

Minutes of the KPFK Local Station Board Meeting February 10, 2007

A regular meeting of the KPFK Local Station Board was held on Saturday, February 10, 2007 at the Immanuel Presbyterian Church, 3300 Wilshire Blvd., Los Angeles, CA 90003. Jack VanAken served as Chair and Adriana Gomez served as Secretary Pro-Tem. The minutes of January 6, 2007 were approved.

Twenty-one Delegates were present: Rodrigo Argueta, Lydia Brazon, Israel Feuer, Bill Gallegos, Sherna Gluck, Jan Goodman, Terry Goodman, Ian Johnston (arrived late), Kimberly King, Tracy Larkins, Arturo Lemus (arrived late), Ali Lexa, Reza Pour, Jack VanAken, Fernando Velazquez (arrived late), Steve Weatherwax, Don White, Gabrielle Woods, Yosh Yamanaka and Lamont Yeakey (arrived late).

Also present: General Manager Eva Georgia, Secretary Pro-Tem Adriana Gomez, and Fred Blair, A.J. Stasney and Roger Zimmerman of the KPFK Elections Working Group.

Three Delegates were excused: Grace Aaron, Dave Adelson and Margaret Prescod.

One Delegate was absent: Yolanda Anguiano

Authority and Notice: This meeting was authorized by the LSB by a motion approved at its meeting of January 6, 2007. Specific notice was posted on the KPFK website beginning on January 11, 2007 (see Appendix A).

I. CALL TO ORDER, CALL OF THE ROLL, WELCOME & ACKNOWLEDGEMENTS, REVIEW AND APPROVAL OF THE AGENDA, APPROVAL OF MINUTES, MOTION FOR EXCUSED ABSENCES

The meeting was **called to order** at 1:18 pm.

Motion: Sherna Gluck moved that the following members be excused: Grace Aaron, Dave Adelson and Margaret Prescod.

Motion passed with no objections.

A segment of **public comment** was heard at 1:24 pm for 4 minutes.

II. COMMENTS by the Chair were delivered at 1:30 pm

The Agenda was **amended and approved** at 1:36 pm. (see Appendix B).

III. Calendar was discussed at 1:42 pm

Motion: Don White moved to amend a motion previously adopted:

Resolved, that in the motion approved July 13, 2004:

"The KPFK Local Station Board shall hold at least one regular meeting each calendar month, that it shall alternate its meetings between a weekday evening and a weekend day, that in even months it shall attempt to meet on the first Thursday evening of the month, beginning at 7 pm, and that in odd months it shall attempt to meet on the first Sunday of the month, beginning at 1 pm."

That the words "that it shall alternate its meetings between a weekday evening and a weekend day, that in even months it shall attempt to meet on the first Thursday evening of the month, beginning at 7 pm, and that in odd months it shall attempt to meet on the first Sunday of the month, beginning at 1 pm, be stricken and replaced with "that it shall alternate its meetings between a weekday evening beginning at 7 pm, and a weekend day beginning at 1 pm, when feasible."

Motion passed: Y: 15, N: 0 (2/3 required)

Motion: Yosh Yamanaka moved to approve the LSB meeting schedule for 2007, distributed at the meeting:

Proposed Calendar of LSB meetings

February 13-27 - KPFK Fund Drive

Wednesday, March 7, 7pm

Saturday, April 7, 1pm - day before Easter

Wednesday, May 2, 7pm

Saturday, June 9, 1pm

June 12-26 - KPFK Fund Drive

Wednesday, July 11, 7 pm

Saturday, August 4, 1pm

Wednesday, September 5, 7pm

Saturday, October 6, 1pm

October 9-23 - KPFK Fund Drive

Wednesday, November 7, 7 pm

Saturday, December 15, 1pm - Later in month to seat new members and elect officers

Saturday, January 5, 2008, 1pm - Early in month to elect PNB Directors

Motion passed with no objections.

Motion: Bill Gallegos moved that the minutes from January 6, 2007 be approved.

Motion passed with no objections.

IV. Fundraiser discussion began at 1:51 pm.

Motion: Tracy Larkins proposed the following motion (as amended):

WHEREAS one of the duties of the KPFK Local Station Board is to assist in station fund

raising,

BE IT RESOLVED that the Local Station Board shall provide financial and volunteer support to a fund raising event to be held on March 2, 2007 at the Immanuel Presbyterian Church, with Cynthia McKinney as featured guest. The LSB shall cover the costs up to \$800.00 for rental of venue, transportation expenses for the speaker, and other items as required, to be reimbursed from the funds received at the door. All proceeds above the total of the costs shall be donated to KPFK.

Motion passed with no objections.

V. Election to PNB Committees began at 1:56 pm.

Nominations for the GOVERNANCE, TECHNOLOGY, PROGRAMMING, TECHNOLOGY, AUDIT, ARCHIVES, and ELECTION Committees of the PNB and for the COMMITTEE OF INCLUSION (Directors and Non-Directors) were heard and an election held, with members of the KPFK Elections Working Group serving as tellers.

Grace Aaron and Tracy Larkins were elected to the PNB GOVERNANCE committee. Terry Goodman and Jack VanAken were elected to the PNB ELECTIONS committee. Sherna Gluck and Lamont Yeakey were elected to the PNB ARCHIVES committee. Ali Lexa and Fernando Velasquez were elected to the PNB TECHNOLOGY committee. Ali Lexa and Jack VanAken were elected to the PNB AUDIT committee. Sherna Gluck and Kimberly King were elected to the PNB PROGRAMMING committee.

Margaret Prescod was elected as Director Member of the COMMITTEE OF INCLUSION.

Yolanda Anguiano, Bill Gallegos, and Yosh Yamanaka were elected as Delegate Members of the Committee of Inclusion.

VI. Committee reports began at 2:42 pm.

Outreach report began at 2:43 pm.

Reza Pour gave an oral report.

Finance report began at 2:58 pm.

Terry Goodman gave an oral and distributed a written report (see appendix C). Notice was given that the next Finance Committee meeting will be held on Thursday, March 8, 2007, beginning at 7:30 pm at the station.

Motion: The Finance Committee proposed the following motion (as amended):

Resolved, that it shall be a purpose of the KPFK LSB Finance Committee to review budget proposals and recommend on budgetary matters, and to work with station management towards successful implementation of LSB-approved budget priorities.

Motion passed without objection (2/3 required).

Motion: The Finance Committee proposed the following motion:

Resolved, that the LSB direct management to implement an asset management system including numbered tagging of fixed assets, to be conducted by or with the participation of the LSB Finance Committee.

Motion tabled.

Motion: Arturo Lemus moved to lay the motion on the table.

Motion passed by a show of hands: Y: 16, N: 0, A: 2

A draft headcount report, marked confidential, was distributed to LSB Members by the Treasurer.

Personnel report began at 3:13 pm.

Sherna Gluck gave an oral report and distributed a written report (see appendix D).

Motion: The Personnel committee proposed the following motion (as amended):

WHEREAS sensitive personnel issues will be discussed by the LSB Personnel Committee, which include legally protected privacy issues, and

WHEREAS there is no recourse against non-LSB members if there is a break in confidentiality.

Therefore, the LSB personnel committee recommends that

1. The personnel committee be composed of LSB members and non-LSB members. In the event that information is deemed confidential or would violate privacy laws that the LSB members will meet in executive session.
2. The agenda of each particular meeting of the personnel Committee will be the determining factor as to whether or not the meeting will be closed or open to non-LSB members.
3. THE KPFK Shop Steward will be invited to attend Personnel Committee Meetings, whenever appropriate.

Motion passed by a show of hands: Y: 13, N: 4, A: 1

Programming oversight report began at 3:32 pm.

Sherna Gluck gave an oral report and distributed a written report (see Appendix E).

Motion: The Programming Oversight Committee proposed the following motion on the Charge of the Program Oversight Committee (PrOC):

The PrOC is an Advisory Committee of the LSB that helps to implement the LSB role with regard to programming as spelled out in the By-laws Article 7, Section 3.G-

To work with station management to ensure that station programming fulfills the purposes of the Foundation and is responsive to the diverse needs of the listeners (demographic) and communities (geographic) served by the station, and that station policies and procedures for making programming decisions and for program evaluation are working in a fair, collaborative and respectful manner to provide quality programming.

Motion passed with no objections.

Motion: The Programming Oversight Committee proposed the following motion for a Folio-conducted Program Council Election:

WHEREAS the LSB previously adopted a motion to establish a KPFK Program Council composed of elected listener and staff representatives, maintaining the existing diversity mandates, with the election to be held after the seating of the 2007-2010 LSB members, and subsequently adopted a motion approving the budgeting of funds for a newsprint folio and mailer as the means for conducting the election, therefore

BE IT RESOLVED that the LSB adopt a timetable for the announcement of the election process, including 1) a deadline for listener-sponsorship for voter eligibility, 2) the solicitation of nominees via a nominating petition process, 3) the publication of a folio that will include candidate statements for listener representatives and a mail-in ballot for listener sponsors to cast a secret ballot, and 4) the collection and counting of such ballots; to wit, that A) the election shall be announced and nominations be solicited by March 15 (which shall also be the date for voter eligibility); B) that nominees have 6 weeks to circulate and submit petitions and to draft candidate statements; C) that statements be published in a folio by May 1, and that D) listener sponsors then have 6 weeks in which to submit ballots, during which period panels of listener candidates will be aired on the radio in regular programming in both English and Spanish during all time periods, with ballots due by June 11, with a parallel and simultaneous process for the nomination and election of staff representatives, with the new PC being seated within a week of June 11 with both listener and staff representatives; and

BE IT FURTHER RESOLVED that the LSB extend and authorize the existing iPC, with its membership replenished by the existing method, until the new Program Council is seated in June; and

BE IT FURTHER RESOLVED that the LSB ask management to direct staff to carry out the production and distribution of a bilingual newsprint folio that will include the election material as well as significant and pertinent promotional and informational material about KPFK, its mission, programming, staff and governance system; and

BE IT FURTHER RESOLVED that the LSB appoint an unpaid elections coordinator for this process, to chair a volunteer elections committee that will oversee all aspects of the election, from 1) publicizing of the election process and deadlines to 2) receipt and

validation of nominating petitions, through 3) incorporation of candidate statements and ballot materials into the folio, 4) panel presentations on air of candidates for PC, and 5) community meetings at which candidates can meet and respond to listeners, as well as 6) secure collection and tabulation of listener ballots and 7) oversight of a ballot for staff candidates to the PC.

Note on voting: Voting will be conducted by the STV method for both listener and staff seats with the proviso that post-electoral adjustments shall be undertaken if necessary to maintain the diversity mandate (at least half women, at least half people of color) in both constituencies, as was previously carried out with the interim Program Council. Staff representation shall include one from paid staff, one from unpaid staff, two from the collectives, and one at-large representative.

Motion passed by a roll call vote: Y: 11, N: 5, A: 3

Y: Argueta, Gallegos, Johnston, King, Larkins, Lemus, Pour, Velazquez, White, Yamanaka, Yeakey

N: Brazon, Feuer, J. Goodman, T. Goodman, Woods

A: Gluck, Lexa, Weatherwax

The following LSB Members were **appointed** as members of an ad-hoc Program Council Election Committee: Kimberly King, Ian Johnston, Steve Weatherwax, Lamont Yeakey, Arturo Lemus, and Tracy Larkins.

A segment of public comment was heard prior to the above vote at 3:58 pm for 17 minutes.

Motion: The Programming Oversight Committee proposed the following motion on Program Selection Process:

WHEREAS Pacifica By-laws Article 7, Section 3.G states that the LSB is charged with ensuring that programming decisions are carried out in a fair, collaborative and respectful manner; and

WHEREAS the decision-making process and manner of implementation used by KPFK's Office of the Program Director in the selection of a "new" program for the 10:30 pm music slot (ANNOUNCEMENT OF PROGRAMMING CHANGE of January 2, 2007), appears to the members of the PrOC- after hearing testimony at its meeting of January 18th - to have been unfair, non-collaborative and disrespectful.

It is hereby moved by the PrOC, and be it further resolved by the LSB, that KPFK Management and Office of the Program Director should rescind that decision and engage in a new process that is conducted in a fair, collaborative and respectful manner and that includes all stakeholders.

This process should begin as soon as possible following the fund drive and involve rotation of the top 3 iPC-recommended choices and the PD's choice of Mood II Swing, giving each of the four shows a one month period in the 10:30pm to midnight slot over a

four month period.

Subsequent to that four month period, the final decision made by management should be based on consultation with KPFK's stakeholders, taking into account the input of the shows listeners (as expressed through the various venues and comment procedures), the iPC, the PrOC, and such members of KPFK's staff and management team as shall be deemed reasonable and prudent by management.

Motion tabled.

Motion: Arturo Lemus moved to lay the motion on the table.

Motion passed: Y: 13, N: 5, A: 0

Point of order by Israel Feuer that he was on the discussion stack but has not been recognized to speak.

Well taken, but time has expired and must be extended before further discussion would be in order.

Point of order by Jan Goodman that the LSB risks violation of the bylaws requirement of 30 minutes of public comment if it does not move to public comment immediately.

Well taken.

VII. General Manager's Report

The meeting adjourned prior to the Management report, but a written report was distributed to Members (see Appendix G).

VIII. Pacifica National Board Directors Report

The meeting adjourned prior to the Directors' report, but a written report from Dave Adelson was distributed to Members (see Appendix H).

A final segment of **public comment** was heard at 4:23 pm for 25 minutes.

The Chair announced the names of those elected to each PNB committee and to the Committee of Inclusion at 4:45 pm (see Appendix F).

Motion: Jan Goodman moved to adjourn the meeting.

Motion passed with no objections.

The meeting was **adjourned** at 4:49 pm.

Adriana G. Gomez
Secretary Pro-Tem

These minutes were approved 3/7/07.