

Draft Agenda – *Public* Version
Pacifica National Board Regular Session
Teleconference Meeting
Thursday, October 2, 2025, 8:30 pm EST
All times are Eastern Time
(meeting notice appended to the end of this agenda)

2025 PNB Members:

Kaja Brown, KRDP, Affiliate Donna Carter, KPFA, Listener Fred Dodsworth, KPFA, Listener Jerome Edge, KSVR, Affiliate Sally Gellert, WBAI, Staff Jan Goodman, KPFA, Listener Julie Hewitt, WPFW, Listener Evelia Jones, KPFA, Listener Zack Kaldveer, KPFA, Listener Philip Maldari, KPFA, Staff Marianne Martinez, KPFT, Listener		Sean Kelly McPherson, KPFT, Listener Ron Pinchback, WPFW, Staff Myla Reson, KPFA, Staff Cerene Roberts, WBAI, Listener James Sagurton, WBAI, Listener Minerva Sanders, WPFW, Listener Alex Steinberg, WBAI, Listener Harvey Wasserman, KPFA, Listener Dennis Williams, WPFW, Listener Michael Woodson, KPFT, Staff Susan Young, KPFT, Listener	Sus
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Others:

Stephanie Wells, Executive Director
Aki Tanaka, Recording Secretary
Darlene Pagano, Timekeeper

1. Preliminary Items – 5 min.
 - A. Call to Order by Chair (Young)
 - B. Roll Call by PNB Secretary (Hewitt)
 - C. Excused Absences
2. Agenda approval for the executive portion of the agenda – 5 min.
3. Minutes approval for August 7th and 14th and September 4th meetings – 5 min.
4. Confidential Disciplinary Matter (see APPENDIX) – 30 min.
5. Confidential ED Report and Q&A – 25 min.
6. Unfinished Confidential Business – 1 min.
7. New Confidential Business – 5 min.
8. Report-out for pacifica.org and for reading at the next open session – 3 min.
9. **Motion to move into open session at a time no later than 9:30 pm ET – 1 min.**

10. Preliminary Items – 5 min.
 - A. Call to Order by Chair (Young)
 - B. Roll Call by PNB Secretary (Hewitt)
 - C. Report-out from September 4th and 18th meetings:
 September 4th:
The PNB met in closed session to discuss a confidential contractual matter and a confidential legal matter.
 September 18th:
Quorum not achieved; no report out.
 - D. Excused Absences
11. Agenda approval for the open portion of the agenda – 5 min.
12. Minutes approval for August 7th and September 4th meeting – 5 min.
13. Standing Committee Reports – 10 min.
 - a. Audit Committee (Sanders)
 - b. Coordinating Committee (Young)
 - c. Finance Committee (Dodsworth)
 - d. Governance Committee (Hewitt) – see APPENDIX
14. Affiliates Report – 5 min.
15. Executive Director Report and Q & A – 20 min.
16. Unfinished Business (see APPENDIX) – 5 min.
 - a. Nondisclosure Agreement changes offered by James Sagurton
 - b. Motion on Directors’ Access from Cerene Roberts
 - c. Motion on Raising Minimum Membership Fee
17. New Business (see APPENDIX) – 10 min.
- 18. Motion to Adjourn at a time no later than 10:30 pm ET.**

APPENDIX

===== FOR EXECUTIVE SESSION =====

===== FOR OPEN SESSION =====

13d. Motion from Governance Committee

[Motion to PNB to stand up the Personnel Committee in 2025 to conduct the annual ED evaluation with a director elected by the PNB from each of the 5 stations and the PNB officers. Passed on 9/25/2025.]

13d1. Motion to Stand up the Personnel Committee

WHEREAS the PNB has a duty to oversee personnel matters within Pacifica,

THEREFORE be it resolved that the PNB establish a Personnel Committee for 2025 with a mandate to conduct a performance evaluation of the Executive Director, and to report back to the full PNB with recommendations, if any;

FURTHER RESOLVED that the Personnel Committee shall consist of the PNB Chair, Vice Chair, Secretary, and NFC Chair; one Director from each of the five Pacifica stations; and one Affiliate Representative Director from the Pacifica Affiliates Network. No LSB Members shall serve on the Personnel Committee.

13d2. Motion to Elect Directors to Personnel Committee

WHEREAS the PNB established a Personnel Committee for 2025 and took nominations from the floor;

BE IT RESOLVED, that these elections of directors for the Personnel Committee shall be via OpaVote electronic voting, conducted by Akio Tanaka, Recording Secretary;

FURTHER RESOLVED that all nominations are due by email to the Recording Secretary by 11:59 pm PT on Monday, October 6, 2025, that ballots will be sent to directors by Wednesday, October 8, 2025, and that voting will end by 11:59 pm PT on Tuesday, October 14, 2025. Only currently serving Directors are authorized to vote.

16a. Suggested edits to NDA (in redline/strikeout) from James Sagurton

1a. i. Any other information of any nature whatsoever that ~~the~~ Pacifica's Executive Director, Chief Financial Officer or General Counsel desires to maintain confidentiality, **provided that they so notify the member and that there are valid legal, business or personnel reasons for the confidentiality.**

5. Notices. All notices given under this Agreement must be in writing. A notice is effective upon receipt and shall be sent via one of the following methods: **email**, delivery in person, overnight courier service, certified or registered mail, postage prepaid, return receipt requested, addressed to the Party to be notified at the below address or in the case of either Party, to such other party, address as such Party may designate upon reasonable notice to the other Party.

16b. Motion on Directors' Access from Cerene Roberts

Whereas, Directors are responsible for the affairs of the foundation and are obliged to be informed, their increased familiarity with its units can improve the quality of their contributions, therefore

The Board requires that all Directors, PNB officers, LSB members, LSB officers, and network staff facilitate, and not interfere with, Directors' full access to all foundation information including meetings

Further, the Executive Director is charged with having IT staff implement, by September 10, 2025, a system for easy delivery of tele-conference and/or video-conferencing coordinates of all meetings to all interested directors.

16c. Motion on Raising Minimum Membership Fee

Move we increase our membership fee to \$50/year starting January 1, 2026.

Meeting Notice:

Thursday, October 2, 2025

Pacifica National Board

[Committee Members](#)

Akio Tanaka

Posted: 03/28/2025 - 11:59 PM

8:30 PM ET

Teleconference

akiot04@yahoo.com

Updated :03/28/2025 - 11:59 PM