



**BLACKSPIRE**  
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## CORPORATE MINUTES OF THE SPECIAL MEETING OF Board of Directors, Blackspire

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### I. Call to Order

A meeting of the Board of Directors of Blackspire was held on Month 06, 16th day, 2026 at 7:01pm in the "Board of Directors" voice channel of the Official Blackspire Board of Directors Channel.

The meeting was called to order by Morgan Brown (Acting President), at 7:01pm, followed by a statement from the Oregon Nonprofit Corporation Handbook stating that 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:

Brad Nymeyer (Radomir) - BoD President (Elected in this meeting)  
Marcus Chatfield (Brodar) - Operations Officer (Monarch)  
Ray Sullivan (Keriz) - Assistant Operations Officer (Regent)  
Morgan Brown (Emmering Rook) - Financial Officer (KPM)  
Bailey Boaz (Galinmorn) - Treasurer (Elected in this meeting)  
Moss Wildflower (Moss) - Adjudication Chief (KGMR)  
Jeff Solmon (Tristan) - Secretary (Elected in this meeting)  
Christopher Hyde (Faclan) - Secretary (Formally)  
Wicke (Wicke) - Webminister  
Steven Ohlund (Loading)





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Non Voting Board Members present;  
Cian McCarron (Vladimir) - Director of Records Management

Absent:  
Talieson (Talieson Solmon)  
Jacob Cooksey (Brago)

## II. Old Business

Ila) Corpora committee and Unicorn memorandum on recent changes and dealings.  
Both are still being reviewed by the hired Lawyer so at the moment no changes or decisions to ensure we do not have to go back to adjust.

### **ACTION ITEMS:**

- Waiting for the review from trusted legal sources!

## III. New Business

IIla) BoD Positions, declarations and voting.

There were three positions open on the Board this meeting and these were who put forth their names for filling them;

President - Bailey and Brad

Secretary - Jeff

Treasurer - Bailey

If questions are had about these roles and their jobs please refer to this document;

[Role Charters - BOD Positions - Google Drive](#)





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The potential Presidents did have briefs they wrote in the BoD chat about why they would like the position and for others to pick them but a short brief shall be written here.

Brad - Recently graduated with a MBA and is skilled in project management, organization, and structure. Also was on a BoD before for the Valley of the Silver Moons (The Kingdom before Blackspire became Blackspire).

Bailey - A long time member of the Corpora Committee and is passionate about getting it finally sorted out. Also likes to connect with the populace and recover some lost trust to better make us all enjoyers of the game again.

Brad received seven (7) votes and Bailey received three (3) votes. Making Brad the new BoD president! Wooo claps for Brad.

Morgan would also like to highly recommend the President have what is essentially a Vice President to help run meetings both online and in person if the proper President isn't available.

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Next we have the Sec/rat/ary, currently Christopher, not intending to declare again. Jeff declared for the position and voting commenced.

Jeff received ten (10) votes of approval and is now the Board Secretary.

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Finally we have the Treasurer. Bailey declared with the understanding that he would not be able to hold both this and the role of Board President at the same time. So as the talks about President were ongoing it was decided that essentially whoever did not get President would take this position instead. Brad became President so Bailey put his name up for Treasurer instead.

Bailey received ten (10) votes of approval and is now the BoD Treasurer.

#### **ACTION ITEMS:**

- Brad is now BoD president, Jeff the Secretary, and Bailey the Treasurer.





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### IIIb. Summary of the Lawyer (Lindy) call

Here is the video link of our chat with the Lawyer, it is thirty three minutes long;

[https://fathom.video/share/BVARsTaJD3Ar\\_gSexP9GStXQBxweRQBM](https://fathom.video/share/BVARsTaJD3Ar_gSexP9GStXQBxweRQBM)

As well as that here are the questions the BoD asked;

[Lawyer Call Notes 6.10.2026 - Google Docs](#)

The 'Disciplinary case being reviewed' however will not be discussed as it is still under an investigation and NDA.

The summary we discussed, for BoD members who could not attend the call, main points were as follows;

- Statutory members! We were under the impression that we do not have them, as was our counsel. However, Cian called the Secretary of State and found out that due to an error on the documents they have saved on their end that we in fact do have Statutory Members. However, this was only discovered recently so a lot of our recent proposals and work has been made off of this formerly incorrect information. The Lawyer believes that this should not nullify the majority of the recent policy and bylaw changes as Statutory members or not the BoD can still make changes to insure legal compliance.
- Discussion regarding populace members' request to apply for 501(c)7 status instead of 501(c)3. While a 501(c)7 could work for us as an organization, it would mean that we would have to give up all of our current money gained from any source. So all the campout funds, dues paid, and charity matched money would need to be given up to make that change.
- The change made from member benefit to public benefit was legal to do and happened correctly in April 2026.
- The BoD can make changes to the articles of incorporation but we cannot change what Statutory members can vote on (without them also voting on it). However, changes can be made defining what they can vote on. However with only thirty minutes in the call this was not able to be expanded on much.

The Lawyer also recommended we (BoD) work to make a policy or other kind of procedure to protect membership. Statutory members can request a Membership list and gain a lot of





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information that way. This goes against the BoDs fiduciary duty of Privacy. As well as ways to protect the Corporation from a push from Statutory members to change our articles of incorporation.

Second to this was a brief talk about if we have to use full legal names on documents which could then be looked up. And several of our Participants would like to not use their legal name due to either privacy or going by a different name now. The Lawyer will get back to us about this question to make it clear what we are legally required to do.

Now we wait for more advice on what to do moving forward.

**ACTION ITEMS:**

- Nothing at this precise moment as we are waiting for additional information.

IIIc) Removal of BoD seats and what to do with the KGMR

A trimming of the voting BoD seats as well as the alternate members. To remind readers an Alt Board member is defined here;

[12 Alternate Board Member Role Charter - Google Docs](#)

Who are generally former BoD members who can step in if needed in case of absence or a need to recuse.

Morgan would like to remove the Outgoing Monarch as an alternate position and instead leave only the outgoing KPM as an alt-bod member as well as remove the KGMR from the voting BoD position, and one additional Board seat which was added when the KGMR was added last year. It must go to the public to change the BoD make up so that will be at the next major meeting. Though there was a worry about what to do if a BoD member steps down or otherwise is removed from the BoD - there would be an emergency meeting at the next Allthing to replace them - and unfortunately for the current and future Alt-members they have the same attendance requirements as normal BoD members.

**ACTION ITEMS:**

- Shall be a vote at the next Allthing



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#### IIId) Winterbash Bidding

Unfortunately we missed the main due date to set this up. So, by the time this is read by the general populace, the bids will be open and hopefully some of them shall even be submitted. There was concern about it being such a small turnaround time - but the time is just going to get more and more tight to get locations locked down for this campout.

Steven and Ray suggested that we could instead try to sign a contract that will give us a spot and time slot for a few years to make this simpler going forward. But the logistics and organization of that will need more work before that's a potential to open up. Not ready to be a proposal yet.

#### **ACTION ITEMS:**

- Bids are open go go go!

#### IIIe) Alt-BoD seats.

Morgan will make a template with the announcement for these positions. The due date shall be Midnight the 9th. Keep your eyes open if you are interested.

#### VI. Closing (9:04pm)

As it's close to the end of the month of June and there needs to be one public BoD meeting a month the decision was agreed upon unanimously to decide on both the next meeting (June) and the next next meeting (July) now to ensure people are aware of what is going on. As such the two next meetings will;

- Both have a start time of 7pm and a hard stop time of 9pm
- Junes' meeting shall be Monday the 29th and July shall be Monday the 13th



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Minutes submitted by:

\_\_\_\_\_ CJ Hyde \_\_\_\_\_  
**Secretary** Signature

\_\_\_\_\_ Christopher John Hyde \_\_\_\_\_  
**Secretary** Full Name

Approved by:

\_\_\_\_\_  
**Chairperson** Signature

\_\_\_\_\_  
**Chairperson** Full Name