

Minutes WBAI LSB 11-13-24

Present: Rachel Barr, Scottye Battle, Carolyn Birden, John Brinkley, Elliot Crown, Joan de Lorenzo, Jim Dingeman, Simon Fitzgerald, Eleanor Elizabeth Forman, Sally Gellert, Gloria Guillo, Bounubti Kamenthou, R. Paul Martin, Alejandrina Murphy, Hazel Pinder, Matthew Reiss, Shawn Rhodes, Cerene Roberts, Michael D.D. White, Doug Wood

Also present: Bob Hennelly (Interim General Manager), Keziah Glow (Interim Program Director) M. Kay Williams (Secretary)

Absent: Gail Bey, Paul DeRienzo, Jim Freund, Katherine O'Sullivan

Final Agenda:

1. Convene meeting- (Ask for recording of the meeting to be started and confirm designated time keeper. Note how chat is to be used.)
2. Adopt Agenda. (20 minutes)
3. Roll Call. (5 minutes)
4. Discuss motion for a continuation meeting to consider agenda items we don't get to at this meeting5 (5 minutes)
5. Excuse Absences. (5 minutes)
6. Approve outstanding minutes: October 9, 2024 (5 minutes)
7. Update Announcement: The following candidates for the LSB were elected and are eligible to be seated at December's LSB meeting: Milton George Allimadi, Rachel Barr, John David Brinkley, James Dingeman, Bounubti Kamenthou, Katherine O'Sullivan, James Sagurton, Sharonne Salaam, Max Schmid, Alex Steinberg, M. Kay Williams, Doug Wood. Current LSB members who will continue are: Gail Bey, Carolyn Birden, Elliot Crown, Joan DeLorenzo, Paul DeRienzo, Simon Fitzgerald, Eleanor Elizabeth Forman, Jim Freund, Sally J. Gellert- PNB, Gloria Guillo, Alejandrina Murphy, Cerene Roberts. (2 minutes)
8. Treasurer's Report. Approval of Motion from The WBAI Finance Committee Respecting the Budget- (10 Minutes report 15 minutes discussion) - R. Paul Martin
9. Report from the interim General Manager and interim Program Director. (20 minutes 10 minutes Q&A - Questions limited to 60 seconds- Limit responses to 90 seconds)
10. Report from Pacifica National Board Directors. (7 minutes & 5 minutes discussion- Questions limited to 60 seconds- Limit responses to 90 seconds) - Paul De Rienzo, Jim Dingeman, Shawn Rhodes, and Cerene Roberts.
11. Report from Community Advisory Board (2 Minutes) - Neale Vos
12. LSB Evaluation of the Pacifica National Foundation Executive Director. (10 minutes) - Jim Dingeman
13. Discussion: WBAI's Role, Branding and Fund Raising As "Free Speech Radio" Possibly Impacted By Impending Federal Government Changes - (15 minutes) - Michael D. D. White
14. Resolution recommending the PNB set up a committee to investigate the sale of its properties in Berkeley California to benefit the foundation (8 Minutes) - Paul De Rienezzo
15. Motion Prescribing Additional New Rules For Radio Committee (10 minutes)- Cerene Roberts
16. Report from Committee of Inclusion (5 min)- Joan DeLorenzo, Gloria Guillo, Cerene Roberts,

Michael D. D. White.

17. Update on WBAI Town Halls. (3 minutes)- Jim Dingeman
18. Motion Re. Brokerage Account and recommendation to the PNB re WBAI receiving credit towards Central Service assessments (6 min.) – Cerene Roberts.
19. Motion on Gaza (4 Minutes) - Paul De Rienzo
20. Discussion LSB communications Policies and Procedures including Zoom and Recording and Communication with Listeners. —(5 minute background presentation by Secretary, 15 minute discussion.)
21. Motion: Improving Communication with Listeners (10 minutes) – John Brinkley
22. Motion to require reserves to be held from funds received to cover procurement and sending of premiums within 6 weeks. (10 minutes) – Cerene Roberts.
23. Motion to Pacifica National Board (PNB) Re. Compliance with it’s lawful directives (4 Minutes presentation 8 Minutes discussion)– Cerene Roberts.
24. Motion to Automatically Schedule LSB Executive Sessions following Any Pacifica National Board Release of Confidential Information. (4 minutes presentation 8 minutes discussion) — Cerene Roberts
25. Competing Successfully With the Internet vs And/or Becoming Internet Successful - (5 minutes) - Michael D. D. White
26. Public Comment. (30 minutes, 2 minutes maximum per speaker before next in queue to speak. Must begin no later than 9:15 PM.)
27. New Business. (5 minutes)
28. Adjourn no later than 9:45 PM. (ET)

7:11 pm ET – A quorum being present, the meeting was convened by the Chair, who noted that the chat is for the conduct of the meeting, technical problems, etc. and not for side chatter. According to Robert’s Rules, everything said in the meeting needs to be somehow in the record of the meeting and anything in the Chat isn’t so recorded.

