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## **MINUTES**

**EMERGENCY BOARD OF DIRECTORS (“EBD”)  
LOARA SAXONS ALUMNI ASSOCIATION (“LSAA”)  
ANAHEIM, CALIFORNIA  
EIN: 45-5233255**

**NOVEMBER 19, 2023  
REGULAR MEETING – 12:00 P.M. PDT  
VIA Zoom**

**Emergency Board of Directors (EBD) Study Sessions and Closed Sessions  
will be scheduled as needed.**

**Anthony Mastrangelo, President**

**Steve Milner, Vice President**

**John D. Marshall, Treasurer**

**Diane Schoelles, Secretary**

**Tim Scott, Member at Large**

**AGENDA - SPECIAL MEETING  
LSAA EMERGENCY BOARD OF DIRECTOR'S (EBD)  
NOVEMBER 19, 2023 – 11:45 A.M. PDT**

**SPECIAL ORDER OF BUSINESS AND PRESENTATIONS**

**CALL TO ORDER – 11:53 A.M. PDT ANTHONY MASTRANGELO, EBD PRESIDENT**

**SPECIAL ORDER OF BUSINESS**

S.1. Ceremonial Swearing-In and Seating of the Emergency Board of Directors as follows:

President – Anthony Mastrangelo

Vice President – Steve Milner

Treasurer – John Marshall

Secretary – Diane Schoelles

At-Large – Tim Scott

**Accepted by each member by unanimous consent.**

S.2. Remarks:

Anthony Mastrangelo, Emergency Board President thanked everyone for their work since November 8, 2023. The next few months will be easier as we get control of information, corporate records, bank account, and various email and P.O. Box accounts.

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**AGENDA - REGULAR MEETING  
LSAA EMERGENCY BOARD OF DIRECTOR'S (EBD)  
NOVEMBER 19, 2023 – 12:00 P.M. PDT**

**CALL TO ORDER – 12:02 P.M. BY ANTHONY MASTRANGELO, EBD PRESIDENT**

**ROLL CALL**

**Emergency Board Loara Saxons Alumni Association:**

**Anthony Mastrangelo, President – Present**

**Steve Milner, Vice President – Present**

**John Marshall, Treasurer – Present**

**Diane Schoelles, Secretary – Present**

**Tim Scott, At-Large – Present**

**INTRODUCTIONS**

**Others present:**

**Mary Jane Marshall, Sandra Mastrangelo**

**PUBLIC COMMENTS ON ANY SUBJECT NOT ON THE AGENDA UNDER THE JURISDICTION OF THE EMERGENCY BOARD OF DIRECTORS**

None presented.

**PUBLIC COMMENTS ON ANY SUBJECT ON THE AGENDA UNDER THE JURISDICTION OF THE EMERGENCY BOARD OF DIRECTORS**

Read from emails or other documents submitted by individuals or other agencies including the previous LSAA Board of Directors.

**Recommendation:**

1. Waive reading of correspondence from and to previous LSAA Board.
2. Approve correspondence and enter into the public record.

**Motion: Anthony Mastrangelo**

**Seconded: John Marshall**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

**JOINT CONSENT CALENDARS**

All items listed under the Consent Calendars are considered routine and non-controversial and may be enacted by one motion unless a member of the Emergency Board of Directors (EBD) or other interested parties' requests that an item be tabled or removed for separate action. The motion to adopt the Consent Calendar(s) is deemed to be a separate motion by each Agency and shall be so recorded by the Emergency Board Secretary.

**A. CONSENT CALENDAR - EMERGENCY BOARD OF DIRECTORS**

**A.1 ACCEPTANCE OF RESIGNATION OF PREVIOUS BOARD MEMBERS**

**Recommendation:**

1. Approve.

**Motion: Tim Scott**

**Seconded: John Marshall**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

**A.2 PRIOR LSAA BOARD MEETING MINUTES DATED OCTOBER 23, 2023 AND NOVEMBER 7, 2023 APPROVAL**

**Recommendation:**

1. Approve.

**Motion: Tim Scott**

**Seconded: John Marshall**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

A.3 BYLAWS - READING BY TITLE ONLY - THE MOTION TO ADOPT A BYLAW LISTED ON THE CONSENT CALENDAR INCLUDES WAIVER OF FULL READING OF THE BYLAWS.

**Recommendation:**

1. Waive reading of all ByLaws.
2. Accept current ByLaws Amended June 28, 2013.

**Motion: Tim Scott**

**Seconded: John Marshall**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

A.4 LSAA UNAUDITED EXPENDITURE AND INCOME REPORTS FOR FISCAL YEAR 2022 - IRS and State of California Tax Returns filed November 12, 2023

**Recommendations:**

1. Approve.

**Motion: Tim Scott**

**Seconded: John Marshall**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

A.5 WINTER WISHES – SUPPORT OF WINTER WISHES IN THE AMOUNT OF \$1000 FOR THE 2023 EVENT - MOTIONED BY JOHN MARSHALL AND SECONDED BY ANTHONY MASTRANGELO.

**Recommendations:**

1. Motion passed via unanimous email consent on November 13, 2023, authorizing the LSAA EBD to continue support of Loara High School Winter Wishes for the 2023 year as identified in the attached Resolution, and;
2. Adopted Resolution 2023-EBD01. Entered the vote into the records.

**Motion: John Marshall**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

A.6 CHANGES OF SIGNATORS ON BANK ACCOUNTS – MOTION MADE BY JOHN MARSHALL AND SECONDED BY ANTHONY MASTRANGELO TO ADD STEVE MILNER AND JOHN MARSHALL TO THE ACCOUNTS AND REMOVE ANNA KUNKLE

**Recommendations:**

1. Motion passed via unanimous email consent on November 8, 2023. Entered the vote into the records.

**Motion: John Marshall**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

**B. CONSENT CALENDAR – LOARA HIGH SCHOOL**

**B.1 DISCUSSION WITH GARY BROWN, LHS PRINCIPAL AND PAUL CHYLINSKI, LHS ACTIVITIES DIRECTOR – PRESENTED BY ANTHONY MASTRANGELO, EBD PRESIDENT**

Anthony discussed with Gary Brown on November 13, 2023, the background on the LSAA board's choice to dissolve. In addition, he discussed the LHS ASB's Winter Wishes program and approval by LSAA to give LHS ASB \$1000 toward this year's event. Said decision was shared with Paul Chylinski, LHS ASB Activities Director. The question of the scholarship programs (Tommy Thomason and John Turanitz) was also raised, and Anthony indicated the LSAA EBD would look into that after the LSAA EBD has control of the financials, plus Anthony mentioned that one of the two bank accounts is used primarily for scholarship purposes. John Marshall raised the point of updating the Scholarship Applications, and that was tabled until the next meeting. Anthony further motioned to remove anyone from correspondence from and to Loara to include only the LHS principal.

**Motion to Accept Report: John Marshall**

**Seconded: Steve Milner**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

**C. REPORTS**

**C.1 LSAA EBD REPORTS**

**.A VICE PRESIDENT**

Steve Milner indicated that U.S. Bank does not require Anna Kunkle to physically attend any transfer of the bank accounts. There are several documents that must be presented to the bank, and upon receipt of those the transfer can happen. Steve will make an appointment once he receives the documents and will work with John Marshall in that regard. Steve asked the board to confirm the use of 2-signature checks when necessary, and it was noted the Bylaws state that is a

requirement. Steve will check into getting “counter checks” rather than ordering a full book of checks since most transactions are done electronically or via Debit Card. Diane Schoelles mentioned that many banks will accept a signature stamp in lieu of an actual signature, and Steve will also check into that with the bank.

**Motion to Accept Report: John Marshall**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

.B TREASURER

John Marshall reported that the C.P.A. filed the IRS and State annual tax returns for 2022. The Sales Tax Return for State of CA has not been filed and cannot be filed until the LSAA EBD gets control of the bank accounts. There are several payments that must be made in the future including the P.O. Box, the City of Anaheim Business License, the LSAA domain name saxonalumni.com, State Corporation Update of Officers, and potentially others including those related to the website with respect to ecommerce, calendaring, and contact or membership form applications.

**Motion to Accept Report: Steve Milner**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

.C SECRETARY

Diane Schoelles reported on two aspects of the Secretary’s position:

.1 WEBMASTER AND SOCIAL MEDIA

- a. Email accounts: [Lsaasaxonsalumni@gmail.com](mailto:Lsaasaxonsalumni@gmail.com). The main email account of the LSAA is [Lsaasaxonsalumni@gmail.com](mailto:Lsaasaxonsalumni@gmail.com), and control of the account was procured on November 10, 2023. John Marshall, Treasurer, is named as the recovery and 2-step contact. All other previous LSAA board members no longer have access to the account that we are aware of not including the other aspects of Google Drive and various spreadsheets and shared documents. There are also several other LSAA email accounts that the EBD does not have control of. A spreadsheet of these accounts and known passwords will be compiled and sent to the board in the upcoming weeks as we find more.

- b. Social Media: There are/were several social media accounts that are connected to LSAA via [lsaasaxonsalumni@gmail.com](mailto:lsaasaxonsalumni@gmail.com), including:
- JotForm, which is under the control of SammySaxon, and which we have the password to. This account is used to create forms such as Contact Us and Membership Renewals on the website.
  - LinkedIn, which has been deleted.
  - Instagram, which we are still working on as far as who controls it and if it still exists. Anna Kunkle indicated it had been deleted however there are a few accounts named for the association on the Instagram site including [https://www.instagram.com/loara\\_saxons/](https://www.instagram.com/loara_saxons/) (which is connected to the Loara HS Facebook Group) and <https://www.instagram.com/loaraalumni/> (which has the contact as saxonsalumni.com).
  - Zoosk, which is a dating site and has [lsaasaxonsalumni@gmail.com](mailto:lsaasaxonsalumni@gmail.com) as the contact. We are still working on this as far as the log on ID and password to that account.
- c. Facebook: LSAA has a private Facebook Group. Anthony Mastrangelo, Steve Milner, John Marshall and Diane Schoelles are the administrators there along with Ken Hecker. Anna Kunkle and Pamla Manazer have been removed from their capacity as administrators. John Marshall and Diane Schoelles have cleaned up the pending invitation requests and the inactive Facebook Accounts (which on the most part were clones, hacked accounts, blocked profiles, or fake accounts who never attended Loara nor lived in Anaheim). The LSAA Facebook Group is separate from the Loara High School private Facebook Group started by Mark Ward and administered by Mark, John Marshall and Diane Schoelles.
- The Loara High School Group has approximately 4400 members and the LSAA Group has approximately 2300 members. We will compare the two member groups in the next several weeks and make recommendations on keeping one or the other or both Facebook Groups.
- d. Website: The domain name saxonalumni.com is paid for via WIX through March 2024. We can allow that to expire but that means anyone else can jump on it and claim it once we do so. My recommendation is to keep the domain as long as possible to complete the EBD's tasks of dissolving the LSAA. The cost is approximately \$44.00 for 6 months.
- The website calendar app is paid for through July 2024. This allows us to link to outside calendars and is currently linked to my Google Calendar for Loara HS and LSAA events. It is not a necessary app but does save time with respect to tracking sporting and other events/competitions, reunions, LSAA meetings and fundraising events. The cost there is approximately \$56 annually.
- The website premium e-commerce plan gives us marketing availability and is paid for through October 2024. The eCommerce plan at \$16.16/month (\$204

annually) is billed yearly. We can cancel the subscription, but it is unsure how much we would be reimbursed at present.

Numerous changes were made to the website including removal or hiding of the President's message, the store, the membership pages, support us and events pages. Updating the board of directors' page and the notice of the change of the Board of Directors, and adding a Board Meetings page to meet LSAA's Bylaws obligations to post agenda to the public are next on the list. Things to consider to include on the website are adding are the Winter Wishes methodology changes this year, removal of all class pages (over 60 of them) and condensing the information therein by subject to one list or more pages such as Fallen Saxons, Saxons who Married Saxons, Graduation Program copies, Saxon Shields and Interaction copies, Yearbook covers, etc. This would save time updating the various lists. In addition, LSAA EBD needs to update the contact address and create a President's statement of explanation to post to the membership with respect to the dissolution of the association.

## .2 CORPORATE FILINGS

- a. Board Meetings Agenda, Attachments, and Minutes: John Marshall sent Diane the Board Meeting Agendas and Minutes he had on file from 2012 to approximately 2016, plus the incorporation papers and Bylaws. However, he turned over the corporate records to John Turanitza which were subsequently turned over to Anna Kunkle and the Secretary of the LSAA Melody Beyler. I emailed Anna Kunkle asking for the records and the seal on November 17, 2023, and her response was sent to the board that same day indicating she does have the Corporate Seal, and most of the Corporate Agendas, Minutes, and some attachments are on the [loarasaxonsalumni@gmail.com](mailto:loarasaxonsalumni@gmail.com) Google Drive. Diane has not responded to her correspondence and will continue to rebuild the Corporate records from information received.
- b. State filing of Statement of Corporate Officers: Diane looked up the Statement of Corporate Officers and found 2 on file with the State of California ... one dated 2020 and the other 2022. LSAA needs to file the 2023 statement and may be charged with a late fee or penalty; however, this filing cannot be completed until the bank account is turned over to the EBD. In addition, to update the Statement, Diane will need each board member to email her with their name, mailing address, physical address, phone number, and email address; and will work with John to get this accomplished.

**Motion to Accept Report: John Marshall**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**



**Tim Scott, At-Large – Aye**

.E AT-LARGE – TIM SCOTT

Tim indicates that John Marshall has mailed him the P.O. Box keys but he has not received them yet. When he does, he will check on the P.O. Box on a weekly or more basis.

**Motion to Accept Report: John Marshall**

**Seconded: Anthony Mastrangelo**

**Vote: Anthony Mastrangelo, President – Aye**

**Steve Milner, Vice President – Aye**

**John Marshall, Treasurer – Aye**

**Diane Schoelles, Secretary – Aye**

**Tim Scott, At-Large – Aye**

**C.2 OTHER REPORTS**

None

**D. OLD BUSINESS: ITEMS REMOVED FROM PREVIOUS CONSENT CALENDARS FOR DISCUSSION OR SEPARATE ACTION**

**D.1 BASEBALL FIELD PAVER INSTALLATION**

Follow up with Baseball coach on paver construction. Table until further notice by unanimous consent.

**D.2 TIME CAPSULE**

Tabled until LSAA EBD gets inventory of items in storage shed and other locations by unanimous consent.

**D.3 LOCKER PLAQUES**

Tabled until LSAA EBD gets inventory of locker plaques and location (supposedly in LHS Principal's office) by unanimous consent.

**D.4 LHS BAND BANNER REPAIRS AND PROMISED "RENTAL" OF INVENTORY FOR UPCOMING REUNIONS – CLASS OF 1974 HAS ASKED TO USE THE BANNERS FOR THEIR SEPTEMBER 2024 50<sup>TH</sup> REUNION.**

Tabled by unanimous consent until LSAA EBD gets inventory of the storage shed and other locations. Perrin Fulmer, Class of 1974 is in possession of 2 banner crossbars and was to have contacted Anna Kunkle about that situation in September 2023.

**E. NEW BUSINESS**

**E.1 SCHOLARSHIP PROGRAMS REVIEW**

Tabled by unanimous consent.

E.2 STATE OF CALIFORNIA CORPORATION OFFICER UPDATE

Tabled by unanimous consent until control of bank accounts is achieved.

E.3 LSAA STORAGE SHED INVENTORY AND NEW LOCATION OF INVENTORY AND INSURANCE THEREOF

Tabled by unanimous consent until control of inventory is procured.

E.4 LIST OF LIFETIME, ACTIVE, AND INACTIVE LSAA MEMBERS

Tabled by unanimous consent until receipt of previous records by LSAA Vice Presidents and Treasurers.

**F. CLOSING COMMENTS AND/OR REPORTS**

Anthony commented regarding correspondence and discussions about the dissolution of LSAA to or from the previous board, and with other parties outside of LSAA, in keeping with the previous board's requirements of dissolution as noted in their correspondences between August 22 and November 7, 2023.

**G. ADJOURNMENT – 12:22 P.M.**

**PUBLIC INSPECTION**

The contents of the agenda packet are available for public inspection on the LSAA website at <https://www.saxonalumni.com>. Any written information related to an open-session agenda item that is known by the LSAA to have been distributed to all or a majority of the LSAA Emergency Board of Directors less than 72 hours prior to this meeting, and the minutes of the meeting within 72 hours meeting adjournment will be made available for public inspection on the LSAA website at <https://www.saxonalumni.com>

**CERTIFICATION**

Respectfully submitted,

Diane Schoelles

EBD Secretary

Date: November 21, 2023