

Draft Minutes  
Regular Pacifica National Board OPEN Session  
Teleconference Meeting  
Thursday, March 18, 2021, 7:30 pm ET All times  
are Eastern Time  
(meeting notice appended to the end of this agenda)

Directors:

Chris Cory, KPFA, Listener - p Vanessa Dixon-Briggs, WPFW, Listener - p Lynden Foley, KPFT, Listener - p Jose S. Gutierrez, Jr., KAOS, Affiliate Heather Gray, WRFG, Affiliate - p Julie Hewitt, WPFW, Listener - p Sabrina Jacobs, KPFA, Staff - p Wally James, KPFT, Staff - p DeWayne Lark, KPFT, Listener - p Ali Lexa, KPFK, Staff - p Thomas O'Rourke, WPFW, Listener - p	Jim Osborne, KPFK, Listener - p Ron Pinchback, WPFW, Staff - p Ralph Poynter, WBAI, Listener - p Sandra Rawline, KPFT, Listener- vice chair - p Lawrence Reyes, KPFK, Listener - p Shawn Rhodes, WBAI, Staff - p James Sagurton, WBAI, Listener - p Alex Steinberg, WBAI, Listener, Chair - p Andrea Turner, KPFA, Listener - p Elizabeth von Gunten, KPFK, Listener - p Tom Voorhees, KPFA, Listener- p
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Others:

Lydia Brazon, Interim Executive Director - p  
Anita Sims, Interim Chief Financial Officer - p  
Polina Vasiliev, PNB Secretary - p  
Arthur Schwartz, Pacifica Counsel - p  
John Tatum, Parliamentarian - p  
Marianne Edain, 2021 Recording Secretary - p

The meeting was called to order at 7:37

1. Preliminary items 5 min.
  - A. Roll Call
  - B. Seating of Director Thomas O'Rourke (WPFW listener)  
Mr O'Rourke introduced himself and was welcomed.
  - C. Excused Absences – Jose Gutierrez
  - D. Identify Timekeepers  
topics – Lawrence Reyes  
people – Heather Gray
  - E. Announcements – there were none
2. Agenda approval 5 min. The agenda was accepted as presented
3. Approve Minutes of the Open Session of March 4, 2021 3 min.  
The minutes of the March 4 Open Session are not available because the secretary is unable to find the language of the 2 motions which were passed, and asks that all motions be provided in writing for the record.
4. Motion to go into Quasi Committee of the Whole to discuss New Day Pacifica rewrite of Pacifica bylaws. The motion was passed without objection 30 min.

It was the consensus of those who spoke that the New Day Pacifica proposal is contrary to the democratic processes which are a fundamental part of Pacifica. The proposal was described as overreaching, excluding listeners as participants, and failing to address the problems it claims to cure. There was discussion of process around the NDP proposed “family plan.” The matter is to be submitted to arbitration. There are up to 500 potential votes involved. The matter should be settled by April 27.

Debate protocols were discussed. Arthur stated that each station could nominate representatives for the two positions. Board members wanted to be clear on rules and guidelines to avoid unintentional error. Arthur advised Board members to “be as creative as possible. Just be fair.” Arthur reported that he had to warn the NDP attorney to stop outright campaigning.

Ron- status of carts. Supposed to be made but haven’t been. 1 min announcements. Content issues. Arthur – election supervisor has dug in her heels about what is acceptable and no one is able to move her. He has given his opinion, heard complaints from both sides. Its only 45 seconds of info, 135 characters. Nobody will be persuaded by 45 seconds. Carts are out & available.

It was concluded that the NDP proposal is an elitist conception which has never proven itself successful; it goes against Pacifica’s mission and community. 8:36

5. iED Report & Q & A – Lydia Brazon 10 min.

Lydia reported that all fund drives are over and she is waiting for final numbers. Some stations did phenomenally well. 4-15-21 is the last pay period covered by PPP. That has been enormously helpful. This is the best financial report since she’s come on. They’re moving forward in several areas. She will report more completely in the closed session. Anita will report on the audit. She had a very positive conversation with the auditor. They have had to make some tough decisions at some stations, but there are also some green shoots. In answer to a question, Lydia reported that yes, there was to be 3<sup>rd</sup> installment of PPP but it likely will not apply to Pacifica. It is designed for small businesses and nonprofits. They’ll be consulting with the bank. There are some other grants out there, all contingent on our financials & the turnaround report. She has developed boilerplate which she can tailor. She has up to date financials. Matters are far more together than last year. The bequest house in Houston appears to have sold. Pacifica will be in a much stronger financial position than in the last couple of years. They’re catching up with central services. This process has enabled everybody to look microscopically at expenses. She would welcome another wave of PPP. They have striven toward building a couple of months of reserve but are not there yet. Looking at audit timetables, they’ve been able to call CPB to discuss next steps. There was a discussion about the cost of answering services during fund drives. There was no information available because each station hires a different service and some changed services several times. Lydia stressed that it is urgent that the audit committee meet right away. The goal is to finish before April 30. She needs to finish the audits, which must then go to the audit committee, and from there to the PNB.

6. iCFO Audit Update – Anita Sims, iCFO 10 min.

