



3729 Cahuenga Blvd. West - N. Hollywood, CA 91604
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APPROVED MINUTES
(revised and adopted 7.15.22)

Local Station Board May 15, 2022 10:00 AM

via Zoom

I. Opening Business

a. Call to Order 10:05 AM: Michael Novick presiding. The Chair calls for the Roll.

Members Present: Grace Aaron, Christina Avalos, Allan Beek, Jose Benevides, Fred Blair, Sandy Childs, Marisol Cruz, Bella De Soto, Eric C. Jacobson, Evelia Jones, Ali Lexa, Rob Macon, Michael Novick, Myla Reson, Lawrence Reyes, Ziri Rideaux, Paul Roberson (late), Oscar Ulloa (late), Polina Vasiliev, Elizabeth von Gunten, Harvey Wasserman (late), and Carlos Zavala.

Members Absent: Barbara Marbach, and Oye Oyeyipo.

Also Present: James Dingeman (PNB Director), Ralph Hawkins (Secretary), Kim Kaufman (Treasurer), Stuart Landau (interim GM), Gregg Lewis (new interim GM), John Tatum (PNB Parliamentarian), and Stephanie Wells (Pacifica ED).

b. Appoint Timekeepers: Lawrence Reyes for agenda items and Marisol Cruz for speakers.

c. Land Back Acknowledgment & Compartment: Michael Novick

d. Approve Agenda: Marisol Cruz moves to approve the agenda Eric Jacobson moves to add consideration of a motion to condemn the assassination of journalist Shireen Abu Akleh. Second by Lawrence Reyes. The Chair calls for the roll and the Secretary records the vote:

Grace Aaron (Yes), Christina Avalos (off-line), Allan Beek (off-line), Jose Benevides (Yes), Fred Blair (Abstain), Sandy Childs (Abstain), Marisol Cruz (Yes), Bella De Soto (Yes), Eric C. Jacobson (Yes), Evelia Jones (Abstain), Ali Lexa (Abstain), Rob Macon (Abstain), Myla Reson (No), Lawrence Reyes (Yes), Ziri Rideaux (Yes), Paul Roberson (off-line), Oscar Ulloa (off-line), Polina Vasiliev (Yes), Elizabeth von Gunten (Yes), Harvey Wasserman (Abstain), Carlos Zavala (Abstain), and Michael Novick (Yes).



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The tally is 10 yea, one nay, and 7 abstentions. The agenda is approved as amended.

e. Pacifica Mission Statement: Marisol Cruz.

f. Excused Absence Requests: Barbara Marbach, and Oye Oyeyipo. The Chair calls for objections, and hearing none, the absences are excused.

g. Approve Minutes: Lawrence Reyes moves to approve the minutes of the past meeting. Second by Marisol Cruz. No objections.

h. Set Time Certain for Adjournment: The Chair asks for a motion to set time certain at 1:30 PM. Moved by Lawrence Reyes. No objections.

II. Management Report:

ED Stephanie Wells thanks Stuart Landau for assuming the role of interim GM and announces selection of a new interim GM Gregg Lewis effective May 16. Stuart Landau addresses the body. The ED reviews her assessment of the challenges facing the network and her lines of inquiry to prepare for a variety of possible outcomes. Gregg Lewis introduces himself to the body. There is Q&A between the ED and the members. The Chair takes public comments.

(Evelia Jones is excused to leave the meeting)

III. Treasurer's Report (see Appendix)

Kim Kaufman gives her report. There is Q&A with the members.

(Marisol Cruz is excused to leave the meeting)

IV. Motion by Eric Jacobson re: the Assassination of Shireen Abu Akleh

On May 15, 2022 at 6:54 am Eric C. Jacobson emailed all his LSB colleagues the following cover line together with a draft Statement regarding the assassination of Palestinian-American journalist Shireen Abu Akleh:

"At our LSB meeting this morning I will be moving to add to the agenda approval (hopefully by unanimous consent) of the following Statement of our representative body in response to Israel's demonic assassination of beloved Palestinian-American journalist Shireen Abu Akleh.



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"Silence is complicity and it is morally imperative that we now repeat with redoubled urgency our LSB's call upon President Biden and his administration of one year ago (tomorrow) to "bring Israel's ongoing serial acts of wanton oppression of the Palestinian people including but not limited to use of excessive lethal military force which has produced a horrifying ever-rising Palestinian death toll...to an immediate and enduring halt by any and all means necessary."

