



**AMERICAN LEGION NEWPORT HARBOR POST 291  
EXECUTIVE BOARD MINUTES  
TUESDAY, AUGUST 8, 2019**

**SILENCE CELL PHONES**

**CALL TO ORDER:** approximately 1945 HRS

**INVOCATION:** Ken Wilson

**PLEDGE OF ALLEGIANCE:** COMMANDER

**ROLL CALL:**

- |   |   |   |
|---|---|---|
| <input checked="" type="checkbox"/> Jon Reynolds, Commander               | <input checked="" type="checkbox"/> Burt McChesney, Judge Advocate    | <input checked="" type="checkbox"/> Nick Giordano, M.a.L.   |
| <input checked="" type="checkbox"/> Bob Brennen, 1 <sup>st</sup> Vice     | <input checked="" type="checkbox"/> Bob Wine, Finance Officer         | <input checked="" type="checkbox"/> Eric Schroeder, M.a.L.  |
| <input checked="" type="checkbox"/> Anthony Morales, 2 <sup>nd</sup> Vice | <input checked="" type="checkbox"/> Bob Grundmeyer, Sgt-at-Arms       | <input checked="" type="checkbox"/> Rich Whitlinger, M.a.L. |
| <input checked="" type="checkbox"/> Jim Updike, 3 <sup>rd</sup> Vice      | <input checked="" type="checkbox"/> Chase Wickersham, Service Officer | <input checked="" type="checkbox"/> Robert Wright, M.a.L.   |
| <input checked="" type="checkbox"/> Doug Nye, Jr. Past Comm               | <input checked="" type="checkbox"/> Ken Wilson, Chaplain              | <input type="checkbox"/> Kevin Van Otterloo, M.a.L.         |
| <input checked="" type="checkbox"/> Mike Berdine, Adjutant                | <input checked="" type="checkbox"/> Rich Frauzenzimmer, Historian     | <input checked="" type="checkbox"/> Wayne Zippi, M.a.L.     |

**EXCUSED:** Kevin Van Otterloo

**INTRODUCTION OF GUESTS & GUEST COMMENTS:**

Guests: 1. Frank Reinhart 2. Hector Storman 3. Sverre Thomassen 4. Frank Capatano 5. Angelina Garcia  
6. Bruce Batcheller 7. Larry Furiani

**Commander:**

- Initial Comments / Policies
  - Post is very busy tonight
  - Asked if any guests wish to comment
    - None

**Affiliates and Programs Reports:**

- Auxiliary Unit 291 – Kendall Madsen, 1<sup>st</sup> Vice – Summer is slow time. Movie night August 24 – free but donations are welcomed. Troop shipping is planned for November 16. Donation boxes are in the hallway.
- SAL Squadron 291 – Tim Sullivan, Commander – Dark in July with meeting last night. So far, the SALs have donated over \$25,000. All going to directly benefit veterans in various amounts. The SALs are having a 911 memorial in Veterans Park. There is a fishing trip scheduled for August 29. Boat Parade planning meeting is this coming Saturday.
- ALYC – Angelina Garcia, Vice Commodore – The Cruise to Emerald Bay is on the calendar for September 6-8. September 28 is the ALYC Opening Day Dinner. The ALYC big event, SVI, will be Saturday, October 19.

**Minutes Approval**

- All Board members received copies of the July 2 Executive Board Minutes
  - The Commander asked for a motion to waive the reading of the Executive Board Minutes and approve them
  - M/S/C: The motion was approved.

## Correspondence

- Commander asked the Adjutant if there was any correspondence
- No correspondence to report

## Committee Reports

- Finance Committee – Bob Wine
  - Met once this month
  - No report – Wide ranging meeting – No recommendations
  - Next meeting is August 21 at 1630 hours
- House Committee – Mike Berdine
  - Meeting regularly
  - Key issues
    - WWII and Korean War Veterans Luncheon – August 15
      - Plan complete
      - Appx. 150 reservations
      - Talked through event time points
  - No significant facility issues
    - Dry storage launch dock is damaged
      - Repair scheduled for Saturday
    - Slip finger repair to start Monday, August 12
- SAL Committee – Bob Brennen
  - No report
- Judicial Committee – Burt McChesney
  - No report
- Donations Committee – Chase Wickersham
  - Clarified objectives of Donations v Post Family Veterans Assistance
    - Donations – Review donations
    - Veterans assistance – How to raise money and serve the community
      - Held first meeting
      - Defined some procedures and budget
  - Post [Family of programs] has budgeted \$200,000 for veterans support this year
  - Seeking additional donations
  - Chase has received 28 assistance requests
    - Six of those were for financial support that Chase participated in
    - Two of those were shared with other agencies
  - Newport Elementary School Flagpole Plaque
    - Post 291 installed the flagpole in 1936
    - Now rusted out
    - Replacement pole to be installed
    - House Committee voted to contribute \$500
    - Trying to get dedication event
  - Hail to the Heroes event September 8
    - Discussed option of having a Post 291 booth
      - Need one additional person to staff booth
      - Need Post 291 identification materials for booth
    - Post will mail the event flyer through our mailing house
    - Will make announcement during WWII and Korean War Veterans luncheon

## **Committee Reports (continued)**

- Audit Committee – Sverre Thomassen
  - Meeting in mid-July
  - Defined action items
    - Insurance policy reviews for Post and programs
    - Best practices review
    - Audit committee charter – outlines responsibilities
    - Cash handling procedures
  - Keep moving – meet on a monthly basis
- Fourth of July Committee – Mike Berdine
  - Financial results
    - Good turnout
    - Revenue down
      - Mostly raffle ticket sales down
      - Other sales comparable to past years
  - Excellent support from Auxiliary and SALs
- Yacht Club Committee – Frank Reinhart
  - Frank reviewed the make-up and process of the committee
  - Frank read “Yacht Club Committee – Recommendations to the E-Board” memo into the record (see attached)

## **OFFICERS' REPORTS**

### **Commander – Jon Reynolds**

The action item from the last E-Board meeting to remove the forged Bylaws from the website was completed and the correct Bylaws were posted. The action item to send out Constant Contact notice warning that political campaigning will not be acceptable on the Post grounds was completed. Commander Reynolds reported he visited the American Legion National Headquarters and met with National Judge Advocate Kevin Bartlett. The Commander also noted two Newport Beach City Council Members have RSVPed to the upcoming WWII and Korean War Veterans Luncheon and further stated a reporter from the LA Times/Daily Pilot will attend. He then spoke about how important it is to publicize this type of veterans' support. The upcoming National Convention attendees were then recognized by the Commander. He then stated signatory documents have been completed at two of the four banks for which change documentation is required. The Commander plans to establish a Constitution and Bylaws Committee to make needed compliance updates including changes required by the LEGION Act. The next E-Board meeting is scheduled for 1800 hours in the Fireside Room on Thursday, September 5. The Commander intends to conduct a full facility tour for the E-Board as part of that meeting.

### **Adjutant – Mike Berdine**

No comments.

### **1ST VICE COMMANDER – Bob Brennen– Membership**

No report.

### **2ND VICE COMMANDER – Anthony Morales - Speaking about upcoming events and bands.**

The 2<sup>nd</sup> Vice expressed concern about not having a single source for all Post activities. Anthony has completed the entertainment scheduling for the rest of the year. He reviewed the entertainment plan for the upcoming WWII and Korean War Veterans Luncheon. He also stated he will be presenting some items he is concerned about to the House Committee. A member expressed concern about the loud volume of the band that played the previous Friday night and requested that the band not be booked for the Main Hall in the future. The band contract terms were discussed. There was extended conversation about loud bands on Friday nights. The issue of Friday night profitability was also discussed.

## OFFICERS' REPORTS (continued)

**3RD VICE COMMANDER – Jim Updike** - Speaking on Americanism, youth and children, Boys State, and the Oratorical Contest.

No report.

**JR. PAST COMMANDER – Doug Nye**

No report

**FINANCE OFFICER – Bob Wine** - Speaking on Post operations.

Finance Officer Wine reported the Summary Report was delivered today and the results are slightly better than last year.

### EXECUTIVE SUMMARY YEAR TO DATE 2019 THRU 07/31/2019

	2019 7/31/2019 YTD	2018 7/31/2018 YTD	\$ CHG	% CHG	2019 BUDGET YTD	\$ OVER BUDGET
<b>MEMBERSHIP</b>						
INCOME	185,871	181,700	4,171	2.3%	157,321	28,550
OTHER INCOME	2,878	2,700	178	6.6%	2,367	511
TOTAL INCOME	188,749	184,400	4,349	2.4%	159,688	29,061
EXPENSES	468,310	301,048	167,262	55.6%	348,350	119,960
NET INCOME	-279,561	-116,648	-162,913	139.7%	-188,662	-90,898
<b>OPERATING</b>						
INCOME						
BAR SALES	339,046	373,899	-34,854	-9.3%	357,040	-17,994
BANQUET SALES	195,358	175,687	19,671	11.2%	171,474	23,884
RESTAURANT SALES	453,685	428,824	24,861	5.8%	424,581	29,104
TOTAL FOODSERVICE	988,089	978,411	9,678	1.0%	953,095	34,994
OTHER INCOME	241,493	231,594	9,899	4.3%	222,427	19,066
GROSS INCOME	1,229,582	1,210,005	19,577	1.6%	1,175,522	54,060
COGS	884,127	854,161	29,967	3.5%	871,301	12,827
GROSS PROFIT	345,455	355,845	-10,390	-2.9%	304,221	41,234
OTHER EXPENSES	424,545	459,770	-35,226	-7.7%	485,796	-61,251
TOTAL EXPENSE	1,308,672	1,313,931	-5,259	-0.4%	1,357,097	-48,425
NET ORDINARY INCOME	-79,090	-103,926	24,836	-23.9%	-181,575	102,485
OTHER INCOME	213	11,660	-11,448	-98.2%	2,333	-2,121
FACILITY FEE	195,325	202,085	-6,760	-3.3%	227,500	-32,175
OTHER EXPENSE			0	0.0%		
NET INCOME	116,448	109,819	6,629	6.0%	48,259	68,189
<b>SUMMARY</b>						
	2019 NET INCOME	BANK CASH	2018 NET INCOME	BANK CASH	CASH CHG	
MEMBERSHIP	-279,561	125,757	-116,648	205,740	-79,983	
OPERATING	116,448	229,285	109,819	142,389	86,896	
RESERVE ACCT		703,539		847,353	-143,814	
TOTAL AL 291	-163,113	1,058,581	-6,829	1,195,482	-136,902	

**HISTORIAN – Rich Frauenzimmer** - Speaking on the pictorial history of the Post.

Historian Frauenzimmer attended an ALYC function and will take photos at the upcoming WWII and Korean War Veterans Luncheon.

**SERGEANT AT ARMS – Bob Grundmeyer**

SaA Grundmeyer reports that he is working with other Sergeant at Arms officers from other Posts on OD training. He emphasized that ODs are not bouncers. If needed, ODs should call the Newport Beach Police Department. He suggests helping guests find solutions when they break the rules.

**CHAPLAIN – Ken Wilson** - Speaking on the spiritual welfare of Post members.

Ken has mailed out eight cards over the last couple of weeks to families of deceased members. Chaplain Wilson also supplied an update about Paul Meye's condition. The Chaplain is working on opening communication lines between the Post 291 Family Chaplains.

**SERVICE OFFICER – Chase Wickersham** - Speaking on the Post 291 veteran's assistance programs.

No report.

**JUDGE ADVOCATE – Burt McChesney** - Speaking on the Post's Constitution, Bylaws, and Rules and Regulations.

No report.

### **MEMBERS AT LARGE –**

Wayne Zippi stated he is working French Embassy to identify Post 291 members who participated in the Normandy Landing in WWII with the end objective of presenting them with Chivalier Award, the highest award presented by the French for military service. The Post database may not be detailed enough to help. We will make an announcement at the upcoming luncheon to help locate any Post 291 members who qualify.

### **UNFINISHED BUSINESS**

Nothing to report.

### **NEW BUSINESS**

The following motion was made:

I move the adoption of the following resolution:

WHEREAS, the Post 291 Constitution Articles VII and VIII clearly define which organizations are Programs of Post 291;  
and

WHEREAS, the Post 291 Bylaws Articles 4.1. and 5.1., clearly define which organizations are Programs of Post 291;" and  
WHEREAS, the Post 291 Bylaws, in Article 13.2., clearly state that: "Robert's Rules of Order, revised, shall govern the  
conduct of all meetings except as may be otherwise provided in these Bylaws;" and

WHEREAS, the California Corporations Code: Title 1, Corporations; Division 2, Nonprofit Corporation Law; Part 3,  
Nonprofit Mutual Benefit Corporations; Chapter 1, Organization and Bylaws; Article 5, Bylaws; Section  
7150; Subdivision (a) (1): States that a board cannot adopt, amend, or repeal bylaws if it would:

"Materially and adversely affect the rights of members as to voting, dissolution,  
redemption ..."

and

WHEREAS, *Robert's Rules of Order*, Newly Revised, 11<sup>th</sup> Edition, Da Capo Press, 2011. Chapter X. Renewal of Motions;  
Dilatory and Improper Motions.; Section 39. Improper Motions, page 343, lines 14-17, clearly states:

Motions that conflict with the corporate charter, constitution, or bylaws of a society, or with procedural  
rules prescribed by national, state, or local laws, are out of order, and if any motion of this kind is  
adopted, it is null and void.

NOW, THEREFORE, be it

RESOLVED, that the motion adopted by the Post 291 Executive Board on Thursday 3 January 2019 "to establish a new  
Yacht Club as a program of Newport Harbor Post 291 of the American Legion" conflicts with Post 291 Constitution Articles  
VII and VIII and with Post 291 Bylaws Articles 4.1. and 5.1. and is, therefore, null and void and is vacated; and

RESOLVED, that on this date of Thursday 8 August 2019, the Executive Board of Newport Harbor Post 291 of The  
American Legion confirms that the only Programs of Post 291 are those cited in the Post 291 Constitution and Bylaws,  
which are the Sons of the American Legion Squadron 291 and the American Legion Yacht Club.

M/S/C – The above motion was made and approved to recognize the Sons of the American Legion Squadron 291 and the  
American Legion Yacht Club as the only legitimate programs of Post 291.

### **NEW BUSINESS (continued)**

The following motion was made:

I move that the Executive Board approve and endorse the recommendations by the Yacht Clubs Committee in its Report dated 25 July 2019, under Recommendations, paragraph 2.

M/S/C – The above motion was made and approved to approve and endorse the recommendations of the Yacht Clubs Committee.

The following motion was made:

I move that the Post 291 Executive Board revoke the appointment made by the Executive Board at its meeting Thursday 6 December, 2018 naming Marco Montes as the Post IT person assisting John Lindgren.

M/S/C – The above motion was made and approved to revoke the appointment of Marco Montes.

The following motion was made:

I move that the Executive Board appoint Mike Berdine as the Post Assistant IT Manager.

M/S/C – The above motion was made and approved to appoint Mike Berdine as the Assistant IT Manager.

### **GOOD OF THE LEGION**

No discussion.

M/S/C – A motion was made and approved to adjourn the meeting

**ADJOURNED: approximately 2145 hours.**