

MINUTES

Local Station Board Meeting of June 19, 2016

Aris & Carolyn Anagnos Peace Center

3916 Sepulveda Blvd, Culver City, CA 90230

Local Station Board (LSB) Meeting

I. Call to Order 10:45 a. m.

Recognition by Chair of Oaxacan fundraising effort. Roll Call Taken, Excused absences: Jan Goodman requested excused absence. Chair asks for moment of silence for victims of Orlando massacre.

- a) Present are Chair Sharon Brown, Vice-Chair Roberta Eidman, Secretary Jaime Gomez, Treasurer Fred Blair, and LSB Members Grace Aaron; Ken Aaron; Christian Beck; Sandy Childs; Leslie Fox; Charles Fredricks; Tej Grewall; Steve Kaiser; Maggie LePique; Ali Lexa; Michael Novick; Steve Pride; Myla Reson; and Mansoor Sabbagh. Arriving late are Jonathan Alexander; Lydia Brazon; Aryana Gladney; Reza Pour; Dorothy Reik; and Fernando Velasquez. Also present is General Manager Leslie Radford.
- b) Steve Kaiser and Mansoor agree to be timekeepers.
- c) Proposed agenda approved as amended for Q&A of GM's Report. Q&A to be extended ten minutes.
- d) Minutes of 05/15/2016 approved by consensus.
- e) Time certain to adjourn of 2:00 agreed upon by consensus.

II. General Manager's Report

Leslie Radford: Here today to ask what your budget priorities are. I have met with staff and Finance Committee. It is on you (LSB) to review budget at your July meeting to approve budget and make any corrections to be passed on to national board. If we take this year's revenue and expenses, add in cost of bringing staff back to 100%, we are down by \$365,000 dollars. Per powerpoint chart: Internal Advances is \$250,000 of the \$400,000 dollar budget. Internal Advances are money owed to General Services of Pacifica (national). Propose to pay Pitney Bowes next year, and not the national office. If so our debts drop to \$165,000. We are short \$400,000. We have two great unknowns. One is arbitration, the other is union contract. So if we continue at current fund drive @ \$20,000 a day, our current expenses will be \$3,257,000. Fund drive days projected to be 163 days. Arbitration is confidential, so I am unable to discuss personnel matters in public forum.

Board Q&A: Radford: Don't know about plan for revenue improvement because national has not approved any such plans. They have insisted that we continue using our current budget numbers. The National Finance Committee will not allow us to present a budget for money we have not yet brought in. We have to use historical data on what we are able to bring in.

Radford: Website has not fundamentally changed. I agree we need a more contemporary website. It has to be a user friendly format for our programmers. There are a lot of considerations needed to be considered. \$5000 for website busts the budget, and I cannot authorize that. If this body wants to bust the budget, I will defend it to the CFO with your backing. I can tell you right now how to save \$20,000 to \$25,000 dollars. This could be saved quickly by not sending out slate mailers this year. LSB can help station by finding sustainer members for our station.

III. PNB Directors & Treasurer Reports

PNB Directors

Grace Aaron: The PNB is illegally constituted as we agreed in several LSB resolutions. PNB continues to not discuss severe financial crisis we are in. Some of us are calling for a special PNB meeting for June 26 to go over our financial situation.

Jonathan Alexander: As Grace said, we are crumbling, financially, and PNB is an illegitimate body that is not taking this seriously. We may also lose our archives, which is in jeopardy after the displacement of Brian DeShazor.

Michael Novick: Fundraising suggestions have been turned down by national finance committee. There is a special meeting set for a week from today to address financial situation. KPFK is the only of our stations in the Black. WBAI and WPFW are severely underperforming. This threatens the solvency of the whole network. The leadership team has been meeting for years, and includes the CFO, the ED, The station GM's and PD's, and have weekly phone conferences.

Treasurer's Report by Fred Blair: KPFK is financially running in place. We are bringing in exactly what we are spending, and staff is still at 80%. And KPFK is considered best station in the network. Pacifica has problems making payroll at east coast stations. I don't know what the answer is other than to develop increased revenue through improved content. May fundraiser did 85,000 dollars better than projected. Premiums are a factor, which may be a problem in the long-run. Main thing we have to think about is budget development for fiscal 2017. We have to insist on getting a realistic budget from GM.

Board Q&A to PNB Directors/Treasurer

IV. Public Comments #1:

(15 minutes)

V. Bylaws Motion (Governance): Passes 15, 6, with 2 abstentions. Roll Call vote as follows: Ayes=Roberta Eidman, Steve Pride, Charles Fredricks, Steve Kaiser, Mansoor Sabbagh, Fred Blair, Ken Aaron, Myla Reson, Christian Beck, Leslie Fox, Grace Aaron, Ali Lexa, Sandy Childs, Jonathan Alexander, Maggie LePique. Nays=Arayana Gladney, Lydia Brazon, Michael Novick, Reza Pour, Fernando Velazquez, Tej Grewall. Abstentions=Sharon Brown, Dorothy Reik. -- Roberta Eidman moves that Delegates Assembly be removed from agenda. Motion carries, with one objection.

VI. . OLD BUSINESS

- a) Motion to Form Search Committee for Program Director (Personnel): Passes as amended, 20 to 2. The amendment increased maximum number on committee to eight persons. The eight

LSB member volunteers approved by the LSB to be on this committee are: Dorothy Reik, Jonathan Alexander, Steve Pride, Charles Fredricks, Michael Novick, Reza Pour, Mansoor Sabbagh, and Myla Reson.

- b) Motion to Protect and Assist Pacifica Archives (Finance): Passes with 16 ayes, and 4 abstentions.

VII. . NEW BUSINESS

- a) **Motion to divide** Motion to Amend KPFK Hardship Waiver Policy of 4/7/2007 (Governance): Fails 12 to 9, with one abstention. Results of Roll Call Vote are as follow: Ayes=Reza Pour; Fernando Velazquez; Dorothy Reik; Tej Grewall; Myla Reson; Aryana Gladney; Lydia Brazon; Charles Fredricks; and Michael Novick. Nays=Ken Aaron; Leslie Fox; Grace Aaron; Ali Lexa; Sandy Childs; Jonathan Alexander; Maggie LePique; Steve Pride; Steve Kaiser; Mansoor Sabbagh; Fred Blair; and Roberta Eidman. Abstention=Christian Beck.

Vote on Motion to Amend KPFK Hardship Waiver Policy of 4/7/2007: Passes 13 to 9, with 1 abstention. Results of Roll Call Vote: Ayes=Fred Blair; Mansoor Sabbagh; Steve Kaiser; Steve Pride; Maggie LePique; Jonathan Alexander; Sandy Childs; Ali Lexa; Grace Aaron; Leslie Fox; Myla Reson; Ken Aaron; Roberta Eidman. Nays=Fernando Velazquez; Reza Pour; Michael Novick; Charles Fredricks; Lydia Brazon; Aryana Gladney; Tej Grewall; Dorothy Reik; Sharon Brown. Abstention=Christian Beck.

- b) Motion to seat Non-LSB Members to Personnel Committee: Passes by consensus.

- c) Motion to seat Non-LSB Members to Personnel Committee: Passes by consensus.

- d) Motion of Emergency Request for IED/PNB Regarding Pacifica Archives (Governance): Passes without objection, with 8 abstentions noted.

- e) **Public Comments #2:** (15 minutes)

- f) Motion to extend meeting by ten minutes to finish up new business: Motion carries by consensus.

- g) Motion to maintain Staff Membership Profile (Governance): Passes 17 to 3, as amended, with 3 abstentions. Amendment added parenthetical after number five as follows: (to be updated quarterly).

- h) Motion to Request Information from GM on Webcasting and Archives (Programming Oversight): Motion carries with no objection.

LSB Regular Meeting June 19, 2016 10:30 AM (Peace Center)

VIII. Closing Business: Meeting Adjourns at 2:05 p.m.

Appendix A – Meeting Notice

Proper notice of this meeting was posted on the KPFK Calendar and at the Pacifica Calendar as required.

Appendix B – Passed Motions

B1. Pacifica Bylaws Motion

Whereas, on 03/25/2016, the KPFK Local Station Board passed a motion directing all four KPFK Directors to uphold the Pacifica (PNB) Bylaws, and further noted that failure to adhere to the Pacifica Bylaws and to ensure compliance with state and federal laws could result in removal of one or more KPFK Directors by this body.

And whereas, on 04/17/2016, the KPFK Local Station Board passed a motion resolving that the PNB remove delegates and directors (elected prior to 2012), who were improperly seated as delegates and directors according to the PNB Bylaws. And further that the two affiliate directors be removed from their Affiliate Director seats because of their improper seating according to the PNB Bylaws. (Yeakey/Hauptmann)

And whereas, on 05/15/2016, the KPFK Local Station Board passed a motion condemning the PNB exclusion of WBAI directors, contrary to PNB Bylaws.

And wherefore, the KPFK Local Station Board considers the current Pacific National Board to be illegitimate due to the improper seating and exclusion from seating of Pacifica National Board delegates and directors.

Therefore, the KPFK Local Station Board resolves that no PNB Bylaws changes may occur unless and until all PNB directors and delegates are properly seated according to the current Pacifica National Board Bylaws.

B2. Motion to Form a Program Director Search Committee

The LSB shall immediately form a Program Director Search Committee, composed of 5-8 members. The purpose is to complete a search process creating the pool of candidates for Program Director for the LSB's consideration.

B3. Motion to Protect and Assist the Pacifica Radio Archives

The KPFK Finance Committee and LSB appeals to the KPFK General Manager to allot fundraising time to catch up, at least partially, on our Central Services debt as this debt is contributing to possible harmful staff cuts at the Pacifica Radio Archives which could seriously harm the Archives, and invaluable Pacifica asset.

As an alternative, that KPFK allow the Pacifica Radio Archives to have some time on our air to appeal for funding, on an emergency basis, so that the Archives do not have to lay off staff. Further that this on air fundraising be done in conjunction with other stations throughout the Pacifica Network, or if that isn't possible, at KPFK alone.

B4. Motion to Amend the KPFK Hardship Waiver Policy Passed by the LSB on August 4, 2007 and Form a Hardship Waiver Taskforce

Resolved that the Governance Committee recommends the LSB adopt the following components of a KPFK Hardship Waiver program, *as defined in the Pacifica Bylaws, Article 3, Members of the Foundation, Section 4: Waiver of Requirements:*

1. The application forms (*see attached*) for the waiver be posted on the website, be available by request through US (snail) postal mail *and/or email*, and be available in the lobby of KPFK in the reception area.
2. *To continue to support KPFK's need for volunteers, community participation and financial support, KPFK will limit the number of Hardship Waivers approved to 6 per calendar quarter, not to exceed 24 per year.*
3. The criteria for approval are restricted to a simple declaration that a contributor has been a regular listener to KPFK, and a supporter of the Pacifica mission, is in financial hardship *and provides a statement as to why he/she is unable to fulfill the minimum requirements for membership.*
4. These waivers shall be subject to the record dates as are all memberships for voting.
5. *That KPFK staff, programmers and volunteers shall be provided with up-to-date information on this policy and be prepared to instruct listeners on how to apply for the waiver.*
6. That notification shall be given regularly on air and on the website, at the discretion of management, of the waiver program.
7. That a Waiver Task Force *of 2 or more board members, elected by the LSB by majority vote or Single Transferable Voting if contested*, review or oversee, as deemed necessary, approval of submitted waiver application forms.
8. That in the event of a dispute over approval of any waiver(s), the Task Force shall present the matter for resolution by the full LSB.
9. If the LSB fails to resolve a dispute by the record date, the waiver shall be deemed approved.
10. *Upon passage of this Motion, the LSB Secretary will inform the KPFK General Manager, Membership Services Department and the Local Election Supervisor of the policy and request its implementation across all relevant systems.*

KPFK HARDSHIP WAIVER APPLICATION FORM

I wish to become a KPFK Member/Subscriber and am applying for a Hardship Waiver as defined in the Pacifica Bylaws.

Name:

Address:

Phone(s):

Email:

I am a regular KPFK Listener Yes ____ No ____

I support the Pacifica Mission Yes ____ No ____

I am experiencing Financial Hardship Yes ____ No ____

I am unable to fulfill the minimum requirements of regular membership (\$25 per year donation or 3 hours as a volunteer) for the following reason.

Just for information, what are your three favorite KPFK Programs? _____

Date of Application:

Date Approved: _____

Alan Coie.

The following LSB members were seated on May 23, 2016: Jan Goodman (Chair), Ali Lexa (Vice Chair), Charles Fredricks (Secretary), Sandy Childs, Myla Reson, Steve Pride, Michael Novick, Fred Blair and Leslie Fox.

B5. Motion to Seat Non-LSB Members to Programming Oversight Committee

Two non-LSB members were nominated and elected to be members of the 2016 KPFFK Programming Oversight Committee. This vote was conducted as per the Staffing Policy passed by the LSB on April 17, 2016.

The Programming Oversight Committee requests that the LSB vote to accept the following members in good standing to be voting members of the Programming Oversight Committee:

Thomas Halle

Sherna Gluck.

B5. Emergency Request Regarding Pacifica Archives

Emergency Request for the Pacifica Executive Director and the Pacifica National Board put forward by the following PNB Directors: Grace Aaron, Jonathan Alexander and Jan Goodman as well as the KPFFK LSB

Whereas Brian DeShazor has tendered his resignation as Director of the Pacifica Archives after a salary reduction of 25% and threatened cut of health benefits which has presented a serious hardship for him,

And, whereas, the loss of Brian DeShazor would seriously undermine the stability of the Archives,

And, whereas, Brian DeShazor has done an excellent job of maintaining the integrity of the Archives for close to 2 decades,

And, whereas, it would be extremely difficult to replace him,

And, whereas, losing Brian DeShazor will mean the loss of hundreds of thousands of dollars in future grant funding as stated by Josh Shepperd, Assistant Professor of Media and Communication, Catholic University, Washington, D.C., Director, Radio Preservation Taskforce, National Recording Preservation Board, Library of Congress,

And, whereas, the Pacifica Archives has elevated the reputation of Pacifica in important and influential circles and has probably afforded Pacifica protection from loss of FCC licenses and our nonprofit status,

And, whereas, the savings that would be achieved as a result of this cut in salary would not be any more than \$25,000 or \$30,000 per year, which is a very small amount of money and would not significantly help the Foundation,

Therefore, be it resolved that the Pacifica ED immediately rescind this salary reduction and ask Brian to continue in his current position and take one or more of the following actions to ensure that the Archives has enough money to operate for at least the next year:

- 1) Authorize a network-wide 36 hour fund drive for the Archives within the next 2 months to be carried on a mandatory basis by all 5 stations (an hour or 2 of a fund drive of this nature would be enough to fund the proposed amount of salary reduction), and/or
- 2) Do a special mailing to contributors to the Archives to raise the approximate amount that is mentioned above, and/or
- 3) Make other less draconian cuts either in the Archives or other Pacifica stations or units to restore his full salary and secure his benefits.

B6. Staff Membership Profile Motion

Staff Membership Profile

The following information is required for all staff paid and unpaid for emergency purposes and to qualify as candidates and/or voters in the Staff LSB election:

- 1) Full name
- 2) Full address
- 3) Phone number
- 4) Email address
- 5) Emergency contact information in case of illness or injury (to be updated quarterly)
- 6) Name of above Staff Member's Supervisor at KPFK
- 7) Volunteer or paid staff duties
- 8) Number of hours worked in the last 3 months
- 9) Signature of Supervisor validating above information

The Supervisor of the staff member shall make 3 copies of these forms. One shall be kept by the staff member's Supervisor, two shall be given to the Membership Officer who will maintain this information and forward the third copy to the GM. This information will be made available to the Local Election Supervisor as needed.

B6. Motion to Request Information from GM on Webcasting and Archives

Programming Oversight Requests information from the General Manager on the procedures and status of adding new programs to the KPFK On-line Archives and streaming webcasts.