

Subject: Bylaws Action taken at the April 3, 2025 PNB meeting

This evening, the PNB ratified a settlement agreement in the case, *Pacifica v. New Day Pacifica et al.* that entails revised bylaws. The new bylaws are in the attached files (Word and pdf versions). The ratification motion is pasted below.

Thanks,
Julie Hewitt
PNB Secretary

Motion for Ratification of the Settlement Agreement in *Pacifica v. New Day Pacifica et al.* and Approval of Bylaws

Whereas, on July 22, 2021 *Pacifica Foundation* filed a lawsuit in Los Angeles County, known as *Pacifica v. New Day Pacifica et al.*, Case No. 21BBCV00542;

And Whereas, in the same litigation *Pacifica* is now a Cross-Complainant to a Cross-Complaint filed by *New Day Pacifica* and a Defendant in an interpleader action filed by members;

And Whereas, in order to settle the still outstanding legal issues, the Superior Court of California, County of Los Angeles Civil Division ordered mediation in the matter;

And Whereas, after thorough research into contested factual and legal issues, desirous of avoiding the continued costs and risks of litigation, the PNB passed a motion on March 6, 2025 authorizing the Executive Director, Chair, Vice Chair and Secretary to prepare a settlement offer for the mediation, to be shared with the PNB at its March 13th meeting;

And Whereas the PNB passed a motion on March 13, 2025 authorizing the same group to take the drafted settlement offer to the mediation session;

And Whereas on March 20, 2025 the designated committee was able to negotiate the a final settlement in line with its approved authority;

And Whereas the adopted settlement requires acceptance of certain aspects of the 2021 bylaw amendment vote, approved by the majority of *Pacifica* members, which was the subject on the litigation;

Therefore, pursuant to the settlement, and after thorough review of disputed factual issues throughout the multi-year litigation, the Board hereby acknowledges the previous votes of the members for the currently used *Pacifica* Bylaws and the 2021 *New Day Pacifica* Bylaws amendments, which were the subject of the litigation, and which were approved by the majority of *Pacifica* members, as valid and accordingly approves and adopts the presented Bylaws.

And be it further resolved that to avoid further costly litigation, the PNB ratifies the settlement agreement in *Pacifica v. New Day Pacifica et al.* signed by the Parties in Court Ordered Mediation on March 20, 2025 including adoption of Revised Bylaws (Appended).