



**The Adrian Empire
Imperial Estates Meeting
November 11 and 12, 2023
Agenda**

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Prepared and submitted by:

Edelinne d'Orsay, Imperial Chancellor

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GENERAL MEETING INFORMATION

Location: Cambria Hotel Phoenix-Chandler Fashion Center, 3165 W Frye Rd, Chandler AZ 85226

PLEASE NOTE: THIS IS AN IN-PERSON MEETING. Those who cannot attend in person are encouraged to send their proxy with an attendee of their choice or to submit a directed proxy to the Chancellor.

Date and Time*:

Sat, 11 November:	8:30 – 9:15 MST	Sign In
	9:30 – 4:00 MST	Imperial Estates Meeting
	7:00 MST	Imperial Coronation (off-site)
Sun, 12 November:	9:30 – 5:00 MST	Imperial Estates Meeting (as needed)

Airport:

Phoenix Sky Harbor International Airport (PHX)

Reservations and Rates:

Book rooms online at the Adrian Empire Inc. rate using the following link:

<https://www.choicehotels.com/arizona/chandler/cambria-hotels/az435/rates?fbclid=IwAR2htIRQ8-BhxOb--aRk175jEJIR8hyNrXPghfOqWNC9O02hy6vPKjOmvoY&hotel=AZ435&pu=no&ratePlanCode=LAEI>

Sorry for the length of that link. Recommend finding this in the Imperial Estates Facebook group event rather than retyping it manually.

*** - All times are local time (MST)**

Legend:

~~Deleted or replaced text~~

Added or new text

(Requirements for actions and approval)

Chancery notes, comments, and explanations.

Author's commentary

Imperial Crown commentary

Requirement for Written Proxies (Lex Adria Imperium, Article VI.H.)

It is the right of any member entitled to a vote to give a written proxy to any other Adrian member attending the meeting.

1. Written proxies are effective when presented to the Chancellor.
2. The proxy-holder may present a copy to the Chancellor when signing in for the meeting, or
3. The proxy-granter may mail or electronically submit a copy to the Chancellor, provided it is received at least 72 hours prior to the meeting.

If a proxy is not presented to the Chancery Office by the end of Roll Call, the vote will not be counted.

AGENDA

I. SIGN IN

II. CALL TO ORDER

III. ROLL CALL

A. Seating of qualified members and written proxies

B. Petitions to waive as per Article VI.E.6.

(Requires 2/3 to approve.)

IV. APPROVAL OF MINUTES

A. Approval of the minutes of the July 2023 IEM

(Requires majority to approve.)

V. REPORTS

A. Executive

1. Crown(s)
2. President and Board of Directors

B. Ministers

1. Archery
2. Arts and Sciences
3. Chancery
4. Hospitaler
5. Joust and War
6. Publishing (includes Imperial Webmaster, Chronicler, etc.)
7. Rolls and Lists
8. Sovereign of Arms
9. Steward
10. Other Officers

VI. CROWN BUSINESS

CRB1. Charter Amendments

Chancery Note: These listings are based on the Membership Summary as of the date of publication.

A. Consider reducing the following Chapters in status due to insufficient numbers:

1. Archduchy of Cathair Na Caillte *(Requires majority to reduce)*
Current membership: 43/50
2. Archduchy of Esperance *(Requires majority to reduce)*
Current membership: 45/50
3. Archduchy of Stirling *(Requires majority to reduce)*
Current membership: 40/50
4. Duchy of Constantinople *(Requires majority to reduce)*
Current membership: 11/20
5. Duchy of Thinairia *(Requires majority to reduce)*
Current membership: 14/20
6. Duchy of Wolfendorf *(Requires majority to reduce)*
Current membership: 11/20

B. Crown announcements regarding Shires

1. Hallowed Hills (Ohio) has entered into a land-share agreement with the Duchy of Wolfendorf and has been chartered for a period of one year. If the Shire shows growth and participation, the Duchy of Wolfendorf has agreed to release these lands to them at the end of the year. The Shire of Hallowed Hills has the option to request one additional year from the Duchy of Wolfendorf, if desired.
2. Others

C. Requests for change in chartered territory

(Requires majority to approve.)

1. Varheim has unanimously voted to release the land on Vancouver Island (Canada) North of Qualicum Bay (49.39395 North Latitude) across the entire breadth of Vancouver Island for development of other Adrian Chapters.