Timekeeper was determined to be Jack de Palma and there were no objections.

7:12 pm ET The draft agenda was read and screen shared.

7:16 pm ET Motion (Sally Gellert) to adopt the agenda. Seconded (R. Paul Martin) There was an objection.

The Board discussed the agenda and the motion.

Amendment 1 (Doug Wood) To consider his alternative agenda which he sent by email which eliminated some items and pared down the times of other items in hopes of actually finishing the agenda. Seconded (Sally Gellert)

The Board discussed the amendment.

Amendment 2 (Cerene Roberts) To move the end-time of the meeting to 10 pm, to deal with the unfinished agenda items after public comment due to now that we are having zoom meetings people no longer need travel time home after the meeting. Not seconded.

The Board continued to discuss the agenda and the amendment.

Doug Wood withdrew his amendment for an alternate agenda and there was no objection.

Amendment 2 (Eleanor Elizabeth Forman) To add a continuation meeting to actually finish the agenda.
Seconded (Cerene Roberts)

The Board continued to discuss the agenda and the amendments.

Restatement of Amendment 2 (Sally Gellert) To add an agenda item to discuss adding a continuation meeting to deal with the undiscussed items on the agenda right after roll call. Seconded (Eleanor Elizabeth Forman)

The Board discussed this amendment. It was objected to and a roll call vote was taken and the amendment passed with 10 yeses and 8 nos.

Then another roll call vote was taken on whether to adopt the agenda as amended and it was adopted with 15 yeses, and 3 abstentions.

7:46 pm ET Roll call was taken, results as above

7:49 pm ET The Board took up discussion of the motion for a continuation meeting.

Motion (Sally Gellert) To put all the items we don't discuss, starting from the bottom to the top, on the agenda of a continuation meeting to take place Wednesday 11-20-24 at 7 pm. Seconded (Eleanor Elizabeth Forman)

The Board discussed the motion, including the fact that the time proposed conflicts with the Finance Committee meeting.

Roll Call vote was taken and the motion failed with 4 yeses, 8 nos, and 6 abstentions.

Motion (Eleanor Elizabeth Forman) To reconsider the date of the continuation meeting. Ruled out of order by the Chair and no one objected to the ruling of the chair.

8:00 pm ET Motion (John Brinkley) To excuse all absences. Seconded (Jim Dingeman). Objected to.

Roll call vote was taken and the motion passed with 12 yeses, 3 nos, and 3 abstentions.

8:07 pm ET Motion (Jim Dingeman) To accept the minutes for the 10-9-24 meeting, sent 11-11-24.
Seconded (Doug Wood)

A member expressed a desire to abstain, triggering a roll call vote and the motion passed with 14 yeses, 1 no, and 3 abstentions.

8:11 pm ET The Chair recognized and congratulated the incoming Board members (listed above).

We also thank the outgoing Board members for their presence and persistence: Scottye Battle, R. Paul Martin, Hazel Pinder, Matthew Reiss, Shawn Rhodes, and Michael D.D. White.

8:13 pm ET Treasurer's Report – R. Paul Martin

Highlights:

- The KPFK building sale netted less cash than expected, due to California laws about escrow and hardship arrangements we thought the ED had made with the EIDL loan, so we had to pay off not only interest but principal on the EIDL loan (2.1 million), plus a part of the principal and interest on the FJC loan, plus a judgement against us from the lawsuit with the ACD call center
- 3rd quarter financials have been completed but not yet released for public distribution.

Motion (R. Paul Martin) The WBAI LSB Finance Committee by majority vote recommends that the LSB approve the FY25 budget presented by the ED and the iGM, and pass it on to the National Finance Committee of the Pacifica National Board. (Second not required for a motion from a committee.)

The FY25 Budget spreadsheet was screen shared and the Board discussed the report and the budget. There was an objection to the motion.

Roll call vote was taken and the motion passed with 9 yeases, 5 nos, and 4 abstentions.

8:35 pm ET The Chair called for the reports from the Interim General Manager and Interim Program Director.

Highlights from the Interim General Manager:

- Thanks to all who participated in the election and helped with the fund drive. It made \$39K.
- In addition, there were more Union donations:
 - \$25K from Teamsters 808
 - \$25K from DC 37 Local 983
 - \$22,500 from TWU International
 - \$10K from the American Federation of Government Employees
- There were also some other donations:
 - \$5K grant from the Alvin G. and Carol G. Lamke Family Foundation which went to Pacifica from BAI.
 - \$3,500 from FJC
 - \$5K from Professor on Democracy at Work
 - Acknowledged two new BAI Buddies at \$100 per month
- None of this was encumbered by premiums.
- The new lease at 388 Atlantic Avenue will be finalized 12-1-24.
- The “We Decide” election programming continued until the president elect made his acceptance speech.
- Broadcast Mayor Adams press conference after he was indicted. Plus today we aired the meeting when the City Council prohibited passing broker’s fees to tenants.
- Judy Gorman programming is pending.
- David Rothenberg was paid \$1000 owed him for books he purchased for premiums.
- We have 3 cycles of payroll and 2 cycles of Tower rent in the bank.

Highlights from the Interim Program Director:

- Thank you to all who provided carts and suggestions and are cooperating with implementing the policy that the program is the premium.

- The election programming united the 5 stations and 222 affiliates. This helps unite the Network.
- She working on Board Operator coverage, to allow Board Ops to take vacation. Planning to pay union rates.
- Used programming from Jonas Switzer who worked on the two conventions and all the election programming.
- We have volunteers who have been vetted to take financial information confidentially.
- She has also been making thank you call backs.
- We have an assembly line of volunteers who can send out premiums, mostly books, which the landlord let us store downstairs. \$250 water filters are not available, but we can now send out everything else.
- She has been working with WEBT (Emergency Broadcast Team) on WBAI sharing in the city's emergency response. City College has been a fallout center, and will be an emergency distribution center, a place to go to get food, etc. We may get a \$40K grant from OEM as part of this program of "Strengthening Our Communities." She is starting the protocol to apply for this grant this week.
- We need a 24 hour round the clock engineer. Wants to resurrect the practice of Board Ops being able to broadcast from home, using Clean Feed, like some of them did during Covid.
- Please be patient because we are only two people and have priorities.

The Board discussed the report and asked questions.

Highlights of Q & A

- What is the protocol for volunteers?
- Is she working with college radio stations to participate in WBAI's programming, via interns, etc.?
- Can we have a townhall around volunteering, outreach, programming changes? Involve the CAB?

9:01 pm ET Motion (Cerene Roberts) To extend the discussion 5 minutes. Seconded (Sally Gellert)

More Highlights:

- Creating a syllabus for our intern Taylor to work on Social Media.
- Working with Chris La Pilusa on the website.

The Board discussed the reports.

9:06 pm ET The Chair called for reports from the PNB Directors.

Highlights:

- People are aware how this recent election effects Pacifica, esp the bill targeting non-profits.
- The PNB is in the process of evaluating the ED. It is supposed to have been concluded last weekend. Last year we learned that LSB's can participate in this evaluation but we didn't get a clear answer this year whether that will happen this year. There is an evaluation form for the ED in your inboxes.
- All members and listeners were urged to listen in to the PNB meetings the first and third Thursdays of the month at 8:30 pm ET.

The Board discussed these reports.

9:15 pm ET The Chair announced that Public Comment would begin.

9:38 pm ET The Chair announced the end of Public Comment due to no further speakers in queue. And the Chair announced the CAB report – presented by Neale Voss.

Highlights:

- Set up a listener’s survey on the website.
- Still need a synopsis of each show in the archive, topic and guests.
- Need an accounting system for premiums, if they ever come back.
- Need to set up “View Only” access to BAI’s accounts on the Bank of America website.
- Need to restart a computer show for seniors.

9:41 pm ET Item 12 on the agenda was postponed because the presenter, Jim Dingeman, was no longer present.

9:42 pm ET - Michael D.D. White passed the chairing of the meeting to the Vice Chair so he could present the next topic on the agenda: WBAI’s Role, Branding and Fund Raising As “Free Speech Radio” Possibly Impacted By Impending Federal Government Changes

There was no time left for discussion.

9:46 pm ET The Chair took back the chairing of the meeting and adjourned the meeting.

Submitted by M. Kay Williams, Secretary