### MINUTES OF THE CONFERENCE CALL MEETING OF THE BOARD OF DIRECTORS OF THE SOCIETY FOR CREATIVE ANACHRONISM, INC.

May 30, 2024

#### CALL TO ORDER

The meeting was called to order by Chair Mark Faulcon via VoIP at 6:05 p.m. CT.

### ATTENDANCE:

| <b>Directors Present:</b> | Mark Faulcon – Chair          |
|---------------------------|-------------------------------|
|                           | Gabrielle Fisher – Vice-Chair |
|                           | Pug Bainter                   |
|                           | Krista Capps                  |
|                           | Jennifer Krochmal             |
|                           | Megan O'Shea                  |
|                           | K.T. "Shep" Sheppard          |

Director Elect: Jonathan Foster

Staff and Officers Present:John Fulton – President<br/>Bao Pham – President-Elect<br/>Lis Schraer – Society Seneschal<br/>Stacy Hall – Society Seneschal – ER Dep<br/>Louise Du Cray – Vice President of Corporate Operations<br/>Brigid Costello – Communications<br/>Eben Kurtzman – In-House Counsel<br/>Carolyn Richardson – Corporate Treasurer<br/>Bonnie Stringer – Society Exchequer<br/>Charles Burk - Office of Inclusive Programs (OIP Officer)<br/>Leslie Luther-Fulton - Executive Assistant

I. ESTABLISHMENT OF AGENDA

Motion by Gabrielle Fisher to open the meeting. Second by Megan O'Shea. Opposed: None. Motion carried.

Motion by Gabrielle Fisher to accept the agenda as presented and take agenda items out of order, as necessary. Second by K.T. Sheppard. Opposed: None. Motion carried.

### II. OLD BUSINESS:

- A. Corpora Changes Updated Newsletter Access Language
  - 1. Bylaws V.C.2.b

Motion by Gabrielle Fisher to adopt changes to Bylaws V.C.2.b as presented. Second by Krista Capps. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

## New Language:

Bylaws, V.C.2.b

Members-General Conditions and Privileges of Membership-Privileges of Members-Eligibility for Office:

Officers at all levels of the SCA must be members and must have immediate access to the corporate newsletter for their area. This standard also applies to deputies designated as successors to officers subject to this provision or assigned independent administrative duties. Deputies who only assist with specific tasks are exempt from the newsletter access requirement.

2. Corporate Policies, I.B, 1-4

Motion by Krista Capps to adopt changes to Corporate Policies, I.B, 1-4 as presented. Second by Gabrielle Fisher. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

## New Language:

Corporate Policies, I.B, 1-4

Membership Types-Non-Statutory Members:

1. Sustaining Membership conveys eligibility to hold office in the SCA, a subscription to a Kingdom newsletter, the option to subscribe to other Corporate publications, and any other privileges designated by the SCA or its subdivisions as accruing to members of the SCA. This type of membership is considered a subscribing membership.

2. International Membership conveys the privileges of Section I.B.1. This membership type is available only in locations outside the United States which are part of the SCA, Inc., and not subject to an affiliate corporation. This type of membership is considered a subscribing membership.

3. Corporate Policies, II.C

Motion by Gabrielle Fisher to adopt changes to Corporate Policies, II.C as presented. Second by K.T. Sheppard. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

### New Language:

## Corporate Policies, II.C:

General Conditions and Privileges of Membership-Eligibility for Office:

Officers at all levels of the SCA must be members as defined in I.B.1-4 above. and must have immediate access to the corporate newsletter for their area provided by a subscribing membership at their residence. (Alternate access arrangements may be made on a case-by-case basis for people with post office boxes and for International Members.) This standard also applies to deputies designated as successors to officers subject to this provision or assigned independent administrative duties. Deputies who only assist with specific tasks are exempt from the newsletter access requirement.

4. Corpora I.D.2

Motion by Krista Capps to adopt changes to Corpora I.D.2 as presented. Second by Megan O'Shea. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

### New Language:

Corpora I.D.2

General-Membership Requirements-Officers:

a. Officers at all levels of the Society must be Society members as defined in the By-Laws and Corporate Polices of the SCA, Inc. Glossary. and must have immediate access to the corporate newsletter for their area received at their residence. (Alternate access arrangements may be made for members of affiliated organizations or on a case-by-case basis for people with post office boxes and for International Members.) This standard also applies to deputies designated as successors to officers subject to this provision or assigned independent administrative duties. Deputies who only assist with specific tasks are exempt from the newsletter access requirement.

5. Corpora III.A.2

Motion by Megan O'Shea to adopt changes to Corpora III.A.2 as presented. Second by Krista Capps. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

### New Language:

Corpora III.A.2

Branches-General:

While international memberships may be used in the calculation of membership totals for branch status, a branch based on international memberships must have least one subscription to the appropriate corporate publication for their geographic area. The exact number required is a matter for negotiation among the Seneschals of the branch, principality, and kingdom, and the Society Seneschal. The required subscription(s) may be purchased communally by the branch.

6. Corpora – Glossary Edits

By consensus the following was accepted as a bookkeeping matter:

Corpora-Glossary:

Subscribing member: A Sustaining or International member of the SCA, Inc. or its approved equivalent in an affiliated organization.

## III. NEW BUSINESS:

A. West Kingdom Financial Policy

Motion by Jennifer Krochmal to table the matter of the West Kingdom Financial Policy until the next conference call. Second by Krista Capps. Opposed: None. Motion carried.

B. Caid Kingdom Law

By consensus this item was moved to Executive Session.

# IV. EXECUTIVE SESSION

A. Brandon Olsen (Brénainn Frēobeorn)

Motion by Gabrielle Fisher to uphold the temporary removal from participation of Brandon Olsen (Brenainn Freobeorn) by Wilhelm and Lorissa, Crown of the Kingdom of Caid, and their Kingdom Seneschal, on September 23, 2023 and to end the Temporary removal from participation, effective immediately. Second by: Jennifer Krochmal. In favor: Pug Bainter, Krista Capps, Gabrielle Fisher, Jennifer Krochmal. Opposed: Megan O'Shea, K.T. Sheppard. Motion carried.

B. Lori Parker

Motion by Gabrielle Fisher to revoke the membership of, and deny participation to, Lori Parker (Alizande Thorgeirsson). Second by: Krista Capps. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

C. Josh Davis (Lupo Maximus)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

D. Josh Davis (Lupo Maximus)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

E. Malachi Eldridge (Marcus Brutius Leonitus Daemonium)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

F. Malachi Eldridge (Marcus Brutius Leonitus Daemonium)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

G. Brandon Rice (Roland of Mag Mor)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

H. Adam Ellard (Adam Carmichael)

By consensus this matter was remanded to the June 24, 2024 conference call meeting.

I. Vance Van Doren (Peiter Van Doorne)

Motion by Krista Capps to permanently deny participation to Vance VanDoren (Peiter Van Doore) in any and all SCA activities, current or future, which involve the striking of another individual, and to include the marshalling or supervision of said activities, effective immediately. Second by: K.T. Sheppard. Opposed: None. Chair Mark Faulcon exercised his option to vote and did so in the favor of the motion. Motion carried.

J. Confidential Society Seneschal Report

The report of the Society Seneschal was accepted as presented.

K. Avacal Exchequer Discussion

By consensus Corporate Treasurer and Society Exchequer were directed to work with the Society Seneschal to develop a plan for addressing this matter.

L. Corporate Banking Updates

By consensus the report of the Vice-President of Corporate Operations was accepted as presented.

M. Society DEIB Officer Job Description

By consensus the report of the OIP Officer was accepted as presented.

N. Legal Updates

The report of the In-House Counsel was accepted as presented.

O. Caid Kingdom Law

By consensus this item was forwarded to the Society Seneschal for work.

P. Director Confirmation – Megan O'Shea

Director Megan O'Shea recused herself from discussion of, or voting on this matter.

Motion by Gabrielle Fisher to confirm Megan O'Shea to Seat B of the Board of Directors for the Society for Creative Anachronism for the remainder of the standard term. Second by KT Sheppard. Opposed: None. Recused: Megan O'Shea. Chair Mark Faulcon exercised his option to vote and did so in favor of the motion. Motion carried.

# PRE-ADJOURNMENT BUSINESS

It was noted that this was the last business meeting for John Fulton as President for the Society for Creative Anachronism. Chair Mark Faulcon noted the exceptional work and dedicated exhibited by Mr. Fulton during his tenure, especially during the issues created by the pandemic, and thanked him for his major contributions to the Society.

# ADJOURNMENT

Motion by Krista Capps to adjourn the meeting. Second by Pug Bainter. Opposed: None. Motion

carried. The meeting was adjourned at 10:54 p.m. CT.

Respectfully submitted,

/S/ Leslie Luther-Fulton Executive Assistant