

## 2006-01-20 PNB Meeting Minutes

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PNB Teleconf. Open Session Minutes

January 20, 2006

Meeting was called to order at 8:20 p.m. EST

Roll Call was taken by secretary. 15 members were present on the call. Absent were Directors Durlin, Pierce, Walker, Saba, and Shakir. Directors Williams, Minsky, and Schroell later joined the call.

Director Lane moved to approve the agenda. Motion was seconded.

Director Lederer moved to extend the ES discussion by 20 minutes for the PNB Washington, D.C. meeting. Seconded. Passed w/o objection.

Director Lederer moved to extend the discussion by 20 minutes to approve the minutes before the PNB (12 sets). Seconded. Passed w/o objection.

Approval of Minutes

POO Director Lederer moved to rescind minutes of September 29, 2005.

Director Lederer moved to strike all individual comments.

Director Heffley amended Director Lederer motion to leave the for the record comment made by Director M. Warren directed to Director Heffley. Seconded. Heffley amendment passed 10 Yes, 6 No.

Reconstituted Lederer/Heffley Motion. Moved to strike all individual comments except for the for the record comment made by Director M. Warren directed to Director Heffley. Motion passed without objection.

Director Adelson moved to extend time by 10 minutes.

Director D. Warren moved and Director Adelson seconded the approval of all open session minutes as follows:

Approval of Opens

Session Minutes

Date  
Type  
Approved

2  
January 10, 2006  
Open  
1-20-06

4  
December 19, 2005  
Open  
1-20-06

7  
November 28, 2005  
Open  
1-20-06

11  
October 29, 2005  
Open  
1-20-06

12  
October 28, 2005  
Open  
1-20-06

September 29, 2005  
Open  
1-20-06

#### PNB Meeting

Coordinating Committee Report recommended the invitation of the PNB chairs to the Washington, D.C. PNB Meeting.

Question called by Director Walker. Board voted to end debate 11 Yes, 5 No.

Coordinating Committee Report recommended the invitation of the PNB chairs to the Washington, D.C. PNB Meeting. Passes 10 Yes, 4 No.

From the Coordinating Committee Report

- Overview of Pacifica Mission and Board and Staff Introductions Facilitated by Ambrose Lane
- Relationship and National and Local units Facilitated by Ambrose Lane and Dave Adelson
- Governance vs. Mgmt Facilitated by Greg Guma
- Recent Board Experiences Successes and Pitfalls Facilitated by Lydia Brazon and Patty Heffley
- Board Priorities Facilitated by Ray Laforest and Lavarn Williams

Moved to invite attorney to sit with board to discuss the FCC board responsibilities to 4 hours . Seconded. Motion fails. 1 Yes, 13 No, 3 abstained, 4 absent/no vote, 1 chair.

Moved to invite attorney to sit with board to discuss the FCC board responsibilities to 3 hours . Seconded. Motion passes. 10 Yes, 2 No, 4 abstained, 5 absent/no vote, 1 chair.

Director Adelson moved to add Director Robinson as facilitator for final section on network segments. Seconded. Passed without objection.

Move to extend by 10 minutes by Director Lederer. Passed w/o objection.

Director Lederer moved that HR Director be invited to meeting and to join the two attorneys to present points of legal issues of personnel issues that affect the board. Seconded. Passes 12 Yes, 1 No, 3 abstained, 5 absent/no vote, 1 chair.

For the Record Director Allen requests that it be noted for the record that she asks IED to request HR Director to combine her training with the PNB with training of the WPFW staff (in diversity, anti-racism, sexual harassment issues, confidentiality, ADA or some other relevant issues).

POO Director Adelson. Amount needs to be specified to bring HR Director to the PNB in Washington, D.C.

POO Director Randhawa. Is this common practice to comment on the financial obligations. Per chair, not common practice.

Move to extend by 10 minutes by Director Lederer. Seconded. Passed w/o objection.

Director Lederer moved to remove number 5 board priority facilitated by Ray Laforest and Lavarn Williams from executive session to open session. Seconded. Passed without objection.

POO Director Schroell. Can Director Lederer repeat what he said? Chair repeated motion by Director Lederer to remove number 5 board priority facilitated by Ray Laforest and Lavarn Williams from executive session to open session .

POO Director Williams. Need to do a follow-up presentation to board priorities.

Chair addressed the other recommendations from the coordinating committee:

- Overview of Pacifica Mission and Board and Staff Introductions  
Facilitated by Ambrose Lane. Designated one hour. Passed w/o objection.
- Relationship and National and Local units Facilitated by Ambrose Lane and Dave Adelson. One hour. Passed w/o objection.
- Governance vs. Mgmt Facilitated by Greg Guma. Passed w/o objection.
- Recent Board Experiences Successes and Pitfalls Facilitated by Lydia Brazon and Patty Heffley. One Hour. Motion fails 6 Yes, 7 No, 4 Abstained, 4 absent/no vote, 1 Chair.

Director Adelson called all pending questions (see above). No objection to ending debate. Chair asked for a vote on each question.

Motion to adjourn. Open Session ended at 10:15 p.m. EST

Meeting Adjourned

Submitted by Donna J. Warren, Secretary to the PNB on January 20, 2006.