

Draft Minutes
Pacifica National Board Open Session
Teleconference Meeting
Thursday, September 22, 2022, 8:30 pm ET
All times are Eastern Time
(meeting notice appended to the end of this agenda)
Directors:

<p>Teresa J. Allen, KPFT, Listener - p Burt Cohen, Affiliate - exc Jim Dingeman, WBAI, Listener - p Vanessa Dixon-Briggs, WPFW, Listener - p Sue Goodwin, WPFW, Staff - p Heather Gray, WRFG, Affiliate - p Donna Grimes, WPFW, Listener - p Julie Hewitt, WPFW, Listener, Chair - p Evelia Jones, KPFFK, Listener - p Ali Lexa, KPFFK, Staff - exc Marianne Martinez, KPFT, Listener - p</p>	<p>James McFadden, KPFA, Listener - p Darlene Pagano, KPFA, Staff - p Lawrence Reyes, KPFFK, Listener - p Shawn Rhodes, WBAI, Staff - p James Sagurton, WBAI, Listener - p Sharonne Salaam, WBAI, Listener - p Akio Tanaka, KPFA, Listener - p Mark Van Landuyt, KPFA, Listener - p Beth von Gunten, KPFFK, Listener - p Egberto Willies, KPFT, Staff - exc Susan Young, KPFT, Listener - p</p>
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Others:

- Stephanie Wells, Executive Director - p
- Arthur Schwartz, Pacifica Counsel
- John Tatum, Parliamentarian - p
- Marianne Edain, Recording Secretary - p
- Polina Vasiliev, Secretary - p

1. Preliminary items – 5 min.

A. Call to Order by Chair – the meeting was called to order at 8:37 pm.

B. Roll Call – a quorum was present

C. The Chair reads the Report Out from the Closed Session of 9/15/22:

The PNB met in closed session to hear a legal report and to pass two motions related to real estate and financial matters.

D. Excused Absences – Bert Cohen, Ali Lexa, Egberto Willies

E. Identify Timekeepers

people – Heather Gray

topics – Susan Young

2. Agenda approval – 5 min. the agenda was approved as presented

3. Approve Minutes of 9/8/22 – 5 min.

The minutes of the 9-8-22 and 9-15-22 meetings were approved as corrected.

4. ED Report and Q & A – 20 min.

ED Stephanie reported that this was NETA’s last day. The end date was moved up to save Pacifica money, which will go to paying some upcoming payables. The new Business Manager will be Markesha. Any issues should be raised with her, Stephanie, or Attorney Arthur.

She reported that KPFT will go live this weekend, and commends the good work.

In response to a request, she met with a signal broker to learn about signal swapping. She plans to meet with other brokers as well. She will compile a written report to present to PNB.

She presented a financial report, which she posted separately. In response to an inquiry, she said that KPFA had not provided the necessary financial information.

Jim Dingeman moved and Susan Young seconded that the PNB create a task force to deal with making the foundation eligible for CPB funding.

Chair Julie proposed alternate language: *that the PNB set up a task force to assist ED Stephanie with a checklist of items necessary to submit an application to CPB.*

There being objections, the matter was put to a vote.

Voting yes were Teresa Allen, Jim Dingeman, Vanessa Dixon-Briggs, Sue Goodwin, Heather Gray, Evelia Jones, James McFadden, Lawrence Reyes, Shawn Rhodes, James Sagurton, Mark Van Landuyt, and Susan Young.

Voting no were Darlene Pagano, and Beth von Gunten.

There being 12 yes votes and 2 no votes, the motion carried.

5. Motion on Postponing ED Evaluation – 15 min.

Susan Young moved and Vanessa Dixon-Briggs seconded the following motion:

Whereas the Personnel Committee has been researching and meeting diligently to craft an executive evaluation procedure for 2022 that meets the highest best practice standards;

Whereas the requirement of securing a bond to stay the payment of a judgment and many issues attendant to that will required the full and urgent attention of the Executive Director and the management team, the General Counsel and the national Directors;

Whereas the services of NETA including Human Resource advising have been discontinued;

Now therefore be it resolved that the 2022 executive evaluation process be put on hold for two months in hopes that circumstances and financial resources permit the resumption of this duty.

There being no objections, the motion passed. Beth von Gunten registered her abstention.

6. Motion on National Programming on Political Prisoners on October 4th – 20 min.

Jim Dingeman moved and Heather Gray seconded - move to begin once again to initiate national programming for fundraising, beginning October 4, 2022, concentrating at first on political prisoners and following up with other topics, such as Roe v Wade.

Lawrence Reyes proposed and Heather Gray seconded an amendment to the motion: *to begin once again to initiate national programming for fundraising, beginning October 4, 2022, concentrating at first on political prisoners and following up with other topics, such as Roe v Wade.*

And that on Oct 4 we honor Jamiel alAmin's birthday by rolling out a national program on political prisoners, once the logistics are rolled out, and that by the end of October, we have something produced. That Heather and Jim convene the same advocates and other directors.

There being no objection, the amendment to the motion was adopted.

The amended motion was then raised. There being no objection, the amended motion was adopted.

7. Unfinished business – 20 min. [See APPENDIX]

8. New Business – 1 min.

a) Motions forwarded to PNB Secretary and PNB at least 48 hours prior are presumed to be included here.

b) Any motions sent after, if voted onto the agenda as an amendment.

9. Adjourn to the closed session at a time certain of 10:05 pm. The meeting adjourned at 10:28 pm

APPENDIX

7. Motion from Jim Dingeman that GMs & PDs are empowered to correct issues:

Whereas the current source of our revenue is 95% dependent on listener members

And whereas the Pacifica Foundation has suffered since 2000 a severe decline in our membership impacting on our fiscal stability and ability to exist

And whereas at the present time three of our five stations have varying levels of fiscal problems that have drastic effects on the existence of the Foundation as a viable entity;

Be it moved that The Pacifica National Board authorizes the General Managers, Program Directors and the Executive Director to take measures immediately to begin correcting these issues at the various stations.

This includes implementing changes that address problems that the current programming grids manifest in their problems raising audience and revenue.

MEETING NOTICE:

Thursday, September 22, 2022

8:30 PM ET

Pacifica National Board

Teleconference

Purpose: Special meeting of the PNB. Some of the meeting will be in executive session.

Committee Members

Meeting called by Directors Hewitt, Dingeman, Sagurton and von Gunten to discuss financial, legal and business issues, including issues carried over from a previous meeting; a closed session may be necessary for a trial.

Julie Hewitt

hewitt.wpfw@gmail.com

Posted: 09/15/2022 - 9:33 PM

Updated :09/15/2022 - 9:33 PM