



3729 Cahuenga Blvd. West - N. Hollywood, CA 91604

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DRAFT AGENDA

March 20, 2022 10:30 AM LOCAL STATION BOARD (165 mins)

- I. Opening Business (15 mins)**
 - a. Call to Order – Roll Call.
 - b. Land-back Acknowledgement - Comportment.
 - c. Appoint Timekeepers.
 - d. Approve Proposed Agenda.
 - e. Pacifica Mission Statement.
 - f. Excused Absence requests.
 - g. Appeal for Funds for KPFK.
 - h. Setting of Next Meeting. (Note: Apr.17 is Easter Sunday)
 - i. Approve minutes (see PDFs)
 - j. Set Time certain for Adjournment.

- II. ED & GM Report and Discussion (25 mins)**

- III. Public Comment # 1 (10 mins)**

- IV. Personnel & Governance Committee (see Appendix)**
 - a. Motions re GM search (15 mins)
 - b. Additional Governance Motion & CAB report (10 mins)

- V. PNB Directors Reports and discussion (20 mins)**

- VI. Public Comment # 2 (10 mins)**

- VII. PNB Directors' Response to Public Comment (10 mins)**

- VIII. Treasurer's Report and discussion (15 mins)**
 - Finance Committee Motion for Third Party Donation Thank-You Gift Fundraising (see Appendix)



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| IX. | Fundraising Committee Motion (see Appendix) | (10 mins) |
| X. | Public Comment # 3 | (10 mins) |
| XI. | Outreach Committee | (5 mins) |
| XII. | Programming Oversight | (5 mins) |
| XIII. | New Business | (5 mins) |
| XIV. | Adjournment | |

APPENDIX: (6 Items)

NOTE: The ED has been considering using the existing pool of candidates from the GM search and recommendation last year and will discuss that possibility with the LSB.

(1) Personnel Committee Motion:

Moved that that the LSB establish a GM search committee of 11 members, elected by an STV ballot, to conduct the search.

(2) Governance Committee Enabling Motion:

Motion for STV Election for General Manager Search Committee

“ WHEREAS Article Seven, Section 3(B) of the Pacifica Bylaws assigns to the LSB the power, duty, and responsibility "To screen and select a pool of candidates for the position of General Manager of its respective radio station, from which pool of approved candidates the Executive Director shall hire the station's General Manager." and specifies that "The LSB may appoint a special sub-committee for this purpose."

RESOLVED, that a General Manager Search Committee of eleven (11) members shall be elected using the Single Transferable Voting Method via electronic mail, under previous



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authorizations for electronic communications, with Terry L. Goodman serving as Chair of Tellers and John P. Garry III serving as Teller. (see the PNB policy on search committees below). Nominations shall be made at the LSB meeting of March 20, 2022, and candidates shall have a brief opportunity to express their qualifications and their approach to and priorities for the selection process. Nominations to positions on the Committee shall open immediately after approval of this motion and close before consideration of the next item of business.

FURTHER RESOLVED, that all currently serving KPFK Delegates are authorized to vote and will be sent voting instructions via email on or about March 21, 2022, and that the polls shall close on Friday, March 25 at midnight Pacific Daylight Time. The Chair of Tellers will distribute preliminary tally results to all voters soon after the tellers agree on those results.

FURTHER RESOLVED, that the Local Station Board will meet in a continuation meeting on Sunday, March 27 at 10:30 AM PDT (which meeting shall be publicly noticed, if practicable) to receive and ratify the results of the elections. Ties, if any, may be resolved at this meeting prior to ratification using virtual flipped coins via <https://www.random.org/coins/>. The first member of the committee to be declared elected shall be the first meeting convener. The committee may subsequently elect its own chair. All business of this committee shall be conducted consistent with Pacifica Personnel Policies, including but not limited to issues of applicant privacy and equal employment opportunity.

If for some reason Terry Goodman or John Garry are unwilling or unable to conduct these elections, the LSB Chair is authorized to designate other neutral persons to do so. If quorum is not met by the close of polls, the Chair of Tellers is authorized to re-open the polls and declare a new deadline.

To facilitate these elections, soon after the adoption of this motion, the LSB Secretary shall send to both tellers the roster of current LSB Members with email addresses, the names of the nominated candidates, and the exact text of this motion as finally adopted.

Reference: the PNB policy on search processes

Motion approved by the PNB on June 19, 2014 re. LSB Search Processes

Pacifica Foundation General Manager / Program Director Search Process (Note that the motion ends with a provision specifying that the same policy and procedures apply to the GM search process, substituting General Manager for Program Director, and Executive Director for General Manager in the appropriate places).



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"Whereas Article Seven, Local Station Boards, Section 3: Specific Powers and Duties, Sec. E. of the Bylaws, reads, "To screen and select a pool of candidates for the position of station Program Director, from which pool of approved candidates the station's General Manager shall hire the station's Program Director. The LSB may appoint a special sub-committee for this purpose"

Be it hereby resolved that the following steps shall be taken in sequence in order to conduct an approved search for a candidate to fill an open position. All references below to "National Office" specifically indicate the National H.R. worker, if one is in place, or if not, the E.D.

1. Where an LSB creates a search sub-committee, the LSB shall specify, in the motion which creates it, which of the procedures it intends to delegate. Such a sub-committee shall include a minimum of 7 and a maximum of 11 members consisting of LSB members, including paid and unpaid staff members, and may also include non-LSB listener members and non-LSB staff members. Names, email addresses, and phone numbers of all sub-committee members shall be sent to the National Office.
2. The PNB Personnel Committee shall provide a copy of the job description, candidate evaluation criteria, and, for non-LSB members of a created sub-committee, a confidentiality agreement to be executed by the sub-committee's 2nd meeting.
3. The LSB or its sub-committee shall arrange through the National Office for publication of an ad in venues reaching diverse communities per FCC and EEO guidelines and the ad shall be placed within 7 days of the request. Ad budget shall be set by the GM and LSB. In addition, an ad shall be posted at the station's premises, on its website and airwaves, and in its e-newsletter or other publications. Application period shall be 30-45 days, and applications shall be submitted to a central location in the National Office and then distributed, in their entirety, via email to the LSB or its sub-committee and the GM.
4. The LSB or its sub-committee shall create a timeline not to exceed six (6) months to complete its work, including meetings, rankings, interviews, and reports at each LSB meeting. The timeline shall include a meeting at which the sub-committee shall receive training from the National Office on laws and rules concerning the hiring process. The LSB or sub-committee may or may not arrange a meeting of the qualified candidate finalists with the paid and unpaid staff.
5. All LSB or sub-committee meetings regarding the hiring process shall be noticed to the public, and held according to the open-meeting provisions of the Pacifica bylaws.
6. To assure equal treatment of all candidates, each interview round shall be conducted by the same method (e.g., phone, in-person, etc.).



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7. The LSB or its sub-committee shall formulate a list of standard interview questions for all candidates.
8. The LSB or its sub-committee shall decide on its pool (3-5) and rankings of recommended candidates using Single Transferable Voting, with LSB or sub-committee members strongly encouraged to write a brief explanation of their votes.
9. If, as the 6-month mark of the sub-committee's existence approaches, it appears that the sub-committee will not complete its work, the LSB may reaffirm the sub-committee and extend its term or reconstitute using the same process articulated in #1 above.
10. In the case of the search sub-committee, it shall write a final public report explaining the process it went through in its search and recommendations, and shall also submit a confidential appendix to the LSB containing the names and rankings of its recommended pool members (3-5), along with any explanations written by sub-committee members of their votes.
11. If no sub-committee is created, the LSB shall prepare a public report as described above and a confidential appendix to the GM containing the names and rankings of its recommended pool members (3-5), along with any explanations written by LSB members of their votes.
12. If the selection is made by a sub-committee, the LSB shall in executive session discuss and vote on whether to accept the candidate pool and rankings as presented by the sub-committee, or may revisit the pool of qualified candidates, or review the process.
13. As per Article 7, Section 3E of the Pacifica Bylaws, the General Manager shall make the final decision regarding which individual from the pool shall be offered the position. Said decision shall be made and reported to the LSB within a month of receipt of the LSB's recommendations.

And that this motion shall also apply to the search for a General Manager by broadening the references to "Program Director" and "General Manager" to include "General Manager" and "Executive Director".

(3) Additional Governance Motion:

“ The LSB supports the Spanish Language Programmers’ efforts to fund raise the community events outside of on-air drives, as they have done successfully in the past. The LSB urges new AGM to support this with on-air promotion of such community events by the Spanish language programmers to fund raise for the benefit of KPFK.”



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(4) CAB Report:

The Governance Committee voted to postpone consideration of a motion for an STV vote to elect members of the Community Advisory Board until our April meeting with the expectation that additional outreach and recruitment be done during the intervening period, including on-air announcements informing listeners of the opportunity to serve on the CAB and the nature of its role and responsibilities.

Reference: Bylaws and PNB Motion on CABs

Article Seven Section 3K of the Bylaws specify that the LSB shall "perform community needs assessments, or see to it that separate "Community Advisory Committees" are formed to do so".

PNB Policy on CABs from 2010

Approved 4-23-10 Page 2 of 8 Pacifica National Board Teleconference,
OPEN MINUTES March 5, 2010

a. Community Advisory Boards.

Resolution: Pacifica Community Advisory Boards.

Be it resolved that the LSB's as committees of the Pacifica National Board shall form Community Advisory Boards ("CABs") pursuant to this resolution. LSBs should consult the CPB guidelines for further guidance on related matters not directly addressed in this resolution:

The station management shall produce a document stating programming goals for the station and submit it to the CAB for review no later than May of each year. The CAB shall also conduct a community needs assessment ("CNA"). The CAB will prepare a report, based on the CNA, advising the governing body of the station on whether the programming and other policies of the station are meeting the specialized educational and cultural needs of the communities served by the station and whether the station is meeting its programming goals. This report and the CNA shall be presented to the LSB no later than October of each year.

The LSB and CAB should coordinate their schedules to ensure that the CAB members, or designated representatives from that body, may present this report to the LSB, and discuss its findings, during a regularly scheduled or special meeting of the LSB.

Each LSB may delegate other responsibilities to the advisory board to assist the governing board or station personnel. However, the law states: "In no case shall the [community advisory



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board] have any authority to exercise any control over the daily management or operation of the station."

General Managers, as non-voting members of the LSBs, may work with the LSBs on the implementation of this resolution. In addition, the General Manager will act as the liaison between the CAB and the station and will make available such resources to the CAB as are reasonably necessary in order for the CAB to carry out its duties.

All compliance documentation submitted to the CPB shall be made available for inspection at each station and at the Pacifica national office. The CAB's schedule of meetings, meeting minutes, and the names and short biographies of the CAB members shall be posted on the station website.

The CAB of each station shall comprise minimum of 4 members and a maximum of 24 members. Nominations to the CAB are invited from community groups, educational and cultural institutions, past and present CAB members, LSBs and individual candidates. Individuals may also self-nominate.

The LSB makes its appointments to the CAB from the group of nominees using the single transferable vote ("STV") preferential voting system, for a term of three years. CAB members may serve no more than two (2) consecutive three-year terms. CAB members need not be members of the Pacifica Foundation. LSB members may not serve on the CAB.

This policy will go into effect in February 2010 and the LSB's shall ensure that new CABs are in place by May of 2010

All current CAB members may remain on the board while new members are added under this new Pacifica policy. Current CAB members shall be subject to the same term limit restrictions as new members.

Stations are encouraged to develop materials on their websites to educate community members about the purpose and role of the CABs.

(5) Finance Committee Motion:

Motion for Third Party Donation Thank You Gift Fundraising

“ Whereas KPFK has been doing third party fundraising and has found it mutually beneficial to listeners, third parties and the station, and if KPFK's GM wants to continue to do this,



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Therefore the following are guidelines to maintain compliance:

Requirements for FCC compliance:

All Third Party Donation Thank You Gift fundraising must be done during a regularly scheduled fund drive.

All funds must come to the station.

The percentage of the split must be under 50% to the third party.

There should be no promises of a percentages made to the public or donee – only “a portion of the funds raised in this program will go to...”

For KPFK/Pacifica Foundation policy:

All Third Party Donation Thank You Gift fundraising must follow the above FCC rules.

All Third Party Donation Thank You Gift fundraising must be pre-approved by the GM and National Technical Director (position currently held by Jon Almaleh) before each fund drive.

The third parties must be vetted by the GM and the iCFO (position currently held by Julia Kennard) before each fund drive.

GM and iCFO (currently held by Julia Kennard) Julia Kennard to decide on the percentage of the split before each fund drive.”

Yes: Grace Aaron, Ken Aaron, Fred Blair, Sue Cohen Johnson, Allan Beek, Raymond Goldstone, Michael Heiss, Dave Johnson, Steve Kaiser, Kim Kaufman, King Reilly, Ruth Strauss, John Wenger

No: Bella De Soto, Beth Von Gunten, Michael Novick

Motion approved. Yes: 13 No: 3



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(6) Fundraising Committee Motion:

“ The KPFK Fundraising Committee formally requests the National Development Task Force post information on KPFTX.org on how to participate in their meetings and that the PNB Strategic Planning Committee provide listener members with the ability to listen to their meetings in real time and post that information along with an official recording of each of their meetings on KPFTX.org, knowing that the committee will move to Executive Session for any subject deemed necessary.”

END OF APPENDIX