



3729 Cahuenga Blvd. West - N. Hollywood, CA 91604
Main phone: (818) 985-2711 - Fax: (818) 763-7526 - Studio phone: (818) 985-5735

APPROVED MINUTES
(revised and adopted 7.15.22)

KPFK Local Station Board

Monthly Meeting of February 16, 2022

(via Zoom)

I. Call to Order: Michael Novick presiding.

a. Roll Call: The Secretary records the roll as follows:

Members Present: Grace Aaron, Christina Avalos, Allan Beek, Jose Benavides, Fred Blair, GM Miquel Calçada (non-voting), Marisol Cruz, Bella De Soto, Eric C. Jacobson, Evelia Jones, Ali Lexa, Rob Macon, Barbara Marbach, Michael Novick, Myla Reson, Ziri Rideaux, Paul Roberson, Oscar Ulloa, Beth von Gunten, Harvey Wasserman, and Carlos Zavala.

Members Absent: Sandy Childs, Oye Oyeyipo, Lawrence Reyes, and Polina Vasiliev.

Also Present: Jim Dingeman (PNB Delegate for WBAI), John P. Garry III (KPFK Elections Teller), Ralph Hawkins (Secretary), Michael Heiss, Kim Kaufman (Treasurer), Marcus Lopez, Ona Mission, James Sagurton (PNB Finance Committee), Ruth Strauss, Teresa Thompson, Andrew Weiss, and Stephanie Wells (Pacifica Executive Director).

Excused Absences: Lawrence Reyes. Accepted without objection

b. Land-back Acknowledgement: Marcus Lopez

c. Appoint Timekeepers: Michael Heiss volunteers.

d. Approve Proposed Agenda:

Bella De Soto moves to add three minutes time for each Committee report.
Myla Reson objects.

The Chair calls for the roll. The Secretary records the vote:



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Grace Aaron (Yes), Christina Avalos (Yes), Allan Beek (Yes), Jose Benavides (Yes), Fred Blair (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (Yes), Ali Lexa (Abstain), Rob Macon (Yes), Barbara Marbach (pass), Michael Novick (Yes), Myla Reson (Abstain), Ziri Rideaux (Yes), Paul Roberson (Yes), Oscar Ulloa (Yes), Beth von Gunten (Abstain), Harvey Wasserman (Abstain), and Carlos Zavala (Abstain).

The tally is 13 yea, zero nay, and 5 abstentions. Motion to extend is passed.

e. Pacifica Mission Statement: Read by Paul Roberson

f. Excused Absence requests: Sandy Childs, Lawrence Reyes. Hearing no objections, the Chair approves the requests.

g. Appeal for Funds for KPFK: Michael Novick

Harvey Wasserman is recognized to speak to fundraising. He is interrupted and muted by the Chair for going off-topic. The Chair rules Mr. Wasserman's comments are Out-of-Order and he will proceed with the agenda to consider the setting of the next meeting. Myla Reson objects to the ruling of the Chair. The Chair calls for a vote to uphold the ruling of the Chair. Eric Jacobson calls for the vote. The Secretary records the vote:

Grace Aaron (Yes), Christina Avalos (Abstain), Allan Beek (Yes), Jose Benavides (Yes), Fred Blair (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (Abstain), Ali Lexa (Abstain), Rob Macon (Yes), Barbara Marbach (Yes), Michael Novick (Yes), Myla Reson (No), Ziri Rideaux (Yes), Paul Roberson (Yes), Oscar Ulloa (Yes), Beth von Gunten (Yes), Harvey Wasserman (No), and Carlos Zavala (Abstain).

The tally is 14 yea, 2 nay, and 4 abstentions. The ruling of the Chair is upheld.

h. After Action Report on Prior Motions: (None outstanding).

i. Setting of Next Meeting: Motion by Grace Aaron: "The monthly KPFK LSB meeting will be held on the third Sunday at 10:30 AM." Second by Ali Lexa. The Chair calls for the roll. The Secretary records the vote:

Grace Aaron (Yes), Christina Avalos (excused to leave the meeting), Allan Beek (Yes), Jose Benavides (Yes), Fred Blair (Yes), Marisol Cruz (No), Bella De Soto (No),



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Eric C. Jacobson (Yes), Evelia Jones (Yes), Ali Lexa (Yes), Rob Macon (Yes), Barbara Marbach (Yes), Michael Novick (Abstain), Myla Reson (Yes), Ziri Rideaux (Yes), Paul Roberson (Yes), Oscar Ulloa (), Beth von Gunten (Abstain), Harvey Wasserman (Yes), and Carlos Zavala (Yes).

