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

Item #  Description  Time
1. Preliminary items  5 min.
   A. Call to Order
   B. Roll Call
   C. Excused Absences
   D. Identify Timekeepers

2. Agenda Approval  5 min.

3. Report-Out from Executive Session (see below)  5 min.

4. Approval of Minutes  5 min.
   - for open sessions of June 6 and June 27, 2019

5. Interim CFO Report – Tamra Swiderski  time certain start: 9 pm ET, 15 min.

6. Introduction of new interim ED John Vernile, iED Report, Q & A  30 min.

7. Committee reports and motions  max 15 min. each

8. Other motions  max 15 min. each, 60 min. total

9. Adjourn to Executive Session if needed

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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.