

Approved Minutes
Pacifica National Board Special Meeting – Call-In Meeting
Open/Public Session,
Thursday May 25, 2017 – 8:30 PM ET

Audio of the meeting are archived at:
<https://kpftx.org/archives/pnb/pnb170525/pnb170525a.mp3>

1. Open/Public Session Call to Order.

Chair Jonathan Alexander called the meeting to order.
Secretary Akio Tanaka called the roll.

A. Roll call

Present: Grace Aaron, Jonathan Alexander, David Beaton, Jim Brown, Adriana Casenave, Bill Crosier, Kathryn Davis, Benito Diaz, Rhonda Garner, *Jan Goodman, Sabrina Jacobs, Ken Laufer, Robert Mark, Cerene Roberts, Mansoor Sabbagh, Nancy Sorden, *Alex Steinberg, Akio Tanaka, *Themba Tshibanda, Maskeelah-Myrtle Washington

Absent: Andrea Turner,
* Arrived after the Roll Call
[Present: 20]

B. Identify Timekeepers – Mansoor Sabbagh, Akio Tanaka
C. Excused absences – Andrea Turner

Point of Order by Nancy Sorden

To ask the Chair to stop the violation of the Pacifica Foundation Bylaws and the California Corporations Code by using a telephonic system of communication that prevents compliance with: Article Six, Meetings of the Board of Directors, Section 3: Telephonic Meetings.

The Chair's response: Go to a vote.

Vote to affirm Chair's ruling against the Point of Order:

Yes: Grace Aaron, Jonathan Alexander, David Beaton, Bill Crosier, Kathryn Davis, Rhonda Garner, Sabrina Jacobs, ken Laufer, Robert Mark, Mansoor Sabbagh, Akio Tanaka,

No: Jim Brown, Adriana Casenave, Benito Diaz, Cerene Roberts, Nancy Sorden, Maskeelah-Myrtle Washington

Not Present: Jan Goodman, Alex Steinberg, Themba Tshibanda

[11Y – 6N – 3NP: Chair's ruling upheld]

Point of Order by Jim Brown

Improper removal of Sharon Brown and Efia Nwangaza and improper seating of David Beaton and Mansoor Sabbagh. Individual and continuing breach should be addressed by this body.

Chair's response: Go to a vote.

Vote to affirm Chair's ruling against the Point of Order:

Yes: Grace Aaron, Jonathan Alexander, Bill Crosier, Kathryn Davis, Rhonda Garner, Jan Goodman, Sabrina Jacobs, ken Laufer, Robert Mark, Mansoor Sabbagh, Akio Tanaka,

No: Jim Brown, Adriana Casenave, Benito Diaz, Cerene Roberts, Nancy Sorden, Themba Tshibanda, Maskeelah-Myrtle Washington

Abstain: David Beaton,

Not Present: Alex Steinberg,

[11Y – 7N – 1A - 1NP: Chair's ruling upheld]

2. Agenda Approval

Approval of Agenda:

Yes: Grace Aaron, Jonathan Alexander, David Beaton, Bill Crosier, Kathryn Davis, Rhonda Garner, Jan Goodman, Sabrina Jacobs, Ken Laufer, Robert Mark, Mansoor Sabbagh, Akio Tanaka,

No: Jim Brown, Adriana Casenave, Benito Diaz, Cerene Roberts, Nancy Sorden, Themba Tshibanda, Maskeelah-Myrtle Washington,

Not Present: Alex Steinberg,

[12Y – 7N – 1NP: Agenda Approved]

3. Minute Approval

Motion to Table May 11, 2017 Minutes by Adriana Casenave

Approved by Unanimous Consent

4. Rescind Spanish Language Programming

Motion to Table by Benito Diaz

Yes: David Beaton, Jim Brown, Adriana Casenave, Benito Diaz, Robert Mark, Cerene Roberts, Nancy Sorden, Themba Tshibanda, Maskeelah-Myrtle Washington,

No: Grace Aaron, Jonathan Alexander, Bill Crosier, Kathryn Davis, Rhonda Garner, Jan Goodman, Sabrina Jacobs, Ken Laufer, Mansoor Sabbagh, Alex Steinberg, Akio Tanaka,

[9Y – 11N: Motion fails]

Main Motion:

Yes: Grace Aaron, Jonathan Alexander, David Beaton, Bill Crosier, Kathryn Davis, Rhonda Garner, Jan Goodman, Sabrina Jacobs, Ken Laufer, Robert Mark, Mansoor Sabbagh, Alex Steinberg, Akio Tanaka,

No: Jim Brown, Adriana Casenave, Benito Diaz, Cerene Roberts, Nancy Sorden, Themba Tshibanda, Maskeelah-Myrtle Washington,

[13Y – 7N: Motion Passes]

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Point of Order by Adriana Casenave

Why is TM Scruggs, who was selected by the KPFA LSB on Saturday, May 20, not included in this meeting?

- TM Scruggs had informed the Secretary that he could not make Thursday meetings until June.

5. Audit Committee- Motion: Implementation of Audit Letter Recommendations [Not addressed]

6. Programming Committee- Motions [Not addressed]

- A. Programming Ally
- B. Programming Directors
- C. Programming Evaluation

7: iED Reports [Not addressed]

8. CFO Report [Not addressed]

9. Go to executive session

Motion to Adjourn:

Yes: Grace Aaron, Jonathan Alexander, David Beaton, Bill Crosier, Kathryn Davis, Rhonda Garner, Jan Goodman, Sabrina Jacobs, ken Laufer, Robert Mark, Mansoor Sabbagh, Alex Steinberg, Akio Tanaka,
No: Adriana Casenave, Benito Diaz, Cerene Roberts, Themba Tshibanda, Maskeelah-Myrtle Washington,
Abstain: Jim Brown,
Not Present: Nancy Sorden
[13Y – 5N – 1A – 1 NP: Motion Passes]

Akio Tanaka – 05/26/17
PNB Secretary

Motion: by Jan Goodman

FINANCIAL CRISES COMPELLED EMERGENCY RESOLUTION TO RESCIND REQUIREMENT TO ADD FIVE HOURS OF SPANISH LANGUAGE PROGRAMING

Resolved:

WHEREAS The Pacifica mandate to increase the Spanish Language component of Pacifica Programming was created when the financial status of Pacifica did not seem to be precarious, and when the availability of funds for paying payroll was not an issue, and,

WHEREAS only KPFK has implemented the policy, to date; and

WHEREAS the language of the programming is only one of many factors that are important to consider when greenlighting programming; and

WHEREAS the original motion was micromanaging, by requiring a specific mandate that does not even work effectively to fulfill the intent originally planned, and there are better ways to ensure that programming fulfills our mission and is relevant to our communities, and

WHEREAS, the financial status of Pacifica is now so precarious that many stations do not have enough funds to assure the payment of Payroll for more than one (1) month in advance, and

WHEREAS several stations do not have sufficient funds to send out premiums which were promised months ago and also to pay payroll, and

WHEREAS, to date, said programs have not brought sufficiently significant numbers of new listener/sponsors to the station nor built up a sufficiently large listener sponsor base, to the extent that the fundraising during Spanish Language programming has been so low that said programs often aren't even allowed to pitch throughout fund drives, in order to raise the funds needed to support their station; and,

WHEREAS if Pacifica does not improve its finances, soon, it may be that the network or some stations will go off the air entirely, precluding the broadcast of any English or Spanish Broadcasting, or requiring that staff be stripped to even less than a skeleton crew, prior to the time that the Spanish Language programming has had a chance to build up a sufficient Listener Sponsor base; and

WHEREAS, some Pacifica stations other than KPFK have yet to follow Even the original Pacifica mandate to put Spanish Language programming on the air;

THEREFOR BE IT RESOLVED THAT:

1. The PNB rescinds its erstwhile mandate that all stations be mandated to add an additional 5 hours of Spanish language programming, and

2. Pacifica management be instructed to use their best efforts to air mission driven programming which will maximize listenership AND fundraising, especially in the short but also the medium term, including in such efforts determining whether or not to institute or retain or add said five hours of additional Spanish Language programming at each station. Consideration should be given to whether and how each hour of broadcasting supports the Pacifica Mission and reaches as large as possible potential listeners, as well as whether each station's premium fulfillment is current, the staff is back on full time pay, all central Services payments are current, whether all union related obligations are current and there are sufficient funds in the bank for two months of payroll payments.

Respectfully submitted,
Jan Goodman

Motion: Audit Committee: Passed Tuesday, April 25.

"Moved, each cost center of Pacifica shall propose and begin the implementation of a plan to rectify in fact and by written protocol or policy the defects as stated in the 2014 Auditor Management letter no later than May 31, 2017 and submit them to the PNB by this date."

"We also request that iED report to Audit Committee and PNB, by unit, status report as to the status of review and changes suggested by the former audit Firm."

Motion: Programming Committee A: Ally: Passed w/o objection Wednesday, May 3.

All Pacifica radio stations should actively ally with journalism schools and communications programs in their signal areas. All these young people are being trained in multimedia production and they can create new shows and reinforce existing ones. All current shows should include social media producers who will develop the Facebook pages and also use Twitter.

Motion: Programming Committee B: Programming Directors: (proposed by Grace Aaron)

That the job descriptions of all Pacifica Program Directors include the following:

The Program Director is expected to improve the listenership of the station. If the station does not subscribe to Nielsen ratings, the listenership shall be estimated based on the following metrics, each one given equal weight:

- 1) The number of online listeners tabulated by an analysis of the information available on <http://stats.pacifica.org/> and/or individual downloads or online listeners tracked on individual station websites.
- 2) The gross revenue of the station, as improved listenership generally is reflected in improved revenue.
- 3) Increased membership, as improved programming builds larger audiences and results in more listener support and loyalty.

Motion: Programming Committee C: Program Evaluation:

(Proposed by Grace Aaron, with amendments in italics by Carol Wolfley and Dave Beaton)

Listenership at all 5 stations has been declining, as far as we can tell without subscribing to Nielsen ratings. Declining listenership has resulted in declining membership and income. This has been forcing stations to lengthen fund drives and resort to other measures to make ends meet. Because of this it is imperative that programming improvement be a top priority. Therefore, it is necessary to evaluate programs on an individual basis. Thus, the Program Director is charged with evaluating every program using the following criteria:

- 1) Nielsen ratings (if available).
- 2) Amount of money generated by the program.
- 3) Amount of membership generated by the program.
- 4) Does the program content conform with the Pacifica Mission?
- 5) Willingness of the programmer to create learning opportunities for interns, including affording them some on air experience.
- 6) Sound quality of the program.
- 7) Production values of the program.
- 8) Does the program subject matter add diversity to our grid in terms of appeal to varied demographics and interests?
- 9) Does the program have a social network presence and is the programmer and/or producer promoting through social media and other outreach?

10) Input from stats.pacifica.org, Community Advisory Boards, PNB National Programming Committee and Audio Port program sharing history.

11) Amount of Volunteer participation of programmer in station operations and events.

Programs should be judged based on their placement on the grid. In other words, as morning drive time has a higher potential audience it should be expected to produce more income than shows in a less advantageous time slot. The Program Director should first evaluate all programs involving paid staff. The next evaluation priority will be all programs in daytime hours during the week and on weekends.
