

Proposed

PACIFICA FOUNDATION

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Pacifica National Board – Teleconference (Executive Session)

8:00 pm Eastern Time, 7:00 pm Central Time, 5:00 pm Pacific Time

Originating in Various Locations

November 22, 2009

MINUTES

**** CONFIDENTIAL – NOT FOR PUBLIC RELEASE ****

I. Call to Order/ Opening Business. PNB Chair Grace Aaron called meeting to order at 8:05 pm (ET). Shawn O'Brien served as timekeeper.

a. Roll Call/ Quorum. Staff Recording Secretary, Richard Uzzell called the roll and a quorum was established

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

KPFA - Berk., Ca.:	KPFK – L.A., Ca.:	KPFT – Houston, Tx.:	WBAI - N.Y., N.Y.:
X Sherry Gendelman	X Grace Aaron	X George Reiter	X Nia Bediako
X Bonnie Simmons	X Shawn O'Brian	X Sandra Rawline	X Carolyn Birden
X Andrea Turner	X Leslie Radford	X Wendy Schroell	X Kathy Davis
X Joseph Wanzala	X Ricco Ross	X Susan Young	X James Ross

WPFW – Wash. D.C.:	AFFILIATES:	STAFF & COUNSEL:
X Jim Brown	X David Beaton	X Ricardo deAnda, Int. Gen. Counsel
Ab Acie Byrd	X Efia Nwangaza	X LaVarn Williams, CFO
X Luzette King		
X Billy Ray Edwards		

b. Agenda Approval. Chair asked if there were any additions or changes proposed for the Agenda. Rawline moved to remove all censures from Agenda. HNO, motion Approved. Reiter moved to add legal at WBAI at 2c. and to add 10 minutes for that. HNO, motion Approved. Bediako move to add Recall at 2d. HNO, motion Approved. Reiter moved approval of the Agenda [as amended]. HNO, motion Approved.

c. Minutes. O'Brien moved to postpone Minutes until next meeting. HNO, motion Approved.

Wanzala became Chair.

II. Legal Matters. IGC Ricardo deAnda reported.

a. Matters related to new ED. DeAnda had been in contact with Engelhardt and shared their conversations about time lines, needed moving and interim housing needs. Gendelman moved that Pacifica provide the new ED Arlene Engelhardt with \$6000 to cover her moving expenses and additional funds not to exceed two months of rent while

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she looks for housing. Discussion followed. Nwangaza moved to substitute to say that Pacifica provide housing for 4-6 weeks for a set amount based on market value, the rate set and the amount forwarded to Engelhardt. Discussion followed. Substitute motion Failed by a vote of 6-9-4. [See Below.]

For Vote. Y Yes; N No; Ab Abstain; PNV Present No Voting.

KPFA - Berk., Ca.:	KPFFK – L.A., Ca.:	KPFT – Houston, Tx.:	WBAI - N.Y., N.Y.:
N Sherry Gendelman	Grace Aaron	Y George Reiter	N Nia Bediako
N Bonnie Simmons	Y Shawn O’Brian	Ab Sandra Rawline	N Carolyn Birden
N Andrea Turner	N Leslie Radford	Ab Wendy Schroell	Y Kathy Davis
PNV Joseph Wanzala	Ricco Ross	N Susan Young	Y James Ross

WPFW – Wash. D.C.:	AFFILIATES:	
N Jim Brown	Y David Beaton	Failed, 6-9-4
Ab Acie Byrd	Y Efia Nwangaza	
Y Luzette King		
Ab Billy Ray Edwards		

Radford moved to divide Moving Expenses and Housing Expenses. HNO, motion Approved. HNO, the first part, Moving Expenses – “that Pacifica provide the new ED Arlene Engelhardt with \$6000 to cover her moving expenses,” Approved.

Time expired. Gendelman moved to extend for 5 minutes. HNO, motion Approved. The second part, Housing Expenses – “that Pacifica provide the new ED Arlene Engelhardt additional funds not to exceed two months of rent while she looks for housing.” voted Approved, 14-3-2. [See Below.]

