

Minutes of the KPFK Local Station Board Meeting of March 7, 2007

A regular meeting of the KPFK Local Station Board was held on Saturday, March 7, 2007 at the Quaker House, 4167 S. Normandie Av., Los Angeles, CA 90037.

Jack VanAken served as Chair and Secretary Pro-Tem, with Grace Aaron assisting in secretarial duties. The minutes of the LSB meeting of Feb 10, 2007 were approved

Eighteen Delegates were present: Grace Aaron, Dave Adelson, Yolanda Anguiano, Rodrigo Argueta, Lydia Brazon, Israel Feuer, Sherna Gluck, Jan Goodman (arrived late), Terry Goodman (arrived late), Ian Johnston (arrived late), Tracy Larkins, Arturo Lemus, Ali Lexa, Reza Pour, Jack VanAken, Steve Weatherwax, Don White, Gabrielle Woods.

Also present: General Manager Eva Georgia and Development Director Sue Welsh.

Three Delegates were excused: Kimberly King, Margaret Prescod, and Yosh Yamanaka.

Three Delegates were absent: Bill Gallegos, Fernando Velazquez and Lamont Yeakey.

Authority and Notice: This meeting was authorized by the LSB by a motion approved at its meeting of February 10, 2007. Specific notice was posted on the KPFK website beginning on February 22, 2007 (see Appendix A).

I. Call to Order, Welcome & Acknowledgements, Call of the Roll, Motion for Excused Absences, Review and Approval of the Agenda, Approval of Minutes

The proposed agenda (see Appendix B) was amended and approved without objection.

The minutes of the LSB meeting of February 10, 2007 were approved without objection.

Notice by Adelson of intent to propose a special rule to permit approval of minutes at special meetings of the Delegates.

Motion by T. Goodman that minutes from regular LSB meetings held on Dec. 17, 2005 and Mar. 15, 2006 be approved.

Motion not disposed of due to call of orders of the day by Gluck (Y: 10, N: 3 A: 3).

II. Comments by the chair

LSB Chair Jack VanAken delivered comments.

III. GM Report

General Manager Eva Georgia stated that a written GM report would not be presented, as nothing had changed since the Feb 10 LSB meeting, whereat a written GM report had been submitted, but not delivered orally due to time constraints.

Reports were delivered orally by Development Director Sue Welsh, Webmaster Ali Lexa, and Staff member Steve Weatherwax.

Report of the Ad Hoc PC Election Committee delivered by Don White. The PC election is now tentatively scheduled to begin in March of 2008 and end in June of that year.

Notice by the Ad Hoc Program Council Election Committee of intent to propose amendment of the previously adopted resolution from February 7, 2007, authorizing a Folio-based PC election.

IV. Unfinished Business

PNB Audit Committee vacancy Nominations were opened to fill the vacancy on the PNB Audit Committee due to Ali Lexa's declining to accept the seat resulting from the Feb 10, 2007 election.

Ian Johnston and Grace Aaron were nominated. Grace Aaron withdrew her candidacy.

Ian Johnston **appointed** to the PNB Audit Committee by unanimous consent.

Motion from Finance Committee on asset management/inventory **taken from table**. Sherna Gluck moves to **lay motion on the table** again.
Approved without objection.

Motion from PrOC on Tuesday music program **taken from table**. Brazon moves to **lay the motion on the table** until after the Gov. Comm. motions are dealt with.
Approved. (Y: 10, N: 3, A: 2)

V. PNB Directors reports

Reports were delivered orally by Adelson, Brazon and White.

VI. Standing Advisory Committee Reports

a.) Governance Committee report. (See Appendix C.)

The Governance Committee recommends that a working group of the Governance Committee be formed to list, prioritize and make recommendations regarding the follow-up and implementation of passed LSB motions and that the working group be comprised of at least one LSB member of the Governance Committee.

Grace Aaron, Jan Goodman, Israel Feuer and Don White were **appointed** to the Working Group.

Motion from the Governance Committee: When approving motions recommending actions regarding day to day station operations, the LSB shall provide only general recommendations to Management.

If, in their best judgment, the GM and/or PD believes that a request approved by the LSB adversely effects the functioning of the station, or the implementation is deemed not feasible, or significantly oversteps the oversight role of the LSB as described in the Pacifica Bylaws, Article 7, Section 3, the affected GM or PD is requested to respond to the request in writing, to the Chair of the LSB, within 14 days of notification of the request. Said response should specify the adverse effects, reason that the request is not feasible, or the manner in which the proposed action oversteps the oversight role of the LSB.

Substitute motion by Adelson: When approving motions concerning management actions LSB motions shall use the language that the lsb recommends the specified action. The effected GM or PD is requested to respond in writing within one month to the chair of the LSB. Said response should specify the intended course of action and any rationale as necessary.

Consideration postponed to the next meeting.

Motion by Adelson to postpone consideration of the main and subsitute motions until the next meeting,

Motion passed: (Y: 8, N: 6, A:1)

Motion from the Governance Committee: The LSB resolves, that confidential documents shall not be distributed in public session, and when passed out in executive session a record shall be kept of who has received them and that they be returned..

If there is confidential documentation which LSB members wish to review, arrangements should be made with the person holding the documentation to have the information available so that the interested person can peruse it.

Anyone in charge of confidential information should make their availability upon request known to the entire LSB via email to enable members to review them.

Motion passed by roll call vote: Aaron y, Adelson y, Anguiano y, Argueta y, Brazon y, Feuer y, Gluck y, J. Goodman y, T. Goodman n, Ian Johnston n, Tracy Larkins ab, Arturo Lemus y, Ali Lexa y, Reza Pour y, Steve Weatherwax y, Don White y;(Y 13, N 2, AB 1).

b.) Finance Committee report

Motion from the Finance Committee: Resolved, That the Business Manager shall not be terminated or demoted by the General Manager without the approval of the Local Station Board, or the Chief Financial Officer, or the Executive Director.

Point of order by Adelson, Motion is out of order because it assumes authority granted only to the PNB.

Well taken.

Motion by Argeuta to **take from the table** the motion from PrOC tabled on Feb 10, 2007.

Approved by unanimous consent.

Motion taken from the table:

Whereas Pacifica By-laws Article 7 Sec3 (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 meetings 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.

Amendment by Brazon: Strike the words immediately following the words following the fund drive.

[Public comment was heard prior to vote.]

Amendment approved on a roll call vote: Aaron n, Adelson y, Anguiano y, Argueta n, Brazon y, Feuer ab, Gluck y, J. Goodman y, T. Goodman n, Ian Johnston n, Tracy

Larkins y, Arturo Lemus y, Ali Lexa n, Reza Pour y, Steve Weatherwax y, Don White y;(Y 10, N 5, AB 1).

Amendment by Feuer: Insert the words “in collaboration with the iPC and the PrOC immediately following the words should rescind that decision and”.

Amendment approved on a roll call vote: Aaron ab, Adelson y, Anguiano y, Argueta y, Brazon y, Feuer y, Gluck y, J. Goodman y, T. Goodman n, Ian Johnston y, Tracy Larkins y, Arturo Lemus y, Ali Lexa n, Reza Pour y, Steve Weatherwax y, Don White ab ;(Y 12, N 2, AB 2).

Amendment by Adelson: The LSB requests that management notify the board in writing within a month of their plan to remedy the process.

Amendment is approved: 15 y, 0 n, 0 ab

Whereas Pacifica By-laws Article 7 Sec3 (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 KPFFK’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 meetings 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 KPFFK Management and Office of the Program Director should rescind that decision and, in collaboration with the iPC and the PrOC, 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.

The LSB requests that management notify the board in writing within a month of their plan to remedy the process.

Main motion carries on a roll call vote. : *Aaron y, Adelson y, Anguiano y, Argueta y, Brazon y, Feuer y, Gluck y, J. Goodman y, T. Goodman n, Ian Johnston y, Tracy Larkins y, Arturo Lemus y, Ali Lexa n, Reza Pour y, Steve Weatherwax y, Don White y;(Y 14, N 2, AB 0).*

Public comment was heard for six minutes.

Meeting adjourned *without objection* at 11:17 pm.

Submitted Jack VanAken, Secretary Pro-Tem.

These minutes were approved on 4/7/07.

APPENDIX A Meeting Notice

The KPFK Delegates and Local Station Board will meet Wednesday, March 7, 2007 at 7:00 pm at the Quaker House, 4167 S. Normandie Av, Los Angeles, CA 90037-1736.

Jack VanAken, KPFK Local Station Board chair
661-755-2590 jackv@123mail.org

Refs:

http://www.kpfk.org/index.php?option=com_content&task=view&id=2639&Itemid=100
http://www.kpfk.org/index.php?option=com_events&task=view_detail&agid=1593&year=2007&month=03&day=07&Itemid=63
<http://disc.server.com/discussion.cgi?disc=165346;article=39436>
<http://disc.server.com/discussion.cgi?disc=203188;article=9922>

APPENDIX B Proposed agenda

KPFK LSB MEETING

I: Call to Order

Welcome & Acknowledgements

Call of the Roll

Motion for Excused Absences

Review and Approval of the Agenda

Approval of Minutes

[total: 10 minutes]

II: Comments By The Chair [2 minutes]

III. GM Report with Q & A [25 minutes]

IV: Unfinished business

a. Election to fill vacancy on PNB Audit Committee [10 minutes]

b. Tabled motion from Finance Committee on asset management/inventory [10 mins]

c. Tabled motion from PrOC on Tuesday music program [10 mins]

V. PNB Directors reports [15 minutes]

VI: Standing Advisory Committee Reports: [A] Governance - 20 mins [B] Finance - 15 mins

[C] Personnel - 5 mins [D] Outreach - 10 mins [E] Programming Oversight - 10 mins

[total: 60 minutes]

VII. Report from Program Council Election Committee [10 mins]

VIII. Public Comment [10 minutes]

IX. Announcements/Adjournment [3 minutes] (Consistent with Board Policy the Chair will call for Public Comment at various points in the agenda. Any unused portion of the 30 minutes assigned to Public Comment will be used in Agenda Item VIII.)

[total both meetings: 180 mins = 3 hours]

APPENDIX C Governance Committee Report

KPFK Governance Committee Report

The KPFK Local Station Board Governance Committee met February 28, 2007 at the Peace Center.

Members present: Grace Aaron, Lydia Brazon, Israel Feuer, Sherna Gluck, Jan Goodman, Jack VanAken (departed 8:55 pm), Don White, Roger Zimmerman

Byron Costa was also in attendance.

The committee agreed to observe time limits during the meeting. Don White served as timekeeper. Aaron, Goodman and VanAken served as note takers.

The committee is considering formation of a taskforce on membership waivers (cf. Pacifica Bylaws Article 3, Section 4). Also, moving of the proposed committee formation policy revision has been postponed until May.

Motion: When approving motions recommending actions regarding day to day station operations, the LSB shall provide only general recommendations to Management.

If, in their best judgment, the GM and/or PD believes that a request approved by the LSB adversely effects the functioning of the station, or the implementation is deemed not feasible, or significantly oversteps the oversight role of the LSB as described in the Pacifica Bylaws, Article 7, Section 3, the affected GM or PD is requested to respond to the request in writing, to the Chair of the LSB, within 14 days of notification of the request. Said response should specify the adverse effects, reason that the request is not feasible, or the manner in which the proposed action oversteps the oversight role of the LSB.

y - 8, n - 0, ab - 0

The following motion FAILED: Whenever the LSB passes a motion in which the LSB asks a manager to carry out any action, a copy of said motion/request shall be sent to that

manager's direct supervisor.

y - 3, n 3, ab 2

Motion: The LSB resolves, that confidential documents shall not be distributed in public session, and when passed out in executive session a record shall be kept of who has received them and that they be returned..

If there is confidential documentation which LSB members wish to review, arrangements should be made with the person holding the documentation to have the information available so that the interested person can peruse it.

Anyone in charge of confidential information should make their availability upon request known to the entire LSB via email to enable members to review them.

Approved by unanimous consent.

Approval of minutes

Motion: That any minutes other than the Jan 10, 2007 minutes be considered at an additional Delegates meeting to be scheduled on Saturday April 7 at 12:30 pm.

y - 6, n - 2, ab - 0

The committee advises the LSB to adopt a special rule permitting approval of minutes at special meetings of the Body of Delegates.

Various options were discussed to augment the current pool of resources for interpretation and translation of board communications, notices and meetings from English into Spanish. No action was taken by the committee.

The next meeting of the Governance Committee shall occur at a date to be determined in the future by the new convener.

Jack VanAken, reporting member