

## Minutes WBAI LSB Regular Monthly Meeting 1-10-24

Members attending: Rachel Barr, Scottye Battle, John Brinkley, Elliot Crown, Joan De Lorenzo, Paul De Rienzo, Jim Dingeman, Simon Fitzgerald, Eleanor Elizabeth Forman, Jim Freund, Sally Gellert, Gloria Guillo (Vice Chair), R. Paul Martin, Alejandrina Murphy, Katherine O’Sullivan, Hazel Pinder, Shawn Rhodes, Cerene Roberts, Michael D.D. White (Chair), Doug Wood.

Absent Members: Gail Bey, Bounubti Khamentou, Mark Crispin Miller, Matthew Reiss

Also Present: Berthold Reimers (General Manager), Linda Perry (Program Director), M. Kay Williams (WBAI LSB Secretary)

### 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. Excuse Absences. (5 minutes)
5. Announce, per the elections now having been held, the LSB Officers: Chair- Michael D. D. White, Vice-Chair- Gloria Guillo, Treasurer- R. Paul Martin, Secretary- M. Kay Williams. (1 minute) M. Kay Williams
6. Note the Passing of LSB Staff Representative Member Ralph Poynter and observe with a minute of silence. Welcome Doug Wood as new LSB staff Representative member. (4 minutes)
7. Approve outstanding minutes: December 13, 2023 Meeting (5 minutes)
8. Recess to Delegates Assembly.
9. Convene Delegates Assembly to be chaired by the LSB Chair.
10. Adopt previous minutes of Delegates Assembly: January 11, 2023. (2 minutes)
11. Acceptance of Nominations of Directors for Election to PNB (Voting to follow by Opavote after meeting) a. One Staff Director IRV (10 minutes) b. Three listener Directors STV (15 minutes)
12. Reconvene LSB meeting.
13. Note Secretary’s distribution of list of existing and likely to be created PNB Committees, PNB Task Forces, to which WBAI’s LSB will send representatives and WBAI LSB Committees, and LSB Task Forces which the LSB will populate. (This will start at the February 2024 meeting.) (4 minutes) M. Kay Williams
14. Report from Pacifica National Board Directors. (7 minutes & 5 minutes discussion) - Shawn Rhodes, James Sagurton, Sharonne Salaam, Jim Dingeman.
15. Treasurer’s Report. - (10 Minutes report 5 minutes discussion) - R. Paul Martin
16. Reports of General Manager and Program Director. (8 minutes report 8 minutes discussion) — Berthold Reimers & Linda Perry
17. Report from Community Advisory Board (2 Minutes) - Neale Vos
18. Discussion LSB communications Policies and Procedures including Zoom and Recording and Communication with Listeners. — (5 minute background presentation by Secretary, 15 minute discussion.)
19. Motion: Improving Communication with Listeners (10 minutes) – John Brinkley
20. Competing Successfully With the Internet vs And/or Becoming Internet Successful - (5 minutes) - Michael D. D. White
21. Public Comment. (30 minutes, 2 minutes maximum per speaker before next in queue to speak. Must always begin no later than 9:15 PM.)
22. New Business. (5 minutes)
23. Adjourn no later than 9:46 PM. (ET) Meeting extended one minute to honor Ralph Poynter.

7:05 pm ET Call to order: A quorum, the Chair and Secretary being present.

Timekeeper Katherine O’Sullivan accepted without objection.

The Chair called for the Secretary to read and screen share the agenda.

7:15 pm ET Motion (R. Paul Martin) To adopt the agenda. Seconded. Objected to.

Amendment (Eleanor Elizabeth Forman) Offered in two parts: first to add one minute to the length of the meeting to honor Ralph Poynter and second to change the agenda calling for election of PNB Directors by Opavote to utilizing the election service offered by the PNB.

Move to separate the two parts of this amendment and second the first of these two parts (Jim Dingeman). Passed without objection and then the motion to extend the meeting time to honor Ralph Poynter passed without objection.

The second amendment was seconded by a different member. The Board discussed the second amendment.

Roll call vote was taken and the amendment failed with 10 nos, 7 ayes, and 1 abstention. Then the original motion to adopt the agenda passed without objection.

7:34 pm ET Roll Call was taken, results as above

7:39 pm ET Motion (Jim Dingeman) To excuse all absences. Seconded. Passed without objection.

7:40 pm ET The Chair announced the election results and congratulated the winners: Himself as Chair, Gloria Guillo as Vice Chair, and M. Kay Williams as Secretary.