For Vote. Y Yes; N No; Ab Abstain; PNV Present No Voting.

KPFA - Berk., Ca.:	KPFFK – L.A., Ca.:	KPFT – Houston, Tx.:	WBAI - N.Y., N.Y.:
Y Sherry Gendelman	Grace Aaron	Y George Reiter	Y Nia Bediako
Y Bonnie Simmons	N Shawn O’Brian	Y Sandra Rawline	N Carolyn Birden

Y	Andrea Turner		Y	Leslie Radford		Y	Wendy Schroell		Y	Kathy Davis
PNV	Joseph Wanzala			Ricco Ross		Y	Susan Young		Y	James Ross

WPFW – Wash. D.C.:		AFFILIATES:			
Y	Jim Brown	Y	David Beaton	Approved, 14-3-2	
Y	Acie Byrd	N	Efia Nwangaza		
Ab	Luzette King				
Ab	Billy Ray Edwards				

b. WBAI Law Suit by the JUC. Among other issues, to nullify the 2009 WBAI LSB election, stop the current vote and re-instating Fire PD and stopping ED search. No action taken.

Time expired. O’Brien moved to extend for 5 minutes. HNO, motion Approved.

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c. Delegate Recall Procedures.

O’Brien moved that the “Recall” discussion be moved to Open Session. Young moved to amend to add “after the validity of the petition has been judged. HNO, the motion to amend, Approved. The motion to move to Open Session [as amended] voted Approved, 10-5-4. [See Below.]

For Vote. Y Yes; N No; Ab Abstain; PNV Present No Voting.

KPFA - Berk., Ca.:		KPFK – L.A., Ca.:		KPFT – Houston, Tx.:		WBAI - N.Y., N.Y.:	
Ab	Sherry Gendelman	PNV	Grace Aaron	Y	George Reiter	N	Nia Bediako
Y	Bonnie Simmons	Y	Shawn O’Brian		Sandra Rawline	Y	
	Carolyn Birden						
N	Andrea Turner	N	Leslie Radford	Ab	Wendy Schroell	Y	Kathy Davis
Y	Joseph Wanzala		Ricco Ross	Ab	Susan Young	Ab	James Ross

WPFW – Wash. D.C.:		AFFILIATES:		
N	Jim Brown	Y	David Beaton	Approved, 10-5-4
N	Acie Byrd	Y	Efia Nwangaza	
Y	Luzette King			
Y	Billy Ray Edwards			

III. Report Out. The Pacifica National Board decided that the discussion about the Delegate Recall Procedure shall be held in Open session.

IV. Adjourned. Young moved to set the date of the next meeting as Dec. 6 and to adjourn.

O'Brien moved to amend to make that meeting a Continuation Meeting: that motion Failed by a vote of 8-9-2. [See Below]. HNO, The original motion Approved and the meeting was adjourned at 10:25 pm (ET) with the next meeting being December 6, 2009.

For Vote. Y Yes; N No; Ab Abstain; PNV Present No Voting.

KPFA - Berk., Ca.:		KPFK - L.A., Ca.:		KPFT - Houston, Tx.:		WBAI - N.Y., N.Y.:
N Sherry Gendelman		PNV Grace Aaron		Ab George Reiter		N Nia Bediako
N Bonnie Simmons	Y	Shawn O'Brian		Sandra Rawline		Y
Carolyn Birden						
N Andrea Turner	N	Leslie Radford	N	Wendy Schroell	Y	Kathy Davis
Y Joseph Wanzala		Ricco Ross		N Susan Young		Y James Ross

WPFW - Wash. D.C.: AFFILIATES:
 N Jim Brown Y David Beaton Failed, 8-9-2
 N Acie Byrd Y Efia Nwangaza
 Y Luzette King
 Ab Billy Ray Edwards

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

Minutes Approved by the Pacifica National Board:

 Witnessed By: Date: