### PACIFICA FOUNDATION

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### **Pacifica National Board – Teleconference (Open Session)**

8:30 pm Eastern Time, 7:30 pm Central Time, 5:30 pm Pacific Time Originating in Various Locations

May 21, 2010

## **MINUTES**

- I. Call to Order/ Welcome. PNB Chair George Reiter called this meeting to order at 8:35 pm. (ET)
  - **a. Roll Call/ Quorum.** Staff Recording Secretary, Richard Uzzell called the roll and a quorum was established. Shawn O'Brien agreed to serve as timekeeper.

For Attendance. X Present; Ab Absent; Exc Excused Absence; AL Arrived Late.

KPFA - Berk., Ca.:XShahram AghamirXTracy RosenbergXAndrea TurnerXJoseph Wanzala	KPFK – L.A., Ca.:XShawn O'BrienXLeslie RadfordXSummer ReeseXRicco Ross	KPFT – Houston, Tx.:XBill CrosierXAlberto LueraXGeorge ReiterXRichard Uzzell	WBAI - N.Y., N.Y.:XNia BediakoXKathy DavisXJennifer JaegerXAlex Steinberg
WPFW – Wash. D.C.:XAlonso BrownXCampbell JohnsonXKimory OrendoffXMarcel Reid	<u>AFFILIATES:</u> <u>X</u> Jim Bennett <u>Ab</u> Efia Nwangaza	<u>STAFF &amp; COUNSEL:</u> <u>X</u> Arlene Engelhardt, ED <u>X</u> LaVarn Williams, CFO	

**b.** Agenda Approval. <u>Reiter moved</u> that a report be added from the Finance Committee for 5 minutes, after CFO Report. <u>Johnson moved</u> to remove the "Recalcitrant LSBs" motion from the Agenda. Motion Failed by a vote of 3-12-1. See vote below. HNO, the Agenda, as amended, was Approved.

For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

KPFA - Berk., Ca.: Shahram AghamirN Tracy Rosenberg Andrea TurnerN Joseph Wanzala	KPFK – L.A., Ca.:NShawn O'BrienLeslie RadfordNSummer ReeseNRicco Ross	KPFT – Houston, Tx.:NBill CrosierNAlberto LueraPNVGeorge ReiterNRichard Uzzell	<u>WBAI - N.Y., N.Y.:</u> Y Nia Bediako <u>Ab</u> Kathy Davis <u>N</u> Jennifer Jaeger <u>N</u> Alex Steinberg
WPFW – Wash. D.C.:         Alonso Brown         Y Campbell Johnson         Kimory Orendoff         Y Marcel Reid	<u>AFFILIATES:</u> <u>N</u> Jim Bennett <u>N</u> Efia Nwangaza	Failed, 3-1	12-1.

**II. Executive Director Report.** Pacifica Foundation Executive Director Arlene Engelhardt gave the report. (Audio available on kpftx.org) Discussion followed. <u>Crosier moved</u>

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#### **II. Executive Director Report.** (Con't)

that the issue of on-air announcements to promote elections be referred to the Election Committee. HNO, motion Approved.

Johnson moved The PNB directs the NES and WPFW's LES to conduct a properly witnessed, recount of the WPFW ballots from the 2009 LSB election to determine what had taken place to deny a proper vote count for legitimate candidate, Mark Baker. This candidate provided all the required information, participated in all the candidate forums, provided a 60-second on air statement and was included as a candidate on the printed ballot and had his candidate summary statement included in the documentation. As a result of the problem, listener sponsor members were clearly deprived of having their votes counted. A precedent for this action exists with the circumstances surrounding the 2008 LSB election where the NES made a determination of a lack of a quorum although the election was certified by a prior NES

O'Brien call a Point of Order re: the Election had been certified. The Chair sustained the PO.

The Chair ruled that the motion re: re-count was out of order. <u>Johnson Appealed</u> the ruling of the Chair. The Chair was sustained by a vote of 9-7-4. See vote below.

