

Federal Communications Commission Washington, D.C. 20554	Approved by OMB 3060-0009 (June 2002)	FOR FCC USE ONLY
FCC 316		
APPLICATION FOR CONSENT TO ASSIGN BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE OR TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE		FOR COMMISSION USE ONLY FILE NO. - 20090302ADR
Read INSTRUCTIONS Before Filling Out Form		

Section I - General Information

1. Legal Name of the Licensee/Permittee PACIFICA FOUNDATION, INC.		
Mailing Address 1925 MARTIN LUTHER KING JR. WAY		
City BERKELEY	State or Country (if foreign address) CA	Zip Code 94704 -
Telephone Number (include area code) 5108492590	E-Mail Address (if available)	
FCC Registration Number: 0001546415	Call Sign KPFK	Facility ID Number 51252
2. Contact Representative (if other than licensee/permittee) JOHN CRIGLER, ESQUIRE		Firm or Company Name GARVEY SCHUBERT BARER
Mailing Address 1000 POTOMAC ST., N.W.		
City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20007 - 3501
Telephone Number (include area code) 2029657880	E-Mail Address (if available) JCRIGLER@GSBLAW.COM	
3. If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input checked="" type="radio"/> Noncommercial Educational Licensee/Permittee <input type="radio"/> Other		
4. a. <input checked="" type="radio"/> Voluntary Assignment or Transfer of Control <input type="radio"/> Involuntary Assignment or Transfer of Control <input type="radio"/> Amendment to pending application File number of pending application: -		
If an amendment, submit as an Exhibit a listing, by Section and Question Number, of the portions of the pending application that are being revised.		[Exhibit 1]
b. Applicant certifies that the use of FCC Form 316 is appropriate for this transaction.		<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 2]

NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.

Section II - Assignor/Transferor

1. Certification. Assignor/Transferor certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignor/Transferor further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	<input checked="" type="radio"/> Yes <input type="radio"/> No															
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3. Legal Name of the Assignor/Transferor PACIFICA FOUNDATION, INC, (OLD BOARD)																
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If more than one Transferor, submit the information requested in Questions 3 and 4 for each transferor. [Exhibit 3]																
5. Authorizations to be Assigned/Transferred. List the authorized stations and construction permits to be assigned/transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned/transferred. Include main stations, FM and/or TV translator stations, LPTV stations, FM and/or TV booster stations.																
[Enter Station Information]																
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Facility ID Number	Call Sign	or Construction Permit File Number	City	State
91118	K208DG	-	GALVESTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
85653	K254AH	-	ISLA VISTA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51246	KPFA	-	BERKELEY	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
158925	KPFA-FM2	-	BONNY DOON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
164571	KPFA-FM3	-	OAKLEY	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51243	KPFB	-	BERKELEY	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51244	KPFT	-	HOUSTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
83660	K226BB	-	AUBURN	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
158785	KPFB-FM1	-	MALIBU	CA
<p>6. Agreements for Sale/Transfer of Station.</p> <p>a. If the transaction is voluntary, Assignor/Transferor certifies that:</p> <ul style="list-style-type: none"> i. it has placed in licensee's/permittee's public inspection file(s) and submitted as an exhibit to this item copies of all agreements for the assignment/transfer of the station(s); ii. these documents embody the complete and final understanding between assignor/transferor and assignee/transferee; and iii. these agreements comply fully with the Commission's rules and policies. <p>b. If the transaction is involuntary, the Assignor/Transferor certifies that court orders or other authorizing documents have been issued and that it has placed in the licensee's/permittee's public inspection file(s) and submitted to the Commission copies of such court orders or other authorizing documents.</p> <p>Exhibit Required</p>			<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p><input type="radio"/> N/A</p> <p>[Exhibit 4]</p> <p><input type="radio"/> Yes <input type="radio"/> No</p> <p><input checked="" type="radio"/> N/A</p> <p>[Exhibit 5]</p>	
<p>7. Character Issues. Assignor/Transferor certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with:</p> <ul style="list-style-type: none"> a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or 			<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p> <p>See Explanation in [Exhibit 6]</p>	

	b. any pending broadcast application in which character issues have been raised.
8. Adverse Findings. Assignor/Transferor certifies that, with respect to the assignor/transferor and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 7]
9. Anti-Drug Abuse Act Certification. Assignor/transferor certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

Typed or Printed Name of Person Signing GRACE AARON	Typed or Printed Title of Person Signing CHAIR OF THE BOARD OF DIRECTORS
Signature	Date 3/2/2009

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

NOTE: In addition to the information called for in this section, an explanatory exhibit providing full particulars must be submitted for each question for which a "No" response is provided.

