

**Draft Agenda**  
**Regular PNB Meeting, Public/Open Session**  
 Teleconference Meeting  
**Thursday, August 1, 2019**

**Directors:**

Grace Aaron, KPFK, Listener  
 Garry Boast, Cerebral Radio, Affiliate  
 Robin Collier, KCEI, Affiliate  
 Chris Cory, KPFA, Listener  
 Bill Crosier, KPFT, Listener  
 Donald Goldmacher, KPFA, Listener  
 Jan Goodman, KPFK, Listener  
 Sabrina Jacobs, KPFA, Staff  
 Wally James, KPFT, Staff  
 DeWayne Lark, KPFT, Listener  
 Adrienne LaViolette, KPFT, Listener

Martha Peterson, WPFW, Listener  
 Ron Pinchback, WPFW, Staff  
 Ralph Poynter, WBAI, Listener  
 Lawrence Reyes, KPFK, Listener  
 Shawn Rhodes, WBAI, Staff  
 Eileen Rosin, WPFW, Listener  
 Mansoor Sabbagh, KPFK, Staff  
 James Sagurton, WBAI, Listener  
 Nancy Sorden, WPFW, Listener  
 Alex Steinberg, WBAI, Listener  
 Tom Voorhees, KPFA, Listener

**Others:**

John Vernile, interim Executive Director  
 Otis Maclay, Webmaster, web streamer

Tamra Swiderski, interim Chief Financial Officer  
 John Tatum, Parliamentarian

<b>Item # Description</b>	<b>Time</b>
<b>1. Preliminary items</b>	5 min.
A. Call to Order	
B. Roll Call	
C. Excused Absences	
D. Identify Timekeepers	
<b>2. Agenda Approval</b>	5 min.
<b>3. Report-Out from Executive Session</b> (see below)	5 min.
<b>4. Approval of Minutes</b>	5 min.
- for open sessions of June 6 and June 27, 2019	
<b>5. Interim CFO Report – Tamra Swiderski</b>	time certain start : 9 pm ET, 15 min.
<b>6. Introduction of new interim ED John Vernile, iED Report, Q &amp; A</b>	30 min.
<b>7. Committee reports and motions</b>	max 15 min. each
<b>8. Other motions</b>	max 15 min. each, 60 min. total
<b>9. Adjourn to Executive Session if needed</b>	

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**Report-Out from July 25, 2019 Executive Session:**

"In executive session, the PNB approved the following motions on July 25, 2019:

**Permanent ED Search Motion:**

The Personnel Committee recommends that Jan Goodman contact Livingston Associates to initiate a new search for a permanent ED.

**Motion on Underwriting:**

Whereas there does not exist a written policy on underwriting and,

Whereas Pacifica needs a clear written policy to serve as a guide for the General Managers, Program Directors, Business Managers and other administrative staff as well as Producers at our stations and,

Whereas this is an area with complex regulations governed by several different regulatory bodies that can generate serious penalties if they are violated and,

Whereas the Pacifica National Board is currently in the exploration stage with legal counsel as to a comprehensive approach to underwriting and,

Whereas the Pacifica National Board is responsible for setting the general policies that guide Pacifica,

Be it Resolved that no business unit may enter into any underwriting agreement or any agreement that can be construed as an underwriting agreement until such time as this policy is revised. Any underwriting agreement that has been entered into prior to this policy directive shall be submitted to the Executive Director for follow up action and any proposal that may be construed as a possible underwriting agreement shall be submitted to the Executive Director for consultation with legal counsel.

In addition, the PNB also discussed confidential personnel, legal, and financial issues."

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**Motions follow:**

**Motion on Loan Documents**, approved by National Finance Committee July 23, 2019

"The NFC strongly requests that the interim Executive Director ask the lender if the NFC could be sent the loan documents."

(Passed without objection by the committee)

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**Motion on Allocations of Windfall Revenue**, by Crosier

Dispersal of all large windfalls in revenue above \$200,000 should be discussed by the National Finance Committee and Strategic Planning Committee, in addition to the ED and CFO, and then approved by the PNB.