

Minutes of the KPFK Local Station Board Meeting of February 19, 2014

The regular monthly meeting of the KPFK Local Station Board was held on Wednesday, February 19, 2014 at The Peace Center, 3916 Sepulveda Blvd., Culver City, CA 90230, 7:24 PM, the Chair (Tej Grewall) being in the chair and the Secretary (John P. Garry III) being present. The minutes of three previous meetings (August 8, 2013, November 20, 2013, January 11, 2014) were approved.

Seventeen members were present, constituting a quorum: Chuck Anderson, Rodrigo Argueta, Fred Blair, Lydia Brazon, Steve Brooks, Aryana Gladney, Tej Grewall, Kim Kaufman, Fred Klunder (arrived 8:02), Jim Lafferty, Brenda Medina (Vice-Chair), Dutch Merrick, Michael Novick (Treasurer), Steve Pride, Lawrence Reyes, Ron Spriestersbach, John Wenger.

Four members were excused: Ankine Antaram, Chris Condon, John Cromshow, John Parker.

Three members were absent: Nancy Kazar, Richard Vega, Lamont Yeakey.

Also present: Terry Goodman (Audio Recordist, Web Liaison) and members of the public.

Authority and Notice: This meeting was authorized by the LSB at its meeting of January 11, 2014. The date was posted on KPFTX.org on the same date. Additional notice was posted on KPFK.org and other websites beginning on February 11, 2014 (see Appendix A). An announcement was broadcast on KPFK 90.7 FM beginning on Saturday, February 15, 2014.

Audio Recording: All available KPFK Local Station Board and Delegates minutes and audio may be retrieved through the master index page on KPFK's website:

<http://www.kpfk.org/index.php/lspbpbmenu/160-meetingminutes>

[Audio Part 1]

I. CALL TO ORDER / OPENING BUSINESS (7:24)

The meeting was **called to order** by the Chair at 7:24 PM.

I.a. GROUND RULES FOR COMMUNICATION (7:24)

The Chair welcomed the assembled and reiterated principles for Board communication and

public participation.

I.b. ROLL CALL (7:25)

An initial quorum of 16 was established.

I.c. EXCUSED ABSENCE REQUESTS (7:26)

Lafferty **moved to accept** the excused absence requests of Antaram, Cromshaw and Parker.

Reyes seconded. The requests were **accepted** without objection.

I.d. DESIGNATE TIMEKEEPER / ESTABLISH TIME LIMIT FOR SPEAKERS (7:27)

The Vice-Chair volunteered to be the timekeeper. A 90 second limit for individual speakers was established without objection.

I.e. AGENDA APPROVAL (7:27)

Lafferty **moved approval** of the Proposed Agenda. Merrick seconded. Lafferty **moved to amend**: Delete the General Manager Report and extend Public Comment by five minutes. **Passed** without objection. The Agenda was **approved** as amended without objection.

I.f. MINUTES APPROVAL (7:30)

Lafferty **moved** approval of the minutes of the Ad Hoc Meeting of the Chair of August 8, 2013, the November 20, 2013 unquorumed LSB meeting, and January 11, 2014 LSB Meeting, which were forwarded electronically to the Board prior to the meeting. Merrick seconded.

Novick **moved** a set of corrections which he had forwarded to the Secretary prior to the meeting (the minutes of unquorumed meetings shall be limited to the roll and the scheduling of meetings; an incorrect attendance total shall be corrected). Lafferty accepted the corrections as an amendment to his motion to approve. Medina **called the question**. Reyes seconded.

Point of order from Kaufman: Cited Roberts Rules of Order regarding the transaction of business in the absence of a quorum (RONR 10th ed, p. 336, lines 25-35). The Chair allowed the motion to approve to proceed.

Novick's corrections were **approved** by a show of hands: Yes—10, No--3, Abstain—2.

All three sets of minutes were **approved** as corrected without objection.

