

First meeting of the ELECTED Pacifica National Board  
Berkeley, CA, March 13 and 14, 2004

There is no more interim Pacifica National Board! We have survived years more of the house divided than anyone thought we'd have to. This foundation is run by good elected people now, and it is united, and it is going to kick @\$\$.

Friday's audio is available at [kpftx.org](http://kpftx.org).

Sometimes a picture IS worth 1000 words, so check out the one at [kpftx](http://kpftx.org). The board is up on a stage, in a Berkeley middle school auditorium, and there are a lot of them.

It's been said on the [wbai](http://wbai.com) forum that this huge area is being picked up at least partially with PZM mikes. These are a sort of pressure transducer you can put on the stage floor and they get everything. The result is quite wonderful and C-SPANish. I don't think people realize everything they say in the whole front of the auditorium is audible.

Today's session is a standard PNB Saturday nuts 'n' bolts day, with budget and other reports. The officers at this point are pro tem. Election of permanent officers is Sunday.

It appears that Roger Manning, now having a well deserved governance role at Pacifica, isn't doing his real time commentary. I'm not there and I necessarily drift in and out, but I'll type when I know what's happening.

Tech setup at 9:30. Someone's talking about levels. Feedback, pot pushing (the legal kind).

It would have been nice if someone had posted Friday's happenings to the KPFK Listeners Forum, but that board is being jammed at present. When you get jammed, you change frequency. No, you do not divulge the new one.

9:50: Chair pro tem is asking that directors enter the room (only 48 minutes late). He's not real happy about the starting time. "I'm going to be a headache all day about staying on time."

### **Saturday Morning Session**

No formal call to order, but we are apparently going.

Lonnie has volunteered to take minutes. (There is no secretary.) Discussion that we really do need a secretary. Apparently they've decided to elect a pro tem right here and now. We have a secretary pro tem. No, they did not say who. That would have been good radio. (The new board gets no more slack than the old one when it messes up.)

First (non-agenda) business: arguing over the agenda. Now I know it's Pacifica. MOVED and SECONDED to push everything back one hour. Show of hand VOTE: 10 yes, 6 no, and the motion CARRIES.

Oops, they were just informed they lose the room at 6:30. The previous action is MOOT.

MOVED by Spooner that lunch be shortened by a half hour and adjournment be at 6:30. SECONDED. Show of hand VOTE: motion CARRIES.

They've now spent 15 minutes wrangling over how to make up 45 minutes. As Assistant Directors say on movie shoots, "Tick tick tick, people."

**First scheduled item: Discussion of the roles of the board officers and board committees.**

They're discussing how to have a discussion. I've put Cool Edit on record and gone to breakfast.

Back at 10:47 Pacific. They're talking about how to structure committees. Noted by Lonnie that every single (non-executive-session) committee is required by CA law, tax section 501(c)3, and the CPB to take minutes and make them public. This sounds like a good substantive discussion.

Did I just hear Ray say that the old board was once described as "Dada?" Get that recording up fast, Otie.

MOVED by Allen that every member submit their committee choices in writing. Chair asks that the motion be withdrawn. Allen doesn't. No SECOND heard, but that doesn't mean there wasn't one. Discussion begins. MOVED to extend this item 10 minutes to consider the motion. Show of hands VOTE: motion CARRIES. Donna Warren suggests an amendment that people tell their choices, if any, right now. SECOND. Amendment not accepted by Teresa, so discussion begins. Allen explains herself. She has something of a point.

CALL THE QUESTION. Show of hands VOTE: question is called. Show of hands VOTE on the amendment: 3 for, 8 against. Amendment is LOST. CALL THE QUESTION, unanimous. VOTE on the original motion: 12 for, 2 against. Motion CARRIES.

Chair calls VOTE to move the agenda: 11 for, 3 against. Onward...

Point brought up that the guys are shouting down the women. Sounds like someone needs to change the miking. MOVED by Hugh to put radio mikes on the women and mike the guys across with a pair of cardioids. No SECOND. My psychic motion is LOST.

**Executive Director's Report (Dan Coughlin):**

Chair recommends that the discussion period be shortened to 25 minutes. Results are inconclusive.

Dan begins:

- 317 candidates ran, and 16,000 listeners voted. Beats the US House of Representatives.
- Winter drives did \$3.75 million in pledges.
- For the first time in 5 years, all litigation is settled (applause).
- Finally got the national back to Berkeley (applause, of course).
- Audit got in on time... first time in a while... surplus in FY03.

