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1 FRANK H. OGAWA PLAZA · 3RD FLOOR · OAKLAND, CALIFORNIA 94612

Office of the Mayor Jerry Brown Mayor

(510) 238-3141 FAX: (510) 238-4731 TDD: (510) 839-6451

Letter of Nomination

October 4, 2005

The Honorable City Council One City Hall Plaza, Second Floor Oakland, CA 94612

Dear Councilmembers:

Upon nomination of the Mayor, the following person is hereby appointed as a member of the following Board or Commission:

Paramount Theatre of the Arts, Inc.

David Foulkes appointed to the seat formerly held by Noreen Quan with the term beginning 9/20/05 and ending 10/1/2007.

Michael Panico appointed to the seat formerly held by Estelle Knowland with the term beginning 9/20/05 and ending 10/1/2006.

Robert McKean appointed a vacant seat with the term beginning 10/1/2005 and ending 10/1/2009.

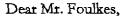
Inyou have any questions or concerns, please feel free to contact me.

Sincerely,

LESLEE STEWART General Manager

Friday, June 10, 2005

David Foulkes



Please know that on the May 18, 2005 meeting of the Board of Directors of the Paramount Theatre the motion to appoint you as our newest board member was approved. Congratulations and welcome to the Paramount Theatre!

Enclosed for your review please find documents concerning the Operation Agreement, Articles of Incorporation and Amendment to Bylaws of the Paramount Theatre. Also please find our Internal Contact List. At your earliest convenience, please forward your contact information to our Business Manager, Cheryl Cordonero at cordonero@paramounttheatre.com . If your prefer fax, the number is (510) 893-5098.

Again, welcome to the Paramount Board. We all look forward to working with you.

Sincerely,

Julia Taber President

Julia Taber

Paramount Theatre Board of Directors

JT/je











2025 Broadway Oakland, CA 94612 Administration: (510) 893-2300 FAX: (510) 893-5098 Box Office: (510) 465-6400

RESUME of DAVID FOULKES July 11, 2005

Since January, 1970, I have been a partner/stockholder in two successive, Oakland public accounting firms that merged into RINA Accountancy Corporation. Initially, my responsibility was supervising the audits of small corporations, non-profit organizations and, later, international corporations. The clients served were manufacturers, real estate developers, professional service organizations, restaurants and distributors. After graduate school, my tax practice expanded in the corporate, partnership, fiduciary and individual areas. I have experience in retirement plans and estate and gift plans.

During this time. I had the opportunity to teach accounting at the College of Alameda, to testily as an expert witness, to be appointed as a special master by the Superior Court, to prepare court accountings and to represent my clients before tax agencies. My accounting experience prior to 1970 involved learning the basics of auditing and taxation as a staff accountant.

I was a member of the California Army National Guard from 1962 through 1968 and received an honorable discharge.

I have served as a Scout leader and on the board of Directors/Trustees of Campfire Inc., St. Mary's College High School and Oakland Rotary Club #3. I am on the Board of Regents for Samuel Merritt College. Also, I serve on the fee arbitration panel of the Alameda County Bar Association which service started in September 1993.

In 1962, I received my bachelor-of-science degree in Economics and Business Administration from St. Mary's College. I received my California Certified Public Accounting license in 1967. And, in 1971, I received a Master of Business Administration (Taxation) degree from Golden Gate University.

I am a member of the California Society of Certified Public Accountants and the American Institute of Certified Public Accountants.

RESUME OF DAVID FOULKES EMPLOYMENT HISTORY July 11, 2005

12/1992	Present	RINA Accountancy Corporation Oakland, CA	Stockholder	Full Time
6/1972	12/1992	Clark, Wong, Foulkes & Barbieri Oakland, CA	Partner	Full Time
9/1970	4/1971	College of Alameda Alameda, CA	Instructor	Part Time
1/1970	6/1972	Hamilton, Harr, Foulkes & Moore Oakland, CA	Partner	Full Time
1/1969	12/1969	Wolf & Company Oakland, CA	Staff Accountant	Full Time
11/1965	12/1968	I., E. Hamilton & Co Oakland, CA	Staff Accountant	Full Time
1/1963	9/1965	Coopers & Lybrand Oakland, CA	Staff Accountant	Full Time
7/1962	12/1962	U.S. Army	Traince	Full Time

LESLEE STEWART General Manager

July 27, 2005

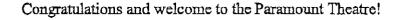
Michael Panlco



Dear Mr. Panlco,



Please know that at the July 20, 2005 meeting of the Paramount Theatre Board of Directors a motion to appoint you as our newest board member was approved.





Enclosed for your review, please find documents concerning the Operation Agreement, Articles of Incorporation and Amendment to Bylaws of the Paramount Theatre. Also, please find our Internal Contact List. At your earliest Convenience, please forward your contact information to our Business Manager, Cheryl Cordonero at cordonero@paramounttheatre.com. If you prefer fax, the number is (510) 893-5098.



The next Board of Director's meeting is Wednesday, September 28, 2005; which will be followed by our annual meeting.



Again, welcome to the Paramount Theatre Board of Directors. We all look forward to working with you.



