

July 26, 2019

## Pacifica National Board Executive Session Report

In executive session, July 25, 2019, the PNB approved the following motions:

### **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.

Respectfully submitted,  
Bill Crosier  
Pacifica National Board Secretary

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Article Six, Meetings of the Board of Directors, Section 7: Open Meetings

“In addition, within a reasonable period after the closed meeting, the Foundation's Secretary shall post on the Foundation's website a general statement of the basis on which all or part of said meeting was closed.”

This notice is pursuant to and satisfies the requirements of Section 396(k)(4) of the Communications Act.