D. Elevate the following Chapters in status:

(Requires majority to approve.)

None received.

CRB2. Bestow Worthy Status to Brandenburg

(Requires majority to approve.)

Protect and preserve as Worthies the name of Brandenburg and its arms:

Flag: Sable, on a pale or three double-headed eagles sable.

Device: Argent, an eagle displayed Gules crowned Or.

Badge: Sable, a pale Or.

Comments: To honor the Legacy of Excellence brought to the Adrian Empire by the Archduchy of Brandenburg, We would like to champion the preservation of that legacy by enshrining the Heraldry and Name of Brandenburg as Worthies of the Adrian Empire.

CRB3. Separate Steward and Secretary in Bylaws

(Requires 2/3 majority to approve.)

Amend the Bylaws, Article V.F.3 (and any other relevant law) as follows:

The Officers of the Corporation are the President, Vice-President, Secretary, and Treasurer (Imperial Steward). For tax filing reasons, the Imperial Steward shall also be listed as a Secretary. The Chief Executive Officer shall be the Imperial Crown(s), as designated in the Lex Adria Imperium.

Comments: The Lex doesn't mention the Chief Executive Officer, so it should be delineated here. Also, this issue lets the Imperial Estates decide if they are interested in a division of secretarial responsibilities or not. Recent practice has separated the Secretary from the Treasurer/Imperial Steward position, while the Bylaws and historical practice dictated that the Corporate Secretary-Treasurer position was held by the Imperial Steward while the Board Secretary (recording secretary) position was elected from within the Board.

CRB4. Imperial Estates to Vote for All Officers of the Corporation

(Requires 2/3 majority to approve.)

Amend the Bylaws, Article V.A.4 (and any other relevant law) as follows:

All Officers of the Corporation except for Treasurer, i.e.: ~~The Board of Directors shall elect from its own membership a Vice-President and Board Secretary according to its own procedures. The~~ President, Vice-President, and Secretary, shall be elected from among the Board of Directors by the Imperial Estates at any meeting during which there be is a Presidential vacancy or for which a Presidential term be is concluding. The Imperial Crown(s) shall serve in an advisory capacity to the Board of Directors. They will not be considered as Directors.

Comments: If CRB3 does not pass, then this item will not include election of the Secretary, because the Bylaws currently dictate that this role (Secretary-Treasurer) is held by the Imperial Steward.

The Vice-President becomes the President if anything should happen to cause the President to step down. This is a heavy responsibility and therefore, the VP should be voted on by the Estates.

Recent experience has shown a renewed interest in the Secretary/Treasurer/Imperial Steward roles within the Adrian Empire, so We believe the Imperial Estates should also vote for the Secretary and (if split in a different item) Treasurer.

CRB5. Event Schedule for Shires

(Requires 2/3 majority to approve.)

Amend Lex Adria Imperium, Article VIII.D.3.xii to allow Shires to hold events every other month rather than monthly during their first year:

A Shire must meet regularly to allow opportunities for its members to earn **monthly** Event Points. During the first year, a Shire is required to meet at least once every two months but may meet monthly if so desired. If bimonthly events are chosen, the off month cannot be made up at a later date since it was never scheduled. If a new Shire regularly meets monthly but must postpone an event in accordance with Lex Adria Imperium Article V.D, that event can be made up at a later date in accordance with CCW-7.

After the first year, Shires are required to meet monthly like all other Chapters.

Comments: It can be difficult for a newly created Shire to meet the monthly event requirement. We think the requirement should be relaxed for the first year. After the first year, Shires must begin meeting monthly.

CRB6. Term Limits for Ministers

(Requires 2/3 majority to approve.)

Amend Lex Adria Imperium to add the following as Article VII.H.:

H. Imperial Terms of Service

Members serving in the following ministries shall be limited in how long they may remain in continuous service:

- Steward: 4 years
- Deputy Steward: 6 years
- Rolls and Lists: 4 years
- Deputy Rolls and Lists: 6 years
- Chancellor: 4 years
- Imperial Sovereign of Arms: 4 years
- All other ministries: 10 years

A one-year break in service shall reset the time served and allow the minister to serve for another set of years.

Ministers that transfer from one ministry to another are restricted to the years of service limit for the more limiting ministry.

