

PACIFICA FOUNDATION RADIO
PACIFICA NATIONAL BOARD SPECIAL MEETING
From Various Locations via Telephone Conference
MINUTES - Open Session
Thursday, October 30, 2014 – 8:30PM ET

I. A. Call to Order

PNB Chair Margy Wilkinson called meeting to order at 8:42pm and asked PNB Vice-chair Tony Norman to preside.

Roll called and quorum established by Secretary Cerene Roberts.

Present:

KPFA: Brian Edwards-Tiekert, Jose Luis Fuentes-Roman, Janet Kobren, Margy Wilkinson

KPFK: Rodrigo Argueta (late), Lydia Brazon, Kim Kaufman, Lawrence Reyes

KPFT: Adriana Casenave, Hank Lamb, George Reiter, Richard Uzzell

WBAI: Carolyn Birden (late), Janet Coleman, Cerene Roberts

WPFW: Jim Brown, Benito Diaz, Tony Norman

Affiliates: Heather Gray, Janis Lane-Ewart

Absent: Manijeh Saba (WBAI); Luzette King (WPFW) – later excused.

Staff: Raul Salvador, CFO

Edwards-Tiekert volunteered to be Time Keeper.

Motion, by Kaufman, to excuse Luzette's absence until she can be notified that she is in jeopardy of getting kicked off if she doesn't communicate with us.

Amendment, by Kobren, that King be called and emailed, was *approved* without objection.

The question was called by Reiter and debate was closed without objection.

The amended motion, effective only for the day's meeting, "that Luzette King be given an excused absence until she can be contacted by email and phone call and made aware that she has missed three meetings", *passed* 11 Yes, 5 No, 2 Abstentions, 1 Present-not-voting:

Yes – Lane-Ewart; Kobren, Wilkinson; Brazon, Kaufman; Reiter, Uzzell; Birden, Coleman, Roberts; Gray

No – Edwards-Tiekert; Reyes; Casenave, Lamb; Brown

Abs. – Fuentes; Diaz

PNV – Norman

B. Agenda Approval

Motion, by Reiter, to adopt the draft agenda.

Motions, by Brazon, to:

- Reduce Chair/IED report to 5 minutes from 15 minutes

- Make as Item II. D, the Report-out from October 2nd executive session

Motion, by Edwards-Tiekert, to divide:

Motion to reduce IED Report from 15 to 5 minutes *failed* 6 Yes, 6, No, 7

Abstentions:

Y – Brazon, Reyes; Casenave; Diaz, Norman; Roberts

No – Lane-Ewart; Kaufman; Uzzell; Birden, Coleman; Gray

Abs. – Edwards-Tiekert, Fuentes, Kobren, Wilkinson; Lamb, Reiter; Brown (Roll called by Asst. Secretary Adriana Casenave.)

Motion to make the reading of the October 2, 2014 Executive Session Report-out, the new "II. D.", after the Election Committee Report and motion, *passed* 10 Yes, 0 No, 8 Abstentions, 1 Present-not-voting:

Yes – Kobren, Wilkinson; Argueta, Brazon, Reyes; Casenave, Reiter; Roberts; Brown, Diaz

Abs. – Lane-Ewart; Edwards-Tiekert, Fuentes; Kaufman; Lamb, Uzzell; Birden; Gray
PNV– Norman

Motion, by Kobren, to move PNB Minutes up to after agenda approval (for 10 minutes) *passed* 17 Yes, 0 No, 1 Abstention, 1 Present-not-voting:

Y – Lane-Ewart; Edwards-Tiekert, Fuentes, Kobren, Wilkinson; Argueta, Brazon, Kaufman, Reyes; Casenave, Lamb, Reiter, Uzzell; Birden; Brown, Diaz; Gray

Abs. – Roberts

PNV – Norman

Agenda, as amended, *approved* 17 Yes, 1 No, 2 Abstentions:

Y – Lane-Ewart; Edwards-Tiekert, Fuentes, Kobren, Wilkinson; Argueta, Brazon, Reyes; Casenave, Lamb, Reiter, Uzzell; Roberts, Brown, Diaz, Norman; Gray

No – Birden

Abs. – Kaufman; Coleman

II. PNB Minutes

Motion, by Lamb, that Uzzell and Roberts/Casenave report publicly with regard to the missing and unapproved 2013/2014 minutes to be accounted for and submission time be imposed by the PNB at tonight's meeting.

Secretary Roberts and Chair Wilkinson state there are no open session minutes to approve tonight. 2013 Secretary Uzzell states he sent out listings of open and closed session minutes. After a computer problem is fixed the next day, he will send additional items. Chair states no minutes, after June 2013 on kpftx.org or in national office.

III. Reports

A. Chair/IED Report

Chair/IED Wilkinson read her written report (appended).

Motion, by Diaz, to extend five minutes, *approved* without objection.

Motion, by Reyes, to extend three minutes, *approved* without objection.

B. CFO Report

CFO gave report.

Motion, by Lamb, to extend five minutes, *approved* without objection.

Discussion continued.

Motion, by Brazon, to extend thirty minutes, to consider the election motion and ED search process from Personnel (Committee), *approved* without objection.

C. Election Committee Report and Motion

The Elections Committee recommends to the PNB that the process of electing Delegates begin with a National Elections Supervisor (NES) hire on or around Dec. 1, 2014, and with Local Election Supervisors to be hired no more than 4 weeks before the opening of nominations, with the actual date to be subject to the NES's discretion. All other intervals in the timeline would follow as per bylaws requirements, as follows:

NES Hire

Monday, December 1, 2014

[BYLAWS: At least 90 days before Nominations Open]

LES Hires

No sooner than Monday, February 2, 2015

[Bylaws are silent. Elec Cmte. recommends no more than 4 weeks before nominations open]

Candidate Nominations Open

Monday, March 2, 2015 (91 days)

[BYLAWS: June 1 (or no less than 90 days after NES has been appointed)]

Candidate Nominations Close

Wednesday, April 1, 2015

[BYLAWS: June 30 (or 30 days of opening of candidate nominations, inclusive)]

Record Date

A single date between Thursday, March 19 and Friday, April 3 will be set by the NES (Note that this is the date by which listeners must become members to be eligible to vote)

[BYLAWS: 45-60 days before ballot mail date or at NES' discretion]

Ballots Mail Date

Monday, May 18, 2015 (47 days, avoids Sunday, May 17, 2015)

[BYLAWS: August 15 (or following day, if mail holiday, or 45/46 days after close of nominations)]

Ballot Return Deadline (Election Close Date)

Friday, July 3, 2015 (See Note below)

[BYLAWS: Sept. 30 (or 47/48 days inclusive from when ballots have been mailed)]

Note: A Friday, July 3, 2015 Ballot Return Deadline comes to 47 days inclusive however this date may be in question because of any closures of the P.O. over 2015 July 4 weekend. The P.O. will be closed on Saturday, July 4, 2015 and of course Sunday, July 5, 2014, however the 2015 Postal Holidays schedule has not been published yet and usually only includes national holidays. So although some businesses will include Friday, July 3 as part of the 2015 July 4 holiday weekend, it is doubtful the

postal workers will also get Friday, July 3, 2015 off. If it turns out that that will be the case we will revise the Ballot Return Deadline to be Monday, July 6, 2015 which actually would come to 50 days inclusive.

Ballot Count & Election Certifications

Saturday, July 18, 2015

[BYLAWS: October 15 (or up to 16/17 days inclusive from Election Close Date)]

Note: If the Election Close Date gets moved to Monday, July 6 (see Note above), the certification date would be Tuesday, July 21, 2015. [Motion approved by EC on 10/13; calendar added by Working Group on 10/27]

Note: Relevant bylaws section is at
<http://www.cosmicterror.net/bylaws/art4sec5.html>.

Motion, by Roberts, to end motion language after the word “requirements” in “The Elections Committee recommends to the PNB that the process of electing Delegates begin with a National Elections Supervisor (NES) hire on or around Dec. 1, 2014, and with Local Election Supervisors to be hired no more than 4 weeks before the opening of nominations, with the actual date to be subject to the NES’s discretion. All other intervals in the timeline would follow as per bylaws requirements, as follows:”

Substitute, by Kaufman, to delete everything after hiring a National Election Supervisor, *failed* 6 Yes, 8 No, 2 Abstentions:

Y – Edwards-Tiekert, Wilkinson; Kaufman; Casenave, Uzzell, Reiter

N – Kobren; Argueta, Brazon, Reyes; Lamb; Roberts; Brown, Diaz

Abs. – Lane-Ewart; Gray

Roberts amendment *passed* 8 Yes, 6 No, 2 Abstentions:

Y – Edwards-Tiekert, Wilkinson; Kaufman; Casenave, Lamb, Uzzell; Roberts; Brown

No – Kobren; Brazon, Reyes; Reiter; Diaz; Gray

Abs. – Lane-Ewart; Argueta

Main motion, as amended, *passed* 10 Yes, 3 No, 3 Abstentions:

Yes – Edwards-Tiekert, Wilkinson; Argueta, Brazon, Reyes; Casenave, Lamb, Reiter; Roberts; Brown
No – Lane-Ewart; Diaz; Gray,
Abs. –Kobren; Kaufman; Uzzell

Adjournment

Meeting adjourned at 11:03pm as time had expired.

October 30, 2014

INTERIM EXECUTIVE DIRECTOR OPEN REPORT

Greetings:

National Election coverage: Last week Program Directors at WBAI, WPFW, KPFT and KPFK along with Affiliates Director Ursula Rudenberg agreed to work with DN! to broadcast DN!'s election coverage from 7:00 PM/ET to midnight ET on election day, Nov. 4. The broadcast will also be available to our affiliates. Some stations will use the entire 5 hours, other will only use part of the broadcast and will fill in with local programming. This follows on Pacifica's use of the DN! broadcast of the big climate change rally in NY in September.

The fund drives: Drives at all stations are over or winding down. KPFA made its goal -- falling a little short when the drive actually ended but more than catching up in the following days. KPFK had a similar experience. KPFT does not end its drive until Sat and may fall slightly short of its goal although perhaps not. WPFW ends this week and is also slightly behind but may catch up by the time the drive is over. WBAI is behind and has extended its drive although the station continues to raise money outside of the on-air drive model.

CPB compliance: Thanks to the hard work of many people, our CPB compliance officer, Otis Maclay, has been able to effect upgrades to the web pages at every station that will make it possible for Pacifica to be 100% compliant with CPB meeting notice requirements.

Best,
margy

Margy Wilkinson
Pacifica Interim Executive Director
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Minutes prepared by Secretary Cerene Roberts; approved on January 8, 2015.