

DRAFT

Agenda

KPFA Local Station Board

7/21/07

12:00 PM to 4:30 PM

The Creamery at New College

780 Valencia Ave.

San Francisco, CA

ITEM #	Type of meeting:	Regular	Agenda Topic	
	# MIN.			
1	1		Call to Order	Chair
2	6		Introductions & Announcements	Chair/LSB
3	3		Excusing Absent Members	LSB
4	5		Agenda Review and Approval	Chair
5	5		Minutes Review and Approval	LSB
6	5		Consent Calendar	
7	30 minimum		Public Comment	Audience
8	10		Break	All
9	60		Treasurer's Report	Treasurer
10	10		GM Report	IGM
11	10		Committee Reports	
12	15		POSTPONED 5-19-07 – Motion re: PNB Voting Oversight	LSB
13	15		Motion re: Fundraising Premia	LSB
14	15		Motion re: Event Announcements	LSB
15	15		Motion re: PNB minutes	LSB
16	15		Motion re: LSB Code of Conduct	LSB
17	15		Motion re: Program Council	LSB
18	15		Discussion re: UPSO Situation	LSB
19	15		Discussion re: LSB-Management Protocols	LSB
20	15		Discussion re: Scheduling Board Retreat	LSB
21	15		Discussion re: Youth Radio	LSB
22	15		Discussion re: Accessibility	LSB
23	15		Discussion re: Town Hall Meeting on the State of the Media and KPFA/Pacifica's Place	LSB
24	15		Motion re: Community Advisory Board	LSB
25	60		Special Order 3:30 PM Executive Session	LSB only

Special notes:

THIS AGENDA SUBJECT TO CHANGE.

Times shown are for guidance only, with the exception of special orders.

1	Call to Order	Chair
2	Introductions & Announcements I. Introduction of LSB Members II. Announcements	Chair/LSB
3	Excusing Absent Members I. Conn Hallinan II. Rosalinda Palacios	LSB
4	Agenda Review and Approval	Chair
5	Minutes Review and Approval I. May 19, 2007 II. June 16, 2007	LSB
6	Consent Calendar I. The regular meeting of the KPFA LSB will take place at Cafe de la Paz, 1600 Shattuck in Berkeley on Saturday, August 22 nd 2007 starting at 11AM.	LSB
7	Public Comment	Members/ Audience
8	Break	All
9	Treasurer's Report I. Brian Edwards-Tiekert/Treasurer II. Motions regarding Pacifica - KPFA Charges Motion re: National Programming Billbacks Whereas, the Pacifica National Office collects a levy equal to 19.5% of listener support from Pacifica-owned radio stations; and Whereas, that levy is intended in part to finance national programming efforts, including special broadcasts; and Whereas, this year, the Pacifica National Office has re-allocated \$50,000 of its programming budget to finance a series of micro-grants through a Request for Proposals process; and Whereas, shortly after doing so, the Pacifica National Office advised stations that its programming budget is exhausted for the year and that it will bill them directly for the costs of some special broadcasts; and Whereas, it serves the interest of sound financial management to have expenses come from the budgets of those managers who negotiate and incur them; therefore, be it Resolved, apart from the Central Services levy, the National Office shall not impose national programming costs on other units via billbacks	Treasurer

without the prior informed consent of the unit managers concerned.

Motion re: National Elections Billbacks

Whereas, the Pacifica National Office collects a levy equal to 19.5% of listener support from Pacifica-owned radio stations; and

Whereas, that levy is intended in part to finance central administrative services; and

Whereas, in the course of running Board elections, the Pacifica National Office hires a National Elections Supervisor (NES) to provide centralized election oversight; and

Whereas, the rate of compensation of the NES is negotiated solely by the National Office management, but is billed back to Pacifica's radio station units; and

Whereas, it serves the interest of sound financial management to have expenses come from the budgets of those managers who negotiate and incur them; therefore, be it

Resolved, apart from the Central Services levy, the National Office shall not bill Pacifica stations back for the cost of paying its National Elections Supervisor [Local Elections Supervisors shall continue to be station expenses.]

