

Minutes of the **KPFK LSB Meeting**

September **19, 2004**

(Draft – Subject to LSB Approval)

A regular meeting of the KPFK Local Station Board was held on Sunday, September 19, 2004 at Mercado de Paloma, 3655 S. Grand Avenue, Los Angeles, CA 90007, with Don White presiding and Terry Goodman serving as Secretary. No minutes were approved.

Seventeen Delegates were present during all or part of the meeting: Grace Aaron, Dave Adelson, Maria Armoudian, Jim DiEugenio, Marie Deary (late), Israel Feuer, Bill Gallegos, Sherna Gluck, Jan Goodman, Terry Goodman, Jane Hallaren, Nile ElWardani, Ed Pearl, Leslie Radford, Donna Warren (late), Harrison Weil, Don White

Seven Delegates were absent: Sara Amir, Sonali Kolhatkar, Alan Minsky, Margaret Prescod, Julie Rodriguez, Madeleine Schwab, Fernando Velazquez

Also present: General Manager Eva Georgia

A quorum having been established, the meeting was **called to order** at 10:25 am.

There may have been absences approved. Julie Rodriguez was out sick.

Without objection, Bill Gallegos was **appointed** Timekeeper for the meeting.

The proposed agenda (see Appendix A) was discussed, amended, and **approved** as amended.

There was an oral **report** from KPFK Local Election Supervisor Mary Rosendale regarding plans and progress in the delegate elections.

10:51 am Maria Armoudian **read** the Pacifica Mission Statement.

Point of order by Adelson that extending time requires 2/3 approval.

Not well taken. Extending time is not altering the agenda.

Challenge to ruling by Leslie Radford.

Chair reverses ruling. Adelson point is **well taken**.

11:01 am General Manager Eva Georgia gave an oral **report**, based upon her writer report (see Appendix B).

Bill Gallegos gave an oral **report** from the Ad Hoc Committee on the Community Advisory Board. Fourteen nominated persons have agreed to participate.

Motion from Ad Hoc CAB Organizing Committee:

Resolved, that the LSB confirms the appointment of the 22 nominees from the committee for one year terms.

Motion passed after public comment. Y:11, N:2, A:1

Motion to amend from Leslie Radford:

In the event that this body is determined not to be under the bylaws, it is free to choose its own parliamentary authority. This body's quorum shall be 1/3 of those who have agreed to serve.

Motion failed after public comment. Y:0, N:12, A:2

Donna Warren arrived.

Motion from Bill Gallegos:

To immediately go to an 8 minute segment of public comment.

Motion passed. Y:11, N:3

Public comment was heard.

Motion from Jane Halleran:

In order to have the necessary gender balance on the iPC, two women from the LSB shall be nominated to take the place of two of the three present LAB members who are a) no longer representatives of this body and b) do not wish to serve.

Motion passed after public comments. Y:12, N:0, A:1

Motion from Sherna Gluck:

Whereas, the ground rules for the election of four representatives of collectives to the iPC changed in the middle of the election process, and

Whereas, two of the collectives nominated more than one individual to represent their collective, and

Whereas, the collectives varied in size and therefore have an unequal number of votes,

Be it resolved, that if the results of the current election of four collective representatives to the iPC are skewed and any one collective has more than one member elected, that STV be used to replace the additional member or member, and the remaining two seats be given to the next highest vote-getters from the two other collectives.

Motion passed. Y:9, N:3, A:3

Motion passed again after public comments. Y:8, N:3, A:2]

12:06 pm Marie Deary arrived.

There was discussion of Town Hall meetings. The General Manager recommended that the Town Hall Meeting be scheduled for the second week in November.

Motion from Jim DiEugenio:

Since Article Seven, Section 3(H) mandates that the LSB conduct two Town Hall meetings a year for the benefit of the listeners, and since this LSB has not held any yet, the current LSB shall have two

Town Hall style meetings by the end of January. One of these should be in East Los Angeles and Lawrence Reyes should be the listener coordinator with a task force from the board (along with other listeners). The other should be in South Los Angeles and Manuel X. Fernando will be the listener coordinator with the board (along with other listeners). The Board/Listener Task Force should consist of between three and five board members and the task force can then decide how many additional members they will need, including listeners and possibly programmers and staff members. The LSB will request, at a minimum, that the PD be at one event and the GM be at the other. We also request that the meetings be advertized on the air frequently, and that a person from the task force who is not running for the LSB be interviewed on-air for each meeting, in order to get as many listeners as possible to the site.

Motion failed by substitution after listener comments.

12:44 pm Bill Gallegos and Eva Georgia left.

Motion from Ed Pearl to substitute:

That Town Hall meetings be arranged at our next LSB meeting by an ad hoc committee of the LSB which shall include volunteers from among listeners.

Motion passed after listener comments. Y:9, N:4, A:1

12:59 PM **Motion** from Ed Pearl to break for 15 minutes.

Motion passed without objection.

1:00 pm The meeting was recessed.

1:30 pm The meeting was resumed.

Motion from Sherna Gluck (as amended by Aaron):

That there shall be a 30 minute item of PNB Business at each LSB meeting in order to be apprised of PNB issues so that the LSB may take positions, if it desires.

Motion passed after listener comments. Y:9, N:2

There was a PNB Directors **Report** from Dave Adelson.

Don White surrendered the chair to propose a motion. Vice Chair Maria Armoudian presided during discussion of this item.

Motion from Don White (as amended by T. Goodman and Radford):

Whereas, the Pacifica Foundation was established as a progressive voice of the voiceless and the accessible forum for the underserved,

Whereas, KPFK has a moral commitment to combat all forms of bigotry including able-ism through innovative and humanistic programming,

Whereas KPFK is dedicated to universal accessibility with full and equal accommodations for its consumers, volunteers, and staff by preventing and/or removing any and all discriminatory barriers,

Be it resolved, that the LSB accepts the principle that a functional elevator be installed and maintained, thus making the second floor at the station fully accessible.

Motion passed after listener comments. Y:14, N:0

There was a period of public comment.

2:58 pm **Motion** by Dave Adelson (as amended by Weil)

Resolved, that the LSB meet for two hours on Tuesday, September 28 beginning at 7:30 pm, and that items on the upcoming PNB meeting agenda shall be discussed then, and that 10 minutes be spent on PNB items now.

Motion fails for lack of 7 affirmative votes after loss of quorum. Y:6, N:2, A:2

(This meeting was scheduled, anyway)

Motion by T. Goodman

That the absences today of Julie Rodriguez, Fernando Velazquez, Margaret Prescod, and Sonali Kolhatkar are excused.

Motion fails for lack of 7 affirmative votes after loss of quorum. Y:6, N:3, A:2

3:45 PM Additional public comment was heard.

4:04 PM Motion by unknown to adjourn.

Motion fails for lack of 7 affirmative votes after loss of quorum. Y:6, N:5

Meeting is **adjourned** anyway.]

Respectfully submitted,

Terry Goodman
KPFK LSB Secretary

This version of the minutes were constructed from incomplete meeting audio and original meeting notes on October 9, 2016.

APPENDIX A – Proposed Agenda

Proposed Agenda
for KPFK Local Station Board (LSB) Meeting
of September 19, 2004 – 10:00 am – Mercado de Paloma

I. Welcome, Call to Order, Call of the Roll, Review and Approval of Agenda, Approval of

- any Minutes pending approval (7 minutes)
- II. Opening Remarks by the Chair, introduction of Election Coordinator Mary Rosendale, reading of the Mission Statement (7 minutes)
 - III. General Manager's Report (Will include, among other things, emergency aid programming and governance programming (15 minutes)
 - IV. Community Advisory Board (CAB) (25 minutes)
 - V. Pacifica National Board (PNB) functioning & next meeting (25 minutes)
 - VI. KPFK Elevator Project (10 minutes)
 - VII. Committee Reports: Board appointments to the Arts committee (a) Committee of Inclusion (b) Management Evaluation (c) Programming Oversight (d) Structure (e) Finance/Development (f) Outreach (25 minutes)
 - VIII. Public Comment (15 minutes)
 - IX. Town Hall Meeting(s) – mandated by bylaws/creating ad hoc committee (20 minutes)
 - X. iPC Elections (12 minutes)
 - XI. LSB Retreat “Report Back” (12 minutes)
 - XII. Webpage Update, Review of “regular meeting schedule” and next meeting (8 mins)
 - XIII. Old Business (15 minutes)
 - XIV. Announcement of “new business,” no discussion, no votes – putting the Board “on notice” (3 minutes)
 - XV. Public Comment (15 minutes)
 - XVI. Final Votes, Reminder of Next Meeting, Evaluation, Adjournment (10 minutes)

APPENDIX B -- GM Report

KPFK Pacifica Radio, Los Angeles
General Manager, Eva Georgia
Monthly LSB Report – Sept '04

Overview:

I would like to take the opportunity to once again thank the LSB for the incredible work that was done at the retreat. I appreciate your willingness and dedication to work collaboratively with KPFK Management. I look forward to work with you on achieving the goals we all set collectively for the next twelve months. Mostly I want to thank all of you for the good Spirit in which this very productive retreat was held. I also want to encourage the LSB to start producing a monthly on air report so that we can keep listeners up to date on governance issues.

Finance:

Fulfillment rate for the fall fund drive is on track with 80% at \$865,400. Premiums remain a major concern with only 60% premiums that have been shipped to date. Subscriptions have still not ordered all premiums for the last Fund Drive. Furthermore, we still have premiums outstanding for fund drives dating back to Oct '03. It is crucial that in the next drive that we cut down on the amount of premiums that the station offer. This is one of the biggest problems that continue to add to the workload in subscriptions.

At this point I am looking at the possibility of restructuring the subscriptions department. We have seen a tremendous increase in workload because of the success of our on air drives; nevertheless the whole premium issue seriously affects our credibility and trust with the listeners. Several weeks ago we tried a new initiative to which we have received a very favorable response. We set up a phone bank where volunteers called listeners who did not receive premiums from previous drives and offered them alternative premiums. The phone bank volunteers were provided with a scripted letter of apology. This department needs to be organized more effectively and we are consistently working at making it better.

Trust Fund:

On September 14th KPFK received a check for \$10,000 from a non-profit Trust Fund. An application was submitted mid-03 after the foundation contacted KPFK to inform us that their client was considering giving 10K to KPFK. I want to thank Dave for his legal assistance with the above matter.

Programming:

Accomplishments this month include the following:

- Special programming collaboration with Courtyard and Middle East in Focus with Don Buscany and Debo Kuton
- Special on Venezuela Referendum – Margaret Prescod live from Venezuela.
- 9/11 coverage multiple hours including bilingual coverage.
- Margaret Prescod on Special assignment in NY RNC, Haiti and more.
- Monthly collaboration with radio bilingual in Fresno (it is a Public Affairs simulcast where one of our host and one of there host, on the same show and both audiences hear it)
- Special series on early morning news on terrorism – Fernando Velasquez
- Broadcast of special monthly series and homelessness and poverty – called the “Other LA”/

iPC Elections:

This has been a daunting task at a time when our focus needs to be on fund drive preparations. In addition, the LSB Elections are taking away a lot of time from the administrative staff in

programming and subscriptions. To date, paid and unpaid staff as well as collectives has voted. The votes need to be counted as a matter of priority. We are aware that we don't have enough women to fulfill the requirements that were put forward for the iPC structure. I need some guidance about how to move forward on this issue. I strongly recommend that the Programming Oversight Committee and members from the iPC count the votes asap and decide how we move forward with the issue of representation.

Clear election rules and regulations need to be created so that we don't encounter the same difficulties and challenges that we had to deal with in this election. I want to express my gratitude to Jennifer Kiser for taking on this enormous task and doing a great job given the limitations and challenges she faced with moving these elections forward.

Staff Issues:

AFTRA Contract: I am working with CFO Lonnie Hicks to finalize the Union contract before Sept. 30th.

BM – Position: Archie Richardson left after his previous employer offered him a promotion with more money. In fact he abandoned his job for about two weeks before we found out what happened. We will be advertising this position asap.

DD – Director: We need help to form a committee to move forward with the interview process.

N-Director: We need to form a committee to move ahead with the interview process. Positions for News Editor and Staff Reporters will not be advertised until we have a new ND in place.

We are starting the process of interviewing for all other positions that have been posted.

Upcoming Events/Fundraisers:

Calendar – September-November 2004

September 2004

5th Brazilian Summer Festival

7th Folksinger David Rovics – Tia Chucha Café, 7:30 pm

10th Even with Michael Parenti – Glendale Library, 7 pm

13th Walk for Hope – Bolsa Chica State Beach, 10 am – 2 pm; Santa Barbara, 9-11 Forum

25th Aaron McGrudder at Eagle Rock Culture Center – Imix Bookstore, 5-7 pm

26th Café Intifada Film Series – Canticle of the Stones – Garden Grove, 4:30 pm

30th Coltrane Evening of Jazz – El Rey, 7 pm

October 2004

1st The People Speak (Energy/Environment) – UCLA, 11am-2pm

2nd Democracy & Truth Conference/ Book Fair – LA Convention Center, 9am-4pm
7th KPFK Fundraiser as part of Pacifica's 10 N 10, Ten critical issues, ten battleground cities, ten different stations resulting in ten weeks of special elections coverage for Pacifica and Affiliate stations.
12th-24th Fall Fund Drive

November 2004

5th A Night with Blasé Bonpane (fundraiser)- Immanuel Presbyterian Church, 5:30-7pm
Promoting his new book with celebs doing post election analysis
6th LA Freewaves Experimental Media Arts Festival 11/5-11/27
21st Café Intifada Film Series – Gaza Strip – Garden Grove, 4:30 pm

APPENDIX C – Structure Committee Report

STRUCTURE COMMITTEE REPORT 9-19-2004

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. Committee Member Sherna Gluck has resigned from this committee, and LSB Members Jane Hallaren and Harrison Weil have joined, pursuant to a vote of appointment from the LSB.

The Committee did not agree on language as to its duties for presentation to the LSB at this meeting, so will revisit this issue.

The Committee established a new regular meeting schedule. We will meet on the second Wednesday of each calendar month in an available space at KPFK, beginning at 8:00 pm. Our next regular meeting will be on October 13, 2004.

After discussion about the creation of a listener listserv along the lines of the staff listserv authorized by the LSB, the committee tabled formulation of a suitable motion until such time as further information is available about the staff listserv.

The Committee discussed the expansion of committee membership, but did not agree on language for a resolution.

The committee discussed issues surrounding meeting attendance. The Structure Committee recommends the adoption of the following resolution by the LSB:

WHEREAS, lack of quorum is a problem when attendance is poor,
RESOLVED, That henceforth any LSB committee member with three unexcused absences in any twelve meeting sequence shall be removed from that committee.

RESOLVED, That the absence of an LSB Member from an LSB meeting shall be excused only if an LSB officer has been notified in advance.

Maria Armoudian (absent)
Don White (absent)
Jan Goodman
Terry Goodman
Jane Hallaren
Harrison Weil

APPENDIX D – T. Goodman Resolution on Board Training

LSB RESOLUTION ON BOARD TRAINING

RESOLVED, That the KPFK LSB endorses the following resolution for presentation by its Directors for consideration by the Pacifica National Board, and that an ad hoc committee of the KPFK LSB shall be immediately created consisting on one Director, two non-Director Delegates, and whatever other station area members these three may choose, to begin planning board training for KPFK LSB Members to occur in February, 2005.

PNB RESOLUTION ON LSB BOARD TRAINING AND PNB EDUCATION COMMITTEE

WHEREAS:

A clear understanding of the principles and role of governance, of the distinction between governance and management, of the rules of procedure, of the requirements of the Foundation Bylaws, and of the Purposes of the Foundation are all necessary for the proper conduct of business by Local Station Boards and by the Pacifica National Board which is almost entirely composed of Directors elected from those bodies,

AND WHEREAS:

New Delegates are periodically elected by the Foundation's Membership to serve as representatives in the Foundation's governance,

AND WHEREAS:

Both new Delegates and continuing LSB Members may benefit from group training in the necessary knowledge and skills of governance,

AND WHEREAS:

The management and staff of the Foundation and its various components may similarly benefit from continuing education,

THEREFORE BE IT RESOLVED:

That the Pacifica National Board shall arrange for the board training of LSB Members. The arrangements for initial governance training shall be completed by November 1st of each year in which Delegate elections are held. Initial governance training of LSB Members shall occur in each signal area in February of the following year. The estimated national budgetary impact of this resolution is \$25,000 for each year in which initial governance training is to occur.

FURTHER RESOLVED:

That a standing committee of the Board shall be created, named the PNB Education Committee, that the membership of this committee shall be one Director and two Delegates from each Pacifica radio station signal area elected in accordance with Article Eight, Section 2 of the Foundation Bylaws, that the convener of its first meeting shall be the Director receiving the highest ranking, that the committee shall elect its own chair, that work supporting this committee may be accomplished by ad-hoc workgroups formed at local stations or operating units, that members of the committee may individually and severally collect and share bids, proposals, catalogs, website links, announcements, and other such information privately (via postal mail, email, or fax, etc.), that recommendations from this committee shall be deliberated before presentation to the Board in occasional webcast telephonic meetings publicly accessible though the internet, that the committee may hold closed sessions to discuss those specific issues for which closed sessions of the Board are allowed, and that the duties of this committee shall include:

- a) to search out, evaluate, and recommend training for LSB Members, including but not limited to board governance training, anti-racism training, and training in inter-personal communication, and to include cost estimates in all proposals,
- b) to investigate and report on the possibility of developing in-house training capabilities and related certifications so as to reduce in-house expenses and offer quality certified training to other community organizations, businesses, and groups,
- c) to work with Pacifica's national staff in the collection, evaluation, and recommendation of policies to the PNB with respect to the continuing education of management and staff (including policies on full or partial reimbursement and/or time off), and to include cost estimates and recommended budget limits in all proposals,
- d) to assist the management of each operational unit in the maintenance of a file of continuing education opportunities, including but not limited to workshops, conferences, seminars, and academic courses of study,
- e) to report to the Board on training and apprenticeship programs currently in operation or proposed at each Pacifica broadcast station,
- f) unless a similar proposal is under review by national staff, to evaluate and recommend to the PNB with respect to a program of voluntary short-term personnel exchanges among Pacifica broadcast stations for the sharing of knowledge and experience among staff, including an evaluation of the potential of using alternative lodging and meal arrangements to avoid the expense of hotels and restaurants, and to include cost estimates and recommended budget limits in any proposals that may result,
- g) to collect and assemble into a report evaluations by participants in all Foundation-funded LSB trainings after they occur and to encourage and collect similar reports on all station-funded

LSB trainings after they occur, and
h) to perform other such related tasks as the Board may assign and to report and recommend to the Board as circumstances require.

APPENDIX E – T Goodman Motion to Refer

MOTION ON COMMITTEE STRUCTURE, 8-15-04

WHEREAS, The rules for special committees apply to the first time a standing committee is created (RONR p. 475-6) and 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)

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

AND WHEREAS, A committee requires a quorum to act and unless the number of the members of the committee is 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)

AND WHEREAS, Each committee may be 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,

THEREFORE BE IT RESOLVED, That the KPFK LSB Structure Committee shall prepare a Special Rule for LSB consideration, outlining such issues as:

- a) the initial, minimum, and maximum number of committee members, if any
- b) the manner by which members are chosen
- c) the ratio of staff to listener representatives, if any
- d) other mandated ratios, if any
- e) the quorum requirement, if other than a majority
- f) the manner by which additional members may be appointed, and
- g) such other related matters as appropriate to this rule

AND BE IT FURTHER RESOLVED, That after such changes as are necessary to obtain approval by a 2/3 majority of the KPFK Local Station Board, the basic structural rules thereby agreed upon shall apply to each committee subsequently created, unless the resolution establishing the committee specifies otherwise.

APPENDIX F – T Goodman (Model) Motion on Workplace Issues Committee

WHEREAS, Issues affecting the workplace environment are of great concern to KPFK management, staff, and governance,

BUT WHEREAS, The LSB has no delegated authority in personnel matters,

THEREFORE BE IT 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, if available,
- 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-term,
- 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 two 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.

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

APPENDIX G – Motion Distributed by Sherna Gluck on PNB Issues

WHEREAS the transition to democracy in the new Pacifica/KPFK calls for openness, accountability and transparency; and

WHEREAS we elect LSB members to the PNB to represent our interests and reflect our positions;

THEREFORE be it resolved

THAT all motions passed by the LSB for forwarding to the PNB be introduced and fully supported by our delegates; and

THAT actions under consideration by the LSB that have not been previously discussed at the LSB and/or for which no recommendation has been made be discussed among our delegates with all possible efforts made to reach consensus on the position that best represents the LSB; and

THAT the KPFK delegates to the PNB issue regular joint written reports to the LSB on the proceedings of the PNB and on issues under consideration for future determination so that the LSB has the opportunity to recommend positions; and

THAT the KPFK delegates to the PNB apprise the LSB of any change in their status on the PNB, including their responsibilities and committee assignments.

APPENDIX H - Motion Distributed by Sherna Gluck on Listener Comment Periods

WHEREAS the LSB would like to be informed of listener opinions on motions under consideration; and

WHEREAS the LSB schedules a public comment period before their vote on the motions on the floor;

THEREFORE, be it resolved that the public comment period scheduled before the vote on motions be limited to a discussion of those motions, with alternating pro and con arguments; and that general comments be reserved for the later Public Comment period.