

Pacifica Foundation
Draft Agenda KPFT LSB Regular Meeting/Assembly of Delegates Zoom Conference
February 12, 2025 7PM CT

Note: Public Comment is at a fixed time. Agenda items in order may be pulled before or pushed to after the public comment period of 30 minutes as required.

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| 1. Call to Order: 7:00PM CT (13 makes quorum) | LSB Chair: Ron Stubbers |
| 2. Roll Call/ Quorum (<i>and Excused Absences</i>) | LSB Secretary: Teresa Allen(5 min.) |
| Melissa Buie, Listener Representative | Marianne Martinez, Listener Rep. |
| Lilian Care, Staff Rep. | P.K. McCary, Listener Rep (newly seated) |
| Adriana Casenave, Listener Rep. | Sean Kelly McPherson, Listener Rep. |
| E Rajat Chopra, Listener Rep. | Torry Mercer, Listener Rep. |
| Glenn Etienne, Listener Rep. | Stuart Nance, Staff Rep. |
| Lynden Foley, Listener Rep. | Rick Norris, Staff Rep. |
| Jerry Fowler, Staff Rep. | Jane Scheidler, Listener Rep. |
| Rhonda Garner, Listener Rep. | Debbie Smith, Listener Rep. |
| Robert Gartner, Listener Rep. | Ron Stubbers, Listener Rep. |
| Rob Lee, Listener Rep. | Michael Woodson, Staff Rep. |
| Mike Lewis, Listener Rep. | Colby Wright, Listener Rep. |
| Anita Long, Listener Rep. | Susan Young, Listener Rep. |
| Cheryl Lynn, Listener Rep., A- resignation tendered | |
| Sandy Weinmann (interim Gen. Mgr, non-voting) | |

3. Agenda Approval. (*After Agenda is approved, requires a 2/3 Vote to Change*) (5 min.)
4. Approval of Minutes (*for Jan. 8, 2025 meeting*) (5 min.)
5. Acceptance of Cheryl Lynn, LSB Member resignation (5 min.)
6. Seating of LSB Member PK McCary (5 min.)
7. Vice Chair Election
 - Open nominations for Vice Chair and candidate statements (10 min.)
 - Motion to set Procedure to Elect Vice Chair (see appendix) 10 min)
8. Election of Representatives to National Boards (see appendix) (15 min)
 - a. Delegate listing of open positions (5 min)
 - PNB Audit – 2 LSB members
 - PNB Governance – 2 LSB members
 - Committee of Inclusion – 1 PNB member, 3 LSB members
 - b. Nominations for open positions and Candidates Statements (5 min)
 - c. Motion to set procedure to elect (5 min)
9. **8:00 Public Comment.** (30 min.)
10. Staff Recognition (5 min.)
11. iGM Report (10 min.)
12. PNB Representatives Report, Q & A (10 min.)
13. KPFT LSB Committee and Task Force Reports (5 min ea)
 - a. Development and Outreach Committee
 - b. Finance Committee
 - c. Governance Committee
 - d. Management Selection and Review (MSRC) Committee

- 14. Unfinished Business (10 min.)
- 15. New Business (10 min.)
- 16. Confirm next LSB Meeting (March 12, 2025) (1 min.)
- 17. Adjourn Time Certain by 10:00 pm or earlier

2021-02-12 KPFT LSB Draft Minutes

1.Meeting was called to Order: 7:06PM CT (13 makes quorum) LSB Chair: Ron Stubbers

2. Roll Call/ Quorum (<i>and Excused Absences</i>)	LSB Secretary: Teresa Allen
Melissa Buie, Listener Representative A	Marianne Martinez, Listener Rep. P
Lilian Care, Staff Rep. P	P.K. McCary, Listener Rep (newly seated) P
Adriana Casenave, Listener Rep. P	Sean Kelly McPherson, Listener Rep. P
E Rajat Chopra, Listener Rep. P	Torry Mercer, Listener Rep. P
Glenn Etienne, Listener Rep. P	Stuart Nance, Staff Rep. P
Lynden Foley, Listener Rep. P	Rick Norris, Staff Rep. Exc
Jerry Fowler, Staff Rep. A	Jane Scheidler, Listener Rep. Exc
Rhonda Garner, Listener Rep. P	Debbie Smith, Listener Rep. P
Robert Gartner, Listener Rep. Exc	Ron Stubbers, Listener Rep. P
Rob Lee, Listener Rep. P	Michael Woodson, Staff Rep. P
Mike Lewis, Listener Rep. P	Colby Wright, Listener Rep. P
Anita Long, Listener Rep. P	Susan Young, Listener Rep. P

