



3729 Cahuenga Blvd. West - N. Hollywood, CA 91604

Main phone: (818) 985-2711 - Fax: (818) 763-7526 - Studio phone: (818) 985-5735

APPROVED MINUTES

KPFK Governance Committee

Meeting of April 20, 2022

(Teleconference via Zoom)

I. Call to Order 7:42 PM

Michael Novick presiding. The Chair calls for the roll:

Members Present: Grace Aaron, Allan Beek Fred Blair, Sue Cohen-Johnson, Marisol Cruz, Bella De Soto, Raymond Goldstone, Ralph Hawkins (Secretary), Michael Heiss, Eric C. Jacobson, Kim Kaufman (Treasurer), Michael Novick, Myla Reson, Lawrence Reyes, Paul Roberson, Jeanine Rohn, Ruth Strauss, and Beth von Gunten.

Members Absent: None

Also Present: John Tatum, PNB Parliamentarian

II. Approve Draft Agenda

The Chair recites the proposed agenda for the body. The Chair notes there are several items being proposed by members for addition to the agenda. Kim Kaufman moves to approve the draft agenda so it may be amended.

Jeanine Rohn raises a Point of Order re: the issue of who are the voting members for this committee, The Secretary and the Treasurer work to confirm past absences recorded in the minutes: Christina Avalos, Oye Oyeyipo, King Reilly, Ziri Rideaux, Paul Roberson, Polina Vasiliev, and Andrew Weiss have been absent for one or more of the past three consecutive meetings.

Kim Kaufman moves to add an agenda item to set time certain for adjournment to opening business. Second by Myla Reason.



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Grace Aaron offers a substitute motion to end debate and approve the agenda with the stipulation that the additional items suggested by members be included, and further stipulating that those members confirmed by the Secretary as eligible to vote are all those present today. Second by Myla Reson. The Chair calls for objections and hearing none, the motion is adopted.

Bella De Soto moves to amend to dispense with setting a time certain. Seconds are heard but not identified. Kim Kaufman makes a substitute motion to set the time certain for 10:00 PM. Second by Myla Reson. Bella De Soto objects. The Chair calls for the roll. The Secretary records the vote:

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Yes), Sue Cohen-Johnson (Yes), Marisol Cruz (Abstain), Bella De Soto (No), Raymond Goldstone (Yes), Ralph Hawkins (Abstain), Michael Heiss (Yes), Eric C. Jacobson (Abstain), Kim Kaufman (Yes), Michael Novick (Abstain), Myla Reson (Yes), Lawrence Reyes (Abstain), Paul Roberson (Abstain), Jeanine Rohn (No), Ruth Strauss (Yes), and Beth von Gunten (Yes).

The tally is 10 yea, 2 nay, and 6 abstentions.

IV. Appoint Timekeepers: Lawrence Reyes volunteers to keep time for members recognized to speak.

V. Motion to Set Date & Time for Next Meeting

Kim Kaufman moves to set the start time for future meetings at 4:00 PM. Second by Lawrence Reyes. Lawrence Reyes moves amend the start time to 6:00 PM. Second by Paul Roberson. The Chair calls for the roll and the Secretary records the vote:

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Yes), Sue Cohen-Johnson (Abstain), Marisol Cruz (Yes), Bella De Soto (No), Raymond Goldstone (Yes), Ralph Hawkins (Yes), Michael Heiss (Yes), Eric C. Jacobson (Yes), Kim Kaufman (Yes), Michael Novick (Yes), Myla Reson (Yes), Lawrence Reyes (Yes), Paul Roberson (Yes), Jeanine Rohn (Yes), Ruth Strauss (Abstain), and Beth von Gunten (Yes).

The tally is 15 yea, one nay, and 2 abstentions. The motion is passed.



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VI. Election for Governance Committee Chair

The Chair opens nominations for a new Governance Committee Chair. Michael Novick and Kim Kaufman accept nominations. Beth von Gunten is recognized and notes that a contest should be resolved by paper ballots. The Chair will contact the election tellers to check their availability.

VII. Approve Minutes

Raymond Goldstone moves to approve the minutes for February and March. Second by Kim Kaufman. The minutes are approved without objection, with the instruction that the Secretary amend the attendance records to conform with the membership list as determined at this meeting.

VIII. Motion to Require Approved Minutes from Committees

Kim Kaufman advances a motion re: reporting requirements for LSB Committees: "All committees, including the LSB, must have approved minutes for each meeting. The approved minutes must be put on kpftx.org. If two meetings pass with no approved minutes, the committee will be considered defunct. The governance committee shall be responsible for checking on all the committees and reporting monthly to the LSB as to the compliance of approved minutes of all the committees, including the LSB."

