

Pacifica National Board—Teleconference (Open Session)

8:30 PM EDT, 7:30 PM CDT, 5:30 PM PDT (scheduled)

Originating in Various Locations

Thursday, September 13, 2012

Meeting Minutes

I. Call to Order and Opening Business

The meeting was called to order by the Chair at 5:40 PM Pacific Daylight Time with a quorum of 16

a. Roll Call / Establish Quorum

Twenty-one members were present, constituting a quorum:

Ken Aaron (KPFK), Ivon Alcime (WPFW), Teresa Allen (KPFT), Nia Bediako (WBAI), Wesley Bethune (KPFT), Carolyn Birden (WBAI), Lydia Brazon (KPFK), Bill Crosier (Vice-Chair, KPFT), Kathy Davis (WBAI), Revalyn Gold (WPFW), Heather Gray (Affiliates), Campbell Johnson (WPFW), Ali Lexa (KPFK), Efia Nwangaza (Secretary, Affiliates), Laura Prives (KPFA), Summer Reese (iED, Chair, KPFK), Marcel Reid (WPFW), Tracy Rosenberg (KPFA), Dan Siegel (KPFA), Alex Steinberg (WBAI), Andrea Turner (KPFA).

One member was absent: George Reiter (KPFT).

Also present: LaVarn Williams (Pacifica CFO), John P. Garry III (Recording Secretary).

The audio for this meeting and the Agenda can be accessed at [KPFTX.org](http://KPFTX.org).

[Audio Part 1 pnb120913a.mp3]

I.b. Determine Excused Absences

None submitted.

I.c. Designate Timekeeper

Crosier volunteered to be the timekeeper.

II. Open Session Agenda Approval

Bediako **moved**: Move up two Personnel Committee Job Description motions (motions 2 and 3) to VII. Brazon seconded.

Motion **failed** by a roll call vote: Yes—8, No—9, Abstain—0.

Yes—Bediako, Bethune, Brazon, Gold, Nwangaza, Prives, Reid, Siegel.  
No—Aaron, Alcime, Allen, Birden, Crosier, Gray, Lexa, Rosenberg, Steinberg.  
Present not voting—Reese.

Allen **moved** approval of the Agenda. Lexa seconded. **Approved** without objection.

### III. Minutes Approval (5:53)

Aaron **moved** to postpone minutes approval. Reid seconded. **Passed** without objection.

### IV. PNB Chair's Report (5:55)

The Chair committed to distribute a written iED report electronically to the Board and reported on election procedures. Discussion followed.

Bethune **moved** that the iED's decision on electronic voting be delayed until after the upcoming Elections Committee meeting on Sunday, September 16, 2012, which the iED is required to attend. Bediako seconded.

**Point of order** from Crosier: Time has expired for this. Brazon **moved to extend** five minutes. Bediako seconded.

Motion to extend **failed** by a roll call vote (2/3 required): Yes—10, No—9, Abstain—0.

Yes—Bediako, Bethune, Brazon, Gold, Gray, Johnson, Nwangaza, Prives, Reid, Siegel.  
No—Aaron, Alcime, Allen, Birden, Crosier, Davis, Lexa, Rosenberg, Steinberg.  
Present not voting—Reese.

Bethune's main motion **failed** by a roll call vote: Yes—9, No—10, Abstain—0.

Yes—Bediako, Brazon, Gold, Gray, Johnson, Nwangaza, Prives, Reid, Siegel.  
No—Aaron, Alcime, Allen, Bethune, Birden, Crosier, Davis, Lexa, Rosenberg, Steinberg.  
Present not voting—Reese.

### V. Interim Executive Director's Report

Combined with the above item.

## VI. Chief Financial Officer's Report (6:26)

The CFO reported briefly on closing the books for the year, grand larceny/forged checks at WBAI, inter-company transfers, and volunteer assistance. Discussion followed. There was additional reporting by the iED on the WBAI matter.

## VII. Motions on ED-CFO Search Committee (6:38)

Crosier **moved**: "The ED-CFO search committee shall be composed of 7 Directors, elected by an e-mail STV vote by members of the PNB." Aaron seconded.

[Audio Part 2 pnb120913b.mp3]

The Chair ruled that Reid's ED-CFO Motion was not a substitute for Crosier's motion—they shall be handled as separate motions.

Rosenberg noticed a **point of order**: Reid's ED-CFO Motion is out of order. It contradicts a passed motion, which has not been rescinded.

Nwangaza **moved to substitute**: Nine members. Bethune seconded.  
Nwangaza **moved to extend** five minutes. Bediako seconded.

The motion to extend **failed** by a roll call vote: Yes—9, No—11. Abstain—0.

Yes—Bediako, Brazon, Gold, Johnson, Nwangaza, Prives, Reid, Siegel, Turner.  
No—Aaron, Alcime, Allen, Bethune, Birden, Crosier, Davis, Gray, Lexa, Rosenberg, Steinberg.  
Present not voting—Reese.

The substitute motion **failed** by a roll call vote: Yes—10, No—10. Abstain—0.

Yes—Bediako, Bethune, Brazon, Gold, Johnson, Nwangaza, Prives, Reid, Siegel, Turner.  
No—Aaron, Alcime, Allen, Birden, Crosier, Davis, Gray, Lexa, Rosenberg, Steinberg.  
Present not voting—Reese.

Crosier's main motion **passed** by a roll call vote: Yes—11, No—10, Abstain—0.

Yes—Aaron, Alcime, Allen, Birden, Crosier, Davis, Gray, Lexa, Reese, Rosenberg, Steinberg.  
No—Bediako, Bethune, Brazon, Gold, Johnson, Nwangaza, Prives, Reid, Siegel, Turner.

Aaron **moved to adjourn** and reconvene in executive session. Rosenberg seconded.

Motion to adjourn **passed** by a roll call vote: Yes—11, No—7, Abstain—1.

Yes—Aaron, Alcime, Allen, Bethune, Birden, Crosier, Davis, Gray, Lexa, Rosenberg, Steinberg.

No—Bediako, Brazon, Gold, Johnson, Nwangaza, Prives, Reid.

Abstain—Siegel.

Present not voting—Reese.

The meeting adjourned at 7:12 PM. The Board reconvened in closed session immediately thereafter from 7:18 to 9:21 PM PST.

Respectfully submitted by Efia Nwangaza, Secretary  
John P. Garry III, Recording Secretary  
(these minutes were approved on September 27, 2012)

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