Draft Minutes  
Regular Pacifica National Board OPEN Session  
Teleconference Meeting  
Thursday, January 28, 2021, 8:30 pm ET  
All times are Eastern Time  

<table>
<thead>
<tr>
<th>Directors:</th>
<th>Others:</th>
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</thead>
<tbody>
<tr>
<td>Wayne Bruce, WPFW, Listener</td>
<td>Lydia Brazon, Interim Executive Director</td>
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<td>Chris Cory, KPFA, Listener</td>
<td>Anita Sims, Interim Chief Financial Officer</td>
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<td>Vanessa Dixon-Briggs, WPFW, Listener</td>
<td>Nancy Sorden, PNB Secretary Protem</td>
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<td>Lynden Foley, KPFT, Listener</td>
<td>Arthur Schwartz, Pacifica Counsel</td>
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<td>Jose S. Gutierrez, Jr., KAOS, Affiliate</td>
<td>John Tatum, Parliamentarian</td>
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<td>Heather Gray, WRFG, Affiliate</td>
<td>Marianne Edain, Recording Secretary</td>
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<td>Julie Hewitt, WPFW, Listener</td>
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<td>Sabrina Jacobs, KPFA, Staff</td>
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<td>Wally James, KPFT, Staff</td>
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<td>DeWayne Lark, KPFT, Listener, Vice-Chair</td>
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<tr>
<td>Ali Lexa, KPFK, Staff</td>
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<td>Jim Osbourne, KPFK, Listener</td>
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<td>Ron Pinchback, WPFW, Staff</td>
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<td>Ralph Poynter, WBAI, Listener</td>
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<td>Sandra Rawline, KPFT, Listener</td>
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<td>Shawn Rhodes, WBAI, Staff</td>
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<td>James Sagurton, WBAI, Listener</td>
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<td>Alex Steinberg, WBAI, Listener</td>
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<td>Andrea Turner, KPFA, Listener</td>
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<td>Elizabeth von Gunten, KPFK, Listener</td>
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<td>Tom Voorhees, KPFK, Listener</td>
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<tr>
<td>Lawrence Reyes, KPFK, Listener, chair protem</td>
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1. Preliminary items 5 min.  

8:42  

A. Call Meeting to Order – Lawrence Reyes, Chair Protem  
B. Roll Call – New director Gutierrez is absent so is not seated  
The new directors are Beth von Gunten – KPFK, James Osborne - KPFK, Ali Lexa - KPFK, Wayne Bruce - WPFW, Julie Hewitt - WPFW, Jose Gutierrez - KAOS  

8:48  

C. Elect Protem Officers  
pro-tem chair nominations: DeWayne Lark and Alex Steinberg  
Alex was elected chair for the remainder of the meeting.  
DeWayne: 6, Alex: 9  

8:56  

Lawrence Reyes was elected vice chair pro-tem, there being no other candidate.
Nancy Sorden was elected secretary pro-tem, there being no other candidate.

9:02
D. Excused Absences – Jose Gutierrez
E. Identify Timekeepers
   people – Heather Gray 90 seconds per person
   topics – Sandra Rawline
F. Announcements - there were no announcements

2. Agenda approval 5 min.
   9:06
Lawrence – moved to have his motion concerning the governance committee added to the open session agenda, perhaps during the time for the governance committee report. There being no objection, the item was added to the agenda.
Lynden – moved that item 10.a. unfinished business be moved to position 6.a. There being no objection, item 10.a was moved to 6.a
Ron – moves that committee orientation be postponed to the next meeting. There being no objection, this item was postponed
   9:20
The agenda was adopted as amended.

3. Approve Minutes of the Open Session of 1-7-21 continued on 1-14-21 3 min.
These minutes were not yet available for approval.

4. 2021 PNB Members Introductions -  30 min
Members introduced themselves, with short descriptions of themselves and their work with Pacifica.

5. Election of permanent officers – 30 mins
   a) verify official email addresses of PNB members for ballot receipt
   Secretary Nancy proposed to send out test emails for verification.
   9:23

   c) Nominations for permanent officers
   chair: Lawrence Reyes
       Alex Steinberg
       James Sagurton - declines

   vice chair: DeWayne Lark
       James Sagurton – declines
       Vanessa Dixon-Briggs -declines
       Ron Pinchback – declines
       Sandra Rawline

   secretary: Nancy is pro-tem
       Nancy
       Polina
b) Vote on protocol and deadline for email election

Motion for 2021 PNB Officers Elections (Submitted by DeWayne Lark, 2021 PNB Vice Chair, Pro-temp)

Whereas, Terry Goodman has agreed to serve as teller for the 2021 PNB Officers Election and John Garry has agreed to serve as assistant teller,

Whereas, 12th Edition Rules authorize ballot distribution by tellers,

I move that the PNB Secretary immediately send the names and email addresses of all voting members to the teller (Terry Goodman), and that the following timeline be adopted for the 2021 PNB Officers Election

1/28/2021 @ 11:59 pm EST - deadline for nominations
1/31/2021 - email ballots to voting members
2/5/2021 @ 10:00 pm EST - deadline to receive ballots
2/10/2021 - ballots processed and tabulated

Motion to Establish Voting Process for Elections of PNB Officers (Presented by Alex Steinberg)

Voting for the following elections shall be by Instant Runoff Voting (IRV) to elect one Director to each position, in accordance with prior and current Board policies and practices: PNB Chair, PNB Vice Chair, PNB Secretary.

The Current Secretary or Secretary Pro Tem shall e-mail ballots and voting instructions to the PNB Directors, before midnight Eastern Time on Jan 29, 2021. The ballots shall be returned to Terry Goodman who shall be the Election Teller, and to John Garry who shall be the Secondary Ballot Recipient, with the ballot return deadline being midnight Eastern Time on Feb 2, 2021. The Teller and Secondary Ballot Recipient shall tabulate the ballots via a Zoom conference that is accessible to the public for viewing no earlier than Noon Feb 3 Eastern Time. The link to the Zoom conference of the voting tabulation shall be noticed on the kpftx.org web site no later than Jan. 30 2021. Election results shall be reported by the Teller to the PNB via email before midnight Eastern Time on the date of the public tallies.

If any of the IRV elections results in a tie vote, then the winner shall be decided by a coin toss performed by the Election Teller and witnessed by at least one other person who is physically or virtually present.

The motion is approved.

10:58

Secretary pro-temp Nancy verifies that all board members are receiving email from pnb.org.

Lydia makes a quick announcement – ppp2 has been approved. $1.2 million in relief funds. She gives enormous thanks to Tamra, Anita, & the bankers. This is a forgivable loan.

12. Adjourn to Closed Session - The meeting was adjourned to closed session

11:03

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Meeting Notice

Thursday, January 28, 2021 8:30 PM ET
Pacifica National Board Teleconference
Purpose: Nominations and set election process for PNB Officers and Committees

Agenda

View Text

Nancy Sorden

Posted: 04/02/2020 - 1:15 AM

Updated: 01/21/2021 - 3:04 AM