I.g. ANNOUNCEMENTS (7:45)

Gladney noticed and invited the Board and members of the public to attend a February 25, 2014, 8:30 AM proceeding in Inglewood Court in which she will be a defendant.

Lafferty announced that Wednesday, February 25, 2014 is the second anniversary of the Trayvon Martin killing. There will be a rally and march at the intersection of Slauson Ave. and Crenshaw Blvd. on that date. The march begins at 2:30 PM.

Medina announced an event at Cal State University Northridge (CSUN): Hip Hop in the Age of Mass Incarceration and Deportations, Thursday, February 20, 5:00 to 10:00 PM and Friday, February 21, 9:00 to 6:00 PM at the University Student Union Center.

Grewall announced a screening of *Jackson* on February 21, 2014, 7:00 PM at the Yvonne B. Burke Senior & Community Center. Grewall also noticed a tribute to Amiri Baraka at Compton Collage on March 8, 2014, 1:00 to 6:00 PM in the Student Lounge.

II. SCHEDULING / LOCATION / ANNOUNCEMENT OF MEETINGS (7:48)

Merrick **moved** Saturday, March 15, 2014, 1:00 PM as the next LSB meeting. Lafferty seconded. Motion **passed** by a show of hands: Yes—7, No—6, Abstain--1.

The next Governance Committee Meeting is Monday, March 10, 2014, 7:30 PM at The Peace Center.

The next Finance Committee Meeting is Tuesday, March 18, 2014, 7:30 PM at Radio Station KPFK.

The Town Hall Task Force will meet on Thursday, February 27, 2014, 7:00 PM at Radio Station KPFK.

Novick **moved** the following, which was passed by the Governance Committee:

Moved that the KPFK Local Station Board shall constitute a General Manager Search Committee composed of 7 LSB listener members and 2 LSB staff members elected in two separate STV ballot elections. Nominations may be submitted to the Secretary upon passage of this motion. Members may be nominated in absentia. Members not present may self-nominate by electronic communication to the Secretary. The elections shall occur at the March LSB meeting.

The search shall be conducted under the guidelines (with appropriate modifications)

established by the Pacifica National Board in the March 22, 2012 “Pacifica Foundation Program Director Search Process” and the July 25, 2013 PNB amendment of said process.

These guidelines include: A 7-11 member committee composed exclusively of LSB members; a PNB-provided job description, evaluation criteria and confidentiality agreements; the forwarding of committee member contact information to the National Office; ad publication by the National Office; a 30-45 day application period; a six month overall timeline; publicly-noticed meetings; consistent interview methods for each round of interviews; formulation of a list of standard interview questions; STV voting for the final pool of 3-5 candidates; a final report with a confidential appendix listing rankings of the final pool; an LSB vote on the final pool and rankings in executive session; a final decision by the ED within a month of receipt of the LSB’s recommendations.

All proceedings of the Committee and the LSB that relate to applicants shall be kept confidential. The establishment of evaluative criteria, the methods of publicizing the position and other similar matters shall be carried out in public session consistent with the approved LSB motion of February 15, 2012. Specific interview questions shall be confidential and consistent with Human Resources standards.

Point of order from Wenger: This motion should not be in this agenda item. The Chair ruled that the motion was part of the approved agenda and allowed the motion to be voted on.

Merrick **called the question**. Klunder seconded.

Motion to end debate **passed** by a show of hands: Yes—10, No—5, Abstain—1.

Main Motion **passed** by a show of hands: Yes—11, No—5, Abstain—0. (8:11)

Discussion on the motion continued. **Point of order** from Reyes: This discussion is out of order—the motion has already been voted on. The Chair allowed additional discussion on the passed motion.

III. IMPLEMENTATION / FOLLOW UP / ACTION ITEMS (8:12)

a) LSB Committee Sign-Ups: The Chair invited the public to join LSB committees. Sign-up sheets were made available to the public (see Appendix C for the list of new public members).

The Vice-Chair committed to convene a Personnel Committee meeting.

b) Program Director Search Process Update. Reyes and Lafferty reported, followed by discussion.

IV. POPULATING PNB COMMITTEES (8:18)

A member of each committee reported on their committee's recent activities and defined the committee's function.

Sign-up sheets for the Archives Task Force, Affiliates Task Force, Development Task Force, Spanish Language Programming Task Force and the Technology Task Force were distributed to the Board and the public during the meeting (see Appendix D for the list of new members).

- a) Coordinating (Medina reported)
- b) Finance (Novick reported)
- c) Personnel (Brazon reported)

[Audio Part 2]

- d) Audit (Blair reported)

Nominees: Blair, Medina. Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared both nominees **elected** without objection.

- e) Elections (Novick reported)

Nominees: Blair, Novick, Klunder (declined). Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared both nominees **elected** without objection.

- f) Governance (Wenger) (more than 2 nominees, election required)

Nominees: Wenger, Anderson. Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared both nominees **elected** without objection.

- g) Committee of Inclusion Director Member (Argueta reported)

Nominee: Reyes. Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared the nominee **elected** without objection.

- h) Committee of Inclusion LSB Members (more than 3 nominees, election required)

Nominees: Gladney, Spriestersbach, Pride. Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared the three nominees **elected** without objection.

i) Programming (Kaufman reported) (more than 2 nominees, election required)

Nominees: Klunder, Pride. Because the number of candidates equaled the number of seats, the rules requiring balloting were suspended without objection. The Chair declared both nominees **elected** without objection.

j) PUBLIC COMMENT I (8:41)

Public comment was heard for ten minutes.

V.—VII. Omitted by motion of the Board

VIII. PNB REPORTS (8:51)

Brazon, Argueta, and Reyes reported. Reyes distributed an untitled financial document to the Board and the public: "Sources of Income Pacifica Radio."

Reyes **moved to extend** five minutes. Second not identified. **Passed** without objection. Discussion continued.

Kaufman reported. Brazon reported on the Governance Committee. Novick reported on the Elections Committee. Discussion followed.

IX. PUBLIC COMMENT II (questions to PNB Directors) (9:08)

Public comment was heard and questions were posed to the PNB Directors for twelve minutes.

X. PNB DIRECTORS respond to public comment (9:20)

Members responded to questions from the public.

[Audio Part 3]

Members continue to respond to questions from the public.

Reyes **moved to extend** five minutes. **Passed** without objection. Discussion continued. (9:24)

XI. COMMITTEE AND TASK FORCE REPORTS (9:26)

FINANCE COMMITTEE REPORT (9:26)

Novick (Finance Committee Chair) reported and **moved** the following motion:

Moved that the Local Station Board request the interim General Manager to immediately convene a process of strategic study and discussion with management, paid and unpaid staff, governance and listeners regarding the appropriate and sustainable level of staffing for a listener-sponsored free-speech community radio station such as KPFK, and how to pay for it. This process will address the most effective focus of our expenditures and our staffing assignments in order to successfully fulfill our mission and ensure the solvency and growth of the station. This process should begin immediately, and should be carried out over the next 3 months, with an eye towards reducing expenditures and increasing revenues during the remainder of FY 2014 and in the FY2015 budget, and towards building the audience and the listener-sponsor base of the station. Another goal of the plan should be to guide a 3-year effort to wean ourselves from the incessant on-air infomercial approach to fundraising. We will determine how to concurrently reduce the amount of money spent on premiums, and the number of days spent fund-raising/pitching on-air over that 3-year period, commencing as soon as possible but no later than the start of the 2015 fiscal year. Management and the LSB will carefully audit the effectiveness of the staffing changes and the fundraising approaches during and between on-air fund drives. We request that management set goals to reduce the duration and increase the effectiveness of on-air fundraising, as well as to promote the development of off-air fundraising.

