

Palm Beach Council
Navy League of the United States
Board of Directors - Meeting Minutes

January 8, 2019

Location: Marriott Courtyard, West Palm Beach, FL

Secretary: Ken Lee (acting)

Present: Philip Dunmire, Ken Lee, John Lively, Jennie Monroe, Jerry Nelinson, Louis Palumbo, Joan Ross, Eric Rydstrom, Bob Ames, Maurice Maccario, MaryBelle Knight, Diana Paxton

Executive VP John Lively chaired the meeting in the absence of Council President Steve Wiggins; he noted a quorum present and convened the meeting at 1200.

Pledge of Allegiance: Ken Lee

John welcomed new Directors Maurice Maccario and Bob Ames to their first Board meeting.

November 2018 Minutes:

Motion made and seconded to approve the November Minutes with a series of approx.. 10 corrections corrected November Minutes are attached here, as approved.

Treasurer's Report:

November financial report: Motion made and seconded and passed to accept the Nov reports as submitted last month

December financial report: Motion made and seconded to accept the December financial reports distributed by Treasurer at approx. 10pm Jan 7th.

Old Business

- Member luncheon at Sailfish Club was a great success
 - Motion was made by Eric Rydstrom and seconded and approved to formally approve John Limoncelli as Legislative Affairs Officer and Betty Parker as Director serving through 2020. Motion attached here as **Motion A**.
- PB Regional Science and Engineering Fair 12/12/18
 - Ken Lee reported on the completed judging by himself, David Knight, John Limoncelli, Ted Blake; report was formalized in a News Clip distributed on Dec 13th. Two Ullman Scholar Awards will be presented on Jan 17th by David Knight and John Limoncelli.
- Military Ball Support request from Royal Palm Beach NJROTC - VP Youth reported by email Jan 7th that nothing had been heard on his request for followup information and therefore no action is being undertaken
- Membership Status – VP Membership Joan Ross reported current roster of 171 members, and she submitted a report for the record of all new and dropped members for 2018 report attached.
- Jennie inquired as to who was in charge of ordering nametags; answer given was Steve Wiggins, and Joan Ross mentioned she had volunteered to help Steve if he so desired

- John Lively inquired as to who was in charge of Daly Scholarship process for 2019; answer given was Deirdre Krause.
- Navy Ball Update: John Lively reported that he had the following updates from Ball Chairperson Catherine Brister, who couldn't make it to BoD today:
 - Speaker has been invited and he's accepted
 - Anita and Jennie are on Ball Finance Committee
 - Ticket price is still TBD pending determination of costs
 - Ball will include raffle and silent auction
 - Phil Dunmire leads fund-raising committee and a solicitation letter is expected soon

New Business

- Jennie Monroe reported all is on track for Feb luncheon at Chesterfield Palm Beach, and mentioned that a speaker is needed 5-min. of discussion followed and it was agreed that the sense of the Board was: bring back the Youth Leaders again, but with a twist have them report on a special cadet or two or on a 2018 unit activity of note directions from Pres. needed to the Youth Leaders re: duration and topic(s).
- **Administrative Motions:** Eric Rydstrom presented 3 additional administrative motions (attached here); all were unanimously approved and included:
 - [B] Change of official address to Gellis Consulting address
 - It was noted with pleasure that a \$1000 general contribution was received from Propp Foundation due to Cathy Gellis' initiative – thanks Cathy!!
 - [C] Place official slate of Officers and Directors in record as attachment here
 - [D] Establish continuation of \$0 for local dues
- John Lively mentioned that volunteers are needed for a variety of tasks, including: Webmaster, Audit Committee
- John Lively reminded all of scheduled burial service for Stan Shanck 1pm on Friday Jan 18th.

REPORTS

VP Youth: Ken Lee reported for Jeff Leibowitz that our sponsored youth groups will be participating in the April 1st Palm Beach Navy SEAL Evening of Tribute

NOSC: Ken Lee reported for Dan Pedrick that 5 Sailors of the Quarter for 1st Qtr FY2019 have been identified and the awards packages are ready will schedule presentation as desired by NOSC.

AUTEC: Ken Lee reported continued lack of communications back from AUTEC staff, in spite of multiple initiatives from NL-PBC side; perplexing.

Website: Ken Lee reported that the website experienced intermittent problems with registration/payment for Jan 9 luncheon; thought it was fixed but Mike McCarthy experienced problem last night, Jan 7. Ken Lee will follow-up.

Adjourned 12:40

After adjournment, new Director Bob Ames provided a 3-min. description of his work at Stand Down House service organization providing housing to homeless veterans and their families.

Attached:

- (1) Motions A, B, C and D from today's Board Meeting
- (2) Corrected Minutes for Dec Board Meeting

Motion to confirm the offices of John Limoncelli and Betty Parker

Motion: **A 1/8/2019**

Move to appoint John Limoncelli to the office of Legislative Affairs Officer for 2019, and to appoint Betty Parker as Director to serve through 2020.

Discussion:

The purpose of this motion is to cure any procedural deficiency in the assumption by John Limoncelli of the office of Legislative Affairs Officer for 2019.

Mr. Limoncelli was on the Nominating Committee's slate of nominations for election as Director, which slate was presented to the members at the November meeting. The November meeting was also the only meeting at which nominations from the membership were acceptable, according to Bylaws, Article VII, Elections, but Mr. Limoncelli was not nominated for Legislative Affairs Officer at that meeting.

Rather, at the December meeting, that Bylaws specify is for voting only, after having been elected Director on the Nominating Committee's slate, Mr. Limoncelli volunteered for the vacant office of Legislative Affairs Officer and was unanimously acclaimed.

Appointments to vacancies are generally covered under Bylaws Article X, Section 2, which states: "In the event of the death, resignation, or disability of any Director, elected officer, or appointed officer, the Board may select another member to fill the office for the remainder of the term thereof."

This motion seeks to rectify procedurally John Limoncelli's assumption of the office of Legislative Affairs Officer, by imputing his resignation as Director, and, by Board approval of this motion, his appointment, under Bylaws, Article X, Section 2, as Legislative Affairs Officer for 2019.

Re: Betty Parker appointed to replace Eric Rydstrom as Director serving through 2020, in accordance with Bylaws, Art. V, Sec. 7: "In the event of the resignation, death, or removal of a director, the Board shall elect a replacement to fill the vacancy for the current term of office. Each person so elected to fill a vacancy shall remain a director for the term of the director he or she is elected to replace or until his or her successor has been elected by a vote of the membership.

Motion to select new principal corporate office address

Motion: **B** 1/8/2019

Move to select as the principal corporate office of Navy League of the United States, Palm Beach Council, Inc. the office of Gellis Consulting, LLC, 601 Heritage Dr #127, Jupiter, FL 33458. The treasurer shall file this selection with the Florida Division of Corporations.

Discussion:

The Florida Not For Profit Corporations Act, under which Council is incorporated, requires that a physical principal corporate office (not a Post Office box) be maintained to enable service of legal documents, etc.

Gellis Consulting, LLC, agrees to the designation of it's office as this corporation's principal office.

Bylaws, Article I, Section 3, states: " The principal office of the corporation is in care of Anita Manuel, Palm Beach Tax Group, Inc., 44 Coconut Row, Suite T-5, Palm Beach, Florida 33480, or such other place as shall be selected by the Board from time to time."

A Bylaws amendment is not necessary, only formal filing with the Florida Division of Corporations of the new principal corporate office address.

Motion to incorporate list of 2019 officers and directors into Board minutes

Motion: **C** 1/8/2019

Move to incorporate the Council Roster list (one page) of officers, directors and appointees for 2019 into the January, 2019, board of directors meeting minutes, and further, to publish said minutes on Council letterhead.

Discussion:

The list of officers, directors and appointees for 2019, formally incorporated into the corporation's board meeting minutes, will suffice as notification to Bank of America and SunTrust in support of changes to authorized signatures on Council's bank accounts.



NAVY LEAGUE
of the United States
 Palm Beach Council



DIRECTORS

Serving through December 2019

Dan Pedrick	Catherine Brister	Sumner Hushing
Merry O'Donnell	Phil Dunmire	MaryBelle Knight

Serving through December 2020

Anita Manuel	Lou Palumbo
Patricia Reybold	Betty Parker

Serving through December 2021

Robert Ames	Maurice Maccario
Diana Paxton	Chuck Stark

Immediate Past President – Sonia Foster

OFFICERS

President	Steve Wiggins	VP Membership	Joan Ross
Executive Vice President	John Lively	Legislative Affairs Officer	John Limoncelli
Treasurer	Eric Rydstrom	VP Communications	Jerry Nelinson
Secretary	Cindy Saulog	VP Programs	Jennie Monroe
Judge Advocate	Richard Wennet	VP Development	(vacant)
VP Maritime Affairs	Ken Lee	VP Youth Programs	Jeff Leibowitz

APPOINTEES

USCG Liaison	Jeff Pietrzak	Webmaster	Ken Lee
NOSC Liaison	Dan Pedrick	Awards Program	Ken Lee
USMC Liaison	Lou Palumbo	Daly Scholarship	Deirdre Krause

Motion to establish amount of 2019 Council dues

Motion: **D 1/8/2019**

Move to establish Council dues for 2019 in the amount of \$0.

Discussion:

The purpose this motion is to continue for 2019 the practice begun in 2017 of eliminating local council dues.

Bylaws Article III, Section 4, states: "Council Annual Dues shall be payable annually, to cover the period from January 1 thru December 31. The amount of dues shall be established by action of the Board. Life members are not required to pay any dues."

Council dues, if any, are in addition to national Navy League dues.

Previously, Council dues were \$25 per year. Of approximately 170 Council members, approximately 55 are NL Life Members exempted by bylaws from Council dues. Thus, Council has approximately 115 potential dues payers. At \$25 each, expected revenue would be \$2,875.

However, many don't pay. Average dues revenue for 2013, 2014, 2015 and 2016 was \$1,148 per year. This despite followups and reminders, which is not popular volunteer work. It is, after all, only \$25. How much collection effort is that worth? Who volunteers to be Council's collection agent?

Dues revenue is not truly needed. 2017 income from member extra contributions alone was almost \$25,000. Council members give generously, despite the aversion of some to paying dues.

Payment of both national and local dues was always confusing, in that not everyone had to pay the local dues and in that local dues were collected on a different calendar schedule. Eliminating local dues relieves this confusion.