

## **Minutes of 05/17/2015 Leprecon, Inc., Quarterly Board Meeting**

Date: Sunday, May 17, 2015

Location: Spoke & Wheel Tavern, Phoenix, Arizona

Meeting called to order by Mike Willmoth at 4:00 p.m.

Voting Board Members present: Michael Fett (expires August 2017), Patti Hultstrand (L39, expires August 2015), Donald Jacques (L40, expires August 2016; Database Administrator), Kevin McAlonan (expires August 2016; Secretary), and Mike Willmoth (expires August 2015; Chairman).

Voting Board Members absent: none

Non-Voting Board Members present: Dee Astell (W70), Hal C.F. Astell (Quartermaster), Bruce Farr (Treasurer), and Paul Tanton (L41, Social Networking Coordinator).

Non-Voting Board Members absent: Lyle Dillie (Webmaster) and Mandy Parker (L42).

Members present: Bob Beckwith, Len Berger, Mark Boniece, Margaret Grady, David Ramierez, Gary Swaty, and Susan Uttke.

Guests: John Reid and Wayne Myers.

Petitions for Membership: None

Proxies: Jim Strait to Mark Boniece (1).

Amanda Parker to Paul Tanton (1).

Emily Devenport, Laura Freas, Ernest Hogan, Kitty McDonald-Neal, Gerald Nordley, and Sharan Hoyle to Mike Willmoth (6).

### **Reports**

Secretary's Report: Minutes from the February 8, 2015, meeting were read and approved many-0-1.

Treasurer's Report: Bruce Farr presented the treasurer's report. The balance of all bank accounts as of April 30, 2015, is \$8,012.70. Bruce will send a report of the transaction details for the August 1-July 30 fiscal year to anyone who requests it. Michael Fett asked how much we paid for insurance; Mike Willmoth said that it was about \$600.

LepreCon 40: Mike Willmoth reported that they are continuing to update the database and should be finished by the next meeting.

LepreCon 42: Paul Tanton reported that Mandy Parker has more committee members and has talked with a musical group from Denver. They still need a treasurer and a bank account; Mike Willmoth said that he was available to meet Mandy to set up the bank account. Mandy also is having a bullying problem with a member of the Board of Directors, and is prepared to resign if the problem is not addressed. (A copy of the emails was provided to Kevin McAlonan.) Donald Jacques asked that an impartial person be appointed to investigate the problem and report to the Board. Mike Willmoth volunteered. Don suggested that Mike Willmoth, Mandy, and the Director select the neutral person, and Patti Hultstrand suggested picking someone who was not on the Board. John Reid volunteered, but a concern was raised that he is not a member of Leprecon Inc. Patti's motion to have a have the neutral be non-Board member failed by a vote of 5-14. Mike Willmoth said that he would follow up with the Director and Mandy.

LepreCon 41: Paul Tanton provided a budget for the convention indicating a profit of a little over \$200, and stated that the income amounts did not include funds received after May 1st. Mike Willmoth noted that repayment of seed money to Lep Inc. was omitted from the budget. Paul reported that the vendor hall was sold out, that the art gallery continues to receive applicants, and that additional registrations are still being purchased. Mike Willmoth asked about resignations from the committee, and Paul said that Cathy Book would be doing the pre-con programming, and that Shawn Denton would take over gaming, but he still needed replacements for registration and logistics.

Westercon 70 Bid: Gary Swaty reported that the bid application paperwork had been submitted, but no bids have been announced on the Westercon 68 website. The bid committee would be meeting to discuss a party at Lep41 and a program book ad. Paul Tanton offered to help after Lep41 was over.

Bylaws Committee: No report.

Database: No report.

Database Standards: Paul Tanton asked about having separate opt-out selections for electronic communications and hard-copy communications, instead of having a single opt-out selection for everything. This would be discussed under New Business.

Social Networking: Paul Tanton reported that there has been an uptick in following on Facebook, Twitter, and the Google+ community, but not on the Google+ page or LiveJournal.

Survey Committee: No report.

Strategic Planning: No report.

Tablet Committee: Paul Tanton raised a concern about lack of funds for a tablet, which he needs to have by mid- or late-June for Lep41. Bruce Farr mentioned that it might be possible to borrow equipment from the upcoming Worldcon. Hal Astell also asked about problems with the current tablets; they will check out the available options.

Committee Positions: No report.

Publicity Committee: No report.

Quartermaster: Hal Astell reported that he is working on the inventory, but has not completed it yet.

### **Old Business**

Non-Profit Status: Bruce Farr reported on the language used in the application and said that he was donating the \$25 filing fee for the amendment to the Leprecon Inc. Articles of Incorporation as well as the \$400 filing fee for I.R.S. application. The paperwork was submitted a week ago and we should hear back in four to five weeks.

Preferred GoH List: Nothing new to report.

Corporate Details on Website: Mike Willmoth reported that Jean Goddin has resigned and that that Lyle Dillie has taken over as webmaster.

### **Online Business:**

- (1) On Feb 9 Michael Fett complained that all of the board policies are not online and moved to allow a Fan GoH for Lep41;
- (2) On Feb 9 Michael Fett posted about the social club aspect needing a Code of Ethics policy and related issues;
- (3) On Feb 9 Lyle Dillie posted about the problem with a Fan GoH for Lep41, seconding Michael Fett's motion, and complained about unwritten rules;
- (4) On Feb 10 Mike Willmoth summarized that the past minutes and policies were in a binder in his possession so he can finish scanning them and clarified why a past board voted to eliminate Fan GoHs at LepreCons;
- (5) On Feb 10 Patti Hultstrand commented on the work involved with uploading all of the board policies and voted Yes to allow a Fan GoH for Lep41;
- (6) On Feb 10 Michael Fett voted to allow a Fan GoH for Lep41;
- (7) On Feb 10 Michael Fett moved to require the board to research four years of board minutes within thirty days to find all the policies we have in place and to place them into a document called board policies to be available on the corporate website and to continue the thirty-day research until all policies have been identified and uploaded;
- (8) On Feb 10 Donald Jacques opposed the original Michael Fett motion on board policies and voted Yes to allow a Fan GoH for Lep41 and moved to develop an additional policy to allow optional Fan GoHs in the future;

- (9) On Feb 10 Donald Jacques voted No to Michael Fett's time limit on researching board policies, instead preferring to work backwards using the most recent minutes to identify existing policies and upload them, then moved to have the board evaluate each policy to determine if it should stand or be discarded;
- (10) On Feb 11 Kevin McAlonan voted No to the Fan GoH for Lep41, mentioning that Paul Tanton, Chair of Lep41, had not given input;
- (11) On Feb 11 Michael Fett removed all motions related to board policies in favor of Donald Jacques' motions;
- (12) On Feb 12 Paul Tanton posted that he originally wanted a Fan GoH for Lep41, but only Mandy Parker supported it, so he gave up on the idea and does not want one now, preferring that Mandy be allowed to do so for Lep42;
- (13) On Feb 12 Kevin McAlonan posted a list of which board minutes he has since taking over as Secretary several years ago and summarized the few policies that were decided during that time;
- (14) On Feb 12 Donald Jacques withdrew his motions pending further discussion after Kevin's post;
- (15) On Feb 12 Paul Tanton pointed out that the Fan Table and the Room Party Policies were available in our Yahoo! Group's website;
- (16) On Feb 12 Mike Willmoth clarified when our last Fan GoH existed and why, then clarified why he has the binder with minutes and other docs;
- (17) On Feb 13 Kevin McAlonan put together PDFs of the Weapons, Fan Table, Room Party, and Photography policies and sent them to the board;
- (18) On Feb 13 Kevin McAlonan clarified Michael Fett's earlier questions regarding behavior policy which led to the Anti-Harassment Policy;
- (19) On Feb 17 Paul Tanton made us aware of a pending refund check in the mail, referencing Phoenix Comic Con's new policy re: fan tables;
- (20) On Feb 17 Bruce Farr commented on that new policy;
- (21) On Feb 17 Patti Hultstrand commented on that new policy;
- (22) On Feb 17 Mike Willmoth notified Kevin McAlonan of the new website directory and ftp account for the Phoenix In 2017 Westercon 70 Bid;
- (23) On Feb 24 Michael Fett posted about another organization's Code of Conduct and requested wording to prevent anyone within the organization from passing along business to a rival organization;
- (24) On Feb 28 Mike Willmoth asked Paul Tanton to confirm that PCC had rescinded their cancellation of our Lep41 Fan Table;
- (25) On Mar 2 Paul Tanton requested clarification of how that information was delivered at the CASFS Meeting;
- (26) On Mar 2 Kevin McAlonan clarified that the information was discussed post-meeting in a private conversation;
- (27) On Mar 11 Mike Willmoth forwarded to Lyle Dillie a notice that ipower.com sent regarding Wordpress Plugin Vulnerability;
- (28) On Mar 11 Mike Willmoth asked Michael Fett to define "rival";
- (29) On Mar 11 Hal Astell agreed with questioning seeing other organizations within our