Kaufman **moved to substitute**:

Moved that the Local Station Board convene a process of strategic study and discussion with governance and listeners regarding the appropriate and sustainable level of staffing for a listener-sponsored free-speech community radio station such as KPFK, and how to pay for it. This process will address the most effective focus of our expenditures and our staffing assignments in order to successfully fulfill our mission and ensure the solvency and growth of the station. This process should begin immediately, and should be carried out over the next 3 months, with an eye towards reducing expenditures and increasing revenues during the remainder of FY 2014 and in the FY2015 budget, and towards building the audience and the listener-sponsor base of the station. Another goal of the plan should be to guide a 3-year effort to wean ourselves from the incessant on-air infomercial approach to fundraising. We will determine how to concurrently reduce the amount of money spent on premiums, and the number of days spent fund-raising/pitching on-air over that 3-year period, commencing as soon as possible but no later than the start of the 2015 fiscal year. Management and the LSB will carefully audit the effectiveness of the staffing changes and the fundraising approaches during and between on-air fund drives. We request that management set goals to reduce the duration and increase the effectiveness of on-air fundraising, as well as to promote the development of off-air fundraising. A written report of ideas will be given to the GM.

Brooks seconded.

After discussion Reyes **moved to extend** seven minutes. Brooks seconded. **Passed** without objection. (9:34) Discussion continued. Medina **called the question**. Debate was closed without objection.

PUBLIC COMMENT III (9:41)

Public comment was heard for nine minutes.

Finance Committee Report continued (9:50)

Substitute motion **failed** by a show of hands: Yes—4, No—7, Abstain--2.

Main Motion **passed** by a show of hands: Yes—8, No—4, Abstain—1.

GOVERNANCE COMMITTEE REPORT (9:53)

Novick (Governance Committee Member) reported and **moved** the following motion:

Moved that the LSB create a special Development Task Force, seeking participation from volunteers with development expertise. The Task Force shall coordinate its efforts with station management. The Development Task Force will assist in designing and implementing a campaign for greater off-air fundraising for the station, with the goal of reducing the number of days spent in on-air fundraising by at least a week a year beginning in FY2015. This will include a sustaining membership campaign, a major donor campaign, grant-writing efforts for specific station activities, such as training, an investigation of appropriate and remunerative community events, a crowd-funding strategy, and a concerted effort to obtain bequests and the inclusion of KPFK in listeners' wills. The Task Force will make recommendations on a capital campaign for physical and technical improvements (for making the building physically accessible, securing the parking lot and monetizing its use, upgrading and restoring facilities, etc.). It will promote "directed giving" for specific projects and productions (e.g, the news department, interns and training program; donation cups for each individual show on the web-site or some variant there-of; etc.) The Development Task Force will also investigate and try to adapt and recommend the adoption of the best practices of other Pacifica stations in this regard.

Kaufman **moved to substitute**: The LSB shall create a development task force [full text pending]. No second recorded.

Substitute motion **failed** by a show of hands: Yes—3, No—6, Abstain—4.

Main Motion **passed** by a show of hands: Yes—6, No—3, Abstain—4.

XII. Omitted.

XIII. The meeting **adjourned** due to the expiration of time at 10:02 PM.

Respectfully submitted by John P. Garry III, Secretary
(these minutes were approved on March 15, 2014)

Appendix A—Public Notices

Emailed by Terry Goodman on February 11, 2014:

The KPFK Local Station Board will meet on Wednesday, February 19, 2014, 7:00 pm to 10:00 pm at The Peace Center, 3916 Sepulveda Blvd., Culver City, CA 90230. As usual, thirty minutes will be allotted for public comment. Free parking is available behind the building.

