

## Draft Minutes WBAI LSB in public session 8-12-26

Members Present: Milton Allimadi (participated by chat), John Brinkley, Elliot Crown, Joan De Lorenzo, Paul de Rienzo, Jim Dingeman, Eleanor Elizabeth Forman, Sally Gellert (PNB Director), Gloria Guillo (Vice-Chair), Queen Mother Imakhu, Jeremy Kuzmarov, Alejandrina Murphy, Katherine O'Sullivan (Chair), Cerene Roberts (PNB Director), James Sagurton (PNB Director), Max Schmid, M. Kay Williams (Secretary) [Including late arrivals].

Members Absent: Gail Bey, Carolyn Birden, Simon Fitzgerald, Jim Freund, Bob Hennelly (General Manager and Ex-officio LSB Member), Bounubti Kamenthou, Sharone Salaam, Alex Steinberg (Director on suspension).

Also Present: R. Paul Martin (Treasurer), Neale Vos (CAB Chair).

Also Absent: Keziah Glow, Interim Program Director

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### Final Agenda

1. Convene meeting- Ask for recording of the meeting to be started. Identify Time Keeper. Note how chat is to be used, plus other preliminary remarks by Chair including to note that the Pacifica National Board has taken action forbidding LSB/PNB member Alex Steinberg participation in this meeting and others.
2. Public Comment- first half. (15 minutes, 2 minutes maximum per speaker before next in queue to speak.)
3. Adopt Agenda. (20 minutes)
4. Roll Call. (5 minutes)
5. Excuse Absences. (5 minutes)
6. Approve outstanding minutes: July 8, 2026. (5 minutes) Sent 8-5-26
7. Reports of General Manager and interim Program Director. (20 minutes reports & 15 minutes discussion- Questions limited to one minute) Bob Hennelly and Keziah Glow
8. Update on Committee of Inclusion Election (15 minutes) – M. Kay Williams
9. Update on the Pacifica elections (20 Minutes) – Sally Gellert
10. Report from Community Advisory Board (2 Minutes) – Neale Vos
11. Report from Pacifica National Board Directors. (20 minutes reports & 15 minutes discussion- Questions limited to one minute) — Sally Gellert, Cerene Roberts, James Sagurton, Alex Steinberg
12. Treasurer's Report. (5 Minutes report & 8 minutes discussion) — R. Paul Martin
13. Discussion: Appropriate thoughts for observing minutes of silence during LSB meetings and chance to express opinions about what people might choose to keep in mind. (2 minutes.)
14. One minute of silence. (One minute)
15. Report from Management Search and Review Committee, Discussion. (5 minutes) – Jim Dingeman
16. Report from the LOFT Committee. (5 minutes) - John Brinkley, Joan de Lorenzo
17. Report from the Committee of Inclusion (5 minutes) – Cerene Roberts.
18. Report From Town Hall Committee. (5 minutes) — Jim Dingeman
19. Old Business:
  - a. Discussion and Possible Resolution: Dealing appropriately with attacks on Public and/or Listener

Supported media. (7 minutes) – Jim Dingeman

b. Discussion: Launching additional streaming of (HD) WBAI channels (5 minutes) — Jim Dingeman

c. Using Current WBAI Studio Camera Capacity to Start YouTubing WBAI Content (5 minutes) — Jim Dingeman

20. New Business.

21. Public Comment- second half. (15 minutes, 2 minutes maximum per speaker before next in queue to speak. Must begin at 9:31 PM ET.)

22. Adjourn no later than 9:46 PM ET (Note this, and start time for public comments is one minute later to reflect the meeting's one minute of silence).

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7:07 pm ET The chair convened meeting, made her chair's announcements re use of chat and public comment. Gloria Guillo volunteered to be Timekeeper and there was no objection.

7:08 pm Et – First Segment of Public Comment

The Board heard public comment.

7:24 pm ET Motion (M. Kay Williams) To adopt agenda. Seconded (Jim Dingeman)

Several members objected to the agenda as presented.

7:32 pm ET Point of Order (James Sagurton) We don't know who's muting Cerene or if she's muting herself.

7:33 pm ET Motion (James Sagurton) Move to censure Cerene Roberts for calling a fellow member an "obnoxious liar." Not seconded.

Chair requested the Board keep their discussion to the topic which is Adopting the Agenda.

7:33 pm ET Amendment (Cerene Roberts) To reduce the time on Item from 15 min to 5 min. Seconded (John Brinkley)

The Board discussed the Amendment.

7:34 pm ET Motion (M. Kay Williams) Go to a roll call vote on the agenda right now. Not seconded.

The Chair called for a roll call vote.

7:37 pm ET Roll call vote on the amendment took place and the amendment was defeated.

No, to the amendment: Elliot Crowne, Jim Dingeman, Gloria Guillo, Jeremy Kuzmarov, James Sagurton, M. Kay Williams, Katherine O'Sullivan voted to break the tie.

Yes, to the amendment: John Brinkley, Joan de Lorenzo, Sally Gellert, Queen Mother Imakhu, Alejandrina Murphy, Cerene Roberts.

“Present:” Paul de Rienzo

Then the Chair asked three times if there were any objections to adopting the agenda as posted and there were none.

7:42 pm ET The Chair called for Official Roll Call (results as above).

7:46 pm ET Motion (Jim Dingeman) To excuse all absences. Seconded (James Sagurton) Passed without objections or abstentions.

7:47 pm ET Motion (Jim Dingeman) To Accept minutes from 7-8-26 meeting. (Sent 8-5-26).  
Seconded (Sally Gellert).

7:47 pm ET Point of Information (Sally Gellert) Looked up voting “Present” in Robert’s Rules and it’s the same as voting “Abstain.”

A member presented several objections to these minutes. The Board discussed the objections and the process of making objections.

7:54 pm ET Motion (M.K. Williams) to extend discussion 5 minutes. Seconded (Gloria Guillo). Passed without objection.

The Board continued to discuss the minutes and the objections to the minutes.

7:54 pm ET Point of Order (Jim Dingeman) Objected to the characterization by Cerene Roberts of this LSB when she stated “A lot of the repressive tactics being practiced at the PNB by New Day came from this LSB.”

The Board continued to discuss the minutes and objections to them.

8:00 pm ET Motion (James Sagurton) To extend the discussion for 1 minute. Seconded (Eleanor Elizabeth Forman). Passed without objection.

The Board continue to discuss the minutes.

The Chair decided to postpone the consideration of these minutes to the next meeting, and suggested that those objecting to the minutes submit their objections in writing to the secretary before the next meeting.

8:02 pm ET The Chair called for the management report, and noted the absence of both Bob Hennelly and Keziah Glow. She suggested the Board take 15 minutes to discuss whatever has been going on at the station.

The Board discussed the GM's absence for the second month in a row.

8:12 pm ET Point of Information (Gloria Guillo) Texted the GM and iPD and they responded they were working on the pledge drive.

8:13 pm ET Point of Order (Cerene Roberts) We should not be spending so much time on this item. Let the current speaker finish and then move the agenda.

8:16 pm ET The Chair called for a report by M. Kay Williams on the Committee of Inclusion using the services of the WPFW LSB to elect the replacement LSB member of this committee.

M. Kay Williams reported that there are different types of Opavote accounts. She had some technical questions regarding different options that exist within Opavote for protecting maximum anonymity of the ballot depending on what type of account you have. She reached out to the Secretary of the WPFW LSB via 4 voicemails and did not get a response. She also sent 4 emails, one of which was forwarded to a third party and then her response was only, "Opavote is safe." That was not at issue. In Robert's Rules, the secretary is "Custodian of the Records." Due to not having her technical inquiries regarding Opavote answered, and her surprise at how her own email was handled, she did not feel comfortable continuing with the process which would include sharing the LSB emails. In Robert's Rules also, a ruling of the Chair, once accepted, belongs to the group. The Chair cannot just reverse her own ruling at the next meeting. Hence, M. Kay Williams announced that a motion to rescind the decision of the Chair from the last meeting will be presented at the next meeting. The following was entered in the chat:

Notice of Motion to Rescind (James Sagurton):

Notice is hereby given that, at the Sept 9, 2026 meeting of the WBAI LSB, a motion will be made to rescind the July 8, 2026 ruling of the Chair, that the Secretary of the WPFW LSB will set up an Opavote election to replace a WBAI LSB member, who has resigned from the WBAI Committee of Inclusion. Seconded (Jim Dingeman, Gloria Guillo, and M. Kay Williams)

The Board discussed these issues.

8:33 pm ET Motion (Cerene Roberts) To extend the discussion 6 minutes. Seconded (M. Kay Williams) Passed without objection.

The Board continued to discuss these issues.

8:41 pm Et Motion (M. Kay Williams) To extend the discussion 2 minutes. Seconded (Jim Dingeman) Passed without objection.

The Board continued to discuss these issues.

8:46 pm ET Motion (Cerene Roberts) That Sally Gellert set up the Opavote in-house. Seconded (Eleanor Elizabeth Forman).