At the LSB meeting that morning, by way of brief motivation prior to reading the Statement Eric C. Jacobson refers members to his cover email accompanying the Statement text (copied-in above and forwarded below) and notes that the Statement is "self-explanatory," and that it stands in ghastly lineage with one of the LSB adopted a year ago.

After Jacobson completes reading the Statement the following Discussion and Action by the LSB on the Statement ensues:

Ali Lexa states that he is speaking to the motion as "the only Arab-American" on the LSB and moves to strike the word "demonic" as a condition of his support for the Statement.

Eric Jacobson states that he accepts Ali's motion as a "friendly amendment" and explains his late inclusion of the word demonic twice in the draft motion text as a shorthand means of denoting the horror of the murder.

Lawrence Reyes notes Pacifica's identity as a social justice institution, states that the horrific murder of a journalist requires the LSB's adoption of the Statement as a matter of journalistic solidarity and urges approval of the Statement text with the word demonic stricken.

Myla Reson thanks Jacobson for drafting the Statement, expresses her abhorrence as a secular Jewish American of Israel's oppression of the Palestinians, declares her support for the Statement and calls for the LSB to approve the Statement forthwith in the interests of time (per the Chair: "Myla's motion to close debate").

Lawrence moves for unanimous adoption of the Statement with the word demonic stricken (per the Chair: "Lawrence's motion for passage by acclamation").

Bella De Soto objects to removing the word demonic from the Statement, on the grounds the word factually depicts the heinousness of the crime.

Michael Novick states that the word "demonic" is "inhuman terminology," has religious connotations and refers to "non-human" actors or forces and is therefore inappropriate.



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The Chair calls for the roll on Ali's motion to strike the word demonic in the two places it appears in the Motion and the Secretary records the vote:

Grace Aaron (Yes), Christina Avalos (No), Allan Beek (off-line), Jose Benavides (Yes), Fred Blair (Yes), Sandy Childs (Yes), Marisol Cruz (off-line), Bella De Soto (No), Eric C. Jacobson (Yes), Evelia Jones (off-line), Ali Lexa (Yes), Rob Macon (Yes), Myla Reson (Yes), Lawrence Reyes (Yes), Ziri Rideaux (Yes), Paul Roberson (off-line), Oscar Ulloa (Yes), Polina Vasiliev (Yes), Elizabeth von Gunten (Yes), Harvey Wasserman (off-line), Carlos Zavala (Yes), and Michael Novick (Yes).

The tally is 15 yea, 2 nay, and no abstentions. The motion to strike the word demonic in the two places it appears in the Motion carries.

The Chair asks if there are any objections to the motion as amended. Hearing none the motion to approve the Statement as amended is adopted. Bella De Soto belatedly objects and the Chair notes her objection for the record."

V. PNB Directors' Reports (see Appendix)

Ali Lexa, Beth von Gunten, and Lawrence Reyes take the floor to make their reports.

VI. Committee Reports

Verbal reports are heard as follows: Myla Reson, PNB Election Committee; Beth von Gunten, Strategic Planning Committee; Jim Dingeman, Technology Task Force; Bella De Soto, Outreach Committee; Beth von Gunten, Programming Oversight Committee; Grace Aaron, GM Search Committee; Michael Novick, Committee of Inclusion.

VII. Meeting Adjourned 1:35 PM

APPENDIX:

1. Treasurer's Report by Kim Kaufman

Treasurer's Report to LSB
May 15, 2022

	Revenue	Expenses	Net loss/gain
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KPFK 90.7FM

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Consolidated	-29%	-3%	(529,062)
KPFA	-22%	1%	69,991
WBAI	10%	6%	(193,800)
KPFT	-19%	-3%	(103,799)
WPFW	3%	4%	121,496
NO	-10%	39%	(104,528)
PRA	-25%	4%	22,386
KPFK	-47%	-39%	(340,808)

This report is based on the March financials. The Revenue and Expenses % are comparison with FY21. Net loss/gain is FY22.

Because Pacifica uses accrual for expenses, add approximately \$250k for the central services which have not been paid (for this year). That's about (\$600,000) actual deficit. Additionally, there's about \$170k of unpaid bills (from this year and last). The listener support is -50% lower than FY2021. The deficit is about \$40k-\$50k per month, except for January which was about \$100k due to lower revenue.