Sincerely,

Julia Taber

President

Paramount Theatre Board of Directors

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2025 Broadway Oakland, CA 94612 Administration: (510) 893-2300

FAX: (510) 893-5098 Box Office: (510) 465-6400 510 8932125

To: Mayor J. Edmund Brown

Re! Paramount Board Appointment

Michael Kelley Panico

DOB - Nov. 25 1970

Michael grew up in Montciair, CA. His father, Robert G. Panico was the Senior Director of U.S. Naval Intelligence Service (NIS). He worked at the Pentagon directly under Kennedy, Johnson, Nixon, Ford, Carter, Reagan, Bush and retired during Clinton. His mother Mary Catherine Kelley is an RN, who graduated from Duquesne University, UC Berkeley (Masters in Medical Science), UCSF School of Nursing, (2nd Masters in Public Heath Care). She currently is the director of Out-Patient Services at Summit Medical Center in Oakland, CA.

Michael Kelley Panico attended Montolair Elementary, Skyline High, Bishop O' Dowd and then went on to UC Davis, where he majored in "Economics" and minored in "Mathematical Statistics". During his college years and for two years after college, Michael was a member of the US Freestyle Ski Team (Far West). (Olympic Development Team 90-91, U.S Pro Freestyle Tour 92-94). Early on Michael went to work for Nortel Networks in sales and then to Cisco Systems where he managed the eCommerce Sales Division for Northern California. Michael then started Northbay Networks (Oakland/Emeryville, CA.-01), which he has grown to include 2 offices, 25 employees and 10 Million in annual sales. Michael is currently the CEO and Co-Pounder.

Michael is an alumnus of the US Ski Team and is still heavily involved with his former local Boy Scout Troop- (Troop 202 of Montelair 78-88). He was the Assistant Scout Master for the troop (97-99). Junior Member at Claremont Country club, Oakland, CA.

Michael Panico currently resides at Management Oakland, CA.

LESLEE STEWART General Manager

July 27, 2005

Robert McKean



Dear Mr. McKean,



Please know that at the July 20, 2005 meeting of the Paramount Theatre Board of Directors a motion to appoint you as our newest board member was approved.



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Sincerely,

Julia Taber

President

Paramount Theatre Board of Directors

HEATRE

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Bio: Robert McKean

Robert McKean, along with wife Tracy McKean, is co-publisher and co-founder of Alameda Publishing Group. The East Bay-based, custom-publishing company produces two bimonthly publications—3-year-old Alameda Magazine and the newly launched Oakland Magazine, which debuted in July—plus two telephone directories and other niche publications.

Rob, a UC Berkeley graduate with a background in business management, entered the industry 15 years ago through his family's publishing business and has built a strong community-oriented company developing locally-owned telephone directories for Alameda and Castro Valley.

Born in Oakland and raised in the East Bay, Rob has been an active board member and former treasurer of the Alameda Kiwanis Club, and he has served as a board member on a number of business associations. He was a very involved board member and treasurer of the Mission San Rafael Rotary Club, and Tracy has been an active Alameda Rotary Club member for 7 years.

Cheerleaders for the Alameda community who are now spreading their positive energy into Oakland and beyond, Rob and Tracy were the co-chairmen of the Alameda Art & Wine Faire for the last four years and donate many hours of their time to worthwhile causes such as fundraising projects undertaken by local organizations, including Meals on Wheels and the Boys & Girls Club.

Rob, who spent a year abroad living in Spain, is an avid international traveler and has visited regions around the world, including Europe, the Middle East, China and Australia. When Rob is not working, which is rarely, he enjoys being outdoors with Tracy and their Maggie, and he likes to relax with a nice glass of wine.

OAKLAND CITY COUNCIL



RESOLUTION No.	C.M.S
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RESOLUTION APPOINTING DAVID FOULKES, MICHAEL PANICO, AND ROBERT MCKEAN AS MEMBERS OF THE PARAMOUNT THEATRE OF THE ARTS BOARD

WHEREAS, Resolution No. 55001 C.M.S. creates the Paramount Theatre of the Arts Board, whose members are nominated by the Mayor and approved by the City Council; and

WHEREAS, Resolution No. 55076 C.M.S. specifies that members of the Paramount Theatre of the Arts Board are to serve 4 year terms, which are to be staggered so that some appointments will expire every year, and appointments to fill a term of office are only to be for the remainder of that term; now, therefore, be it

RESOLVED, that by the nomination of the Mayor Jerry Brown, the following individuals are hereby appointed to the term set forth below:

David Foulkes, Mayoral Appointment to the seat formerly held by Noreen Quan with the term September 20,2005 and ending October 1, 2006.

Michael Panico, Mayoral Appointment to the seat formerly held by Estelle Knowland with the term beginning September 20, 2005 and ending October 1, 2006.

Robert McKean, Mayoral Appointment a vacant seat with the term beginning October 1, 2005 and ending October 1, 2009.

PASSED BY THE FOLLOWING VOTE: AVES BRUINIER KERNIGHAN NADEL OHAN BROOKS BEID

AYES- BRUNNER, KERNIGHAN, NADEL, QUAN, BROOKS, REID, CHANG, AND PRESIDENT DE LA FUENTE

NOES-

ABSENT-

ABSTENTION-

ATTEST:
LATONDA SIMMONS City Clerk and Clerk of the Council of the City of Oakland, California