

## AMERICAN LEGION NEWPORT HARBOR POST 291 215 15<sup>th</sup> Street, Newport Beach, CA 92663 GENERAL MEETING MINUTES Wednesday, June 9, 2021

Meeting called to order at approximately 1900 hours

The Colors were advanced. Invocation: Chaplin Ken Wilson Pledge of Allegiance: Commander Jon POW/MIA Ceremony: Kevin Van Otterl Recited the Preamble of the Constitution	•	ander Jon Reynolds
Roll Call:  ☐ Jon Reynolds, Commander ☐ Mike Berdine, Adjutant ☐ Bob Brennen, 1st Vice ☐ Anthony Morales, 2nd Vice ☐ Cindy Baker, 3rd Vice ☐ Doug Nye, Jr. Past Comm.	Bob Wine, Finance Officer Rich Frauenzimmer, Historian – exc. Bob Grundmeyer, Sgt-at-Arms – exc. Ken Wilson, Chaplain Cory Vigil, Ser. Officer Burt McChesney, Judge Adv. – exc.	Kevin Van Otterloo, M.a.L. Robert Wright, M.a.L. Brian Fleming, Jr., M.a.L Wayne Zippi, M.a.L. Nick Giordano, M.a.L – exc. Eric Schroeder, M.a.L.

Honored Guests: Bob Brower, Dan Ferrari

## Reports from Legion Family Members & Other Guests:

<u>Auxiliary</u> – Dana Johnston, Executive Committee Member – Poppy month was a success. Garage sales this coming Saturday. Renewals starting.

<u>Sons of the American Legion</u> – Tim Sullivan, Commander – Met membership goal met. Fins and Fairways review – raised \$40,000. Flag Day event is planned on the boardwalk.

<u>American Legion Yacht Club</u> – Tommy Wheeler, Vice Commodore – Supplied an overview of ALYC activities including club sailboats, Monday night racing, past and upcoming cruises, and model sailing.

<u>Honor Guard</u> – Brian Fleming Jr., Commander – Review of Honor Guard purpose and activities. Staffing is a continuing challenge. New members added.

<u>General Membership Meeting Minutes:</u> Commander Reynolds requested the following motion be made by the members

A motion was made to approve the Minutes of the May General Meeting. Discussion: Part of the document is hard to read because of small lettering. **M/S/F** the motion to approve the Minutes of the May General Meeting failed.

The document will be edited for approval at next month's meeting.

### Correspondence

None to report

## Officer Reports:

## Commander Jon Reynolds - Per projected presentation

## Commander's Comments / Report

### Recent Activities

0	GMM	[Election]	1:45 pm	Wednesday	12 May
0	Armed	Forces Day		Saturday	15 May
0	Troop S	hipping — Auxiliary	10:00 am	Saturday	15 May
0	Hooten	anny Restarted at Post	12:00 noon	Tuesday	25 May
0	Taco Tu	esday Restarted	5:00 pm	Tuesday	25 May
0	Line Da	ncing Restarted	5:30 pm	Tuesday	25 May
0	Fins an	d Fairways — SAL	8:00 am	Friday	28 May
0	Drive-th	ru takeout food discon	tinued	Monday	31 May
0	Memori	al Day Ceremony	10:00 am	Monday	31 May
0	E-Board	Meeting	6:30 pm	Thursday	3 June
0	District	29 Annual Meeting	12:00 noon	Sunday	6 June

## Commander's Comments / Report (cont)

#### Upcoming Events / Meetings

- p			
o GMM	[Onsite] 7:00 pm	Wednesday	9 June
<ul> <li>Installation of Officers</li> </ul>	[Onsite] 4:00 pm	Sunday	13 June
o Flag Day [U	S Army Birthday]	Monday	14 June
o Presentation to NB City	y Council 4:00 pm	Tuesday	22 June
o E-Board Meeting	[Onsite] 6:30 pm	Thursday	1 July
o Independence Day		Sunday	4 July
o Department Conventio	n [Videoconference]	Friday	25 June
o District 29 Caucus	8:00 am	Sunday	27 June
National Convention	Phoenix, AZ	Friday	27 Aug

### **Current Post Operations**

- **Governing Direction:** 
  - o Blueprint for a Safer Economy Activities and Businesses
- www.cdph.ca.gov
   Orange County in Tier 4 (Yellow) Wednesday 19 May
- Orange County in Tier 4 (Yellow) Wednesday 19 May
  Post 291 is mostly open
  Administrative services at Front Office window
  Drive-thru takeout food and beverage service also open to public discontinued
  Outdoor patio dining for Post 291 Family members and guests
  Inside dining for Post 291 Family members and guests
  Outdoor gatherings of no more than 100 people
  Marina is open wet slip and dry storage renters have full access to their vessels
  Reopening Planning Committee continues to explore further options
  Continuing support of military veterans needing assistance
- Continuing support of military veterans needing assistance
- COVID-19 still here
  - o Primarily a respiratory illness
  - Transmitted among humans mostly by airborne particles and aerosols expressed from the lungs, mouth, and nose of infected individuals

    Continuation of health and safety protocols is essential

  - Appropriate facemask usage
     Social Distancing

  - Ventilation
     Sanitation of shared surfaces and equipment

### Officer Reports - continued

#### **Expanded Reopening of Post** Tier 4 (Yellow) Wednesday 19 May Outdoor Events [100 people or less] Wednesday 19 May o Gatherings o Music Hootenanny 25 May Tuesday Bands — West Patio o Saturday Afternoons — with Dancing Saturday 19 June o Thursday Evenings — Jazz Nights Thursd o Burn Your Own — "soft reopening" (Upon request) Friday Thursday 24 June 28 May **Indoor Events** o Line Dancing Tuesday 1 June Post Family Organizational Meetings 15 June Banquets and Hall Rentals Tuesday Popular Music (Tuesday Evenings)Dinner Dance (Dinner Music) 22 June Tuesday Friday 25 June **Health and Safety Protocols** o Facemasks - Continuing; modified Social Distancing - Continuing Ventilation — Continuing Sanitation of shared surfaces and equipment — Continuing

## Adjutant Mike Berdine - No Adjutant report

### 1st Vice Commander Bob Brennen – Membership – No report.

Commander comment: Membership Summary

Post 291 Memb End of	May 2021	200001000	
Membership — Friday 30 A	pril 2021		3,748
o Plus (During May 2021):			
<ul> <li>Member Renewals for 2021</li> </ul>	13		
New Members	20		
Transfers In	Unknown		
TOTAL ACCESSIONS during	ј Мау	33	
o Minus (During May 2021):			
Member Deaths	8		
Transfers Out	Unknown		
TOTAL ATTRITIONS during I	Vlay	8	
Membership — Monday 31	May 2021		3,773
Membership Goal for 2021:			3,991

## **2<sup>nd</sup> Vice Commander Anthony Morales**

Entertainment is being planned

### 3<sup>rd</sup> Vice Commander Cindy Baker

Boys State activity overview

## Jr. Past Commander Doug Nye - No report.

Continued next page

# Officer Reports – continued

## <u>Finance Officer Bob Wine</u> – Post Financial Operations.

## Revenue and Expenditures

01/01/-05/31/21 and	01/01/-05/31/20		
	Current Year Thru May 31st	Current Year Budget Thru May 31st	Prior Year Thru May 31st
Business:			
Revenue	\$ 615,328.00	\$ 582,435.00	\$ 676,929.00
Expenditures	805,482.00	829,322.00	886,643.00
Net of Revenue and Expenditures	(190,154.00)	(246,887.00)	(209,714.00)
Membership:			
Revenue	119,336.00	120,757.00	159,814.00
Expenditures	145,200.00	175,201.00	140,290.00
Net of Revenue and Expenditures	(25,864.00)	(54,444.00)	19,524.00
Combined Totals Before Other Income	(216,018.00)	(301,331.00)	(190,190.00)
Other Income:			
Facility Fees	71,240.00	76,270.00	60,775.00
PPP loan forgiveness	254,100.00		
Total Other Income	325,340.00	76,270.00	60,775.00
Combined Net of Revenue & Expenditures	\$ 109,322.00	\$ (225,061.00)	\$ (129,415.00)

## Cash Flow

Newr	oort Harbor Post 291		
Condensed Cash Flow Pro		1 06/08 - 08/31/21	
	06/08 - 06/30	07/01 - 07/31	08/01 - 08/3
Projected Cash Inflows-	00/08 - 00/30	07/01-07/31	08/01-08/5
Membership fees	\$ 6,000.00	\$ 60,000.00	\$ 60,000.0
Marina rents	22,396.00	26,000.00	26,000.0
Restaurant sales @ \$4000/day	92,000.00	124,000.00	124,000.0
Hall rentals	3,425.00	3,450.00	4,125.0
Banquet food	15,600.00	19,837.00	16,152.0
Facility fees	25,000.00	60,000.00	10,132.0
Event Income (4th of July)		39,750.00	
Total Projected Cash Inflows	139,421.00	333,037.00	230,277.0
Projected Cash Outflows-			
Food & bev. Cost (@ 45%)	48.420.00	64,726.65	63,068.4
Payroll (Includes P/R taxes & WC)	45,000.00	120,000.00	80,000.0
Event Expenses (4th of July)		20,000.00	
Insurance (Health, liab., Marina, D&O)	1,829.00	9,444.00	15,289.0
Covid-19 Cleaning	3,000.00	2,000.00	
Repairs and maintenance	4,000.00	1,000.00	1,000.0
Telephone & utilities	3,520.00	3,375.00	3,375.0
Rent		11,500.00	11,500.0
All other expenses	5,298.00	8,633.00	8,530.0
Total Projected Cash Outflows	111,067.00	240,678.65	182,762.4
Projected Monthly Cash Increase	\$ 28,354.00	\$ 92,358.35	\$ 47,514.6

## Officer Reports - continued

## Historian Rich Frauenzimmer - No report

## Sergeant at Arms Bob Grundmeyer - No report

### **Chaplin Ken Wilson**

Buddy Calls starting again

400 members being called

Condolence cards sent

## **Service Officer Cory Vigil**

Review of Memorial Day VEAF

- Successful campaign
- Overview of VEAF

Current Financial Results: 6517 VEAF Restricted expenses is \$36,722.42 for the year 2021.

Current balance in the VEAF restricted account is \$126,026.00

#### Veterans Served in May:

A. Items approved or rejected:

- Ybarra, ARMY veteran, requested motel voucher for \$469.16. Referred by Santa Ana VA and linked to Hud-Vash Program. \$100 in TJ Maxx gift cards.
- Cerda, ARMY Spouse, requested rental assistance for \$1350.00. Referred by the Child Guidance Center.
- D. Naranjo, ARMY veteran, requested past due vehicle payment for \$1,122.56.
   Referred by the Tierney Center. Referred to Abrazar for financial counseling.
- Manuel, USMC veteran, requested public utility assistance for \$1,342.46. Referred by USS Iowa Battleship Resources.
- J. Naranjo, USMC veteran, requested assistance with motel voucher for \$515.95.
   Referred by Tierney Center and Santa Ana VA.
- Gonzalez, AIR FORCE veteran, requested assistance with rolling backpack for disability. \$140.08. Referred by Human Options.
- Cajudo, USMC veteran, requested motel voucher for \$520.54, Referred by the Tierney Center and Santa ana VA.
- Oliver, ARMY veteran, requested assistance with auto repair for \$500.00. Referred by Santa Ana VA.
- Long, NAVY veteran, requested motel voucher for \$700.00. Referred by Service Officer Robert McClish and Santa Ana VA.

#### Total is \$6,819.65

- 4 veterans referred to Veteran Service Office.
- 4 homeless veterans were assisted and linked to VA housing.
- 2 veterans linked to legal services with Veteran's Legal Institute.
- 6 veterans referred for employment services.

#### Donation applications or Important Information:

\$1800.00 for the Field of Honor event. Voted at the May E-Board Meeting. \$1200.00 scholarship for veteran family/daughter accepted into Tennessee University Service Officer unrestricted account.

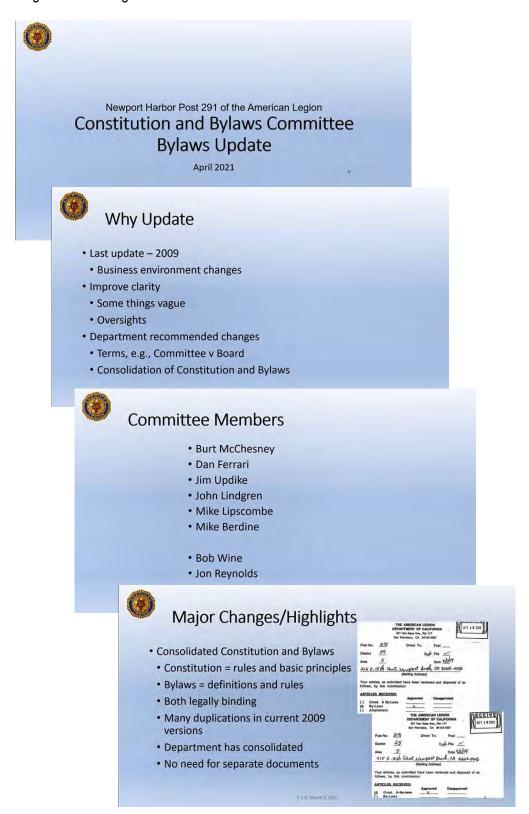
## Judge Advocate Burt McChesney - No report.

Members at Large - No report.

### **Unfinished Business**

Constitution and Bylaws revision

First reading at last meeting



Constitution and Bylaws - continued



## Major Changes/Highlights

Added detail to Purpose and Objectives – Article 2.1

# ARTICLE II Purpose and Objectives

- 2.1. Purpose: Mutual Helpfulness and Support. This Post exists for the benefit of its members and to provide minual helpfulness and support to military veteratis. Its members are military veteratis who have served on active duty in the military of our coursy since December, 17-1941, and who ployle no pronoute the principals stated in the Declaration of Endependence and the Constitution of the United States, and the principles and policies as set forth in the freegoing/herantile and in the National and in the Department of California Constitutions and Bylaws. The Ports as the intended to be a Community Center for Legislanaires and shall be operated to encourage social participation and singuree evic refinements.
- be operated to encourage social participation and improve cove relationships.

  2.2.1. Support to Members and Their Families. Provide an attractive, inviving, and affordable facility and place to gather and to meet for midary verteens and their families.

  2.2.2. Support to Officer Military Veterans and Organizations. Provide support to military veterans.

  2.2.3. Community Service. Serve the community in panostring civic and community versus. E-operating their members and provide support to military veterans and organizations. The service and provide and provide service and provide and produced to the service and provide and provide service and youth, and veteran affairs and relationships to a provide and p



## Major Changes/Highlights

- · Updated membership eligibility Article 4.1
- LEGION Act July 2019
- · Eligibility opened to all who have served since December 7, 1941

## ARTICLE IV Membership

4.1. Eligibility for Membership in The American Legion. Individuals who have served on active duty in the United States Armed Forces since December 7, 1941 and who are still active, retired, or have been honorably discharged are eligible for membership. The eligibility does for membership in The American Legion are those dates and conditions set forth in the LEGION 4 or 2019.



## Major Changes/Highlights

- Changed all Executive Board to Executive Committee Entire document
  - · Department standard term
  - 4.7.1. Rights. An individual Post member in Good Standing has the customary rights of membership

    - Nights. An individual Post member in Good Standing has the customary rights of membership including the right to:

      (1) Run for an elected Post office,
      (2) Attend and vote at General Meetings and Special General Meetings,
      (3) Attend Executive Committed meetings, and
      (4) Appeal to the Department of California Commander for grievances that cannot be resolved at the



## Major Changes/Highlights

- Includes reference to California Corporation Code Article 5.2.3
- Help guide Executive Committee decisions
  - American Legion Auxiliary to compty with such Kutles, Regulations and Policies while at the Post.

    5.2.3. California Corporations Code. California Corporations Code: Title 1, Corporations; Division 2,
    Nonprofit Corporation Law, Part 1, General Provisions and Definitions, and Part 3, Nonprofit Mutual
    Benefit Corporations shall also govern the operations of the Post corporation.]

    5.2.4. Priority of Autherity. In the event of any conflict, the higher priority authority will prevail. The
  - - From you Autourn, make even on any connect, me ingine priority order of priority is:

      (1) The American Legion (National) and California Corporations Code,
      (2) Department of California of The American Legion,
      (3) Post Bylaws, and
      (4) Post Nales, Regulations, and Policies.

Constitution and Bylaws – continued



## Major Changes/Highlights

- Added specific corporate responsibilities Article 5.5
- · Help guide Executive Committee decisions
  - 5.5. Corporation Board of Directors and Officers. The elected officers of the Post shall also serve as the elected Board of Directors for the Post's California nonprofit mutual benefit corporation, California Corporation Number C0110515; and, as the Board of Directors, shall ensure the Post complies with the California Corporations Code. The officers of the Post corporation are:

    (1) Chief Executive Officer (CEO. The Post Commander shall serve as the corporation Chief Executive Commander State of the Post Commander State of t
    - Officer (CEO) and Chair of the Board of Directors.

      (2) Chief Financial Officer (CFO). The Post Finance officer shall serve as the corporation Chief Financial cer (CFO)
    - (3) Corporate Secretary. The Adjutant shall serve as the corporation Corporate Secretary



## Major Changes/Highlights

- · Added detail to Campaign Rules and Election Voting and Process Rules - Article 5.7.2
- · Clarify roles and responsibilities
- 5.7.2. Campaign Rules and Election Voting and Process Rules.
  5.7.2.1 Candidates for office may campaign based on their experience, philosophy, plans and ideas, and goals and objectives. All Candidates must treat other candidates with respect as members of The American Legion. The Executive Board will update and provide the Campaign and Election rules to be approved by the membership at the February General Meeting. The rules will specify the campaign are specified by the membership at the February General Meeting. The rules will specify the campaign restrictions, and the activities allowed by the candidates as well as the process to be followed by the Election Committee to establish eligibility of voting members and the counting of ballots.



## Major Changes/Highlights

- · Added detail to Election Rules and Election Committee Authority -Article 5.7.3.2
- · Clarify roles, responsibilities and authority
  - 5.7.3.2. Election Committee Authority. The Election Committee;
    (1) Is authorized to remove a candidate from the ballot if that person refuses to comply with the Campaign Rules, the Election Rules, or instructions of the Election Committee;
    (2) Is the sole authority for reviewing election materials and campaign materials for suitability and acceptability. The Executive Committee shall have no role in this review process;
    (3) Shall prohibit any communications from Post 291 resources related to any campaigning by any candidates. A complete list of confirmed candidates will be published on the Post 291 website, along

  - ) is the sole authority for arranging the use of the Post Membership list by candidates in accordance ith California Corporation Code and Post 291 membership list usage procedures. The Executive
  - Committee shall have no role in this process.

    (5) Shall be the only persons responsible to certify the results of the election.

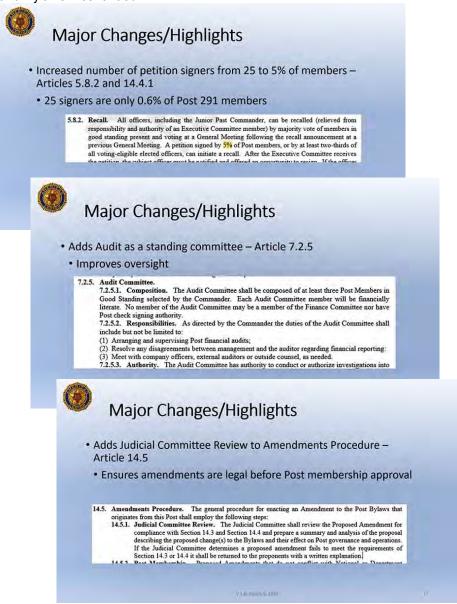


## Major Changes/Highlights

- Added detail to Election Voting Process and Rules Article 5.7.3.5
- · Allows either in person paper ballots or electronic polling
  - (5) If in-person paper ballots are used, each ballot cast for each office must be preserved in such a (s) It in-person paper oassus are used, each oassor cast for each ornce must oe preserved in such a manner that if the election is questioned, the votes may be verified by a recount. If printed ballots are used, the Election Committee places the voted ballots in a sealed packet together with its report (signed by at least a majority of the Election Committee) and delivers the packet, sealed, to the Adjutant. This sealed packet shall not be opened except by order of the Executive Committee for the purpose of verifying the vote or destroying the packet.

    (6) If electronic ballots are used, the Election Committee will review the balloting process prior to
  - the election to assure that the system is secure, the Members 'votes will be anonymous, and that Members will not be allowed to vote more than once. The Election Committee will also assure that the results of the election are delivered directly to the Committee or Committee's designee.

Constitution and Bylaws – continued



- Questions
  - Possible conflict in 5.3.1 regarding a voting majority v 2/3
    - Two different issues/topics are being referenced
    - Overruling requires a higher threshold than simple approval
  - Observation Small percentage of Post members actually vote
    - Change from 25 members to 5% (at current membership = 200) does not seem reasonable

A motion was made to defer approval of the revised bylaws for sixty days

Discussion

Delay may not benefit the process

M/S/C the motion to defer approval of the revised bylaws for sixty days carried.

The approval vote will be delayed to the August meeting.

Constitution and Bylaws - continued

A motion was made for the Executive Board to provide an underlined version of changes made to the current Constitution and Bylaws

**M/S/C** the motion for the Executive Board to provide an underlined version of changes made to the current Constitution and Bylaws carried.

### **New Business**

Delegates and Alternates
Proposed list circulated



Continued next page

### **New Business**

Delegates and Alternates - continued



A motion was made to approve the delegates and alternates as presented **M/S/C** the motion to approve the delegates and alternates as presented carried.

### Good of the Legion

Comment regarding the need for transparency in committee meetings Commander comments

### Post 291: The Past Two Years

- · Enjoyed peace and harmony
- · Exceptionally skilled leadership team of professionals
- · Successfully dealt with the challenges of the pandemic
  - o Post resources creatively applied
    - · Kitchen fully functional
    - · Talented chef and skilled food preparation staff
    - · Food service one of 14 Federal Critical Infrastructure areas
  - o Initiated drive-thru takeout food service open to public
    - · Enabled retaining full time employment for employees
    - · Provide an important service to both the Post and to the community
  - Health and safety protocols established and maintained to ensure the safety of Post Family members and Post employees
- · Maintained financial strength
  - o Reduced expenses in response to reduced revenue
  - o Obtained two PPP forgivable loans
- Continued to strongly support and serve military veterans

# <u>Chaplain Ken Wilson</u> said the closing prayer.

The Meeting was adjourned at approximately 2115 hours.

Respectfully submitted,

Mike Berdine Adjutant Newport Harbor Post 291 of the American Legion