The Chair announced that there would be a motion to rescind at the next meeting, and that alternative motions would be considered if the motion to rescind passes.

8:47 pm ET Point of Order (James Sagurton) If the body would agree to unanimously rescind the decision of the Chair from last meeting, then we could vote on Cerene's motion for Sally Gellert to do the election.

8:49 pm ET The Chair called for the report on the Pacifica Elections by Sally Gellert.

8:50 pm ET Motion (Cerene Roberts) To extend discussion of the previous item one minute. Seconded (Eleanor Elizabeth Forman). There was an objection.

8:50 pm ET The chair stated this motion could not stand and again called for the report on the Pacifica elections from Sally Gellert.

The Chair asked the Vice Chair (Gloria Guillo) to chair the meeting while she took a short break. Gloria Guillo started chairing the meeting. Two members continued to object and wanted to continue discussing the previous item.

8:53 pm ET The Chair resumed chairing the meeting and again called for the report on the Pacifica elections from Sally Gellert.

The board heard and discussed the Pacifica elections.

9:14 pm ET Motion (Jim Dingeman) To extend to exhaust the stack. Not seconded. The Chair stated she would take a final comment from Sally Gellert.

The board heard a final comment from Sally Gellert.

9:15 pm ET The Chair called for the CAB report presented by Neale Voss.

See attached

9:18 pm ET The Chair called for the PNB Directors report.

The Board heard and discussed the PNB Report.

There was no time for the Treasurer's Report. See attached.

9:31 pm ET The second segment of the Public Comment began.

The Board heard Public Comment.

9:46 pm ET The Chair adjourned the meeting.

Submitted by M. Kay Williams, Secretary

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WBAI CAB Report to LSB 8/12/2026

Hellow everyone, the following is the CAB Report to WBAI Management.

1. Have the show grid remain as consistent as possible.
2. Have a show on data centers.
3. Have a more global platform on major issues besides ICE or the Middle East.
4. Have more mid-term election coverage, especially on the gerrymandering problem.
5. Get the phone system fixed.
6. Have a one-hour news show.
7. Instruct station engineers to accept all callers.
8. Create a platform for all activist across the country to report on their activities.
9. Producers should encourage their listeners to advertise the station with a leaflet on the WBAI Web page
10. Have a scheduled Managers report to and from the listener.

This concludes this report,

Thank You

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WBAI Treasurer's Report August 12, 2026

The WBAI local Finance Committee met on July 15, 2026. That meeting was held by teleconference. Just before the July 14, 2026, National Finance Committee (NFC) meeting had started the Chair announced that the meeting would be held in executive session and that only people who'd signed the latest Pacifica non-disclosure agreement (NDA) would be allowed to attend. I pointed out that I'd signed the latest NDA but then he said that only PNB Directors would be allowed in the meeting. So that was the end of the meeting for me. The meeting had not been noticed as an executive session meeting. The KPFTX.ORG notice was changed three minutes before the official start time of the NFC meeting to say, "Reason for Executive Session: personnel and financial info."

So, it was another executive session called mere minutes before the meeting's start time. The required "Report Out" is still not posted to KPFTX.ORG as of the publishing of this report.

The WBAI General Manager did not attend the July 15, 2026, local Finance Committee meeting. He didn't send the committee any financial information either.

In the course of this meeting, I told the committee about the sudden declaration of an executive session at the NFC meeting the night before; there was a discussion about this. The committee members also discussed the fact that a motion was made at a KPFT LSB meeting about selling stations, and a member told us about an off-air fund raiser for WBAI. Subsidiary Communications Authorization (SCA) revenue was briefly discussed.

An NFC meeting had been scheduled for August 11, 2026, but the NFC Chair wrote to the committee on July 30, saying that he wouldn't be able to make it and requesting that the meeting be moved to August 18. After nothing more about this showed up on the NFC mailing list about this, I wrote to the mailing list on August 8, to ask what was happening. After some back and forth the NFC Secretary posted the meeting notice for August 18.

The General Manager has not attended the last 11 local Finance Committee meetings. He didn't send us even a little bit of financial information for the last meeting. I do see that the front page of the WBAI Web site says that the station has raised \$66,000 of the \$200,000 goal for the current on-air fund raiser. I have no new information about the audits. The NFC is supposed to have just one meeting a month now, but the most recent two meetings have been held in executive session or postponed. I hope we will have an NFC meeting on August 18, and I hope that it will be open. I am hoping that at that meeting the NFC will release the "Monthly Income Statement for the Six Months Ending Tuesday, March 31, 2026" to the public. I don't know if the situation for Pacifica and WBAI has changed for the better or for the worse since a couple of months ago. For that reason, and because we are seeing the further consolidation of all media in the United States of America into the hands of a small group of billionaires while WBAI and Pacifica are so relatively tiny, I am pessimistic for the future.

