



# MINUTES

08/14/2019  
7:00 pm

<b>Type of meeting:</b>	American Legion Post 105—General Meeting
<b>Presiding Officer:</b>	Romie Bassetto, Commander
<b>Note Taker</b>	John Robinson, Adjutant

<b>ROLL CALL</b>	<b>OFFICER</b>	<b>NAME</b>	<b>P</b>	<b>E</b>	<b>A</b>	NOTES: (Elected positions with grey highlight are not voting members)
	COMMANDER	ROMIE BASSETTO	x			
	1 <sup>ST</sup>	GEORGE SMITH	x			
	2 <sup>ND</sup>	LEO MCARDEL	x			
	3 <sup>RD</sup>	GEORGE SILVA		x		
	JUDGE ADVOCATE					
	CHAPLAIN	DENNIS LOPEZ.	x			
	ADJUTANT	JOHN ROBINSON				
	TREASURER	VERN MULL	x			
	SGT at ARMS	FRANK MARTINEZ	x			
	HISTORIAN	WILLIAM JACKSON JR	x			
	VSO	MELANIE VEJMOLA				
	JR. PAST COMMANDER	DAVID COLLINS	x			

<b>INTRODUCTION OF GUESTS</b>	<b>GUEST NAME:</b>	<b>GUEST OF:</b>
	Michael Pitts – Attorney for clear title	
	Jerry Ramiza – Attorney Lead Counsel	
	Pat Edens – Financial specialist	

--	--	--	--	--

<b>GENERAL MEETING MINUTES</b> Read by John Robinson	<b>MOTION TO ACCEPT BY:</b>	Art	<b>SECOND BY:</b>	William Jackson, Jr.
	<b>DISCUSSION/ CORRECTION</b>			
	<b>PASSED:</b>	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO	

<b>E-BOARD MINUTES</b> Read by John Robinson				
-------------------------------------------------	--	--	--	--

<b>REPORTS</b> <b>REPORTS NOT GIVEN THIS MEETING</b>	<b>REPORT BY:</b>	
	<b>DISCUSSION:</b>	

NEW BUSINESS	ITEM 1	
	BROUGHT TO THE FLOOR BY:	Michael Pitts gave a history of the ownership of the Post property and recommended the Post membership revoke the trust and proceed with signing a development agreement.
	DISCUSSION	<p>*Richard Pierce -- Future development problems and tax issues are avoided by revoking the trust now regardless of what happens with the current development plans.</p> <p>*Thomas – asked about the “cloud” hanging over the title</p> <p>*Darrell – asked about the city’s position on the development. Answer: the city is agreeable.</p> <p>*Tom -- asked about the creation of a legal entity for the Post. Answer: this will be discussed later tonight.</p> <p>*Walter – asked if the Deed Indenture Board has to approve dissolving the Trust. Answer: No. The membership has to approve it.</p>
	MOTION	<p>Motion made by Tom Giannini to accept the proposal to dissolve the trust.</p> <p>Motion seconded by Mike Buckley</p> <p>Motion passed. One nay vote voiced by Frank Martinez</p>
	ITEM 2	
	BROUGHT TO THE FLOOR BY:	<p>Romie Bassetto</p> <p>The development document is at the point that we need to ask the membership for permission for the Post officers to sign and deliver the Disposition and Development Agreement (DDA) version 10 with Republic.</p> <p>*Pat Edens explained the Schedule of Cash Flow. Copy of this document is included at the end of these minutes.</p>
	DISCUSSION	<p>*Tom Biscardi – How is the \$100, 000 to be broken down? Answer: it will be spent to get a clear title and to cover past and present legal fees.</p> <p>*Question: who will hold title to the property? Answer: Post 105 retains the title</p> <p>*Tom – Will there be a performance bond required of the developer? Answer: by Jerry Ramiza</p> <p>A parent company with deep pockets will issue a completion guarantee to finish the project and will issue a completion guarantee to the construction lender.</p> <p>Overview by Jerry Ramiza. Project objectives of the Post:</p> <ol style="list-style-type: none"> <li>1) to provide a modern meeting structure with capabilities like we have now.</li> <li>2) provide cash for an endowment that will fund Post activities for years to come.</li> <li>3) provide below-market housing for veterans.</li> </ol> <p>The development will consist of several separate legal entities. The</p>

		<p>Post will have title to 90 parking spaces and 11,700 sq. ft. of space. This will be their air space parcel.</p> <p>Other protections for the Post are financial, such as, a fixed price amount for a turnkey area. Self-inflicted cost overruns, that is, change orders by the Post will eat into the money we would otherwise receive.</p> <p>Republic has agreed to hard-money non-refundable deposits during the approval process, which helps ensure they are serious and continue with the process.</p> <p>We have 15 months to get a clear title. It could be accomplished in as few as 90 days if there are no claims or issues.</p> <p>*Tom Biscardi – When does time limit begin for getting a clear title?  Answer: when the DDA is signed.  How much money has the Post been paid so far?  Answer: \$200,000  Has this money been accounted for? And are we in debt?  Answer: yes and yes</p>
	MOTION	<p>George Smith made a motion to go forward with the proposal as written with the addition of the approval of the DDA &amp; change the name of George Miller on the document to George Smith.  Motion seconded by Chester Palesoo  Motion passed. One nay vote voiced by Frank Martinez</p>
	ITEM 3	
	BROUGHT TO THE FLOOR BY:	<p>Romie Bassetto  He passed around floor plans to the members.  Email your suggestions.</p>
	DISCUSSION	<p>*Darrell Batchelder asked for clarification about bathrooms on each floor. The bar will be half the size of our current bar.</p> <p>*Michael Toschak asked about on-street parking. He said the trees will be a barrier regarding parking</p> <p>*Tom Giannini  Where will have our meetings while construction is going on?  Answer: the city will help us find a meeting place with no financial cost to us.</p> <p>*William Jackson, Jr.  It is good to see so many people at this meeting because our meetings are where we find out what is happening and questions and answers are given.</p>

OTHER ISSUES	
BROUGHT TO THE FLOOR BY:	Michael Toschak
DISCUSSION:	<a href="http://www.americanlegionpost105rwc.org">www.americanlegionpost105rwc.org</a>

	Please go to the website to see what is there.
BROUGHT TO THE FLOOR BY:	John Robinson
DISCUSSION	Please sign your name if you talked into the microphone so we get your names correct in the minutes. *Romie said the minutes will be available before meetings so people can read them and they won't have to be read aloud at the meetings. This will save time.