The fund drive as of yesterday was \$78,500 for 14 days or \$5,605 per day.

Although PRA is showing a positive net, they are actually short about \$65k due to the three stations (above) that are in a deficit position. They are in a very difficult position trying to pay their bills.

FYTD March 2022	Revenue	Expenses
CONSOLIDATED	-21%	-3%
KPFA	-22%	1%
KPFK	-47%	-39%
KPFT	-19%	-3%
WBAI	10%	6%
WPFW	3%	4%
NO	-10%	39%
PRA	-25%	4%

Kim Kaufman
 KPFK LSB Treasurer



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2. Motion by Eric C. Jacobson:

" STATEMENT OF THE KPFK LSB IN RESPONSE TO ISRAEL'S DEMONIC ASSASSINATION OF BELOVED PALESTINIAN-AMERICAN JOURNALIST SHIREEN ABU AKLEH

One year ago tomorrow, on the occasion of Israel's horrific acts of warfare against Palestinians in Gaza, the KPFK LSB, a representative body, condemned "in the strongest terms Israel's ongoing serial acts of wanton oppression of the Palestinian people including but not limited to use of excessive lethal military force which has produced a horrifying ever-rising Palestinian death toll."

And the KPFK LSB then "urgently [called] upon President Biden and his administration (who have the power to do so) to bring these ongoing oppressive acts including use of excessive lethal military force by Israel to an immediate and enduring halt by any and all means necessary."

To our horror and grief this terrible death toll rose this past Wednesday, May 11, 2022, when the Israel Defense Forces (IDF) assassinated Shireen Abu Akleh, a beloved Palestinian-American journalist working for the Al-Jazeera Arabic television network while she was reporting on a news event in the West Bank town of Jenin.

This is the last photo taken of Shireen prior to her martyrdom: <https://twitter.com/NewAlaafinOyo/status/1524350607938707456>

Ms. Abu Akleh was taking cover with a fellow Palestinian journalist when without any warning an IDF sniper deliberately aimed a kill shot to her temple just beneath her protective helmet. This is the statement of the journalist next to her, who was also hit but survived: https://twitter.com/newalaafinoyo/status/1524355515471511553?s=21&=5QLq55LQNFUTt77quK_mUg

In the aftermath of the rifle shot which felled her, the IDF sniper also shot at Palestinians who were in the process of carrying the mortally wounded journalist to an ambulance. (This video is viewable online but is too disturbing for a link to it to be included in this Statement text.)

Following this murder-most-foul Israeli police invaded Ms. Abu Akleh's residence in Jerusalem where they objected to the Palestinian flag that had been displayed in her honor. Ms. Abu Akleh was born in Jerusalem 51 years ago.

Then, this past Friday, May 13th, Israeli military and police personnel abhorrently defiled Ms. Abu Akleh's funeral procession, with "the whole world watching" in horrified disbelief on international television.



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Accordingly, the KPFK LSB hereby repeats with redoubled urgency its call upon President Biden and his administration (who have the power to do so) to bring to an *immediate and enduring halt by any and all means necessary* Israel's ongoing serial acts of wanton oppression of the Palestinian people and the horrifying ever-rising Palestinian death toll those lethal acts of oppression produce, now grievously including the demonic targeted assassination of a beloved Palestinian journalist.

Shireen Abu Akleh: PRESENTE! "

3. PNB Director's Reports

Beth von Gunten, PNB Director May 16, 2022

Pacifica made it through another month despite unrelenting financial pressure but has been thrown another financial curve, and now bears the burden of yet another hostile legal challenge from within.

In 2016, previous Pacifica management failed to file an IRS return. As a consequence, earlier this month without warning, the IRS seized over \$100,000 from various Pacifica accounts, in excess of what was actually owed in penalties. Pacifica is in the process of clarifying and rectifying the actual amount due and reclaiming the overage.

On May 2, just as Pacifica sister station WBAI was on the verge of its finalizing FCC license renewal, KPFA Pacifica Director Donald Goldmacher filed a complaint with the FCC citing WBAI fundraising efforts, thus jeopardizing WBAI's license renewal, without once having attempted to address his grievance within Pacifica management or governance at any level.

