

Proposed Agenda 2A for KPFK Local Station Board Meeting of April 16, 2014
(all times include board discussion time except where indicated)

- I. Call to Order / Opening Business (10 min)
 - a) Ground Rules for Communication
 - b) Wi-Fi connection: Network: peacecenterwest Password: peace3916
 - c) Welcome new member Chipasha Luchembe
 - d) Roll Call
 - e) Excused Absence Requests
 - f) Designate Timekeeper, establish time limit for speaking
 - g) Agenda Approval
 - h) Minutes Approval (March 15, 2014 open session)
 - i) Announcements

- II. Scheduling / Location / Announcement of Meetings (10 min)
 - a) GM Search Committee: Tuesday, May 6, 2014, 7:30 PM, Radio Station KPFK
 - b) Governance Committee: Monday, May 12, 2014, 7:30 PM, The Peace Center
 - c) LSB Meeting: Saturday, May 17, 2014, 1:00 PM., The Peace Center
 - d) Finance Committee: Tuesday, May 20, 2014, 7:30 PM, Radio Station KPFK
 - e) Outreach Committee:
 - f) Personnel Committee:
 - g) Program Oversight Committee:
 - h) Additional meeting announcements
 - i) LSB Meeting Calendar Motion (see Appendix for text)

- III. Implementation / Follow Up / Action Items (0 min)
 - a) none submitted.

- IV. General Manager Report and Q&A (10 min)
 - a) GM Reports (5 min)
 - b) Board Q&A (5 min)

- V. Public Comment I (questions to GM) (7.5min)

- VI. GM responds to public comment (0 min)

- VII. Recall Petition (20 min)
 - a) Explain Recall Process & Discussion (12.5)
 - b) Public Comment II (7.5 min)

- VIII. PNB Reports (30 min)
 - a) Directors (10 min)
 - b) Committees (5 min)
 - c) Discussion (15 min)

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

- X. PNB Directors respond to public comment (5 min)

- XI. Committee and Task Force Reports
 - Town Hall Task Force Report (5 min)
 - GM Search Committee Report (0 min)
 - Finance Committee Report (30 min)
 - a) Treasurer's Report on FY2015 Budget
 - b) Motions (see Appendix for text)

Committee of Inclusion	(5 min)
Governance Committee Report	(20 min)
a) Motions (see Appendix for text)	
Outreach Committee Report	(0 min)
Personnel Committee Report	(0 min)
Programming Oversight Committee Report	(0 min)

XII Public Comment IV (before pending motion)

XIII. Unfinished Business (5 min)
 a) Motion from Finance, February 19, 2014 (see Appendix for text)

XVI. New Business (0 min)

XV. Adjournment at 10:00 PM

Meeting Total: 180 min

Unfinished Business from February 19, 2014

Motion from Finance passed on January 29, 2014:

Moved that the LSB finance committee work with the GM and Business Manager to develop and submit to the NFC by its meeting in Aug., 2014 a balanced budget for FY2015 incorporating the priorities and reserve requirements adopted by the LSB, and making any necessary reductions in expenses required to meet the on-air fundraising goals adopted. (Passed 11-3-1 by committee...).

LSB 2014 Meeting Calendar

Saturday, May 17, 1:00 PM (Armed Forces Day)
Wednesday, June 18, 7:00 PM
Saturday, July 19, 1:00 PM (FSLN Revolution Day)
Wednesday, August 20, 7:00 PM
Saturday, September 20, 1:00 PM
Wednesday, October 15, 7:00 PM
Saturday, November 15, 1:00 PM

Passed by the Finance Committee on April 10, 2014:

1) The LSB requests a full report from the interim General Manager regarding the funds being raised in the "UprisingTV" indiegogo campaign, and any written agreements or contracts pertaining thereto. The LSB advises that the money raised needs to be used for purchasing video equipment that will belong solely to KPFK/Pacifica Foundation Radio.

2) The LSB further advises that the point of a social media fundraising campaign is to do fundraising **OFF-AIR** to access extensive and expanding social media networks, and that using airtime to promote it is potentially self-defeating as it diverts attention and resources from our regular listening audience for general station funds. An effective, well-integrated social media fundraising campaign should be designed and implemented with full participation in planning by staff, management, governance and listeners.

3) The LSB also requests clarification on the relationship between or among KPFFK/Pacifica, UprisingTV and Free Speech TV.

(each motion adopted without objection)

Passed without objection by the Governance Committee on April 14, 2014:

The LSB urges the PNB to revert to the status quo ante in its search committee process of allowing the LSB to include non-LSB listener members on search committees.

Passed without objection by the Governance Committee on April 14, 2014:

The LSB shall elect by STV ballot two LSB staff delegates and three LSB listener delegates to serve as point people on the strategic planning process and serve on any committee that is established by the iGM. If it is determined that additional non-LSB listener members should participate in the planning process, the LSB will collaborate with the iGM in recruiting and selecting such additional listener members. The elections shall occur at the first LSB meeting subsequent to the passage of this motion.

Passed without objection by the Governance Committee on April 14, 2014:

Novick **moved**: The iGM shall convene a station brainstorming session at the station with management, paid and unpaid staff, governance and interested listeners to discuss budget priorities and fund raising ideas for the coming fiscal year, as we have done the last two years.

Pacifica Bylaws

Article Four, Delegates, Section 9: Removal of Delegates

Any delegate shall be removed from the position of Delegate, and cease to be a Delegate, upon the occurrence of any of the following: (A) said Delegate's death or resignation; (B) upon the occurrence of a disqualifying act, e.g. the appointment to an elected political office; (C) failure of a Delegate to attend three consecutive Local Station Board meetings, which absences have not been excused by a majority vote of the LSB members present at the meetings in question; (D) upon the fair and reasonable determination, by a 2/3 vote of all the Directors of the Foundation, or a 2/3 vote of all the Delegates for the same radio station as the Delegate in question, at a meeting on said issue, after a review of the facts, that, in its sole discretion, said Delegate has exhibited conduct that is adverse to the best interests of the Foundation or the radio station; or (E) upon the majority vote of the class of Members associated with the radio station who originally elected the Delegate voting by written ballot in an election to remove said Delegate, provided that a quorum is established by written ballot, and further provided that before any such election may be held the Secretary of the appropriate Local Station Board shall first have received a petition signed by at least two percent (2%) of the appropriate class of Members affiliated with that radio station seeking said Delegate's removal due to conduct by the Delegate that is specifically alleged in the petition to be adverse to the best interest of the Foundation or the local radio station. In the event of a removal proceeding pursuant to this Section 9(D) or 9(E), the Delegate must be afforded reasonable and appropriate due process according to the circumstances, including notice and an opportunity to be heard at the meeting or in writing if a written ballot is submitted to the Members. Any Delegate who is removed who was simultaneously serving as a Foundation Director or an officer of the Foundation or an LSB shall also be deemed removed from any and all of these positions and from any positions on a committee that s/he held by reason of his/her role as a Delegate or Director. Notice of a meeting to remove a Delegate must be given in writing at least thirty (30) days in advance. A Delegate removed pursuant to this Section 9(D) or 9(E) shall not be eligible for reelection as a Delegate for a period of three (3) years.

From the PNB Minutes of August 23-28, 2009:

Procedures for Delegate Recall: By Class from which the Delegate came.

1. The recall petition is to be sent to the secretary of the LSB, c/o the radio station. The petition may be delivered in person, or via US mail or commercial delivery service. Notice of the delivery of the petition shall be sent to the secretary via e-mail. The secretary will forward it within 2 days to legal counsel, previously designated by the PNB, for a determination of whether or not the petition is alleging behavior that is “adverse to the best interest of the Foundation or the local radio station”. The Secretary will notify the Chair of the PNB and the Pacifica Executive Director of the arrival of the petition at the same time. Counsel is to return it to the Chair of the PNB within 5 working days. The PNB at a special meeting if necessary, will decide, upon the advice of counsel, whether the charges in the petition meets the standard in the bylaws for actions “detrimental to the best interests of the foundation”. If the decision is affirmative, the Chair of the PNB will notify the GM of the station within 2 days of the need to certify the petition. If it is negative, the PNB chair will notify the petitioners that their charges have not met the legal standard necessary, and the recall will not occur.
2. The General Manager will have 10 working days from receipt of the petition to certify that the names on the petition are authentic and of sufficient number to satisfy the bylaw requirement of 2% of the membership of the class of the delegate. The GM will notify the secretary of the LSB immediately when that determination is made. The number of required signatures shall be clearly stated in this letter of determination.
3. The record date for the recall election will be the date that the GM certifies the petition, and only members in good standing at that time are entitled to vote. The secretary, upon receipt of the certification will immediately notify the Chair of the PNB that a recall election must be held, with the record date of the petition. The Chair will immediately notify the delegates subject to recall of the record date. To be a valid signature on an LSB Recall Petition, the person signing must be a member on the date of signing the petition.
4. The PNB or their appointed representative shall appoint an agent to supervise the conducting of the election or otherwise see that the election is conducted fairly. The ballots are to be distributed between 45 and 60 days from the record date. They are to be returned within 35 days of their mailing date. Ballots are to be counted and a result declared by the election supervisor within 15 days of the return date of the ballots.
5. The ballot will consist of the text of the recall petition of 1000 words or less, exactly as submitted, a statement from the delegate subject to recall of no more than 1000 words, and the ballot question which will be comprised of only yes or no as a response to whether the delegate shall be recalled. The delegate’s statement is required to be filed 21 days before the mailing date determined by the election supervisor.
6. Delegates subject to recall and petitioners shall have equal access to the mailing list for the eligible members. Any challenges to the names on the lists will be resolved by the appointed supervisor in consultation with the General Manager.
7. All recall elections must be completed prior to 90 days before the date for sending out of ballots for a general election, if any delegate subject to recall is eligible for election in that general election.
8. The election shall be subject to the quorum rules for the class, and the recall will be deemed to have failed if a quorum is not reached.