Lawrence Reyes moves to amend the motion to strike the following: "If two meetings pass with no approved minutes, the committee will be considered defunct." Second by Bella De Soto. There is discussion among the members. Bella de Soto objects. The Chair calls for the roll. The Secretary records the vote:

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Abstain), Sue Cohen-Johnson (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Raymond Goldstone (Abstain), Ralph Hawkins (Yes), Michael Heiss (No), Eric C. Jacobson (Yes), Kim Kaufman (No), Michael Novick (Yes), Myla Reson (No), Lawrence Reyes (Yes), Paul Roberson (Yes), Jeanine Rohn (Yes), Ruth Strauss (Abstain), and Beth von Gunten (Yes).

The tally is 12 yea, 3 nay, and 3 abstentions. The motion is passed.

The Chair calls for the roll on the motion as amended. The Secretary records the vote:

Grace Aaron (Abstain), Allan Beek (No), Fred Blair (Yes), Sue Cohen-Johnson (No), Marisol Cruz (No), Bella De Soto (No), Raymond Goldstone (Abstain), Ralph



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Hawkins (Yes), Michael Heiss (Yes), Eric C. Jacobson (No), Kim Kaufman (Yes), Michael Novick (Yes), Myla Reson (Yes), Lawrence Reyes (No), Paul Roberson (off-line), Jeanine Rohn (Abstain), Ruth Strauss (Abstain), and Beth von Gunten (No).

The tally is 6 yea, 7 nay, and 4 abstentions. The motion is defeated.

IX. Motion to Amend the CAB Motion (see Appendix item a.)

The Chair reads the proposed motion to authorize a Community Advisory Board. Second by Bella de Soto. Beth von Gunten moves to amend the main motion by dividing the into two parts and adding language to the first part. There is discussion by the members. The Chair calls for the roll and the Secretary records the vote:

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Abstain), Sue Cohen-Johnson (Yes), Marisol Cruz (Yes), Bella De Soto (Yes), Raymond Goldstone (Abstain), Ralph Hawkins (Yes), Michael Heiss (Yes), Eric C. Jacobson (Yes), Kim Kaufman (No), Michael Novick (Yes), Myla Reson (No), Lawrence Reyes (Yes), Paul Roberson (Yes), Jeanine Rohn (Yes), Ruth Strauss (Abstain), and Beth von Gunten (Yes).

The tally is 12 yea, 3 nay, and 3 abstentions. The motion to amend the main motion is passed.

Discussion by the members continues. Bella de Soto moves to end debate. Second by Marisol Cruz. The Chair calls for the roll and the Secretary records the vote.

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Yes), Sue Cohen-Johnson (off-line), Marisol Cruz (Yes), Bella De Soto (Yes), Raymond Goldstone (Yes), Ralph Hawkins (Yes), Michael Heiss (off-line), Eric C. Jacobson (Abstain), Kim Kaufman (No), Michael Novick (Yes), Myla Reson (No), Lawrence Reyes (Yes), Paul Roberson (off-line), Jeanine Rohn (Yes), Ruth Strauss (Yes), and Beth von Gunten (Abstain).

The tally is 11 yea, 2 nay, and 2 abstentions. Debate is ended.

X. First Part of the Motion to Amend the Main Motion (see Appendix item b.)

The Chair calls for objections. Kim Kaufman objects. The Chair calls for the roll and the Secretary records the vote:



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Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Yes), Sue Cohen-Johnson (off-line), Marisol Cruz (Yes), Bella De Soto (Yes), Raymond Goldstone (Yes), Ralph Hawkins (Yes), Michael Heiss (off-line), Eric C. Jacobson (Yes), Kim Kaufman (No), Michael Novick (Yes), Myla Reson (Abstain), Lawrence Reyes (Yes), Paul Roberson (off-line), Jeanine Rohn (Yes), Ruth Strauss (Abstain), and Beth von Gunten (Yes).

The tally is 12 yea, 1 nay, and 2 abstentions. The motion carries.

Approaching time certain, the Chair calls for a motion to extend the meeting for 15 minutes. Moved by Bella De Soto The Chair calls for objections and hearing none, time certain is extended to 10:15 PM.

XI. Second Part of the Motion to Amend the Main Motion (see Appendix item c.)

The Chair calls for objections to adopting the second part of CAB motion. Hearing none, the motion is adopted.

XII. Set LSB Agenda

Grace Aaron moves to place the CAB business to follow immediately after the GMSC on the agenda. Second by Lawrence Reyes. Jeanine Rohn objects. The Chair calls for the roll and the Secretary records the vote:

Grace Aaron (Yes), Allan Beek (Yes), Fred Blair (Yes), Sue Cohen-Johnson (off-line), Marisol Cruz (Yes), Bella De Soto (No), Raymond Goldstone (No), Ralph Hawkins (Yes), Michael Heiss (off-line), Eric C. Jacobson (Yes), Kim Kaufman (Abstain), Michael Novick (No), Myla Reson (Abstain), Lawrence Reyes (Yes), Paul Roberson (off-line), Jeanine Rohn (No), Ruth Strauss (Abstain), and Beth von Gunten (Yes).

