

## **Minutes of the KPFK Delegates Meeting of December 7, 2014**

A KPFK Delegates Meeting was held on Sunday, December 7, 2014, 5:37 PM, at the Aris and Carolyn Anagnos Peace Center, 3916 Sepulveda Blvd., Culver City, CA 90230, the Chair (Michael Novick) being in the chair and the Secretary (John P. Garry III) being present. No minutes were approved.

**Twenty-four members were present**, constituting a full board: Chuck Anderson, Ankine Antaram, Rodrigo Argueta, Fred Blair, Lydia Brazon, Steve Brooks, Chris Condon, John Cromshow (arrived 5:40), Aryana Gladney, Luis Garcia y Ayvens (arrived 6:03), Tej Grewall, Kim Kaufman, Fred Klunder, Jim Lafferty, Chipasha Luchembe, Brenda Medina, Dutch Merrick, Michael Novick, John Parker, Steve Pride, Lawrence Reyes, Ron Spriestersbach, John Wenger, Lamont Yeakey (arrived 6:04).

**Also present:** Terry Goodman (Election Teller), Grace Aaron (former Pacifica Executive Director) and members of the public.

**Authority and Notice:** This meeting was authorized by the Delegates Chair and noticed to the Delegates via e-mail on November 5, 2014 (see Appendix A). A notice was posted on KPFTX.org on November 6, 2014. Automated e-mail notifications from pnb@kpftx.org were sent to Board members on December 5, 2014 and the day of the meeting.

**Audio Recording:** Available at KPFK.org and KPFTX.org (<http://kpftx.org/archive.php>).

[Audio Part 1: kdelegates141207a.mp3]

### **I. CALL TO ORDER / OPENING BUSINESS**

#### **I.a. CALL TO ORDER (5:37)**

The meeting was **called to order** by the Chair at 5:37 PM.

#### **I.b. ROLL CALL (5:38)**

An initial quorum of 21 was established.

#### **I.c. ANNOUNCEMENT OF DELEGATES OFFICERS (CHAIR, SECRETARY)**

Omitted.

#### **I.d. GROUND RULES FOR COMMUNICATION (5:39)**

The Chair reiterated principles for Board communication and public participation.

#### **I.e. EXCUSED ABSENCE REQUESTS (5:39)**

None submitted.

I.f. DESIGNATE TIMEKEEPER / ESTABLISH TIME LIMIT FOR SPEAKERS (5:40)

Klunder volunteered to be the timekeeper.

Wenger **moved**: There shall be a two-minute time limit for individual speakers. Lafferty seconded. Motion **failed** by a show of hands: Yes—9, No—9, Abstain—unrecorded.

The previous speaking limit of 90 seconds was adopted without objection.

Condon **moved**: The Chair shall be removed for bias.  
Motion **failed** by a show of hands: Yes—2. Full tally not recorded.

I.g. AGENDA APPROVAL (5:45)

Lafferty **moved approval** of the Agenda. Merrick seconded.

Kaufman **moved to amend**: Remove the tabled 11-20-2013 Unquorumed Meeting minutes from the agenda. **Passed** without objection.

Kaufman **moved to amend**: “Motions / Amendments” shall be deleted from II.c.  
Brazon seconded. **Passed** without objection.

Brazon **moved to amend**: Reverse the order of the censure motions. Grewall seconded.  
**Passed** without objection.

The amended agenda was **approved** without objection (see Appendix A).

I.g. MINUTES APPROVAL (5:51)

Merrick **moved approval** of the minutes of 10-18-2014, which were forwarded electronically to the Board prior to the meeting. Lafferty seconded. No vote taken due to the eventual expiration of time.

Kaufman **moved to correct** the minutes. After discussion Lafferty **called the question**.

Motion to correct the minutes **failed** by a show of hands: Yes—0. Full tally not recorded.

**Point of order** from Cromshaw: Members should be allowed to correct the minutes.

Kaufman **moved to extend** minutes approval sufficiently to move additional corrections.  
Condon seconded.

Motion **failed** by a roll call vote (2/3 required): Yes—9, No—13, Abstain—0.

Yes—Blair, Brooks, Condon, Cromshow, Kaufman, Luchembe, Pride, Wenger, Yeakey.  
 No—Anderson, Argueta, Brazon, Garcia y Ayvens, Gladney, Grewall, Klunder, Lafferty, Medina, Merrick, Parker, Reyes, Spriestersbach.

Brazon **moved to table** minutes approval. Merrick seconded.  
 Minutes approval **tabled** by a roll call vote: Yes—16, No—4, Abstain—2.

Yes—Anderson, Argueta, Brazon, Cromshow, Garcia y Ayvens, Gladney, Grewall, Klunder, Lafferty, Luchembe, Medina, Merrick, Parker, Pride, Reyes, Spriestersbach.  
 No—Brooks, Condon, Kaufman, Yeakey.  
 Abstain—Blair, Wenger.

## II. MOTION TO REMOVE PNB DIRECTOR KIM KAUFMAN (6:14)

### II.a. READING OF THE MOTION BY LYDIA BRAZON (6:14)

Brazon read the motion and motivated:

Whereas Pacifica National Board Director Kim Kaufman, was one of the plaintiffs in a lawsuit against the Pacifica Foundation Radio and 12 of its Directors, resulting in legal expenses for the Foundation and,

Whereas Director Kim Kaufman destroyed resumes from the KPFK PD search, property of the Pacifica Foundation Radio, possibly resulting in exposure to penalties by EEOC and FCC and,

Whereas Director Kim Kaufman boycotted the August KPFK LSB and Delegates meetings, scheduled to consider the KPFK budget and a bylaws amendment passed by the PNB respectively,

Resolved that Kim Kaufman should therefore be removed as Director on the Pacifica National Board as she has exhibited conduct that is adverse to the best interests of the Foundation.

### II.b. RESPONSE BY KIM KAUFMAN (6:20)

Kaufman responded to the motion.

**Point of order** from Condon: We are obligated to conduct this in closed session if Kaufman wants it in closed session. The Chair ruled that closed sessions require prior notice and allowed the meeting to proceed in open session.

### II.c. BOARD DISCUSSION (6:30)

Discussion proceeded, alternating between pro and con statements. **Point of order** from Kaufman (referring to a speaker): This is outside any allegation. The Chair asked the member to limit his discussion to the motion.

[Audio Part 2: kdelegates141207b.mp3]

Discussion continues.

#### II.d. PUBLIC COMMENT I (7:00)

Public comment was heard for nine minutes.

#### II.e. FINAL STATEMENT BY BRAZON (7:09)

Brazon made a final statement in favor of the motion.

#### II.g. FINAL STATEMENT BY KAUFMAN (7:15)

Kaufman made a final statement in opposition to the motion.

#### II.h. FINAL VOTES (7:19)

Motion to Remove Director Kaufman **failed** by a roll call vote (2/3 required):

Yes—14, No—9, Abstain—0.

Yes—Anderson, Argueta, Brazon, Garcia y Ayvens, Gladney, Grewall, Klunder, Lafferty, Medina, Merrick, Novick, Parker, Reyes, Priestersbach.

No—Antaram, Blair, Brooks, Condon, Cromshow, Luchembe, Pride, Wenger, Yeakey.

Present not voting—Kaufman.

[Audio Part 3: kdelegates141207c.mp3]

### III. CENSURE MOTION 1 (7:26)

#### III.a. READING OF MOTION TO CENSURE LYDIA BRAZON (7:26)

The Chair read the motion:

The KPFK Delegates censure Lydia Brazon, listener-sponsor member LSB, Director, Pacifica National Board, for participating in, or instigating, an improperly and illegally called meeting to consider the removal of Kim Kaufman from the Pacifica National Board that violates the Pacifica bylaws and Robert’s Rules of Order for due process requirements.

In response to an email from nine LSB members requesting proper charges be given to Kim Kaufman 30 days in advance of a meeting and a proper and fair procedure be laid out in advance of a meeting. Lydia wrote an email on October 12 to the LSB citing, in very broad and vague, non-specific terms, three events that happened outside of an LSB meeting and one which occurred over a year ago, saying, in part, “the conduct has been known to you and to the members of the body for a period beyond the 30 days.” This violates Section 63, page 656, lines 1-6 of Robert’s Rules of Order: “A member or officer has the right that allegations

against his good name shall not be made except by charges brought on reasonable ground. If thus accused, he has the right to due process—that is, to be informed of the charges and given time to prepare his defense, to appear and defend himself and to be fairly treated.” It violates the Pacifica Bylaw Article Five, Section 7, “Removal of Directors,” specifically that “the Director shall be afforded reasonable and appropriate due process according to the circumstances, including notice and an opportunity to be heard.”

Lydia also states in her email: “I believe this to be less about the facts...” which violates RRO section 63, page 662, line 32—“the “managers” at the trial...have the task of presenting the evidence against the accused...Their duty, however, is not to act as prosecutors--in the sense of making every effort to secure conviction but rather to strive that the trial will get at the truth and that, in the light of all the facts brought out, the outcome will be just.”

Condon **moved to amend**: “LSB” shall be replaced by “Delegates.”  
**Passed** without objection. Condon motivated the motion.

### III.b. RESPONSE BY LYDIA BRAZON (7:32)

Brazon responded to the motion.

### III.c. BOARD DISCUSSION (7:35)

Discussion proceeded, alternating between pro and con statements.  
 Lafferty **called the question**. Priestestersbach seconded. Discussion ended without objection.

### III.d. PUBLIC COMMENT II (7:41)

Public comment was heard for four minutes

### III.e. FINAL VOTES (7:45)

Motion **failed** by a roll call vote: Yes—4, No—14, Abstain—4.

Yes—Brooks, Condon, Kaufman, Wenger.

