

2005-10-29 PNB Meeting Minutes

October 29, 2005 Open Session

Meeting was called to order at 8:30 a.m. by the Chair.

Roll Call was visually taken by secretary. 19 members were present. Absent were Directors Durlin, Montes, and Roberts.

Motion 1 Clarification of What Constitutes an elected or appointed public office in the Pacifica bylaws

Motion 1 was made by Director Schroell. Seconded. I move that the PNB take up the issue of what constitutes an elected or appointed public office in the Pacifica bylaws Article 4, Section 2a, as it pertains to eligibility to serve on the PNB.

Motion 1 Substitute made by Director Shafto. I move that the ruling of the election supervisor be upheld for this case and that the matter be referred to the Governance Committee for clarification of language . Motion passed to refer to the governance committee, 15 Yes, 0 No.

For the Record per Ted Weisgall, there is no need to record the name of the second.

Substitute motion by Director Shafto to uphold the ruling of supervisors. Substitute motion fails 6 yes, 7 no.

Motion 2 Creation of a consent calendar

Director Adelson moved to create a consent calendar to approve the budgets as shown in the attachment of the NFC Report for FY 2006 Budget Recommendation, of the 5 sister stations. Motion passed without objection.

Motion 3 to adopt the KPFA Budget

Director Randhawa moved to adopt the KPFA Budget as approved by the KPFA LSB.

Motion passed with a hand vote of 13 Yes, 4 No.

Motion 4 to approve the KPFK Budget

Director Adelson moved to approve the KPFK Budget as shown in attachment A, Page 2 of the NFC Report for FY 2006 Budget Recommendations. Motion passed by unanimous vote.

Motion 5 to approve the WBAI Budget

Chair Rodriguez moved to approve the WBAI Budget as shown in attachment A, item #5 of the NFC Report for FY 2006 Budget Recommendations. Motion passed 14 Yes, 0 No, 4 Abstained.

Amendment to substitute department for development in item #5 of the NFC Report for FY 2006 Budget Recommendations. Amendment passed with a hand vote of 13 Yes, 0 No, 4 Abstained.

Motion 6 to adopt the National Office Budget

Chair Rodriguez moved to adopt the National Office Budget. Motion passed 13 Yes, 2 No, 1 Abstained.

Amendment 1 by Director Allen. Moved that the Executive Director look at the feasibility of creating budgeting by department to reflect expenditures for each major national office project areas by the January 2006 PNB meeting. Amendment passed without objection.

Amendment 2 by Director Adelson. Moved to make the approval of the FY 2006 budget retroactive to October 1, 2005. Amendment passed without objection.

Motion 7 Voluntary On-air appeals

Director Williams made the following motion.

Whereas, the Pacifica Foundation is one of the last bastions of free speech and that the first purpose of the Pacifica Foundation as stated in the bylaws is as follows:

To establish a Foundation organized and operated exclusively for educational purposes no part of the net earnings of which inures to the benefit of any member of the Foundation.

We resolve that all on air appeals to the community and listeners for funds by individuals or groups shall be voluntary and/or part of normal Pacifica job responsibilities whether paid or unpaid staff, volunteers, or board members. The Pacifica Foundation shall practice what is written in the bylaws and shall not allow members to benefit or inure from earnings of the Foundation and that the practice of paying to pitch or exchanging cash or other assets that may include airtime, premiums, or equipment is a violation of the bylaws of the Foundation, at the discretion of management, management team.

Motion failed 7 Yes, 9 No, 0 Abstained.

Amendment to move the motion to the governance committee. Amendment passed without objection.

Motion 8 Move of race & nationality discussion to next teleconference.

Chair Rodriguez moved to move the race & nationality discussion to the next teleconference of the PNB. Motion passed 8 Yes, 1 No. 4 abstained.

Motion 9 passed that Public Comment to be placed into the official record .

- Yolanda Garza Birdwell resignation from the Houston LSB and all committees. Statement is entered into the record below.
- Ted Weisgall attached as appendix 1 to October 29, 2005 minutes.
- Scotty no statement is entered.
- Jane Jackson - Americans with Disabilities Act (ADA) Compliance. Statement is entered into the record below.
- Ken Freeland - Statement is entered into the record below.

Public Comment made by Yolanda Garza Birdwell.

October 29, 2005

Hello, my name is Sallie and I am here to read a statement from Yolanda Garza Birdwell who has a sore throat and asked me to deliver this message to you.

Effective immediately, I submit my resignation as a member of the LSB Houston and the committees I served. I want my name removed from any association with this present board.

I am joining Anna Nunez, Dr. Bob Buzanco and many others who have left Pacifica and do not want to look back because they realized as I have now, that Pacifica is for the special interest of the liberal and gate keepers to maintain the power and liberal agendas.

Dr. Gutierrez stated and he is so right, those in power are going to fight to keep the power and the privileges they have enjoyed. He is right.

The obstruction of the by-laws, racism and requesting funds without delivering what Pacifica promised is NOT ONLY illegal, but is also immoral and I do not want to be part of these deceptive practices.

I am the only Latina representative on the board and since my voice has been ignored, I feel that I was deceived on what Pacifica states it is and is not & I submit a bill to you for 1,000 dollars each month I served the LSB and in return for which services were not rendered to the community.

Signed YG Birdwell

Public Comment made by Ken Freeland, KPFT listener/donor.

During last night's session, in her attempt to rebut Wendy Schroell's report that the issue of my illegal suspension was, predictably, tearing apart our local Board, Teresa Allen rejoined: It's not tearing apart the Board, it's tearing apart the minority on the Board. I find it very telling that none of you found this candid admission of hers worthy of critical comment. In it, anyone with ears to hear could discern the haughty voice of the tyranny of the majority, that self-absorbed, solipsistic attitude that only Board majority members are worthy of consideration and count as the Board, and an intelligent listener would assume that the avowed purpose of my illegal suspension had been precisely the intimidation the voices of the dissenting minority. Such tactics are not novel. After all, the United States has essentially been using the same approach for decades in perpetrating criminal wars against minority dissenting nations from Panama to Yugoslavia to Iraq, thereby warning the rest of the noncompliant world that what the US and her allies says goes, and they had better get with the program.

I was elected as a KPFT listener delegate in the first round of voting. Since ascending to the Board I have served with distinction on five local committees and one national committee, chairing a subcommittee of the latter and a committee of the former. My behavior on the Local Station Board has not only been blameless, it has been exemplary. Despite this, I have been suspended without cause from my fiduciary responsibilities, by a Board majority consisting of quite a number of individuals who barely show up for the minimum number of LSB meetings, much less serve on even a single committee. I have been demonized

repeatedly by the running dogs of this Board majority, who find my presence inconvenient to their nefarious purposes. Yet none of this concerns you enough to use the antidote to such illicit behavior provided the National Board by our bylaws, the power to override any LSB decision at odds with the mission of our Foundation. Instead, after treating my several appeals over the course of the past two months with a deafening silence, you have sent the matter to the one committee that has demonstrated an incapacity to deal with this question when it was previously tasked with it, and not to put too fine a point on it, you first added to that committee Deb Shafto, my legal challenge of whose election to this Board you have not so much as acknowledged, and who, like Teresa Allen, is among the chief perpetrators of this local injustice against me.

In the Peace Movement, we often say that silence is the voice of complicity. Through the National Board's intransigence on this question, the dysfunctionality of the KPFT LSB has now been carved in stone, and the illicit weapon of internal suspension of one's political opponents without cause has been handed to every LSB majority unprincipled enough to wield it. You have demonstrated to those of us who trusted in you to intervene in this travesty while your action could still make a difference that our trust was misplaced, and that the corruption so evident on the KPFT LSB is system-wide indeed, why shouldn't it be? Some of the same perpetrators of this vile and plainly illicit KPFT LSB action also sit on this National Board.

The result I predict is that the composition of the KPFT LSB will become even more white and even more middle class than it already is (if that can be imagined), and diversity of voices will be lost altogether. The network with the vaunted tradition of defending free speech has now, through your refusal to intervene in a timely way, become the very stamp of censorship, and the bold project of democratic governance must now be recognized to have failed. As a few of you know, I have invested a lot of time and effort in that project, but I do not shrink from the obvious conclusions: the PNB, the Archimedean point on which the assurance of legal process rests, has now sounded the death knell of Pacifica as an alternative institution and will continue to alienate its most progressive members, just as Duane Bradley's stripping of prime time alternative world news and affairs programming from KPFT's broadcasting schedule advertised to the community the loss of our station as a beacon of alternative world news and information, leading to the ongoing hemorrhaging of our progressive listener base. Pacifica is racing headlong towards irrelevancy, and shooting every honest messenger that it meets along the way. Because of your unresponsiveness on the issue of my illegal suspension from the KPFT LSB, I feel abandoned and betrayed. Silence is the voice of complicity.

I request that a copy of these comments and of my previous correspondence with you be entered into the official record of this meeting.

Public Comment made by Jane Jackson, KPFA listener/donor.

I support the remarks made by Scotty McClymans, KPFT Programmer regarding Americans with Disabilities Act compliance at the 7 facilities, all out of compliance and the need for plans to comply. My concerns as a wheelchair user include facilities access and legal compliance. They also more importantly must also include the ongoing, on-air discrimination in the form of announcing events that DO discriminate by saying that an event is wheelchair accessible when in fact they are not. We are a people's radio station, our most important responsibility is to our listener subscribers. We enforce the FCC dirty words rule, why not the same importance given to the on-air discrimination against those with disabilities without regard to any other criteria. Nobody is immune from

disability and we want to not have to go beyond the PNB to the CPB and the FCC who are also in violation of my civil rights by even offering money to Pacifica.

Motion 7 moved by Director Williams was taken up again (after lunch).

Whereas the Pacifica Foundation is one of the blast bastions of free speech and that the first purpose of the Pacifica Foundation as stated in the bylaws is as follows:

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We resolve that all on air appeals to the community and listeners for funds by individuals or groups shall be voluntary and/or part of normal Pacifica job responsibility whether paid or unpaid staff, volunteers, or board members. The Pacifica foundation shall practice what is written in the bylaws and shall not allow members to benefit or inure from earnings of the Foundation and that the practice of paying to Pitch or exchanging cash or other assets that may include airtime, premiums, or equipment is a violation of the bylaws of the Foundation., at the discretion of management, management team.

Motion 7 fails, 7 yes, 9 no. Amendment made to move motion to governance committee. Motion passes without objection.

Motion 10 Amendment of Bylaws

Motion 10 was made by Director Robinson, on behalf of himself and nine other directors, also recommended by the PNB Governance Committee.

Resolved that the bylaws be amended as follows:

Article Four Delegates Section 5. Election Time Frame. In a Delegate election year, the nominations for vacating seats shall open on July 25th and remain open for thirty one (31) days, closing on AUGUST 25th. The national and local election supervisors shall thereafter prepare the written ballots for each radio station, listing all of the candidates and setting forth all other information required by these Bylaws. Ballots shall be mailed, or otherwise made available, to the Members on SEPTEMBER 30 (or the following business day if SEPTEMBER 30 is a mail holiday). To be counted a ballot must be received on or before November 15th (the "Election Close Date"). All ballots shall be held sealed until the Election Close Date. If the required quorum of ballots is not received by the Elections Close Date, then the Elections Close Date shall be extended by two additional weeks. The national and local elections supervisors shall have up to 15 days after the Election Close Date to count the ballots and to certify the results to the LSB s, the Board, and the Members, which results must be reported by December 1st or, if the Election Close Date was extended, by December 15th, and shall be posted on the Foundation's and the radio stations'

websites. If no quorum of ballots is obtained by the extended date, then those Delegates whose terms would have expired upon the election of new Delegates shall remain in office until the next regularly scheduled Delegate election. Member Record Date will be AUGUST 16.

Motion passed by hand vote 11 yes, 5 no, 1 abstained. Chair did not vote.

Motion 11 Delegate Nomination Packets

Motion 11 was made by Director Lederer with the clarification that it was intended as a policy to implement the proposed bylaws amendment. Seconded. Resolved that the PNB adopt a policy requiring Delegate nomination packets to be made available to prospective candidates 30 days before the opening of nominations, and requiring that all stations, air announcements of the availability of such packets as soon as they are available. Motion passed 11 yes, 3 no, 2 abstained, 5 no vote. Chair did not vote. Please see Excel spreadsheet for vote by director.

Motion 12 Vote of the delegates on bylaws amendments within the same calendar month

Motion 12 was made by Director Adelson. Seconded. I move that the PNB interprets the language of the Bylaws Article 17 Section 1(B)(2)(i) calling for a vote of the delegates on bylaws amendments within the same calendar month of its approval by the PNB intends that the vote take place within a calendar month, i.e. a vote by the PNB on October 29 must be followed by a vote of the delegates by November 29.

Motion passed 10 yes, 6 no, 0 abstained, 5 no vote. Chair did not vote. Please see Excel spreadsheet for vote by director.

Motion 13 Bylaw Convention

Motion 13 was made by Director Allen to discuss a bylaws convention. Seconded. Motion passed 14 yes, 1 no, 6 absent. Chair did not vote. Please see Excel spreadsheet for vote by director.

Committee Reports

- Governance committee no written report.
- Audit Committee Report moved to executive session. See Attachment 1

Motion 14 Request for Travel Funds

Motion 14 was made by Director D. Warren. Seconded. To authorize flight and travel for Donna Warren to go to Berkeley to review interdivisional transfers. Motion passed without objection.

Committee Reports Continued

- Election Committee Report See Attachment 2

Motion 15 was made by Director Heffley. Seconded. Quarterly Report of the Elections Committee of the Pacifica Foundation National Board From the report We are missing the requisite Director and one additional member from KPFK, and two members from WPFW. & We are asking the PNB to press WPFW and KPFK to elect members to this important committee, which has a good deal of work to do .

Resolved that the proposed Report to the PNB shall be approved as amended and distributed to the PNB at the public meeting in October.

Part 1 Financing the Elections .

Report Section 7 First-class mailing of ballots and survey mailed with ballots September 18, 2005 was divided into 3 sub-motions.

Section 7, Sub-motion 1 Resolved that the PNB Elections Committee strongly recommends that in any election, ballots be mailed by first class mail with postage paid return envelopes was amended to In any Elections resolves passed by a vote of 10 yes, 2 no, 4 abstained.

Section 7, Sub-motion 2 Further, it recommends that a request for members to use their own stamps and make a donation specifically to offset the cost of the election mailing be included with the ballots . Sub-motion 2 passes without objection.

Section 7, Sub-motion 3 Further, it recommends that a survey of listeners including demographics and listening preferences be devised, and the same survey for all station be included in the mailing with the ballots . Sub-motion 3 passed 13 yes, 1 n , 3 a.

Remainder of Election Committee Motions are sent to next teleconference meeting per Chair.

Motion 16 Advance agenda to Executive Director Report.

Motion 16. Moved and seconded to advance agenda to Executive Director Report.
Vote was 10 yes, 6 no, 0 abstained. Change of agenda requires a 2/3 votes so the motion fails.

- Archives Report Director Allen asks directors to read report.

Motion 17 Programming Committee Report read by Director Robinson. See Attachment 3.

Motion 17 was made by Director Adelson. Seconded. I move that the PNB adopt the programming committee proposal in principle with the intention to implement this proposal by the January PNB meeting and requests all Pacifica stakeholders to direct their input to the PNB programming committee as soon as possible.

Amendment by Director D. Warren to including PD & GM who shall return comments within 30 days to Programming Chair Robinson .

Motion passed by unanimous consent.

Motion 18 Move IED Report to Executive Session.

Motion 18 was made by Chair Rodriguez. Seconded. The chair moves that the IED Report be moved to Executive Session.

Motion amended by Director Lederer. The IED Report should be moved to 1:30 p.m. tomorrow.

Motion passes as amended by a vote of 13 yes, 0 no, 2 abstained.

Motion 19 Director Rights Report. See Attachment 4.

Motion 19 was made by Director Lederer. Seconded. Moved to postpone to the next teleconference meeting the director rights report. Motion fails 7 yes, 9 no.

Motion 20 Postpone of Director Rights Report to Executive Session.

Motion 20 was made by Director Heffley. Seconded. Move to postpone director rights report to executive session tomorrow . Motion passed 16 yes, 0 no, 0 abstained.

General Manager Reports See board packets for October
05 Houston PNB

See hard copies presented by GM s from KPFT (Duane Bradley), KPFA (Roy Campanella), KPFK (Eva Georgia), WBAI (Indra Hardatt), and WPFW (Ron Pinchback).

Motion to Adjourn was passed without objection.

Respectively Submitted by _____, Secretary of the PNB