For example: A Minister of Joust and War that served 3 years may transfer, without a break, to Steward, but is limited to only one additional year as a Steward before they are required to take a break of at least one year. Similarly, a Steward that has served for 3 continuous years may transfer to Crown Marshal for one additional year before being required to take a one-year break. Alternatively, a Minister of Joust and War that has served 6 continuous years may not transfer to either Steward, Deputy Steward, Rolls and Lists, or Deputy Rolls and Lists as they have already reached the maximum for those ministries.

This restriction applies only to Imperial Ministry positions, although we do recommend chapters adopt a similar policy.

Comments: If this does not garner the required 2/3 majority vote to become law, We would like to present this to the Imperial Estates as Imperial Estates Writ, which only required a standard majority vote. This could be its own IEW, or added to IEW 20.

The aim of this proposal is to prevent ministerial burnout. They are hard enough to find, let's keep them around for a while longer.

VII. CHANCERY BUSINESS

CHB1. Court Reports

A. Judicial Courts

No notices or judgments received.

B. Civil Courts

No notices or judgments received.

CHB2. Consideration of the proposed 2023-2024 Imperial Budget

(Requires majority to approve.)

Chancery Note: Appendix A is reserved for budget-related documents once they are received.

CHB3. Review of Associate Membership Dues per the Bylaws III.B.4

(Requires majority to approve Imperial Crown decision or modify dues.)

Chancery Note: The dues for Associate Members are set by the Imperial Crown, and are subject to review by the Imperial Estates during the November meeting. The Estates may approve or modify the level of the dues at this time.

CHB4. Election of the Board of Directors per the Bylaws V.B.

The following positions will become available starting in March 2024:

- Region 1 (2-year term, currently held by Jason Steele)
- Region 2 (2-year term, currently held by Michelle Faith-Nee)
- Region 3 (2-year term, currently held by Tracey Hanwell)
- At-Large (1-year term, currently held by Lindsay Oleson)
- At-Large (1-year term, currently held by Rev. Fr. Guy Dioguardi)

The following letters of intent have been received to date:

(See Appendix B)

- Tracey Hanwell, Region 3

VIII. OLD BUSINESS

None

IX. NEW BUSINESS

NB1. Revision of the Bylaws with respect to the Board of Directors

(Discussion automatic. Requires 2/3 to consider and 2/3 to approve.)

Replace Article V(C) of the Bylaws with the following language:

The Board of Directors is responsible for the mundane aspects of the organization. For this purpose, the Imperial Estates grants the Board of Directors the power to take independent action on behalf of the corporation in the following areas:

1. Preparing tax forms and making tax payments;
2. Preparation and filing of corporate compliance paperwork;
3. Insurance;
4. Handling of financial matters and monitoring bank accounts;
5. Registration and hosting of website;
6. Website and database structure and security;
7. Website content with respect to mundane information;
8. Removal and denial of membership;
9. Questions arising in mundane law including, but not limited to, suits and complaints arising from game activities which involve mundane legal issues.

This grant of power and responsibility does not limit the authority of the Imperial Estates to review and overrule the actions of the Board of Directors with a 2/3 vote or

modify the areas in which the Board of Directors has been granted power and responsibility with a 2/3 vote.

The grant of power and responsibility also creates a duty for the Board of Directors to address the needs of the organization in these areas. Failure to address the needs of the organization in these areas will be considered a breach of that duty. Said breach may serve as a basis for the imperial estates to remove and replace a board member by a 2/3 vote.

Author's commentary: This proposal provides a clear statement giving both responsibility and the authority to act on mundane issues to the Board of Directors.

The purpose of this modification is to allow the Board of Directors to take responsibility for mundane issues while the Imperial Estates focuses on issues related to the game.

The proposed language preserves the ability for the Imperial Estates to review and overrule actions taken by the Board of Directors while providing faster response to mundane issues through the Board of Directors. This also provides a basis for removal, by a 2/3 vote of board members (or the entire board) if the imperial estates determine that the board has breached its duties.

By including an enumerated list of areas of responsibility the Imperial Estates can, as necessary, amend the grant of powers to limit or expand the responsibilities of the Board of Directors. This enumerated list is based on a list prepared by the board of directors. Friendly suggestions on amendments to modify this list to best suit the needs of the organization are welcome.