(Cheryl Lynn, Listener Rep., A- resignation accepted)

Sandy Weinmann (interim Gen. Mgr, non-voting) P

S. Young moved to approve Excused Absences of Robert Gartner, Rick Norris and Jane Scheidler: Passed without objection. (5 min.)

4. Minutes-*Jan. 8, 2025* Approved without objection.

5. Cheryl Lynn, LSB Member, letter of resignation accepted. T Allen acknowledged Ms Lynn’s service on the LSB.

6. P.K. McCary was seated.

7. Vice Chair Election

- R. Stubbers nominated Colby Wright for Vice Chair. Nomination accepted.

- Motion for Procedure- Authorizing Resolution for Vice Chair Election via email (see appendix): Approved without objection.

8. Election of Representatives to National Board Cmtes (see appendix)

- a. Delegate listing of open positions

- b. Nominations for open positions and Candidates Statements

- PNB Audit – 2 LSB members: R. Stubbers nominated Rob Lee- accepted;

- S. Young nominated Jerry Fowler (T. Allen verified accepted), Adriana Casenave self-nominated.

- PNB Governance – 2 LSB members: PK McCary self-nominated, Ron Stubbers self-nominated,

- Ron Stubbers nominated Jane Scheidler (T. Allen verified accepted), Debbie Smith nominated Torry Mercer- accepted.

- Committee of Inclusion – D. Smith nominated Marianne Martinez for Director position- accepted;

- Delegates: Marianne Martinez nominated Lilian Care- accepted, Adriana Casenave self-nominated

Adriana Casenave nominated P.K. McCary- accepted.

c. Chair moved to amend- correcting spelling of KPFT, and referring to Teller “Roos” in singular. Passed without objection.

Motion for Procedure Authorizing February 2025 Elections for KPFT Representatives to PNB Standing Committee via email,

as amended. Passed with 1 objection

(Adriana Casenave was opposed to Teller’s notification to all LSB members of who had voted, and those who had not).

9. 8:00 *Public Comment.* (30 min.)

10. Staff Recognition

11. iGM Report

12. PNB Representatives Report, Q & A

13. KPFT LSB Committee and Task Force Reports

a. Development and Outreach Committee

b. Finance Committee

c. Governance Committee

d. Management Selection and Review (MSRC) Committee:

Motion: The KPFT Management Selection and Review Committee moves that the KPFT LSB request the Pacifica Executive Director initiate the search for a permanent GM for KPFT by posting the job description as soon as possible with a six-week deadline for submissions.

Michael Woodson moved to table.

<i>Melissa Buie</i>	-	<i>Marianne Martinez</i>	Y
<i>Lilian Care</i>	Y	<i>P.K. McCary</i>	Y
<i>Adriana Casenave</i>	Y	<i>Sean Kelly McPherson</i>	Y
<i>E Rajat Chopra,</i>	Y	<i>Torry Mercer</i>	Y
<i>Glenn Etienne</i>	Y	<i>Stuart Nance</i>	A
<i>Lynden Foley</i>	N	<i>Rick Norris</i>	-
<i>Jerry Fowler</i>	-	<i>Jane Scheidler</i>	-
<i>Rhonda Garner</i>	Y	<i>Debbie Smith</i>	Y
<i>Robert Gartner</i>	-	<i>Ron Stubbers</i>	A
<i>Rob Lee</i>	Y	<i>Michael Woodson</i>	Y
<i>Mike Lewis</i>	Y	<i>Colby Wright</i>	Y
<i>Anita Long</i>	Y	<i>Susan Young</i>	N

Passed 15Y, 2N, 2A

14. Unfinished Business na

15. New Business na

16. Confirmed next LSB Meeting (March 12, 2025)

17. Meeting adjourned at 9:46PM CT.

Local Station Board Meeting Appendix:

Motion for Procedure- Authorizing Resolution for Vice Chair Election via email

RESOLVED, that the election for KPFT LSB Vice Chair for the remainder of the 2025 term shall be conducted via electronic mail, with Terry L. Goodman serving as Chair of Tellers and Sara Roos serving as Tellers.

FURTHER RESOLVED, that all currently serving KPFT Delegates are authorized to vote and will be sent voting instructions and ballots via email by one of the tellers on or before February 14, 2025, and that the polls shall close on February 18, 2025, at 12:00 Midnight Pacific Standard Time.

Nominations to be open during the February 12, 2025 KPFT LSB meeting, and close at the adjournment of that meeting. Ballots for all positions to allow write-in candidates.

The Chair of Tellers is authorized to announce to all voters via email approximately 24 hours prior the close of polls the number of ballots received and the identities of voters from whom a ballot has not yet been received.

The Chair of Tellers will distribute preliminary tally results to all voters soon after the tellers agree on those results, the winner of the election can take office as soon as they are announced.

If for some reason Terry Goodman or Sara Roos are unwilling or unable to conduct these elections, the Chair is authorized to designate other neutral persons to do so. If quorum is not met by the close of polls, the Chair of Tellers is authorized to re-open the polls and declare a new deadline - not to exceed four days beyond the initial close of polls.

Any Election tie is to be resolved by electronic coin flip at the next KPFT LSB meeting, and ratified at the next noticed meeting of KPFT Delegates and this seat will remain vacant until the tie is resolved.

To facilitate these elections, after the adoption of this Motion, the Secretary or Secretary Pro Tem shall send to both tellers the roster of current KPFT Delegates with email addresses and phone numbers, the names of the nominated candidates and the offices to which they have been nominated, the list of open positions where more than one position is available of any type, and the exact text of this motion as finally adopted.

Motion for Procedure Authorizing February 2025 Elections for KPFT Representatives to PNB Standing Committee via email

WHEREAS, Article Eight of the Pacifica Foundation Bylaws states that the PNB shall have a Committee of Inclusion for each of the Foundation's radio station areas; a national Audit Committee; and a national Governance Committee as standing committees of the Board of Directors,

BE IT RESOLVED that the election of one Director and three non-Director Delegates for the KPFT Committee of Inclusion; two KPFT non-Director Delegates for the PNB Audit Committee, and two KPFT non-Director Delegates for the Governance Committee shall be conducted via electronic mail, with Terry L. Goodman serving as Chair of Tellers and Sara Roos serving as Teller.

Nominations to be open during the February 12, 2025 meeting, and close at the adjournment of that meeting. Ballots for all positions to allow write-in candidates, to be sent to Tellers with votes.

FURTHER RESOLVED, that all currently serving KPFT Delegates are authorized to vote and will be sent voting instructions and ballots via email by one of the tellers on or before February 14, 2025, and that the polls shall close on February 18, 2025, at 12:00 Midnight Pacific Standard Time.

The Chair of Tellers is authorized to announce to all voters via email approximately 24 hours prior the close of polls the number of ballots received and the identities of voters from whom a ballot has not yet been received.

The Chair of Tellers will distribute preliminary tally results to all voters soon after the tellers agree on those results, and those elected can take office at the next meeting of the PNB.

If for some reason Terry Goodman or Sara Roos are unwilling or unable to conduct these elections, the Chair is authorized to designate other neutral persons to do so. If quorum is not met by the close of polls, the Chair of Tellers is authorized to re-open the polls and declare a new deadline - not to exceed four days beyond the initial close of polls.

To facilitate these elections, after the adoption of this Motion, the Secretary or Secretary Pro Tem shall send to both tellers the roster of current KPFT Delegates with email addresses and phone numbers, the names of the nominated candidates the offices to which they have been nominated, the list of open positions where more than one position is available of any type, and the exact text of this motion as finally adopted.

In the unlikely event of a tied election, it is to be resolved, and the final results declared by the Chair at the next meeting of the LSB after the preliminary tally distribution. An LSB Member with good bandwidth can share a screen and flip coins via <https://www.random.org/coins/>.

Respectfully submitted,

Teresa J. Allen

2025-03-10; approved 2025-03-04