Motion (Cerene Roberts) That the Board create an agreed upon method for breaking ties as called for in the Bylaws. Seconded. Objected to.

The timekeeper called time on this agenda item and the Chair called for a motion to extend the time to facilitate discussion of this motion.

Motion (Joan De Lorenzo) To extend the time for this item 3 minutes. Seconded. Objected to.

Point of Order (R. Paul Martin): This is an illegal motion. This issue was decided at last meeting by vote of the body to conduct the vote by Opavote and it is known they settle ties by a random digitized method equivalent to a coin toss.

The Chair ruled that this issue has been previously discussed and voted on. The tie breaking mechanism used by Opavote has been well known from previous elections, hence this motion is out of order and the meeting would go on to the next item on the agenda.

Challenge to the Ruling of the Chair (Cerene Roberts) Seconded.

The Chair took opinions in favor of his ruling and against his ruling then called for a roll call vote.

Roll call vote and the chair's ruling was upheld with 9 ayes, 8 nos, and 3 abstentions.

8:02 pm ET The Chair called for a minute of silence to respect the passing of one of the Board members, a producer of many years, Ralph Poynter, who died on Christmas Day 2023.

His obituary summary was read by John Brinkley, and will be posted on JUC and WBAI websites.

Doug Wood, the next staff runner up, was welcomed in Ralph Poynter's place and given 2 minutes to introduce himself.

8:04 pm ET The Chair called for a motion to approve the minutes from 12/13/23 which have been sent to the members by email. Jim Dingeman so moved, and his motion was seconded.

Amendment (Sally Gellert) proposed to omit mention in the minutes when a particular contribution in the Chat during a zoom meeting was misidentified as to the author of the post. The amendment was seconded and passed without objection.

Then two other members objected to the minutes.

Jim Dingeman called the question.

Roll Call vote was taken and the minutes were passed as amended with 11 ayes, 6 nos, and 3 abstentions.

8:12 pm ET The Chair called for convening a delegates assembly for the purpose of taking nominations for WBAI's Director Representatives to the Pacifica National Board.

[Minutes of the Delegates Assembly will be approved at the next Delegates Assembly.]

8:34 pm ET The Chair adjourned the Delegates Assembly and reconvened the regular LSB meeting.

8:35 pm ET The Chair asked the secretary to screen share a prospective list of PNB and LSB committees and taskforces which will be approved and populated at the next LSB meeting in February.

The Board discussed the list, two items were added, the Management Evaluation Committee which should be an annual committee and the taskforces requested by the General Manger.

A member wanted to bring up two issues related to the vote for Directors, whether listener members who were elected as listener members could still run as listener Directors, even if their status was in the process of changing to possible staff, and whether they could request paper ballots as mentioned in the bylaws.

The Chair ruled these questions out of order as this matter had already been discussed and voted on. There were no objections to the ruling of the chair.

8:47 pm ET The Chair called for the Report of the current PNB Directors (Jim Dingeman, James Sagurton, Sharonne Salaam, and Shawn Rhodes)

Highlights:

- Meeting a lot of resistance to accepting WBAI's deficit budget. Discrepancies between the national office and local station bookkeeping were found to be the result of mistakes on the national office side. The budget has to pass the National Finance Committee first.
- The new board may not be all that friendly to WBAI. The only way to prevent the option of selling or swapping BAI's signal from coming to the forefront is to all work together to increase our revenue by 15%.

The Board discussed the report. One of the PNB directors had technical difficulties and left the meeting.

9:06 pm ET Motion (Cerene Roberts) To extend the discussion of the report 5 minutes until that director could return to the meeting and finish his report. Seconded. Objected to.

Roll call vote was taken and the motion to extend failed with 10 nos, 7 ayes, and 2 abstentions.

9:12 pm ET Point of Order (R. Paul Martin) Called for orders of the day. The chair stated it was time for the Treasurer's Report however noted how little time left before time certain for public comment.

Highlights

- The written treasurer's report has been sent to members.
- The motion to defer acceptance of BAI's budget by the NFC was put on the agenda after information surfaced that the version presented to the NFC was slightly changed from the version passed by the last WBAI LSB meeting.
- The national office income statement and categorization of expenses had errors which had to be reconciled.
- The income from the sale of the KPFK building will not meet hoped for expectations so the next station on the chopping block will be WBAI's commercial license.

9:16 pm ET The Chair called for the Public Comment to begin.

9:47 pm ET The Chair thanked everyone for their efficiency at getting through some very important business tonight and adjourned the meeting.

Submitted by M. Kay Williams, WBAI LSB secretary