The resulting lawsuit will cost Pacifica a minimum of tens of thousands of dollars, possibly much more, even when we win. As a consequence, Mr. Goldmacher has received thirty days notice that, due to his breach of fiduciary duty and duty of care, his tenure as a Pacifica Director is in question.

This month the National Finance Committee received its regular monthly financials report from NETA, then reviewed and approved the Pacifica Radio Archive FY22 budget for final approval by the PNB.

The National Strategic Planning Committee held its initial meeting of the year to scope out its potential work for 2022. The KPFTX notice for this meeting was hacked and altered, a violation reported to the Pacifica CPB Compliance Officer for investigation.



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The National Development Task Force meeting discussion generated such great interest in various potential revenue streams that after adjourning, the line was held open for another half hour to accommodate those who wanted to pursue the conversation.

The newly repopulated KPFK CAB held it's long-awaited initial meeting and orientation yesterday and will now meet on a regular basis, bringing KPFK and Pacifica one step closer to CPB compliance.

This Director's Report to the LSB from last month became the target of the most recent online attack from one of the more persistent minor trolls on Pacifica's lists. Pacifica tolerates this level of verbal abuse at its own peril and to its own detriment. Maintaining such a hostile workplace for volunteers is a major deterrent to participation by more civil people. No one should be subject to such abuse at any time for any reason.

For the record, I stand by and reiterate everything I stated in that Report. To set the record straight, a point-by-point refutation of that vile slander and those lies will be forthcoming as time allows.

Onward. Beth von Gunten
KPFK LSB, PNB Vice Chair

Lawrence Reyes
PNB Director Report

To the KPFK LSB 05-15-2022

Good morning, KPFK LSB Board Members and Listener's finally my recovery from shoulder surgery is better and with Special technology I'm able to type a Director's report after being in Intensive Bargaining to avoid a Countywide strike all this week Public Sector Worker's have Tentatively Agree to a new 3 year contract to continue to provide critical services to all LA County residents pending a ratification vote by Public Sector Workers I share this because my life has been consumed by Bargaining all week.

In this Director Report I will be reporting on various matters and attaching documents for you consumption and edification. Pacifica continues to be threaten from within most recently with filing of a petition seeking the denial of our sister station WBAI blocking FCC License Renewal by Director from KPFA, Donald Goldmacher whom has engaged in other actions detrimental to the Pacifica Foundation and this is just the latest action of this PNB Director. A notice motion and discussion was held in the PNB Open session on May 5th 2022 please go to KPFTX to listen to the public session. The Pacifica National Board has served 30 Days due process notice to Mr. Goldmacher of Intend to suspend him from his Board Fiduciary



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Duties as a National Board Member attached to this report are documents of the FCC Complaint against WBAI FCC License Renewal.

The PNB Governance Committee will be meeting May 25th at 4:30 Pacific Time, 6:30 central and 7:30 eastern time and the meeting will be streamed on KPFTX.org, My point of order on the Pacifica Delegate Elections timeline has been refer to the PNB Elections Committee for a New Propose Elections Timeline with a motion to Fund the 2022 Networkwide LSB Elections with Special Programming.

We the PNB continue to grapple with the Foundation’s Financial Condition I’m very concern with some of discussions on the PNB National Finance Committee by some on the Committee looking to opt for final solution alternatives and not collaborate with the National Programming Committee to develop an immediate plan to address and mitigate this Financial Crisis here at KPFK and Networkwide.

In service Lawrence Reyes, KPFK PNB Listener Representative

Resolution to Suspend Donald Goldmacher from the Pacifica National Board

“Whereas Dononald Goldmacher is a member of the Pacifica National Board (PNB)

Whereas the PNB is the governing body of the Pacifica Foundation, and under its Bylaws “the activities and affairs of the Foundation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board;”

Whereas one of the specific duties of the Board is the obligation to “Oversee.. the conduct, management and control of the Foundation's affairs and activities, including the monitoring of the activities and actions of its radio stations and national staff consistent with applicable law and regulations, the Articles of Incorporation and these Bylaws;

Whereas the PNB is a democratic entity, elected by Local Station Boards who are elected by the members, which is supposed to function democratically as a body:

Whereas corporate officers and directors stand in a fiduciary relation to the corporation and its members. A public policy, existing throughout the years, derived from a profound knowledge of human characteristics and motives, has established a rule that demands of a corporate officer or director, peremptorily and inexorably, the most scrupulous observance of his duty, not only affirmatively to protect the interests of the corporation committed to his charge, but also to refrain from doing anything that would work injury to the corporation."