The tally is 8 yea, 4 nay, and 3 abstentions. The motion carries.

The Chair reads the LSB agenda as proposed, the order being the GMSC motion, followed by the CAB motion, then two motions from the governance committee. and old business items remaining from the past meeting, then PNB and committee reports, etc. Myla Reson moves to approve the agenda. The Chair calls for objections and hearing none the agenda is approved.

XIV. Meeting adjourned at 10:16 AM



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Lawrence Reyes moves to adjourn. Second by Myla Reson. The Chair calls for objections. Bella De Soto objects. Eric Jacobson is recognized and notes the meeting has passed time certain. The Chair declares the meeting adjourned.

APPENDIX

a. Proposed Motion to Authorize the CAB

“ Moved that the Community Advisory Board be re-constituted effective immediately, pursuant to PNB policy and CPB guidelines, with a projected membership of up to 20 individuals, to meet at least quarterly to conduct a community needs assessment and use it to evaluate how well current and proposed programming on KPFK meets those needs of the diverse and extensive geographic and demographic in our broadcast area. The CAB shall adopt its own Bylaws and rules pursuant to the relevant above-named policies and guidelines.

Be it further resolved that the LSB approves the following applicants who have been interviewed by the CAB working group as the initial members of the CAB to serve for a four-year term, with the proviso that additional members up to the maximum of twenty can be recruited and added at a later date, so that terms on the CAB can be staggered. The LSB further urges station management to collaborate with the CAB by providing the required annual programming plan, by noticing the CAB membership and meetings on the station website, and by promoting on-air and by other means the existence, purpose, meetings and opportunity to participate in the CAB.

- | | |
|-----------------------|------------------------|
| Chancee Martorell | Matt Sedillo |
| Ruth Sanchez | Dr. Ruth Strauss |
| Joe Ayala | Melvin Ishmael Johnson |
| Wade Alexander | Staphan Klein |
| Ahjamu Makalani | Marcus Avila |
| Renay Grace Rodriguez | Kelly Flores |
| Sylvester Rivers “ | |



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b. Motion to Amend first part of Main Motion to Authorize the CAB

“ Moved that the Community Advisory Board be re-constituted effective immediately, pursuant to PNB policy and CPB guidelines, with a projected membership of up to 20 individuals **to conduct a community needs assessment and use it to evaluate how well current and proposed programming on KPFK meets those needs of the diverse and extensive geographic and demographic in our broadcast area**, and A CAB’s Responsibilities: A CAB may establish and follow its own schedule and agenda. The CAB’s structure and composition, including the number of members, their terms, and method of appointment and removal, should be established by the station’s governing body. The CAB’s responsibilities include:

- 1 the right to review the station’s programming goals;
- 2 the right to review the service provided by the station;
- 3 the right to review significant policy decisions rendered by the station; and 4 the obligation to advise the station’s governing body on whether the station’s programming and other significant policies are meeting the specialized educational and cultural needs of the communities served by the station, and to make recommendations the CAB deems appropriate to meet such needs.

B CAB Annual Certification: The Act requires stations to certify annually their compliance with the CAB requirements. This certification is a part of CPB’s required CSG Agreement and Certification of Eligibility.

The CAB shall adopt its own Bylaws and rules pursuant to the relevant above-named policies and guidelines.”

b. Motion to Amend the second part of the Main Motion re: the CAB

“ Be it further resolved that the LSB approves as the initial members of the CAB, the following applicants who have been interviewed and approved, as well as any additional applicants interviewed and approved before the April 24, 2022 meeting (up to a total of twenty), with the proviso that additional members up to a total of twenty can be recruited and added as they become available.

Ten of the initial CAB members as determined by drawing lots shall serve four-year terms, with the remaining ten serving initial two year terms, so that CAB membership turnover can be staggered and continuity preserved.



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The LSB further urges station management to collaborate with the CAB by providing the required annual programming plan, by noticing the CAB membership and meetings on the station website, and by promoting on-air and by other means the existence, purpose, meetings and opportunity to participate in the CAB.

Chancee Martorell	Matt Sedillo
Ruth Sanchez	Dr. Ruth Strauss
Joe Ayala	Melvin Ishmael Johnson
Wade Alexander	Staphan Klein
Ahjamu Makalani	Marcus Avila
Renay Grace Rodriguez	Kelly Flores
Sylvester Rivers	Dan McCrory “

----- **End of APPENDIX**