



# March 2010 IMPERIAL ESTATES AGENDA

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## GENERAL MEETING INFORMATION

### Date and Time

#### Estates Meeting

Saturday, March 13, 2010 9:00 AM to 5:00 PM

Sunday, March 14, 2010 – 9:00 AM to 5:00 PM

### Location

Clarion Hotel Portland International Airport 11518 NE Glenn Winding Drive Portland, OR 97220

Phone: (503) 252-2222

### Recommended Airport

Guest accommodations:

Rates: \$73.00 plus tax per night.

## Disqualification (Article VI.E.6)

Members entitled to a seat by virtue of rank or office whose dues are not current, are under judicial ban, or have not attended at least (2) official events in any chapter within the previous six (6) months will be denied a seat.

The membership entitled to vote at a meeting of a given body is fixed as of the summoning of the meeting. It may not be subsequently altered by any means (including expiration of dues, non-participation formation of a new Estates or change in Estate held by a given member) until the meeting is concluded with these exceptions:

- Resignation of a given member
- Judicial Ban
- Creation of a greater estate that does not reduce another greater estate below minimum membership (subject to 2/3 approval of the Estates to waive notice and seat the Estate.)

The Crown, if available, will convene the summoned Estates at the appointed time and place and the meeting will be presided over by the Chancellor, if available.

# AGENDA

## I. CALL TO ORDER

## II. ROLL CALL

- Seating of qualified members
- Petitions to waive as per Article VI.E.6. Disqualifications

## III. APPROVAL OF MINUTES

- Approval of the minutes of the November 2009 Imperial Estates Meeting

## IV. REPORTS

- President and Board of Directors
- Chancery
- Rolls
- Steward
- Sovereign of Arms
- Joust and War
- Arts and Sciences
- Archery
- Physics
- Office of Publishing (includes Imperial Webmaster, Chronicler, etc.)
- Other Officers

## V. CROWN BUSINESS

### CRB1. Charter Amendments

Recognize new shires  
(No action required)

The following shire has membership and their charter will be issued:

The Shire of Pryteri - known as the Mundane State of Kansas.

Vicerene: Dame Eiliagh d'Aitzarra

Sponsorship

The Shire of Pryteri has requested to sponsorship by the Duchy of Bisqiai due to standing relationships. The Duke and Duchess of Bisqiai has requested an exception to the sponsorship rule and would like it approved by the Estates.

(Requires 2/3<sup>rd</sup> vote)

### CRB2. Proposed Operating Procedures for the Board of Directors

(Requires a simple majority)

Now that the division is accomplished between BOD and Administration (the Imperial Crown and its non-Steward ministers), what are BOD powers? What powers, if any, shall be ceded by the Administration?

Proposal:

## 1. ELECTION

Now that the President and V.P. are no longer the Crowns/Chancellor, the current, poorly-defined election process for Pres. and V.P. is clunky. In fact, it makes no sense at all. That's because we, as Estates, never really finished writing up the election process. When we voted on "separation," we made minimal changes to our election procedures by simple word-substitutions (with the thought that we would come back and clean up later— in this case, years later). The current process is a Frankenstein's Monster awkwardly fusing old procedures to take stumbling steps in the direction we seemed to want to go. The description of the terms of office for President and V.P. and Secretary (Steward) in Article IV is based completely on our rules for terms of office for the Crowns/Chancellor and Imperial Steward who HISTORICALLY filled those positions. Now that we have "separated" President/V.P. from Crowns/Chancellor, and now that we are considering separating Board Secretary from Steward, we naturally seek to have those Directors elected by the Imperial Estates just like all the other Directors. That's fine. There is nothing wrong with that, but once the Imperial Estates have elected a BOD, it is the BOD which should elect its leadership from its own ranks. The BOD itself should determine the best-qualified person for President and an alternate for Vice President.

While we have endeavored to develop a smoother and more-logical form for our election process, we have struggled with the incomplete system currently in place. As a result of that, we have ended up with brand-new Directors elected directly to leadership positions on the BOD without experience. Our most-recently-elected leaders wisely insisted on a "honeymoon" period before taking on their duties because they recognized that they had much to learn before assuming those responsibilities. While it could be that the newest Directors might often indeed be the best qualified, that might not always be the case, and it is very likely that in the future, many candidates for Director will prefer to serve a term or two before taking on the additional duties of President/V.P.

It seems there is appetite for complete segregation between the BOD and management, and there seems to be agreement that it is appropriate that the BOD Secretary should be separated from the Imperial Steward, who would become an advisory member (like the Crowns). The Board Secretary is evolving its own (very important) function distinct from the Steward anyway. The position of Board Secretary is critical because we (the BOD) rely so much on the minutes. Our current BOD policy is to never make a decision without assigning a Director to follow up on it and report progress at the next meeting. To do otherwise would be to make empty decisions with no hope of ever getting anything done. We use the minutes to keep track of who has which projects and responsibilities. Thus, the Board Secretary is now the duty coordinator for the BOD. As I said, this position is critical, and because we have given that position insufficient attention, it has been a weakness for the BOD. Board Secretary should also be elected from the BOD ranks by the BOD (for the same practical reasons as President and V.P.).

Having said all that, the simple solution, now that we have resolved to "separate" the BOD and the Administration, is to have three of the Directors be 1-year-term at-large Directors (with the rest still being regional 2-year-term Directors). The President, Vice President, and Board Secretary need not be any of these at-large members. They could be any members of the BOD. The Estates, after seating the members of the BOD, could elect a President from

the interested Directors. The Vice President (whose only function would be to cover for the President in times when the President be unavailable to act) and the Secretary could be elected by the BOD itself from among its members. The BOD could also determine for itself how often these latter 2 positions might rotate, and the BOD could retain flexibility to change the folks serving in those positions based on circumstances. As our recent history has shown, the length of time a Director might be able to serve might be dictated in large part by personal circumstances.

Thus, I propose additional language to Article IV.A. of the Bylaws to read [language in brackets is added commentary, which is not part of the proposal]:

"A. NUMBER OF DIRECTORS

"The number of Directors shall be **Nine (9)**. Three shall be 3 at-large Directors, who shall be elected annually from the membership at large for 1-year terms. **Six** shall be regional Directors, who shall be elected from the paid membership of the different geographic regions of the organization. These regions shall be defined by Imperial Estates Writ, or by the Imperial Crown in the absence of such Writ. [We elect regionally now, but neither the Bylaws nor the Chancellor's Manual currently make ANY reference to those regions. The Chancellor should insert CURRENT procedure into the Chancellor's Manual with our approval, since we are already doing it, and we should review the language the Chancellor comes up with at the next meeting.] **Three** 2-year-term Directors shall be elected each year (**one from each region**), thus staggering the election of the **Six** 2-year-term Directors.

"All candidates for the three 1-year-term at-large Director positions shall be elected together, with the highest vote-getters being elected. Candidates for each regional 2-year-term Director position shall be elected by the nomination/elimination/election procedure defined by Imperial Estates Writ [currently under "Nomination Procedure" in the Chancellor's Manual]. All candidates may be self-nominated. Timeliness of nominations shall be defined by Imperial Estates Writ, or by the Imperial Crown in the absence of such a Writ. [Currently, nominations have to be made in time to meet the agenda submission deadline. This CURRENT policy should be formalized in the Chancellor's Manual (see above)].

"The Board of Directors shall elect from its own membership a Vice President, and Board Secretary according to its own procedures. The President shall be elected from among the Board of Directors by the Imperial Estates at any meeting during which there be a Presidential vacancy or for which a Presidential term be concluding."

"The Imperial Crown and Imperial Steward shall serve in an advisory capacity to the Board of Directors. They will not be considered as Directors." [As to the Imperial Crown, this is current practice.]

The old language reads as follows [language in brackets is added commentary]:

"The number of Directors shall be **Nine (9)**. **The Imperial Estates General shall elect the President and Vice-President to serve one-year terms. Each may be re-elected to one successive term.** [this last language is left-over verbiage having to do with term limits on CROWNS, and is no longer applicable]. The Imperial Steward shall serve as Treasurer [this is true

regardless of whether the Steward be on the BOD; this language is surplusage] and may serve successive terms (as this is an appointed position by the Imperial Crown) [but now, it seems the Imperial Estates would prefer that the BOD be independent of the Imperial Crown, and thus the Estates have indicated that neither the Imperial Crown nor its appointees should serve on the BOD, unless independently elected].

"The Imperial Estates General will elect the remaining **Six (6)** directors of the Board of Directors from among the paid membership of the Adrian Empire by a simple majority vote; those elected shall serve two-year terms. **The directors-at-large shall be comprised of two (2) members from each region (1, 2, and 3) as defined in Imperial Estates Writ 21a. Three (3) of these directors shall be elected each year, thus staggering the election.** [None of this is changed in my proposal, although I added the procedure of regional election as currently practiced.]

"Directors elected by the Imperial Estates General [for regional 2-year positions] that [later] become President, Vice President, or Imperial Steward during the second year of their [regional] term vacate their [regional 2-year] seat [to avoid one person holding two seats]; the remaining year of their term [the term of the now-vacant 2-year regional position] shall be filled by a one-year appointment, elected by the Imperial Estates General. Candidates may be self-nominated. [Wow. This is a REALLY clunky and nearly incomprehensible attempt to reconcile old law applying to Crowns and Ministers with the new "separation." The proposal above makes this whole paragraph unnecessary.]

"The retiring President and the Imperial Chancellor shall have non-voting, advisory memberships on the Board of Directors. ["President" was inserted for "Imperial Crown," but someone forgot to put "Vice President" for "Imperial Chancellor." This is what happens when you try to make sweeping changes with minimal word substitutions. This passage is antiquated. Its origin is a time when the current Crowns/Chancellor were ON the BOD, and the former Crowns/Chancellor were there to give continuity. Using the at-large system, we avoid the whole issue, and none of this is necessary.] They will not be considered Directors."

## 2. TERM OF OFFICE, REMOVAL, REPLACEMENT, AND SUSPENSION

Currently, the term of office of the Directors is set forth in Article IV.B. [The intent of that paragraph is to establish that elections happen at our November meetings (meetings properly termed our Regnal or Coronation meetings). The problem is that the implication is that all Directors serve for one year, which is contradicted by the previous section setting forth that some Directors serve for 2 years. This is another example of what happens when we only partially edit the Bylaws after amendment by the Estates. Oh well. Anyway, the first sentence should read]:

"Regardless of whether a Director's position is for a term of approximately 1 year, 2 years, or some other duration as prescribed by law, the term of a given Director's position shall always begin and end at a regular Budgetary Meeting of the Imperial Estates General (currently in November: Article VI.E.3 of the Lex Adria Imperium). The term of a given Director position is fixed regardless of whether the actual Director who holds the position is appointed or elected mid-term. At each each such annual Budgetary Meeting of the

Imperial Estates General..." [The rest of the language remains the same; this is not a change in the law.]

[The following is additional language of particular application to Presidents, Vice Presidents, and Board Secretaries, which should be added to Article IV.B]:

"The term of office of the President shall be approximately one year between Budgetary Meetings of the Imperial Estates General. The Presidential term is fixed regardless of whether a given President is elected mid-term. The term of office for the Vice President or Board Secretary shall be as determined by the Board of Directors or the same as that of the President, if the Board of Directors has not determined otherwise. A Vice President or Board Secretary may be removed or replaced (from that position, not as a Director) by majority vote of the Board of Directors. A President (including an acting President) may only be removed or replaced from that position by majority vote of the Imperial Estates. At any time the Imperial Estates be not convened, a President may be suspended from that position by judicial ban, by petition of 2/3 of all members of the Board of Directors, or by a 2/3 vote of the Board of Directors at a convened meeting, but said suspension may last no longer than until the Imperial Estates meet again, at which time, the President's continued service as President and/or as Director shall be reviewed. In addition, all Board Directors who voted for said suspension shall also have their continued service reviewed by the Imperial Estates General. Any Director who fail to garner a majority of votes in favor of continued service shall be deemed to have resigned and shall be temporarily replaced by election after nomination from the floor of the Imperial Estates General. The permanent filling of the vacancy shall be handled in the normal course of business." [In short, if the BOD take the dramatic step of suspension of the President, the BOD must be prepared to justify that action to the IEG. On the other hand, we clearly MUST have a mechanism for suspending a President between IEG meetings as the President is the person who convenes the BOD for action such that it may perform its duties, and if a President be not performing necessary duties, or worse, if the President be acting against the interest of the Empire, there has to be a way to suspend that President and get work done.]

### 3. POWERS OF THE BOARD OF DIRECTORS:

Commentary: The ongoing debate for over ten years has been what the powers of the Board of Directors are. While the parameters of our responsibilities are statutorily defined (see Article IV.F.), our "powers" are extremely limited (see Articles IV.C. and D.) as directed by the Imperial Estates General. For all practical purposes, the Board of Directors has historically acted essentially as the "Steward" for the Imperial Estates. The Imperial Steward is the officer in management who handles the mundane affairs of the Empire. The Board of Directors is not an executive body, and has no independent powers to act, but it is also involved in reviewing and advising as to mundane issues for consumption of the executive (Crown and Steward) and the legislative (Imperial Estates) bodies. Also, as the Board of Directors is regionally representative, the representatives from the different regions are uniquely positioned to liaison between their local Stewards and the Imperial Steward when there be communication and transmission issues. Of course, even in the absence of executive



power, the BOD's unique position as the credible source of information with regard to mundane issues gives it enormous influence. BOD recommendations are routinely accepted and followed, and thus, the BOD must take its responsibility seriously when presenting its research and advice.

As to actual powers pursuant to Article IV.C., under current law, the BOD can "approve" budgets. Interestingly, "budget" is defined in the glossary and contemplates a proposal of expenditures made by the Crown to the Estates. Also, the Bylaws at Article III B. specifically say (as they should) that the Imperial Crown may expend treasury funds on items as approved by the Imperial Estates General. Of course, the IEG "approves" expenses in advance by budgeting them, or in retrospect by approving them retroactively. The "approval" of budgets by the BOD should be limited to approval as to form with regard to mundane requirements. Approval as to substance (meaning how we would actually like to spend our money) should be the sole purview of the Estates. As set forth above, it is already law that the Estates must approve all expenditures authorized by the Crown which are not budgeted.

That all being said, I propose a clarification of Article IV. C. as follows {proposed added language in braces; all other language original}:

"The Board of Directors shall only have the power to review budgets and expenditures {proposed by the Imperial Crown (or Its designee) for the purpose of making recommendations and commentary thereon to the Imperial Estates }, and to pass non-binding resolutions of corporate policy..." [At some point, the Steward's Manual could set up a procedure by which budgets would be developed and submitted.]

#### 4. MEMBERSHIP

In November of 2009, the BOD reviewed the conflict between Articles II.A.4. (BOD involved in "special panels" reviewing suspension of memberships) and Article IV.D.1. (BOD having no power over membership unless specifically granted by the Imperial Estates). Technically, there is no conflict, as clearly, the Imperial Estates granted us (the BOD) the power of the "special panel." Even so, such seems very inconsistent with the INTENT of Article IV.D.1., which was to keep the BOD (a body which already has enormous influence) from having direct authority over the most fundamental right of a member (membership). Bottom line: the BOD is uncomfortable with this inherent conflict, and wants out. Historically, the issue of approval, revocation, denial, etc. of membership was the sole purview of the Imperial Crown. The prior law got lost in the cracks and now exists only in the passive voice (see Article II.A.2 and the first sentence of Article II.A.4) with no clarity as to who is responsible for these decisions (although Article II.A.4.f. suggests that a special panel has the actual authority of suspension, not just the power to recommend suspension, which REALLY flies in the face of Article IV.D.1.). The prior law must be re-instituted (as it was never actually repealed). The Crown is responsible. The Crown can use a "suspension panel" [but not one that includes the BOD, please], a court, or another appropriate advisory body to assist in the decision, but the decision belongs with the Crown. The prospective member should have the right of appeal to the Estates (through the Chancellor) as normal business. Confidentiality may be waived by the applicant. The only exception would be if there be some allegation that the application had engaged in conduct against a victim, and the victim wished the victim's privacy protected (or was legally entitled to privacy protection). Under those circumstances, the applicant still has the right of appeal, and the applicant (or the applicant's advocate) and the Chancellor (reviewed by the BOD for mundane liability issues) shall determine how to present the most complete relevant information to the Estates while maintaining anonymity. That all being said, the BOD proposes as follows:

Amend Article II.A.d. as follows:

"II.A.d. On the recommendation of a panel convened under the procedure outlined in Article II.A.4." [Omitting the involvement of the BOD, regardless of IEG authorization.]

Amend Article II.A.4.b. through g. as follows: [to remove the BOD from the process as follows– THIS LANGUAGE WAS PARTICULARLY REVIEWED BY THE BOD IN NOVEMBER OF 2009, AND THIS IS THE BOD’S RECOMMENDATION; please see our minutes]

"4.b. Upon notification of the above (a.), the Imperial Crown [current law says "President," who of course, was the Imperial Crown at the time the original paragraph was drafted; the word substitution was in the spirit of "separation," but was never specifically approved by the Estates; it is an error] shall convene a special panel composed of the Crown(s) of the member’s chartered subdivision, two Royal Crowns from a rotational list (rotating each regular Imperial Estates Meeting, and four members elected by the Imperial Estates General to serve on the panel until the next regular meeting of the Imperial Estates General (at which time, new members would be elected). The Imperial Estates General shall also elect two alternate panel members to serve in the stead of any elected panel members who be unavailable to serve. [This is the same as current law, except that the IEG elects special panel members instead of BOD members. The number of elected members is different than the number of Directors on the BOD, but the BOD suggest that a seven-member panel would be ideal.]

"4.c. The rotational list of Kingdoms (for so long as they maintain Kingdom status) shall include Terre Nueve, Umbria, Esperance, York, Albion, Castilles, Kinkora, and any new Kingdom to be added in order of recognition. [This is current law, except the parenthetical language regarding maintaining Kingdom status.]

**Note: Castilles is currently not a Kingdom.**

"4.d. If a member of the panel is the member in question, that member shall be excused. [Current law.]

"4.e. If less than seven members be on the panel, additional Crowns from the rotational list shall be added. [This is current law, except the number has been changed from 8 to 7.]

"4.f. The panel shall require a quorum of at least four members, and the recommendation to suspend shall require a 2/3 vote (a minimum of at least three). [This is current law, except the numbers are modified to accommodate the 7-member panel.]

"4.g. The Imperial Crown may suspend the membership of a member for no longer than the duration of the pending case against the member, if the case be Adrian and not a mundane criminal case, the trial date shall be set within 60 days of notification of suspension." [This is also current law; however, the current language is not explicit as to who actually suspends the membership. This is corrected.]

Add Article II.A.5. as follows:

With regard to membership revocation, denial, or suspension, the person in question has an absolute right to due process, and the Chancellor (in consultation with the properly advised Board of Directors as to mundane liability issues) is charged to develop appropriate due process procedures. The person in question shall have the right of appeal to the Estates (through the Chancellor) as normal business (or emergency business, if an emergency meeting be properly convened and notice waived), and the Crown shall give notice of that right of appeal. Confidentiality may be waived by the person in question. The only exception would be if there be some allegation that the person in question had engaged in conduct against a victim, and the victim wished the victim's privacy protected (or was legally entitled to privacy protection regardless of wishes). Under those circumstances, the person in question still has the right of appeal, and that person (or that person's advocate) and the Chancellor (reviewed by the Board of Directors for mundane liability issues) shall determine how to present the most complete relevant information to the Estates while maintaining anonymity. [This last is technically Adrian law already although not specifically set forth in the Bylaws, but it is not well-publicized, and persons whose memberships have been at stake have not always been afforded their rights, or have even been aware of them. With regard to appeal to the Estates, the Chancellor should be directed to develop a procedure consistent with this proposed Article II.A.5. to preserve the rights of members and prospective members and any alleged victim(s) as well as procedures for giving interested parties notice of their rights. These procedures should go in the Chancellor's Manual.]

Amend Article II.A.4. as follows: "Membership in the Adrian Empire and all the rights therein may be suspended by the Imperial Crown as provided below:" [and Article II.A.4.a. remains intact]

Amend Article II.A.2. as follows: "Membership in the Adrian Empire may be revoked by the Imperial Crown..."

Amend Article II.A.3. as follows: "Membership in the Adrian Empire may be denied by the Imperial Crown..."

## 5. THE BYLAWS/LEX ADRIA IMPERIUM SPLIT

The split Bylaws/Lex Adria Imperium has left us with some continuity problems which are made immediately apparent in the discussion of the proposed changes above. We discuss executive powers as being vested in the Imperial Crown, but of course, the powers of the Imperial Crown are defined, not in the Bylaws, but in the Lex Adria Imperium (with some allusions in the Bylaws). How our Crown is selected or removed is likewise there. When the Bylaws were split, there were at least two reasons articulated as to why we were doing it. The main reason was that we were concerned that our Bylaws were in a constant state of amendment, and so we had to report our amendments to the Arizona Corporations Commission three times a year (which frankly, doesn't seem particularly onerous, but many of the IEG were concerned about it). For some reason, folks thought that the Articles relegated to the Bylaws (II through IV) would not change as often. A smaller number of IEG members were also hoping to divide the governance of the club into "actual mundane Bylaws" and "game rules." Unfortunately, the latter goal is unattainable without a complete overhaul of how Adria is run (which some favor, but many do not). So many fundamental organizational items are in the Lex Adria Imperium, all with mundane implications including the creation of "Chapters" (Chartered Subdivisions), the selection of management (Crowns and Ministers), the powers of the membership and their representatives (the "Governing Body" or "Estates"), and the internal resolution of disputes (Justice). The very power to elect the BOD and amend the Bylaws is in the Lex Adria Imperium. We have more problems than that. In the split, we lost numerical and legal continuity. The LAI kept Article I (General), but shows Articles II through IV as "Moved to the Bylaws." Unfortunately, instead of the Bylaws having Article I as "See LAI," it has what used to be Article II. In other words, all the Bylaw Articles are inconveniently numbered as they are off by one from the LAI, which causes immediate problems. For example, please see Article II.A.2.d., which references Article III.A.4, which is currently II.A.4; also please see Article IV.D., which references "Article III: Members" [now Article II in the Bylaws] and Articles VIII, XIV, XV, and XVI [which are not in the Bylaws at all, but the LAI, although no mention is made of that] In addition, the Bylaws add an Article IV regarding the BOD itself (so we have two Articles IV, one in the Bylaws, and one in the LAI). This second Article IV listed in the Bylaws is not a Bylaw at all, but an Imperial Estates Writ pursuant to LAI Article VI.F.1.a. (Writ #14, which in the LAI is predictably listed as "Moved to the Bylaws..." ) In short, we have a "Bylaw" that isn't; it's a Writ. It is modifiable by majority of the IEG (even if the split of the rules was originally done by 2/3 vote.) Ultimately, the split of the rules is causing more headaches than it saves, and we are STILL referring to the unsplit Bylaws to resolve a lot of these headaches. Three solutions present themselves:

- a. Unsplit the Bylaws and resign ourselves to sending a copy of our Bylaws to Arizona three times a year. Why not? We have to republish regularly anyway.
- b. Meticulously review the Bylaws/LAI for continuity issues. This actually would not be so hard. Article I of the Bylaws becomes "General," and the text of it becomes, "The Scope and Purpose of the Adrian Empire, Inc., and the Standards of Conduct of its members shall be as set forth in the Lex Adria Imperium. The Lex Adria Imperium shall also set forth the governing framework of the Adrian Empire, Inc. including but not limited to

A. The creation and amendment of rules of the corporation including these Bylaws, which shall be done by the representative body of the membership (the Imperial Estates General);

B. The selection and powers of management (including the Imperial Crown and Ministers);

C. The resolution of internal disputes."

Current Articles I through III become Articles II through IV to create numerical consistency with the LAI, and Current Article IV is restored its enumeration as Imperial Estates Writ 14 so no one forgets it's a Writ.

c. Revise the split itself so more Articles of the LAI are in the Bylaws (e.g. Articles VI, VII, VIII, XI, XIV, XV, and XVI). By the way, please note that most of these are the very sections over which we wanted the BOD to have no power (see current Bylaws Article IV.D.) Article VI was supposed to be on that list too but got lost. That is a dangerous oversight, since Article VI was the second-most critical Article that we wanted the BOD to stay away from (the first being Membership). Article VI has to do with those powers of the Governing Body of the Adrian Empire, the very body that elects the BOD. We realized early on (1999, and before that, in 1994) that we did not want the tail wagging the dog. How Article VI got dropped from the list was a mystery until recently. A search of the minutes/agenda for November, 1999, wherein I (Sir Nikolai) first made the proposal for the resurrection of the BOD shows what happened, and the mistake was mine (sorry). The text of the proposal clearly shows that Article VI was supposed to be taboo ground for the BOD, and there is a detailed explanation as to why. Reference is specifically made to the analogous law passed in May of 1994 prior to the subsequent abolishment of the prior BOD (on Sir William Baine's suggestion from the floor, yes really). Unfortunately, at the end of the proposal (which passed) in the list that summarized the Articles to be specifically excluded from BOD power, Article VI was inexplicably omitted. It's clearly a typo, but that typo has been perpetuated for a decade (albeit without any actual problems, thank goodness, as no one has ever proposed that the BOD exert authority over Article VI). There is no question but that the typo must be fixed (see below).

My recommendation is to pick option b. Typos: If we do nothing else, we have to fix Article II.A.2.d., either through renumbering the Article itself as Article III, or through changing the reference in the subsection to Article II.A.4. Article IV.D. must add Article VI as taboo (and perhaps reference the LAI). Article IV.F. should have the word "Statutes" as opposed to "Status."

## 6. FIRING MANAGEMENT

**THE BOD IS NOT MANAGEMENT AND DOES NOT HAVE ANY EXECUTIVE POWERS.** When we voted to split the President/Vice President from the Crown/Chancellor, there were two schools of thought as to why we were doing that. One was that we should split "mundane" from "game." The other school (to which I belong) is that we should not have management as voting members of the BOD, that the BOD was overly dominated by the Crown and was sometimes used as a way for the Crown to bypass the will of the Estates or to give the Crown political cover (the latter of which being the opposite of what an active BOD should be doing). Thus, the split, which passed handily, became law for mutually opposing reasons. Those of the first school favored a BOD with members who have executive power and an IEG exclusively concerned with "game rules." Those of the second school favored the reverse, a strongly separated and empowered IEG, Crown, and BOD (although we recognize that the Steward, a member of management, is also still a voting member of the BOD under current law, but there is a recommendation here in that regard as well— see above).

Traditionally, in corporations, the BOD serves at the will of the stockholders/membership (which may be through their representatives, which we call the Estates). Management has all the power to do things, but traditionally, the BOD has the power to hire and fire Management. That is not true in our club, but we can create a procedure that respects our structure while giving a nod to traditional organization. Right now, the Imperial Crown (at whose pleasure Empire-level management, i.e. ministry, serves) can only be removed by 2/3 of the Estates and only "suspended" (read that, Judicial Ban) by 1/3 of the Estates (by tradition, either by Petition backed by 1/3 of all Estates on the roster as of the last "freezing" or 1/3 of an assembled quorum). Now that the Estates have become so large and unwieldy, getting that 1/3 when we need it is impractical, even where there is clear malfeasance or misfeasance from the Throne. Furthermore, since our constitutional crisis of 2005, the Codex Adjudicata was amended (2008) in a way that renders the Imperial Crown almost immune from judicial ban as charges would have to be evaluated by the Crown's Minister of Justice, a minister serving at the Crown's pleasure. Honor-based protests in defense of the Chancery to the contrary notwithstanding, it is fairly clear that few Estates would be willing to jeopardize their standing by challenging the Imperial Crown with the deck so stacked.. I propose that the Imperial Crown continue to be subject to "suspension," but that our procedures in the Codex Adjudicata Section III.G. be amended as follows to more-closely conform to pre-2005 thought (which included deference to the sovereignty of Kingdoms) and to give respect to the role of the BOD.

THIS IS A LONG PROPOSAL, BUT THE THEME IS CONSISTENT. IT ALLOWS THE CORPORATION TO FUNCTION IF A CROWN IS FAILING TO ACT APPROPRIATELY OR PROFESSIONALLY, BUT IT PRESERVES THE DEFERENCE AND RESPECT DUE THE CROWN. IT REVERSES A NUMBER OF CHANGES MADE IN 2008 WITHOUT ESTATES APPROVAL, AND IT ADDS MUNDANE-RELATED PROCEDURES INVOLVING THE BOD.

:

## 1. Process

a. [Delete all references to review by the Imperial Minister of Justice or Civil Court as these are recently-added barriers to any grass-roots movement to deal with problems in the Imperial Government; in the 12 years the law was in existence from 1996 to 2008, such a hurdle was never necessary or useful.] Only the Imperial Estates General may place the Imperial Crown under a Judicial Ban. Such a Judicial Ban may only be imposed by:

- One third of the Imperial Estates General voting at the time vote is taken at an Imperial Estates Meeting. [No, abstentions don't count.]
- Petition of one-third of the membership of the Imperial Estates General as established at the most-recent meeting of the Imperial Estates General [the addition of language as to how the 1/3 is determined uses a published (from the minutes) objective standard which would obviate the need for a Minister to evaluate the qualifications of the petitioners].
- [This is new.] Petition by 28 members of the Imperial Estates General whose membership was established at the most-recent meeting of the Imperial Estates General from at least 3 chartered subdivisions (or all chartered subdivisions if there by fewer than 3 in existence). [The number 28 is picked for a number of reasons. It is quadruple the size of the current BOD. Also, it is just about 1/3 of our current minimum quorum. We have had up to about 160 Imperial Estates, a quorum of which would be about 81; 1/3 of that being 27 (assuming no abstentions). It is a good hard number that gives an alternative to haggling over how many "1/3" actually is. The requirement of having the petitioners from multiple chartered subdivisions counteracts the concern that a gang of Estates in one location could take out (albeit temporarily, subject to rights of immediate justice) the Imperial Crown.]
- [This is new.] Special Petition by a majority of the Board of Directors currently serving or a majority of the Board of Directors at the time vote is taken at a meeting thereof. In order for the Special Petition of the Board of Directors to be effective, it must also be ratified by 21 members of the Imperial Estates General at a convened meeting thereof or by

Petition. The ratifying members of the Imperial Estates General may include members of the Board of Directors, they may be from any region, and their membership shall have been established at the most-recent meeting of the Imperial Estates General. Judicial Ban established by this method shall be of a very limited nature and shall be called "corporate suspension." The Imperial Crown under corporate suspension shall retain all of Its powers, rights, and duties except those of a corporate nature which are specifically defined as the right to appoint or dismiss the Imperial Steward, the right of management of the corporate treasury, and the right to represent the Empire to other organizations or legal authorities including the right to bind the Empire to any contracts [yes, this would include signing tax returns and protecting our intellectual property]. A Special Petition resulting in corporate suspension of the Imperial Crown shall be reviewed at the next meeting of Imperial Estates General and each successive meeting thereof, and may only be continued by majority vote. In addition, all Board Directors who voted for said Special Petition shall have their continued service reviewed by the Imperial Estates General at the first meeting during or after the Special Petition is in effect. Any Director who fails to garner a majority of votes in favor of continued service shall be deemed to have resigned and shall be temporarily replaced by election after nomination from the floor of the Imperial Estates General. The permanent filling of the vacancy shall be handled in the normal course of business. [In short, if the BOD takes the dramatic step of corporate suspension, the BOD must be prepared to justify that action to the IEG.]



[This is new.] Petition may be in any form sufficient to convey the intent of the petitioners, and evaluation of the Petition shall be conducted liberally in favor of its validity. Said Petition shall be effective upon its delivery to the Imperial Minister of Justice, the Imperial Chancellor, the Imperial Crown, the Imperial Steward, or when it be published by a medium of general use in the Empire (e.g. a generally-accessible email group, the website, or newsletter), or when presented at a meeting of the Imperial Estates General. A Petition, to be effective, must name a Lord/Lady Protector to act in the stead of the Imperial Crown if there be no co-ruler to assume that role. Said Lord/Lady Protector shall serve until replaced by the Imperial Estates General or until an Imperial Crown returns to assume Its place. In the case of corporate suspension, the Lord/Lady Protector's powers, rights, and duties are limited to those from which the Imperial Crown is restricted.

[Delete the following words wherein the Chancellor becomes Lord/Lady Protector. It makes no sense for a couple of reasons. The first is obvious, that the Chancellor is the Crown's appointee. The second should be even more obvious. What if there is a co-ruler?]

[This is new.] Judicial Ban (including corporate suspension) of the Imperial Crown is subject to the right of immediate justice. Trial shall be conducted by the Imperial Estates General using procedures as seem most appropriate to them [which might be developed for the Chancellor's Manual]. If the Imperial Crown under Judicial Ban invokes immediate justice, a meeting of the Imperial Estates General shall be immediately convened by the most expeditious means possible (including electronic) to establish a quorum to deal with the issue. If such a meeting is not convened with legally-required notice, any actions taken therein shall be subject to review and ratification at the next properly noticed meeting of the Imperial Estates General. The only possible result of conviction of the Imperial Crown is removal (by 2/3 vote) or continued corporate suspension (by majority vote). No other penalties are available, and no appeal is possible. Such other penalties may only be administered after trial and conviction in any appropriate Adrian Court AFTER the defendant is no longer Imperial Crown (either due to removal or due to expiration of the Crown's term).

#### b. Kingdom Crowns

[This is new.] Kingdom Crowns may only be placed under Judicial Ban (or corporate suspension) as set forth in this section "b." which shall include being so placed in the same manner as Imperial Crowns.

[This is new.] The Crown under corporate suspension shall retain all of Its powers, rights, and duties except those of a corporate nature which are specifically defined as the right to appoint or dismiss Its Steward, the right of management of the local corporate treasury, and the right to represent the chartered subdivision to other organizations or legal authorities including the right to bind the chartered subdivision to any contracts. A Special Petition resulting in corporate suspension of the Crown shall be reviewed at the next meeting of Imperial Estates General [yes, Imperial] and each successive meeting thereof, and may only be continued by majority vote. In addition, all Board Directors who voted for said Special Petition shall have their continued service reviewed by the Imperial Estates General at the first meeting during or after the Special Petition is in effect. Any Director who fails to garner a majority of votes in favor of continued service shall be deemed to have resigned and shall be temporarily replaced by election after nomination from the floor of the Imperial Estates General. The permanent filling of

the vacancy shall be handled in the normal course of business.

[This is new.] The Kingdom Crown may also be placed under Judicial Ban pursuant to its own Kingdom Codicils or as follows if the following provisions do not conflict with the Kingdom Codicils:

[This is new and added as logical extensions of the rights of Estates to remove their Crowns.] • One third of the Estates General voting at the time vote is taken at an Estates Meeting. [No, abstentions don't count.]

[This is new.] • Petition of one-third of the membership of the Estates General as established at the most-recent meeting of the Estates General.

[This is new.] Petition may be in any form sufficient to convey the intent of the petitioners, and evaluation of the Petition shall be conducted liberally in favor of its validity. Said Petition shall be effective upon its delivery to the Imperial or local Minister of Justice, the Imperial or local Chancellor, the Imperial or local Crown, the Imperial or local Steward, or when it be published by a medium of general use in the Empire or chartered subdivision (e.g. a generally-accessible email group, the website, or newsletter), or when presented at a meeting of the Imperial or local Estates General. A Petition originating with the local Estates, to be effective, must name a Lord/Lady Protector to act in the stead of the Kingdom Crown if there be no co-ruler to assume that role. Said Lord/Lady Protector shall serve until replaced by the Estates General or until a Crown returns to assume Its place. In the case of corporate suspension, the Lord/Lady Protector's powers, rights, and duties are limited to those from which the Crown is restricted. A Petition for Judicial Ban originating at the Imperial level need not name a Lord/Lady Protector. In that case, the Kingdom Chancellor shall so serve until replaced by the local Estates.

Unless otherwise provided by Its Kingdom Codicils, A Kingdom Crown may only be tried by Its own Estates or the Imperial Estates General and as follows. The Imperial Estates General may only try a Kingdom Crown if the Imperial Estates General placed the Kingdom Crown under Judicial Ban (including corporate suspension). Trial shall be conducted by the appropriate Estates General using procedures as seem most appropriate to them. If the Kingdom Crown under Judicial Ban invokes immediate justice, a meeting of the appropriate Estates General which had placed the Ban shall be immediately convened by the most expeditious means possible (including electronic) to establish a quorum to deal with the issue. If such a meeting is not convened with legally-required notice, any actions taken therein shall be subject to review and ratification at the next

properly noticed meeting. The only possible result of conviction of a Kingdom Crown is removal (by 2/3 vote) or continued corporate suspension (by majority vote of the Imperial Estates General). No other penalties are available, and no appeal is possible. Such other penalties may only be administered after trial and conviction in any appropriate Adrian Court AFTER the defendant is no longer Kingdom Crown (either due to removal or due to expiration of the Crown's term).

c. Other Crowns [this was originally "b."]

The Imperial Minister of Justice (or appointed Magistrate) must, at his [delete "sole," and perhaps at some point we should rewrite this for gender neutrality] discretion, determine if the facts presented warrant... [All the rest of the lanugage is fine.]

[This is new.] Other Crowns may also be placed under Judicial Ban (including corporate suspension) in the same manner as Kingdom Crowns.

An Other Crown may only be tried in Imperial Court, or by a body of Estates having placed that Crown under Judicial Ban. An Imperial Court may impose any penalty on the Crown as it could on any member. Procedures and limitations as to trial and conviction by Estates shall be the same as with Kingdom Crowns.

d. Other Members [this was originally "c." Otherwise, no change.]

[Note: It is important to note that Directors can be "suspended" in the course of the normal Adrian system. This can lead to a constitutional crisis between the BOD and management in a suspension war, but that would ultimately be resolved by the Estates. We've had constitutional crises before. There is actually no way to make airtight legislation for a club bent on tearing itself apart. We can only do our best.]

[Section III.G.3 of the Codex needs some slight revision as well:]

### 3. Removal [of Judicial Ban]

[Original lanugage:] A Judicial Ban placed upon any member is automatically removed if a judicial proceeding does not call for the Judicial Ban to remain in place. [Yes, this includes if a Crown is removed— there would be no Judicial Ban unless another one be placed by an appropriate court immediately following the removal.] A Judicial Ban may also be removed by the following:

a. [This is new.] If the Judicial Ban did not originate from a body of Estates, the Judicial Ban may be removed or modified at any time by the appropriate Crown or Minister of

Justice (or appointed Magistrate) presiding over the court proceeding for which the Judicial Ban was issued.

b. [This is new, but similar to current language eliminating any involvement of the Ministry of Justice.] In the case of a Crown, if the Judicial Ban (including corporate suspension) originated from a body of Estates, that body may remove the Judicial Ban by majority vote at any convened meeting or by Petition supported by 2/3 of that body. The rules governing said Petition shall be the same as that for a Petition for Judicial Ban except for the number of Estates required.

7. In drafting proposal #6 (above), I noted something else that disappeared from our written law (although it continues in practice). It is the concept of an emergency meeting. Article VI.E.1 indicates that a meeting starts whenever a quorum is established. That meeting can be without proper notice if summoned on an emergency basis by the Crown or pursuant to Articles VI.A., D, and the now-somewhat-obsolete F.2.a., or even if a quorum finds itself established by spontaneous congregation. By 2/3 vote of the quorum, the body may conduct business on an emergency basis. The law has always been that any business conducted at such an emergency meeting was subject to review and ratification at the next properly noticed meeting. That should be explicitly spelled out as follows:

[Add to Article VI.E.1. the following language:] Any business conducted at a meeting for which proper notice was not given (emergency meeting) shall be subject to review and ratification at the next properly noticed meeting.

8. Direct response to current proposals on the agenda regarding "Presidential" powers [OB1 on the November, 2009 agenda]:

These items should be voted down, and the following should pass consistent with the above proposals:

"The powers of the President shall be as determined by the Board of Directors within the parameters of its authority to do so."

With regard to the specific pending items:

1<sup>st</sup> bullet: No. That is the purview of the Crown.

2d bullet: No. That is the purview of the Crown.

3d bullet: Ditto, although the BOD should review all mundane stuff to advise with the Steward's help.

4<sup>th</sup> bullet: This should be the BOD's role in general with the assistance of the Steward.

5<sup>th</sup> bullet: BOD should be reviewing this, and the Crown should be taking action.

6<sup>th</sup> bullet: Crown should have this.

7<sup>th</sup> bullet: Crown should handle this.

In short, the entire proposal should be voted down.

Option 1: As to all of Option 1, this should be voted down too, even though much of it is appropriate. The recommendations (except #11) amount to suggestions as to internal BOD procedure, which the BOD can establish for itself. As to the specific items, I comment as follows:

1-3 ok. 4-5: These documents should be signed by Steward/Secretary-Treasurer, unless the BOD ends up with its own BOD Secretary (see above), in which case, the BOD secretary should sign; if no Secretary be available, another BOD member could take the minutes and sign them; perhaps the order of preference could be Pres/VP/any director. 6-8 must be signed by the Steward. 10 and 12 should be general duties of the BOD. 11 should be done by the Crown, but any meeting of a review committee would be presided over by the Pres. if the BOD be involved.

CB3. Reducing the minimum age for Shinai to 12 years old.

## VI. CHANCERY BUSINESS

### CH1. Review BOD Findings on Previous Budget Problem (Formerly CH5).

(Requirements may vary depending on option chosen)

From Sir Nikolai unto the Estates of Adria, greetings: Hello all. At the last Imperial Estates Meeting (November, 2009), it was pointed out that many folks had gotten an invitation from our webmaster, Sir Waldham, to join a group for comment on the ongoing issue regarding Coronation of 2006. It was suggested that the invitation had not been clear, and a lot of folks simply had chosen \*NOT\* to participate because they had not known what the invitation had been about. Below, I reprint a summary I posted in July of 2009 (with date references updated for clarity in brackets "[ ]"), which should be of assistance. I also ask Sir Waldham to re-invite everyone so as to make sure we have commentary by this March's meeting. Already posted is extensive information from Dames Jericho and Josephine. There may also be additional information already from Dame Marion, and I know Dame Ashlynn had intended to comment. Any who have information on the subject are invited to provide it so we might finally put the issue to bed (hopefully) in March of 2010. Thanks for your kind attention. N "Re overspending on FL Imp. Coronation Feast" [11/06] The agenda [for July, 2009] suggests that we had lost an amount "as little as \$800," and that our accountant had "advised us to make a good faith effort to recover the money." In our March meeting this year [2009], we figured out that the BOD never had fully investigated the "overspending," and thus, we never had the full story. Consequently, neither did the IE or our accountant. I did not think of it at the time, and I wish I had, but instead, I ended up waiting until about two weeks before the BOD/IE [of July, 2009] meeting to ask for a full report from Dame Marion, Sir Pavo, Dame Ashlinn, and Dame Jericho. I have received a comprehensive binder several inches thick from Dame Jericho, and I have had a number of conversations with her on the phone and reviewed a number of emails from her. I

also met with Dame Marion for a number of hours on July 11 [2009] and received extensive paperwork from her in person and by email. We also spoke on the phone. Sir Pavo and Dame Ashlinn did not respond to my request for information; however, I understand that Sir Pavo will be present at the meeting [Sir Pavo was present at that meeting, although he indicated that he could not comment on advice of counsel; Dame Ashlinn has since indicated a desire to comment-- apparently, the email at which I had attempted to contact her before had been no good, but by November, 2009 she had been invited to comment by me by phone and by the webmaster]. The material is so voluminous that I would not expect the Estates, the Throne, or the BOD to make any final decisions until November after an opportunity for thorough review [and now March of 2010...]. I am aware that many had hoped that the trial would bring all the facts to light, and in fact, it did focus the interested parties to assemble and digest the paper I now have in my possession (which includes prosecution exhibits originally from Sir Pavo and Dame Ashlinn). Of course, the mistrial foreclosed a final conclusion in the judicial forum, which threw the issue back into the collective lap of the BOD (which is not a judicial body). I'll explain below where I think that leaves us procedurally. In the mean time, I will say that I expect that the BOD will be discussing how best to disseminate the information I have received to the people who want it. I will try to summarize the main issues as I understand them. Coronation 11/06 was for Sir Pavo's and Dame Ashlinn's second reign. Thus, Sir Pavo and Dame Ashlinn were jointly the Imperial Crown during the expenditures for that feast. Planning for the feast had been delayed for a number of reasons causing us to lose access to a number of less-expensive feast halls. Thus, going into the feast, the Steward's Office and the Crowns anticipated going significantly over budget. The budget for that year was only \$2000, while the hall alone was to cost \$1597.50. According to the calculations Dame Marion (who was Steward at the time) gave me most recently, \$3872.85 was spent on the feast (with only \$1300 in event income-- \$2000 of income had been previously budgeted in anticipation of breaking even). The end result was an overage of \$1872.85 (even though the "loss" was \$2572.85). Of the \$1872.85, it seems from the reports I got that most of it had been approved by the Imperial Crowns. Where the dispute lay was in an amount spent for feast gear and accessories in an amount found by the BOD to be \$865.42. Dame Jericho maintains that approval for that expense was at least implied in the context of the ongoing correspondence of all involved. If I understand Dame Marion correctly, she concurs that there had been approval for some expense in that regard, but that too much had been spent on the items by Dame Jericho (the Autocrat), and Dame Josephine (Queen of York -- whose connection I do not fully understand, but there is still a lot to read). Furthermore, Dame Jericho had generated a letter stating that "York would provide the feast gear," which might have been inferred to mean that York was taking financial responsibility for the gear as opposed to just providing it by virtue of York's role as the hosting Kingdom. That being said, Dame Marion estimates that the Autocrat(s) exceeded approved expenses with regard to feast accessories in the amount of \$411.25 (and her report will be made available so that folks can make their own interpretations.) If that be correct, then of the \$1872.85 overage, only \$1461.60 was approved by the Crowns in excess of budget. This leads us to our next issue. I can find no record of the Crowns submitting that overage to the Imperial Estates for approval (see Article III. B. of the Bylaws and the definition of "Budget" in our Lex Adria Imperium Glossary. See also Estates Writ #3 (Steward's Manual). As far as I know, it has always been our law (as it is currently) that all unbudgeted expenses must be submitted to the Estates for approval, and all expenses authorized by the Crowns but not approved by the Estates become the responsibility of the Crown. Normally, I would recommend that the overage simply be approved, and that Sir Pavo and Dame Ashlinn be let off the hook (and perhaps that we do the same for Dame Jericho and Dame Josephine), but I think that the Estates will have to come to their own conclusion in November. In favor of simple approval is that it relieves us of the burden

Commentary from Prince Pavo will be added as an addendum to CH1 once received.

## CH2. Addendum to Estates Writ 18

(Requires a simple majority)

In regards to unanimous votes required by any Imperial Order; a span of 6 months will be given by the Imperial Crowns to contact all members of the Imperial Order after the vote is case. If a member of the Order in question does not respond in that 6 months, their vote will be considered an abstention and will not halt the required unanimous vote. This addendum arose due to the question of a non-active life time member who is part of an Imperial Order that requires a unanimous vote to allow new members. As it stands, as the life time member is still within the Order, but no longer participates in the Empire, the Imperial Order is locked down. This Addendum will allow the Imperial Orders to still function regardless of lack of participation by the members within.

## CH3. Judicial Decisions

(No action required)

Note: Will be published separately.

In accordance with Imperial Estates Writ #2, 12, Codex Adjudicata Article IV.8.

Posted on the [adrianempire.org](http://www.adrianempire.org) Departments Chancellory.

<http://www.adrianempire.org/chancellor-justice.php>

# VII. OLD BUSINESS

## OB1. Crossbows in Target Archery (only)

(Requires a simple majority)

This would be added to the writ that is in place for Target Archery.

Rules for Crossbows:

1. Local Archer Minister must research at their local levels to make sure of the mundane laws regarding crossbows.
2. Must be 18 years of age, to be able to shoot a crossbow
3. Crossbows must be in our time period, no multishooting crossbow to be allowed, single shot only.
- 4 Stocks will be period style.
5. Poundage for crossbow will be no minimum poundage and not to exceed one hundred fifty pounds. (This is a decision that the archer will be able to make for their selves.)
6. Archer may use a hand held cocking device or a foot stirrup.
7. No front or rear sights on the crossbows.
8. Prods can be made of wood, aluminum, steel, fiberglass or wood/fiberglass
9. Release types to use will be rolling blocks,, push pin or over or under claw.
10. Quarrels or Bolts will be of wood with feather fletching
11. After long play testing there is no need for a special target butt.
12. No archer will load a crossbow until the archer is standing on the shooting line. No pointing



crossbow ground or sky, only point crossbow down range towards archery target.  
13. Crossbow archers will follow all the safety rules that are in place regarding target archery.

#### THE FOLLOWING ARE TWO OPTIONS REGARDING KNIGHTHOOD FOR CROSSBOWS IN TARGET ARCHERY

OPTION 1. As in Shanai and Rapier steps to knighthood, Crossbows will be the same. an Archer may shoot his crossbow, longbow or recurve during a tournament but only on EP will be given in one month (even if the archer shoots all three styles). The archer may get only one win in one month, this is the way that Shanai and Rapier is done. The archer may obtain his first and second level archery knighthood by shooting longbow, recurve or crossbow. THIRD LEVEL Knighthood will be obtained only by shooting a longbow or a recurve.

OPTION 2. All remains the same except with THIRD LEVEL KNIGHTHOOD the archer may use a recurve, longbow or crossbow.

Comment: I feel that this will answer all questions regarding Steps to Knighthood in target archery with crossbows. I have had several archery knights input in making the changes so hopefully this will pass for all the crossbow shooters in the Adrain Empire.

Sponsored by Dame Margarita and Sir Blackarrow.

### OB2. Retrofit the Arts to the 2002 Process

(Requires a simple majority)

Change the Arts Process and manual back to the 2002 point system and Judging Handbook. Remove Matrices from the Judging Handbook. Update the new play tested form to adjust the points and replace complexity with Matrices to establish a rubric. Establish a new yahoo group to create and grow new matrices. Generate several training videos for the old system.

Commentary: The current play tested Judging Guidelines do not take into account performing arts or cooking. The new judging form uses hours in determining complexity, which judges the person not the project. The new judging form still leaves open issue determining what a "process" is. We had a system that worked well, but just needed a formal training system.

Sponsored by Dame Juliana Hirsch, Sir Arion Hirsch, Dame Katherine Marshall, and Sir Eric Harbringer

### OB3. Amend Article XVI.B.2.b "Acceptability"

(Requires a 2/3 vote)

Current Law: The Imperial Chancellor shall convene the Imperial Estates General at the regularly scheduled meeting in July, who shall determine the acceptability of each contender to hold the Imperial Crown. If the consort is to be a coruler, then their acceptability shall be also examined. If a member is judged as unacceptable by the Imperial Estates General, they shall be notified in writing as to the reason.

Amend to Read: The Imperial Chancellor shall convene the Imperial Estates General at the regularly scheduled meeting in July, who shall determine the acceptability of each contender to hold the Imperial Crown. If the consort is to be a coruler, then their acceptability shall be also examined. Each set of candidates shall be voted on separately, with a 2/3rds majority required to reject each set.

Commentary: Suppose Dame A and Sir B are running for Imperial Crown and have 49% of the Empire's support. Now suppose Dame C and Sir D, as well as Dame E and Sir F, are also running for Imperial Crown, but they both have only 25.5% of the Empire's support each. Under the current system, by joining their numbers at the Imperial Estates meeting, the latter two sets of

candidates could potentially get the first set rejected even though the first set has the most support on their own. Some may not see this hypothetical situation as a problem, yet I would argue that many would prefer to see this situation played out on the battlefield, and not in a meeting room. Further, it requires 2/3rds majority to reject a challenge for the throne at the middle of the existing reign (Imperial Civil War), yet only a simple majority to reject a challenge at the end. Why should it be easier to reject a challenge at the end of a reign, when a Civil War would cause far more disruption to the function of the Empire? It is my opinion, and that of others, that the rejection of a set of contenders should not be “close” with regard to a simple majority. We feel that if the candidates are unable to garner even a 1/3rd of the Empire to deem them acceptable, then such rejection would be more deserved. As always, I welcome any suggestions from the body to improve the proposal.

Sponsored by Sir Vaelen Gallimour, Sir Pavo Rosalia, Dame Nisha Rosalia, Dame Fionnghualla inghean Ruaidhri, Dame Katherine Marshall, and Sir Wilhelmus Blizsce.

#### OB4. Amend Chancery Manual Chapter VI.B.4 “Writs and Charters”

(Requires a simple majority)

Current Law: 4. Conflicts In case of conflict the level of law controls. If two writs of the same level conflict, the most recent controls. However, a Crown Writ may be deliberately issued altering an Estates Writ because it can be reviewed by the Estates. If such a Crown Writ is rejected by the Estates, the Crown may not reissue it. Writs may not conflict with the Bylaws, of course. The purpose of Imperial Estates Writs is to create a level of law which is more flexible than the Bylaws. The Estates of a Chartered Subdivision have the power to enact Royal Estates Writs, so long as they are not in conflict with the Imperial Bylaws, Imperial Writ, or the Codicils and Estates Writs of the subdivision. Strike the following: “However, a Crown Writ may be deliberately issued altering an Estates Writ because it can be reviewed by the Estates. If such a Crown Writ is rejected

by the Estates, the Crown may not reissue it.” Replace with: "A Crown Writ is allowed where the laws and codicils are silent or ambiguous, or where law of the same level is in conflict."

Commentary: This wording upsets the balance of power between the Estates and the Crowns because recently much of the wording from the bylaws was moved into Manuals that are Estates Writ. This allows a Crown to change the process for a trial, contested war, or manual to be no longer fair and in accordance with the expectations of the Estates. For example, currently, the Crowns could write a Writ that all steel fighters must wear a minimum of 16 gage mild steel two piece breastplate over the entire torso. They could be running for the next contested war and already have a group of people with armor like this, thus reducing the ability for long time combatants to gain points, but also skewing the ability of the contender to compete.

Sponsored by Dame Juliana Hirsch, Dame Katherine Marshall, and Sir Arion Hirsch

#### OB5. Add to Article VI.F.1 “Rights of the Estates General”

(Requires a 2/3 vote)

Add the following:

f. Have the sole authority to:

i. Approve permanent changes to Manuals enacted as Estates Writ. These cannot be modified by Crown Writ.

ii. Approve temporary changes to manuals to playtest the processes. These cannot be approved or modified by Crown Writ.

Commentary: This would allow all changes and playtesting of changes to Missile Weapons, Missile Weapons and Construction, Marshals Manual, Arts Manual, Manual of Arts and Sciences, the Arts and Sciences Judging Handbook, Chancellor's Manual, Manual for the Office of Rolls and Lists, Codex Adjudicata, Stewards Manual to require approval by the Estates. Many of our laws have been moved into Manuals. If Crowns are allowed to change estates writ at will, then this modifies how our game is played and checks and balances were essentially removed.

Sponsored by Dame Juliana Hirsch, Sir Arion Hirsch, Dame Katherine Marshall, and Sir Friedrich v. Metz

## OB6. Amend the Combat Manual

(Requires a simple majority)  
(see posted document on main site)

## OB7. Amend the Marshalls Manual

(Requires a simple majority)  
(see posted document on main site)

# VIII. NEW BUSINESS

NB1. Add an Active Membership Requirement for Maintaining Chapter Ranking.

### **Proposal 1: Add an active membership requirement for maintaining chapter ranking.**

#### **Current Law:**

#### **Article VI.E.4: Meeting Date, March**

The Imperial Estates General shall meet in March of every year, at which time they shall conduct appropriate business including but not limited to:

- Evaluation of the success or failure of the previous Imperial Crown's term of office as well as any prior terms of office not yet evaluated, irrespective of the length of such terms of office. (The Imperial Estates General shall have the right to table consideration of any Imperial term of office.)

**Article VIII.D.1.a.ii.:** A Kingdom is a chartered subdivision with at least 100 members.

**Article VIII.D.2.a.ii.:** A Duchy must have at least 20 members. An Archduchy has over 50 members.

**Article VIII.D.5:** A Kingdom Charter is equivalent to an Imperial Estates Writ. Under Article VIII.D.3.b.vii, the Imperial Estates General may amend or revoke a Kingdom's Charter by a 2/3 vote. In addition, if a Kingdom, under the provisions of its charter and local codicils, requests a change to its charter, the revised charter shall follow the normal procedures for charter approval (refer to Article VIII.F). Once an amended charter has been approved, the Imperial government shall issue a new version of that charter. The most recent written form (including minutes of the Imperial Estates meetings) shall be considered in force.

## **Amendments:**

**Amend Article VIII.D.1.a.ii. to read:** A Kingdom is a chartered subdivision with at least 100 members, at least 2/3rds of that minimum (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Amend Article VIII.D.2.a.ii. to read:** A Duchy must have at least 20 members, while an Archduchy must have at least 50 members. At least 2/3rds of those minimums (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Add to Article VIII.D.5:** For the purposes of determining general membership numbers, those numbers are considered frozen at 60 days before the next meeting of the Imperial Estates. Should any chapter fail to meet the minimum numbers for general membership at that point (100 for a Kingdom, 50 for an Archduchy, 20 for a Duchy), the Imperial Chancellor shall add them to that meeting's agenda for consideration of reduction. No further changes in their membership numbers will be considered for that meeting.

