

Pacifica National Board – Teleconference (Open Session)

8:30 pm Eastern Time, 7:30 pm Central Time, 5:30 pm Pacific Time

Originating in Various Locations

July 30, 2010

MINUTES

I. Call to Order/ Welcome. PNB Chair George Reiter called this meeting to order at 8:45 pm. (ET)

a. Roll Call/ Quorum. Staff Recording Secretary, Richard Uzzell called the roll and a quorum was established. Campbell Johnson agreed to serve as timekeeper.

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

<u>KPFA - Berk., Ca.:</u>	<u>KPFK – L.A., Ca.:</u>	<u>KPFT – Houston, Tx.:</u>	<u>WBAI - N.Y., N.Y.:</u>
<u>X</u> Shahram Aghamir	<u>Ab</u> Shawn O’Brien	<u>X</u> Bill Crosier	<u>X</u> Nia Bediako
<u>X</u> Tracy Rosenberg	<u>Ab</u> Leslie Radford	<u>X</u> Alberto Luera	<u>X</u> Kathy Davis
<u>X</u> Andrea Turner	<u>Ab</u> Summer Reese	<u>X</u> George Reiter	<u>X</u> Jennifer Jaeger
<u>Ab</u> Joseph Wanzala	<u>X</u> Ricco Ross	<u>X</u> Richard Uzzell	<u>Ab</u> Alex Steinberg
<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>	<u>STAFF & COUNSEL:</u>	
<u>X</u> Alonso Brown	<u>X</u> Jim Bennett	<u>X</u> Arlene Engelhardt, ED	
<u>X</u> Campbell Johnson	<u>Ab</u> Efia Nwangaza	<u>X</u> La Varn Williams, CFO	
<u>Ab</u> Kimory Orendoff		<u>X</u> Ricardo deAnda, GC	
<u>X</u> Marcel Reid			

b. Agenda Approval. Bediako moved to add motion re: Lynn Steward to the first of the Agenda. HNO, motion Approved. Agenda, as amended, Approved.

II. Acknowledgements.

**** KPFA volunteers and Staff for “making us feel welcome,” at the recent In-Person meeting in Berkeley. **** by Crosier, Johnson, Bediako and Uzzell.

**** Arlene and Vicky for hosting their great open House in Berkeley. **** by Bediako.

**** Bill Crosier for being “on top of things” and getting so much done. **** by Johnson.

**** George Reiter for his KPFT Program, where he “reminded me of what is happening in Angola. **** by Brown.

III. Further Resolution re: Lynn Steward. by Nia Bediako.

[See Resolution on next page.]

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July 30, 2010**

**RESOLUTION REAFFIRMING AND UPDATING PACIFICA NATIONAL BOARD
SUPPORT FOR POLITICAL PRISONER LYNNE STEWART**

Whereas in April 2010, the Pacifica National Board unanimously passed a resolution in support of political prisoner Lynne Stewart, and

Whereas, on July 15, 2010, U.S. Judge John G. Koeltl drastically increased the prison sentence of Lynne Stewart from 28 months to 10 years, and

Whereas Ms. Stewart is 70 years old and has multiple health challenges including a recent struggle with breast cancer,

Be it resolved, that the Pacifica National Board:

* reaffirms its earlier resolution of support for Lynne Stewart as an unjustly convicted political prisoner and condemns the 10-year-sentence imposed on Ms. Stewart as unjust, unjustified, and life-threatening; and

* reaffirms and updates its calls within that resolution urging sister and affiliate stations, producers and hosts to give maximal coverage to this sentencing and its implications and provide information on how listeners can express their support; and

* requests that this new resolution and the previous one be posted on the Pacifica website as soon as possible.

Bediako moved acceptance of the Steward Resolution. HNO, Resolution Approved.

- IV. Affiliate Task Force Co-Chair Arrangement.** The PNB Chair informed the Board that the Affiliate TF had proposed to complete the year by selecting Co-Chairs as Task Force leaders and that TF meetings would be conducted using Robert' Rules of Order. HNO, this interim structure (until an official structure is approved) was Approved.

- V. Bylaws Amendments.** Crosier moved that several Bylaws Amendments were being proposed by various people and for them to proceed further in the approval process each needed to get six Directors to sign-on. Then they will need to be approved in a timely manner. He ask that the ones currently being proposed receive the needed signatures.

Bediako moved that consideration of Bylaws be postponed until the next PNB meeting.

