

Approved minutes - *Open Session*
Pacifica National Board Session
Teleconference Meeting
Thursday, September 21, 2023, 8:30 pm ET
All times are Eastern Time
(meeting notice appended to the end of this agenda)
Directors:

Teresa J. Allen, KPFT, Listener p Adriana Casenave, KPFT, Listener p Jim Dingeman, WBAI, Listener p Vanessa Dixon-Briggs, WPFW, Listener p Fred Dodsworth, KPFA, Listener p William Foster Jr., Affiliate a excused Sue Goodwin, WPFW, Staff p Heather Gray, WRFG, Affiliate p Donna Grimes, WPFW, Listener p Julie Hewitt, WPFW, Listener p Evelia Jones, KPFK, Listener p	Ali Lexa, KPFK, Staff p Marianne Martinez, KPFT, Listener p James McFadden, KPFA, Listener p Darlene Pagano, KPFA, Staff a excused Shawn Rhodes, WBAI, Staff p James Sagurton, WBAI, Listener p Sharonne Salaam, WBAI, Listener p Akio Tanaka, KPFA, Listener p Beth von Gunten, KPFK, Listener p Egberto Willies, KPFT, Staff p
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Others:

Stephanie Wells, Executive Director p
Arthur Schwartz, Pacifica Counsel p
Nancy Sorden, Secretary p

1. Preliminary Items

A. **Call to Order** by Chair

B. **Roll Call**

C. **Report-out** from the executive session of September 7, 2023 meeting of the PNB:

The PNB met in closed session to discuss confidential personnel and contractual matters and took no action.

D. Excused Absences; Dingeman moved to excuse all; Grey seconded.

Excused all without objection.

Lexa, Willies, Grimes, Dodsworth, and Casenave joined the meeting.

E. Identify Timekeepers McFadden (people); Gray (items)

2. **Agenda approval** for the open portion of the agenda; Moved by Chair; Dodsworth seconded
Approved without objection

3. **Approved minutes** of open sessions from Sept. 7, 2023; Salaam moved; Grimes seconded.

Correction of version sent to PNB, as noted by Sorden, was approved without objection.

Approved corrected version without objection.

Tanaka joined the meeting.

4. Issue of Disqualification of Candidates at WBAI

Dixon-Briggs joined the meeting.

Chair relayed Fair Campaign rules about being on-air. OK for staff candidates, but not listener candidates. It is only OK for listener candidates to be on-air in candidate forums, when all candidates are given an equal opportunity to speak on-air.

The NES’s remedies for violations of this rule were discussed.

5. KPFK LSB Committee Elections Issue

Reports were given from Allen, Casenave, Dixon-Briggs, and von Gunten

Discussion point: Pacifica’s General Council Schwartz said you can’t be absent from a non-meeting.

Chair moved

That the committee will meet by Oct 2 and that Lexa and von Gunten be added as members of the Investigative Committee.

And the Investigative Committee will give a report on this issue at Oct 5th, 2023 meeting of PNB.

Gray seconded.

Discussion point: Allen cited passage from Roberts rules of order 12th edition that meetings that do not meet quorum are meetings that must be adjourned immediately.

Motion PASSED without objection

6. ED Report and Q & A

a. Update on CABs at Pacifica Stations

7. General Counsel Report and Q & A

Another bequest to WBAI is coming when a bldg. in Park Slope is sold.

8. Motion from Strategic Planning Committee – item carried forward

9. Motion on Community Advisory Boards from Strategic Planning Committee (see APPENDIX) - item carried forward

10. Unfinished business

a) Protocol for Members to Voice Concerns about Staff, from 7/20/2023 - item carried forward

b) Cleaned up version of Underwriting motion from 11/17/2022 - item carried forward

11. New Business - none

12. Motion to Move into Executive Session Moved at 10:40 Passed without objection.

Taken off the stream at 10:41 pm

APPENDIX

===== **FOR OPEN SESSION** =====

8. Motion on Community Advisory Boards from SPC

The Strategic Planning Committee of the PNB recommends that the Executive Director gather fundraising and audience data from the stations. This information should be as granular as can be, with details about what shows are raising money as well as which premiums are functioning to increase revenue on an hourly basis. It should cover the entire 24/7 grid of each station.

This information is necessary to reinforce the grids and help decision making as to what the current state of health of the Foundation is. This financial data supplements the motions made in this regard in 2022 and 2023. This information needs to be supplied in the next two weeks to the ED starting from September 21, 2023.

9. Motion on Community Advisory Boards from SPC

WHEREAS, the Pacifica National Board (PNB) has resolved to pursue actively Community Service Grants (CSG's) and other programs offered by the Corporation of Public Broadcasting to support public and community broadcasting throughout the United States. One of the requirements for successfully completing the application process is to prove that Community Advisory Boards are set up and functioning with PROOF of their existence,

The CPB requires that the recipient annually certify "their compliance with the CAB requirements. This certification is a part of CPB's required CSG Agreement and Certification of Eligibility."

BE IT RESOLVED that all Local Station Boards are required to give an update in writing as to the status of the Community Advisory Boards at each station, KPFA, KPFT, WBAI, WPFW and KPFK by the next regularly scheduled meeting of the PNB. This report should include written confirmation of the following facts:

A-Does a community advisory board exist?

B-What is its composition?

C-How was it formed?

D-How many times has it met during the past year?

E-Does it meet at "regular intervals annually"?

F-Do its members regularly attend its meetings?

G-Is its composition "reasonably representative of the diverse needs and interests of the communities served by such station." ?

H-Has it reviewed "the programming goals established by the station, the service provided by the station, and the significant policy decisions rendered by the station." ?
Do such reports exist in writing?

I-Is there proof of the announcement of CAB meetings to the public via save Mp3's, engineer logs, website postings and other forms of verification?

J-Has the CAB advised the "the governing body of the station with respect to whether the programming and other policies of the station are meeting the specialized educational and cultural needs of the communities served by the station"?

K-Has the CAB made in written and oral form any " recommendations as it considers appropriate to meet such needs."?

L-What rules do the CABs practice regarding absences, latenesses and removing members who do not participate?

10a. Discussion on Protocol for Members to Voice Concerns about Staff

Sample website content that would be required on every unit's webpage:

Members who wish to voice concerns about staff or programs can send an email to concerns@pacific.org. Station staff report to the General Manager, who reports to the Executive Director, who reports to the Pacifica National Board. Concerns about staff are generally personnel issues which should be handled by management rather than elected delegates or directors. Management will routinely monitor emails sent to concerns@pacific.org and ensure that the appropriate actions are taken. Concerns about Pacifica policy can be sent to the LSB (insert station's LSB email) or to the PNB (pnb@pacific.org) as appropriate. Delegates serve as volunteers and will take up your concerns as time and priorities permit.

MEETING NOTICE:

Thursday, September 21, 2023

Pacifica National Board

Purpose: The second regular meeting of the month. Part of the meeting may be closed.

Agenda

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Nancy Sorden

Posted: 07/27/2023 - 10:34 PM

8:30 PM ET

Teleconference

Committee Members

nancy.sorden@wap.org

Updated :07/27/2023 - 10:34
PM

Minutes approved at Oct 5, 2023 meeting of PNB