Author: HE Cagar “Won Ton Lee” cu Mara, who would like as little credit as possible

Sponsors: HG Puck, HG Tailan Bran McNeil, HG Ann Arwenia Amidala, HG Coda von Ramnstein

X. DISCUSSION ITEMS

None received.

XI. NEXT MEETING OF THE IMPERIAL ESTATES

March 2024 – Dates and location TBD

XII. ADJOURNMENT

APPENDIX A

Reserved for the Proposed 2023-2024 Budget

APPENDIX B

Letters of Intent for the Board of Directors

Tracey L. Hanwell
2830 Fishing Creek Valley Road
Harrisburg, PA 17112

To the Imperial Estates I, Dame Tuathflaith ingen huí Chleirigh (mka Tracey Hanwell), send greetings. I have been appointed to fill a vacant seat on the Board of Directors for Region 3. My appointment expires March 2024. I wish to continue to fill that position when it expires and serve the next two-year term.

To most of you, I need to introduce myself, since I am new to the Empire. I have been learning about living history with the local SCA for over 15 years or so. Within the last several years, most of the people in the local group have quit and the remaining group is struggling to stay active. During these difficult years, I longed for a group that would take the "living history" aspect of this hobby as seriously as the people I started with years ago. I had friends who wished to do that, too, so I hunted for another group to join. One of my former archers contacted me out of the blue one day asking me how I was doing. I told him I was looking for a new group and he suggested Adria. Adria did not come up on any internet search I tried until I had the actual name to search for. Without that suggestion, I would never have found Adria.

I had a list of criteria I wanted in a new group, and Adria met all of them. Very important to me were multiple paths to knighthood and more local control, which are both important features of Adrian culture. I am fortunate that the Duchy of the Chesapeake is not too far away and they have welcomed me and my friends with open arms. Within a few months of my first event in November 2021, the Canton of Weeping Rose was invested and since then we have hosted 2 wars and several local events. I served as Autocrat for one of those wars.

The Adrian BoD is the first national/international board I have served on. I have served on many local boards:

Girl Scouts Service Unit in Dauphin County, PA (about 5 years)
STARS Homeschool Co-op (Leader for 5 years)
SCA East Kingdom Shire of Blak Rose
(Chronicler, Exchequer, Emergency Back-up Exchequer, Web Minister for several years)
Dauphin Swim Team (3 years or so)
WITF Educational Advisory Board and Community Advisory Board (over 10 years)
(WITF is our local public TV station)

In a prior life I worked as a word processing programmer back when you could not go to school to learn that. I also did some programming in archaic languages leading up to Y2K. Back then computer companies would hire anyone with a knack for it who could learn quickly. I did actual programming rather than Y2K rewrites. (Sorry Sir Coda – perl was not one of those languages.)

I left the corporate world to home school my two daughters for 12 years. Since then I have been volunteering for local organizations and learning that being a retired mom can be even more work than being a current mom! (No one to delegate to - sigh.)

My Adrian experiences are short. I organized and now lead the Canton of Weeping Rose, serving as Vicereine/Lady Mayor. At Banner Wars NE 2023 I was awarded a K1 in Ministry and I am expecting at

least 2 new knights here by the end of the year, one in ministry and one in archery. I have led our nascent Canton through all the challenges of starting a new group with the additional challenge that the Imperial database went down about simultaneously with the beginnings of my recruiting efforts. That has been a blow to morale, but Adria is worth the extra effort.

(As an aside here, my prior computer programming experience allowed me to explain to my people why Sir Coda couldn't "just fix it." I had some idea of what he and his team were up against. I have no animosity about the database collapse. It was just bad luck for Weeping Rose, that is all.)

My leadership skills have been explained. I am lacking on the legal aspects of a national/international organization, but I do learn quickly. I have led or co-led by-laws re-writes for Blak Rose, WITF's Community Advisory Board, a local women's ministry, and the Central PA Jedi Sith Alliance. I am good at organizing teams and projects. I do not need to know how to do everything as long as I have a team members who do.

I am excellent at formatting MS Word documents and setting them up for multiple future edits, which should help simplify some of the mundane functions of the BoD. Adria's documents suffer from multiple imports and exports from PDF to DOCX and back. I volunteer to freshen them up, and have already done so with at least one.

Thank you for reading this long letter of intent. Now that you know who I am, the next one can be shorter.

In service,
Dame Tuathflaith (Lady T)
mka Tracey L. Hanwell