The next NFC meeting is scheduled for Tuesday August 18, 2026, at 8:30 PM (ET). The next WBAI local Finance Committee meeting is scheduled for Wednesday, August 19, 2026, at 7:00 PM (ET). These meetings will be held by teleconference.

R. Paul Martin  
WBAI LSB Treasurer

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Excerpts from Roberts Rules pertinent to discussions this meeting.

RONR 12 Section 15: 47:32 The Secretary.

The secretary is the recording officer of the assembly and the custodian of its records, except those specifically assigned to others, such as the treasurer's books. The recording officer is sometimes called the clerk, the recording secretary (when there is also, for example, a corresponding secretary or financial secretary), the recorder, or the scribe.

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AI Inquiry (due to paucity of information in RONR 12 re electronic meetings and procedures)

Does Robert's Rules prohibit a secretary of a society from facilitating the neutral third-party electronic conduct of an election in which that secretary is a candidate?

No, *Robert's Rules of Order Newly Revised* (RONR) does not explicitly prohibit a secretary from facilitating a neutral third-party electronic election where they are a candidate, provided the third party truly handles the balloting independently. However, RONR and standard parliamentary principles strongly advise against conflicts of interest.

### Parliamentary Principles and Neutrality

- **Inherent Rights:** Under RONR, a member in good standing—including an officer like a secretary—retains all basic rights of membership, which includes running for office. [1]
- **Third-Party Safeguard:** Because the conduct and tabulation are managed by a *neutral third party* rather than the secretary directly, the risk of ballot tampering or partiality is heavily mitigated.
- **Appearing Impartial:** Even when permitted, parliamentary custom discourages officers from managing processes that directly affect their own election to avoid any appearance of unfairness or conflict of interest.

### Governing Authority and Rules

- **Bylaws Take Precedence:** Check your organization's specific bylaws or special rules of order, as they supersede the default provisions of Robert's Rules and may contain strict conflict-of-interest or election-committee disqualifications.
- **Electronic Voting Rules:** RONR requires explicit authorization in the bylaws to conduct meetings or elections electronically, and any rules specified there must be strictly followed.

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Re: Necessity of Group Rescinding a Previous Decision of the Chair:

Under Robert's Rules of Order, a chair cannot unilaterally overturn or reverse their own previous formal ruling or a decision of the assembly once it has been made and the meeting has moved on. If a course of action failed to be implemented, addressing it requires a proper main motion from the floor, such as a motion to **Rescind** or **Amend Something Previously Adopted**.

### Authority and Limits of the Chair

- **No unilateral reversals:** The presiding officer cannot simply declare a prior ruling or a passed vote void or overturned on their own authority.
- **Assembly supremacy:** Rulings and decisions belong to the body as a whole, not the individual chair.

- **Failing to act:** If an approved course of action was neglected or not implemented, it is an administrative or operational failure, not a procedural ruling that the chair can rewrite retroactively.

### **Correct Procedures to Change Course**

- **Motion to Rescind:** Cancels an unexecuted or previously adopted action; requires a 2/3 vote, a majority of the entire membership, or a majority vote with previous notice.
- **Motion to Amend Something Previously Adopted:** Changes part of a prior decision; follows the same threshold requirements as Rescind.
- **Point of Order / Appeal:** Used if a current procedural rule is actively being broken *in the moment*, but not to fix a past failure to implement.

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RONR 12 Section 2: 4:17 Re Chair Ruling something or someone out of order

Rules and explanations relating to the conditions under which various motions are not in order will be found particularly in 5, 6, and 7; in 10:26–27; and in the first three of the “Standard Descriptive Characteristics” given in the sections on each of the parliamentary motions (11–37). When a member who has legitimately obtained the floor offers a motion which is not in order, the chair may be able, in certain instances, to suggest an alternative motion which would be in order and would carry out the desired intent to the satisfaction of the maker. If the chair is obliged to rule that the motion is not in order, he says, “The chair rules that the motion is not in order [or “is out of order”] because... [briefly stating the reason].” (He must not say, “You are out of order,” nor, “Your motion is out of order.” To state that a member is out of order implies that the member is guilty of a breach of decorum or other misconduct in a meeting; and even in such a case, the chair does not normally address the member in the second person. See also 61.) If the chair rules that a motion is not in order, his decision is subject to an appeal to the judgment of the assembly. (For procedure regarding Appeal, see 4:18 3:13; 24)