

KPFA LSB Minutes for December. 21, 2024 Executive Session and Delegate Assembly
11 am Executive Session for 2024 KPFA LSB members

11 am Call to Order

Roll Call 2024 Board

Approved Minutes from previous sessions Sept 21, 2024 and Nov. 16, 2024

Draft Agendas, 11 am Executive Session for 2024 KPFA LSB members

1. 11 am Called to Order,
2. 2. Roll Call: Present: Rabab Abdulhadi, Virginia Browning, Donna Carter, Fred Dodsworth, Christina Huggins, Zack Kaldveer, Steve Kucala, Stan Woods, Anthony Fest, Sherry Gendelman, Allegra Thompson, Michael Cheng, Cheryl Davila, Candice Schott, Mark Van Landuyt, Carlos Kohan, Philip Maldari, Richard Wolinsky, James McFadden, Daniel Borgstrom, Darlene Pagano.

Excused absences: Cathy Picou, Emma Auer, Lily Kimurra, Frank Sterling, Brian Crowell

3. Approved Minutes from previous sessions Sept 21, 2024 and Nov. 16 2024

Passed

Delegate Assembly

11:15 Time Certain, for 2025 KPFA LSB Members

1. Called to Order by Christina Huggins

2. Roll Call:

Present: Rabab Abduljadi, Virginia Browning, Donna Carter, Fred Dodsworth, Christina Huggins, Zack Kaldveer, Steve Kucala, Stan Woods, Anthony Fest, Sherry Gendelman, Allegra Thompson, Michael Cheng, Cheryl Davila, Candice Schott, Mark Van Landuyt, Carlos Kohan, Philip Maldari, Richard Wolinsky, Carol Wolfley

Excused absences: Cathy Picou, Emma Auer, Lily Kimurra

3. Elected Pro Tem Chair Christina Huggins and Pro Tem Secretary Carol Wolfley
4. Read Standing Rules and Customs, These and PNB resolutions about meeting and board member participation were sent prior to the meeting.
5. Confirmed Agenda for Delegate Assembly including Introductions and seating of the 2025 board, electing Officers and setting dates for upcoming meetings.
- 6 Welcome from Antonio Ortiz IGM and questions
7. Self-Introduction of all board members.
- 8 Confirmed dates for 2025 KPFA LSB meetings for 2025 KPFA LSB 3rd Saturday meetings from 11 am to 1 pm: January 18, March 15, May 17, July 19 , September 20, November 15, December 20.
9. Introduced Election Process: The ballots were sent at the beginning of the meeting from Meetings KPFA Notify, Some nominations by email were previously submitted. Opened the floor for additional nominations for Chair, Vice Chair, Secretary and Treasurer
10. 1 minute each for candidate speeches.

11. Public Comments, Time Certain 12 30

13. Announcements.

Secretary announced:

1 Nominations are open for KPFA LSB PNB Directors. Nominations must be sent before December 31, 2024.

2. Read Report Outs from Executive Sessions

- On December 21, 2024 the KPFA 2024 approved minutes from the KPFA LSB September 21, 2024 and November 16 Executive Sessions
- On November 16, 2024 The KPFA Local Station Board met in Executive Session to hold 2 disciplinary hearings for 2 KPFA Local Station Board Delegates including discussion of proprietary and personnel matters. The results of the majority vote on the penalty are that Steve Zeltzer and Elizabeth Milos have been suspended from the KPFA LSB and from participation in all KPFA LSB meetings and events for 18 months, ending on May 10, 2026.
- On September 21, 2024 The purpose of the Executive Session was for: Proprietary, personnel and investigatory issues

3. Updates about Voting and Announcements of KPFA LSB 2025 Officer Election Results

Chair: Carol Wolfley

Vice Chair: Michael Cheng

Secretary: Candice Schott

Treasurer: Steve Kucala

14. Adjourned Time Certain 1 pm

KPFA LSB Standing Rules and Customs, Meeting and Email Agreements

These agreements apply to all meeting participants at KPFA Local Station Board meetings and email communications including those speaking during public comments. This includes a requirement for KPFA LSB members and participants to:

- Speak with each other respectfully using comfortable volumes
 - Focus on facts, issues and proposals (no name calling, personal attacks or insults)
- Use attribution of sources and documentation when making statements or assumptions about other people or groups
- Listen to each other with care
- Honor board confidentiality: Local Station Board members are required to keep all job performance information related to management, paid and unpaid staff and volunteers confidential to be shared only within closed session LSB meetings. During meetings KPFA LSB Members and Participants will:
 - Honor the agenda and timeline, including staying on topic, following group procedures and respecting the directions of the chair, facilitators, time keepers and people taking stack during meetings
 - Time keepers are designated for meetings, for the agenda items and for speakers.
 - Speakers are each permitted 2 times to speak per item with the first time for 90 seconds and the second time for 60 seconds,

- Raise hands to be recognized by the Chair or facilitator, honor individual time allocations per share, and finish up when agreed upon time is over.
- Audio recordings of the meetings are available at KPFTX.org. No video recording is permitted at KPFA LSB meetings.
- If a situation arises when a participant is not willing to honor the above agreements, that person may be muted or removed from the meeting and subject to disciplinary action.

Use of Zoom

For purposes of sound quality and clear communication without interruptions, participants are asked to mute themselves during KPFA LSB online meetings and the chair or host will recognize one person at a time to unmute themselves and speak while they are recognized. Board members on the phone can mute and unmute themselves by pressing *6 (star 6) The use of the Zoom Chat option is reserved for LSB members to post proposals for motions and documentation to: the Secretary, or persons designated by the chair during the meeting. We look forward to hearing from members of the public during the Public Comments time. Board Members wishing to be called on during the meeting are asked to “raise hand” with Zoom, (usually by clicking on the raise hand button or to press *9 on a phone Board members will be called on by stack. LSB board members shall use chat to submit all motions to the LSB secretary. Board members online may vote by Zoom “raise hand” or by roll call or by email with a 5 character code (password created by the board member) when needed. Board members who are unable to vote by email may text or phone in their votes to a designated phone number.

The KPFA Local Station Board Ethics Task Force is instructed to monitor, investigate and make recommendations to the KPFA LSB regarding possible actions of board members that are adverse to the best interests of KPFA or the Pacifica Foundation Inc.

Use of KPFA LSB Google Email Groups

The KPFA Local Station Board requests that the persons administering the KPFA LSB Google Groups adjust the settings as needed to help insure that the groups are used appropriately in alignment with the KPFA LSB meeting and email agreements, and the Pacifica Bylaws. The purpose of the closed list is for LSB announcements and not for deliberation or individual instruction. The purpose of the KPFA LSB open email group is for board members to receive emails from members of the public. The KPFA LSB open google group is not for deliberation or individual instruction. It is suggested that KPFA LSB Members use the Pacifica, KPFA and government websites in preparation for their board work. This resolution serves as a notice to all Local Station Board Members that LSB members violating the agreements may lose their option to post on the KPFA LSB email lists at the discretion of the KPFA Local Station Board Officers.

The KPFA LSB adopted the following additional Standing Rules on July 20, 2024 for KPFA LSB meetings:

- If a situation arises during a KPFA LSB meeting when a

member of the board or a participant are not willing to follow the KPFA Local Station Board standing rules and agreements, that person may be moved into the Zoom Waiting Room or removed for a period of time designated by the Chair or may be suspended from KPFA LSB for a designated period of time by a majority vote of those present.

• The Zoom Chat function will be structured for the use of KPFA LSB members only for the following purposes.

1 To send proposed motions and requested information to the KPFA LSB meeting Secretary

2. To communicate with the KPFA LSB meeting Administrators about technical or voting issues.

PNB Motion passed on July 18 2024

Motion on Meeting Disruptions

WHEREAS disruptions are happening in Pacifica National Board meetings and Pacifica Committee meetings to the degree that the Chair is unable to restore or maintain order and the business of the meeting cannot be conducted;

AND WHEREAS Robert's Rules of Order 12th Edition provides Sample Rules for Electronic Meetings in an Appendix that a board may find helpful to adopt including on Page 640 6. Enforced disconnections providing that the Chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

THEREFORE BE IT RESOLVED: after repeated unsuccessful attempts by a board or committee Chair to call a member to order, that member may be electronically moved to a "waiting room" or removed from the meeting and may be suspended from the board for a designated period of time with a motion, at that meeting, passed by a majority vote by the Pacifica National Board or Pacifica Committees and recorded in the meeting minutes with documentation of the behavior in question.

Pacifica PNB Policy On Removal Of Board Members For Violence Or Threats Of Violence PACIFICA ZERO TOLERANCE POLICY- NO VIOLENCE March 26, 2010

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. 2. The Chairs 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 Chairs 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.

On November 14, 2024 the Pacifica National Board adopted Guidelines for Safe and Respectful Behavior

“The Pacifica National Board adopts guidelines for safe and respectful behavior standards of conduct for management, employees, board members, volunteers and members others for engagement with the Pacifica Foundation as follows in conformance with the California Corporation Code, federal labor law, Pacifica Foundation bylaws, Roberts Rules of Order and best practices for non-profit corporations:

"Behaviors that are not permitted and are subject to remedies including mandatory reporting to law enforcement when warranted:

1. Any forms of physical violence including unwanted touching, or threats of physical harm are strictly forbidden.
2. Any conduct that intimidates, demeans, or provokes others is prohibited.
3. Making false statements or accusations about any individual is strictly prohibited.
4. Unauthorized sharing of confidential information related to the job performance of management, paid staff, unpaid staff, volunteers and other confidential matters such as legal proceedings, real estate transactions, contractual negotiations is prohibited.
5. Personal attacks, name-calling, or insults directed at others is prohibited.
6. Any act to interrupt, disrupt, or interfere with Pacifica or Pacifica station events, meetings, production or activities is prohibited.

"Consequences for acts of prohibited behaviors may include:

Pacifica national and station management may restrict access to Pacifica premises and productions for any person whose behavior poses a safety concern or disrupts the functioning of the organization for a period of time that depends on management’s sole assessment of the severity of the threat to safety or disruption of normal functioning and shall document the violation and the action taken by management.

- "1. The Pacifica National Board and Local Station Board may conduct confidential adjudications of Delegate or Board member infractions to consider suspension or removal.
2. The Pacifica Executive Director may revoke a membership for infractions and may set a period of time during which the individual cannot renew a membership.
3. The Pacifica National Board and Local Station Boards may consider removal of committee members or members of the public attending meetings for infractions."