

Draft Minutes  
PNB Governance Committee Meeting – Call-In  
Open Session,  
Wednesday, August 28, 2019 - 8:30 PM ET

### 1. Call to Order [00:00]

Chair Bill Crosier called the meeting to order.

### 2. Roll Call [00:15]

Secretary Akio Tanaka Called the Roll.

P	Akio Tanaka	KPFA	P	Lou Wolf	WPFW
P	Bill Crosier	KPFT	P	Michael Adler	KPFK
A	Donald Goldmacher	KPFA	A	Michael D White	WBAI
P	Eileen Rosin	WPFW	P	Michael Novick	KPFK
A	Garry Boast - Cerebral Radio	Affiliates	P	Noni Session	KPFA
P	Grace Aaron	KPFK	A	Rick Potthoff	KPFT
P	James Sagerton	WBAI	P	Vinisha Patel-Adams	KPFT
A	King Downing	WBAI			

[10 present – 5 absent]

[Vinisha is not a Delegate so has been removed from the list.]

### 3. Approve Agenda [01:38]

Approved without objection.

### 4. Approve of 7/24/19 Minutes [03:44]

Approved without objection.

### 5. Working Group Report [05:00]

Access to Pacifica files and documents.

Decide which documents are to be filed and where, i.e. kpftx or Pacifica.

Otis said all existing documents at kpftx.org can be combined with a script, e.g. all PNB meeting minutes for 2018 can be put together in a zip file.

Otis and Jon are busy, so no major changes at the moment.

Grace suggested having tab menu access feature on the pacifica.org website.

Eileen gave summary of the backend tour that Otis gave. The data is currently very secure.

James S - need to decide on protocol on how to access closed session minutes.

Aki - need to inform the secretaries of audit and finance how to post minutes to kpftx.org.

### 6. Review Governance-Related Problems and Proposed Solutions [19:50]

[https://docs.google.com/document/d/1E\\_0v6A4Jojwi4BJcPhyl1CI532y0OvTFOsTXDZHibkw/edit?usp=sharing](https://docs.google.com/document/d/1E_0v6A4Jojwi4BJcPhyl1CI532y0OvTFOsTXDZHibkw/edit?usp=sharing)

Grace sent marked up bylaws with suggestions for bylaws changes.

Grace thinks smaller board will result in older members, and harder to staff committees.

Grace says boards are for governance, not fundraising.

Mike N suggested having election every other year instead of 2 every 3 years to save money.

Grace says board can make special rules under RRO to control disruptions. Maestro also helps.

Jim S says current mechanism for filling vacancies is a problem, i.e. delegates with single write-in vote.

Jim S says critical issue for the network is drop in membership.

Grace says current boards are not doing proper evaluation of PDs and GMs.

### 7. Status of e-mail list for the committee [41:40]

Instead of waiting for invitation acknowledgement, everyone will be added to the 'pnvgovcom' list.

Anyone who does not want to be on the list can unsubscribe.

**8. New Business [44:50]**

Louis brought us the issue of need for disclaimers.

Grace asked people to share problems at each LSB governance.

Grace explained the difference between interim and permanent positions.

**9. Review Action Items [1:04:30]**

Send amendment suggestions to Bill.

**10. Confirm next meeting date/time [1:05:15]**

Next meeting date was set for Tuesday, September 17.

**11. Adjourn [1:19:00]**

Akio Tanaka

Secretary

PNB Governance Committee

09/16/19