

The regular monthly meeting of the KPFK Local Station Board was held on Saturday, May 8, 2004, at 1:00 p.m., at the Woodruff Community Church, 3908 Woodruff, Long Beach, CA, the Chair being in the chair and the Secretary Pro-Tem being late. No minutes were approved.

Twenty-four Members present, constituting a quorum: Grace Aaron, David Adelson, Maria Armodian (late), Sara Amir (late), Marie Deary, Jim DiEugenio, Nile ElWardani, Israel Feuer, Bill Gallegos, Eva Georgia (late), Sherna Gluck, Jan Goodman, Terry Goodman (late), Jane Hallaren, Sonali Kolhatkar, Alan Minsky (left early), Ed Pearl (left early), Margaret Prescod, Leslie Radford, Madeleine Schwab, Fernando Velazquez, Donna Warren, Harrison Weil, Don White

One Member absent: Julie Rodriguez

Guest: Archie Richardson, KPFK Business Manager

Chair: Don White

Authority and Notice: This meeting was scheduled by vote of the LSB at the Special Meeting of Tuesday, March 9, 2004. Notice was posted on the KPFK website beginning on April 8, 2004 (APPENDIX A). Announcements were broadcast beginning 7 days before the meeting, pursuant to the schedule recommended in the Foundation Bylaws. An additional notice was posted on the KPFK website announcing officer elections (APPENDIX B).

Jack VanAken recorded the meeting, and an audio version is currently online at <http://www.dogsofnow.net/lb/8may04lb/8may04lb.html>. Dogs of Now is a listener supported information and archival project and is not affiliated with KPFK or the Pacifica Foundation. Bracketed numbers in these minutes refer to section starts in the elapsed timings of twelve MP3 format audio files, named by date and sequentially numbered.

The meeting was **called to order** at approximately 1:30 pm. [8may04lb1.mp3, 3:13]

Ed Pearl announced that he would not be engaging halls for future LSB meetings, but would provide a sound system for meetings under 3 hours duration. [6:35]

KPFK's new Business Manager Archie Richardson introduced himself.

Sara Amir arrived and was **appointed** as keeper of the discussion stack. Adelson was **appointed** Timekeeper [8may04lb2, 12:27]. Without objection, a special rule was **accepted** for the meeting limiting board member comment (except for committee reports) to 90 seconds [12:30].

A draft agenda was distributed prior to the meeting (APPENDIX C).

There was discussion of the agenda. The agenda was **amended** [7:50] with a proviso (on a motion from Weil [0:43]) that listeners shall have a section of public comment prior to each block or cluster of board votes.

Point of order from Adelson [3:03]

We're voting to close debate, not to accept the amendment.

Well taken.

Point of order from Adelson [6:45]

The question has been called and discussion is continuing.

Not well taken. The voting cannot proceed if Members object that they do not understand the question being put.

Eva Georgia arrived at approximately 2:00 pm. Jan Goodman temporarily left the meeting.

Motion from Weil [15:30]:

Resolved, That the KPFK LSB requests that the KPFK Directors shall demand that the Pacifica National Board (PNB) conduct roll-call votes and record them whenever the PNB disposes of resolutions.

Motion failed by roll call vote.

5 Yes (DiEugenio, Prescod, Radford, Velazquez, Weil)

13 No (Aaron, Adelson, Amir, Deary, ElWardani, Feuer, Gallegos, Gluck, Hallaren, Minsky, Pearl, Schwab, Warren)

1 Abstain (Kolhatkar)

Jan Goodman returned to the meeting. Terry Goodman and Maria Armoudian arrived at approximately 2:30 pm.

A written **report** from the General Manager was distributed (APPENDIX D). An oral **report** was also heard [8may04lsb3, 10:50]. LSB assistance was requested in setting up a Development Director search committee and a Community Advisory Board. The LSB was asked to approve \$60,000 in unbudgeted expenses for studio and transmitter backup generators. Program Director Armando Gudiño spoke to the LSB as part of the General Manager's report, suggesting that an LSB committee explore the possibility of acquiring a frequency dedicated to Spanish language broadcasting.

Management responded to various questions from LSB Members. The Chair directed that issues raised be recorded in the minutes, for possible future consideration, particularly at a planned in-service meeting [8may04lsb5, 0:00]. Those issues included digital conversion, taping at KPFK events, flyer distribution at KPFK events, distribution exclusivity and ownership of programming produced at KPFK, advance distribution of management reports, inclusion of the LSB Finance Committee into the budget process, unionization of unpaid workers, and formation and recognition of collectives.

There was an oral **report** from the Finance Committee (APPENDIX E) [2:35].

Motion from the Finance Committee [5:20]:

Resolved, That the Finance Committee requests of station management monthly financial reports retroactive to the beginning of the fiscal year FY04 until the present. We also request of management a policy statement that includes:

- 1) A report detailing to whom document requests from the Finance Committee are to be made,
- 2) What documents will be provided on a regular basis to the Finance Committee,
- 3) What documents will be available on request to the Finance Committee,
- 4) What documents cannot be reviewed by the Finance Committee and for what reason,
- 5) How management will be conducting the budgeting process for the station,
- 6) How management proposes to work with the Finance Committee during the budgeting process,
- 7) Which station personnel have budgeting authority and discretion, and what are the limits on that, and
- 8) How do unbudgeted expenses get approved?

Further Resolved, That the Finance Committee also requests that the General Manager schedule a date for an orientation meeting with us.

Motion to table until a written copy is in the hands of members from ElWardani [7:50].

Motion passed by a show of hands.

13 Yes, 6 No

There was a written **report** from the Programming Oversight Committee (APPENDIX F) and a **report** on a joint meeting of that committee with six listener members of the KPFK interim Program Council (APPENDIX G). There was a minority **report** presented orally (APPENDIX H).

Motion from the Programming Oversight Committee [15:30]

Whereas, It is the duty of the LSB "to work with station management to ensure that station programming fulfills the purposes of the Foundation and is responsive to the diverse needs of the listeners (demographic) and communities (geographic) served by the station, and that station policies and procedures for making programming decisions and for program evaluation are working in a fair, collaborative and respectful manner to provide quality programming,"

Therefore, The four voting members of the committee resolve that the charge of the Program Oversight Committee is the following:

- 1) It is the responsibility of the PrOC to review the policies and procedures developed by the iPC or any subsequent, independent PC to assure that they are in conformity with the Pacifica Mission, diversity goals and FCC regulations,
- 2) As part of its obligation to assure that the station policies and procedures for making programming decisions and for program evaluation are working in a fair, collaborative and respectful manner, the PrOC should serve as a kind of "ombuds" role to deal with differences and/or grievances between the

Program Director and the iPC and to assure an avenue for resolution if and when there is an unresolved conflict between the Program Director and/or the iPC and a current or prospective programmer.

3) The Members further recommend that the Structure Committee and Outreach Committee should work collaboratively to make recommendations to the LSB on the composition of the Community Advisory Board (CAB), whose role is to perform community needs assessment. (This suggestion was forwarded to the Structure Committee. It passed such a resolution.)

Motion tabled until after public comment.

Point of order from Adelson [8may04lsb6, 3:15]

We're at time. Discussion requires a motion to extend debate.

Well taken.

There was an oral **report** from the Management Evaluation and Review Committee (APPENDIX I). [4:40]

Motion from the Management Evaluation and Review Committee [8:15]

Resolved, That the KPFK LSB Management Evaluation Committee begin efforts to coordinate with the Management Evaluation Committees in all five signal areas so that one uniform process can be adopted across the network, with the recognition of signal area differences and legal considerations.

Motion tabled until after public comment.

There was an oral **report** from the Outreach Committee (APPENDIX J). [11:35]

Motion from the Outreach Committee [13:21]

Whereas, The KPFK Local Station Board has instructed the newly formed committees to meet to define their duties; and

Whereas, An increased and diverse listenership will forward the Pacifica mission as well as the viability of the station; and

Whereas, The Outreach Committee has begun to identify initial activities to begin fulfilling its charge;

Therefore be it resolved, That the KPFK Outreach Committee be responsible for the following activities:

1. Identifying methods for increasing station listenership, membership, and involvement with a special emphasis on reaching out to a diversity of all races, creeds, colors, languages, nationalities, classes, genders, sexual orientations, ages, and abilities; and
2. Help KPFK build collaborative relations with organizations, especially the underrepresented of the groups listed above, working for similar purposes; and
3. In conjunction with station management and the KPFK Volunteer Coordinator, identify a diverse pool of individuals and community groups to volunteer in the implementation and operation of various station events and activities; and
4. Work in concert with various other KPFK committees to do outreach around the Pacifica mission;

and

5. Concerning outreach, report and recommend to the LSB as circumstances require.

And be it further resolved, That the KPFK LSB may assign additional activities and issues to which the committee shall respond and advise as requested.

Motion tabled until after public comment.

There was a written **report** from the Structure Committee (APPENDIX K). 17:05

There was a written Minority **Report** from the Structure Committee (APPENDIX L).

Motion from the Structure Committee [17:30]

Resolved, That the Structure Committee shall work with the Outreach Committee to prepare a resolution for presentation at the next LSB meeting after May 8th for the formation of a Community Advisory Board that is racially and ethnically diverse, gender balanced, and includes youth, representatives of the labor and low-income communities and other under-represented communities who are committed to the Pacifica Mission.

Motion tabled until after public comment.

Motion from the Structure Committee [18:14]

Resolved, That committees bring policy recommendations and a general implementation plan to the LSB for approval. If approved, committees are empowered to fulfill the plan.

Further resolved, That potential voting members may be nominated by the committee or the LSB but must be elected by the LSB.

Motion tabled until after public comment.

Motion from the Structure Committee [18:43]

Resolved, That the LSB form a committee that will review and recommend policies and procedures related to the workplace that are not covered by the union contract, including but not limited to temporary and volunteer staff.

Motion tabled until after public comment.

Motion from the Structure Committee [19:05]

Resolved, That a standing advisory committee shall be established to be named the Committee on the Arts, that the initial membership of the committee shall be five LSB Members elected by STV, that the convener of the first meeting shall be the Member receiving the most votes, and that the duties of this committee shall include:

a) to explore and make recommendations to the LSB in order to provide an outlet for the creative talents of the community.

Motion tabled until after public comment.

Motion from the Structure Committee [19:45]

Resolved, That the duties of the KPFK LSB Structure Committee shall include:

a) To develop and recommend processes for the functioning of the LSB and its committees, including

but not limited to matters related to committee membership, meeting times, meeting locations, and other procedures,

b) To recommend the establishment of committees and draft appropriate language for consideration by the LSB, upon the request of any LSB member, and

c) To perform other such related tasks as the LSB may assign and to report and recommend to the LSB as circumstances require.

Motion tabled until after public comment.

Motion from the Structure Committee [20:40]

Resolved, That the KPFK Local Station Board shall hold a regular meeting each calendar month, that it shall alternate its meetings between a weekday evening and a weekend day, that in even months it shall meet on the first Thursday evening of the month, beginning at 7 pm, and that in odd months it shall meet on the second Sunday of the month, beginning at 1 pm.

Motion tabled until after public comment.

Point of order from Weil [8may04lsb7, 4:00]

(interrupted)

Orders of the day from Prescod [4:08]

There was discussion about the election of additional officers. [5:40]

Candidates for LSB Secretary were Margot Eiser and Terry Goodman. Candidates for LSB Treasurer were Lerner Goude, Casey McFall, and Simone Wyatt. As no additional nominations were offered, nominations were closed.

A procedure for interviewing officer candidates was offered and described by J. Goodman.

Motion from Radford [8may04lsb8, 2:07]

Resolved, That each candidate who so chooses be allowed to make a three minute statement of their choice to this committee, and that at the time their statements are finished we ballot and elect our permanent Secretary and Treasurer.

Motion passed by a show of hands. [11:45]

14 Yes, 5 No

Substitute **motion** from Aaron [3:15]

Resolved, That we allow each candidate to speak for three minutes and to answer questions for one minute, and that any LSB member can ask a question or two.

Motion withdrawn with the consent of the body.

Point of order from Adelson [7:25]

Acceptance of the substitute does not constitute approval of a main motion.

Well taken.

Point of order from Radford [7:58]

A substitute motion must negate the initial motion. The Aaron motion does not negate the Radford motion, so it is an amendment.

Not well taken as to the first part. **Well taken** as to the second part.

Motion from Aaron [10:20]

Resolved, that the rules be suspended to allow the maker to withdraw the previous motion.

Motion passed by a show of hands.

18 Yes

Each candidate addressed the Board in the absence of other candidates for the same office. Donna Warren spoke on behalf of candidate Goude, in his absence.

Orders of the day from Weil [8may04lsb9, 9:10]

Motion from Hallaren [13:13]:

Resolved, That the secretarial job is divided and that whoever is elected Secretary, the other person will automatically be the assistant.

Motion **ruled out of order**, as the body has decided not to extend time on the current agenda item.

Point of order by Minsky [15:23]

Postponing the vote until after public comment will disenfranchise the LSB Members who must leave.

Not well taken. The orders of the day have been called.

Motion from Prescod [20:50]

Whereas, All members of the LSB who are ready to serve should be voting participant on LSB committees. In order to facilitate this process,

Resolved, That the number of voting LSB members to LSB committees be increased from the present number of five to a maximum of seven voting members. Not all committees need to have the same number of voting LSB members, some committees may have more members than others based on interest. LSB members can volunteer to serve on committees, voting on whether or not an LSB member can serve on committees should only take place if necessary, that is if the number of LSB members who want to serve is more than seven. If a vote is needed LSB members can self nominate. The vote should be a public vote. Priority should be given to those LSB members who are not now members of any of the local committees. As elected members of the LSB, participation on national committees should not be a substitute for work on local committees.

Motion passed by a show of hands [rescinded 5/27/04]

16 Yes

Ed Pearl and Alan Minsky left the meeting.

There was a period of **public comment** (APPENDIX N). [8may04lsb10, 8:45]

The Vice Chair collected ballots and volunteers were requested to oversee ballot security and tallying. [8may04lsb12, 1:00] DiEugenio, Warren, White, and Adelson volunteered. Listeners were invited to observe the procedure. One listener volunteered.

There were motions and discussion about the appropriate procedure to use in scheduling an adjourned meeting. [4:40]

The results of the officer elections were announced (APPENDIX M). [8:30]

Terry Goodman was **elected** LSB Secretary. Simone (Sa-Ra) Wyatt was **elected** LSB Treasurer.

The meeting was **adjourned** to a date, time, and location to be determined by the Chair, for continuation of the agenda. [10:00]

Terry L. Goodman
KPFK LSB Secretary

APPENDIX A - Meeting Notice

KPFK LOCAL STATION BOARD MEETING

Saturday, May 8, 2004 at 1:00 pm

Location: Woodruff Community Church, Long Beach, Ca.

The church is at 3908 Woodruff in Long Beach.

Directions to the church: Take the 405 [San Diego Freeway] south and take the Bellflower North exit...a few signals and then East [right] on Wardlow... two signals to Woodruff.. north [left] on Woodruff to 3908 Woodruff.

ref: <http://www.kpfk.org/lsb/announcements.html>
4/27/04

APPENDIX B - Notice of Officer Elections

The election of permanent Secretary and permanent Treasurer were tabled from prior meetings to allow greater time for nominations. As previously announced, these offices are open to any qualified KPFK local station area member. A non-Delegate elected would participate in LSB meetings as an officer, but would not have a vote on the LSB.

The announced candidates for Secretary are Margot Eiser and Terry Goodman. The announced candidates for Treasurer are Learner Goude, Casey McFall, and Simone Wyatt. Information from these candidates has been distributed to LSB Members.

Write-in votes are allowed, self-nomination is allowed, and formal nomination is not required. New candidates may distribute statements of qualification or resumes to LSB Members at the start of the May 8th meeting (25 copies) and/or email them ASAP to lsb04@kpfk.org. Please mark these items "[private]" or "[confidential]."

ref: <http://www.kpfk.org/lsb/announcements.html>
5/06/04

APPENDIX C - Draft Agenda

KPFK Local Station Board Meeting
Saturday, May 8, 2004 -- 1:00 p.m.
Woodruff Community Church
3908 Woodruff
Long Beach, California

Proposed Agenda

[Acceptance of the Agenda indicates acceptance of allotted times]

I. Call to Order, Call of the Roll, Welcome & Thank You's, Approval of the Agenda, Approval of Minutes [4 minutes]

II. Brief Remark by Chair [3 minutes]

III. [possible] Weil motion on Roll Call votes [8 minutes]

IV. General Manager's Report / Q & A [18 minutes]

V. LSB Committee Reports [40 minutes]

- (a) Finance
- (b) Programming Oversight
- (c) Management Evaluation
- (d) Outreach
- (e) Structure

[All motions, resolutions, etc. will be moved and fully discussed under this agenda item. Voting follows listener comments]

VI. Public Comment [30 minutes]

VII. Board Voting on Motions/Proposals [10 minutes]

VIII. Sonali's Motion [9 minutes]

IX. Fee Waivers Motion [Radford] [9 minutes]

X. Motion on Banned & Fired [Radford] [9 minutes]

XI. Composition of LSB Committees [Prescod] [9 minutes]

XII. Directors' Report / Next PNB Meeting [15 minutes]

PNB National Committee Results/Reports: Governance, Technology, Programming, Audit, Committee of Inclusion, Elections Review and National Executive Director Review

XIII. Election of Secretary and Treasurer [20 minutes]

XIV. Community Advisor Boards [Radford/Gallegos] [9 minutes]

XV. Resolution of date of second Training/In-Service [5 minutes]

May 15,16 --- May 23

XVI. New Business [12 minutes]

(a) Adelson Proposal on Weekly Reports To Listeners

(b) J. Goodman Proposal on Public Posting of Committee Meetings

XVII. Next Meeting [date/time/venue], Announcements, Evaluation, Adjournment [10 minutes]

APPENDIX D - General Manager's Report [Missing]

APPENDIX E - Finance Committee Report

Donna Warren [8may04lsb5, 2:36]:

"We met, twice. First we had our pre-convened meeting where the elected LSB members met, and then earlier today at eleven o'clock we held our first meeting of the Finance Committee. It was very, very productive; and I thank the General Manager for her invitation to the Finance Committee to meet with management, because we talked about that extensively in our meeting - that one of the things that we did want to do was sit down with you and, with flow charts, organization charts, everything that you have available, to really get us, not

only acclimated but into the budget process. And, a little bit later, Sonali is going to read a motion that we prepared to get us started in that area.

"On the twenty-eighth of April, at a special meeting of the National Pacifica Board, a communication policy was passed; and, on that, maybe for about a minute, maybe I can turn it over to David, which I didn't tell you beforehand, so that you can just give us a recap of what that policy was, and then turn it back."

Dave Adelson [4:06]:

"This is just apropos the question of how we as a committee are going to get information, and the second part of that policy basically says that the committee chair will contact the manager for information requests and that if there's any dispute about whether the information request is appropriate it should be noticed to our local Coordinating Committee member (which in this case is me). I submit it and the Coordinating Committee on its bi-weekly call will assign a time frame and a person to deal with the question. If it's a contentious question then it'll go to the National Board in full; but, in general, the committee chairs will communicate with the manager or the manager's designate to deal with information requests."

Donna Warren [4:42]:

"Thank you, David. Basically, in our meeting, we had a question about information requests: how to go about asking for these requests, and we were very fortunate to have our new business manager - Archie sat with us in our finance committee meeting, which was very, very helpful, because he was able to answer quite a few questions that we had. But from that meeting, we devised, created a motion that I would like a committee member, Sonali Kolhatkar, to read at this time."

Sonali Kolhatkar [5:20]:

"Since the committee just met before this meeting, we apologize for not having this motion in writing. It's on my computer, though, and I can certainly email the actual text after the meeting, but let me read it out. This is a motion that we are making to the Local Station Board as a whole for approval."

RESOLVED, That the Finance Committee requests of station management monthly financial reports retroactive to the beginning of the fiscal year FY04 until the present. We also request of management a policy statement that includes:

- 1) A report detailing to whom document requests from the Finance Committee are to be made,
- 2) What documents will be provided on a regular basis to the Finance Committee,
- 3) What documents will be available on request to the Finance Committee,
- 4) What documents cannot be reviewed by the Finance Committee and for what reason,
- 5) How management will be conducting the budgeting process for the station,
- 6) How management proposes to work with the Finance Committee during the budgeting process,
- 7) Which station personnel have budgeting authority and discretion, and what are the limits on that, and
- 8) How do unbudgeted expenses get approved?

FUEROTHER RESOLVED, That the Finance Committee also requests that the General Manager schedule a date for an orientation meeting with us.

"So that's our motion to the Local Station Board, and we ask for discussion and a vote."

Sonali Kolhatkar [11:09]:

"As part of the committee I just want to explain to the board that if the budgeting process is starting on May 10th, and if the Finance Committee cannot get information from the management before the budgeting process starts (because part of our information request is: How can we get involved? What's our role?), then it really binds us, it really cripples us from actually getting involved in the finance."

Donna Warren [12:28]:

"I just wanted to continue my report, and also to reply that I am very happy that the General Manager did give us that invitation, because I'm hoping that she will see that we want to take you up on the invitation even though the motion did not pass."

"But to conclude with my report, we also talked about the Development Committee, and I wanted to turn the mic over to another one of our members, Jane Hallaren, to talk a minute about the Development Committee and its relationship to the Finance Committee."

Jane Hallaren [13:08]:

"I actually have spoken about this in front of the committee before. The confusion is that we brought it to Structure. Structure said, 'make a decision in Finance.' We realized that we really were not in order to make a decision because we'd be doing business, as we were just a casual 'getting-together' (We had not had an official meeting yet). So, we all need a point of clarification. I guess what we've decided is that we will now discuss it, if that's where Structure leaves us, and we will come to you and tell you what we're going to do."

"And, just quickly, it is to create and merge a Development Committee with the Finance Committee, which should in essence fill a lot of holes and help communication and be fundraisers while knowing what's needed."

APPENDIX F - Programming Oversight Committee Report

Report of Program Oversight Committee (PrOC)

The initial public meeting of the Programming Oversight Committee was held at the station on 4/29/04, with four members of the committee present: Nile elWardani, Sherna Gluck, Alan Minsky and Fernando Velasquez. Committee member Bill Gallegos was absent.

Program Director Armando Gudiño attended the meeting, along with 6-8 listeners, including two of

the listeners elected to the iPC, Michael Novick and Lerner Goude (who came near the end), all of whom participated throughout the discussion.

Two documents formed the basis for a wide ranging discussion in the attempt to define the charge/scope of the committee: the original LAB resolution on the iPC and the Pacifica by-laws. Specifically, Article 7, Section 3.G of the by-laws state that it is the duty of the LSB "To work with station management to ensure that station programming fulfills the purposes of the Foundation and is responsive to the diverse needs of the listeners (demographic) and communities (geographic) served by the station, and that station policies and procedures for making programming decisions and for program evaluation are working in a fair, collaborative and respectful manner to provide quality programming.

Accordingly, the four voting members of the committee agreed that:

1. It is the responsibility of the PrOC to review the policies and procedures developed by the iPC or any subsequent, independent PC to assure that they are in conformity with the Pacifica Mission, diversity goals and FCC regulations.
2. As part of its obligation to assure that the station policies and procedures for making programming decisions and for program evaluation are working in a fair, collaborative and respectful manner, the PrOC should serve a kind of "ombuds" role to deal with differences between the Program Director and the iPC and/or to assure due process if/when there is an unresolved conflict between the Program Director and/or the iPC and a current or prospective programmer.
3. The members further recommend that the Structure Committee and Outreach Committee should work collaboratively to make recommendations to the LSB on the composition of the Community Advisory Board (CAB), whose role is to perform community needs assessment. [This suggestion was forwarded to the Structure Committee. It passed such a resolution.]

APPENDIX G - PrOC/iPC Joint Meeting Report

Report on Joint Meeting of 4/29/04 of PrOC and 6 listener members of iPC
Prepared by Sherna Gluck

Following a PrOC meeting, a joint meeting was held with six of the seven listeners elected to the iPC: Lerner Goode, Linda Krausen, Siu Hin Lee, Michael Novick, Rafael Renteria and Randy Smith. John Bachar was absent. The PD attended a portion of the meeting, and approximately 4-5 listeners attended.

The eleven people from PrOC and iPC agreed that:

1. Elections should proceed as soon as possible for the 4 staff (2 paid, 2 unpaid) and 4 Collective seats

on the iPC. There was no agreement on the definition of Collectives, although Sherna reported that in the meeting she and Sui Hin had with Armando there was agreement that the station definition of Collectives would be accepted for now, i.e. those Collectives that do programming. [Note: the GM in a subsequent conversation also used this definition.]

2. The previous exclusion of on air programmers running for the staff seats resulted in excluding many people of color and should be set aside.

3. That it might be a good idea for the PNB to consult with the Pacifica attorney to clarify the CPB regulations with regard to the CAB. [Note: the LSB secretary had previously made this request of the ED and the Structure Committee has since approved a follow letter.]

There was, however, no consensus on the charge of the iPC.

The ProC members in attendance had reached consensus that the iPC's role was to develop policies and procedures on programming - which was then reviewed by ProC in accordance with the By-Laws - and to review current programming and preview prospective programming. This charge is derived from points #1 and 2 of the original LAB proposal.

No consensus position was presented by the six-member group of the iPC. Rather, one member read a statement to the effect that "all the 'powers and authorities' of the original LAB motion be vested in the iPC group. The other members of the group did not indicate their positions and the convenor of their group mentioned that she had not seen the statement that was read. Points 3 and 4 of the original role defined for the iPC clearly are no longer relevant. According to the Pacifica by-laws, it is the LSB that monitors compliance with the Pacifica Mission (#3) and according to CPB regulations, the CAB is to perform community needs assessment (#4).

The time lines contained in #5 and #6 of the original charge are clearly no longer relevant and/or were totally unrealistic. Although it seems self-evident that "LSB" replace "LAB" as the entity to which reports are submitted and where they are reviewed, Renteria suggested that, instead, CAB be substituted for "LAB." Neither this nor his suggestion that the iPC be made a committee of management was agreeable to the ProC, nor was the position of the other 5 members of the group clear.

APPENDIX H - Programming Oversight Committee Minority Report

Bill Gallegos [8may04lsb6, 0:12]:

"I just want to say I wasn't able to be at that meeting. We had originally scheduled a meeting prior to that and it wasn't able to happen.

"There's a couple of issues that I have concern with that are in the Report. One is just how the issue of potential conflict of interest for current programmers, as part of an evaluation and recommendation

process of current programming and future programming. It's a question, because I realize we do have to take the question of composition - of including people of color and working class folks - into this. But I'm just raising that as a potential problem. I mean if I was a programmer I might evaluate my program as A++. So, I just want to raise that as one, yeah, that's a question."

APPENDIX I - Management Evaluation and Review Committee Report

Sonali Kolhatkar [8may04lsb6, 4:37]:

"I was the convener of the meeting, but we haven't elected a chair, yet. So, I'll just give a short summary of the meeting, which took place yesterday at the station at 10 a.m. Proper notice was filed via the management to the website and Chair, et cetera. Once I just make a short summary I'd like to open it up to other Committee members who were there who'd like to add to the report.

"The meeting was attended by all five elected members, which include myself, Alan Minsky, Fernando Velazquez, Donna Warren, and Leslie Radford. There were two additional LSB Members: Madeleine Schwab and Harrison Weil. Listener Roger Zimmerman and staff member Ronny Mikkelsen also managed to attend.