For the purposes of determining a chapter's active membership, the Imperial Steward's office and the Imperial Ministry of Rolls & Lists shall provide a report to the Imperial Crown, by request, and in their regular reports to the Imperial Estates. This report shall contain the total number of members who have, at the very least, attended any event within that chapter within the past 365 days (ending 60 days prior to the impending Imperial Estates meeting, if the report is for that body).

If for the Imperial Estates, this report must neither be compiled, nor published, sooner than 45 days, nor later than 30 days, prior to the impending meeting of that body. Should any chapter fail to meet the minimum requirements for active membership (2/3rds of the minimum general membership required for their rank; for ease, those numbers are: 67 for a Kingdom, 34 for an Archduchy, 14 for a Duchy), the Imperial Chancellor shall add them to that meeting's agenda for consideration of reduction. This report shall be the sole measure of the active membership for a chapter, and, once published, may only be amended if the Imperial Steward or Imperial Minister of Rolls & Lists determine that the report was in error.

Shires, Duchies, or Archduchies may still seek advancement as per Article VIII.F.1, or be reduced as per Articles VIII.D.2.b.xi and VIII.D.3.b.xi.

**Author Commentary:** It is my belief that the current method of determining chapter viability, by relying solely on the total general membership registered with that chapter, is woefully inaccurate. Why should a chapter with a large membership base, but a very small kernel of people who actually show up to an event, have more control over their own affairs than a slightly smaller subdivision with a much stronger active member base? In this age-old debate, I disagree with some of my colleagues in that I do not feel we should do away with paper members altogether, as the income gained from their membership is just as integral to the functioning of our great Empire.

However, I do not feel they should count at all when we are considering whether a chapter is meeting the requirements for increased control over their own affairs. This is especially when we have larger chapters who cannot fill lists or need members to double up, or even triple up, on ministry positions.

We desperately need a better measure of chapter viability, and I strongly feel this proposal is moving in the right direction. I have spoken with His Grace, Duke Wilhelmus of Somerset, who is directly involved in the work on the Imperial database, and he has informed me that it is currently easily capable of performing such a report. We should take full advantage of this. I have set the cutoff at 60 days prior to the meeting, but forced a holding period for beginning or publishing of the report of 15 days to give Rolls Ministers additional “OMG!” time to bring their chapter’s rolls records into compliance. As always, I welcome any suggestions on how to improve this proposal.

**Author:** Sir Vaelen Gallimour

**Sponsors:** Sir Pavo Rosalia (K3, Count Royal, Imperial Prince), Dame Nisha Rosalia (Countess Royal), Sir Polonius Fiend (Count Royal)

## **Counterproposal 1: Add active membership requirement to chapter levels, with annual review of chapter membership every March Imperial Estates Meeting**

**Amend Article VI.E.4 to read: Meeting Date, March**

The Imperial Estates General shall meet in March of every year, at which time they shall conduct appropriate business including but not limited to:

- Evaluation of the success or failure of the previous Imperial Crown’s term of office as well as any prior terms of office not yet evaluated, irrespective of the length of such terms of office. (The Imperial Estates General shall have the right to table consideration of any Imperial term of office.)
- Evaluation of each chapter’s membership as per Article VIII.D.5

**Amend Article VIII.D.1.a.ii. to read:** A Kingdom is a chartered subdivision with at least 100 members, at least 2/3rds of that minimum (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Amend Article VIII.D.2.a.ii. to read:** A Duchy must have at least 20 members, while an Archduchy must have at least 50 members. At least 2/3rds of those minimums (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Add to Article VIII.D.5:** Every March Imperial Estates meeting, each chapter higher than Shire rank will be evaluated for compliance with the requirements for maintaining their rank. The Imperial Steward's office and the Imperial Ministry of Rolls & Lists shall compile a report containing the total number of members for each chapter who have, at the very least, attended any event within that chapter within the past 365 days (ending 60 days prior to the March Imperial Estates meeting, if the report is for that body).

This report must neither be compiled, nor published, sooner than 45 days, nor later than 30 days, prior to the March meeting, and shall be the sole measure for determining the active membership for a chapter. Once published, this report may only be amended if the Imperial Steward and Imperial Minister of Rolls & Lists determine that the report is in error.

For the purposes of determining whether general membership numbers meet the required minimums, chapter membership numbers are considered frozen at 60 days before the March meeting of the Imperial Estates. Should any chapter fail to meet the minimum numbers for general membership at that point (100 for a Kingdom, 50 for an Archduchy, 20 for a Duchy), the Imperial Chancellor shall add them to that meeting's agenda for consideration of reduction. No further changes in their membership numbers will be considered for that meeting. After the conclusion of that meeting, no chapters will be considered for reduction by the Imperial Estates until the next March Imperial Estates meeting.

Shires, Duchies, or Archduchies may still seek advancement as per Article VIII.F.1, or be reduced as per Articles VIII.D.2.b.xi and VIII.D.3.b.xi.

**Author commentary:** The big difference between the proposal and the counterproposal is this limits the evaluation of Kingdoms for reduction to once every year.

**Author:** Sir Vaelen Gallimour

**Sponsors:** Sir Pavo Rosalia (Imperial Prince), Dame Nisha Rosalia (Countess Royal), Sir Polonius Fiend (Count Royal)

## **Counterproposal 2: Add active membership requirement to chapter levels, with annual review of chapter membership at the turn of the new calendar year.**

**Amend Article VIII.D.1.a.ii. to read:** A Kingdom is a chartered subdivision with at least 100 members, at least 2/3rds of that minimum (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Article VIII.D.1.b.vii.:** A Kingdom must continue to meet all the requirements of this Article and its charter or may have its charter revoked as a result of the annual review detailed in Article VIII.D.5.

**Amend Article VIII.D.2.a.ii. to read:** A Duchy must have at least 20 members, while an Archduchy must have at least 50 members. At least 2/3rds of those minimums (not the total existing membership) must be active. See Article VIII.D.5 for how membership activity is determined.

**Add to Article VIII.D.5:** At the beginning of every calendar year, each chapter higher than Shire rank (Duchies, Archduchies, Kingdoms) will be evaluated for compliance with the requirements for maintaining that rank. The Imperial Steward's office and the Imperial Ministry of Rolls & Lists shall compile a report comprising both the general and active memberships of each chapter. This report shall be completed on January 31<sup>st</sup>, and any chapter who fails to meet the minimum requirements will automatically be reduced to the maximum rank which accurately reflects their status. The Imperial Crown(s) will then inform the Crown(s) of the chapter being reduced, and it will take effect immediately upon doing so. Should any chapter wish to see a copy of their review, whether they were reduced or not, their Crown(s) may submit a formal request to the Imperial Crown(s) and one will be provided to them.

For the purposes of determining general membership numbers (the total number of members belonging to a particular chapter), those numbers are considered frozen at the passing of the calendar year. After that point, no additional membership changes will be considered for that year's review.

For the purposes of determining a chapter's active membership, the above report will consist of all of the members of each chapter who have, at the very least, attended one event within that chapter within the past calendar year.

Shires, Duchies, or Archduchies may still seek advancement as per Article VIII.F.1, or be reduced as per Articles VIII.D.2.b.xi and VIII.D.3.b.xi.

If a chapter, under the provisions of its charter and local codicils, requests a change to its charter, the revised charter shall follow the normal procedures for charter approval (refer to Article VIII.F).

Once an amended charter has been approved, the Imperial government shall issue a new version of that charter. The most recent written form (including minutes of the Imperial Estates meetings) shall be considered in force.

**Author commentary:** This option sets an annual review period for the previous year, with the report to be compiled each January, and any reductions being automatic (without the need for a vote by the Imperial Estates). This review would be the only time Kingdoms may be considered for reduction, but the counterproposal does not take away the current rights of the Imperial Crowns to reduce chapters of lesser rank. Effectively, this would remove the need for the Imperial Estates to vote on any reductions of chapters. However, they would still vote on any chapter elevations.

**Author:** Sir Vaalen Gallimour

**Sponsors:** Sir William Baine (Count Royal), Sir Ian McDonald (K3)



## Discussion Item

Adria Banking presentation/discussion on the move back to individual accounts vs. current system.

Next Meeting of the Imperial Estates

Adjournment