KPFA - Berk., Ca.:AbShahram AghamirAbTracy RosenbergNAndrea TurnerYJoseph Wanzala	KPFK – L.A., Ca.:YShawn O'BrienLeslie RadfordYSummer ReeseAbRicco Ross	KPFT – Houston, Tx.:YBill CrosierYAlberto LueraPNVGeorge ReiterAbRichard Uzzell	<u>WBAI - N.Y., N.Y.:</u> <u>N</u> Nia Bediako <u>Y</u> Kathy Davis <u>Y</u> Jennifer Jaeger <u>Y</u> Alex Steinberg
WPFW – Wash. D.C.:NAlonso BrownNCampbell Johnson_Kimory OrendoffNMarcel Reid	<u>AFFILIATES:</u> <u>N</u> Jim Bennett <u>Y</u> Efia Nwangaza	Approved,	9-7-4.

For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

**III. CFO Report.** Pacifica Foundation CFO LaVarn Williams gave report. (Audio available at kpftx.org) Discussion followed. Time expired. <u>O'Brien moved</u> to extend for 3 minutes. HNO, motion Approved.

#### **IV.** Committee Reports.

**a. Finance Committee.** Finance Committee Chair Summer Reese gave report. The Committee moved the following Motion:

The PNB approves the allocation and expenditure of up to \$1500 each for signal areas WBAI, WPFW and KPFA to be utilized for advertising in compliance with EEOC guidelines and other expenses necessary to the General Manager Search and Hiring process. This money will be treated as a bill back between the Pacifica National Office and the respective stations.

<u>Reese moved</u> that the amount limit be increased to \$2000. HNO, amendment Approved. HNO, the motion, as amended, Approved.

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V. Introduction of the NES – National Election Supervisor. The ED introduced the new NES, Renee Asteria. Discussion followed and Q&A. Time expired. <u>O'Brien moved</u> to extend for 5 minutes. HNO, motion Approved.

\*\* Reiter stepped-down to present a motion. Joe Wanzala assumed the Chair.

#### VI. Unfinished Business.

**a.** <u>Reiter moved</u> that the ED is requested to put in place the means of moving quickly to broadcast simultaneously on all five stations and as many affiliates as are willing to carry them, events of national interest consistent with our mission, Additional resources as needed should be put into stations that require them to make this possible. Discussion followed. Time expired.

<u>O'Brien moved</u> to extend for 7 minutes. HNO, motion Approved. <u>Reese moved</u> that time extend until the end on of the stack. HNO, motion Approved. <u>Bediako moved</u> to refer to the Program Committee. Motion Approved by a vote of 10-8-2. See vote below.

#### For Votes. <u>Y</u> Yes; <u>N</u> No; <u>Ab</u> Abstained; <u>PNV</u> Present Not Voting.

KPFA - Berk., Ca.:YShahram AghamirNTracy RosenbergYAndrea TurnerPNVJoseph Wanzala	KPFK – L.A., Ca.:NShawn O'BrienYLeslie RadfordNSummer ReeseYRicco Ross	<u>KPFT – Houston, Tx.:</u> <u>N</u> Bill Crosier <u>N</u> Alberto Luera <u>N</u> George Reiter <u>N</u> Richard Uzzell	<u>WBAI - N.Y., N.Y.:</u> <u>Y</u> Nia Bediako <u>Ab</u> Kathy Davis Ab Jennifer Jaeger <u>Y</u> Alex Steinberg
WPFW – Wash. D.C.:NAlonso BrownYCampbell Johnson_Kimory OrendoffYMarcel Reid	AFFILIATES: Y Jim Bennett Y Efia Nwangaza	Approved,	10-8-2.

III. Adjournment. <u>Uzzell moved</u> to adjourn. HNO meeting adjourned at 10:10 pm. (ET).

Minutes Scribed and Prepared by: Richard Uzzell, PNB Recording Secretary

Minutes Approved by the Pacifica National Board:

George Reiter, PNB Chair	January 3, 2011
Witnessed By:	Date: