



CORPORATE MINUTES OF THE MEETING OF Board of Directors, Blackspire

I. Call to Order

A meeting of the Board of Directors of Blackspire was held on January 11, 2025 at 7:08pm in the “Board of Directors” voice channel of the Official Kingdom of Blackspire Discord server.

Meemaw has put a hard deadline in place of 9:30pm. The meeting was called to order by Sarah Strohmeyer, at 7:05pm. This is an official meeting and regardless of not being physically in person, official business may be transacted and the directors who participate are considered present, in person, at the meeting.

A quorum was achieved, allowing the proceedings to commence.

The following directors were present:

Sarah Strohmeyer - President
Jacob Cooksey - Operations Officer
Chaunda Smith - Treasurer
Courtney Wukasinovich - Financial Officer
Marcus Chatfield - Assistant Operations Officer
Judith Wright - Secretary
Ray Sullivan
Cian McCarron
Karl Lyke
TJ Foltz
Robert Wright





Absent:
Chris Mingo

It was noted that Rober Wright has pulled the proposal he had on the agenda.

II. Business Insurance (7:10pm)

Insurance has been acquired. We had to pay an additional fee. Kori approved the fee. If the board doesn't approve of the fee, Kori is prepared to personally cover the additional fee to get the insurance wrapped up. Cian then took the policy information and sent it to the Eternal Glades park to get a permit. If any names need to be added to the policy (sometimes venues require names be added for the venue rental) we can do that without any additional charge. Events such as Winterbash and Pacwar are not covered so we will still need specific event insurance.

Josh Esker asked about the emergency contact information, and how to handle players that refuse to put down emergency contact information. Kori explained that it would be beneficial if the holder of a holding could express the importance of having emergency contact information. Sarah agreed with Kori and mentioned that if someone doesn't want to fill it out, you can take them aside and let that player know that they can write in their own handwriting "decline to answer". They are also not required to provide their address.

Kori had mentioned that waivers need to be filled out each year. Judith Wright asked about the wording on the waivers, expressing concern that people have used this wording to refuse to sign new waivers. Sarah suggested adding a checkbox to indicate there has been no change since the previous year. It was decided the waiver will be looked at by Kori and Judy and an updated waiver will get drafted.

ACTION ITEMS:

- The risk management policy and emergency contact lists need to be implemented
- Insurance policy information needs to be distributed to holding monarchies
- Cian will ask the insurance company about event insurance for Winterbash and Pacwar





- The insurance company should also be asked about Insurance for the Kingdom Trailer (this is currently being covered by Kori's personal insurance)
- The waiver needs to be looked at again. Kori and Judy will get a draft going.

III. NPO Opportunities (7:36pm)

We have a good list of opportunities right now. Ray is posting the top four in the bod-chat channel of the Blackspire Discord server. There are two repositories for NPOs to get grants. The first one is Oregon Community Foundation (OCF). All of the grant authorities in oregon come together to list out their grants with their various deadlines. Right now we are in the winter cycle and most deadlines are closing, but things will be kicking back up in spring. We have a lot of arts and culture, as well as education, so with some effort of making sure ithras are recorded and posted to the discord, we could qualify for some of those. Ray suggest we have the Kingdom Regent track and record the arts and sciences across the kingdom, and that would help us get grants. Ray estimates that for big events like Pacwar and Winterbash we could get about \$5,000 in grants. But the important thing is we need to build evidence and be able to justify why we deserve the grants when we apply for them.

Kori asked if we need to provide financial history when we apply for grants. Ray answered that if its a state grant, then yes, especially for some of the more competitive grants. Kori expressed concern that currently we do not have a full 12 months of financial history, due to the holdings not updating information consistently. Judith Wright mentioned that when she applied for a grant last year, one of the key items they needed was a 5 year profit and loss history. Kori expressed concern because we do not have enough records to put together financial statements for the kingdom, and even less information on the holding level. Judith asked about clarification, as in the last two years we applied, and were approved for, for a 501(c)(3) status. Kori was unsure what was provided during that process, stating again that if there are records somewhere, she does not have access to it as the Financial Officer. Josh Esker offered his insight as he was a part of the 501(c)(3) application process. He noted that there should be, in the kingdom google drive, an audit of all the parks during the time of filing, as that was required when applying. Kori stated that when she came to be the KPM, there were three or four email addresses that





documents and folders are spread out over, so its possible that information is lost in one of those email addresses. She reiterated that at this exact moment, what she has access to, is roughly twelve months of what has happened with the kingdom accounts, and between three to seven months of what is going on at the holding level. She added that from the information she has access to, anything from 3 months to five years ago is spotty at best. Kori asks for patience in some of the duties that have been missed, because she is trying to consolidate information that has been spread throughout many folders.

A question about what information and evidence for grants is needed in terms of A&S, historical society, and teaching information was raised. Ray gave some examples such as ithras being recorded and uploaded to social media.

ACTION ITEMS:

- Ray Sullivan will take point on figuring out what all we need to be considering and taking next steps. Sarah asked Ray to pick two or three scholarships we could focus on, and put together a list of what is needed for the board for the next meeting.
- Representatives of parks should reach out to Ray with any additional details of teaching.

IV. Corpora Committee Update (7:50pm)

Kori stated that she thought the attorney was paid, however it appears the attorney was not paid. Kori will call the attorney and make the payment.

ACTION ITEMS:

- Kori will call the attorney and make sure the payment gets handled.

V. Pacwar Audit (7:52pm)

Kori stated that she completely forgot about it.





ACTION ITEM:

- Kori will provide the gate and payment records to the Pacwar event runners (Moss and Emmering) so that the audit can get under way.

VI. Chris Mingo and the Cans for Feeding America Issue (7:53pm)

This was tabled last meeting and is now being moved to the disciplinary committee.

ACTION ITEM:

- The disciplinary committee will now handle this issue.

VII. Internal Board Policies Document Proposal (7:54pm)

Judith Wright explained that there isn't enough documentation or standardized procedures in place, which causes a lot of confusion and unnecessary stress. Judith feels that an Internal Board Document is needed to help define standard policies as well as provide a record of positions, roles, and committees. The proposed document outlines two types of committees - standing and working committees. This allows us to create committee charters that have clear reporting, authority, sunset policies, etc.. Kori asked if this is in addition conflicts with what is currently outlined in the corpora. Judith responded that she believes they can exist together, but will take another look and either confirm or adjust as needed. This document is intended to expand upon what is in the corpora, not override it. No vote is expected today, just the formal start of a discussion, and Judith is available and happy to answer any questions, hear any suggestions, and address people's concerns at any time.

ACTION ITEM:

- Judy will confirm that the proposed document does not conflict with the corpora, and will draft an amendment proposal or change the Internal Policies Document being proposed, as needed.





VIII. Holding Designated Electronic Payment Accounts (8:03pm)

This is a proposal intended to provide holdings the ability to receive and make payments electronically. The general summary is: if the holding were to want a designated electronic payment account, they would vote on it at a holding level althing. The chancellor would provide documentation of the vote passing to the KPM, who would then open a paypal account (linked to the kingdom account) on behalf of the holding. This holding designated paypal account would have the Financial Officer (KPM) and the Treasurer on it, who would then add the holding chancellor. The proposal includes a corpora Policies addition that has the structure and allowances. Kori expressed concern that a chancellor could transfer money from the primary kingdom account to the paypal account and steal money that way. Judith replied that paypal should allow you to lock down the paypal account so the chancellor would not just be able to transfer money from the kingdom account, and also pointed out that if money was stolen electronically, there's a lot of security features that could help prevent that in the first place, as well as provide very clear immediate documentation and clarity as to what is going on. This is much easier to recognize (making reaction time much quicker, and cleanup easier) than, for example, a chancellor disappearing with the cash and being unreachable, so its unclear whether the money was stolen or if that person has extenuating life circumstances preventing them from being reached.

Courtney continued to express concern, and Judith is happy to work with Courtney before the next meeting to make sure every concern is addressed.

Bahamut added that he uses paypal and gets notifications to a number of different places anytime a transaction happens, so that should help make it very apparent when an unauthorized purchase is being made.

ACTION ITEM:

- Judith will meet with Courtney and Chanda to address concerns, and amend the proposed document as needed.





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IX. Olympiad (7:53pm)

The bid for Olympiad has been accepted and it will be at Panhandle Lake in June. This is being lead by Chicory, with Bahamut and Heron co-crating, with support from the Harbingers. Recently Olympiad posted an announcement promoting it as "Northern Lights and Blackspire", so Chicory wanted to clarify that the Olympiad team did that because they wanted to honor the fact that a large part of the event running team is Blackspire, and that Blackspire has no financial obligations tied to this Olympiad. We are all very excited. Please feel free to reach out to Chicory, Bahamut, or Heron with any questions.

ACTION ITEM:

- No action needed.

[space added below to keep consistency with the closing section as well as the signature lines]



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X. Closing (8:18pm)

The next BoD meeting was scheduled for February 15th at 7:00pm in the Blackspire Discord server in the bod-voice channel. The motion to close was made by Sarah Strohmeyer to Adjournment, seconded by Cody Sanders. The meeting adjourned at 8:20pm. The public meeting has now closed. The board will now move over to the Blackspire Disciplinary Committee discord server for a private disciplinary meeting.

Minutes submitted by:

Signature on Original

Secretary Signature

Judith Wright

Secretary Full Name

Approved by:

Signature on Original

Chairperson Signature

Sarah Strohmeyer

Chairperson Full Name



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