

**Draft Agenda**  
**Special PNB Meeting, Public/Open Session**  
 Teleconference Meeting  
**Thursday, September 5, 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. Approval of Minutes</b>	5 min.
<b>4. Interim CFO Report</b>	15 min.
<b>5. National Election Supervisor Report</b>	15 min.
<b>6. Interim ED Report, Q &amp; A</b>	15 min.
<b>7. Banking Resolution</b>	10 min.
<b>8. Committee reports and motions</b>	max 15 min. each
<b>9. Adjourn to Executive Session</b>	<b>no later than 10:00 pm ET</b>

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**Banking Resolution for Change of Signatories**, prescribed by Bank of America/Merrill Lynch (see next page)

**Note:** Please enable Macros

**CLIENT INFORMATION**

**Please select one of the following options:**

- New Resolution/Incumbency
- Update Incumbency (*Used to Add or Delete individual authorized signers*)
  - Supersede Resolution/Incumbency (*Replaces any and all prior banking resolutions*)

**ORGANIZATION LEGAL NAME** (Must match legal name indicated in company formation documents)

Pacifica Foundation Inc

- **This Banking Resolution and Certificate of Incumbency will apply to all accounts the Organization maintains with us.**
- **The Organization adopts the following Banking Resolution and Certificate of Incumbency (with specimen signatures)\***

The undersigned certifies that:

1) Any individual (each an "Authorized Signer") with any of the following Titles

**Title:** Executive Director

**Title:**

**Title:**

**Add Row**

is authorized, acting alone, including by electronic signature, electronic record or other electronic form, (a) to establish accounts from time to time for the Organization at Bank of America, N.A. (the "Bank"), as well as to operate and close such accounts, (b) to enter into any and all agreements and transactions contemplated by the provision of treasury management services by the Bank, including but not limited to Electronic Funds Transfer Services, and (c) designate persons to operate each such accounts including closing the account, and to designate persons to act in the name and on behalf of the Organization/Client with respect to the establishment and operation of treasury management services.

2) the person whose signature, name, and title appear in the "AGREEMENT, TAX INFORMATION CERTIFICATION and AUTHORIZATION" section of the Deposit Account Documentation Signature Card or Amendment to Signature Card ("Signature Card") and those persons listed below on the Incumbency Certificate, are Authorized Signers who are authorized, including by electronic signature, electronic record or other electronic form, to establish accounts and to designate persons to operate each such account and to execute contracts and agreements (including treasury management service agreements, including but not limited to Electronic Funds Transfer Agreements) with the Bank and that the signatures of such Authorized Signers are genuine.

3) the persons who signed in the Designated Account Signers section of the Signature Card or Amendment to Signature Card are authorized to operate any accounts opened with the deposit account documentation unless otherwise noted on the Signature Card, and that the signatures of such Designated Account Signers are genuine.

4) the foregoing is a complete, true and correct copy of the banking resolutions adopted by the Board of Directors, the Members or the General Partners, Commission, Council or Governing Board as applicable, of the Organization, government entity or authority and that the resolutions are still in full force and effect and have not been amended or revoked and do not exceed the objects or powers of the Organization, government entity, authority or the powers of its management or Governing Board, Commission or Council.

**Incumbency Certificate:**

Add/ Delete	Name	Title	Signature
Add	John Vernile	Executive Director	
Delete	Maxie Jackson, III	Executive Director	

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**Resolution on National Programming**, passed unanimously on Aug. 20, 2019 by the PNB Programming Committee

Whereas, the Pacifica mission statement says that  
“In radio broadcasting operations to engage in any activity that shall contribute to a lasting understanding between nations and between the individuals of all nations, races, creeds and colors; to gather and disseminate information on the causes of conflict between any and all of such groups; and through any and all means compatible with the purposes of this corporation to promote the study of political and economic problems and of the causes of religious, philosophical and racial antagonisms. In radio broadcasting operations to promote the full distribution of public information; to obtain access to sources of news not commonly brought together in the same medium; and to employ such varied sources in the public presentation of accurate, objective, comprehensive news on all matters vitally affecting the community”

Be it resolved that the Pacifica Foundation and its radio stations and affiliates will collaborate and creatively work with each other as much as possible to explore the possibilities of national programming on the following days and months:

Juneteenth  
Malcolm X's birthday  
International Workers Day  
International Women's Day  
Election Day  
Kwanzaa-  
Armistice Day-November 11  
ST PATRICKS DAY  
INDIGENOUS PEOPLES DAY-October 14  
EARTH DAY-APRIL 22  
HIROSHIMA-NAGASAKI DAY  
Arbor Day  
Eid  
Día De Los Muertos  
Día de los Niños  
INTERNATIONAL INDIGENOUS PEOPLES DAY  
May Day  
INTERNATIONAL HOLOCAUST DAY  
NAKBA DAY  
19 th AMENDMENT- AUGUST 26  
Women extended the right to vote  
Seneca Falls Convention

**MONTHS TO LOOK INTO**

January None to date  
February African American History Month  
March National National Women's History Month, Irish-American Heritage Month  
April March 13 to April 15 is National Deaf History Month  
May Asian Pacific American Heritage, Older Americans Month and Jewish American Heritage Month  
June Gay Lesbian Pride Month  
July None to date

August None to date

September National Hispanic-Latino Heritage Month (Sept. 15-Oct. 15)

October National Disability Employment Awareness Month and National Italian American Heritage Month

November National American Indian Heritage Month

December None to date; are two international commemorations

To get this process jump started it will be the goal of the Foundation to encourage all the stations to collaborate and use the coming International Climate Change meeting in NYC at the United Nations in September 2019 as a event to focus cooperation on nationally