



22278493

FILED
ALAMEDA COUNTY

OCT 21 2019

CLERK OF THE SUPERIOR COURT

By _____ Deputy

SUPERIOR COURT OF THE STATE OF CALIFORNIA
IN AND FOR THE COUNTY OF ALAMEDA

WILLIAM G. CROSIER, SUSAN da SILVA,
PETER FRANK, SHERRY GENDELMAN,
DONALD GOLDMACHER, MANSOOR
SABBAGH, CAROL SPOONER, AKIO TANAKA,
and CAROL TRAVIS, in their capacities as
Members of Pacifica Foundation, Inc.

Petitioners,

v.

PACIFCA FOUNDATION, INC., GRACE AARON,
GARRY BOAST, ROBIN COLLIER, WILLIAM G.
CROSIER, DONALD GOLDMACHER, JAN
GOODMAN, SABRIA JACOB, WALLY JAMES,
DEWAYNE LARK, ADREIENNE LOVIOLETTE,
MARTHA PETERSON, RON PRINCHBACK,
RALPH POYNTER, LAWRENCE REYES,
SHAWN RHODES, EILEEN ROSEN, MANSOOR
SABBAGH, JAMES SAGURTON, NANCY
SORDEN, ALEX STEINBERG, TOM VORHEES in
their capacities as Directors of Pacifica Foundation
Inc., and JOHN VERNILE in his capacity as
President and Executive Director of Pacifica.

Respondents,

Case No. RG190038247

ORDER GRANTING
ALTERNATE WRIT OF MANDATE

1 The matter came before the court with petitioners seeking an alternate writ of mandate to
2 compel the inception of the process to vote on petitioners' proposed "Amended and Restated
3 Bylaws for the Pacifica Foundation"

4 The petitioners were represented by Alan Gregory Wonderwheel, Esq. and respondents
5 were represented by Ford Greene, Esq.

6 The parties argued their respective positions and, with good cause therefore, the court
7 grants the alternate writ of mandate as follow:

8 There is no disagreement that petitioners have submitted a procedurally proper "Member
9 Petition" proposal to amend the corporate bylaws and the Board of Pacifica Foundations did not
10 act on the proposal on September 19, 2019 when it first appeared on its agenda.

11 In order to enforce the corporate bylaws, **YOU, PACIFCA FOUNDATION, INC., GRACE**
12 **AARON, GARRY BOAST, ROBIN COLLIER, WILLIAM G. CROSIER, DONALD**
13 **GOLDMACHER, JAN GOODMAN, SABRIA JACOB, WALLY JAMES, DEWAYNE**
14 **LARK, ADREIENNE LOVIOLETTE, MARTHA PETERSON, RON PRINCHBACK,**
15 **RALPH POYNTER, LAWRENCE REYES, SHAWN RHODES, EILEEN ROSEN,**
16 **MANSOOR SABBAGH, JAMES SAGURTON, NANCY SORDEN, ALEX STEINBERG,**
17 **TOM VORHEES, JOHN VERNILE** and all other agents and employees of Pacific foundation
18 Inc. **ARE COMMANDED TO DO THE FOLLOWING:**

19
20 Follow the procedure required by Article 17 of the bylaws in the following manner to put
21 the petitioners' proposed bylaws amendments to a vote.

- 22
23 1. Begin the process with the use of October 22, 2019 as the "Notice Date" as that term
24 is used in Article 17 section 1(B)(1) of the Pacifica Foundation bylaws (hereafter
25 bylaws.)
26

- 1 2. Follow the time frame requirements in the bylaws for the vote by the Board of
2 Directors in Article 17 section 1(B)(1) of the bylaws.
- 3 3. If the proposed bylaws amendments are approved by the Board of Directors, forthwith
4 submit the amendments for consideration and vote to the Station Delegates who must
5 complete their votes within the time period specified in bylaws Article 17 section
6 1(B)(2)(i).
- 7 4. At the completion of either the votes of the Station Delegates, or the vote of the Board
8 denying approval of the proposed amendments, whichever occurs first, submit the
9 proposed amendments to the Members in the manner prescribed in Article 17 section
10 1(B)(4).
- 11 5. If the process has not been completed by February 1, 2020, the time period for the
12 process will have expired and respondents need not continue to perform the above
13 required acts. The court has extended the December 31, 2019 deadline prescribed in
14 the bylaws to adjust for the Board's failure to have set a "Notice Date" at its
15 September Board meeting.

16 YOU shall complete the above required acts OR IN THE ALTERNATIVE appear on
17 December 20, 2019 at 2pm in Department 17 of this Court located at 1221 Oak Street,
18 Oakland California to show cause, if any you have, why the court should not so
19 command.

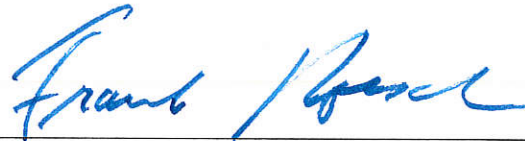
20 ORDER FOR SERVICE

21 A copy of this ORDER GRANTING ALTERNATIVE WRIT OF MANDATE
22 and a copy of the VERIFIED PRITITION FOR ALTERNATIVE WRIT OF MANDATE
23 AND/OR OTHER APPROPRIATE RELIEF, including Points and Authorities and
24 separately bound Exhibits A-K shall be served on Respondent PACIFICA
25 FOUNDATION, INC. by service upon Corporate Counsel Ford Greene, in the manner in
26

1 which service of a summons is required. Such service shall be made within two days, and
2 proof of service shall be filed within three days, hereafter.

3 Service upon all other named respondents shall be made by Priority Mailing of a
4 copy of this ORDER GRANTING ALTERNATIVE WRIT OF MANDATE along with a
5 copy of the VERIFIED ALTERNATIVE WRIT OF MANDATE AND/OR OTHER
6 APPROPRIATE RELIEF, including Points and Authorities and separately bound
7 Exhibits A-K shall be mailed by Priority Mail addressed separately to each respondent in
8 care of The Pacific Foundation, 1925 Martin Luther King, Jr. Way, Berkeley, CA 94704-
9 1037. Such service shall be made within two days and proof of service shall be filed
10 within three days, hereafter.

11
12
13 Dated: October 21, 2019



14 Frank Roesch
15 Judge of the Superior Court
16
17
18
19
20
21
22
23
24
25
26

CLERK'S CERTIFICATE OF MAILING

RE: RG19038247 Crosier et al., vs Pacifica Foundations, Inc., et al.

I certify that the following is true and correct: I am the Clerk of the above-named court and not a party to this cause. I served this **Order**, by placing copies in envelopes addressed as shown below and then by sealing and placing them for collection, stamping or metering with prepaid postage, and mailing on the date stated below, in the United States mail at Oakland, California, following standard court practices.

Dated: 10/21/19

Chad Finke
Executive Officer/Clerk of the Superior
Court

By



Param Btr, Deputy Clerk

Alan Gregory Wonderwheel Esq.,
Attorney at Law
131-A Stony Circle
Suite 500
Santa Rosa CA 95401

Ford Greene Esq.,
HUB Law Offices
711 Sir Francis Drake Blvd.,
San Anselmo CA 94960