

PROPOSED BYLAWS AMENDMENT CONCERNING IN-PERSON MEETINGS OF THE PACIFICA NATIONAL BOARD

Six Directors of the Pacifica National Board have proposed an amendment to Article Six, Section 1 of the Pacifica Bylaws. The amendment intends to allow greater flexibility and latitude to the Board in keeping with the needs and realities of the Pacifica Foundation in any given year. Financial constraints and weather events are among the considerations the board may factor into their yearly scheduling of in-person meetings. The amendment allows for a range of between one to four meetings per calendar year. It also removes the specificity of naming the months in which in-person meetings are held, beyond that of the "Annual Meeting" in late January.

Existing Bylaws language:

Article Six, Meetings of the Board of Directors, Section 1: Time and Place of Meetings

The "Annual Meeting" of the Board of Directors shall take place in late January each year, or at such other times and places as agreed by a majority vote of the Board of Directors. The Board shall also regularly meet in March, June and September of each year. The four regular Board meetings shall rotate through the five Foundation radio station areas so that meetings do not take place twice in the same radio station area until a meeting has been held in all other station areas.

CHANGES TO LANGUAGE: DELETED LANGUAGE IN BRACKETS, ADDED LANGUAGE IN CAPS

Article Six, Meetings of the Board of Directors, Section 1: Time and Place of Meetings

The "Annual Meeting" of the Board of Directors shall take place in late January each year, or at such other times and places as agreed by a majority vote of the Board of Directors. The Board shall {also} {regularly} meet {in March, June and September of} **ONE TO FOUR TIMES** each calendar year **AS AGREED BY A MAJORITY VOTE OF THE BOARD OF DIRECTORS**. The **ONE TO** four **IN- PERSON** regular Board meetings shall rotate through the five Foundation radio station areas so that meetings do not take place twice in the same radio station area until a meeting has been held in all other station areas.

The revised language would then read:

Article Six, Meetings of the Board of Directors, Section 1: Time and

Place of Meetings

The in-person "Annual Meeting" of the Board of Directors shall take place in late January each year, or at such other times and places as agreed by a majority vote of the Board of Directors. The Board shall meet in person one to four times each calendar year as agreed by a majority vote of the Board of Directors. The one to four in-person regular Board meetings shall rotate through the five Foundation radio station areas so that meetings do not take place twice in the same radio station area until a meeting has been held in all other station areas.

Bylaws amendment proposed by the following Pacifica National Board Directors:

Lydia Brazon

Benito Diaz

Jose Luis Fuentes

Brenda Medina

Brian Edwards-Tiekert

Margy Wilkinson