Refs:

<http://www.kpfk.org/index.php/lsb-calendar-pointer-2/7863-lsb-meeting-2-19-2014-7-00-pm>

<http://www.kpfk.org/index.php/eventcal/icalrepeat.detail/2014/02/19/1659/-/lsb-meeting>

http://www.kpftx.org/pacalendar/cal_show1.php?eventdate=20140219

Appendix B—Approved Agenda

Proposed Agenda for KPFK LSB Meeting of February 19, 2014
(all times include board discussion time)

- I. Call to Order / Opening Business (15 min)
 - a) Ground Rules for Communication
 - b) Roll Call
 - c) Excused Absence Requests
 - d) Designate Timekeeper, establish time limit for speaking
 - e) Agenda Approval
 - f) Minutes Approval (August 8, 2013, November 20, 2013, January 11, 2014)
 - g) Announcements

- II. Scheduling / Location / Announcement of Meetings (10 min)
 - a) The next LSB meeting is scheduled for Sunday, March 16, 2014.
 - b) Governance Meeting, Monday, March 10, 2014, 7:30 PM, The Peace Center
 - c) Finance Committee, Tuesday, March 18, 2014, 7:30 PM, Radio Station KPFK
 - d) Town Hall Task Force (date to be announced)
 - e) General Manager Search Committee Motion (see Appendix for text)

f) 2014 Meeting Schedule discussion.

III. Implementation / Follow Up / Action Items (5 min)

- a) LSB Committee Sign-Ups (continuing)
- b) PD Search Process Update

IV. Populating PNB Committees (non-Director LSB members) (60 min)

Each committee shall report on recent activities and define its function.

- a) Coordinating (description only)
- b) Finance (description only)
- c) Personnel (description only)
- d) Audit (more than 2 nominees, election required)
- e) Elections (more than 2 nominees, election required)
- f) Governance (more than 2 nominees, election required)
- g) Committee of Inclusion Director Member (more than one nominee, election required)
- h) Committee of Inclusion Listener Members (more than 3 nominees, election)
- i) Programming (more than 2 nominees, election required)
- j) Archives Task Force (volunteer sign-ups)
- k) Affiliates Task Force (volunteer sign-ups)
- l) Development Task Force (volunteer sign-ups)
- m) Spanish Language Programming Task Force (volunteer sign-ups)
- n) Technology Task Force (volunteer sign-ups)
- o) Public Comment I (to be placed prior to contested election)

V.—VII. Omitted by motion of the Board

VIII. PNB Reports (25 min)

- a) Directors (10 min)
- b) Committees (5 min)
- c) Discussion (10 min)

IX. Public Comment III (questions to PNB Directors) (7.5 min)

X. PNB Directors respond to public comment (2 min)

XI. Committee and Task Force Reports

Finance Committee Report (5 min)

- a) Motion from Finance (see Appendix for text)

Governance Committee Report (5 min)

- a) Development Task Force Motion (see Appendix)

Outreach Committee Report (0 min)

Personnel Committee Report	(0 min)
Programming Oversight Committee Report	(0 min)
XII. Public Comment IV (during debate on pending motions)	(7.5 min)
XIII. Adjournment at 10:00 PM	
	total 180 min

Appendix C--Volunteer Sign-Ups, February 19, 2014:

LSB COMMITTEES Additional Public Sign-Ups (In the interest of privacy listener contact information has been omitted).

Finance Committee
Nancy Wheeler

Governance
Nancy Wheeler
Israel Feuer
Bella De Soto

Outreach
Nancy Wheeler

Personnel
Nancy Wheeler
Douglas Barnett
Israel Feuer

Programming
Nancy Wheeler
Israel Feuer
Bella De Soto

Appendix D—PNB Committee Memberships

PNB COMMITTEES / TASK FORCES
LSB and Public Sign-Ups

PNB Development Task Force
Nancy Wheeler

Roger Zimmerman
Doug Barnett
Michael Novick
Aryana Gladney
Rodrigo Argueta
Lawrence Reyes

PNB Affiliates Task Force
Michael Novick

PNB Archives Task Force
none received

PNB Technology Task Force
Michael Novick
Brenda Medina
Fred Blair

PNB Spanish Language Programming Task Force
Bella De Soto
Aryana Gladney
Chuck Anderson
Ron Spreistersbach
Tej Grewall