Dan spells out ED's status and responsibilities in the new bylaws.

KPFK and KPFA are coming up for renewal. The current backlash against indecency is a problem, and the board has to watch this carefully. [Truer words were never spoken - our @\$es are under a MICROSCOPE, folks.]

Two strategic goals: do the mission in a culture that reflects Pacifica values, and become a real player in multiplatform digital multimedia. 120,000 unique visits to pacifica.org in one day of the Haiti thing.

More time spent bickering over time, then discussion of Dan's presentation.

Noted by someone that Internet is expensive in foreign countries.

Suggestion that Pacifica invest in a remote truck.

Mention of the low turnout in the auditorium. This meeting lacked publicity. *[Apologies for my not talking it up.]*

Wendy: listeners should comment to the FCC. *[Good idea. I'll put up information on how to do this.]*

Chair thinks maybe it's a good time to break for lunch. So MOVED from the floor, and SECONDED. Unanimous to come back at 12:55 and hear from the auditor. We stand ADJOURNED for lunch.

### **Saturday Afternoon Session**

Hugh is back from lunch at 1:41 PM Pacific.

Missed the auditor report (Ross Wisdom via phone).

#### **CFO report (Lonnie Hicks):**

Must identify new sources of revenue. Can't keep going to the listeners for all the money (light applause). Also Pacifica is wasting too much money. Cash flow, cash flow, cash flow. Control legal expenses being incurred by stations. Archives are critical - they need \$12 million to keep up old acetates, but they bring in money. There needs to be a development committee.

Bylaws have to be amended to eliminate references to "retained earnings." Nonprofits don't have any.

MOVED and SECONDED to stop at 6:15 and reschedule remaining items for Sunday. Vote: 16 for, 2 opposed. Motion CARRIES.

#### **Next item: Public Q&A to Dan and Lonnie:**

Sonali (K): Administrative costs are 23%. Can we get this down to the low projection of 15%?

A: 15% is unrealistic, but it can go down.

??? (BAI): Dan Rojas has told BAI staff to expect 25% layoffs. Wants clarification on what other stations will do.

A: BAI Layoff question is open depending on fund drive numbers. No projected layoffs at other stations.

???: Thinks financial budget items should be more detailed. Has some accounting issues (depreciation, cash flow). LSBs have been tasked with several activities, and where's the money?

A: Depreciation is high at Pacifica. It owns transmitters and studios, after all. Too soon to stop carrying the debt. Dun has put Pacifica's credit way down as it is. LSBs need to see what they can afford.

Someone named "Dave" makes a way offmike comment regarding volunteering and in-kind donations from transmitter engineers, etc..

A: Lonnie is similarly impressed by the contribution of volunteers. Yes, in-kind donations are reported to the taxman.

Carol: Has a couple of questions on specific budget items.

A: One item changed because litigation was settled, costing around \$200k to litigants and other monies to attorneys, whose bills are still to come. Cash flow is positive, but not great. Essentially there are \$180k in the budget that Lonnie does not know how Pacifica is going to come up with.

Public comment is moved back.

### **Next item: Station Manager Reports.**

There has been a change in the schedule, because Jim Bennett (KPFA) is not present at the meeting.

### **Eva Georgia, KPFK:**

*[Hugh's comments in []]*

Thanks fund drive volunteers. Also thinks summer drives create donor and staff fatigue.

Transmitter is working great. *[It DOES kick major butt, hope we didn't just jinx it.]*

Goals:

Mexican interference continues, and their fund drives "just happen" to be same time as K's.

One goal is to raise the 180-foot tower to 360 feet to get a few more dB out in the boonies.

*[Good idea, for a LOT of technical reasons, even though big steel costs big money... if they can pull this off it has the potential to create some serious dB out at the limits of the pattern.]*

Web site gets 200,000 visits/month. Maybe K could charge to download old programs.

Development director didn't work out. *[No she didn't.]* Time to find a new one.

A major donor campaign might be helpful, especially if they can hit up the L.A. celebs.

Q from someone who sounds like Allen, regarding increase in major-donor \$\$\$.

A: It's way up.

News could be expanded by working with assets in the community, j-schools, etc. ISDN are being put in for live feeds from community radio people. One's in Leimert Park, always a good place for this kind of thing. K is getting back into training community members on the L.A. Sound Possee and Colectivo Radio Comunitario models.

