PACIFICA FOUNDATION

Pacifica National Board – Teleconference (Open Session)
8:30 pm Eastern Time, 7:30 pm Central Time, 5:30 pm Pacific Time
Originating in Various Locations
April 17, 2009

MINUTES

I. Call to Order/ Opening Business. PNB Vice Chair Joe Wanzala called meeting to order at 8:40 pm (ET). Shawn O’Brien agreed to serve as time keeper.

a. Roll Call/ Quorum. Recording Secretary Richard Uzzell called the roll and a quorum was established.

X Present; Ab Absent; Exc Excused Absence; AL Arrived Late.
KPFA - Berk., Ca.: KPFK – L.A., Ca.: KPFT – Houston, Tx.: WBAI - N.Y., N.Y.:
Y Sherry Gendelman Ab Grace Aaron X George Reiter X Nia Bediako
Y Bonnie Simmons X Shawn O’Brien X Sandra Rawline X Carolyn Birden
Ab Andrea Turner X Leslie Radford AL Wendy Schroell X Kathy Davis
Y Joseph Wanzala Ab Ricco Ross X Susan Young X James Ross

WPFW – Wash. D.C.: AFFILIATES: Staff & Counsel:
X Jim Brown AL David Beaton X LaVarn Williams, Interim CFO
X Acie Byrd AL Efia Nwangaza Ricardo De Anda, Int. Gen. Counsel
X Luzette King

b. Agenda Approval. Chair asked if there were any additions or changes proposed for the Agenda. Simmons moved to add (at New Business – c.) a motion asking for the Board to rescind an earlier approved motion re: change of status of Board Members. Hearing no objections, motion Approved. Gendelman moved to add (at Committee Reports – IV.a.) a motion to address overlapping committee meetings. Hearing no objection, motion Approved. Radford moved to add (at New Business – d.) a motion re: Global Warming Resolution. Hearing no objection, motion Approved. Radford moved to add (at Elections Committee Report – IV.d.) 15 minutes for a discussion of the Election Process. Birden moved a substitute motion of 5 minutes. Motion voted Approved, 8-7-2. [See Below.]

KPFA - Berk., Ca.: KPFK – L.A., Ca.: KPFT – Houston, Tx.: WBAI - N.Y., N.Y.:
N Sherry Gendelman Grace Aaron Ab George Reiter N Nia Bediako
N Bonnie Simmons Y Shawn O’Brian N Sandra Rawline Y Carolyn Birden
Andrea Turner N Leslie Radford Y Wendy Schroell Y Kathy Davis
PNV Joseph Wanzala Ricco Ross Ab Susan Young Y James Ross

WPFW – Wash. D.C.: AFFILIATES:
N Jim Brown Y David Beaton
N Acie Byrd Y Efia Nwangaza
b. **Agenda Approval.** (Continued)

Young moved to extend Agenda Approval for 5 minutes. Hearing no objection, motion Approved. Young asked that motion at IV.g.2 be removed because it had already been settled. Simmons asked what had been done with the motion. No one seemed clear of what had been done, so Young suggested that when the meeting reached that item, the item could be Table until its status was determined. Hearing no objection, Approved. Simmons moved to set time to end meeting at 10:30 pm. Hearing no objection, motion Approved. Young moved to Approve the Agenda. Motion voted Approved, 13-4. [See Below.]

KPFA - Berk., Ca.: KPFK – L.A., Ca.: KPFT – Houston, Tx.: WBAI - N.Y., N.Y.:
Y Sherry Gendelman Grace Aaron Y George Reiter N Nia Bediako
Y Bonnie Simmons Y Shawna O’Brian Y Sandra Rawline Y Carolyn Birden
Andrea Turner N Leslie Radford Y Wendy Schroell Y Kathy Davis
PNV Joseph Wanzala Ricco Ross Y Susan Young Y James Ross

WPFW – Wash. D.C.: AFFILIATES:
N Jim Brown Y David Beaton
N Acie Byrd Y Efia Nwangaza
Y Luzette King 13-4

c. **Minutes Approval.** None.

II. **Recognitions.**

**Don Cook (KPFT_LSB) for recommending that Al Jazarra be added to the Pacifica news coverage.** by Reiter.

**All WBAI Listeners who came to a Town Hall Meeting in support of the station and for their offers of service activities to aid the station.** by Bediako.

**KPFA Staff Members who recently went to New York to help the WBAI Staff with some administrative problem – it was a big help.** by Davis.

**National Office Staff – Lynn Magno and Efren Llarinas for all there help with the ICFO in preparing financial reports.** by Radford.

