agenda

September 18, 2022 – Draft LSB Agenda (10:00 A.M) (180 mins)

I. Opening Business (15 mins)

- 1. Call to Order – Roll Call.**
- 2. Land-back Acknowledgement - Compartment.**
- 3. Elect Secretary**
- 4. Appoint Time-keepers.**
- 5. Approve Draft Agenda.**
- 6. Pacifica Mission Statement.**

7. **Excused Absence Requests if any**
8. **Appeal for Funds for KPFK.**
9. **After Action Report on Prior Motions (Budget proposal for next fiscal year)**
10. **Approve draft minutes (see attached)**
11. **Set Time certain for Adjournment (closed session set for 1 PM PDT)**

- II. **Management Report and discussion** (15 mins)
- III. **Public Comment #1** (7.5 mins)
- IV. **PNB Directors' reports and discussion.** (26 mins)
 1. **Evelia Jones** (4 mins)
 2. **A. Lexa (if available)** (4 mins)
 3. **Lawrence Reyes** (4 mins)
 4. **Beth von Gunten** (4 mins)

LSB Member Q & A, discussion (10 mins)

- V. **Public Comment #2** (7.5 mins)
- VI. **PNB Directors' Response to Public Comment.** (8 mins)
- VII. **PNB Committee of Inclusion (motion appended)** (15 mins)
- VIII. **Treasurer and Finance Committee report (See motion in appendix)**(25 mins)
- IX. **Public Comment #3** (7.5 mins)

X. PNB Committee of Inclusion (motion).....(13 min)

- XI. **Outreach Committee.** (5 mins)
- XII. **Fundraising Committee.** (3 mins)
- XIII. **Programming Oversight Committee** (2 min)
- XIV. **Unfinished Business** (20 min)

MOTION TO RESCIND or RECONSIDER the following motion amending the decorum policy:

Whereas virtual/ telephonic LSB and committee meetings being a necessity due the threat of Covid-19,

and Whereas there have been formal complaints made against some LSB Committee chairs muting participants without proper cause,

The KPFK LSB moves to reaffirm their previous meeting decorum policy of:

4. Upon a first minor incident (interrupting a speaker, for example) the Chair would give the member a warning. Upon a second incident, a second warning should be given. Upon a third incident in the same meeting, the Chair may ask the body to consider muting the member for

the remainder of the meeting. Such a request should be voted on immediately and would not be debatable. If the member continues disruptive behavior, s/he will be asked to leave the assembly and, if s/he fails to do so may be barred from future participation. [This amendment to the existing decorum policy was adopted by the LSB Feb. 16, 2022] See motion in appendix

- XV. Public Comment #4 (prior to a vote on the motion to rescind)**
- XVI. New Business**
- XVII. Adjournment**

Motion to rescind a portion of the Decorum Policy

Whereas, the "Meeting Decorum" policy has been used to indiscriminately silence voices of LSB

Finance Committee members by muting them without cause, or false excuse, and

Whereas Roberts Rules of Order and relevant law require that members be audible to each other ((6) Members of the board may participate in a meeting through use of conference telephone, electronic video screen communication, or electronic transmission by and to the corporation (Sections 20 and 21). Participation in a meeting through use of conference telephone or electronic video screen communication pursuant to this subdivision constitutes presence in person at that meeting as long as all members participating in the meeting are able to hear one another.], and

Whereas muting members on a telephonic call also prevents the member from voting,

I Bella De Soto move to rescind the motion on "Meeting Decorum" approved on 2/16/2022." by this body (This motion requires a second and with previous notice requires a majority vote without previous notice it requires a 2/3 vote. It can be moved by anyone regardless of which side you voted on when the motion was approved.)