Programmers need to know the FCC regs, especially on indecency, and need to be evaluated once a year. Need to make legally correct station IDs *[yes, K needs work on this].*

Questions:

??? male: What is the time frame for station goals?

A: Increasing subscribers: 12-18 mo. Outreach: ASAP. Development dir: ASAP.

Sonali: What is your evaluation of staff-management relations at KPDK?

A: People come from different political backgrounds. Some expect different things than others. She's working on it.

??? male: VERY disappointed that no African-American males were elected to the LSB.

A: She's not happy either. Asked the LSB chair about it. The process needs work.

??? male: Did you solicit the major donors? A: Yes.

Ray Laforest: 1. He's concerned that fighting off the Mexican interference may get interpreted as the gringos overpowering the poor Mexicans again. *[No, Ray, it's about overpowering Clear Channel. Do your homework for a change.]* 2. What about the outreach?

A: Outreach: We're working on it. Mexico: we've tried FCC, State Dept., listener campaign, nothing worked. Advice of counsel is raise the signal at this end.

MOVED (Carol?) and SECONDED to extend Eva by 5 minutes for a legal question. Quick VOTE: motion CARRIES.

Carol: Eve mentioned having a Community Advisory Board. To call a board that, it has to have a composition and responsibility strictly set out in CPB requirements. Will the name be changed if necessary to avoid such legal complications?

A: Yes.

??? male: how will you get data on listener preferences and listenership?

A: Many returned the surveys with their ballots. Maybe K can afford the Arbs again soon. It was important to increase Spanish at the K *[hear hear]*. Would be nice to come up with better data than you get from the Arbs.

Ron?: Another question on exactly what are the major donor guidelines.

A: They're rich. She hit them up. They paid. There IS a policy from Dan.

**Ron Pinchback, WPFW** (interim):

PFW has equipment problems. The feeder had a nitrogen leak *[good way to blow it and/or the transmitter up]*, and the AC power still has issues. Listeners in DC tend to get paranoid about government intervention when the signal drops or fails.

Thanks Rhym and other volunteers. Lots of new volunteers at PFW.

Goals:

Station needs more room. Lease is up, and he wants to relocate. LSB meets at the station, no room for public. Only 2 parking spaces for 250 staff/volunteers. Etc.

Back at 3:23 Pacific. Ron has answered an unheard question about working with the Arab community.

??? male: What is the impact of requirement to keep a month's operating expense in reserve for a "rainy day?"

A: Yes, it is tempting to go into it, and it does constrain things a bit, but one has to do it.

??? female: PFW is in DC, where the action is... will it change its priorities to less jazz and more news?

A: The music is important, and these listeners will not be pushed aside. Nobody hears

PFW's music anyplace else. A goal is to expand public affairs without eliminating the music.

**Duane Bradley, KPFT:**

Feels honored and proud to be there.

T has changed a lot, due to everyone's efforts. It was "arguably" not meeting the mission... sounded good but not much else. Ganterization, Pacifica crisis, etc. 30 new cultural programs came on T after Duane became GM.

Goals:

Expand local news: coming along, with volunteers from indymedia and FSRN;

Expand and upgrade physical plant in their old house;

Security improvements;

More diverse board, election was disappointing there;

More income, fewer days spent raising money, donor and staff fatigue setting in;

(T, and everyone else, keeps all the \$\$\$ from events.)

Continued staff training & conferences (they go to GRC!);

Mark ????: What will T do to diversify its audience?

A: More promotion is needed.

??? female: Yes, programming is more diverse, but it's on when people are at work. Will you change this?

A: Yes.

??? female: How is First Voices going to help outside the station?

A: First Voices has an enhancement which addresses this.

??? male: Just how small IS your old house?

A: Broadcast facilities are under 1000 square feet.

Ray: Surprised that only 25% women/POC are on board. Houston IS a diverse city [*It sure is*]. What's the solution?

A: A community advisory board/ local advisory board/ whatever will be created that goes out to underrepresented communities. They'll be invited onto the board. Doesn't have a budget item for it.

??? male: Who determines programming philosophy at T?

A: It's done locally by GM/PD, etc.

What did T do for outreach? How diverse is station membership? Was there outreach to voters?

A: A lot. Doesn't know.

??? female: is there a COI yet?

A: The committee was chosen at the 2nd LSB meeting.

**Don Rojas, WBAI:**

Thanks Leslie Cagan. (Applause)

BAI has had a challenging time. Nautical metaphors about weathering the storm, firm hands on the helm, etc. Station is current on all its payments and is restoring fiscal stability. Needs good fund drives. If it gets them, it'll project a \$200k surplus in FY04.

Goals:

Off-air fund raising campaign, target: \$1 million.

Ongoing Million Listener Campaign - would triple weekly listenership, and double

membership

Reduce monthly rent of \$26k at Wall St and ESB

Build a backup transmitter (\$100k)

Thanks Roger Manning [as do I] and interim web site/ Folio editor Bob Lederer. (Applause.)

Likes the potential of Internet and multimedia. Staff training remains a priority.

Back at 4:49 PM Pacific.

Public Comment is in progress:

Dena Colbert (spelling?): There will be a tech retreat for two days after GRC in June.

Patty Heffley, WBAI LSB: The fulfillment rate at BAI was achieved by extending the drive.

Listeners are tapped out. 25% layoff affects mostly tech - who's going to operate the station?

Why aren't consultants being trimmed? Why was this historic meeting not even publicized on

Pacifica, let alone aired? (LOUD applause.)

Steve Blankfort, KPFA LSB: A is run by a junta which has resisted change for years.

Hopefully the new board will address this.

Carol announces a reception at the Doubletree, 200 Marina Blvd.

??? female: Strongly suggests that a chair not be picked this weekend.

Ted Freidman, KPFA LSB: Thinks boards are starting to hit their stride. Reconciliation and trust are needed. Does not share Rafael's frustration at ongoing inclusion efforts.

??? male: Pacifica leadership is gender-imbalanced. It needs a female chair.

??? male: T's diversity problem is not the bylaws. It's programming. Too much music when people are out of work. Gets really worked up. Big applause.

Stacy Davis (sp?), BAI: Not enough political satire like CCCP, vision should expand more than just news. WFMU does a good job selling things on the Web, BAI should check it out.

??? male - Mandel?: The Archives programs and uses the Web well **[true]**, and gets out things like the W.E.B. DuBois. It needs support.

Mansour, KPFA: Program right, and the money will come. It'll be cheaper and more diverse than using the Internet. *[Agreed with Mansour that there is a tendency to put too much faith in the net as a cure-all.]*

??? female: Thanks Adelson for his efforts.

Harrison Weil cedes his time to Bill Mandel.

Bill Mandel, national treasure: there were actually 2 strikes at KPFA. Second was the unpaid staff issue. (Applause.) Paid staff dumped its union, and picked one that didn't include unpaid staff. It also gave up its right to strike. KPFA lost 60 programmers. Bill's the only person fired for breaking the gag rule who wasn't reinstated. He has distributed materials. He will also give out free copies of his book. The labor situation at A deserves investigation. (Loud applause.)

Leslie Cagan, another national treasure: not happy that all 5 mgrs didn't show. Reminds the group that the listeners remain the backbone of Pacifica. (Applause.) The way to get more money is to get more listeners, and the way to get more listeners is to deal with the programming. *[That is certainly true on BAI!]* (Loud applause.)

Maria Gillardin (sp?): Got a bad Pat Scott flashback from the rhetoric in Dan's PowerPoint show. Thinks this whole thing is too Arb/CPB based. (Applause, agreement from Hugh.)

Fernando Velasquez, KPFK: His bilingual program is heard worldwide, and programming to the Spanish speaking world is a good move for the future. (Applause.)

??? female: the listener sponsors under the new bylaws are legal members, and the board works for them. Too many listeners can't afford fancy multimedia computers. Everyone can tune in a micropower station. Unpaid apprenticeships don't bring in disadvantaged communities. Have to give them real jobs.

Alex Stamberg (sp?), WBAI LSB: Does not like that 90% of election coverage went to Democratic primaries, and the rest to Nader and the Greens. Wonders why the national hip-hop convention deserves network money. Wonders why they don't cover the Socialists. (Applause.)

Willy Ratcliff: [missed]

Chair asks for input on the next agenda items.

MOVED to continue on with the reports. VOTE: Unanimous.

MOVED to consider a couple of pending new-business motions after the reports. VOTE: Unanimous.

**Next item: Report from Affiliates Coordinator, Ursula Rumberg.**

Pacifica had 100 affiliates at one time, which got programming off the Ku-band. Things fell apart during the Pacifica crisis. Now it's back to 46, and growing. People are starting to see that Pacifica is again becoming relevant in community radio.

A lot of problem solving in tech and business structures has to be done. Need clearly articulated position statement and outreach guidelines while trying to get former affiliates back.