Whereas Corporate officers and directors” ... who ...“participate[] in [the] management of the corporation” by “exercising some discretion[]” to “ ‘manage



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[its] day-to-day operations’ ” owe a [the corporation] a fiduciary duty. and a duty of loyalty.

Whereas without raising any issues to the PNB about his concerns about the functioning of WBAI, or other stations, Donald Goldmacher has played a lead role in a group of people, some of whom are Pacifica members, which has filed a 500 page “Petition to Deny” with the FCC, which seeks to either have the FCC deny the renewal of Pacifica’s license in New York, or have it assessed a fine, or have it be granted a conditional renewal with a monitor overseeing content;

Whereas this Petition is an existential threat not only to Pacifica’s activities in New York, but its existence elsewhere since it is a roadmap to attacks on Pacifica from its enemies without;

Whereas defense of the Petition will cost Pacifica tens of thousands of dollars better used for programming activities; and

Whereas by acting in this manner Donald Goldmacher has breached his fiduciary duty to Pacifica, and his duty of loyalty, making his continued presence at governance meeting inimical to the best interests of the Foundation:

IT IS HEREBY RESOLVED that Donald Goldmacher is suspended from the PNB, and barred from attending even open meetings of the Board, for a period of not less than three months, until the Petition in front of the FCC is resolved. “

4. Committee Reports

DRAFT MINUTES - PNB Elections Committee

April 5, 2022 [Updated April 14, 2022]

I. Meeting Called to Order at 7:06pm Eastern Time with PNB Director Teresa Allen acting as Meeting Convener.

Members Present:

Teresa J. Allen (KPFT), Vanessa Dixon-Briggs (WPFW), Donald Goldmacher (KPFA), DeeDee Halleck (WBAI), William Heerwagen (WBAI), Evelia Jones (KPFK), Mike Lewis (KPFT), Sean "Mac" Kelly McPherson (KPFT), Michael Novick (KPFK), Myla Reson (KPFK), Shawn Rhodes (WBAI), Akio Tanaka (KPFA), Carol Wolfley (KPFA)

Also Present: Stephanie Wells, Pacifica Executive Director

Member Absent: Burt Cohen (WSCA) – PNB Affiliate Director

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Agenda:

I.Call to order/Roll call T. Allen (5 min)



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- II. Approve Agenda T. Allen (5 min)
 - III. Introductions (30 seconds each; 10 min)
 - IV. Elect Interim Chair & Secretary T. Allen (10 min)
 - V. Set dates & time of next meeting (May 3rd 7pm ET) (5 min)
 - VI. 2022 Election (30 min)
 - A. Hiring NES
 - B. Timeline
 - C. Costs
 - D. Member lists
 - VII. Consideration of past elections (40 min)
 - VIII. Adjourn
- =====

II. Agenda Approved with no objection.

III. Introductions

IV. Evelia Jones nominated Carol Wolfley to serve as Interim Committee Chair, Myla Reson seconded the nomination. No objections. Wolfley elected by acclamation.

Myla Reson nominated by Teresa Allen to serve as interim Committee Secretary.

Nomination seconded by Carol Wolfley

There were no objections. Myla Reson elected as interim Secretary by acclamation

Teresa Allen handed the virtual gavel to Carol Wolfley

V. Michael Novick moves to set Tuesday, April 19, 2022 7:00 pm Eastern time set as time and date of next elections committee meeting. Motion passed with no objection.

VI. 2022 Election:

Motion regarding the appointment of an NES adopted with seven (7) members voting YES, and five (5) ABSTENSIONS.