The tally is 14 yea, 2 nay, and 2 abstentions. The motion carries.

j. Approve minutes for Feb. 10, 2022: Ali Lexa moves to postpone approval of the minutes for correction by the Secretary. Second by Beth von Gunten. Hearing no objections, the Chair rules the item will be carried to the next meeting.

k. Set Time Certain for Adjournment: Motion to set adjournment for 9:30 PM. Adopted without objection.

II. GM Report and Discussion (35 min.)

III. Public Comment # 1 (12 min.)

IV. PNB Directors' Reports and Discussion (13 min.)

Reports are heard from Elizabeth von Gunten, Ali Lexa and Evelia Jones. Lawrence Reyes has an excused absence. Ms. Von Gunten’s written report is appended below.

V. PNB Committee Nominations and Elections (35 min.)

The Chair introduces the following resolution regarding methods for performing the selection of members to populate PNB standing committees:

“WHEREAS The KPFK LSB is electing delegates to serve on PNB committees this year, by STV ballot, with nominations taking place at the meeting of Feb. 16, 2022:

RESOLVED, that the STV elections shall be conducted via electronic mail, under previous authorizations for electronic communications, with Terry L. Goodman serving as Chair of Tellers and John P. Garry III serving as Teller.



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FURTHER RESOLVED, that all listener and staff delegates present are authorized to vote and will be sent voting instructions via email on or before Thursday, February 17, 2022 at close of business, and that the polls shall close on Friday Feb. 18, 2022 at midnight Pacific Time. The Chair of Tellers will distribute preliminary tally results to all voters soon after the tellers agree on those results.

FURTHER RESOLVED that the delegates will meet in a continuation meeting on Sunday, Feb. 20 at 10:30 AM PST to receive and ratify the results of the elections.”

So moved by Bella De Soto and passed without objection.

The Chair opens the floor to public comment and responses from the PNB Directors.

The Chair proceeds and call for Committee Nominations. The following individuals are nominated to represent KPFK on committees of the Pacifica National Board:

- a. Governance Committee (2 seats): Marisol Cruz, Bella De Soto, and Paul Roberson.
- b. Audit Committee: Bella De Soto, Fred Blair, and Eric C. Jacobson.
- c. Programming Committee: Beth von Gunten, Ziri Rideaux, and Oscar Ulloa.
- d. Elections Committee: Grace Aaron, Christina Avalos, Bella De Soto, Michael Novick, Myla Reson; one Director seat to be filled by Beth von Gunten, PNB Director (uncontested).
- e. Technology Task Force: Michael Heiss, Ali Lexa, Michael Novick, Beth von Gunten. (Open to all Delegates and Listener-Members; no election required).



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- f. Committee of Inclusion for KPFK (one Director seat): Evelia Jones is unopposed.

The floor is opened to further public comment and Director's responses. (17 min.)

- g. Personnel Committee: The Chair entertains a motion to populate the committee.

Myla Reson introduces the following motion:

"WHEREAS one of the primary duties and functions of the Local Station Board is to prepare an annual written evaluation of the station General Manager. Be it so moved that the LSB populate the Personnel Committee to prepare for the upcoming GM review."

Eric Jacobson introduces a motion to postpone the motion to convene a Personnel Committee. The Chair calls for the roll. The Secretary records the vote as follows:

Grace Aaron (No), Allan Beek (left), Jose Benavides (no response), Fred Blair (No), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (No), Ali Lexa (No), Rob Macon (Abstain), Barbara Marbach (no response), Michael Novick (Yes), Myla Reson (No), Ziri Rideaux (left), Paul Roberson (Yes), Oscar Ulloa (Yes), Beth von Gunten (No), Harvey Wasserman (No), and Carlos Zavala (No).

The tally is 6 yea, 8 nay, and one abstention. The motion is defeated.

The Chair achieves consensus to set the date of Friday March 4 at 6:00 PM to convene a meeting of the Personnel Committee.

VII. Treasurer's Report (5 min.)

VIII. **Governance Committee:** Two motions (appended below) passed by the committee are presented to the body:

Motion # 1: Changes to Language in Meeting Decorum Policy (see Appendix).



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Moved that the current text in Paragraph 4 the of LSB policy on Meeting Decorum be amended to read as follows:

“4. Upon a first minor incident (interrupting a speaker, for example) the Chair would give the member a warning. Upon a second incident, a second warning should be given. Upon a third incident in the same meeting, the Chair may ask the body to consider a vote to mute the member for the remainder of the meeting. Such a request should be voted on immediately and would not be debatable. If the member continues disruptive behavior, s/he will be asked to leave the assembly and, if s/he fails to do so may be barred from future participation.”