"Since we are the first Evaluation Committee, we realized that we needed to construct a process from scratch, which will be used every year. Since the charge of the LSB is to prepare a written evaluation of the General Manager and Program Director each year; so, we realized it was important for us to set up a fair 360 degree evaluation process that the LSB will eventually approve of that can be used each year, so that's it's repeated fairly and there aren't different criteria used each year. There's the question of what basis to conduct evaluations on, and it included asking for job descriptions, evaluating on the basis of the Pacifica Mission. There was a discussion on whether to count staff input this time, or whether that should be included in the ED's report, which isn't always done but is supposed to be done every year. We talked about the various angles of evaluation, which would or could include staff input, listener input, previous evaluations, etc.

"There was also a discussion of committee membership and sensitivity of personnel information. We agreed that all five voting members should sign confidentiality agreements similar to those signed by search committee members. There's a question about expanding the committees. We decided to wait until the Structure Committee gave us direction on how to expand the committees, if that was going to happen.

"Because we now have a National Communications Policy that allows committees to make information requests of the National Office, the Committee is in the process of preparing a letter from the Management Evaluation Committee to the National Office to ask for any legal considerations or guidelines from the National Office that we need to be aware of around the hiring and firing of GMs and PDs.

"We also agreed to present a motion to the Local Station Board around an issue that we agreed on,

which was the uniformity of the process network-wide on management evaluation ... asking the LSB to approve our efforts to begin coordinating with other Management Evaluation Committees in all five signal areas, so that one uniform process can be adopted across the network, with the recognition of signal area differences and legal considerations. The Committee felt that it wouldn't be fair and ... that it could open us up to liabilities if different GMs ... and different PDs across the network were evaluated by different standards, and so there was recognition of the need to have a uniform standard.

"So, we hope that the Committee [sic] will recognize the motion and perhaps we can vote on it."

Leslie Radford [9:20]:

"I'd just like to clarify that we are not clear on whether we can do signal area differences or not, and that was why signal area differences and legal matters are both included in that statement. Obviously, if legally we cannot do differences across signal areas then we will not do that."

APPENDIX J - Outreach Committee Report

Madeleine Schwab [8may04lsb6, 11:35]:

"I'm Madeline Schwab, the convener of the Committee meetings. We've had three, the first with the five elected LSB Members and two public meetings. We've come up with a proposal, but first we want to just enter into the record as a result of one of our meetings a Thank You..."

THANKS EXPRESSED FOR OUTREACH EFFORTS

The KPFK Members attending the May 1st, 2004 LSB Outreach Committee meeting wish to thank and encourage:

- (1) KPFK Members who have been printing and distributing flyers promoting KPFK;
- (2) KPFK Members who have raised money for a KPFK bus stop advertisement and who are now designing it and negotiating for its installation;
- (3) The station management and staff for reprinting the KPFK programming grid together with a statement of KPFK's mission and history, that can be used for ongoing outreach efforts.

"So, again, this falls under the Outreach Committee because these are people whose shoulders we're standing on, who've already done outreach."

WHEREAS, The KPFK Local Station Board has instructed the newly formed committees to meet to define their duties; and

WHEREAS, An increased and diverse listenership will forward the Pacifica mission as well as the viability of the station; and

WHEREAS, The Outreach Committee has begun to identify initial activities to begin fulfilling its

charge;

THEREFORE BE IT RESOLVED, That the KPFK Outreach Committee be responsible for the following activities:

1. Identifying methods for increasing station listenership, membership, and involvement with a special emphasis on reaching out to a diversity of all races, creeds, colors, languages, nationalities, classes, genders, sexual orientations, ages, and abilities; and
2. Help KPFK build collaborative relations with organizations, especially the underrepresented of the groups listed above, working for similar purposes; and
3. In conjunction with station management and the KPFK Volunteer Coordinator, identify a diverse pool of individuals and community groups to volunteer in the implementation and operation of various station events and activities; and
4. Work in concert with various other KPFK committees to do outreach around the Pacifica mission; and
5. Concerning outreach, report and recommend to the LSB as circumstances require.

AND BE IT FURTHER RESOLVED, That the KPFK LSB may assign additional activities and issues to which the committee shall respond and advise as requested.

"Just a P.S. that our committee is meeting again on May 22nd, from eleven to one at the Echo Park United Methodist Church. May 22nd, that's a Saturday. We'll discuss, hopefully, this passed proposal, as well as the structure of our committee membership and projects."

APPENDIX K - Structure Committee Report

STRUCTURE COMMITTEE REPORT 5-08-04

The Structure Committee wishes to report that it met and deliberated on several issues assigned to it or assumed to be in the nature of its scope. Recognizing the urgency of forming a Community Advisory Board so as to demonstrate compliance with CPB regulations, the Structure Committee passed the following resolution:

RESOLVED, That the Structure Committee shall work with the Outreach Committee to prepare a resolution for presentation at the next LSB meeting after May 8th for the formation of a Community Advisory Board that is racially and ethnically diverse, gender balanced, and includes youth, representatives of the labor and low-income communities and other under-represented communities who are committed to the Pacifica Mission.

Additionally, the Structure Committee recommends the adoption of the following resolutions by the LSB:

1) RESOLVED, That committees bring policy recommendations and a general implementation plan to the LSB for approval. If approved, committees are empowered to fulfill the plan.
FURTHER RESOLVED, That potential voting members may be nominated by the committee or the LSB but must be elected by the LSB.

A committee member wishes to present a minority report on this recommendation.

2) RESOLVED, That the LSB form a committee that will review and recommend policies and procedures related to the workplace that are not covered by the union contract, including but not limited to temporary and volunteer staff.

A committee member wishes to present a minority report on this recommendation.

3) RESOLVED, That a standing advisory committee shall be established to be named the Committee on the Arts, that the initial membership of the committee shall be five LSB Members elected by STV, that the convener of the first meeting shall be the Member receiving the most votes, and that the duties of this committee shall include:

a) to explore and make recommendations to the LSB in order to provide an outlet for the creative talents of the community.

4) RESOLVED, That the duties of the KPFK LSB Structure Committee shall include:

a) to develop and recommend processes for the functioning of the LSB and its committees, including but not limited to matters related to committee membership, meeting times, meeting locations, and other procedures,

b) to recommend the establishment of committees and draft appropriate language for consideration by the LSB, upon the request of any LSB member, and

c) to perform other such related tasks as the LSB may assign and to report and recommend to the LSB as circumstances require.

5) RESOLVED, That the KPFK Local Station Board shall hold a regular meeting each calendar month, that it shall alternate its meetings between a weekday evening and a weekend day, that in even months it shall meet on the first Thursday evening of the month, beginning at 7 pm, and that in odd months it shall meet on the second Sunday of the month, beginning at 1 pm.

Maria Armoudian

Don White

Sherna Gluck

Jan Goodman

Terry Goodman

(Dissenting to Resolution #1 and dissenting in part to Resolution #2)

APPENDIX L - Structure Committee Minority Report

STRUCTURE COMMITTEE MINORITY REPORT 5-08-04

The undersigned, a minority of the Structure Committee, not agreeing with the majority, desires to express his views regarding the resolutions recommended for adoption.

With respect to the 1st resolution presented for LSB approval, this member believes that the first part of the resolution is too vague and risks assigning to a particular committee responsibilities in implementation that would appropriately belong to station management. The more appropriate approach, in this member's opinion, would be to empower a committee when the plan is approved, not before.

With respect to the second portion of the 1st resolution presented for LSB approval, this member believes that:

- a) all committee members, in general practice, should be voting members; and
- b) all committees, in general practice, should have authority to appoint additional members; and, under certain conditions, with a 2/3rds vote, to expel them.

The standing committees are advisory to the LSB and serve at its pleasure. If the LSB does not trust the committee membership to adequately review and recommend on the issue under deliberation, it should reject the committee's recommendation. If the LSB does not trust a committee's current membership to adequately review and recommend on the issues it is normally assigned, the LSB should dissolve and replace the committee. Any other game is a waste of everyone's time. Each committee is in the best position to review the knowledge, skills, and perspectives of its initial membership and determine what additional knowledge, skills, and perspectives it needs in order to fairly and properly fulfill its duties. Requiring LSB approval of committee membership changes hamstring committees and burdens the LSB with nominee reviews, when the main purpose of committees is to reduce the work of the LSB.

The minority recommends rejecting the 1st Structure Committee resolution.

Suggesting general rules for committee membership including the balancing of various interests and rule exceptions for certain committees all should come under the general mandate for the Structure Committee, so no other LSB action on the 1st resolution is required.

With respect to the 2nd resolution presented for LSB approval, this member believes that the resolution is incomplete. A primary purpose of the Structure Committee is to assist LSB Members in the crafting of complete committee resolutions. If a resolution creating a committee is incomplete, then the LSB cannot continue with any other business until the details of the resolution are completed. (RONR p. 163, l. 31-32; p. 165, l. 28-32.)

The rules for special committees apply to the first time a standing committee is created. (RONR p. 4751-6.) If the method of appointment of committee members is not in the resolution then it is an incomplete resolution. (RONR p. 164, l. 9-10; p. 473, l. 24-26.)

A committee may not begin its business until its members are chosen and announced to the LSB, unless the resolution creating the committee says that the committee may begin to act before the announcement is made back to the LSB. (RONR p. 167, l. 26-29.).

A committee requires a quorum to act and unless the number of the members of the committee are known no quorum may be calculated. "The quorum in a committee is a majority of its membership unless the assembly has prescribed a different quorum." (RONR p. 482, l. 23-25.)

Accordingly, this member recommends the adoption of a substitute motion, as follows:

RESOLVED, That a standing committee of the LSB shall be immediately established, to be named the Workplace Issues Committee,

- a) that this committee shall initially include between two and five LSB members,
- b) that this committee shall initially include one unpaid staff representative LSB member,
- c) that if more than five LSB members express a willingness and desire to serve on this committee, then the initial membership of this committee shall be determined by STV election,
- d) that the chair pro-tem of this committee, for the purpose of calling a first meeting, shall be the member receiving the most votes,
- e) that, in the event that committee seats are filled without a vote, the LSB presiding officer shall select a chair pro-tem,
- f) that the committee shall select its own chair,
- g) that the committee shall meet and develop an initial list of issues for its consideration and report this progress at the next regular LSB meeting,
- h) that such additional individuals as the members on the committee shall from time to time choose by majority vote may also be appointed,
- i) that the ratio of staff members to listener-sponsor members on this committee shall not exceed 1-to-3,
- j) that the ratio of paid to unpaid staff members on this committee shall not exceed 1-to-1,
- k) that three consecutive absences from regular committee meetings shall remove a committee member, unless this would leave the committee with less than 2 LSB members or violate a mandated ratio,
- l) that this committee is authorized to hold closed meetings when considering subjects for which an LSB meeting may properly be closed, and
- m) that the duties of this committee shall include:

1. to review and recommend policies and procedures related to the workplace that are not covered by existing union contracts, including but not limited to temporary and volunteer staff,
2. to assist the LSB in making sure that procedures are in place for the fair resolution of internal disputes, and

3. to perform other such related tasks as the LSB may assign and to report and recommend to the LSB as circumstances require.

FURHER RESOLVED, That if this resolution is adopted by a 2/3rds vote of the LSB, then issues clearly related to its assigned duties may be automatically referred to the Workplace Issues Committee.

Terry L. Goodman

APPENDIX M - Teller's Report and Declaration of Chair

* LSB SECRETARY *

22 valid ballots.

Electing 1 candidate.

Threshold to win is 12 votes.

RESULTS:

Terry Goodman ELECTED with 13 votes

Margot Eiser DEFEATED with 9 votes

* LSB TREASURER *

22 valid ballots.

Electing 1 candidate.

Threshold to win is 12 votes.

RESULTS:

Simone (Sa-Ra) Wyatt ELECTED with 13 votes

Casey McFall DEFEATED with 10 votes

Lerner Goude DEFEATED with 0 votes

APPENDIX N - Summary of Public Comments

This report on public comments has been prepared by the Secretary and is attached to the minutes for general reference. Inclusion of this report is no representation from the LSB or the speakers mentioned as to its accuracy or completeness, nor is it an endorsement of any content herein.

Anti-STV Listener [8may04lsb10, 11:20]

"...I was shocked and dismayed to see how many people voted against the idea of the PNB's votes appearing by roll call." We need openness and accountability. Secret ballots prevent accountability.

STV voting obscures the process.

Rafael Renteria [12:57]

There are overlapping mandates for the iPC, the LSB, and the CAB, and it was the unanimous decision of the joint PrOC/iPC meeting that this issue be referred to the Pacifica attorney, seriously. This consensus was misrepresented in the PrOC report of that meeting.

Lawrence Reyes [15:00]

"There's an ethical question here." Was candidate information distributed without the candidates' permission? Every committee should submit a written report. If you want transparency and accountability, you have to be willing to give it.

Casey McFall [17:55]

If a Minority Report is submitted and not read, please get it posted on the Internet. I'm disappointed that the Finance Committee's resolution was tabled. You're going to need a lot of information to do your work. A process has been established to log when information requests are made and when they are responded to. I respectfully request that you, as a board, request the information outlined in the committee resolution, and also request any existing personnel policies and procedures, any memoranda modifying those policies, any existing fiscal management policies and procedures and memoranda modifying those, any existing volunteer management policies and procedures and memoranda modifying those policies, copies of insurance policies for general liability, automobile, board of directors insurance and volunteer insurance, a current station budget with line item breakdown, your last fiscal audit, your last affirmative action report, your current staff evaluation forms and procedures, a current volunteer handbook, a copy of the fund drive training manual that was mentioned today, and a detailed description of the ticket security, cash control, and accounting procedures used before, during, and after KPFK-controlled fundraising events.

Listener from 50 Miles Away [20:12]

"I'm really happy with the work you guys have done so far, in general." In Peter Russell's 'The Brain Book' a study was reported indicating that the brain oscillates between left and right hemispheres every 45 minutes. The mental efficiency of LSB Members would be improved by imposing a 5-minute stretch break every 45 minutes, or at least once per hour. Also, I'm disappointed that KPFK LSB Meetings are not being streamed on the Internet.

Randy Wilson [8may04lsb11, 0:06]

According to the Foundation Bylaws, it is an LSB duty to perform community needs assessment or see to it that Community Advisory Committees are formed to do so. The LSB is free to delegate this task to the iPC, or they could do this together. It's not clear why the Programming Oversight Committee is so hell-bent to arrogate this duty to the LSB. "When they resort to irrational arguments and show inappropriate vehemence ... in promoting a position, they must have some underlying motive, and since they're not disclosing it, it's probably dishonorable."

Roger Zimmerman [2:18]

"We need to know ... what the National Board Directors are doing and what their thinking is." Each Director must be made accountable through the recording of their roll call votes. The very reason for the democratization struggle was because of a period in which the National Board instituted a system of secret decision-making. I urge reconsideration of the question.

Dele Ailemon [4:10]

"I'm very glad that the management has established some broadcast outposts in the community." That is commendable. Maybe it can be a duty of the Outreach Committee to inform people in the community that these facilities are available, so that they can go there. If the purpose of the LSB in holding its meetings in various venues around the city is outreach and community mobilization, it's clearly not working. Look around. The same group attends each meeting. You need to encourage the participation of the community collectives.

Sharon from Long Beach [6:40]

"Long Beach welcomes you." We had to scramble to find this venue, and there was not sufficient time to do the board proud by notifying community activists or providing refreshments. Democracy is hell. Thank you for standing in there. It's hard to learn to work together, particularly when people come from slightly adversarial positions.

It's hard to learn to get over it, but I know you will. Some committee should look ahead for scheduling, pay attention to the calendars of area activist organizations to avoid major conflicts, and try to pull in more of the community members who use KPFFK. It might also help if sometimes LSB Members could break bread together with the community after meetings.

Listener at First Meeting [9:50]

"I have to tell you that the impression I get is that Robert's Rules has not always been used to move issues forward." I urge you to have a little flexibility with a focus on getting the work done, and I want to echo the sentiments of others with respect to the importance of written reports and roll call votes.

Gordon Stitch [10:50]

It seems that the LSB should have its own portable meeting sound system, so that it is not dependant on the generosity and scheduling of others. The station and meeting attendees could be asked to help.

Margot Eiser [11:15]

If there is to be financial transparency in management I think there has to also be financial transparency in governance and its committees. I'd also like to see this format expanded for more regular listener participation.

Harry Cottle [12:50]

Perhaps the National Board Members on the LSB should not be voting when the LSB considers procedural recommendations to the PNB, due to a potential conflict of interest, especially when the issue is transparency.

Axel [14:15]

"I believe my efforts would be consistent with your efforts." I've left contact information with a member of the board.

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