**KPFA GM Lemlem Rijio for the 60 Anniversary celebrations and ICFO LaVarn Williams and all in the national office for working “countless hours”**
To get our financial reports straightened-up. ** by Rawline.

**National Staff and the Station Business Managers for their work as part of that office’s effort to, for first time in a long time, getting financial reports based on actual numbers not just estimates; and for getting the 2nd funding from CPB.** by Williams.

Approved 4-24-09

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III. Motion Regarding Progressive Disciplinary Measures.

Motion to include any measures the Executive Director may need to ensure compliance with CPB and FCC regulations, formally adopted Pacifica National Board resolutions, and the management decisions of the Executive Director that are not included in the Employee Handbook. See: http://www.pacificafoundation.org/pnb/content/view/71/78

Discussion followed. Time expired. Radford moved to extend for 5 minutes. Motion voted Approved, 13-2-1. [See Below.]

KPFA - Berk., Ca.: KPFK – L.A., Ca.: KPFT – Houston, Tx.: WBAI - N.Y., N.Y.:
Y Sherry Gendelman Grace Aaron Y George Reiter Y Nia Bediako
Y Bonnie Simmons N Shawn O’Brien Y Sandra Rawline Y Carolyn Birden
Andrea Turner Y Leslie Radford Y Wendy Schroell Y Kathy Davis
PNV Joseph Wanzala Ricco Ross Y Susan Young Y James Ross

WPFW – Wash. D.C.: AFFILIATES:
Y Jim Brown N David Beaton
Acie Byrd Ab Efia Nwangaza
Y Luzette King 13-2-1

Radford moved to table postpone until there is a permanent Executive Director.

J. Ross called Point of Order re: can’t move to table to a future time. Chair sustained.

Time expired. Radford moved to extend by 5 minutes. Motion Failed by a vote of 2-12-3. [See Below.]

KPFA - Berk., Ca.: KPFK – L.A., Ca.: KPFT – Houston, Tx.: WBAI - N.Y., N.Y.:
Ab Sherry Gendelman Grace Aaron N George Reiter N Nia Bediako
Motion re: to postpone measure, Failed by a vote 7-10. [See Below – Next Page.]

Motion re: Progressive Disciplinary Measures voted Approved, 9-7-1. [See Below.]

**IV. Committees and Working Groups Reports.** [Reports and Action Item Motions.]

**a. Committee Scheduling.** Gendelman moved that the PNB shall adopt a policy of not scheduling committee meetings at the same time and date of other scheduled committee meetings. Motion Failed by a vote of 7-9-1. [See Below.]
b. Governance.

1. Motion that any PNB member shall be able to have a listener’s written comment appended to the record of the PNB meeting. (at Gov.; 6-3-2)

   Approved 4-24-09

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b. Governance. (Continued)

   Simmons moved to amend to add between “shall” and “be”; “by a majority vote of members present.” O’Brien moved to amend the amendment to make it any member plus one additional supporting member. Schroell moved to extent 2 minutes. Hearing no objection, motion Approved.

   Reiter called Point of Order re: only two amendments at a time.
   Chair sustained.

   Davis moved to postpone until policy developed. Motion Failed by a vote of 3-9-5. [Below]

   WPFW – Wash. D.C.: AFFILIATES:
   Ab  Jim Brown                  N  David Beaton
   Ab  Acie Byrd                   N  Efia Nwangaza
   N  Luzette King                                                                                                       3-9-5

   O’Brien amendment re: 1 + 1, Failed by a vote of 1-12-4. [See Below.]

   WPFW – Wash. D.C.: AFFILIATES:
   Ab  Sherry Gendelman            Grace Aaron           N  George Reiter                  N  Nia Bediako
   N  Bonnie Simmons         Y  Shawn O’Brian       Ab  Sandra Rawline             Ab Carolyn Birden
   Andrea Turner             N  Leslie Radford         Ab  Wendy Schroell            Ab  Kathy Davis
   PNV  Joseph Wanzala            Ricco Ross               N  Susan Young                Ab  James Ross

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Simmons amendment re: by a majority vote, voted Approved 7-6-4. [See Below.]

**b. Governance. (Continued)**

Main motion [as amended] Failed by a vote of 3-9-5. [See Below.]

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**V. Adjourned.** Reiter moved to adjourn. Hearing no objections, Open Session adjourned at 10:38 pm (ET).

**Minutes Scribed and Prepared by:** Richard Uzzell, PNB Recording Secretary

**Minutes Approved by the Pacifica National Board:**
Grace Aaron                              April 24, 2009
Witnessed By:                            Date: