

2005-09-29 PNB Meeting Minutes

Minutes of PNB Meeting

September 29, 2005 Open Session

Meeting was called at 5:25 p.m.

Roll was called. 17 members including the interim ED voting as a member, were on the call. Missing were Directors William Walker, Joe Montes, Ngozi Kamau, Michael Tarif Warren, and Zarinah Shakir. Directors Michael Tarif Warren later joined the call.

Issue One: Madam Chair asked the CFO to present the resolution

The CFO stated The Bank of New York requires a corporate resolution to assign signatory responsibility for WBAI .

CFO restated resolution: Resolve that the PNB approve the corporate resolution for station WBAI required by the Bank of NY .

Motion #1 presented by Director Adelson. Moved: That the Pacifica National Board approves the Corporate Resolution Authorizing Banking Accounts, Loans, and Related Matters on behalf of WBAI for the Bank of New York authorizing Indrawati Hardat, Lonnie Hicks, and Jose Santiago as signatories. Motion seconded by Director D. Warren.

The question was called by Director Saba.

Motion passed 14 yes, 0 no, 3 abstained, 4 directors did not vote. Chair did not vote. Detail of director vote is shown in Excel spreadsheet attached to this report.

Motion # 2 Rescheduling the Houston PNB.

Director Randhawa moved to reschedule the PNB Houston meeting to the week-end of October 28th - 30th.

Director Saba made a substitute Motion to reschedule meeting to week-end of October 14th.

Motion 2 to end debate (ED) on all pending questions including substitute motion to reschedule meeting to week-end of October 14th passed by a vote of 8 (yes), 3 (no), 5 (abstained), 5 (no votes), chair did not vote.

Motion 2 on substitute motion to reschedule meeting to week-end of October 14th passed 9 (Yes), 7 (No), 0 (abstained), 5 (no votes), chair did not vote. Detail of director vote is shown in Excel spreadsheet attached to this report.

Director Roberts moved to open the discussion to reconsider the just passed substitute motion to reschedule the meeting to the week-end of October 14th.

Director Allen Point of Order. Can we take only 3 for and 3 against?

Motion by Director Adelson. Moved that we proceed with a way for every member of the board to vote on the hiring of the new executive director. Motion died for lack of second.

Director Randhawa point of order Robert Rules only requires a majority vote to reconsider a motion.

Move to close debate on reconsideration of just passed substitute motion to reschedule meeting to week-end of October 14th passed 9 (yes), 4 (no), 1 (abstained), 7 (no votes), chair did not vote. Detail of director vote is shown in Excel spreadsheet attached to this report.

Motion to reschedule meeting to week-end of October 14th Y (7), N (7). Vote is tied. Chair did not vote; therefore motion fails. Detail of director vote is shown in Excel spreadsheet attached to this report.

Director Roberts moved to entertain the original motion to move the Houston PNB Meeting during the week-end of October 28th. Motion to close debate is tied 7(yes), 7 (no). Motion fails needs 2/3 vote to close debate. Detail of director vote is shown in Excel spreadsheet attached to this report.

For The Record - The following comment made by Director M. Warren was asked to be placed into the record by Director Heffley. "Patty, you have consumed the time as substantially as you would a huge hoagie".

Director Roberts called for a vote to move the Houston PNB Meeting to the week-end of October 28th. Motion passed with 8(yes), 3 (no), 0 (abstained), 10 (no vote). Chair did not vote. Detail of director vote is shown in Excel spreadsheet attached to this report.

For The Record - Director Allen gave notice that she will bring a motion at the next regular PNB meeting to rescind the bylaws convention resolution passed in October of 2004, and that this notice is requested to be put into the record.

Meeting ended at 8:13 p.m. PST

Respectively submitted by _____ Secretary to the PNB