Motion re: Archives Fundraising

Whereas, the Pacifica Radio Archive (PRA) plays steward to some of Pacifica's, and America's, most important historical treasures; and

Whereas, the Pacifica Radio Archive was, until recently, funded entirely through the Central Services Levy and PRA's own independent fundraising; and

Whereas, Central Services funding for PRA has been partially displaced by revenue from national on-air fundraising; and

Whereas, in Fiscal Year 2007, the days of on-air fundraising for PRA increased from one to two; and

Whereas, there are diminishing returns from on-air fundraising, for both PRA and the radio stations that broadcast its fundraising marathon; and

Whereas, preparing for national on-air fundraising diverts PRA staff time and resources from the critical work of archiving, preserving, and restoring the rich heritage of Pacifica's 58-year-old history of broadcasting; therefore, be it

Resolved, that must-carry fundraising for the Pacifica Radio Archives shall be limited to no more than one day per fiscal year, and

Resolved, the Pacifica National Office shall endeavor to keep PRA fully functional with funding from the Central Services Levy and national off-air fundraising efforts.

Motion re: Free Speech Radio News Increases

Whereas, Free Speech Radio News (FSRN) was founded by Pacifica Network News (PNN) freelancers striking against censorship by Pacifica; and

Whereas, since its first broadcast on February 11, 2000, FSRN has developed into a daily newscast with a network of freelance reporters that span the globe, reporting news of the world from perspectives not

commonly heard in the mainstream media; and

Whereas, FSRN has replaced Pacifica Network News as the national newscast of the Pacifica Network; and

Whereas, FSRN continues, to this day, with less than half the funding that Pacifica once allocated to Pacifica Network News, and FSRN's staff to this day do not earn medical benefits or sick time; and

Whereas, though Pacifica funded PNN directly from the Central Services Levy, it chose, in a time of financial crisis, to draw the majority of FSRN's costs from its component radio stations, above and beyond the Central Services Levy; and

Whereas, Pacifica did so by allocating the portion of the stations' CPB Community Service Grants earmarked for National Program Production and Acquisition (NPPAG) to Free Speech Radio News; and

Whereas, the current NPPAG percentage of CSG grants is 25%, but the Pacifica National office has directed radio stations to increase their contributions to FSRN to as much as 34% of their CPB grants; and

Whereas, this station-based funding has proved inadequate to meet the basic costs of producing a national newscast with just wages, benefits, and freelance rates; therefore, be it

Resolved: Local Units' mandatory contributions to the cost of Free Speech Radio News shall not exceed the amount of their respective CPB Community Service Grants (CSGs) restricted for use for National Programming Production and Acquisition (NPPAG); and

Resolved: The Pacifica National Office shall endeavor to increase funding for FSRN with funding from the Central Services Levy and national off-air fundraising efforts.

Motion re: National Office Rent

Whereas, The Pacifica National Office currently occupies 1925 Martin Luther King, Junior Way; and

Whereas, 1925 Martin Luther King, Junior Way is part of a building built by and maintained by KPFA, with money donated by KPFA listeners; and

Whereas, by opening 1925 Martin Luther King, Jr. Way to the Pacifica National Office, KPFA has sacrificed the opportunity to collect rent for the same space from an outside entity; and

Whereas, the National Office has reduced KPFA's levy from 19.5% to 18.5% in recognition of the sacrifice that KPFA makes by hosting the Pacifica Radio Archives in its building; therefore be it

Resolved, that Pacifica's CFO and KPFA's General Manager shall, after researching rental prices and listings in the area of KPFA's building, agree on a fair rental value for 1925 Martin Luther King, Jr., Way; and

Resolved, the Pacifica National Office shall deduct the fair rental value of 1925 Martin Luther King, Jr., Way from future Central Services assessments on KPFA; and

Resolved, should Pacifica's CFO and KPFA's General Manager fail to reach agreement on a fair rental value for 1925 Martin Luther King, Jr., Way, each shall present their proposed value for review to the National Finance Committee, which shall recommend a fair value to the Pacifica National Board; and

Resolved, until such a value is fixed by agreement or by vote, the Pacifica National Office shall deduct the equivalent of \$2,000 per month from KPFA's Central Services Assessments.

Motion re: KU Satellite Costs

Whereas, The Pacifica National Office distributes programming and special broadcasts to Pacifica's stations and affiliates through use of the KU Satellite; and

Whereas, KPFA bears the costs of maintaining and operating the KU Satellite uplink; and

Whereas, KPFA's Chief Engineer and Business Manager estimate the cost of the staff time spent maintaining KU-related Equipment and managing Pacifica's national KU feeds, as \$1980 per month in gross wages (not counting the cost of taxes or benefits; be it

Resolved, Pacifica's CFO and KPFA's General Manager shall, after researching work hours in KPFA's engineering department, agree on a fair labor cost for maintaining and operating the KU uplink; and

Resolved, the Pacifica National Office shall deduct the fair labor value of maintaining and operating the KU uplink from future Central Services assessments on KPFA; and

Resolved, should Pacifica's CFO and KPFA's General Manager fail to reach agreement on a fair labor cost for maintaining and operating the KU uplink, each shall present their proposed value for review to the National Finance Committee, which shall recommend a fair value to the Pacifica National Board; and

Resolved, until such a value is fixed by agreement or by vote, the Pacifica National Office shall deduct the equivalent of \$2,000 per month from KPFA's Central Services Assessments.

10 **General Manager's Report** iGM

I. Lemlem Rijio/Interim General Manager

11 **Committee Reports**

I. GM Hiring Committee

12 **Motion re: PNB Voting Oversight (Richard Phelps)** LSB

Resolved: One week before each monthly LSB meeting our PNB members, individually or together, shall present a written report which will include all motions and votes taken at each PNB meeting since the last report. This report may be primarily the PNB minutes and must also show how our PNB members voted on each motion or ruling of the chair that was challenged. The report shall be submitted to the LSB on the LSB list and the first report shall cover all PNB meetings after this motion is passed.

Proposed Substitute

There shall be a regular agenda item under "committee reports" on the LSB agenda for PNB members to answer questions about recent votes and seek input from the body on upcoming votes. PNB reps shall provide the LSB with [insert: public] meeting records, minutes, and agendas via email.

The PNB report shall be restricted to questions from LSB members, PNB

members' requests for input, and motions advising the PNB.

Brian Edwards-Tiekert

13

Motion re: Fundraising Premia (Richard Phelps)

LSB

WHEREAS, the primary goal of our Mission is to air news, public affairs and culture that is directed toward peace and social justice, and is of interest to the diverse communities in our broadcast area and not generally aired by the corporate media, and,

WHEREAS, a basic use of radio is to allow people to be present at an important event when not physically possible or to hear the event as soon as possible after it happened and it is still timely, and,

WHEREAS, broadcasting speeches, debates etc. of interest live or closely after they occur has greatly contributed to the goodwill and progressive reputation of KPFA , and

WHEREAS, fundraising is important to support the Mission and for no other reason, and,

WHEREAS, it is contrary to our Mission to make some news, public affairs and culture available only to those with money to purchase it, and

Thus it is Resolved that KPFA shall offer no programs for donation that it has not played in its entirety prior to said fund drive or has scheduled it for play, and does play it in its entirety, within thirty days of its offering. The airing of such programs must be done within the broadcast day starting no earlier than 7 a.m. and finishing no later than 10 p.m. Each such program must be promoted no less than ten times in the two weeks before it is played during the times that it will play and the times that it will be or was offered for donation and at least four times from 7 a.m. to 9 a.m. and from 5 p.m. to 7 p.m.

It is also Resolved that speeches worthy of airing should be played live when possible or as soon after being given as possible and in no event held back for weeks or months to use in a fund drive.

14

Motion Re: Event Announcements (Henry Norr)

Whereas

- Promoting struggles for peace and justice is an essential part of the Pacifica mission; and
- KPFA currently allows three kinds of public service announcements -pre-recorded announcements ("carts"), community calendar announcements, and "live read scripts" – but all three options are subject to a series of conditions detailed at <http://www.kpfa.org/psa/>, such as
 - "All events must be submitted by an organization that qualifies as tax-exempt under Internal Revenue Service Tax Code 501 (c) 3,"
 - "Organizations are allowed one announcement per month,"
 - "Pre-recorded public service announcements are recorded for events that collect an entrance fee for admission that will benefit a particular cause"
 - "Events may not be announced if received less than 21 days in advance;" and

These restrictions make it impossible for many groups to have public service announcements for their demonstrations, rallies, and other events aired on KPFA unless the group happens to have the connections and clout necessary to persuade individual programmers to mention their events; therefore

Be it resolved that

The LSB calls on interim general manager Lemlem Rijio and interim program director Lilley to:

- a) Establish a political calendar, separate from the current community calendar, for listing progressive political demonstrations, rallies, and other events, including those that may not meet the current requirements for the community calendar or other public-service announcements. In particular, the proposed calendar would allow groups that don't have 501(c)3 legal status to submit events; groups would not be limited to one even per month; and the calendar would be updated daily, so events could be included even if submitted with as little as 24 hours lead time before they happen.
- b) Set up a web form, e-mail address, and phone extension through which activists could easily submit events to be listed on the proposed political calendar.
- c) Arrange to have the political calendar posted on the KPFA website.
- d) Direct the news department to announce at least several imminent events on the political calendar as part of regular news broadcasts, like a weather report, including the morning and evening news broadcasts.

15

Motion re: PNB (Richard Phelps)

Whereas, California Corporations Code Section 6320 requires non-profit corporations to keep minutes of its proceedings, and,

(§ 6320.

(a) Each corporation shall keep:

(1) Adequate and correct books and records of account;

(2) Minutes of the proceedings of its members, board and committees of the board; and

(3) A record of its members giving their names and addresses and the class of membership held by each.

(b) Those minutes and other books and records shall be kept either in written form or in any other form capable of being converted into clearly legible tangible form or in any combination of the foregoing....)

Whereas, California Corporations Code Section 6333 requires that these minutes be available for review by any member of the corporation, and,

(§ 6333.

The accounting books and records and minutes of proceedings of the members and the board and committees of the board shall be open to inspection upon the written demand on the corporation of any member at any reasonable time, for a purpose reasonably related to such person's interests as a member.)

Whereas, Pacifica Bylaws Article 12, Sections 1 A and 4 also require that minutes be kept and made available for member review, and,

Whereas, since Pacifica has five (5) stations, some thousands of miles from

the corporate headquarters, it has been our practice to put the minutes up on the web site for easy access for all members regardless of their geographic location, and,

Whereas, a recent check of the Pacifica web site PNB minutes section shows that **the last minutes up for public review is March, 2006**, and,

Whereas, last week I sent a message to the PNB regarding this failure to follow the law and our Bylaws and received NO response, not even an official acknowledgment of the problem or my communication, and,

Thus it is resolved that the KPFA LSB directs its elected PNB members, and each of them, to demand that the PNB do whatever is necessary to correct this violation of law, bylaws and principle of transparency, immediately.

Comment: How can an organization possibly move forward in a responsible manner when there is no chronicle of what it has done, the decisions of the Board of Directors, (PNB). How do the subscribers have any chance of knowing if the PNB is doing a responsible job of advancing our Mission? How do we hold Directors accountable if we have no way of knowing how they and the PNB have voted? Who benefits by any lack of transparency?

Suggested PNB Resolution: Minutes of all PNB meetings, in-person and phone meetings, must be transcribed and approved within thirty (30) days or no later than the first meeting after thirty (30) days has expired. No new meetings shall be held unless all the minutes are approved in the time described above and posted on the web site within one week of their approval.

This may sound strict and in fact it is quite liberal compared to most corporations practices. The general practice is to have the minutes of the last meeting approved at the next meeting so that people can go forward conscious of what has previously been enacted.

16

Motion re: LSB Code of Conduct (Annie Hallet)

Resolved that the KPFA LSB supports the recommendations of the Executive Director, Greg Guma for making change possible at Pacifica, in these ways:

- that LSB Board members contribute as much as they demand.
- that LSB Boards bring skills and resources together in a spirit of cooperation and mutual respect
- that LSB Board members offer as much positive reinforcement as criticism
- that LSB Board members actually enjoy their time together and see their work more in terms of shared responsibilities than authority,
- that LSB Boardmembers lead by inspiring respect and being the change they wish to see.
- that LSB Boardmembers agree that Pacifica Radio is an educational media organization, not a tool of any movement, group or faction, no matter how just its cause.

that LSB Boardmembers agree that as an educational organization, Pacifica, is dedicated to self-management of information, to empowering people with the capacity for full self-expression, to diversity as well as unity, to freedom of expression as a personal and not an institutional right and the freedom of the press as the right of people to use all means of communication.

17	<p>Motion re: Program Council (Joe Wanzala)</p> <p>Whereas the LSB is charged with "ensuring that programming decisions are made in a fair, respectful and collaborative manner (Article 7, § 3 G). Be it resolved that:</p> <p>The LSB and KPFA management should work together to develop a set of policies and procedures for programming decisions consistent with the acifica bylaws, and to clarify the program council's role, specifically the way in which the Program Council interacts with staff, management and the LSB. A joint management staff and LSB committee should be formed to facilitate this process.</p>
18	<p>Discussion re: UPSO Situation (Sasha Futran) LSB</p>
19	<p>Discussion re: LSB-Management Protocols (Sarv Randhawa) LSB</p>
20	<p>Discussion re: Scheduling Board Retreat (Andrea Turner) LSB</p>
21	<p>Discussion re: Youth Radio (Sasha Futran) LSB</p>
22	<p>Discussion re: Accessibility (Chandra Hauptman) LSB</p>
23	<p>Discussion re: Town Hall Meeting on the State of the Media and KPFA/Pacifica's Place</p>
24	<p>Motion re: Community Advisory Board (Joe Wanzala)</p> <p>Whereas, Section 396(k)(8) of the Communications Act provides that:</p> <p>"(A) Funds may not be distributed pursuant to this subpart to any public broadcast station (other than any station which is owned and operated by a State, a political or special purpose subdivision of a State, or a public agency) unless such station establishes a community advisory board. Any such station shall undertake good faith efforts to assure that: (i) its advisory board meets at regular intervals; (ii) the members of its advisory board regularly attend the meetings of the advisory board; and (iii) the composition of its advisory board are reasonably representative of the diverse needs and interests of the communities served by such station.</p> <p>"(B) The board shall be permitted to review the programming goals established by the station, the service provided by the station, and the significant policy decisions rendered by the station. The board may also be delegated any other responsibilities, as determined by the governing body of the station. The board shall advise the governing body of the station with respect to whether the programming and other policies of such station are meeting the specialized educational and cultural needs of the communities served by the station, and may make such recommendations as it considers appropriate to meet such needs. "</p> <p>(C) The role of the board shall be solely advisory in nature, except to the extent other responsibilities are delegated to the board by the governing body of the station. In no case shall the board have any authority to exercise any control over the daily management or operation of the station..."</p> <p>Be it therefore Resolved,</p> <p>1) That the KPFA Community Advisory Board (CAB) will comprise a</p>

minimum of ___ members, and a maximum of ___.

2) That ___ members of the CAB will be elected to one-year terms by the KPFK Local Station Board (LSB), voting by Single Transferable voting, with such vote occurring not later than July 28.

3) That the KPFA Local Station Board Governance Committee will develop a form for candidate statements/résumé's to be posted on the KPFA website so that community members can nominate themselves or be nominated.

4) That candidates for the KPFA Community Advisory Board will submit a candidate statement/resume to the KPFA Local Station Board Structure Committee not later than _____.

7) That no Community Advisory Board member may serve more than 3 consecutive one-year terms, nor more than six years in total.

According to the iGM April 2007 report to the LSB, four community members have been nominated / appointed to the CAB, however the iGM did not provide any names.

Be it therefore resolved,

That the iGM submit the names and relevant backgrounds of the CAB members to the LSB.