Draft Agenda
Special PNB Meeting, Public/Open Session
Teleconference Meeting
Thursday, May 23, 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  
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  
Maskeelah Washington, WPFW, Listener

Others:
Maxie Jackson III, Executive Director  
Otis Maclay, Webmaster, web streamer  
John Tatum, Parliamentarian

Item #  Description  Time
1. Preliminary items  10 min.
   A. Call to Order
   B. Roll Call
   C. Excused Absences
   D. Identify Timekeepers
2. Approval of Minutes  10 min.
   - for April 25 open/public session
   - including motion on relocation of National Office, below
4. Financial updates  15 min.
   - Financial update summary from NETA
   - Expenses for repeated legal opinions on the same subject re: KPFT LSB
5. Executive Director Report, Q&A  20 min.
   - including summary of update on litigation from general legal counsel
6. Committees and Task Forces – reports and motions  max 10 minutes/committee, 40 min. total
7. Adjourn to Executive Session  time certain 10 pm ET

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Strategic Planning Committee Motion on Relocation of National Office, approved May 20, 2019:

Whereas Article 12 of the Pacifica bylaws requires a National Office to be located in California, to wit:

"The Foundation shall keep at its principal office in the State of California:

A. MINUTES
   Minutes of all meetings of the Board of Directors, LSBs, of committees of the Board and LSBs and, if held, of Members, indicating the time and place of the holding of such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof; as well as all waivers of notice and consents to holding of Board or LSB meetings, notices and statements regarding closed meetings, approval of board minutes and written consents to Board action without a meeting. Minutes of closed meetings must be put under seal.

B. BOOKS AND RECORDS
   Adequate and correct books and records of account.

C. MEMBERSHIP RECORD
   A record of its Members indicating their names, addresses, class of membership, the radio station s/he is affiliated with and the termination date of any membership.

D. ARTICLES AND BYLAW
   A copy of the Foundation’s Articles of Incorporation and Bylaws, as amended from time to time, which shall be open to inspection by the Members of the Foundation at all reasonable times during office hours or available upon written request.

E. TAX RECORDS
   A copy of the Foundation’s annual information return on IRS Form 990 for each of the preceding 3 years and a copy of the Foundation’s approved application for recognition of exemption."

And whereas the failure to have a National Office staffed by an Office Manager exposes Pacifica to possible legal and financial problems,

And whereas the Pacifica station in Berkeley, KPFA, has a space they can make available for the Pacifica National Office and KPFA management has graciously agreed to house the National Office there;

Be it resolved that a National Office shall immediately be located in the available space in the KPFA building and that hiring of a part time temporary person is authorized, in coordination with using KPFA personnel, to ensure that daily functions (including handling mail, looking up information, and handling legal summons) be handled promptly and professionally, and that the Executive Director keep the Strategic Planning Committee and PNB updated on arrangements for this.