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# **PACIFICA FOUNDATION**

## **BOARD OF DIRECTORS MEETING**

Hilton Hotel 1919 Connecticut Avenue N.W., Washington, D.C.

Taken on the date of: Sunday, June 11, 2000

Start time: 9:00 o'clock, a.m.

PACIFICA FOUNDATION

2390 CHAMPLAIN STREET,

NORTHWEST WASHINGTON, D.C. 20009

Phone number: 202-588-0999

Before Elaine A. Merchant, a RPR

**DR. BERRY:** Hear, hear. The meeting will come to order. Hear, hear the meeting will come to order. The first item of business --

Since I came on the Board, I've started a practice of having the transcripts of the meeting put on the web site and distributed at the stations, which worked for a while until various events occurred.

Then before that time, someone from the staff always took notes at the meeting to prepare the minutes of the meeting because the transcripts were not recorded and put on the web site or distributed to people. Once we began the practice of putting the transcripts on the web site and distributing them, eventually the process of having staff members take notes sort of went out the window.

We have had glitches twice in getting the transcript. And the staff has been relying on the transcript to write the minutes, which doesn't work we see. So, therefore, the transcript of the last meeting is on the web site I'm told, but the minutes have not been prepared.

And so what we're going to start today -- as we did yesterday at the committee meetings -- is have a staff member take notes at the meeting, in addition to having the recorder transcribe the notes so that we can have minutes without waiting to see if we ever get the transcription, because the two things just aren't working in sync.

So we've got the transcript up, but not the minutes. And as soon as they are available, we will have to ask the Board at the next meeting to approve both sets.

You will know what action items took place because when the committees report to you, they will refer to the things that they were instructed to do last time that were action items, and then also one came with the transcript. As soon as the staff has finished the minutes, I will ask them to send them to the Board in draft so that you can see them, and then you can approve them at the next meeting.

The next meeting of the Board will be in New York. And it's in September. And does somebody know the date?

**MR. ACOSTA:** The last weekend in September.

**DR. BERRY:** The last weekend in September. Does somebody know the date? Whatever the last weekend is in September in New York.

**MS. LYONS:** Could you just stop one sec so we can check the holidays in September?

**MR. BRAMSON:** The dates would be the 29th, 30th and 1st of October.

**MR. FORD:** No, there are no holidays.

**DR. BERRY:** And the meeting in February, just to give you advance notice, will be in Houston, and you will get the schedule for that. But, anyway, the next one will be in New York in September.

**MR. BRAMSON:** Madam Chair?

**DR. BERRY:** YES.

**MR. BRAMSON:** The minutes, would that reflect both the October, February and these June meetings?

**DR. BERRY:** That's what I'm saying. They will have to do separate sets so that you can read them and approve them in an orderly fashion.

**MR. BRAMSON:** Thank you.

**DR BERRY:** The other thing is we get down to the executive director's report. But before the executive director gives her report, I just wanted to say that I want the Board's indulgence to change the order of the reports that will be given on the committees. That after the executive committee report, we would have Board Governance. And then we would have finance. And then we would have development and technical and program policy, unless someone has an objection to changing the order of the committee reports. Do you have an objection?

**MS. CAGAN:** No, I have no objection, but I do have a question.

**DR. BERRY:** About that?

**MS. CAGAN:** No, not about that.

**DR. BERRY:** Is there an objection? Without objection, so ordered. Yes?

**MR. CAGAN:** I just have a question about how the agenda is set for the meeting? Because I have some ideas based on my first experience here in this weekend that I would like to raise. And I don't know when or what body I raise it with or who I raise it with about some ideas about the agenda and types of discussions that we might consider having.

**DR. BERRY:** Do you mean items for the agenda or about how to format the agenda?

**MS. CAGAN:** Both.

**DR. BERRY:** You would take those up with the Chair.

**MS. CAGAN:** All right.

**DR. BERRY:** Which you may do by e-mail, by phone, by arranged meeting, by

whatever means you wish to do so and have a discussion of it. And then the executive committee would discuss the ideas, depending on whether they make a major change of anything.

And you probably should do that -- The executive committee meets every month. So you probably -- at least once every month the executive committee meets. So you probably should do that -- in advance of the next meeting, I would say you probably should do it no later than the beginning of August so that the executive committee could then in August consider the ideas if they're substantive and if they require some kind of major change. If they're minor, the Chair probably can indulge you -- minor meaning that you're not going to turn the world upside down.

**MS. CAGAN:** Well, I don't know if they're major or minor.

**DR. BERRY:** -- indulge the ideas and simply make the change since the Chair sets the agenda each year. Mr. Bramson?

**MR. BRAMSON:** Would that be then that we would submit those to Mr. Acosta since he would be Chair for the September meeting, is that correct?

**DR. BERRY:** I will be the Chair until I'm no longer the Chair. So you will submit them to me and with a copy to Mr. Acosta. We're acting in a tandem team now, so just give them to both of us.

**MR. BRAMSON:** Very good. And when would the tandem team no longer be in existence?

**DR. BERRY:** When my term is up.

**MR. BRAMSON:** And is your term up when?

**THE WITNESS:** On a date in September which would be a year from the date that I came. And I have to look up and see what date in September that is. So

whatever date it is, we will -- I'll get the executive director to notify you since you have a particular interest.

**MR. BRAMSON:** Thank you.

**DR. BERRY:** The executive director report. The executive director's report. Please proceed.

**MS. WASH:** It's been a very stimulating three months. And I want to thank the members of the Board and my administrative council for being very supportive and for giving me advice during my initial period. There are a few things I need to report out on, and the first one are legal issues. I continue to work with Lynn Chadwick on reviewing the options and to address the legal matters. There's nothing that requires an action at this point in time.

The space for the formal office of the Foundation has been leased out in Berkeley. We do have a proposal for a contract of some of our SCA options that are out there. And we're very optimistic that something will come out of that.

On recruitment, we have narrowed it down to two candidates for our National Program Director. We are reviewing resumes for the development positions that are throughout the Foundation right now. And we are also reviewing resumes right now for the general manager of KPFA. And add some additional staff too.

I want to introduce, first off, Joanne Meredith. She's the national development director. Jim Bennett is the interim station manager at KPFA. And Lou Hankins is the interim station manager at WPFW. I want to also introduce Jennifer Spearman who has put in a lot of hard work and time putting this thing together as the executive assistant for the foundation.

And with that, as long as I'm talking about staff, this is the administrative council. They've all worked very hard. And I want to thank them all. This is Phyllis. I'm sorry. She's our PR staff. For those of you who have been trying to get interviews or whatever with me.

**DR. BERRY:** I wanted to -- I forgot to do this. I meant to do it in the beginning -- to welcome the new Board members who were not here at the last meeting to the work of this Board and to say how much the Board appreciates their willingness to give their service and time to this endeavor, and simply to welcome you.

The LAB chair report. Is the LAB chair from --

**MR. MORAN:** Question?

**DR. BERRY:** Is it about the LAB chair or before the LAB chair?

**MS. LYONS:** What is -- SCA options are what?

**MS. WASH:** That's the additional space on our antenna that we lease out for discretionary revenue.

**MR. MORAN:** What arrangements are going to be made for the KPFA staff and local advisory board to participate in the interview and hiring process for the KPFA manager?

**MS. WASH:** Well, right now that's what I'm looking through, the resumes. I did post the process on the web site. After I narrow it down, I'll call in and talk with Jim. And we'll set up some sort of committee that can interview some of the candidates, the ones that I think are qualified for the position. And I'll accept input from that body.

**MR. MORAN:** Is that going to include station staff and community from --

**MS. WASH:** It will be whatever -- it will be whatever group is put together by the manager at that time. It's what's posted on the web site.

**MR. MORAN:** Can that kind of material be sent to Board members, particularly

those of us that have been concerned with the hiring process?

**MS. WASH:** Right now it's truly on the web. If you go to the Pacifica web site and click on opportunities, then you'll see that, and it will say process, and it's right there.

**DR. BERRY:** Any other questions on the executive director's report?

**MS. LYONS:** Just a quick question on the last one. Do you have have more specific time deadlines so that if there are -- if people see it on the web site the LABs or others want to make contributions, they know what the deadlines are? Can you tell us when nominations are closed -- or when positions -- your acceptance of resumes close or something? Just give us a guideline. Everything is timely.

**MS. WASH:** The last deadline was June 3.

**MS. LYONS:** And that was a deadline for which?

**MS. WASH:** That was for all positions that were isted. And I would have to look to see if that was posted on the web site, but the deadline was June 3.

**MS. LYONS:** Okay. Is it possible for that to be extended for a short period of time, or is it over?

**MS. WASH:** If I review resumes and do not find qualified candidates, I can repost the position.

**DR. BERRY:** Any other questions on the executive director's report? Okay. There were no action items, so we will simply accept your report.

Is the LAB Chair from DC -- from WPFW here? I don't see her. It's Mary Alice, right? I don't see her. She's not here, so we'll move on to the committee



reports. The first committee report will be the executive committee, which I will report on.

The executive committee, first of all we, when we appointed Bessie as executive director, we said at that time that the executive committee would, in ninety days, have a discussion with her about her impressions of what has happened to date and the committee's impressions of what has happened to date and do a sort of -- have a sort of informal discussion about that.

The committee has done that. And we have agreed that while there are bumps in the road on both sides, we will move ahead as expeditiously as possible to meet the challenges that we will all face in the next few months. So I just wanted to report that.

Aside from that, the executive committee did not have any action items. The committee noted and listened to the executive director discuss the move. And we are very pleased that it was done in an effective manner.

The executive committee also heard about the recruitment plans of the executive director, some of which she has described to you. We're very pleased about that, both for the program -- National Program Director, and for the other posts where she is engaged in searches.

We did not have any action items at the executive committee, so there is nothing to report for action by this Board at this time. With that, yes, Mr. Bramson?

**MR. BRAMSON:** When did the executive committee meet? Most recently, excuse me.

**DR. BERRY:** The executive committee met on Friday evening, as it usually does, every time there is a Board meeting.

**MR. BRAMSON:** And was that meeting posted at all or was it -- were there any invitations issued to that?

**DR. BERRY:** As far as I know, everybody who was on the executive committee received an E-mail or was talked to by somebody else on the committee to tell them when the meeting was.