YES: Vanessa Dixon-Briggs, Donald Goldmacher, Evelia Jones, Mike Lewis, Myla Reson, Akio Tanaka, Carol Wolfley

ABSTENSIONS: Teresa J. Allen, William Heerwagon, Sean "Mac" Kelly McPherson, Michael Novick, Shawn Rhodes

Not Present at time of vote: Dee Dee Halleck

Motion Regarding the Appointment of a National Election Supervisor (NES) to Oversee and Certify the Fairness of 2022 Pacifica Delegates Elections

Whereas, in accordance with Article Four, Section 4(A) of the Pacifica Bylaws, Pacifica's Executive Director shall appoint a National Election



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Supervisor (NES) by March of each year in which there will be an election of Delegates; and

Whereas, the date specified for appointing a National Elections Supervisor has already passed, and we are behind the schedule laid out in Article Four, Sections 4(A) and 5; and

Whereas the reason that the immediate hiring of an NES is so critical at this time is so that adequate time to make preparations, including updating of membership and staff lists before the opening of nominations can be made in a timely manner, since they are due to be completed by June 1, 2022 – also required by bylaws Article Four, Section 5; and

Whereas delays in the schedule set out in the Bylaws are likely to cause problems by overlapping with public elections this Fall, and those delays cause confusion and reduce the likelihood of achieving quorum. (As has happened in the past); and

Whereas delays will reduce confidence in and donations to the Foundation; and

Whereas, having a democratically elected governance structure is a basic underpinning of the Pacifica Foundation and therefore is of extremely high priority; and

Whereas, unless elections are held this year, the terms of the current delegates will be extended, which will violate the bylaws and the Corporations code, as well as alienate members and supporters of Pacifica, again indicating the extremely high priority elections have in Pacifica; and

Whereas it is understood that Pacifica is in a serious financial condition, and finding the resources to pay for an election will require thoughtful prioritization of payments to all vendors, including present ones; and

Whereas delays would likely result in lawsuits caused by an obvious Bylaws violation – litigation which could be more costly than simply beginning the election process in a timely manner.

Therefore, the PNB Elections committee recommends that Pacifica’s Executive Director appoint an independent and unbiased NES as soon as possible.

Furthermore, the PNB Elections Committee recommends and suggests that the Pacifica Executive Director request that the General Managers and the Membership Departments at each Pacifica Station immediately begin updating their membership lists (especially volunteer staff lists), so that this job is well underway by June 2022.

VII. Consideration of past elections:

Original Motion regarding an investigation into past elections introduced by Evelia Jones and seconded by Donald Golmacher:

The Pacifica National Elections Committee calls on the Pacifica National Board to support the Pacifica Executive Director in contracting for an



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independent investigation by a neutral third party elections official addressing the following concerns from Pacifica members.

- The revoking of KPFK member votes in the 2021 Pacifica Delegate election, disqualifying four KPFK candidates after voting was completed.
- The NO vote of Pacifica staff overriding the YES vote of the majority of members in the 2021 Pacifica Bylaws Referendum,
- Neutrality and conflict of interest issues regarding election rulings and communications in the 2021 Delegate Election and Bylaws Referendum.
- No third party certification of the 2021 Delegate Election and Bylaws Referendum.

Rationale

An independent investigation by a neutral, third party, election official has the potential to reassure Pacifica members of the fairness and integrity of Pacifica elections. This may also eliminate the need for legal action involving the 2021 Delegate Election and Bylaws Referendum.

Substitute motion from Teresa Allen regarding an investigation into past elections adopted with EIGHT (8) members voting YES, and FIVE (5) members voting NO:

YES: Teresa J. Allen, Donald Goldmacher, Evelia Jones, Mike Lewis, Sean "Mac" Kelly McPherson, Myla Reson, Akio Tanaka, Carol Wolfley

NO: Vanessa Dixon-Briggs, Dee Dee Halleck, William Heerwagen, Michael Novick, Shawn Rhodes,

Whereas an independent investigation by a third neutral party election official has the potential to reassure Pacifica members of the fairness of Pacifica’s democratic integrity.

Therefore, I move:

That the Pacifica National Elections Committee calls on the Pacifica National Board to ask the Pacifica Executive Director to contract for an independent investigation by a neutral third party elections official addressing the following concerns from Pacifica members.

*The revoking of KPFK member votes in the 2021 Pacifica Delegate election, disqualifying four KPFK candidates after voting was completed.

*Neutrality and conflict of interest issues regarding election of rulings and communications in the 2021 delegate Election.

*No third party certification of the 2021 Delegate Election.