Good ideas. Dinner time for Hugh. That's a wrap for Saturday.

**Sunday Afternoon Session**

The board is in executive session for legal and contract matters (DN! is suspected), and the streams are turned off. (Note comment up top about PZM mikes getting everything.) Still no go at 10:04 AM Pacific. Just as good - Chomsky's on Blase Bonpane talking about Haiti.

Stream is up at 10:40 AM Pacific. Not meeting yet. Voice walla and room tone. Low conversation about "all managers" - hard to hear - sounds like someone's proposing a contract for all managers of at least one year.

Tech operator chatter at 10:47. Is this on? Otie way distorted - backs off gain. Now he can't see his level. You got level, says the op. Op is right. Otie raises gain again. Clipping time. More pot pushing than Haight Street in 1967. Dead air with the best walla I've ever heard... love those PZMs... I may record it for background sound. Chair offers a wayward coffee cup to any taker. Can I get it delivered?

**CALL TO ORDER at 10:55 (25 minutes late). Public commentary begins.**

Chair apologizes for 1 minute limit on comments. There's a lot of dissention on this. Put to a vote. Discussion. CALL THE QUESTION, successful. VOTE on 1-minute limit. PASSES. It's decided that listeners making comments can submit copies in writing, and they will go into the record in that form.

Annie Howard (sp?): Listeners met this morning - apparently they take offense at the chair's

heavy handed conduct and use of expressions that will get them thrown off the air. *[You're not on the air. Net has different regs.]* Thinks artists should draw a shape of how they see the "Pacifica family." *[I'll post mine.]*

Nicole Milner, KPFA: Objects to term "human resources" and "HR" for people; dehumanizing.

??? Hoffman, FSRN: Mentions the two pending resolutions. Thanks a lot of Berkeley people who helped with this meeting. (Big applause.) Thanks the intrepid sound crew. (Yay!)

Jane Jackson, KPFA LSB: Objects to 1-minute limit.

Paul Surovell, WBAI: Stations can grow listenership by airing DN! in prime time. Competition from Air America and newly rich NPR. A joint venture agreement with DN! would be good.

John Tocasca (sp?), KPFA: Pacifica preaches to the choir. Help needed in addressing people who oppose our views. Conservatives win due to the muddle of different messages from progressives.

??? LSB member: Community radio requires transparency in funding. Large donations, foundation grants, etc. should be disclosed.

Stan Woods, KPFA PC: The Program Council's decision has been unfairly attacked and then suspended.

Richard Phelps, KPFA: Since his time was cut in half, he's cutting his donation in half.

Riva Enteen, KPFA LSB chair (sp)?: Reads from a Kerry speech at UCLA... hawkish... obvious gap in media coverage. Pacifica needs to revisit special programming on election and coups d'etat.

Curt Grey, KPFA: The First Voices training isn't as great as it's always presented at the board meetings. Upset over time limit.

A board member offers an impromptu public comment period after the meeting. Teresa Allen offers to take notes on a public session in the courtyard.

MOVED and SECONDED to add a half hour at the end for public comments. Unanimous. PASSES.

Steve Zelcher, KPFA (sp)?: Pacifica needs to do more labor programming. A weekly labor show could be done from KPFA's news stories during the week. There will be a million-worker march in October. Pacifica should explore a satellite channel.

Janet Evans: Blames low publicity and staff promotion for the low turnout in the audience. Something about the interim GM airing his show during what should have been his report to the board - missed that.

Stacy ????: A lot of people didn't get their ballots. *[DAMN RIGHT!]* Something about Dan's big digital vision not including "these guys over here." *[this is radio, we don't know who they are. tech grunts suspected]*

Some kind of speech being made from the back, offmike. Tech grunts open a pot. Board has to work together. Something.

Dave Adelson promises, apparently in reply, that he'll be out there with Theresa and the Sound Possee to record any 3-minute comments made after the meeting. Board members will get CDs of this. Possible stream on the Internet.

Steve Conley, KPFA LSB: PNB should not formulate committee missions until they've talked to local listeners.

Luis Garcia, KPFA ex-LAB: Chicanos/Mejicanos were denied votes by the lack of waivers. His proposal to the board was ignored. Guadalupe Hidalgo treaty makes Chicanos/Mejicanos a "protected minority."

Chair notes that anyone can e-mail the board at pnb@pacifica.org.

??? Quinones (in Spanish): Pacifica doesn't reflect community need. No access.