**MR. BRAMSON:** May I ask who had that communication with myself?

**MR. ACOSTA:** I spoke with Pete Bramson and told him about it Friday morning at the Board training.

**MR. BRAMSON:** And when did you have that conversation with me, Mr. Acosta?

**MR. ACOSTA:** Well, Pete, it was Friday in the Board training. I just told you.

**MR. BRAMSON:** I do not recall that conversation. Could you refresh my memory, please?

**MR. ACOSTA:** I don't remember the exact time, Pete.

**MR. BRAMSON:** Again, I'll be very specific. I do not recall the conversation. So I'm feeling very awkward that there was a meeting without my presence. Could you explain how that occurred?

**MR. ACOSTA:** Pete, I told you that because you had signed on to the litigation and we were going to be listening to legal issues or discussing legal issues, that you could not be a part of it. And you said, I understand that.

**MR. BRAMSON:** So --

**MR. ACOSTA:** And you said, yeah, I can understand that. That's what I remember you saying.

**MR. BRAMSON:** So you're portraying the conversation as an invitation to the meeting, but that I could not attend because of litigation, is that correct, Mr. Acosta?

**MR. ACOSTA:** Yes.

**MR. BRAMSON:** I do not recall the specific instance of an invitation to the meeting. I just want to make sure I'm being very clear for the record.

**MR. ACOSTA:** Well, we did discuss it. Whether I said you're invited or not, it was understood by you because you said, yes, I understand that.

**MR. BRAMSON:** The specific instance of the yes --

**DR. BERRY:** I don't think we're going to get anywhere with he said, he said, I said, unless there were witnesses who are going to be sworn to testify. All I know is -- Yes, Mr. Palmer?

**MR. PALMER:** I think that it's generally understood by everybody on the Board that the executive committee on Friday evenings meets. I mean, beginning on the first meeting I went to, I asked why the other person from Houston wasn't around to go to dinner. And he said, well, it's Friday night, it's always executive committee. You have attended those meetings too. And there is part of the responsibility for you to find out when they are and speak to whomever you need to to find out about it. But I think it's pretty well known that Friday nights are when the executive committee meets. And a lot of times the admin council goes out to dinner on Friday night together. I mean, it's been going on like that for years. And so complete ignorance of that process is not acceptable right now. Some of it's on you as well.

**MR. BRAMSON:** I completely understand.

**DR. BERRY:** Well, you're not recognized yet, Mr. Bramson. Are you finished?

**MR. PALMER:** Yes, ma'am.

**DR. BERRY:** And, in addition, in the last executive committee meeting, which was on the telephone, I recall saying, I will see you at the executive committee meeting at the Board meeting when we said good-bye.

Everybody knows that we meet. And you knew it. And he, in fact, told you. So to pretend like that you don't know there was a meeting is just outrageous.

**MR. FORD:** Madam Chair, I may also add that you specifically said Friday evening on that call.

**DR. BERRY:** Yes.

**MR. ROBINSON:** Madam Chairman?

**DR. BERRY:** Mr. Robinson?

**MR. ROBINSON:** I'm aware that the executive committee has been meeting. I'm also aware that I haven't seen any minutes of the meeting. Will those be available for us for the Board?

**DR. BERRY:** Are there any minutes?

**MS. CISCO:** Yes. There can be.

**DR. BERRY:** Yes.

**MR. ROBINSON:** When?

**MS. CISCO:** As soon as we get back, you can get a copy of them. We'll E-mail

them to you.

**MR. ROBINSON:** For all the executive committee meetings that we don't have minutes?

**DR. BERRY:** No, no, no. We have sent executive committee minutes to you in the past. If you did not receive them, there's some kind of mistake. We thought you were referring to the one for this Friday meeting.

**MR. ROBINSON:** No, no, no.

**DR. BERRY:** You don't have minutes?

**MR. ROBINSON:** I haven't received any in about 90 days.

**DR. BERRY:** You don't have any? Okay. Well, we'll make sure you get them.

**MR. ROBINSON:** Thank you kindly.

**DR. BERRY:** Mr. Moran?

**MR. MORAN:** Madam Chair, I want to place on the record my continued request that executive committee meetings be announced to the entire Board, particularly the ones that happen while the Board is convened. And I continue to state that it is my right to attend and sit in in those meetings.

**DR. BERRY:** I've heard you. We would move on then to -- if there are no other questions about the executive.

**MS. LYONS:** I would just second that proposal.

**DR. BERRY:** Which proposal?

**MS. LYONS:** The last proposal raised. And also request that I be given -- you know, get the executive board minutes from the meeting since I have participated in the governing board and participated on the committees. I don't have anything.

**DR. BERRY:** Well, everyone is supposed to have minutes of the executive committee meeting. That's the idea.

**MS. LYONS:** They'll send them. I understand.

**DR. BERRY:** The executive director, could you please make sure that all of the members of the Board, including the new ones, and double-check the old ones, have copies of the minutes of the meetings that have taken place up to this Friday, and that they then get copies of the minutes from this Friday's meeting, okay?

**MS. CISCO:** Yes.

**MS. CAGAN:** Just also -- I would also like to add my voice to the -- what was a recommendation or, you know, suggestion that executive committee meetings, except when it might be necessary to go into executive session at those meetings, be open meetings to the other members of the Board if only in an observer status. Even if the executive committee feels that just the executive committee should speak at those meetings, I think the meetings should be open to the other Board members. Again, unless there are particular personnel issues or, you know, sensitive issues that have to be discussed in executive session.

**DR. BERRY:** Okay. Anybody else have comments on the executive committee having heard you? Okay, we will move on then to the next --

**MR. BRAMSON:** Is there a call for a vote on the motion?

**DR. BERRY:** Which motion?

**MR. BRAMSON:** To include people in the executive committee?

**DR. BERRY:** That's a motion?

**MR. MORAN:** I so move.

**MR. PALMER:** Can I have some clarification? Because it was included in other stuff about him being seated and being able to attend. So why don't you state succinctly so I can understand exactly what it is your proposal is.

**MR. MORAN:** I move that the executive committee meetings be noticed to all Board members, and those that occur while the Board is convened be open to the rest of the Board members in observer status.

**MR. PALMER:** So you're removing your request to be on the committee? I appreciate that.

**MR. MORAN:** Excuse me? For the executive committee? I've never claimed that I've been on the executive committee.

**MR. PALMER:** Since you're not on the committee, you won't receive that.

**MR. MORAN:** You're wrong, Michael. You're referring to the governance committee. I am a member of the governance committee. That's not the one I'm talking about. I'm referring to the executive committee.

**MS. LYONS:** Second.

**DR. BERRY:** The Chair is going to rule that this motion will be referred to the board governance committee. It is out of order at this meeting.

**MR. MORAN:** On what basis is it out of order?

**DR. BERRY:** The Chair makes a ruling of the Chair that this motion should be considered by the Board governance committee and debated and analyzed before it is brought before this Board. And then motions of this kind go to that committee for its deliberation and for its advice to this Board before the Board moves. I would ask parliamentarily if there is some objection, that we have a motion to overturn the ruling of the Chair. I've made my ruling.

**MR. MORAN:** I object.

**MS. LYONS:** I would like the minutes to be noted that there's a second.

**DR. BERRY:** Yes, there was a second.

**MS. LYONS:** I'm not --

**DR. BERRY:** I heard the second.

**MS. LYONS:** There is a second that that be noted --

**DR. BERRY:** I heard the second, ma'am. I heard the second. I acknowledge the second.

**MS. LYONS:** -- and the Parliamentary resolution be done later.

**DR. BERRY:** I acknowledge the second.

**MS. LYONS:** I heard you. Don't yell.

**DR. BERRY:** I acknowledge the second. I am ruling that the motion --



**MR. MILLSPAUGH:** What's the Parliamentary situation at this point? I lost track.

**DR. BERRY:** They have made a motion. It has been seconded. I am ruling that the motion is inappropriate at this time, and that the substance of the motion should be referred to the Board governance committee for its deliberation. And that we would simply table it until that time because the ruling is it out of order. And that we will debate it when it comes back to us from the Board governance committee after they have discussed it, deliberated on it, and then we'll have a discussion on the pros and cons and see where we go from there. That's the ruling of the Chair.

Would someone like to move to overturn the ruling of the Chair, or shall we proceed?

**MR. MORAN:** I want to put it for the record that I think that ruling is inappropriate.

**DR. BERRY:** Well, then you should move to overturn it.

**MR. MORAN:** I don't should anything, Madam Chair.

**MS. WASH:** Can we move on?

**DR. BERRY:** I would ask for a vote and a motion to overturn the ruling of the Chair so that I can see the yays and nays. Could someone move to overturn my ruling and second it so we can get votes on whether my ruling is overturned or not?

**MS. CISCO:** So moved.

**DR. BERRY:** Could I get a second?

**MR. MILLSPAUGH:** Second.

**DR. BERRY:** All right. All those in favor of overturning the ruling of the Chair that this motion be referred to the Board governance committee and be reported back to this body after it has been fully debated, those who want to overturn the ruling indicate by saying aye.

(No response.)

Those opposed to overturning the ruling?

(Aye.)

**MR. MORAN:** Abstention.

**MS. LYONS:** Abstention.

**DR. BERRY:** All those who abstained -- Let's put the yeas and nays.

All those who voted to overturn the ruling of the Chair, please say your names so it can be recorded.

**MR. PALMER:** Michael Palmer.

**DR. BERRY:** You vote to overturn it?

**MR. PALMER:** No, no, no.

**DR. BERRY:** All those who voted to refuse to overturn the ruling of the Chair, say your names as we go down the list.

**MR. PALMER:** Michael Palmer.

**MR. MURDOCK:** John Murdock.

**MR. FARRELL:** Robert Farrell.

**MR. MILLSPAUGH:** Frank Millspaugh.

**MR. JOHNS:** Wendell Johns.

**MS. CISCO:** Andrea Cisco.

**MR. ACOSTA:** David Acosta.

**MR. FORD:** Ken Ford.

**MS. VAN PUTTEN::** Karolyn van Putten.

**MR. LEE:** Bertrum Lee.

**MS. CHAMBERS:** Valerie Chambers.

**DR. BERRY:** Is that it? All right. We have those names. Now, all of those who abstain, could you please say your names?

**MR. MORAN:** Thomas Moran. This isn't an appropriate process.

**MR. BRAMSON:** Pete Bramson.

**MS. CAGAN:** Leslie Cagan.

**MS. LYONS:** Beth Lyons. I'm questioning the use of Robert's rules here.

**AUDIENCE:** We don't have Robert's rules. We have Mary Berry rules.

**DR. BERRY:** We will move on. And could the audience please be in order.

The Board governance committee's report is the next report.

**MR. ACOSTA:** Thank you, Madam Chair. The committee met on five different occasions and considered four issues, which I will take one at a time.

The first one was the LAB policies and procedures in general, and the KPFK LAB in particular. As for KPFK, board members Robert Farrell and Rabbi Aaron Kriegel are in the process of fact finding in regards to a contentious relationship between staff and LAB. We will continue this process later this month and report back to committee for consideration of the findings.

As to the policy in general, there was discussion as to the effectiveness of LAB where members were litigants in suits against Pacifica. And communication with them accordingly would be minimal, if not, nonexistent. It was agreed that we should resume meeting with the council of Chairs, and we will ask LAB to appoint someone in place of the litigant Chairs.

The document policies governing our local station advisory board was reviewed, and there was discussion as to the necessity for revision and clarification. There was also discussion of exploring the possibility of how the Board can assist the LAB in their ascertainment function, and how that would work and that work could be presented to staff and Board. We will continue to work on this issue.

The next issue was Board duties and responsibilities. The document, Pacifica Foundation Board of Directors' Position Description was reviewed. There was

discussion of updating and revising it. There were varying viewpoints as to whether or not to add an enforcement mechanism to deal with unacceptable behavior.

There was discussion as to whether or not the revision should be specific or wholesale. There was general agreement that help be solicited from other similar organizations or the National Center for Nonprofit Boards.

And we will continue to work on this issue. The third item was the by-law amendment. The committee considered three proposals of the by-laws regarding a 10/99 Board resolution to take no action to sell the station. One proposal was submitted by Frank Millspaugh, one by Tomas Moran, and one by Pacifica counsel after reviewing the first two.

The committee voted five to two in favor of recommending to the full Board the by-law amendment proposed by the Pacifica counsel, which adds Section 2 of Article 1 and states, quote, the core asset of the Foundation shall consist of the licenses issued by the Federal Communication Commission for the following five broadcast stations: KPFA, 94.1 megahertz, Berkeley, California; KPFK, 90.7 megahertz, Los Angeles, California; KPFT, 90.1 megahertz, Houston, Texas; WBAI, 99.5 megahertz, New York, New York; and WPFW 89.3 megahertz, Washington, DC. None of these five licenses may be voluntarily assigned absent an amendment to this provision of the by-laws, unquote.

Article 9 of the by-laws requires a two-thirds vote to amend it by law. The proposed by-law amendment was not noticed with the notice of this meeting of the Board of Directors, and, therefore, could not be voted on today, but we should be able to vote on it at the next meeting.

The last item was the proposed general procedures for Board nomination process. A two-step process was discussed, which included proper communication with all relevant parties at each stage of the process. There was discussion as to the timing of each step and a total.

Creation of classes of members with the same term limits was suggested. It was decided that committee member Rob Robinson would draft a process and then seek input from LAB and staff before we decide on a final process. And

that's where we are. That's my report.

**MR. MORAN:** Question.

**DR. BERRY:** Yes.

**MR. MORAN:** Two items that I think were omitted from the report. One, is that I presented an objection to the fact that the amendment that I sent in to the Board Chair and to members was not submitted with the packet at a decision of the Governance Committee, which I believe is in violation of what is required for me to propose an amendment. My amendment that I submit to you all should be forwarded to the entire Board for vote. And this is the second time that it has not been done so.

The second item is that I question my not being seated as a member of the governance committee. I was a member of the governance committee during the Board meeting in February, and I was also not seated during that meeting. And I objected to the statement by the Chair that I am not still a member of the full governance committee, which is the nominating committee for this organization.

**DR. BERRY:** So noted. Any other comments? Yes.

**MS. LYONS:** I want to say that I have drafted the two proposals that were referred to by Mr. Acosta's report in regard to the council of Chairs in regard to input of the nominations process from everybody. I've consulted with Mr. Murdock on one of them and Mr. Farrell on the other. I just want to say that I will type them up and present them to you for discussion as proposals.

The second thing I want to note in the minutes is that the discussion over the -- in the, I think the second point on the LAB policies and procedures -- the issues of enforcement. There was debate on that. There wasn't a consensus. I was someone who spoke out and questioned those issues.

And I think the minutes should reflect that it was a discussion about and there

was contention over that section. I understand it was resolved. One way to resolve it would be further discussion. And I will also look at what other -- how other nonprofit Boards deal with the gamut of governing issues.

**MR. ACOSTA:** I want to repeat to what I said there. I didn't say it was consensus. I said there were varying viewpoints as to whether or not to add an enforcement mechanism to deal with an unacceptable behavior.

**MS. LYONS:** Okay. That's fine. I'm sorry. I didn't get it all. Okay. Thank you.

**DR. BERRY:** Mr. Bramson?

**MR. BRAMSON:** I'd like to place into nomination two names from local Boards that's been nominated through an existing process to be seated on the governing Board. One is from the Berkeley area of KPFA, J. Imani. The next name would Khalil Jacobs-Fantauzzi from the Los Angeles area. I'd like to place both names into nomination.

**DR. BERRY:** The Chair is going to rule the nominations out of order. These nominees have not been vetted by the Board governance committee, which is the body that makes recommendations for nominations to this Board. And, therefore, the Chair is ruling under Roberts rule of order, which applies to this Board. If you see the by-laws of any matter where there is no provision, then Roberts rules of order apply.

And we have a policy whereby the Board governance committee is the place that recommends nominees. These nominees, to my knowledge, have not been vetted, and we have no provision.

Also, LABs do not any more make nominations directly to this Board, as you know, under the by-law amendment that was approved last February by this Board. So I am ruling your proposal out of order. That is the ruling of the Chair.

Does someone wish to speak to other matters or to propose that the ruling of the Chair be overturned? Otherwise we will move on to something else.

**MS. LYONS:** Can you reframe the issue?

A point of information. I'm requesting the Chair reframe the issue. The issue isn't the ruling of the Chair. There's a substantive issue. Could you clarify the procedures? Because there is an understanding of procedures based on the by-laws about nominations. And there may be a way to amicably dispose of the issue; i.e., accept the nominations, have some discussion, then put the nominations in particular channels that's been raised here.

**DR. BERRY:** I made my ruling. You do not make nominations directly to this Board. The process is to make nominations to the Board governance committee. That is the process, if you will see the by-laws.

**MS. LYONS:** But where? I'm sorry.

**DR. BERRY:** Candidates, for the record, may be nominated by the Foundation's Board governance and structure committee. This is in the by-laws.

**MS. LYONS:** Okay. So which number?

**DR. BERRY:** Article 3 of the by-laws, Section 2, nomination of the records. So I think that is outcome dispositive. And I have made my ruling.

Does someone wish to make a motion to overturn the ruling of the Chair? If I hear some, we will have a vote on whether the ruling will be overturned. Otherwise, any nominations that anyone wants to make, they should make to the Board governance committee. Yes, Mr. Ford?

**MR. FORD:** Given the fact that no one raised the objection to overturn your ruling, I move that the report be accepted from the governance committee and ask for a second.

**MR. MILLSPAUGH:** Second.



**DR. BERRY:** All in favor indicated by saying aye.

(Aye.)

**DR. BERRY:** Opposed? So ordered. Who said no? Maybe we should get the yeas and nays.

All those in favor of accepting the report of the Board governance committee, say your name starting with Mr. Palmer.

**MR. PALMER:** Mike Palmer.

**MR. MORAN:** Please note my objection.

**MR. MURDOCK:** John Murdock.

**MR. LEE:** Madam Chair, he's out of order. I'm getting tired of this. He's out of order.

**DR. BERRY:** Mr. Lee, please, now you're out of -- you're both out of order.

**MR. LEE:** I'm sorry.

**DR. BERRY:** I didn't recognize either one of you. When a motion is made to accept a report, it means the entire report as it is constituted on the record; that is, the meaning, unless something else is stated. Please proceed. Mr. Palmer.

**MR. PALMER:** Michael Palmer.

**MR. MURDOCK:** John Murdock.

**MR. FARRELL:** Bob Farrell.

**MR. MILLSPAUGH:** Frank Millspaugh.

**MR. JOHNS:** Wendell Johns.

**MS. CISCO:** Andrea Cisco.

**MR. FORD:** Ken Ford.

**MS. VAN PUTTEN:** Karolyn Van Putten.

**MR. LEE:** Bertrum Lee.

**MS. CHAMBERS:** Valerie Chambers.

**DR. BERRY:** Those are the yeas. Could we have the nays for the record?

**MR. MORAN:** Tomas Moran.

**MR. BRAMSON:** Pete Bramson.

**DR. BERRY:** Are there any abstentions?

**MS. CAGAN:** I'm abstaining. Leslie Cagan.

**MS. LYONS:** Beth Lyons.

**MR. ROBINSON:** Rob Robinson.

**DR. BERRY:** Yes, we heard the abstentions. All right. So recorded and ordered.

**MS. CAGAN:** I have a question. At the Board training on Friday several items came up for discussion that were discussed, but there was no resolution to them.

And there was a suggestion that everybody in the room -- I think everybody in the room agreed that they should be referred to the governance committee.

And I'm just wondering -- I tried to get this raised, but I wasn't called by the Chair at that committee meeting. I'm just wondering what the process is when those items will be discussed and so then when the full Board will be able to get a report on those items?

**DR. BERRY:** Why don't you for the record here, so that there is no mistake, iterate what items you want to reinforce the notion that they should come back. Because in the normal course of events they should. But just for the record, go ahead.

**MS. CAGAN:** So the items that I recall, and there might have been other items as well, was the whole process of sharing information and trying to figure out how to regularize minutes of meetings, reports, proposals, by-law suggestions, all the information. That was one set of questions.

Another set of questions had to do with -- for lack of a better word -- relations between the Board and the staff. Who can call who when? Can the Board call the staff, can the staff call the Board? That whole set of questions.

And then there were a whole set of issues about how items get placed on the agenda and what happens either for committee agendas or for the full Board meeting agendas?

And then what happens when someone believes that they have followed the process and it doesn't result in their item getting on the agenda? How does

that get clarified and dealt with?

Those are the things that I recall from the Friday Board training.

**DR. BERRY:** Okay. I very much appreciate that.

And so this is a reminder to the Board of governance and structure committee that these items should be on your agenda and deliberated and some responses brought back to the Board. Mr. Robinson?

**MR. ROBINSON:** For the record, I would just like to point out that during the Board governance and structure committee meeting a request which I had placed requested to be placed on the agenda to Mr. Acosta was declined. This request was made in a timely fashion.

**DR. BERRY:** Anybody else have anything else they want to say about this?

All right. We will then move to the finance committee report.

**MR. PALMER:** Thank you. The finance committee meeting yesterday went over initially what had transpired from the last meeting to the current one in committee, which was the mid-year budget review revision process. And we stated then that on April 26, on a conference call, that we had addressed the budget revision requests from KPFT, WPFW and the national office. And those requests were approved on the conference call and minutes were sent out by E-mail to all the members on the Board, including those that weren't on the conference call.

And I pointed out as well that the budget revisions requests for KPFK, WBAI and KPFA as well had been approved through the normal proven budget process, which means that the senior staff had approved those requests. So all of the units had requested upward revisions on their budgets, and those had been approved. And we were glad to have the opportunity to approve those. There have been questions that had been raised, not through the committee, what I think was the appropriate manner, but I wanted to address them so I

read a statement that I'll read again just so that it can be formally acknowledged in the minutes. It has to do with our budget process. The operating units of the Pacifica Foundation have historically and currently done fundraising through various means in support of local operations. Pacifica Foundation issued an annual audited financial statement, as well as periodic year-to-date statements for governing Board use which detailed the financial performance of network operating units in the Foundation overall.

The Pacifica Foundation is the legal entity vested with the ultimate responsibility from the Internal Revenue Service and the Federal Communications Commission for proper conduct of local operations.

Pacifica's current proven income budgeting process accounts for surplus and deficit financial performance on a cumulative basis. Proven past practices are utilized in the disposition of deficits and surpluses as well. All operating budgets are approved by the Pacifica Foundation governing Board. Requests for variances are submitted by local general managers through senior staff for Board approval. Historically speaking, surpluses have been used for debt retirement and capital expenditures and have not been allocated to any other operating unit.

That addressed some of the questions that had come up to the finance committee.

For the coming Board meeting in September now, the committee will be involved after the senior staff in reviewing the 2001 budget. The managers and the CFO will be doing what they normally do in terms of submitting and reviewing initial drafts of the budget. And then the finance committee will review these budget preparations and make recommendations that will ultimately come to the Board for approval in September at the next meeting. So we will be doing that in the coming months.

As well it is noted or mentioned by the CFO that the Foundation will begin to initiate a five-year budget process so that everybody within the Board, on the staff, and in the general public can get a further look into the future about what the financial -- strictly the financial needs and expenditures of the Foundation will be. And I think it will be a useful tool for everybody to further understand what it takes to operate the network.

I had wanted to take some time, and I'll repeat it here, to acknowledge some of the good work that had been done at the individual stations thus far this year. So, please, indulge me, if you will.

WPFW, they had done, I think, an outstanding job of accommodating the national office and taking it into their quarters. And, specifically, Bessie Wash, Lou Hankins, Jennifer Spearman and Joanne Meredith had done, I think, a very, very good job in handling that, as well as Bob Daughtry in getting them into their physical quarters.

KPFT has completed a face-lift on the exterior of their building -- paint, new windows that are waterproof and insulated, which is a big thing in Houston. That has been completed. And interior improvements are under way as well.

And for any of you all who have been to Houston, this is a pretty old building in a very historic part of town. And these are needed improvements to be a good citizen in our neighborhood.

And Garland had mentioned that the audience has doubled in Houston in the last two years, which is an accomplishment. And we're expecting good things in the future as well. I wanted to acknowledge Garland and Molly, Edmundo, Mary and Mike for their entire work, as well as all of the staff as well.

KPFK is doing well financially, especially considering the fact that right now they don't have a development director. They've had to work particularly hard over the last several months to continue to perform on budget. And I think they've been doing a great job to the point that they were able to eliminate two days from their most recent fund drive, which is a good signal to me that all -- not just for KPFK, but for all the units, that they're beginning to understand how more effectively to achieve their financial goals on these fund drives and sparing the citizens and the listeners of two more days of pleading for more support. So we want to congratulate them on that.

KPFA is performing very well. Their listenership, as well as financial support, has come through as anticipated through all the current events. And we think now that KPFA has a tremendous opportunity before them to retain and sustain these new listeners and the added growth that has come with it. And

we wanted to do everything that we can to support that. And that's why the budget revision was approved. And we will do all we can to continue to support that as well.

WBAI is still on budget through their most recent drive and working very hard. So I wanted to mention those specifically, and give a particular nod to Sandra Rosas for picking up the lion share management in the archives in addition to doing her CFO job. This is another example of how we get a tremendous amount of effort and work out of the support staff, the whole staff, in Pacifica when Sandra can do all the work she does and answer all the questions that come to her, and, in addition, begin to pick up the archive work. It's a tremendous tribute to her willingness to continue to extend herself for the Foundation, and I thank her for that.

So then on the individual units financially, I won't be long on this, Sandra indicated that all of the units are doing better than expected. Overall, through the Foundation we're about 13 percent above budget on revenue, or listener support, as you would have it.

If all goes as planned, four out of the five units will have surpluses at the end of the year. All of them will come in on budget, which is one of the first times this has happened in a very, very long time and gives some indication that the current direction that we're heading in is beginning to bear some fruit, and we hope it can continue.

From the manager's statements, just a few things I wanted to mention, KPFK is beginning to undertake their tower project. Final approvals are imminent. And the actual construction of the tower will begin, I think, this year. But it's important to know that that project is replacing the control rooms, providing new transmitters, changing out antennas, and it's actually building a new tower. It's their fundamental infrastructure items that we have to continue to do. And all of the work that they've been doing is supporting that along with NTIA grants from the government and all.

The efforts being made in DC and that are contemplated in Berkeley to this have to go forward. They have to be supported. There's no question about whether we will do these. It's how quickly and how well. And then the --These are some of the notes that I made. That WBAI has had a tough year, but they,

again, are on budget. Part of the fact that it's a tough year is they're adhering to our proven income budget process whereby when you accumulate a deficit, you have to repay it. And that's one of the things that's making it a little difficult for Valerie to show a larger surplus than what they would have. And if they perform the way they have this year, in 2001 they should have quite a bit of room for growth and further support of the staff in their projects.

That's about it.

**DR. BERRY:** Okay.

**MR. MORAN:** Question.

**DR. BERRY:** Yes, Mr. Moran.

**MR. MORAN:** Michael, since the last time we met, we've received a final copy of the auditor's report for the year ending September 1999. And on note 19, which details the expenditures that were done at KPFA that amount to \$440,000 that related to the closure of the station in regards to expenditure, there's a note that says that the national Board has determined that KPFA will repay these funds over five years.

The last discussion that I recall in the October meeting was the Chair and the Board announcing that those funds would not be paid back with listener funds. And it is noted here that KPFA in this note will repay it with, quote, non-listener funds. But I do not recall a Board decision that said that KPFA was going to repay that rather than that some other means of raising that money was going to be made. So I want to know where in the process -- And, also, in the current financial reports I notice a debt retirement amount of \$100,000 for KPFA, which I assume is related to that. And I want to know where exactly was it decided by the Board that these would be charged back to KPFA?

So I need a copy of the minutes of whatever meeting the Board decided that that money would be paid by KPFA, which I do not recall.



**DR. BERRY:** I will answer because he asked about the Board, not about your committee, okay? We decided this in an open public meeting at the last Board meeting.

**MR. MORAN:** Which one?

**DR. BERRY:** The last Board meeting.

**MR. MORAN:** You decided that KPFA --

**DR. BERRY:** No, no, no. In Houston we decided this. It was reiterated. It is in the transcript, which you will see.

**MR. MORAN:** That KPFA would repay it?

**DR. BERRY:** And there is no doubt about the fact that we decided this. And we will --

**MR. MORAN:** So I will find it in the transcript that KPFA --

**DR. BERRY:** You will find the discussion of it. You don't have to repeat it, sir. I know what I'm saying and I heard you.

**MR. MORAN:** I'm putting it in the record.

**DR. BERRY:** I am going to put it in the record myself. Thank you.

The Board decided that KPFA would repay from non-listener funds the costs that you are discussing. And that no listeners funds would be used for the cost of the security for the public relations that happened at KPFA during that crisis. This audit note is consistent with what the Board decided.

Do you have further information on this, Mr. Palmer?

**MR. PALMER:** I was going to just simply say that in Houston it was clearly stated that the discretionary income would be utilized to repay these things. It was clearly stated before the huge public gathering and also members of the Board and it is consistent with what was decided.

**MR. ACOSTA:** I will make a motion that we accept the finance committee report.

**MS. WASH:** Second.

**DR. BERRY:** All those in favor?

**MS. LYONS:** Two quick questions. Two procedural questions of finance.

**DR. BERRY:** Yes.

**MS. LYONS:** The first question is, is it possible to get copies of this audit? I'm a new member to the finance committee. Can we get copies of this audit?

**DR. BERRY:** No problem. We'll put it out.

**MS. LYONS:** The other thing is, do you have a schedule, sort of, of finance committee meetings or how often would they be able to meet before next September?

**MR. PALMER:** It's always driven by need. It's not scheduled. We did the budget revisions this time after Sandra and the senior staff had completed their review of things. So it will be impossible then to say we're going to meet specifically on this date, because it wouldn't necessarily allow them enough time to do the work.

**MS. LYONS:** It will be before the next thing, right?

**MR. PALMER:** It will clearly be before the next Board meeting. And the only things that we know that we will be addressing would be once the managers and senior staff have completed their proposed 2001 budget, then we would take a look at it, a preliminary look at any committee further before making a recommendation.

**DR. BERRY:** A short answer is you don't know. All in favor of accepting the report indicate by saying aye.

(Aye.)

**DR. BERRY:** Opposed?

(No response.)

**DR. BERRY:** Abstentions?

(No response.)

**DR. BERRY:** So ordered. I think -- I don't know if anyone signed up to speak. We're not there yet. But if you haven't, there's a list over there on that table just in case -- or Phyllis has it in the red -- in case anybody does want to speak at public comment.

I have to step out for a minute, so I'm going to turn this over to Dave.

**MR. ACOSTA:** All right. The next report is the development committee.

**MR. MURDOCK:** Thank you, Mr. Chairman. The Development Committee met in its currently constituted way with Board members for the first time yesterday.

We made several decisions about where we want the development committee to go and what we see its role as being. But this is a work in progress and it's a work in progress that the committee has agreed it wants to proceed with quickly in order to begin accomplishing the important purpose that it has to raise funds for the achieving of the Foundation and the stations' mission.

And the objective is to raise funds and raise substantial funds from sources other than the traditional listener sources so as to bring added substantial resources to the ability of the stations and the Foundation to do the things that they need to do.

Some of the projects that we would anticipate that the development funds will be focused on will be national programming, station needs, some of which are going to be needs, for example, for technical things, equipment, and so on, and for archives restoration. The development committee is looking to the staff. In particular, the staff is led by Joanne Meredith and Sandra Rosas to develop with the stations a plan of action that the development committee can support.

One of the things that was noted in the meeting is that at this point in time all of the stations are ahead of their listener support projections for this year. And that is an extremely positive thing. Because what it means is that people in the community are responding to the stations, want the stations to be on the air and support what the stations are doing. And the development committee looks forward to helping that process along. Finally, I want to thank the staff who I'm going to be working with very closely and to let members of the committee know and to let the public know that the committee will be meeting probably by conference call every several weeks, so that when we come back at our September meeting we will have a detailed plan of action and can make decisions at that point in time about how much money we expect to raise and the methodology by which we expect to do it. Thank you, Mr. Chairman.

**MR. ACOSTA:** Does anybody have comments on that? Miss Cagan?

**MS. CAGAN:** As a member of that committee, I just wanted to add also that we did ask, and the national staff said that they would provide as soon as, you know, reasonable, projections in terms of how much money is needed above and beyond what the individual stations need for a national program, for national staff overhead, for the archives, you know, the other pieces of this

budget that are outside of the five stations so that the development committee could set some goals in terms of the amounts of money it needed to try and help generate by, you know, a certain date.

So we're looking forward to working with the staff on having those figures so that we can help, you know, focus our fundraising goals in a clear way.

**MR. ACOSTA:** Anyone else? Can I have a motion to accept the committee report?

**MR. MILLSPAUGH:** So moved.

**MR. MURDOCK:** Second?

**MR. ACOSTA:** Any abstentions?

(No response.)

**MR. ACOSTA:** Okay. So ordered. The next committee report is the technical committee.

**MR. FORD:** Basically, yesterday we were delighted to have a presentation by a representative from Audiobasket.com. This is a company that's on the leading edge of delivery of radio media to the public. They have created a process whereby program content is taken together and particularly packaged, let's say, for individual listeners to be delivered via either cell phone or over the internet.

The representative gave us some great ideas as to what the future of radio is as far as delivery is concerned. As many folks know, the whole technology is changing. The traditional means of broadcast will continue. However, there are newer methods by which the delivery of program content can be done.

The presentation was for the benefit of the Board at large to understand what the technology of the future holds for us to start thinking about how we're going to conform to the newer method of delivery in the future. Members from the staff of PFW, station managers primarily, as well as the Board members, were very enlightened, so to speak, as to what's going to be done. We came up with a recommendation that the Pacifica staff work with Audiobasket, as well as other companies of this nature. Not to enter into any type of agreement, but to better understand what the future holds such that we can position ourselves to be competitive, as well as be current with the technology that's available.

The second portion of the meeting dealt with a report from Don Mussell, which we must say that it was a very good report. It shows the current status of hardware in all of the stations. We're looking to take that and use it as a baseline to develop where we need to be five years from now given the state-of-the-art that's being developed from a technological standpoint to where we are as far as program content.

Eventually, at the next meeting we will have a discussion on the current situation. The station managers are to present us with a preliminary concept of how they envision a station being five years from now, such that we can marriage that concept with what we see as to technology and where our programming lies to try to come up with a five-year plan to see where we need to be, as well as to start allocating the resources to get there.

And, lastly, we got a report from the various station managers as to the technology problems. And that was stated previously, not to bore you with it. The tower situation at A, which Mike reported on, the transmitter buy for W, and -- it was A also, wasn't it? Yeah.

**MS. WASH:** K.

**MR. MURDOCK:** K. I'm sorry. For K. Transmitter buys there. And the staff did a very good job as far as cost savings. We realize there were significant cost savings there. So that's basically it, and I ask for the acceptance of this report.

**MR. ACOSTA:** Do I have a motion to accept the committee report?

**MR. MILLSPAUGH:** So move.

**MS. WASH:** Second it.

**MR. ACOSTA:** Any abstentions?

(No response.)

**MR. ACOSTA:** Okay. So ordered.

The next committee report, program policy.

**MR. MILLSPAUGH:** Because of the interesting quality of the technical committee and the subject yesterday, the program committee graciously permitted the technical committee to extend into the program committee's time slot. That graciousness was partially predicated on the fact that our committee had a very much shorter agenda than it has in the past, as there were no action items on the agenda.

We observed that most of the membership of the committee is new to the committee. And so, therefore, a number of basic materials were distributed to the members. Those materials, including the committee charge, the Anti-Defamation Resolution of 1994, the Code of Ethics and Practices for News and Information Programming, and the News and Information Programmer Disclosure Policy, which everyone is asked to read because these are old and, perhaps, need to be reevaluated, rewritten or reaffirmed. But, of course, that was not done at the meeting, but was discussed in the future.

Garland Ganter is the staff resource as acting National Program Director for that committee. And he distributed materials which were a summary of the most recent arbitron top lines and gave a discussion to those, which included describing what some of the terminology was.

For those of us who have difficulty remembering those things, and those of us

who have never heard of it before, the upshot of that report was the excellent progress which all of the stations continued to make in increasing their listenership. This trend is, I think, pretty well confirmed now from the last year or so of reports, each of which show, continue to show an upward trend. And it is, indeed, a credit to the dedication, hard work and intelligence of the management and staff and volunteers of each of our stations.

Some discussion was launched into the recent NFCB meeting. And the events which Pacifica held for our affiliates, which now number, I'm told, some 57 nationwide.

Regrettably, the Chair of the committee then launched into an extensive discussion that entailed the history of the organization. And I will not inflict further pain by reiterating all of that.

We discussed -- a request was made by a couple of the members of the committee that the staff prepare or collect the FCC regulations and the CPB documents which apply to program policy and standards. And then -- as I will ask the staff to do. And it was also requested that we have a telephone conference meeting between this meeting and the next regular board meeting. And we will schedule that, of course, immediately. Well, soon, subsequent to the hiring of the new national program director so that we will have that staff input so that staff person can become familiar with the committee's operations.

We also heard a review from staff of the progress on the program task force. The Chair observed that the program task force is an independent activity that is not under the aegis of the program policy and standards committee, because this committee is concerned with practices and standards rather than programming per se.

However, we were, I think, all heartened by the progress that the structure of that task force is taking. And various suggestions were made for matters that the task force might address. A great deal of -- well, we were all hopeful that the exercise might also issue clearer procedures and objectives for the local advisory boards as they attempt to meet CPB requirements in assessing and making community needs assessments.



We also agreed to use the term community needs assessment instead of ascertainment in order to avoid confusion between the renewal process, which requires community ascertainment and the ongoing requirement that we do community needs assessment. I think that was pretty much it.

**MR. ACOSTA:** Any comments or discussion? Ms. Cagan?

**MS. CAGAN:** Yes. Again, just one other thing to add to the report. There was a suggestion raised that the organization, including the program committee and the task force and the staff think about developing ways to in a more proactive way think through some of the national programming questions as opposed to just waiting for or, you know, not -- I don't want to put down the notion of waiting for local stations to take some initiatives and recommendations -- you know, make recommendations to the other stations that things be picked up as national programming, but that a more -- especially in the context of the kind of tightening up of space in the broadcast medium. You know, how do we as Pacifica more proactively think through what might be appropriate for national programming and to encourage that discussion and not just sit back and wait for things to happen, but to seek out where there might be opportunities to develop that kind of national programming?

**MR. MILLSPAUGH:** Indeed, this was one of the key suggestions that was offered to the staff or task force for consideration. I should say that among materials also distributed were the program grids for each of the stations. And we have asked that these program grids be formed part of each station's report in the printed Board booklet in the future, and as well that the KU grid be included under the national report. That latter, because of so many people come away from our discussions of national programming with the impression that the only things that we are feeding to our affiliates are Democracy Now and the Pacifica nightly news.

It's certainly true that these are the cornerstones, but there are some 35 to 40 hours of additional programming originating at the various stations, which also form part of this national feed and we want people to be aware of that as well.

**MR. ACOSTA:** Anyone else? can I have a motion to accept the committee report?

**MS. CISCO:** So move.

**MR. JOHNS:** Second.

**MR. ACOSTA:** All in favor?

(Aye.)

**MR. ACOSTA:** All opposed?

(No response.)

**MR. ACOSTA:** Any abstentions?

(No response.)

**MR. ACOSTA:** So ordered. Now we come to the public comment section of the meeting.

**MS. CAGAN:** I don't know where it fits in here, so I may be out of order or whatever.

But I'm concerned that we not have on this agenda any discussion of how we as the national Board can play a positive role, constructive role. And I don't have a blueprint here. I don't have even a set of ideas on how to do this. But what role we can play that will be positive to healing some of the visions and problems and tensions in sort of what I would call sort of the larger Pacifica family. And I think that that's an appropriate item for an agenda of the Board, the governing Board of this body.

So I don't know if there's time to do that oday, to have some initial discussion about that even if decisions aren't made. But it seems to me that as the, quote,

leadership body of this large family of very diverse interests and realities and experiences, that we should at least consider what positive steps we can take o healing some of the divisions and wounds and tensions that are out there.

**MR. ACOSTA:** Anybody else?

**MR. PALMER:** Well, I hear what Leslie is saying and had spoken with Beth about this last night. And I think that it's wonderful to raise the issue, but I think you need to come prepared with something to put on the table to discuss. It's like telling somebody to do something, but giving them no guidelines. There are a lot of things that could be done and you could put them on a table. Then there's the discussion among the Board on what, you know, the context is to weed out what are possible things to discuss.

I think that bringing it up is great. And everybody -- I'll speak for myself. I would like to be able to see some of that happen. But the idea that you just put it out there without what I'll call context at this point, maybe we should talk among ourselves or something ahead of time to begin to get a realistic idea of what parts of it are realistic. So that when you suggest something that may be, you know, in your mind completely realistic, with more information it might not be completely realistic.

I want to just mention that is my reaction to what you're saying. I don't know exactly where to put it for the next meeting or anything, but I think it's an appropriate discussion.

**MR. ACOSTA:** Frank?

**MR. MILLSPAUGH:** I too think that we should have this kind of discussion. I don't think that the Sunday morning plenary, which is in the nature of a formal meeting and formal reports from the Board, is the right place for it. Perhaps one of the lengthy Friday sessions where we can be more informal and express ourselves without taking public postures. And with some degree of collegial atmosphere would be the best context in which to do it. Because, you know, if you have these kinds of discussions in an inappropriate context, then they can worsen the situation or set them more firmly and concrete. And I want to avoid that further hardening of the stations if we can possibly avoid it.

So I want to endorse your call for this dialogue. And I'm certainly available to help discuss with you what would be the proper venue and context for that discussion.

**MR. MORAN:** Mr. Chair?

**MR. ACOSTA:** Tomas?

**MR. MORAN:** I just want to support Leslie's idea also. And I did try in the February meeting to bring to the agenda for the Friday session of the February meeting a set of concrete reconciliation packages that I brought to this Board. But it was not deemed by the Board that that was the forum to discuss it at that time. I want to encourage at this time this initiative with Leslie be really strongly considered and that we take that up as a major part of our thinking?

**MR. ACOSTA:** Okay. So noted. We're going to go to the comment section.

**MR. BRAMSON:** Just a little quickie. What I'm hoping for is some commitment that, let's say, next session's Friday Board training be worked in this manner so that we can develop what we've attempted to do over the last three or four, which is some Boardsmanship issues.

**MR. ACOSTA:** We'll be working on that, Pete.

**MR. BRAMSON:** Can I get a commitment from you, David?

**MR. ACOSTA:** I'm not going to tell you what's going to be on Friday. It's too early to tell you what's going to be on Friday. We're going to develop that before we get to the meeting, but we will work on it.

The public comment section. Usually, we have about 30 or 40 people. We don't have that many this time. And we usually only give people two minutes. I'm going to go ahead and double that today and you can have up to four minutes. And I want the Vice-Chair, if you could, to keep time. Could I have the

list, please? When you get up to the mike, please state your name for the record.

**MR. MURDOCK:** Can you ask people to identify which signal they are from just so that we can better know who they are?

**MR. ACOSTA:** Will the speakers please let us know where they are from so we can have an idea? Sam Hussein. Okay. We'll come back to him. C.S. Soong.

**MR. SOONG:** Good morning. My name is C.S. Soong. I am a recovering attorney and I'm also --

**MR. ACOSTA:** Congratulations.

**MR. SOONG:** Thank you. I'm also a public affairs producer at KPFA radio in Berkeley, California. In the last 36 hours I have heard a lot of misinformation about what happened -- this is misinformation I heard in the halls and the rooms of this hotel -- about what happened in Berkeley last year. And I would suggest that before you develop any final opinions about what happened there, that you actually ask somebody who was there.

There is absolutely no question in my mind that if you were a KPFA staff member last year, by you I mean any Pacifica Board member who claims to be a politically progressive person in thought or deed, if you were a KPFA staffer last year and you personally experienced and witnessed Pacifica's conduct, beginning with the termination of Pacifica's KPFA's station manager Nicole Sawaya last year, I have little doubt that you would have protested, you would have clamored for justice, and that you would be standing here today at this mic expressing your fervent opposition to a hostile, hunkered down Pacifica National Board, and would later consider this an important task in the effort to protect civil rights and democracy in this country.

I also believe that unless it voluntarily chooses to do so, that this Board will be forced to face the indignities of democratizing itself, of following -- of finally following it's own procedural rules as set forth in it's by-laws in black and white,

and guarantee the sanctity and security of KPFA, as well as every other precious Pacifica signal.

**MR. ACOSTA:** Thank you. The next one is Barbara Lubin. Sam is back? Okay. Sam Hussein. Tell us where you live, Sam.

**MR. HUSSEINI:** I live three blocks from here. My signal area is WPFW, which I don't believe is living up to Pacifica's mandate.

There are protests here in DC. WPFW's failing while so much burns and so much needs to be addressed. While Board members are being kept away from positions that they should be entitled to all Board members are trying to document procedures and being stifled for it, 40 strikers, whatever you want to call them, are striking, stringers, contributors for the Pacifica news.

There's been intensive censorship at WPFW. The Washington Post called it Soviet style journalism, people being cut off in mid sentence and going to music.

There are now 30 Pacifica affiliates running the strikers' newscasts. They now have a weekly newscast, Free Speech Radio, that strikers are picking up, that the stations, half of your affiliates are picking up.

Why isn't the Board attending to these matters and squaring off with these issues and addressing them instead of stifling the very people who might have the solution to your problem?

There's a hemorrhaging of talent. Vernon Avery Brown, Don, Laura Flanders, Don, Frank Schultz at KPFA, Don. What steps is the Board taking to attracting talent in an open manner? Are jobs being posted in an open manner, whatever the position may be, from interim or permanent executive director to program director and so on? Is excellence and community being addressed? Or is loyalty to individuals, who are not here this moment, who seem to want to personalize things?

Who wants to overrule the Chair? What kind of question is that? That's not a healing process. We're not going to expand by such a form. You need to heal this or you're going to lose your legitimacy, if not already, your legitimacy.

The censorship that I talked about before still continues. The July 14 edition of Democracy Now still is not on the web page.

**MR. FORD:** One minute, Sam.

**MR. HUSSEINI:** There needs to be dialogue from what I've seen, especially between the new Board members who might only be having been privy to part of the facts. I'm so glad that some of the people from KPFA and other listening areas are here.

**MR. FORD:** 30 seconds.

**MR. HUSSEINI:** Thanks, Ken. There needs to be a dialogue and there needs to be an attending to legalisms in terms of the Board's responsibilities. And beyond that there needs to be a not attending to the legalisms to stifled people, to stifle. Don't do that.

**MR. ACOSTA:** Thank you, Sam. The next speaker is Barbara Lubin.

**MS. LUBIN:** I'm Barbara Lubin, and I'm with Friends of Free Speech Radio in Berkeley, California. And I just want to maybe free associate for a couple of minutes. Friends of Free Speech Radio is an organization that came about during the lockout last summer. We have taken out full page ads in the New York Times, we have had concerts, we've raised money to pay legal fees. And many of us sit on the steering committee in Berkeley. The steering committee was formed almost a year ago. There are approximately 12 people that sit on the steering committee. Three representing paid staff inside the station, three representing the unpaid staff union and the community.

I would ask -- and I also want to welcome the new Board members. Congratulations to all of you. And I hope you can help us through this horror

scene that's been going on.

We have demands. Those demands have never changed. And they've always started with rehire Nichole, offer her, her job back, rehire Larry Bensky, offer him his job back, and let's resolve the underlying issues that are a problem in Pacifica.

When you talk about more money being raised by KPFA, this is not for the same reasons you think. It's because that money is a show of all the people in northern California. That we support our struggle. That we will continue to struggle until this is resolved. Not just say we're putting this off for another three months and we'll talk about it then. Within three months there will be many more lawsuits. Within three months it is not going to be a good scene here for any of you or for any of us. We are all tired.

The steering committee still is asking you to appoint some people, three people, five people, however many you want, we will appoint the same number of people. Let's meet somewhere. Let's look at what we're asking and let's come to some Goddamn resolution about this. It's enough already.

And I'm really a little angry that Mary is not here. You know, I've not just worked on the steering committee, I've not just worked in Friends of Free Speech Radio, I don't just go back and forth to the Middle East. I did get on an airplane and go down and have a meeting with Mary Frances Berry, along with Robbie Robinson, a two hour meeting where we poured out our hearts to her, where she appeared to be somewhat interested in what we had to say, and she never even had the decency to call us back. That meeting was with Saul Landau in southern California and a lot of things were said there. We respected Mary and she respected us.

**MR. FORD:** One minute.

**MS. LUBIN:** But not enough to get off her butt and to do something about this issue. Friends of Free Speech Radio is also in charge of the stringer strike. There are 34 affiliates that are now carrying it. And those 34 affiliates are being organized by me and many others to drop PNN news.



**MR. FORD:** 30 seconds.

**MS. LUBIN:** 30 seconds? It is a scab news, and hopefully KPFA could do that also.

I do want to just say that we are all very grateful to our Board members that represent our area, to the new Board members who work with us, the old Board members who work with us, and to Jim Bennett who has done a miraculous job at our station as interim manager. And, as I said to Mr. Livingston, the headhunter, it would be a horrible mistake for you to oppose somebody in that station --

**MR. FORD:** Time.

**MS. LUBIN:** -- because all hell will break loose.

**MR. ACOSTA:** Thank you, Barbara. The next speaker is Patty Heffley.

**MS. HEFFLEY:** Hello, I'm Patty Heffley from WBAI, New York Coalition for a Democratic Pacifica, New York.

There really is no explaining to those not witnessing this travesty of a lack of professionalism exhibited here at these meetings. The Board's lack of respect for this progressive institution, except for a few members over here, is astonishing. Clearly, this over here is left, this is right. It's even in the seating arrangement.

Again, Chairman Berry is not present for the public comment session. She always leaves early, has to go to the bathroom, or whatever is more important than us, the listeners, the public. All I can say is the wide array of her public unprofessional and disrespectful behavior towards this amazing radio network who are the listeners, the producers, and the air, has soiled her once respected reputation. And the process of democratization has begun, and you can't stop it.

**MR. ACOSTA:** Thank you, Patty. The next speaker is Frank Wagner.

**MR. WAGNER:** Good morning. My name is Frank Wagner. I'm a local supporter from the area. I am very concerned about what I've witnessed at the last Board meeting, as well as yesterday and today. And I just feel like, as several other people have said, that there is a complete lack of democracy here.

I was here -- I witnessed the exchange with Tomas and David yesterday, David Acosta. And, you know, I think it was scandalous, I mean, that he was removed from a committee without his knowledge. And then when he attempted to address that and someone in the audience was attempting to support him, Ken Ford told the person to shut up. I mean, it's crazy. I mean, this is supposed to be -- this really is our only progressive voice left in the media. With a monopoly of everything, I think there's six news outlets in the whole country now, and there were 80 two years ago. It's outrageous. I just -- the censorship of WPFW is really, really concerning me. The ten minute censorship of the news one night, which was sanctioned by Pacifica, which ran on all the other stations, but yet was censored here in Washington, is really baffling to me. I mean, how can -- and when I called and asked about this, when I called and talked to Bessie Wash about Democracy Now and about the news, I was told while the Democracy Now program -- the morning it was censored, what's going on, why is Democracy Now not on -- she told me there were technical difficulties, technical difficulties.

It's a blatant lie. It's not true. I mean, you know, they were censoring the program. And if they weren't doing anything wrong, why don't they just say, we were censoring for this reason, and give the PFW audience an explanation. Why lie? I mean, this is supposed to be a democratic, progressive organization. You can't lie to us.

And I believe that Bessie Wash and Lou Hankins should apologize to the WPFW audience on the air with an apology that, we're sorry for not telling the truth about the censorship and this is what happened. And, you know, we owe it -- you guys owe it to the audience to tell us what you did, what went wrong. And if there's nothing wrong like you said --

**MR. FORD:** One minute.

**MR. WAGNER:** -- if you didn't do anything wrong, then what's wrong with admitting you've made a mistake? I mean, that's democracy, right?

You know, I'm just -- you know, also about the Pacifica network news is really a joke. I think they should change the name to the White House Nightly News or the Clinton Nightly News. I mean, it just is so -- I can't even listen to it anymore.

**MR. FORD:** 30 seconds.

**MR. WAGNER:** It is just so outrageous and so skewed in the right of the news that it's unlistenable. And the only real progressive station left on Pacifica now is Democracy Now. And, you know, I'm just very concerned and very disturbed by the goings on at this Board. And I also want to welcome the new members over here.

**MR. FORD:** Time.

**MR. WAGNER:** The only voice, really. And God bless you.

**MR. FORD:** Your time has expired.

**MR. WAGNER:** Okay. Thank you.

**MR. ACOSTA:** Thank you, Frank. The next speaker is Liam Kirsher.

**MR. KIRSHER:** My name is Liam Kirsher. I'm from the KPFA signal area.

People on both sides of this struggle have observed that we are expending time and energy that we might otherwise use to confront injustice beyond the walls of Pacifica. I think the time is well spent. It's difficult to tell that now, but eventually I think it will be evident.

We live in a country that's profoundly hypocritical. A democracy in name only. A government that systematically suppresses the truth. It's no surprise that frustrated by the difficulty of changing the political status quo our battle turns inward and we recreate here the same kind of power dynamics that plague this nation. A governing body that negates and marginalizes voices of dissent. That's a unflattering comparison for some of you.

Look, when you sweep the issues under the rug, they're still there. And if they come back to haunt you, they won't go away. The only way to exercise them is to work through them honestly, transparently, and with respect for all individuals involved.

Those are principles upon which Pacifica was founded and they're the principles that we should adhere to today. That many of you lack the skills, and, more importantly, the humility required by that work is a tragedy of both personal and political dimensions. Pacifica no longer can take for granted a leadership position in progressive politics. Not just because of the deep divisions that this Board has created in the left community of this country.

Pacifica is being leapfrogged by organizations like the Independent Media Center, the infamous Radio Project and others, technologically and in the leadership role. Organizations fighting the WGO-IMF World Bank are organized along truly democratic principles. I've sat in on some of their meetings, and I can attest to that. Every voice is heard and respected. If Pacifica does not change its current course, it will continue its slide into political irrelevancy. Thank you.

**MR. ACOSTA:** Thank you, Lee.

The next speaker is Billy Ray Edwards. MR. EDWARDS: My name is Billy Ray Edwards. I'm a volunteer for WPFW radio here in Washington, D.C. I'm just trying to figure out something. Who is going to be the winner out of the conflict that's happening right now between Pacifica and the activist community? It seems it's going to be the lawyers. The lawyers are going to win because they're going to probably break you, you know.

But my point is that, you know, I don't know of many people who understand

the real problem of Pacifica. The real problem is the fact that when announcers like myself, or reporters like myself, was denied the right to have editorial control over what is presented across the airways and that responsibility went to the Pacifica Board, which totally kicked out all the activists in the organization. And I'm very hurt that on the 16th of April so many voiceless people came here to Washington, D.C. to have a voice in this community and WPFW did not do one thing.

I know how powerful the media could be. I did something when I was involved with WPFW that I have no regrets to this day. I went to the Nation of Islam and asked them to take control of the drugs that was in our community that was killing our children 90 miles an hour. They did what I asked them to do publicly over the airways.

I feel right at this point if you folks don't realize what the real issue and the root cause to what Pacifica's problems is today and focus all this money being spent on challenging the government to make that FCC rule change and give that responsibility of the people back to the people who has signed on the law editorial control of what they present across the airways.

Right now there's so many things that's concerning me. The industrial prison complex concerns me, for one thing. All our African-American children being locked up in jail like that, and no voice, not even on Pacifica radio when Pacifica radio has been an outlet for prison reform.

All in all, all I can say to you is this. Is that like I'm a lifetime believer of freedom of speech. And I have put my life on the line many times to make sure that WPFW stays alive and well here in this city, one of the highest fundraisers for over 14 years from '77 to 1990 until this issue came up of who was involved and who was responsible to the government for what's being projected across the airways. I have a suggestion.

**MR. FORD:** One minute.

**MR. EDWARDS:** My suggestion is this. For Pacifica to do the right thing and the Board to do the right thing at this point, is to turn back all the licenses at this point to the communities in which they serve to the government, and have

those licenses granted to the communities in which they serve. Thank you.

**MR. ACOSTA:** Thank you. The next speaker is Carol Spooner.

**MS. SPOONER:** Good morning, ladies and gentlemen. My name is Carol Spooner. I live in the KPFA listening area. I'm the organizer of the committee to remove the Pacifica Board.

Since last July I have, with the help of grass roots activists throughout the country, collected over 3,000 declarations from members of the public calling for removal of this Board for gross abuse of your authority and discretion and for breach of the charitable trust that you hold. I'm filled with sadness to have had to take this action.

I'm going to shift and just tell you why I did it. I've been a KPFA listener for 40 years. I was a teenager when I began listening to KPFA. I lived in a very posh, wealthy suburb of San Francisco. My father thought that exploding atom bombs in Russia was a good idea.

I started listening to KPFA and I heard a different view of the world. I heard neat music, funny poetry and I started cutting school and going to the City Lights Book Store and reading weird books and getting an education.

KPFA, 40 years ago changed my life. It sent me on a different path. I am who I am today because of that immense public service that Pacifica carried out over the last 50 years. I don't want to lose that. I have grandchildren now and I want them to have the same opportunity.

So I've watched this Board now through two meetings and I have looked at each one of you repeatedly. I've looked to see who will look in my eye. I believe there must be goodness in each one of us, and that none of us wants to see this destroyed. I certainly do not.

But I will tell you our lawsuit is now pending. We filed a petition with the California Attorney General for standing to sue as relators in the public interest.

It's sitting there, you probably know. I imagine you get briefs somewhere.

**MR. FORD:** One minute.

**AUDIENCE:** She can have the rest of my time.

**MS. SPOONER:** It's been sitting in the Attorney General's office since January 31 and he hasn't made a ruling. I am getting impatient. I expect that in early July we'll just go directly to court and ask the judge to hear us.

this is a listeners lawsuit and listeners need to be heard. That may be the only way to compel substantive discussion and negotiation, is through legal action. I'm at a loss to see any other way. I have not seen any willingness on this Board --

**MR. FORD:** 15 seconds.

**MS. SPOONER:** -- to do it. In addition, one final thing. The Corporation for Public Broadcasting requires all meetings, including committee meetings, to be open to the public --

**MR. FORD:** Time.

**MS. SPOONER:** -- with the exception of three or four small areas that can be closed.

**MR. FORD:** Your time is expired.

**AUDIENCE:** She can have my time, I said.

**MR. FORD:** Well, how much time do you have?

**AUDIENCE:** I only spoke for one minute.

**MS. SPOONER:** I have three more words to say.

**MR. ACOSTA:** Let her finish up. That's okay. Go ahead.

**MS. SPOONER:** So I've heard about the many meetings that are taking place before the every four months meetings. And I would request that you conduct those by conference call broadcast on all five stations.

Thank you.

**MR. ACOSTA:** Thank you. The next speaker is Richard VanderHenrel.

**MR. VANDERHENREL:** I am Richard VanderHenrel. I've been a listener of WPFW since the Gulf War in 1991. WPFW has really reshaped my thinking. I've been a financial supporter since that time.

Programs like Ambrose Lane and Dorothy Healy, have really enriched my knowledge. Earlier, Freedom of Speech, which now is no longer on the air. And which I heard speakers like Norm Chomsky that I have never heard before on any radio station.

So WPFW has really enriched my life and has helped me become a stronger activist. Because of what I heard at WPFW I became involved. For example, in Haiti, which would never have happened otherwise, I believe, because I would not have had the information necessary to become an activist.

In recent years, unfortunately, I've seen removal of some of the important programs that sustained me, actually, on WPFW. I do not approve of the direction that's happening now.

Lou Hill certainly had a vision for Pacifica. I do not see his vision now being



fulfilled. So I think the Board needs to become more aware of the original vision and implement it. So I would hope that the Board would change direction and look to the spirit of Lou Hill. Thank you.

**MR. ACOSTA:** Thank you. The next speaker is David Adelson.

**MR. ADELSON:** Hi everybody. My name is David Adelson. I'm chair of the local advisory Board in Los Angeles. I wanted to say a few things quickly.

First of all, there's been rumors, I have no direct evidence, so I don't know that the coverage of the A16 protest in Washington were sparse with the exception of Democracy Now and that there really weren't a lot of people out on the streets getting information back and broadcast about what was going on in the conflict between the police and all the rest of it. Again, I have no knowledge whether that's true.

I want to express my hope that at the Democratic National Convention in Los Angeles where there are going to be similar kinds of mobilization, that there will be active participation between all the people who are out gathering information on the streets. And there is a conflict, as I understand it, between the people who are running the independent media center who are gathering a lot of excellent sound, the kind of thing that should be broadcast on Pacifica, and Pacifica arising out of the action by the stringers. And I would hope that the Board would try and direct whoever would be appropriate to try and resolve that difference so that that material would get broadcast.

That's the kind of thing Pacifica has always done and done so well and been a very important thing. So I think that would definitely boost our reputation if we do do it, and reflect accordingly on Pacifica if it's not done.

The next item is the question of David Giovannoni's report and an article in The Nation by John Dingas where two ideas are presented. First, that Pacifica is a shadow of its former self. That it lacks the relevance and impact that it once that. In the same report, both of them, they say that Pacifica's audience has never been larger. And they urge that in order to become relevant, the size of that audience needs to be expanded manifold.

I agree that a bigger audience is good. But if Pacifica is not as relevant now as it was, but never had a larger audience, then there must be some other component of what made it relevant. And I'd ask you to consider that and try and return us to -- bring us not just to a larger audience, but return us to the relevance that it had before.

I would say also that -- Okay. So the next thing has to do with the local advisory Boards. And I know there's been questions about what does CPB say about it. I just want to read this from the Communications Act and certification requirements for CPB station grants. This is the latest iteration of this from 1998.

Under minimum compliance requirements, in the section on community advisory Board requirements, minimum -- three, minimum compliance requirements. In addition, each community licensee must permit the community advisory Board to independently perform the following activities: Establish and follow its own schedule and agenda, review the programming goals established by the station, review the service provided by the stations, review the significant policy decisions rendered by the stations --

**MR. FORD:** One minute.

**MR. ADELSON:** -- and to advise the governing Board of the station whether the programming and other policies of the station are meeting the specialized educational and cultural needs of the community served by the station, and, as determined by the advisory Board, the advisory Board making recommendations to the governing Board to meet those specialized needs.

Now, our advisory Board has, as I understand it, been seen as antagonistic towards Pacifica.

**MR. FORD:** 30 seconds.

**MR. ADELSON:** I want to say it's not true, but I understand where that perception comes from. Nonetheless, we've made repeated requests in writing over a period of months to get information about the policy goals and service

provided by the station and have had no response from the station. We would like whatever assistance you could give in getting a formal response on those particular points so that we can make our report. As I understand, our Board is the only one that has actually submitted the required documentation.

**MR. FORD:** Time.

**MR. ADELSON:** Thank you very much.

**MR. ACOSTA:** Thank you. The next speaker is Laurel Blankenship.

**MS. BLANKENSHIP:** Hi, I'm Laurel Blankenship from Chico, California. I am on the Board of Directors at KZFR community radio. We're not a Pacifica affiliate. I just happened to be in Washington, D.C. at a labor conference, union conference. And I'm only here by, you know, fortuitous circumstances, serendipitous circumstances, addressing you today.

While I was in town I ran into some KPFA people at the local grocery store. And they told me that the Pacifica meeting, the Board was meeting today. So I thought I would come down.

I've tried to -- being on the Board of Directors at KZFR -- I'm also a programmer there. Being on the Board of Directors, I have actually been in the position that you seem to be in now where we are a self-appointed Board of Directors, and there was kind of a democratic grassroots movement to have an elected Board of Directors. And a lot of us were vilified in the process. I trust that every single one of you is a good person, because I know. I've been there.

I've been in the situation where people felt they had to vilify you. And I tried not to take it personally. Because I know that what they were doing was vilifying the process, vilifying and objectifying something that is wrong. And that is a lack of democratic input, a lack of community input. We really are -- what we are is community radio.

And I feel for my brothers and sisters at KPFA now. I've really tried to be very

objective in this because I've been -- I feel like I've been on both sides. What I've observed at this Board meeting today has been rather disturbing, actually. I feel like the tactics, the parliamentary tactics of your Chair only serve to polarize. They don't serve to bring you together. They really don't serve to bring us together in bringing forth our mission and our goals for what this radio station and what this network -- what Pacifica should be.

And I just want to bring you my observations as kind of an outsider today, not having been involved in this heretofore. I think of C.S.'s comment about a hunkered down Board. That's been my observation also. And I just encourage you -- I know you're good people. And I encourage you to not go on -- not be so defensive, and really accept and listen to the input that you're getting.

And I'm very disturbed that Mary Frances Berry is not here to hear this. This is really -- it's very disturbing to me. I don't understand this. This is a public comment portion of it.

**MR. FORD:** One minute.

**MS. BLANKENSHIP:** She should be here, you know. All I have to say is that my observations -- I do want to say also that I've recorded this, and I want to bring this back to the folks at my community radio station and play it. It has made an activist out of me just to be here today. And I'm going to play it, and I'm going to show them what is happening at these Board meetings. This is not the way it should be. We should be working together on this.

**MR. ACOSTA:** Thank you. That's all of the speakers we have. I want to thank all the speakers for their time and commitment.

**MS. CAGAN:** David, can I ask something?

**MR. ACOSTA:** Yes, you can say something.

**MS. CAGAN:** I didn't mean to cut you off.

**MR. ACOSTA:** Let me just say, so you'll understand, this is public comment. This is not public debate.

**MS. CAGAN:** No, I know. I don't want to debate anybody. I want to make a comment to the Board here.

**MR. ACOSTA:** Okay. Before we adjourn? That's fine.

**MS. CAGAN:** Yes. I was extremely happy to be here to hear these comments made by -- you know, in this public session. I don't think there was one that I didn't find interesting, informative, insightful, moving, you know, valuable contributions. I want to thank people, you know, for taking the time to be here.

I also, though, would like to propose to make this as a motion to our Board that we take up the proposal that Barbara Lubin put out, you know, early on in this comment session, that we designate as many of us as we, you know, so choose to meet with the folks in the Berkeley area to talk about the problems.

**MR. ACOSTA:** We're not going to take up any proposals at this time.

**MS. CAGAN:** Well, I'd like to put that out.

**MR. ACOSTA:** I make a motion to adjourn the meeting.

**MR. FORD:** Motion to adjourn.

**MR. ACOSTA:** Do I get a second?

**AUDIENCE:** You're out of order. This committee is out of order. Out of order. You're out of order. Out of order. Out of order. Out of order.

**MR. ACOSTA:** Everybody, wait a minute.

**MR. PALMER:** Beth has something to say.

**MR. ACOSTA:** Beth has something to say. Okay.

**MS. LYONS:** Leslie made a comment she has a proposal, which I would like to second. And I also want to get in -- one second -- and you can rule about what to do. I believe we can discuss and vote. You can rule on that.

I want to say before you get to that as a Chair person that I also want to thank the people who have come here today and yesterday, to thank people for their comments.

And I also want to say that I have appreciated the opportunities I've had to have discussions as well with my fellow Board members on various issues over the last three days. And I want to say that publicly.

**MR. ACOSTA:** Okay. That's fine. The ruling of the Chair is that that motion is out of order. If you want to make a motion to overrule the Chair, you can do that at this time.

**MR. MURDOCK:** I'd just like to comment on a couple points.

First of all, Leslie, I think you raised an interesting point. It's a point that I think you made earlier about the issue of talking about healing and dialogue and so on. I don't want there to be a lack of understanding, though, as to at least the timing of a statement that you made, which is that in the context of discussing proposals, motions, and so on to be considered by the Board, that it's not done at this particular session. So I think that, yeah, we ought to talk --

**MS. CAGAN:** Why?

**MR. MURDOCK:** Because this was the community comment period of --

**MS. CAGAN:** No. That was over and then I was recognized.

**MR. ACOSTA:** Excuse me. Both you all. The ruling has been made.

If you want to make a ruling to overturn the ruling of the Chair, you can make it at this time. That's the only thing I'm going to entertain at this moment.

**MR. FORD:** Point of order. Mr. Chairman, point of order.

There was a motion to adjourn and it was seconded.

**MR. ACOSTA:** Wait a minute. Wait a minute. We're going to stop right here. There has been a motion to adjourn. It's not debatable. All in favor of the motion to adjourn, raise your hand. All opposed? We'll take a note of it. Who is opposed to adjournment? Say your names.

**MR. MORAN:** Tomas Moran.

**MR. BRAMSON:** Pete Bramson.

**MS. CAGAN:** Leslie Cagan.

**MR. ROBINSON:** Rob Robinson.

**MR. ACOSTA:** The motion is passed. The meeting is adjourned. That's it.

(The meeting concluded at 11:15 A.M.)

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CERTIFICATE OF NOTARY PUBLIC I, ELAINE A. MERCHANT, RPR, and a Notary Public in and for the District of Columbia, before whom the foregoing deposition was taken, do hereby certify that the witness whose testimony appears in the foregoing deposition was duly sworn by me; that the testimony of said witness was taken by me in shorthand at the time and place mentioned in the caption hereof and thereafter transcribed by me; that said deposition is a true record of the testimony given by said witness; that I am neither counsel for, related to, nor employed by any of the parties to the action in which this deposition was taken; and further, that I am not a relative or employee of any counsel or attorney employed by the parties hereto, nor financially or otherwise interested in the outcome of this action.

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ELAINE A. MERCHANT, RPR  
Notary Public in and for the District of Columbia

My commission expires: August 31, 2003