This item was presented out of order, after the Finance Committee report. Anita reported that she spoke with CPAs. They are making progress, getting ready to send out listing of items to sample. They have promised a timely turn around. All is good. Lawrence agrees to convene the audit committee. Anita is working on the February financials. She will ask one of her senior controllers to join on the call next Tuesday. 9:01

1. Committee Reports – 30 mins

- a) Finance Committee 10 minutes

James reported that the PPP funds are helping to balance the profit & loss report and also covering ongoing deficits. Its not a solution but a welcome temporary hold. We still need to reduce expenses at stations. There were questions about the language of the central services formula. He will follow up. Lydia – asked that the Finance Committee take up the issue of dividing the cost of elections and the referendum. The formula has varied and she feels a need for guidance. The cost of balloting has varied from station to station. It needs to be more equitable.

8:54

- b) Governance Committee 5 minutes  
Lawrence reported that the bylaws subcommittee has not met. The meeting is scheduled for March 24, at 8:30 eastern time.
- c) Audit Committee 5 minutes no report
- d) Programming Committee 5 minutes no report
- e) Other committee reports 5 minutes no report

There was a request for an update on the motion that the Personnel Committee referred to the Finance Committee.

James reported that it involved the hiring of a new Executive Director, and that the committee hasn't met since the motion passed, but will be meeting this next Tuesday.

2. Unfinished business.

9:01

**a) Motion on Scheduling Committee Meetings – 5 mins  
(Submitted 1/21/21 by DeWayne Lark, Director KPFT).**

***moves that no meeting be scheduled within 2 hours of KPFT committee meeting.***

***After discussion, Mr Lark agreed to withdraw the motion. There being no objection, the motion was withdrawn.***

**9:11**

New business – an emergency resolution.

- a) Proposed Resolution To Pacifica To Mandate Radio Carts About The Case Of Mumia To Protect His Life (Dir. Reyes)

Whereas, Mumia Abu-Jamal has spent his life in the fight for justice, against systemic racism and human rights and,

Whereas, Mumia Abu-Jamal is one of the leading journalists in the world and is a member of CWA NABET and,

Whereas, Pacifica in its history has fought against racism and the violation of human rights in the United States and,

Whereas, many Paicfica stations and affiliates have programmed Mumia's commentaries on their programs and,

Whereas, Mumia's life is now in danger with Covid and other serious illnesses which threaten his life and we demand his compassionate release, and

Whereas, Mumia is the victim of a state conspiracy and is an innocent man, and

Whereas, Pacifica must stand for justice and human rights which is part of the principles of Pacifica and one of the reasons it was founded,

Therefore, be it resolved that Pacifica develop radio carts informing listeners about the case of Mumia Abu-Jamal, the need for his immediate compassionate release and providing Information to listeners on how to save his life and that these carts be mandated on all Pacifica stations.

There was much discussion, all of it supportive. There was a motion to amend the language to include the statement “Whereas, Mumia is the victim of a state conspiracy and is an innocent man.”

There being no objection, the amendment passed.

The motion passed unanimously as amended.

Lydia asked for a clean copy of the motion. The secretary provided her with a copy. 9:30

**Beth presented a motion: forwarded by the KPFK LSB.**

b) Motion from the KPFK LSB - passed at the 3/14/21 KPFK LSB Special Meeting (Financial Evaluation Q1 FY 2021):

The KPFK LSB recommends that cuts in expenses at KPFK made so far are insufficient, and calls on the NFC, PNB and iED to develop a budget by the end of March for the remainder of the fiscal year that includes additional personnel and other cuts in expenses to assure that KPFK can proceed on a balanced budget basis for the remainder of the year. This could include reductions in staffing and reductions in hours in lieu of layoffs that could be subsidized by the state unemployment insurance fund. Suggestions of percentage cuts in various aspects of the station budget (including administration, programming, development and personnel), developed in the local KPFK LSB Finance Committee, are attached. Also here is the [KPFK Proposed Budget for 2021 and 2022-Copy of Workout \(2\).xlsx](#)

There being no objection, this item was moved to the closed agenda

3. Adjourn The meeting adjourned at 9:41

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Meeting Notice

Special meeting called by Directors Steinberg, Voorhees, Sagurton and Reyes to discuss financial issues, personnel issues, legal issues, governance issues. Part of the meeting may be in executive session.

Committee  
Members

Alex Steinberg

[pnbalex@gmail.com](mailto:pnbalex@gmail.com)

Posted: 03/11/2021 - 11:42 PM

6. Committee Reports –

30 mins

- a) Finance Committee 10 minutes
- b) Governance Committee 5 minutes
- c) Audit Committee 5 minutes
- d) Programming Committee 5 minutes
- e) Other committee reports 5 minutes

7. Unfinished business.

***a) Motion on Scheduling Committee Meetings – 5 mins  
(Submitted 1/21/21 by DeWayne Lark, Director KPFT)***

8. New business

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remainder of the fiscal year that includes additional personnel and other cuts in expenses to assure that KPFK can proceed on a balanced budget basis for the remainder of the year. This could include reductions in staffing and reductions in hours in lieu of layoffs that could be subsidized by the state unemployment insurance fund. Suggestions of percentage cuts in various aspects of the station budget (including administration, programming, development and personnel), developed in the local KPFK LSB Finance Committee, are attached.

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## 9. Adjourn

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Committee  
Members

Alex Steinberg

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