

## 2005-04-03 PNB Meeting Minutes

Temporary Secretary Mike Martin

Chair reconvened the PNB on Sunday, April 3, 2005 at 9:30 am

Audit Committee Report Donna Warren, Chair: Ms. Warren reported that productive and cooperative exchanges were occurring with Ross Wisdom, auditor for Pacifica.

Programming Committee Rob Robinson, Chair: Programming will meet monthly on the 3rd Monday, 5:00 PST. The committee will be forwarding a resolution relating to the anti-racism and diversity committee recommendations.

Elections Committee (LaVarn Williams): Ms. Williams provided a general report on the overview of input obtained regarding allegations of impropriety regarding last year s election process. Concerns were expressed about anecdotal input given to the committee.

Motion by Adelson, seconded by Schroell: The PNB stipulates that the elections committee report is a roster of allegations that have not been investigated and are not confirmed. Motion to end debate 14 ayes 2 nays

Motion prevails - 11 ayes, 5 nays.

Motion by Walker, seconded by Sarv Randawha: To initiate an independent investigation process in to the LSB election process.

Motion fails: 3 ayes, 10 nays.

Motion by Adelson, second by Montes: The issue of implementation of HD radio goes before the Finance Committee and the Technology Committees to consider the questions and make recommendation to the board before this technology is implemented. This issue must be approved by the PNB before implementation.

Motion to end debate, no objection.

Motion prevails - 11 ayes 6 nays

Motion by Adelson, second by Durlin that the Coordinating Committee investigate the candidates for secretary and submit such candidates

at the next PNB meeting, and that in the interim Lailani will serve as secretary pro tem. Adopted without objection.

Chairman Ambrose raised the issue of the search for a new Executive Director.

Motion by Martin, seconded by Saba to elect a special committee by IRV to search for an Executive Director for both the Interim and Permanent Executive Director to consist of one representative by the five station locations, one representative from the affiliates and two general managers. The committee shall promulgate the process for selecting the ED and return to the PNB for approval and then implement the process approved by the PNB.

Motion prevails 11 ayes, 8 nays

Motion to Amend by D. Warren, seconded by Saba to add the Executive Director as ex-officio nonvoting member. Adopted no objection

Motion to Amend by Adelson, seconded by D. Warren that the GM representatives also be ex-officio nonvoting members of the committee. Adopted no objection.

Motion by Adelson, seconded by Heffley that the newly created committee elects the management representatives.

Motion fails 9-6

Motion by Durlin, seconded by M. Warren that the General Managers be elected by the administrative counsel.

Motion prevails -16 ayes

Motion by Lederer, seconded by Robinson that the CFO be on the search committee as a nonvoting ex-officio.

Motion prevails - 11 ayes, 5 nays

Motion by Armoudian, seconded by Roberts, that the committee first solicit information from the PNB on the execution of the search for the ED and synthesize and deliberate on the input.

Motion prevails, 11 ayes 2 against

Final Motion as Amended: The PNB elect a special committee by IRV to search for an Executive Director for both the Interim and Permanent Executive Director to consist of one representative from the five station locations, one representative from the affiliates; two general managers, the current executive director and the current Chief Financial Officer and that the General Managers be elected by the administrative counsel. The General Managers, Executive Director and the CFO shall be ex-officio nonvoting. The committee shall promulgate the process for selecting the ED and return to the PNB for approval and then implement the process approved by the PNB. This committee must first solicit information from the PNB on the execution of the search for the executive director and synthesize and deliberate on the input.

Motion prevails 11 ayes, 8 nays

Motion to populate committee by Adelson. no objection

Nominations

KPFT

Mike Martin

KPFA

William Walker

Fadi Saba

KPFK

Dave Adelson

WPFW

Mark Roberts

WBAI

Bob Lederer

Patty Heffley

Affiliates

Steve Pierce

Move Adelson, second by Armoudian to close nominations. No objection.

PUBLIC COMMENT

Election Results - ED Search Committee, PNB Representatives

KPFK Maria Armoudian / KPFT - Mike Martin / WPFW Mark Roberts  
/ Affiliate- Steve Pierce / KPFA Fadi Saba / WBAI Bob Lederer

Martin moved by unanimous consent that Steve Pierce be placed on the Affiliates Task Force and Technology Committee. No objection.

Motion by Lederer, M. Warren to hold executive session by phone in two weeks.  
Unanimous consent to withdraw motion.

Motion to adjourn 1 hour EXECUTIVE SESSION, no objection.

Respectfully Submitted

Mike Martin

Respectively Submitted by \_\_\_\_\_, Secretary  
of the PNB