PACIFICA FOUNDATION RADIO PACIFICA NATIONAL BOARD SPECIAL MEETING From Various Locations via Telephone Conference APPROVED AMENDED APPROVED MINUTES - Special Open Meeting Thursday, September 22, 2016 - 8:30PM ET

I. Call to Order

Chair Tony Norman calls the meeting to order at 8:35 PM ET

[Audio archives of the meeting can be found here:

Part 1 https://kpftx.org/archives/pnb/pnb160922/pnb160922a.mp3 Part 2 https://kpftx.org/archives/pnb/pnb160922/pnb160922b.mp3 Part 3 https://kpftx.org/archives/pnb/pnb160922/pnb160922c.mp3]

A. <u>Roll call and establishment of quorum</u>

Roll call taken by PNB Secretary Janet Kobren		
 P Grace Aaron, KPFK P Johnathan Alexander, KPFK P Wesley Bethune, KPFT A Jim Brown, WPFW P Adriana Casenave, KPFT P Bill Crosier, KPFT P Jose Luis Fuentes-Roman, KPFA P Jan Goodman, KPFK P Janet Kobren, KPFA P Tony Norman, WPFW 	 P Michael Novick, KPFK P Efia Nwangaza, WMXP Affiliate P Vinisha Patel-Adams, KPFT P Ron Pinchback, WPFW P Cerene Roberts, WBAI P Nancy Sorden, WPFW P Themba Tshibanda, Uhuru Radio Affiliate P Margy Wilkinson, KPFA 	
Legend: P = Present at roll call, PL = Late, A = Absent, EA = Excused absence		
Quorum is 10. At roll call, quorum established by 17 directors present (see P's above).		

B. <u>Identify Timekeepers</u> - one for speakers (90 seconds) and one for agenda items

Crosier volunteers to be the timekeeper for speakers

Casenave volunteers to be the timekeeper for agenda items

I. Call to Order (cont.)

C. <u>Excused absences</u>

None

D. <u>Agenda Approval</u>

(30 min.)

Novick moves to approve the agenda

Aaron moves to amend the agenda as follows:

In keeping with the Robert's Rules of Order rule that minority (in this case WBAI LSB members) voices be given adequate opportunity to speak and be heard, be it moved that Frank Le Fever, Shawn Rhodes, Alex Steinberg, Robert Young be allowed to be included in this meeting tonight.

The Chair rules that Aaron's motion to amend the agenda would require a 2/3 vote.

Crosier challenges the Chair's ruling

==> Vote on Crosier's challenge to the ruling of the Chair

Vote Tally:

YES (13): Bethune, Casenave, Fuentes, Kobren, Norman, Novick, Nwangaza, Patel-Adams, Pinchback, Roberts, Sorden, Tshibanda, Wilkinson NO (4): Aaron, Alexander, Crosier, Goodman ABSTAIN (0) PRESENT NOT VOTING (0) Vote Count: 13Y/4N/0A/0PNV

Chair's ruling UPHELD

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I. Call to Order (cont.)

D. <u>Agenda Approval</u> (cont.)

==> Vote on Aaron's motion to amend the agenda to allow Frank Le Fever, Shawn Rhodes, Alex Steinberg, Robert Young to be included in this meeting tonight

Vote Tally:

YES (4): Aaron, Alexander, Crosier, Goodman NO (11): Casenave, Fuentes, Kobren, Norman, Novick, Patel-Adams, Pinchback, Roberts, Sorden, Tshibanda, Wilkinson ABSTAIN (2): Bethune, Nwangaza PRESENT NOT VOTING (0) Vote Count: 4Y/11N/2A/0PNV

Motion by Aaron to amend the agenda to allow Frank Le Fever, Shawn Rhodes, Alex Steinberg, Robert Young to be included in this meeting tonight FAILS (2/3 vote required)

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[See next page for amendment added in to minutes]

I. Call to Order (cont.)

D. <u>Agenda Approval</u> (cont.)

==> Vote on approval of the agenda

HNO

Agenda APPROVED

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E. <u>Minutes Approval</u>

(5 min.)

Casenave moves to approve the 09.15.16 PNB Special OPEN meeting minutes

==> Vote on motion to approve the 09.15.16 PNB Special OPEN meeting minutes

Vote Tally:

YES (15): Aaron, Alexander, Bethune, Casenave, Crosier, Fuentes, Kobren, Norman, Novick, Nwangaza, Patel-Adams, Pinchback, Sorden, Tshibanda, Wilkinson NO (0) ABSTAIN (1): Roberts PRESENT NOT VOTING (0) Vote Count: 15Y/0N/1A/0PNV

Motion to approve the 09.15.16 PNB Special OPEN meeting minutes APPROVED

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II. Discussion of WBAI issues

A. <u>Chair describes the process and ground rules</u>

B. Roll Call for WBAI LSB member guests

Roll call of WBAI LSB member guests taken by PNB Secretary Janet Kobren: P John Brinkley P Eve Moser P Jim Dingeman P Pauline Park P William Heerwagen P Ralph Poynter P Vajra Kilgour P John Riley P Sharonne Salaam P Ken Laufer P Bob Lederer P Lynne Stewart P R. Paul Martin Staff: P Berthold Reimers, WBAI GM

C. <u>Management Reports on WBAI</u>

1. iED Report

(10 mins.)

iED Lydia Brazon gives a report on issues facing WBAI and provides education regarding history of and education regarding an LMA

Roberts moves to extend the agenda item by 10 minutes

==> Chair asks if there are any objections to Roberts' motion to extend the agenda item by 10 minutes

HNO

Amendment to extend the agenda item by 10 minutes APPROVED

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2. WBAI GM Report

(10 mins.)

GM Berthold Reimers gives a report on the status of WBAI

- II. Discussion of WBAI issues (cont.)
 - C. <u>Management Reports on WBAI</u> (cont.)
 - 3. PNB Q&A to iED and GM (10 mins.)
 - 4. WBAI LSB member guests Q&A to iED and GM (10 mins.)
 - D. <u>WBAI LSB member guest presentations</u> (maximum 2 min. each)

All WBAI LSB member guests present give presentations

Casenave moves to extend the meeting by 10 minutes

==> Chair asks if there are any objections to Casenave's motion to extend the meeting by 10 minutes

HNO

Amendment to extend the meeting by 10 minutes APPROVED

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Roberts moves that the present PNB meeting at which, pursuant to the motion of Sept. 1, 2016, WBAI LSB members have been invited as guests, be continued on Thurs., Oct 13, 2016.

Casenave moves to amend Roberts' motion to have both open and closed sessions on October 13th.

Roberts moves to extend the meeting by 5 minutes

THE TELECONFERENCE CALL FAILS. NO VOTES TAKEN ON OUTSTANDING THREE MOTIONS.

Meeting adjourns at 11:31 PM ET, truncated due to technical failure

Respectfully submitted by Janet Kobren, PNB Secretary

Minutes Approved: October 13, 2016

Witness of Approval: Janet Kobren, PNB Secretary

Amended Approved Minutes Approved: November 3, 2016

Witness of Approval: Janet Kobren, PNB Secretary

[See next page for cosmetic amendment added in to minutes]

Agenda items and motions not reached during the meeting prior to adjournment:

II.	Disc	cussion of WBAI issues	
	Ε.	PNB Q&A to WBAI LSB member guest presenters	(10 mins.)
	F.	PNB Discussion and Action Items	(45 mins.)
III.	Adj	ourn	(by 11:30 PM ET)