

Special Open Telephone Meeting
March 14, 2013

At Various Locations

8:30 pm (ET), 7:30 pm (CT) and 5:30 pm (PT)

MINUTES

I. a. Call to Order/ Opening Business. Board Chair Summer Reese called meeting to order at 8:45pm.

b. Roll Call/ Establish Quorum. Board Secretary Richard Uzzell called the roll/ Quorum achieved. Brazon moved to excuse Dan Siegel's absences both on March 11 and March 14. HNO both Excused.

Box Legend Attendance: *X* Present; *Ab* Absent; *Exc* Excused Absence; *AL* Present-Arrived Late.

KPFA - Berkeley., CA.	KPFK - L.A., CA.:	KPFT - Houston, TX.:	WBAI - N.Y., N.Y.:
<i>X</i> Brian Edwards-Tiekert	<i>X</i> Lydia Brazon	<i>X</i> Teresa Allen	<i>X</i> Carolyn Birden
<i>X</i> Tracy Rosenberg	<i>X</i> John Cromshow	<i>X</i> Jessica Apolinar	<i>X</i> Janet Coleman
<i>Exc</i> Dan Siegel	<i>Ab</i> Brenda Medina	<i>X</i> Nancy Hentschel	<i>X</i> Cerene Roberts
<i>X</i> Margy Wilkinson	<i>X</i> Summer Reese	<i>X</i> Richard Uzzell	<i>X</i> Manijeh Saba

WPFW - Wash. D.C.:

X Benito Diaz
X Luzette King
X Tony Norman
X Katea Stitt

AFFILIATES:

X Heather Gray
X Janis Lane-Ewart

Staff & Counsel:

c. Agenda Approval. Allen moved the approval of the Agenda. Discussion followed. Uzzell moved to take 30 minutes from the Open Session at Committee Elections and to move it the Executive Session. HNO Motion Approved.

Roberts called Point of Order that the order of New Business preceding Unfinished Business was incorrect. Chair ruled that it was acceptable as it was, but agreed to look at Roberts Rules.

HNO Motion to Approve the Agenda Approved.

d. Minutes Approval. None.

II. Acknowledgements.

Reese acknowledged the **folks at WBAI** for their work to save the station.

Coleman acknowledged the **IED, Summer Reese** for her work at WBAI.

III. New Business.

a. Motion to Reduce Number of Directors on Committees. Rosenberg moved to rescind the motion permitting two directors from each station to be seated as voting members on PNB standing committees and restore previous policy of a maximum of one director from each signal area. Affected committees are governance, audit, elections and personnel.

Approved March 28, 2013

PACIFICA FOUNDATION BOARD

MINUTES, Special Open Telephone Meeting, March 14, 2013

Consideration of Motion RE: PNB Committee Assignments continued...

Roberts called Point of Order that motion misrepresented the motion it intended to rescind. Chair overruled and said that it was “sufficiently clear” to proceed with a vote.

Roberts called for a roll call vote. Discussion followed.

Allen called Point of Order that for a roll call vote to be allowed some percentage of the body had to approve such a vote. Chair overruled and said if anyone asked for a roll call vote that she thought that the body was required to do it. She will check with Robert’s.

Motion to limit each station to one PNB Rep. on each committee, Approved 12-7. See vote below.

Box Legend Voting: *Y* Yes, *N* No, *AB* Abstained, *PNV* Present Not Voting.

KPFA - Berkeley., CA.	KPFK – L.A., CA.:	KPFT – Houston, TX.:	WBAI - N.Y., N.Y.:
<i>N</i> Brian Edwards-Tiekert	<i>N</i> Lydia Brazon	<i>Y</i> Teresa Allen	<i>Y</i> Carolyn Birden
<i>Y</i> Tracy Rosenberg	<i>Y</i> John Cromshow	<i>Y</i> Jessica Apolinar	<i>Y</i> Janet Coleman
Dan Siegel	Brenda Medina	<i>Y</i> Nancy Hentschel	<i>N</i> Cerene Roberts
<i>N</i> Margy Wilkinson	<i>PNV</i> Summer Reese	<i>Y</i> Richard Uzzell	<i>Y</i> Manijeh Saba

WPFW – Wash. D.C.:	AFFILIATES:	Staff & Counsel:
<i>N</i> Benito Diaz	<i>Y</i> Heather Gray	
<i>N</i> Luzette King	<i>Y</i> Janis Lane-Ewart	
<i>Y</i> Tony Norman		
<i>N</i> Katea Stitt		

Motion Approved 12-7

b. Election of PNB Reps to Committees. Chair instructed the Board that since these elections require secret ballots, the Board would have to vote by email to the National Office. Secretary gave an outline

of the proposed process to be followed. Each position that had two people vying for that position would be in an election. The Board Secretary would create and send out by 10:00 am (CT), March 15 an official ballot, which would contain all positions in question and the two candidates for each position. These ballots would be filled-out (one per Director), and emailed to Christine Neira, at the Pacifica National Office, by no later than 12:00 pm (noon) (PT), March 21. The ballots would be counted and witnessed in that office the following morning of March 22 and the results to be announced that afternoon. HNO, the voting procedure was Approved.

This Note is added for information. The election was completed as planned and this is the results.

Governance	Personnel	Elections_____
KPFA: Rosenberg 11 Siegel 8	KPFA: Rosenberg 11 Wilkinson 8	WBAI: Birden 13 Roberts 6
WBAI: Saba 13 Roberts 6	KPFA: Cromshaw 12 Brazon 7	
WPFW: Norman 13 King 6	WBAI: Coleman 13 Roberts 6	

Approved March 28, 2013

PACIFICA FOUNDATION BOARD

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c. Motion to close sign-up. Uzzell moved to close the committee sign-up chart at midnight, March 14. Brazon moved to substitute to close the committee sign-up chart at midnight, March 15. Discussion followed. Motion to substitute Failed, 5-11-3. HNO Motion to close chart at midnight, March 14, Approved.

d. Motion re: FRAT. Brazon moved to dissolve the Financial Recovery and Audit Task Force (FRAT) of the PNB. Discussion followed. Motion to dissolve FRAT Failed, 6-12-1.

IV. Adjournment. Time had expired. The Open Session Adjourned at 10:10 pm (ET).

Minutes taken and scribed by Richard Uzzell, Board Secretary.

Minutes Approval:

Date Approved: March 28, 2013

Witness of Approval: Summer Reese, PNB Chair