The Chair calls for the roll. The Secretary records the vote as follows:

Grace Aaron (Yes), Allan Beek (left the meeting), Jose Benavides (Yes), Fred Blair (Yes), Marisol Cruz (No), Bella De Soto (No), Eric C. Jacobson (Abstain), Evelia Jones (Yes), Ali Lexa (Yes), Rob Macon (Yes), Barbara Marbach (no response), Michael Novick (Abstain), Myla Reson (Yes), Ziri Rideaux (no response), Paul Roberson (no response), Oscar Ulloa (Yes), Beth von Gunten (Yes), Harvey Wasserman (Abstain), and Carlos Zavala (Yes).

The tally is 10 yea, 2 nay, and 3 abstentions. The motion carries.

Bella De Soto moves a substitute to Motion #2 on the agenda dedicating a fund of \$2500- to cover Outreach Committee expenses. Second by Marisol Cruz. Objections are heard. The Chair notes the meeting is approaching the time certain for adjournment.

Bella De Soto moves to extend the time certain for adjournment by 15 minutes. Objections are heard. It is noted that a motion to extend requires a two-thirds vote of the body. The Chair calls for the roll. The Secretary records the vote as follows:

Grace Aaron (No), Fred Blair (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (No), Ali Lexa (No), Rob Macon (no response), Michael Novick (Yes), Myla Reson (No), Oscar Ulloa (Yes), Beth von Gunten (Yes), Harvey Wasserman (No), and Carlos Zavala (No response).

The tally is 7 yea, 5 nay, and no abstentions. The motion fails.



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Motion to adjourn by Ali Lexa. Point of Order: Per Robert's Rules, the body must address the motion on the table despite the time certain for adjournment.

The Chair calls for the roll on Bella De Soto's substitute motion. The Secretary records the vote as follows:

Grace Aaron (No), Fred Blair (No), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Abstain), Evelia Jones (No), Ali Lexa (No), Rob Macon (left the meeting), Michael Novick (Abstain), Myla Reson (No), Oscar Ulloa (Yes), Beth von Gunten (No), Harvey Wasserman (No), and Carlos Zavala (left the meeting).

The tally is 3 yea, 7 nay, and 2 abstentions. The motion fails.

Motion # 2 From the Governance Committee re: LSB and Committee member expenditures. Text of the motion is as follows:

"Any expenses from the LSB members or committees must be pre-approved by the LSB before being incurred."

The Chair calls for the roll. The Secretary records the vote as follows:

Grace Aaron (Yes), Fred Blair (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (Yes), Ali Lexa (Yes), Michael Novick (Yes), Myla Reson (Yes), Oscar Ulloa (Yes), Beth von Gunten (Yes), and Harvey Wasserman (Yes).

The tally is 12 yea, zero nay, and no abstentions. The motion is passed unanimously.

IX. Meeting Adjourned 9:40 PM:

The meeting is suspended and will be continued on Feb. 20, '22 at 10:30 AM.

APPENDIX

PNB Director's Report

Beth von Gunten, PNB Director February 16, 2022



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Pacifica is well ahead of where we were a year ago, but we're by no means out of the woods. Our financial situation as a network, while much improved, remains precarious. Regaining sound financial footing therefore continues to be a top priority.

Last year Pacifica managed to catch up three years of delinquent audits and is now current for the first time in years. That's progress. It helps restore our financial credibility and credit worthiness. Work is well underway and on track to produce our FY21 audit right on time.

Last year, FY21, was the first time in several years that budgets were produced for seven of the eight Pacifica financial units. That's progress. This year to date, two of the eight FY22 budgets have been submitted, reviewed, and approved. Management is in the process of reviewing other unit budgets before submitting them to the National Finance Committee for consideration.

Work continues on revision of the Pacifica Chart of Accounts and Budget Template. When complete, that will be a major step forward, allowing Pacifica to render accounting more timely, consistent, and transparent across the network.

Pacifica continues to make payments on the large FJC loan on time and in full. We are awaiting receipt of the remaining \$1.5M of the \$2M EIDL loan approved in January. That will go a long way toward paying down much of the FJC loan due in October, but in itself will not be sufficient. Additional means must yet be found.

Pacifica's FCC license renewal has been granted, which is good for another seven and a half years. That's progress.

I was asked to stand for PNB Vice Chair this year, agreed to do so, and was elected for the 2022 term. I thank my many Pacifica colleagues both locally and nationally for the vote of confidence. I look forward to another year of collaborative progress. It's amazing what all we can accomplish when we work together.

In peace, for Pacifica, Beth von Gunten, KPFK LSB, PNB Vice Chair



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MOTION # 1 Changes to Language in Meeting Decorum Policy

LSB Decorum Policy & PNB Non-Violence Policy, as amended by the LSB 2/16/22.