Mejicanos/Chicanos don't participate. Her people are in the fields and jail. They can't come to these meetings. (switches to English) White supremacy. Institutional racism. See you in court. You're perpetuating genocide.

Mansour, KPFA: Announces that he intends to speak longer than a minute. There is a digital divide in the US and the radio gets to people more effectively than the Internet. Missing big picture. Pacifica culture wants to use means of power to create an alternative - using enemy's methods and means. Management too central. No more single-person decision making. We [the listeners] will be back in the street and you [the board] will be sorry. The programming needs to offer solutions to what's wrong. We just air the problems, and too much of that causes listener fatigue. Stations can come up with solutions by getting the community involved on the radio. He thinks the public comments should use exactly as much time as those of the board members.

Someone yells SHUT UP! Mansour does. Murmur murmur murmur goes the room.

Shoutout from the stage to Jim Bennett, who is now in the house. He didn't make his (interim) GM report yesterday. Some conversation - he agrees to make a written report.

Carol: Allegations have been made about Bennett. She has personal info that will exonerate him for not being around. It's not good for Pacifica to keep abusing people. *[It must have gotten nasty at the closed session.]*

There's crosstalk on the stage and shouting from the back. Carol grabs a mike, says look, he's sick, he has a heart condition, OK?

The guy who yelled shut up apologizes. Back to comments.

??? female: Advertising is propaganda. On-air pitching often distorts the truth. Lasar has warned that Pacifica can't support all the demands people are making. Fass warned us about factions among the victors. Pacifica can't comply with censorship *[indecent rules?]* without further choking off dialogue on KPFA.

Fernando Valasquez, KPFA: Stop structuring stations as bourgeois and workers. Don't elect a permanent chair today.

Rafael Renteria, KPFA iPC: It's lonely to be a Chicano and not hear your people. The old boards didn't deal with death threats made when KPFA put Spanish on. The bylaws are illegitimate because a white judge representing a colonial regime approved them. LSB elections need to be overturned because Pacifica is perpetuating colonialism.

Jan Goodman, KPFA LSB: Jan is out of breath from running to the mike. Board should consider the resolution to restore the 3% of national money for the Archives.

End of public comment.

**Next item** is a 5-minute comment by board member Samuel Feliz ???, KPFT.

February fund drives are off-mission because they keep Black History Month programming off the air. He asks the board to examine Pacifica's commitment on this matter.

Another board member takes a comment turn. Says management issues are important. Jim

Bennett is spread too thin. Too much micro-management by the board.

Carol takes a point of personal privilege, to voice her displeasure that the board was not properly informed of his health problem, so he'd have been cut more slack.

They lose the room at 2 Pacific. Tick tick tick, people.

**Next item: election of board officers.**

Nominations opened for chair.

Henry Cooper nominates himself;

Marty Durlin (affiliates);

Ambrose Lane;

Gerald Sanders;

Adelson nominates himself.

Each candidate will give a 1-minute speech.

Cooper: He is outside Pacifica infighting, and doesn't bring as much baggage to the board as others do. He presents ideas clearly. His background is in pub ad and Latin America activism. If he can fly 747s, he can learn Roberts' Rules. [*Henry sounds like he's had a rather interesting life.*]

Durlin: Reluctantly accepts nomination because she feels it's important the chair have mediation skills, which she does, having taken 3 facilitation courses.

Lane: No accident the right's winning. 80 right wing factions meet regularly in DC to get their strategy straight. There is a Fourth Reich planned for the US. Pacifica wastes too much time in procedural nonsense - it's obscene. (Applause.) Time to organize.

Gerald Sanders: The board does not control its meetings well. It needs a chair who can further discipline at meetings.

Adelson: The PNB chair has over the years developed power over policy, almost like an executive. He would be more the kind of chair who does the job right and represents the views of the board. Conducting a meeting can be learned. Agendas can be moved faster. VOTE is by secret ballot, IRV method. Big-time confusion over how to fill out the ballot - comical. Chair reads the bylaws.

MOVED and SECONDED to read Ray's proposed Haiti resolution during the count. VOTE by show of hands: 4 aye, 8 no, and the motion is LOST.

Lonnie reads vote count: Durlin gets 11, Cooper gets 4, Adelson one, not sure of the others but probably one each. Durlin, who was passed over for Dan Coughlin [*and even sang about it at GRC*], is now Coughlin's boss.

The new chair, Marty Durlin, takes over the meeting. Her style is less gruff than the chair pro tem, but we all know she can kick a meeting along when she has to.

Vice-chair nominations are OPENED: Cooper, Adelson, Lane, William Walker. Adelson declines. Walker declines. Nominations are CLOSED.

VOTE is by secret ballot, IRV method.

Dead air.

Lonnie reads vote count: Cooper 11, Lane 10. Cooper wins by 1 vote.

Nominations for Secretary: Roger Manning. Hard to hear. Two nominees decline, so the candidate is unopposed.

Nominations are CLOSED. VOTE is still by secret ballot, to allow abstentions. Manning 20,

one abstention. Applause, as damn well there should be.

**Next item: establishment of board committees.**

Allen passes out a grid. People had picked committees they wanted to be on last night. I won't even try to list all the committees here. It's in the bylaws. They still need to fill the audit committee. There starts a great dither about what the bylaws say about who is in these committees.

Looks like a great time for Hugh's lunch.

Back at 1:24 PM Pacific.

The composition of the Committees Of Inclusion is being wrapped up.

Chair notes that there are 35 minutes left and they're nowhere near new business.

**Next item: ad hoc committees.**

Urged by Spooner that election review and executive review committees be established today because nominations open in July, and Dan's contract is up in this summer too. MOVED by Carol and SECONDED that these committees be immediately constituted from 1 volunteer director/station and 1 affiliate director if one volunteers. Adelson MOVES that the motion be amended to include his proposal for a study of class, race, and gender in the conduct of the election. He can't find the text and WITHDRAWS his motion before a second is made.

MOVED to divide consideration of the two committees. SECOND. Show of hands VOTE: 17 for, 3 against, motion CARRIES.

Chair takes up ED review first. CALL THE QUESTION. VOTE: 16 for, 1 against, question CALLED.

VOTE: 14 aye, 5 nay, motion CARRIES.

Chair attempts to take volunteers for the ED committee. Chaos. Sam offers a point of privilege, that he has to split and thinks they should consider his motion for the remote broadcast vehicle committee. No objections.

MOVED by Sam and SECONDED that such a committee be established to raise money for purchase of such a vehicle (~\$64k), at each station, which will be good for outreach.

Discussion: maybe this should go to the technology committee. CALL THE QUESTION, successful. VOTE: 4 aye, 10 nay, 3 abstain, motion is LOST.

Chair entertains a MOTION by Allen that the next PNB meeting be in Houston, June 4-6, with a retreat on the 3rd and the morning of the 4th. SECOND. CALL THE QUESTION, successful. VOTE: 15 aye, 1 nay, motion CARRIES, and the eyes of Texas are upon us.

Discussion of legality of constitution of the ED committee under the bylaws. Confusion. Carol now agrees that the bylaws were violated, and she WITHDRAWS the motion on the floor as out of order.

MOVED and SECONDED that the ED review committee be elected by STV secret ballot, by station area. VOTE: 10 aye, rest nay, motion CARRIES. Nominations OPEN. Ray Laforest, Sonali, Alice, Dave Adelson (withdraws), Sarve, Wendy, Mark, William, Jerold (withdraws). Nominations CLOSE. Only BAI and A are contested.

Advised by Parliamentarian during the ballot count that a motion is needed to restrict the committee to PNB members. So MOVED and SECONDED. CALL THE QUESTION,

successful. VOTE: 5 aye, 8 nay. Motion FAILS.

Adelson notes that they can get the room longer if ED signs a contract extension.

VOTE becomes MOOT, apparently. We never do get back to this.

Adelson again MOVES to adopt a proposal he was given by the KPFF LSB for a separate committee to look into inclusion issues in the election. This motion is in writing, and too long to detail here. We're all glad Dave represents our station's wishes at national meetings.

SECOND.

Discussion of whether to pay for more time. Chair entertains motion, but then someone reminds chair that they'd already voted to go to 3:15, so this too is MOOT, the Foundation is just going to have to pony up, and we talk on.

Chair takes up Adelson's motion.

Spooner offers amendment to divide the question, splitting off administrative issues (ballot non-delivery, etc) to be separated and taken up by a separate committee than the inclusion.

SECOND. Adelson objects to this amendment because his LSB wanted it all considered together. VOTE: 9 aye, 5 nay, motion CARRIES.

Spooner offers substitute motion to Adelson's to refer all outreach, diversity, representation, etc. election issues to the COI. CALL THE QUESTION. VOTE: 12 aye, 2 nay, 2 abstain; motion CARRIES.