Section III - Assignee/Transferee

1. Certification. Assignee/Transferee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Assignee/Transferee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	<input checked="" type="radio"/> Yes <input type="radio"/> No
2. Legal Name of the Assignee/Transferee PACIFICA FOUNDATION, INC. (NEW BOARD) Mailing Address 1925 MARTIN LUTHER KING JR. WAY City BERKELEY State or Country (if foreign address) CA Zip Code 94704 - Telephone Number (include area code) 5108492590 E-Mail Address (if available)	
3. Contact Representative (if other than Assignee/Transferee) JOHN CRIGLER Firm or Company Name GARVEY SCHUBERT BARER Mailing Address 1000 POTOMAC STREET, NW FIFTH FLOOR City WASHINGTON State or Country (if foreign address) DC Zip Code 20007 - Telephone Number (include area code) 2029657880 E-Mail Address (if available) JCRIGLER@GSBLAW.COM	
If more than one Transferee, submit the information requested in Questions 2 and 3 for each transferee. [Exhibit 8]	
4. Agreements for Sale/Transfer of Station. Assignee/Transferee certifies that: a. the written agreements in the licensee/permittee's public inspection file embody the complete and final agreement for the sale or transfer of the station(s); and b. these agreements comply fully with the Commission's rules and policies.	<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 9]

<p>5. Changes in interests as a result of assignment/transfer. a. [Enter Changes in Interests Information] _____ _____ or [Exhibit 10]</p>	
<p>b. Applicant certifies that equity interests not set forth above are non-attributable.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A [Exhibit 11]</p>
<p>6. Other Authorizations. List call signs, locations, and facility identifiers of all other broadcast stations in which assignee/transferee or any party to the application has an attributable interest.</p>	<p><input type="checkbox"/> N/A [Exhibit 12]</p>
<p>7. Acquisition of Control. List the file number and date of grant of FCC Form 301, 314, or 315 application by which the Commission approved the qualifications of the individual or entity with a pre-existing interest in the licensee/permittee that is now acquiring control of the licensee/permittee as a result of the grant of this application.</p>	<p><input type="checkbox"/> N/A [Exhibit 13]</p>
<p>8. Character Issues. Assignee/Transferee certifies that neither assignee/transferee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 14]</p>
<p>9. Adverse Findings. Assignee/Transferee certifies that, with respect to the assignee/transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 15]</p>
<p>10. Alien Ownership and Control. Assignee/Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 16]</p>
<p>11. Anti-Drug Abuse Act Certification. Assignor/transferor certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing GRACE AARON	Typed or Printed Title of Person Signing CHAIR OF THE BOARD OF DIRECTORS
Signature	Date 3/2/2009

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Exhibits

Exhibit 4

Description: NO WRITTEN AGREEMENT

THERE IS NO WRITTEN AGREEMENT FOR THIS TRANSFER INASMUCH AS IT ARISES SIMPLY FROM THE ELECTION OF NEW MEMBERS OF THE BOARD OF DIRECTORS AND THE EXPIRATION OF THE TERMS OF PRIOR DIRECTORS. THIS APPLICATION AND ACCOMPANYING EXHIBITS WILL BE PLACED IN THE LOCAL PUBLIC INSPECTION FILES FOR EACH STATION LICENSED TO THE PACIFICA FOUNDATION.

NO CONSIDERATION OR THING OF VALUE IS BEING GIVEN IN EXCHANGE FOR THE INTERESTS BEING TRANSFERRED.

Attachment 4

Exhibit 9

Description: NO WRITTEN AGREEMENT

SEE EXHIBIT 4

Attachment 9

Exhibit 10

Description: CHANGES FROM OLD BOARD TO NEW BOARD

SEE ATTACHMENT.

Attachment 10

Description
Exhibit 10

Exhibit 12

Description: OTHER MEDIA INTERESTS

NONE OF THE DIRECTORS OF THE PACIFICA FOUNDATION, INC. HAVE AN ATTRIBUTABLE INTEREST IN ANY BROADCAST STATION EXCEPT THOSE LISTED IN SECTION II, QUESTION 5.

Attachment 12

Exhibit 13

Description: PRIOR FCC APPROVAL

FCC FILE NO: BTCH-20050301ACS
GRANTED 10/26/2006

Attachment 13

EXHIBIT 10

The Pacifica Foundation (“Pacifica”) is filing this application to obtain Commission consent to the addition of new members to its Board of Director. Pacifica is the licensee of Noncommercial Educational Stations KPFK, Los Angeles, CA; KPFT, Houston, TX; WBAI, New York, NY; WPFW, Washington, DC; KPFA, Berkeley, CA; and KPFB, Berkeley, CA. Pacifica is a non-stock, non-profit corporation.

The selection of Pacifica’s new Board of Directors took place pursuant its Articles of Incorporation and By-Laws, copies of which are on file with the Commission. Board Members serve a maximum of two three-year terms. Board Members appoint officers from among the Board Members. The Board consists of 22 voting members. Board Members have final authority on all matters pertaining to the functioning of Pacifica.

No consideration or thing of value is being given in exchange for the interests being transferred. With the exception of Joe Wanzala, who is a citizen of Uganda, all Board Members are U.S. citizens. Each Board Member has one vote and, accordingly, post-transfer, will have a 4.55% voting interest.

The resulting transfer of control occurred, gradually over time, through routine changes in board membership. The members of the Board last submitted in a transfer of control application with the Commission (FCC File No. BTCH-20050301ACS) through the current year, following the annual business meeting each year, are:

	2005	2006	2007	2008	2009
Steve Peirce	X				
Sandy Weinmann	X				
Ken Freeland	X				
Nathan Moore		X			
Phil Jackson		X			
Rosalinda Palacios	X	X			
Patty Heffley	X	X			
Zarinah Shakir	X	X			
Deb Shafto	X	X			
Alan Minsky	X	X			
Theresa Allen	X	X			
Michael Woodson			X		
Rip Robbins		X	X		
Mary Berg	X	X	X		
Lydia Brazon	X	X	X		
Ray LaForest	X	X	X		
Berthold Reimers			X		
Don White	X	X	X		

David Adelson	X	X	X		
Chandra Hauptman			X		
Lori Taguma			X	X	
Thomas Ruffin, Jr.			X	X	
Rob Robinson	X	X	X	X	
Ambrose Lane	X		X	X	
Bob Lederer	X	X		X	
Lisa Davis	X	X	X	X	
Nia Bediako				X	
Michael Martin				X	
Dr. Evelyn Serwa Bethune		X	X	X	
Yosh Yamanaka				X	
Jack VanAken				X	
Margared Prescod			X	X	
Sarv Randhawa	X	X	X	X	
Grace Aaron				X	X
Joe Wanzala				X	X
Efia Nwangaza				X	X
Lavarn Williams	X	X	X		X
Nia Bediako					X
Carolyn Birden				X	X
Kathy Davis					X
James Ross					X
Sherry Gendelman				X	X
Bonnie Simmons				X	X
Andrea Turner					X
Shawn Casey O'Brien					X
Leslie Radford					X
Ricco Ross					X
Jim Brown					X
Acie Byrd	X	X	X	X	X
Luzette King					X
Sandra Rawline			X		X
George Reiter				X	X
Wendy Schroell			X	X	X
Susan Young					X
David Beaton					X

Gradual Board Member Changes by Year

This application is intended to bring the station into compliance with the requirement to obtain FCC approval of the board after 50% of the members of the board of directors have changed.

The members and addresses of the new Board for whom FCC consent is sought are:

Last Name	First Name	Home Address
Beaton	David	
Bediako	Nia	
Brown	Jim	
Davis	Kathy	
King	Luzette	
O'Brien	Shawn Casey	
Radford	Leslie	
Ross	Ricco	
Ross	James	
Turner	Andrea	
Young	Susan	

Federal Communications Commission

FCC MB - CDBS Electronic Filing

Account number: 596025

Description: 2009 NEW BOARD TRANSFER OF CONTROL APPLICATION

Application Reference Number: 20090302ADR

Successfully filed at Mar 2 2009 6:36PM

Based on the information supplied, no fee is required.

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[Logout](#)