community as rivals;

- (30) On Mar 14 Michael Fett clarified what he meant by “rival”, referencing an idea posed by James Brines regarding signing a document as a convention committee member to not release confidential information about the convention to anyone else;
- (31) On Mar 14 Mike Willmoth replied to Michael Fett’s clarification and summarized Phoenix Fandom’s history about friction between organizations seen as rivals;
- (32) On Mar 15 Paul Tanton asked if the Wordpress problem had been resolved;
- (33) On Mar 16 Mike Willmoth replied that he escalated it to Lyle Dillie to handle as Jean Goddin had been ill;
- (34) On Apr 15 Michael Fett posted about an issue with conflict of interest re: witnesses with comics’ certifications and donations;
- (35) On Apr 16 Mike Willmoth posted a reply asking if anyone had issues with anyone donating funds to Lep Inc or Lep41;
- (36) On Apr 16 Patti Hultstrand posted that she had no issue with donations;
- (37) On May 7 Kevin McAlonan posted that he had no objection to donations;
- (38) On May 13 Mike Willmoth posted the Treasurer's Report sent to him by Bruce Farr;
- (39) On May 15 Paul Tanton requested an update to the corporate website listing the upcoming board meeting.

### **New Business**

Lep43 Chair: Mike Willmoth asked for volunteers. No response. Donald Jacques moved to table the issue until after Lep41.

Dealers Room and Fan Table Policies: Michael Fett raised a question about items being sold outside the Dealers Room. Mike Willmoth explained that the current policy allows nonprofit fan groups to sell membership and related merchandise such as t-shirts at fan tables, but that we have not taken any action about the occasional sale by an author or gamer. He also said that programming and gaming directors need to report violations because we do not want the equivalent of a dealer’s table in the gaming room; we do not want competition with the dealers who have purchased space in the Dealers Room. After discussion, the consensus was to refer such sellers to dealers in the Dealers Room, but Hal Astell asked what would happen if no dealer was willing to sell the merchandise; a further problem occurs if this happens when the Dealers Room is closed. Donald Jacques moved to give the Lep41 chair the discretion to allow occasional “micro-sales” or to require all sales to go through a dealer in the Dealers Room. A further clarification on fan table sales was made: The sales must be related to a non-profit organization or event.

Storage Unit: Michael Fett asked whether we had enough money to continue with the existing storage unit. Hal Astell asked whether a storage unit was even necessary. Michael Fett suggested spending \$400 as a one-time expense to put a shed on the Astells’ property. Len Berger asked whether there would be insurance coverage for items stored on the Astells’ property. After further discussion, the consensus was to have Hal provide a report on the cost of other storage units, discuss the matter online, and resolve the issue by June 30th.

Opt-In/Opt-Out Policy: The registration forms currently allow convention attendees to opt out of receiving all communications about future events, without regard to whether the communications are electronic or not, or whether the event is a local convention or a regional convention. A motion to have dual opt-out selections for electronic communications and for hardcopy communications beginning with Lep42 was made, seconded, and approved 7-3-11. This decision and the previous decision regarding sales outside the Dealers Room would be considered to be Board policies.

Next meeting: The next meeting will be held on Sunday, August 9, 2015, at 4 p.m. The tentative location is the Spoke & Wheel Tavern in Phoenix, Arizona.

Meeting adjourned by a vote of many-0-2.