

Pacifica National Board In-Person Meeting (Open Session)

10:00 AM EDT, 9:00 AM CDT, 7:00 AM PDT (scheduled)

Channel Inn Hotel, Washington DC

Sunday, September 25, 2011

Meeting Minutes

[Audio Part 1]

I. Call to Order and Opening Business

An Executive Session was held earlier that day from 9:18 AM to 12:17 PM Eastern Daylight Time.

The open session was called to order by the Chair at 2:14 PM EDT

a. Roll Call / Establish Quorum

Twentyone members were present, constituting a quorum: Laura Prives (KPFA), Tracy Rosenberg (KPFA), Dan Siegel (KPFA), Ken Aaron (KPFK), Rodrigo Argueta (KPFK), Lydia Brazon (KPFK), Summer Reese (Chair, KPFK), Teresa Allen (KPFT), Jessica Apolar (KPFT), Wesley Bethune (KPFT), Bill Crosier (KPFT), Nia Bediako (WBAI), Carolyn Birden (WBAI), Kathy Davis (WBAI), Alex Steinberg (WBAI), Campbell Johnson (WPFW), Kimory Orendoff (WPFW), Marcel Reid (WPFW), Bruce Wolf (WPFW), Heather Gray (Affiliates), Efia Nwangaza (Affiliates, Secretary).

One member was excused: Andrea Turner (KPFA).

Also present: Arlene Engelhardt (Pacifica Executive Director), LaVarn Williams (Pacifica Chief Financial Officer), Jon Almeleh (Pacifica National Technical Director), Otis Maclay (Pacifica Web Administrator) and members of the public.

The audio for this meeting can be accessed at KPFTX.org

The agenda is available in pdf form at KPFTX.org

Acknowledgements

The Chair thanked Jon Almeleh (Pacifica National Technical Director) and Otis Maclay

(Pacifica Web Administrator) for their work in the meetings and on the AudioPort.

Agenda Approval

The Chair announced an Agenda that was **approved** without objection:

Public Comment

Proposed Bylaws Amendments

Finance Committee / Budget Approval

Depreciation Motions

Anti-Death Penalty Motion

Public Comment was heard for 43 minutes from Jim Brown (WPFW Programmer's Association), Jane Gatewood (WPFW LSB), and Steve Brown (WBAI LSB), followed by a question from the board, and concluding with Benito Diaz (WPFW LSB Programming Committee), William Harwagon (WBAI Finance Committee), and two additional members of the public.

[Audio Part 2]

Bylaws Amendments Notifications (3:05)

Brazon **moved** "Whereas nine Directors of the Pacifica National Board have proposed an amendment to Article Six, Section 1 of the Pacifica Bylaws,

Be it resolved that we, the nine proposing Directors, move that the Pacifica National Board set October 2, 2011 as the notice date for the proposed amendment to Article Six, Section 1 of the Pacifica Bylaws."

Brazon announced the names of her PNB By-Laws Amendment sponsors: Allen, Argueta, Bediako, Brazon, Johnson, Prives, Reid, Siegel, Turner.

Nwangaza **noticed** a motion to Amend By-Laws Article 8, Section 3 (Standing Committees) to Create a Section 4: Redesignate a Standing Committee. Nwangaza also announced the PNB sponsors: Brazon, Nwangaza, Davis, Apolinar, Orendoff, Siegel.

Aaron **noticed** a proposed Bylaws Amendment to Article 4, Section 9 ("Removal of Delegates") and announced the PNB sponsors: Aaron, Crosier, Wolf, Steinberg, Birden, Reese.

Crosier **moved** the PNB set October 2, 2011 for Bylaws Amendments notice date. Motion **passed** without objection.

[Audio Part 3]

Without objection, additional public comment was heard for two minutes. (3:27)

[Audio Part 4]

IV. Committee Report (1) Finance and Budget Approval (Continued, 3:29)

Rosenberg (National Finance Committee Chair) reported and presented the following motions:

Motion 5: The NFC moves the PNB to Approve the WPFW Budget.

Motion **passed** by a roll call vote: Yes--19, No--1, Abstain—0.

Yes—Aaron, Allen, Apolinar, Argueta, Bethune, Birden, Brazon, Crosier, Davis, Gray, Johnson, Nwangaza, Orendoff, Prives, Reid, Rosenberg, Siegel, Steinberg, Wolf.

No—Bediako

Present not voting--Reese

Motion 6: The NFC moves the PNB to Approve the KPFA Budget.

Siegel **moved** approval of the KPFA budget with the proviso that the \$113,508 allocated at line 116 for "depreciation" be reallocated as to be determined by the KPFA LSB in conjunction with the KPFA management.

Point of order from Steinberg: This motion is out of order since a motion has already been proposed to deal with depreciation. After an interval of discussion, the Chair ruled that the board agreed to not tackle depreciation budget-by-budget--there would be a standardized application. It is dilatory to amend them budget-by-budget. Siegel's motion was ruled out of order.

Brazon **challenged** the ruling of the Chair. The KPFA budget does not have depreciation in it, whereas the other budgets did.

[Audio Part 5]

The ruling of the Chair was **sustained** by a roll call vote: Yes—14, No—4, Abstain—2.

Yes—Aaron, Allen, Apolinar, Argueta, Birden, Crosier, Davis, Gray, Nwangaza, Orendoff, Reid, Rosenberg, Steinberg, Wolf.

No—Bediako, Brazon, Johnson, Prives.

Abstain—Bethune, Siegel.

Present not voting—Reese.

The KPFA Budget was **approved** by a roll call vote: Yes—11, No—7, Abstain--1.

Yes—Aaron, Allen, Apolinar, Birden, Crosier, Davis, Gray, Orendoff, Rosenberg, Steinberg, Wolf.

No—Argueta, Bediako, Bethune, Brazon, Johnson, Prives, Siegel.

Abstain—Nwangaza.

Present not voting—Reese.

[Audio Part 6]

A five-to-ten minute break was called without objection.

Rosenberg resumed her reporting and presented additional motions.

Motion 4: The NFC moves the PNB to Approve the WBAI Budget.

Bediako **moved** to postpone approval of the WBAI Budget. Motion **failed** by a roll call vote: Yes—5, No—12, Abstain—2.

Yes—Bediako, Brazon, Prives, Siegel, Bethune.

No—Aaron, Allen, Apolinar, Birden, Crosier, Davis, Gray, Nwangaza, Orendoff, Rosenberg, Steinberg, Wolf.

Abstain—Argueta, Bethune.

Present not voting—Reese.

The WBAI Budget was **approved** by a roll call vote: Yes—13, No—6, Abstain—0.

Yes—Aaron, Allen, Apolinar, Bethune, Birden, Crosier, Davis, Gray, Nwangaza, Orendoff, Rosenberg, Steinberg, Wolf.

No—Argueta, Bediako, Brazon, Johnson, Prives, Siegel.

Present not voting—Reese.

Aaron acknowledged Rosenberg for her work as Treasurer and running the NFC.

The meeting adjourned without objection at 6:38 PM EDT..

Respectfully submitted by Efia Nwangaza, Secretary
John P. Garry III, Recording Secretary
(these minutes were approved on November 10, 2011)