Time expired. Luera moved to extend for 5 minutes. HNO, motion Approved. Luera moved to call question. HNO, motion Approved. Motion to postpone Approved by a vote of 6-4. See vote below

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For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

<u>KPFA - Berk., Ca.:</u>	<u>KPFK – L.A., Ca.:</u>	<u>KPFT – Houston, Tx.:</u>	<u>WBAI - N.Y., N.Y.:</u>
<u>–</u> Shahram Aghamir	<u>–</u> Shawn O’Brien	<u>N</u> Bill Crosier	<u>Y</u> Nia Bediako
<u>N</u> Tracy Rosenberg	<u>–</u> Leslie Radford	<u>N</u> Alberto Luera	<u>–</u> Kathy Davis
<u>Y</u> Andrea Turner	<u>–</u> Summer Reese	<u>PNV</u> George Reiter	<u>–</u> Jennifer Jaeger
<u>–</u> Joseph Wanzala	<u>–</u> Ricco Ross	<u>N</u> Richard Uzzell	<u>–</u> Alex Steinberg
<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>		
<u>Y</u> Alonso Brown	<u>Y</u> Jim Bennett		
<u>Y</u> Campbell Johnson	<u>–</u> Efia Nwagaza		Approved 6-4.
<u>–</u> Kimory Orendoff			
<u>Y</u> Marcel Reid			

VI. Governance Motion re: Recalcitrant LSBs.

No one present to bring the motion. Luera moved to postpone until the next meeting. HNO, motion Approved.

VII. Crosier Motion re: Financial Reporting.

Crosier moved that Pacifica management should provide monthly written reports to the PNB containing:

1. Income statements showing comparison of actual to budget for all units (showing most recent month plus year-to-date figures).
2. Cash in bank for all units (this could be a balance sheet).
3. Central Services paid, and related transactions between NO and the other units.
4. Report of recent fund drives at stations, including pledge total, actual cash taken in, number of days, and goal.
5. Report on unpaid obligations to creditors.
6. And that, Pacifica management should provide periodic (at least quarterly) cash flow forecasts based on realistic projections to the PNB.

Johnson moved to amend to add:

1. These report shall be sent no later than 24 hours before a meeting
2. Reports in addition to Charts.
3. Initial days and results and added days and results.
4. All reports approved by the PNB.

Bediako moved to amend to add #7: Provide a listing of the most recent bank reconciliations reviewed for every bank account of the Foundation.

Luera moved to Table. Motion Approved by a vote 7-6. See vote next page.

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<u>–</u> Shahram Aghamir	<u>–</u> Shawn O’Brien	<u>N</u> Bill Crosier	<u>N</u> Nia Bediako
<u>Y</u> Tracy Rosenberg	<u>–</u> Leslie Radford	<u>Y</u> Alberto Luera	<u>Y</u> Kathy Davis
<u>Y</u> Andrea Turner	<u>–</u> Summer Reese	<u>PNV</u> George Reiter	<u>Y</u> Jennifer Jaeger
<u>–</u> Joseph Wanzala	<u>Y</u> Ricco Ross	<u>Y</u> Richard Uzzell	<u>–</u> Alex Steinberg
<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>		
<u>N</u> Alonso Brown	<u>N</u> Jim Bennett		
<u>N</u> Campbell Johnson	<u>–</u> Efia Nwangaza		Approved 7-6.
<u>–</u> Kimory Orendoff			
<u>N</u> Marcel Reid			

VIII. Johnson Motion re: Off-Air Strategy.

Whereas, the WPFW LSB recognized the difficult financial circumstances facing the station and network;

Whereas, in regard to these financial difficulties, WPFW’s Finance Committee in July presented to the station management a detailed “WPFW FY2010 Budget ‘Off Air’ Revenue Strategy,” based on the expressed fundraising concerns and interest of the Interim General Manager;

Whereas, the proposed Revenue Strategy, estimated FY2010 revenues of more than \$70,000, with a negligible outlay for expenses; and,

Whereas, this proposed Revenue Strategy requires the active participation of three to six volunteers for each of the months, March thru September 2010; and,

Whereas, other stations may be able engage their LSBs to implement “off air” revenue strategies based on proven projects that have been previously successful in their stations or may be applicable in regard to successes experienced at other stations;

Be it hereby RESOLVED, that the PNB supports the implementation of similar “off air” revenue strategy by all station LSBs in collaboration with their respective station managements and we hereby urge the station managements to actively engage in good faith with their respective LSBs, the Executive Director, National Office and National Finance Committee to make recommendations on specific events that may be applicable at various stations in the network;

Be it hereby RESOLVED, that the PNB will use its best efforts to advocate for and encourage all LSBs to participate in implementing similar revenue strategies in collaboration with their respective station managements in a cost effective manner.

Jaeger moved to refer to the Promotion Task Force. Johnson moved to amend the motion to refer with a positive endorsement. Motion to endorse, Approved by a vote of 7-2-4. See vote below.

For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

<u>KPFA - Berk., Ca.:</u>	<u>KPFK – L.A., Ca.:</u>	<u>KPFT – Houston, Tx.:</u>	<u>WBAI - N.Y., N.Y.:</u>
<u>–</u> Shahram Aghamir	<u>–</u> Shawn O’Brien	<u>Y</u> Bill Crosier	<u>Y</u> Nia Bediako
<u>Ab</u> Tracy Rosenberg	<u>–</u> Leslie Radford	<u>Ab</u> Alberto Luera	<u>N</u> Kathy Davis
<u>Y</u> Andrea Turner	<u>–</u> Summer Reese	<u>PNV</u> George Reiter	<u>N</u> Jennifer Jaeger
<u>–</u> Joseph Wanzala	<u>Ab</u> Ricco Ross	<u>Ab</u> Richard Uzzell	<u>–</u> Alex Steinberg
<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>		
<u>Y</u> Alonso Brown	<u>Y</u> Jim Bennett		
<u>Y</u> Campbell Johnson	<u>–</u> Efia Nwangaza		Approved 7-2-4.
<u>–</u> Kimory Orendoff			
<u>Y</u> Marcel Reid			

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Time expired. Luera moved to extend for 5 minutes. HNO, motion Approved.

Motion to refer, as amended, Approved by a vote of 10-0-3. See vote below.

For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

<u>KPFA - Berk., Ca.:</u>	<u>KPFK – L.A., Ca.:</u>	<u>KPFT – Houston, Tx.:</u>	<u>WBAI - N.Y., N.Y.:</u>
<u>–</u> Shahram Aghamir	<u>–</u> Shawn O’Brien	<u>Ab</u> Bill Crosier	<u>Y</u> Nia Bediako
<u>Y</u> Tracy Rosenberg	<u>–</u> Leslie Radford	<u>Ab</u> Alberto Luera	<u>Y</u> Kathy Davis
<u>Y</u> Andrea Turner	<u>–</u> Summer Reese	<u>PNV</u> George Reiter	<u>Y</u> Jennifer Jaeger
<u>–</u> Joseph Wanzala	<u>Ab</u> Ricco Ross	<u>Y</u> Richard Uzzell	<u>–</u> Alex Steinberg
<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>		
<u>Y</u> Alonso Brown	<u>Y</u> Jim Bennett		
<u>Y</u> Campbell Johnson	<u>–</u> Efia Nwangaza		
<u>–</u> Kimory Orendoff			
<u>Y</u> Marcel Reid			
			Approved 10-0-3.

IX. Radford Motion re: Five Year Plan. Redford absent. Bennett moved to postpone until the next meeting. HNO, motion Approved.

X. Davis Motion re: Meeting Schedules.

Davis moved that PNB committees and **Task Forces** not double up on meeting dates. Once a committee has been scheduled that date will be allowed to stand uncontested by additional committees.

Time expired. Bennett moved to extend for 2 minutes. HNO, motion Approved. Bennett moved to add **and Task Forces**. HNO, motion Approved. Crosier moved to add **avoid** and **ing**. Time expired. Jennifer moved to extend for 5 minutes. HNO, motion Approved. Motion to add “avoid doubling” Failed by a vote of 6-7-1. See vote below.

For Votes. Y Yes; N No; Ab Abstained; PNV Present Not Voting.

<u>KPFA - Berk., Ca.:</u>	<u>KPFK – L.A., Ca.:</u>	<u>KPFT – Houston, Tx.:</u>	<u>WBAI - N.Y., N.Y.:</u>
<u>–</u> Shahram Aghamir	<u>–</u> Shawn O’Brien	<u>Y</u> Bill Crosier	<u>Y</u> Nia Bediako
<u>N</u> Tracy Rosenberg	<u>–</u> Leslie Radford	<u>N</u> Alberto Luera	<u>N</u> Kathy Davis
<u>Y</u> Andrea Turner	<u>–</u> Summer Reese	<u>PNV</u> George Reiter	<u>N</u> Jennifer Jaeger
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<u>WPFW – Wash. D.C.:</u>	<u>AFFILIATES:</u>		
<u>N</u> Alonso Brown	<u>Y</u> Jim Bennett		
<u>Y</u> Campbell Johnson	<u>N</u> Efia Nwangaza		
<u>–</u> Kimory Orendoff			
<u>Y</u> Marcel Reid			
			Failed 6-7-1.

HNO, Motion, as amended, Approved.

Approved 1-21-11
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XI. Adjournment. Time expired. HNO meeting adjourned at 10:30 pm. (ET).

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

Minutes Approved by the Pacifica National Board:

George Reiter, PNB Chair

Witnessed By:

January 21, 2011

Date: