

On November 12, 2008, KPFK's LSB met at KPFK's studio building, 3729 Cahuenga Blvd., W., North Hollywood, Ca., 91608,

They met as a committee of the whole until a quorum was reached. The continued meeting was called to order about 7:30pm by vice chair Steve Weatherwax.

Also present (late) was Sue Cohen acting as secretary pro tem as well as several members of the listenership

Roll was called (16): Grace Aaron, Dave Adelson, Jonathan Alexander, Chris Condon, Israel Feuer arrived late, Sherna Gluck, Jan Goodman arrived late, Ian Johnston, Rufina Juarez, Tracey Larkin, Shawn Casey O'Brien, Leslie Radford, Summer Reese arrived late, Jack VanAken, Steve Weatherwax, Yosh Yamanaka

Absent were: Yolanda Anguiano, Ali Lexa, Reza Pour, Margaret Prescod, Ricco Ross, Donna Warren, Gabrielle Woods, Lamont Yeakey

Point of order-Adelson: We should set the agenda of the committee of the whole.

1 ¾ hours were allotted for the meeting regarding the collateralization of KPFK's Building (including :15 mins. For public comment).

KPFA already received \$400k using their building as collateral (?).

Lots of layoffs throughout Pacifica have already happened.

KPFK is over \$600k in debt to National Office (?) \$300k (?)

The Finance Committee meeting is tomorrow night

Margaret Prescod sent a letter which was read aloud and passed out.

The Draft from Radford was sent to the PNB not marked draft, and seemingly signed by Ricco Ross, They omitted "draft"

See Appendix C

At the PNB, the Motion was carried overwhelmingly

Wells Fargo referred us to a community development organization for the loan

The PNB Approved a loan application in general

Point of information-Can the CFO approve this loan? Board must vote on it

KPFK is behind in its budget goals/income

We Cut \$350k from KPFK payroll

KPFA gave 1 million to KPFK given in past (?)

KPFA has been planning ahead & solvent

WBAI met pledge drive goal but it was not a solvency goal

They are fundraising about 1/3 of their air time (?)

WBAI made some staff cuts-need to be pressed to cut costs; they say but don't do

Unbelievable rent: \$500k year, Transmitter rent is \$250k/yr

Will cut space and rent in half

KPFK's gross was up but net down, we didn't know that

Point of clarification- nebulous language is only in the ether

Jack- talking about insolvency is very premature

We can't control the expansion of their head counts

There must be an Agreement on how to change the cost structure in order to support the loan

Will it trigger severance packages?

Point of information-Public comment?

Why trust these same people who failed so far, to do this now?

We need to do something to please the listeners more

We should lose some staff, get shows from other stations

If we get the loan it will just enable sloppy management

You can get plenty of volunteer programmers if you allow them

You can't collateralize KPFK because of the archives

We are entering into a partnership with another organization (!?)

Public comment: about :05 mins.

Extend :90 secs to 2 mins

Point of order: We are at time

Public: When Eva Georgia took over there were 22 staff, now there are 32, we can run with 22

Especially People of color depend on being paid, staff morale is an issue

Before our recent drive we were \$125k behind

WBAI, after drive \$575k they still owe \$125k

Pacifica spends \$1.5 million per month

Motion KPFK's PNB delegates move to amend any motion re: loan that it must have an amended detailed statement of how the money will be spent & costs including a reduction of expenditures plan for every unit before signing, be provided to the PNB and all LSB's & clear repayment plan

Also a plan for WBAI to reduce its costs first

& payback & layoffs up front before they sign (a sustainable plan)

Facility cost reductions for WBAI should be done first

Strategic recovery plan must include increased income by better programming

Bank says we need to borrow more money and have a plan in order to recover

Aaron will email budget information to you

The loan will probably go through although we 4 vote against it

Aaron has a strategic structural recovery plan

Motion or amendment-from Summer

Motion-to suggest that in loan negotiations that we consider it in 2 separate loans with 2 separate buildings. Or, 2 buildings on one loan

8 mins debate on substitute motion

Point of information Adelson-chair should rule that they be considered separately

Motion- Radford- Any motion to collateralize a major asset of any single unit must include a mandatory repayment structure that distributes repayment among the units, according to the proportion of their debt paid by the loan

Moved by Adelson:

That the KPFK LSB requests that KPFK's PNB directors move to amend any motion regarding the securing of a loan for the foundation as follows:

That prior to the signing of loan documents, the following conditions shall be met:

- 1) The PNB and all LSB's shall be provided with a detailed statement specifying how the

borrowed funds will be spent and what cost reductions will be achieved at each Pacifica unit to make Pacifica's financial situation sustainable;

- 2) Any staff reductions required to achieve needed cost reductions be initiated before signing
- 3) Any motion to collateralize a major asset of any single unit must include a mandatory repayment structure that distributes repayment among the units according to debts paid by the loan