“Meeting Decorum

The following rules and progressive discipline apply to KPFK Local Station Board members and the public at LSB regular meetings as well as LSB committee meetings:

1. At a meeting of the Local Station Board LSB members must wait to be recognized by the Chair before speaking. Each speaker shall be allowed to speak for 90 seconds, unless a different time limit is agreed on. No one shall speak a second time unless anyone who hasn't spoken and wishes to speak has done so. No one shall be allowed to speak more than 2 times on any one agenda item, unless giving a report and/or being asked to respond.
2. No LSB member or member of the public may physically assault or touch another person in an unwanted manner at any meeting. To do so will result in the Chair asking the offending person to leave the meeting. Failure to leave may result in the offender losing all future speaking and attendance rights.
3. No LSB member or member of the public may speak without being recognized, interrupt another who has the floor or otherwise disrupt a meeting by any verbal or physical action. The only exception is to make a Point of Order, or other such Point of Privilege as allowed per Roberts Rules of Order, which can be done only by LSB members or members of LSB committees. An LSB member who makes a Point of Order may interrupt another LSB member who is speaking. (See Roberts Rules of Order, Chapter VIII, Point 23, # 3 (a point of order) "is in order when another has the floor, even interrupting a person speaking or reading a report, if the point genuinely requires attention at such a time".) Personal verbal attacks on the character of another should also be considered disruptive and not tolerated. Less formality may be desired in some committees at the discretion of the chair and/or the body. However, if discourtesy or disruption impede the work of the committee more formal procedures should be reverted to, at least for the duration of that meeting.
4. Upon a first minor incident (interrupting a speaker, for example) the Chair would give the member a warning. Upon a second incident, a second warning should be given. Upon a third incident in the same meeting, the Chair may ask the body to consider



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a vote to mute the member for the remainder of the meeting. Such a request should be voted on immediately and would not be debatable. If the member continues disruptive behavior, s/he will be asked to leave the assembly and, if s/he fails to do so may be barred from future participation.

5. Any non-LSB member who has been reprimanded frequently for disrupting regular LSB meetings or LSB committee meetings should not be appointed to any LSB committee.

6. The attached Zero Tolerance for Violence Pacifica Policy passed in March of 2010 should be followed and adhered to.*

7. Roberts Rules of Order, Chapter XX, DISCIPLINARY PROCEDURES should be referred to and takes precedence over this motion if anything herein stated is in contradiction to those Rules.

* Pacifica PNB New Policy On Removal Of Board Members For Violence Or Threats Of Violence

PACIFICA ZERO TOLERANCE POLICY- NO VIOLENCE

WHEREAS, one of the primary missions of Pacifica, and part of its stated justification for use of the public airwaves, is to support and promote the principle of non-violence -- which principle includes renouncing the use of violence, or threats of violence, to resolve disputes; and

WHEREAS, the Pacifica National Board has received reports that this founding principle of non-violence has been breached at certain LSB meetings; and

WHEREAS, the Pacifica National Board desires to uphold and maintain this principle of non-violence in all aspects of its governance and operations; and

WHEREAS, the Pacifica National Board recognizes Pacifica's responsibility to maintain safety in all of its activities, and specifically to protect persons at its functions or on its premises from being injured, or threatened with injury, by violence, and threats of violence, from other persons.

THEREFORE, BE IT RESOLVED BY THE PACIFICA NATIONAL BOARD;

1. Pacifica shall have a zero-tolerance policy for violence or threats of violence at its LSB meetings.



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2. The Chair of each LSB are hereby specifically empowered, at their discretion, to remove from a duly called meeting of the LSB any person who engages in violence, or threats of violence, against another person during the meeting.

3.. Members of an LSB who engage in violence, or threats of violence, against another person during a duly called meeting of the LSB shall be subject to immediate removal from the meeting at the discretion of the Chair, and shall also be subject to suspension from membership on the LSB by majority vote of the other LSB members present and voting at a subsequently called meeting of the LSB. Any member suspended by his LSB for violating this non-violence policy shall be denied access to any meetings of the LSB, and to facilities of the Foundation.

4. The Chair of each LSB are hereby specifically empowered to remove from a duly called meeting of the LSB any member who has been suspended from membership on the LSB for engaging in violence, or threats of violence, against another person during a meeting of the LSB.

5. The Executive Director and respective station managers are hereby authorized to hire and appoint a Sergeant at Arms, at the request of a Chair of an LSB, to enforce the removal directives of the Chair, as set out herein.

6. The Executive Director shall distribute this Zero Tolerance on Violence policy to each and every member of an LSB.

7. The Chair of each LSB shall distribute copies of this Policy to LSB members as the first order of business at the LSB’s next scheduled meeting.”

PASSED BY THE PACIFICA NATIONAL BOARD ON THIS THE 26th DAY of March, 2010. https://www.kpftx.org/archives/pnb/kpftk/160417/kpftk160417_4259_minutes.pdf

MOTION # 2 Re: LSB and Committee member expenditures

“Any expenses from the LSB members or committees must be pre-approved by the LSB before being incurred.”

End of Appendix