VIII. Meeting Adjourned 9:06pm Eastern Time

Submitted by Myla Reson, interim Secretary
April 14, 2022



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**Revised DRAFT MINUTES – PNB Elections Committee
May 3, 2022**

Agenda:

- I. Call to Order
- II. Roll Call
- III. Appoint Timekeeper
- IV. Approve Agenda
- V. Approve Minutes of April 5, 2022 meeting
- VI. Motion to Set next Meeting for Tuesday May 17, 2022 – 7:00PM Eastern with election of Chair and Secretary. (Members may send nominations by email to members of the committee before or during the May 17 meeting) with voting at the May 17, 2022 meeting.
- VII. 2022 Election Funding Possibilities.
- VIII. Possible 2022 Election Cost Saving Proposals.
- IX. Time Certain Executive Session 8 PM Eastern time
The meeting may include an executive session. This may include a motion related to the need for neutrality in Pacifica election communications and rulings and that those hired or contracted for work related to the election be neutral and free of possible conflicts of interest.
Report Out from Executive Session.
- XI. Adjourn Time Certain, 9 pm Eastern time or before.
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I. Meeting Called to order at approximately 7:30pm Eastern Time by interim Chair Carol Wolfley.

II. Roll Call
Members Present:
Teresa J. Allen (KPFT), Violetta Diamond (WPFW), Vanessa Dixon-Briggs (WPFW), Donald Goldmacher (KPFA), William Heerwagen (WBAI), Evelia Jones (KPFK), Mike Lewis (KPFT), Sean "Mac" Kelly McPherson (KPFT), Michael Novick (KPFK), Myla Reson (KPFK), Shawn Rhodes (WBAI), Minerva F. Sanders Minerva F. Sanders (WPFW), Akio Tanaka (KPFA), Carol Wolfley (KPFA)
Members Absent: Burt Cohen (WSCA) – PNB Affiliate Director; DeeDee Halleck (WBAI);



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Ex Officio Member - Stephanie Wells, Pacifica Executive Director

III. Appoint Timekeeper – Akio Tanaka appointed

IV. Myla Reson moves to approve agenda. Seconded by Evelia Jones.
Agenda approved by acclamation.

V. April 5, 2022 Minutes Teresa Allen moves to approve the minutes. Motion to approve minutes seconded by unnamed male committee member – motion to approve minutes also seconded by Evelia Jones. Chair moves to the next agenda item prior to finalizing minutes approval.

VI. Motion to Set next meeting for Tuesday May 17, 2022 – 7:00PM Eastern with election of Chair and Secretary. (Members may send nominations by email to members of the committee before or during the May 17 meeting) with voting at the May 17, 2022 meeting. Myla Reson moves to adopt the motion. Motion adopted by acclamation.

VII. 2022 Election Funding Possibilities.
Motion introduced by Myla Reson:
PNB Elections Committee Motion re Network Wide Day of Programming to Raise Funds for 2022 Delegate Elections

Whereas Article Four of the Pacifica Foundation Bylaws states that Members of each radio station shall elect Delegates for the Foundation radio station with which the Member is affiliated. And,
Whereas Article Four, Section 3 of the Bylaws sets forth the requirement that 3 Staff Delegates and 9 Listener-Sponsor Delegates for each of the Foundation radio stations shall be elected this year.
Be it resolved that the Elections Committee of the Pacifica National Board calls on the Pacifica Foundation to conduct a Pacifica-Network-Wide Day of Programming and Fundraising to raise awareness about the Delegate Election process and help defray the costs of conducting required 2022 Pacifica Delegate Elections.



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

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

Motion adopted. Eight YES; Six NO; One Abstention

YES: Teresa J. Allen, Donald Goldmacher, Evelia Jones, Mike Lewis, Sean "Mac" Kelly McPherson, Myla Reson, Akio Tanaka, Carol Wolfley

NO: Vanessa Dixon-Briggs, Violetta Diamond, William Heerwagen, Michael Novick, Minerva F.

Sanders

ABSTAIN: Shawn Rhodes

VIII. 2022 Election Cost Saving Proposals. (Differed to next meeting)

Open session adjourned at approximately 8:15PM Eastern.

IX: Time Certain Executive Session 8:15 PM Eastern time

May 3, 2022 PNB Elections Committee Executive Session Report Out:

During executive session the committee discussed integrity and neutrality related to Pacifica

Elections.

X. Executive session adjourned 9:11PM Eastern Standard Time

Submitted by Myla Reson, interim Secretary

END of APPENDIX