No—Anderson, Antaram, Argueta, Garcia y Ayvens, Gladney, Grewall, Klunder, Lafferty, Medina, Merrick, Novick, Parker, Reyes, Priestestersbach.

Abstain—Blair, Cromshow, Pride, Yeakey.

Present not voting—Brazon.

### IV. MOTION TO CENSURE TEJ GREWALL (7:49)

Condon **moved to table** the motion to censure (which was not read, see Appendix C for text).  
 Priestestersbach seconded.

Motion **tabled** by a roll call vote: Yes—16, No—6, Abstain—0.

Yes—Anderson, Antaram, Argueta, Blair, Brazon, Condon, Cromshow, Garcia y Ayvens, Gladney, Klunder, Lafferty, Merrick, Novick, Parker, Pride, Spriestersbach.

No—Brooks, Kaufman, Medina, Reyes, Wenger, Yeakey.

Present not voting—Grewall.

Novick **moved to schedule** a Delegates Meeting for Sunday, January 25, 2015, 1:00 PM (for election of Directors). Brazon seconded. After discussion Brazon **called the question**. Discussion ended without objection.

Motion **passed** by a show of hands: Yes—15, No—1, Abstain--2.

The Chair announced a KPFK Quiet Campaign for fundraising and encouraged Board participation. There was an impromptu discussion of the Comnet telephone pledge service.

The meeting **adjourned** without objection at 8:05 PM.

Respectfully submitted by John P. Garry III, Secretary  
(these minutes were approved on July 19, 2015)

\*\*\*\*\*

#### Appendix A—Public Notices

Emailed by Michael Novick to the Board on November 5, 2014:

As elected chair of the KPFK delegates' assembly, and pursuant to the motion passed at the last meeting of the delegates to postpone further consideration of the motion to remove director Kim Kaufman until the next meeting, I am giving notice that the meeting of the KPFK delegates is scheduled on Sunday, December 7, 2014 at 5:30 PM at 3916 S. Sepulveda Blvd., Culver City, CA 90230 to consider the removal of Director Kim Kaufman as PNB Director. In the event Director Kaufman is removed from the PNB, an election of a PNB Directors shall take place at the same meeting immediately following the removal process, per the bylaws calling for immediate replacement.

\*\*\*\*\*

#### Appendix B—Approved Agenda

- I. Call to Order / Opening Business (10 min total)
  - a) Call to Order
  - b) Roll Call / Establish Quorum
  - c) Announcement of Delegates Officers (Chair, Secretary)
  - d) Ground rules for communication
  - e) Excused Absence Requests
  - f) Designate timekeeper, establish time limit for speaking
  - g) Agenda Approval

h) Minutes Approval (10-18-2014)

II. Motion to Remove PNB Director Kim Kaufman (90 min total)

- a) Reading of the Motion and Motivation by Lydia Brazon (10 min)
- b) Response by Kim Kaufman or Designee (10 min)
- c) Board Discussion (40 min)
- d) Public Comment (10 min)
- e) Final Statement by Brazon (5 min)
- f) Final Statement by Kaufman or Designee (5 min)
- g) Final Votes (10 min)
- h) Election of PNB Director (if necessary)

III. Censure Motion 2 (40 min total)

- a) Reading of Motion to Censure Lydia Brazon (5 min)
- b) Response by Lydia Brazon (5 min)
- c) Board Discussion (15 min, pro vs. con stack)
- d) Public Comment (10 min)
- e) Final Votes (5 min)

VI. Censure Motion 1 (40 min total)

- a) Reading of Motion to Censure Tej Grewall (5 min)
- b) Response by Tej Grewall (5 min)
- c) Board Discussion (15 min, pro vs. con stack)
- d) Public Comment (10 min)
- e) Final Votes (5 min)

\*\*\*\*\*

Appendix C--Motion from Condon noticed at the October 18, 2014 LSB Meeting:

Censure Motion for Tej Grewall (staff representative, LSB Chair)

“That the KPFK LSB censures Tej Grewall, staff member, Chair, LSB for improperly calling a Delegates Assembly to remove Kim Kaufman as a Director to the Pacifica National Board, but with no specific written charges given and without proper procedure according to the Pacifica Bylaws and Roberts Rules of Order, which governs the Foundation. This violates Pacifica Bylaws Article Five, Section 7, “Removal of Directors,” specifically that “the Director shall be afforded reasonable and appropriate due process according to the circumstances, including notice and an opportunity to be heard,” as well as parts of Sections 61 and 63 of Robert’s Rules of Order as to proper procedures for an investigation and trial. Most particularly, in section 63, “the Secretary should immediately send to the accused by registered mail a letter notifying him/her of the date, hour and place of the trial, containing an exact copy of the charge(s)...”

Furthermore, Tej Grewall improperly represented herself in noticing this meeting as the “Chair of the Assembly of Delegates of KPFK.” This position does not commonly exist

cannot be found in the Pacifica Bylaws, and if that body did, in fact, elect a person to said position, that action must be specified in approved Minutes of the KPFK Delegates Assembly.

\*\*\*\*\*