MOVED by Allen and SECONDED to establish an election review committee to determine ways to resolve problems with the election. Spooner offers amendment to add the wording on administrative. Allen accepts this amendment as friendly. Someone else wants to amend that this is an ad hoc committee which would report in June. Allen accepts this amendment. Some board members are nearly as confused as I am. There is still Adelson's original motion before the body, which the maker has not withdrawn. Someone thinks either Carol's or Allen's motion would countermand it.

VOTE on Allen's amended motion: 10 aye, 2 no, 2 abstentions, motion CARRIES.

Lonnie finally reads results of the executive review committee vote: Unopposed: Mark (W)

Wendy (T) Sonali (K) Opposed, Alice (PFW) Sarve (A).

Meeting breaks for 7 minutes at 2:25 PM Pacific.

Otie fills in the gap with on air commentary. Radio4Houston's own Myla Reson, the first post-settlement KPFF banned/fired, interviews Maria Gillardin, the first pre-settlement K banned/fired.

Maria tells the history of how the national swiped the SCA revenue to get itself some money and gain power. KPFA lost its blind-reading to a commercial SCA client. *[K got stuck with Muzak® and a stock quote service!!!! Oops, I was never supposed to divulge that. So sorry.....]*

Meeting re-starts after 13 minutes of a 7 minute break.

**Next item: choosing ad hoc election review committee members.**

Nominations taken: Spooner (A), LaForest (BAI), Rodriguez (K), Maldonado (BAI), Kalanji (PFW), William (A), Teresa (T). A and BAI are contested so we VOTE by secret ballot STV.

MOVED and SECONDED that no more ad hoc committees be created at this meeting, and be taken up in June. Discussion: Adelson notes that members could caucus on a lot of this stuff. *[Maybe we need a Committee Formation Committee.]* CALL THE QUESTION,

succeeds. VOTE: 10 aye, 5 nay, and the motion CARRIES. That's it for committees. Ray wants to change the order of the day to consider his Haiti motion. VOTE: only 3 aye. Absent a plurality, let alone the required 2/3 majority, we move the agenda to the next item: discussion with Dan and Lonnie.

Discussion centers on their long-range goals. There's a sense that there are more pressing matters, such as a flood in the KPFA premium room, staffing issues, BAI's expenses, other local nuts 'n' bolts, than going right off now and saving the network with 1s and 0s. Hugh is losing consciousness... back in a bit...

We're back at 3:11 PM Pacific. Carol is concerned about too much talk about strategic plans for the future. She mentions the history here. Doesn't want the executives getting too far ahead of the listeners and stations. (LOUD applause.)

Lonnie: Archives are technically part of the national office. Their budget was split off with a 3% share from the national. Hijackers took this back.

MOVED by Adelson and SECONDED to extend meeting another hour. Some uncertainty whether they can go past 4. CALL THE QUESTION, successful. VOTE: 7 aye, 5 nay. For lack of 2/3, the motion FAILS.

MOVED and SECONDED to adjourn. This has precedence. VOTE: 3 aye, 8 nay, and the motion FAILS.

MOVED and SECONDED to extend 15 minutes (until 3:35). VOTE: 13 aye - unanimous.

Dan: Major criteria for acceptance of network-generated programming are carriage and funding.

Lonnie: Pacifica's credit rating is in the pooper, but hopefully it will start to go up. They have one year of positive cash flow. Creditors like to see 2-3.

"Dave" (Adelson?): not allowed to encumber licenses. Water the roots to grow the tree.

Doesn't like all the corporate jargon heard Saturday. Most people working for corporations aren't evil, but corporate culture causes them to do evil things. Should slow down new projects until more people are in on the old ones.

Lonnie defends yesterday's report by saying it's giving ideas and a view of the future. This is their job. They are only ideas.

Chair [*who runs a station, KGNU, rather well*] agrees that strategic planning comes from the national board, and station operations come from LSBs, and in the middle somewhere is where you get policy. No harm in thinking about the future.

??? wants to read a motion. It's a resolution regarding how to consider personnel matters.

Doesn't want a vote, just wants it in the record. Which it now is. Ray tries to bring up his Haiti motion once again. [*Cut Ray some slack, he's Haitian.*]

MOVED and SECONDED to adjourn. VOTE: 7 aye, 5 nay, motion PASSES and we stand ADJOURNED sine die at 3:36 PM Pacific.