Roll Call vote: Yes-Aaron, Adelson, Alexander, Condon, Feuer, Gluck, Goodman, Johnston, Larkin, O'Brien, Radford, Reese, Weatherwax
No-0, Abstain-Juarez, Van Aken, Yamanaka
13, 0, 3 passes

Motion-Reese- any loans obtained by Pacifica National Foundation using KPFK's building as collateral be limited to \$750K, an amount sufficient to retire the amount owed by KPFK to Pacifica to the N.O. as unpaid Central Services fees and other debts and there should be a written agreement with terms, allowing KPFK to pay off the loan at an accelerated rate to pay off ASAP; for any other money another loan collateralized on an other unit. Limited to \$700k to be first counted as retiring the \$600k we owe to national We have a \$600k debt to National Office & Central Services

This motion is too adversarial

Roll Call Vote- Yes: Aaron, Condon, O'Brien, Reese
No: Adelson, Gluck, Goodman, Johnston, Juarez, Larkin, Radford, Van Aken, Yamanaka
Abstains: Alexander, Feuer, Weatherwax
4, 9, 3 Failed

Motion-Condon- KPFK LSB objects to taking any loan by the Pacifica foundation using any major asset of any unit as collateral (in excess of its central services obligations)
Jan-amend to "object "
A KPFA \$700k CD was used as collateral before

Amendment- Radford-the KPFK LSB "objects" to the use of any loan by Pacifica using any major asset of any unit as collateral without extensive prior conversations between the foundation, the units, & the affected LSBs, & management, in public session

Public : about :03 mins

Roll call vote- Yes: Alexander, Gluck, Johnston, Radford,
No: Condon, Juarez, O'Brien, Reese,
Abstains: Aaron, Adelson, Feuer, Goodman, Larkin, Van Aken, Weatherwax
4, 4, 7 fails

Motion-Condon-KPFK does not consent to taking any loan using any major asset of any unit as collateral

Roll Call Vote-Adelson, Condon, Juarez, O'Brien, Reese,
No: Aaron, Alexander, Johnston, Larkin, Van Aken
Abstains: Feuer, Gluck, Goodman, Radford, Weatherwax
5, 5, 5
Fails

Johnston- Breach of duty by the chair: There were more than 3 LSB members who asked the chair for special meeting, but he did not call one

Motion-Johnston-to censure (or remove) chair

Point of information

Point of personal privilege

Vice chair rules it's out of order

Point of personal privilege Radford-

Dave-The chair was out of the country, people knew this

Motion to extend time fails by a show of hands

Roll Call Vote- Yes: Johnston, Larkin

No-Aaron, Adelson, Alexander, Condon, Feuer, Goodman, O'Brien, Radford, Reese, Weatherwax

Abstains: Gluck, Juarez,

2, 10, 2

Motion failed

Motion- Radford-KPFK LSB calls on KPFK management staff etc. to speak out regarding LGBT right to marry
With all Available resources

See Appendix B

(or by race)

(PNB should issue an editorial)

8:1:2 passes

Adjourned

Sue Cohen, Secretary Pro Tem

APPENDIX A

RESOLUTION ON NON-VIOLENCE IN PACIFICA

Whereas, that the KPFK Local Station Board unequivocally condemns violence within Pacifica, including calling upon state violence, noting the recent incident at KPFA in which police were called into the station by local and national management, and assaulted an unpaid staff member to the ground, injuring her arm and handcuffing her.

And whereas reliable reports indicate KPFA management with the agreement of national office staff called down police violence on long-standing unpaid staff member Nadra Foster, and that Ms. Foster in no manner provoked this violent response. If this is the case, we find management's decision especially deplorable, shameful, and hypocritical because Pacifica is founded on non-violence and has a long history of informing the public that state violence is more likely to occur to people of color, like this African-American woman. All Pacifica staff and management should be sensitive to the fact that violence was a likely outcome of bringing the police into the station to remove her.

Therefore, we urge the Pacifica National Board to immediately formulate, disseminate, and implement a policy that defines and severely restricts those occasions when the police are called into any Pacifica unit or Pacifica-sponsored event to an option of last choice, invoked only to quell violence within the station or at the event when non-violent means of solving the problem have failed or when there is a real danger of imminent harm to another person that can not be addressed non-violently.

APPENDIX B

RESOLUTION ON PACIFICA SUPPORT FOR QUEER RIGHTS

The KPFK Local Station Board calls on the KPFK management, programmers, and staff to make use all of the station's available resources, including special programming, to promote equal rights for lesbians, gays, bisexuals, and transgendered people, and to educate KPFK's listeners on this issue. This resolution will remain in effect during this period of crisis when the right to marry has been denied in a discriminatory vote of the electorate and people are demanding this right in the streets, the halls of the California legislature, and the courts. Further we urge the Pacifica Foundation and our sister stations to join us in taking up this challenge for equality and ask our Pacifica National Board representatives to put forward such a motion to the PNB at the soonest opportunity.

APPENDIX C

DRAFT PROPOSAL for a response to hijacking KPFK

APPENDIX D

Information letter from Margaret Prescod