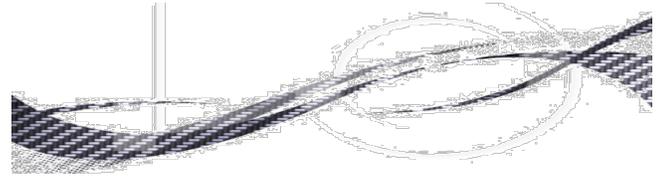


MEETING OF THE BOARD OF DIRECTORS MINUTES

FY 2013-2014: REV 10.2013



Board Meeting Minutes – March 31, 2015

6:45PM at Kennedy Gallery, 1931 L Street, Sacramento CA

Board Members Present: Emperor 13/37 Terry Sidie (President), Emperor 38/40 Michael Kennedy (Vice President), Emperor 39 Clarmundo Sullivan (Secretary), Emperor Tony Southworth (Acting Treasurer), Emperor 40 Gerald Filice, Emperor 41 Matt Bunch, Empress 41 Kristara Chastain, Empress 41 Do Me Moore, Grand Duke 35 Corey Hubert, Grand Duchess 35 Dime-u-Neek St. James, Empress 39 Alejandro Munguia Parra, Grand Duchess 25 Robert Collins

Board Members Absent (Excused): Laurie Bonifield, Empress 38 Key Pears

Board Members Absent (Unexcused): Grand Duke 34 Enrique Manjarrez

Guests:

I. Meeting was called to order by Clarmundo Sullivan

II. Roll Call was called by 6:40PM. Quorum was established with twelve board members present

III. Remarks from the President:

- A. **Overview:** Emperor Terry shared that the primary focus of tonight's meeting was coronation updates.
- B. **Rainbow Festival:** Emperor Terry shared he may need to appoint a new Rainbow Festival Director. If anyone thinks that they could jump in and help him with it, please let him know.
- C. **Stockton Coronation:** Emperor Terry shared the last event was Stockton's coronation and he was proud of them. He shared they were not interested in rejoining the mother court at this time. He shared that if and when they were ready, our doors would be open.

IV. Secretary's Report

- A. **Minutes:** Emperor Clarmundo shared he forwarded a draft of the meeting minutes in advance. At that time he asked if anyone who had edits, to please provide them to him before tonight's meeting. Emperor Matt motioned to approve the minutes. It was second by Empress Jowanna. The motion carried.
- B. **Music Submission for CGNIE Events at Faces:** Robert Long has composed a new guidance which asks CGNIE to discontinue requesting him to secure music at the last minutes and to now put all music for an event on a flash drive. Board members shared that this would be difficult to do for coronation. Emperor Terry shared that it was a good idea because the quality of music submission at times have been poor quality.

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Emperor Tony shared that our coronation out of town guests should be exempt. However, in the future, he shared that it would be easier to have it on one flash drive. Empress Kristara shared that not everyone will have the capability to provide music in that format due to their experience and access to technology. Emperor Gerald clarified that Robert wants music on a flash drive in mp3 format. He said it doesn't about out of town people because he knows they will have a CD. Emperor Santos shared he said if you give him the name of the song in advance, he would download it. Emperor Terry said the purpose of the request is to make it much easier for the DJ to coordinate the music. Empress Michael said when we've used a m3p, it has worked well. People should have a back up CD just in case. Grand Duke Corey said he likes the idea of putting music on a jump drive. Hailey said that based on the crowd, she may choose between one of three numbers. Therefore, she may have more than one CD ready. Empress Deneka said that sometimes queens do certain mixes that they pay a lot of money for to have mixed and sometimes they aren't m3p friendly. Emperor Terry said we will consult further with Robert about this matter.

C. Fireworks Booth Director Status: Emperor Clarmundo shared that during the last meeting we discussed the Firework Director vacancy. At the end of the discussion Grand Duke Corey and Grand Duchess Dimuneek expressed an interest in doing it and/or they were going to consult with the 3Ms to see if they wanted to do it. He asked for finality of the matter as there are forms to be completed and meeting to attend regarding it. Emperor Terry asked who wanted to do it. Grand Duke Corey shared he and Grand Duchess Dimeuneek discussed it. She has agreed to do it because Grand Duke Corey is coordinating SF Pride. Emperor Tony shared we need to get the contract signed ASAP for the fireworks. He shared the Rodeo just signed their contract with Phantom and we need to do it too. Emperor Terry clarified that we weren't going to use TNT anymore. Empress Deneka said that we may have locked ourselves into a multiple year contract with TNT. Grand Duke shared that August and September is when we needed to negotiate a switch. So the switchover may not happen this year. He said we can attempt to pull some things. Emperor Tony shared Emperor Clarmundo could contact TNT to see if we are locked into a multiyear contract. Emperor Clarmundo shared Robyn would transfer the files over to whoever is in charge of it this year. Therefore, if Grand Duchess is designated the new Director, she needs to contact Robyn and making sure she obtains the files and contact TNT. Emperor Terry asked that someone provide Grand Duchess Roby's number. Empress Deneka said if Greg is still our contact at Phantom, she is sure he can get us on board with Phantom but may have to pay a 15% penalty to TNT for cancelling the contract. Emperor Terry asked who dealt with the fireworks for the cowboys. Emperor Tony replied that the cowboys are coordinating with somebody for their booth. Empress Misha suggested maybe we should consider partnering with the rodeo but at two different locations. She said we may make more money if we did. Emperor Terry said two Sacramento organizations working together would be nice. He added that being the director is a major commitment.

D. Voting Signups: Emperor Clarmundo reminded the board that our imperial election process is this Saturday. He said set up time is from 9am to 10am. Emperor Misha shared that the basement we are using is being leased by someone. Emperor Terry suggested we conduct the poll booth in the front of the gallery for high visibility. Empress Misha asked people who participate to please clean up their cigarette butts. Emperor Clarmundo shared Empress Misha has expressed her frustration with having to pick up cigarette butts in from of her gallery after our court meetings. Its disrespectful and rude. He asked people to please pick up after themselves. Emperor Clarmundo asked all candidates to be here at 10am to inspect the election materials and voting box. After this process the voting box is locked and candidates will be given the opportunity to vote first. He said campaigning has to be 100 feet away from the gallery. Emperor Clarmundo asked board members to volunteer for a two to four-hour shift to assist with the voting process. Several board members verbally committed to assist. Emperor Terry asked if we would have a poll booth at the Bolt. Emperor Clarmundo decided this year it would not happen. Emperor Santos asked if candidates were allowed monitors. He said yes, monitors were welcomed. He only asked that since there were so many candidates this year that only one monitor per candidate at any one time be there. Emperor Tony shared that candidates did not have to

vote first. Emperor Clarmundo shared that the only reason why he suggested the candidate vote first is because they are not only going to be there but it was a honor for them to place their votes first. Emperor Terry clarified that the monitors only sit back and don't answer questions. Empress Do Me asked if reigning monarchs could vote absentee ballot if they were not able to be present. Emperor Clarmundo shared according to the bylaws, there is no provision for an absentee ballot option for reigning monarches. However, different board and reigns may have allowed it. Emperor Gerald motioned that reigning monarchs can vote absent ballot if they are not in town during the day of voting. Empress Jowanna second. Empress Misha respectfully asked that all past monarches be allowed to vote absentee ballot because some of them are not physically able to vote and/or may be living out of the area but wish to vote. Emperor Gerald shared the reason why he motioned reigning monarchs was because they may have to attend a coronation on behalf of the organization which would preclude them from casting their vote. He said if we extended the privilege to past monarchs they crown heads may want the same privilege. Empress Kristara said in other states, absentee ballots were made available weeks in advance but they would have to request the privilege in writing. Emperor Tony shared that if we extended it to monarches, there should be an early deadline on it, like three weeks. He said if it's a reigning monarch but have a coronation to attend that same day, they should be able to vote. Emperor Gerald amended his motion that this year reigning monarchs may vote absentee but in future elections, monarchs past and reigning, may vote absentee as long as they vote seven days before the election. Emperor Terry said if we passed this, all the board would have to approve it. Empress Jowanna suggested we table the motion for the next board. Empress Deneka said she is an Alameda monarch and every Alameda elections, both imperial and ducal, she has the right to vote, and they don't live in the county. Emperor Terry said this is new. Emperor Gerald stuck his amended amendment and asked to go back to his original motion, which was that reigning monarchs can vote absent ballot only if they are not in town during the day of voting. Empress second. Ten yeas', no nays, and one abstention. The motion carried. Emperor Clarmundo asked for further clarification on how it will be done. Emperor Terry asked the reigning monarchs voting absentee ballot were to complete the voting ballot, seal it in an envelope, put your name over it and deliver it to the President. Emperor Clarmundo shared that Marge Covino will be the designed person who will open the box, inspect the box, lock the box, seal the box, and take it with her after polling. He was chosen because she has done it before, is respected, award-winning, politically savvy and has a track record of integrity.

V. Treasurer's Report

A. **Financial Report:** Emperor Clarmundo distributed the financial report. Emperor Terry asked everyone to read it. He shared that Emperor Michael Johnson and Emperor Tony met with Linda Killick. She didn't file taxes when Emperor Willie was president. Emperor Terry shared our 501c3 status was suspended but can be reinstated. They have temporarily suspended it. Empress Michael asked where does IRS correspondence delivered. Emperor Terry said it comes to Faces. Emperor Matt shared there was a opening bank of \$500 but a return bank of \$400. It doesn't add up. Emperor Terry shared that Emperor Tony took out five banks totaling \$1000. Grand Duke Enrique still had one. Emperor Terry shared he had four of the five banks. He said he didn't give anything to Grand Duke Enrique. Emperor Matt shared that Enrique confirmed that the bank he was given was delayed because he doesn't get to Midtown often. However, he confirmed he received a \$200 bank and \$200 made so he has \$400. Emperor Terry shared that everyone has 24-48 hours to return all money back into the bank. Hailey shared that there was one from the Big Hair Ball where we had \$500 and we only turned in \$400 in from the bank because Grand Duke Enrique gave the \$100 to the DJ because they didn't pay for the 80s show. Emperor Terry approved the payment of the DJ but the invoice was only for \$50. Emperor Terry shared Empress Michael took a \$500 bank but turned in a \$400 bank. The envelope had Empress Michael's name on it. Empress Michael shared he wasn't at the Big Hair Ball because it was Second Saturday. Therefore he didn't make any financial mistake. Emperor Tony shared that there should have been two \$50 invoices for the two events Robert dejected. Empress Michael presided over the meeting while Emperor Terry

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went to obtain the envelop. The financial report section was tabled until Emperor Terry returned with more information. (Note: Emperor Terry retrieved the envelop and Empress Michael's name was not on it.)

B. Status of Dues From Board and Court Members: Emperor Tony shared that he hasn't collected that much in the last month. He said everything that had been collected before tonight was turned in already. Empress Michael shared at the last meeting that Emperor Terry said if one didn't have their minimum dues paid that you would be walking with your title. Empress Michael if someone needed assistance with paying dues to see him.

VI. Policy Motion Regarding Proclamations

A. Emperor Gerald shared there was a lot of uncertainty about when a proclamation of a monarch can be suspended or set aside, ignored or honored. He believes all proclamations should be honored. He shared that when a monarch proposes a proclamation, the monarch is making a motion on the board. Its submitted to the board and if the board approves it, it becomes the law of the organization and thus should be followed. It is only within the province of the board to change it, or suspend it, or not apply it. That's how the law works. However, there have been too many incidences where proclamations have been ignored, set aside, or suspended under bizarre circumstances. This should not happen. If we don't follow our own rules then if there was ever a lawsuit associated with having ever done so, we will individually be held liable because we are following our own procedures. So, the purpose of his motion is to say that proclamation approved by the board are binding until changed by the board. And it provides a process by which we can change them involving the notification to the monarch who proposed the proclamation so they have input. But it ultimately leaves the board the decision of whether to change its rule, which is what a proclamation that has been approved by the board is. It is a rule of the corporation and like any corporation, the board of director controls the corporation. He feels that all proclamation approved by the board be honored ongoing and we just don't drop them from time to time when convenient. Emperor Matt second. Empress Kristara said its good to have a motion like this but we need to first compile all of the proclamations. Emperor Gerald agreed. Emperor Tony shared that it shouldn't just be the board that decides this but the monarch who proposed the proclamation needs to be approached and should decide if his/her proclamation can be removed. Grand Duchess Robert asked if this is what Michael Johnson just did during board of review. Empress Deneka said we have to be careful because we could be sued individually if it comes across to a community member that it's an intent to erase history. If one person takes it as discrimination, that a board, that wasn't even present during their reign, wants to remove their proclamation. Emperor Gerald shared the purpose of the motion was to honor and obey all proclamations. By law, the corporation has to run the organization. Past monarchs have no rights at law to affect the organization, other than the rights the board extends to them. There is no provision in the California Corporation Code about monarchs. This is an attempt to balance the fact that the board has to be the ones who addresses any issues of governance in the corporation, but to involve the past monarch before doing so. Empress Jowana shared that it was her understanding was that it is the board reviews a particular proclamation to determine at that time if a proclamation is valid. Empress Michael confirmed that it was Emperor Gerald's intent was to protect proclamation. He said there were, however, circumstances where proclamations in the past may have been appropriate but currently may be inappropriate. He said there has to be a process to review proclamations that may be out dated, irrelevant or inappropriate. Emperor Matt motioned to table this discussion for a future board meeting. Empress Michael suggested it be brought before the College of Monarchs. Emperor Terry returned and reviewed the original motion.

V. Treasurer's Report-Continued

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A. **Financial Report:** Emperor Terry shared he found the envelop in question. He said it showed the bank was \$500 in which \$100 was given to Robert Long. He said the mistake was one doesn't take the cost of the event from the bank but from the proceeds that is made. Empress Key and Enrique's names where on the envelope, not Empress Michael. So, the \$100 is in the bank account and Grand Duke Enrique's monies are coming.

B. **Additional Coverage:** He shared that he has added an umbrella coverage for officers.

C. **Unauthorized Bank Card Charges:** Emperor Terry shared that someone used a CGNIE bank card and charged fast-food on it. A total of \$178 was charged. Because the charges were fraudulent, the bank returned the money.

D. Emperor Matt motioned to accept the financial report. Empress Jowana second. 9 yeas, 1 abstention. Motion carried.

E. **Counting Proceeds and Turning Them In:** Emperor Clarmundo shared that whoever is hosting the CGNIE fundraiser, they are supposed to secure two board members who counts the money, itemizes funds received on the appropriate fundraiser report, seals it in an envelope, put signatures on the envelop of those who counted it and turns it in within 24 hours. He shared at an recent event, there weren't two board members. Emperor Tony said the Treasurer needs to know who the board members who is going to be the main door person is so that we can get the bank to that person. Also, a second board member needs to count the money.

VII. Report from the Court Imperial

A. Coronation

1. **Budget:** Hailey shared that after what we subtracted from the pins and sets, the budget was \$4,392. They have \$1,296.39 left. They still have to pay the DJ and incidentals. We have come in over budget as far as revenue. Our program has sold \$3,000 worth of ads. Emperor Terry said we have only received \$800 of those ads. Emperor Terry shared we actually received \$900 in ads to date. He said there was one program ad that we are doing a trade out with Vancouver, who said they hadn't received a check from us for an ad so we are providing them a free ad in return. Emperor Terry shared we should have a great coronation. He anticipates around 400 in attendance, especially since CGNIE is being honored in various empires.
2. **Ticket Sales:** We have sold \$1,030 online. We will have tickets at the door. Emperor Tony needs access to the square for credit card sales.
3. **Food:** Emperor Terry said Sacramento don't have much to offer so at least we can provide plenty of food. Our court is known for providing plenty of food. He asked everyone to bring a dessert. He wants us to provide a lot of food during each of our coronation events. He said he has people bringing food from out of town.
4. **Liquor:** Emperor Terry said we have secured the liquor. Grand Duke shared he and Michael Johnson created a list. Taryn has a separate list of what Badlands is donating.
5. **Marketing:** Emperor Terry asked if we had flyers in Stockton. Patrick shared there were. Salem and Denver will have them too. The hotel phone number was incorrect. Emperor Santos expressed concerns about not seeing any coronation posters at the bars. Emperor Matt said he was still waiting for Michael Johnson to get him posters. Emperor Terry called Michael Johnson and requested the materials during the board meeting. It was noted that we have had great difficulty with having trifolds available.
6. **Hotel Rooms:** Patrick didn't have a recent count but knew that 20 rooms were already sold. The reservation people charged some of our guests a higher than contracted rates. The hotel resolved that by taking everyone back to the lower rate. We are at the \$59 rate.
7. **Past Monarch Invitations:** Emperor Matthew confirmed that he called every past monarch that wasn't on the board and invited them.

8. **Gift Bags:** Emperor Terry shared gift bags are a great idea. He committed to putting drink tickets in them. Empress Kristara shared she had items to donate. Grand Duke Enrique is in charge of coordinating it. Emperor Terry shared directions to venues, fans, candy, etc. would be great.

9. **Greeters:** It was shared that the ICP would be greeters.

10. **Dignitaries:** Emperor Terry asked if we invited Steve Hansen. Emperor Matt shared he was invited by Rich Jones. He said local assembly members and senator were invited.

11. **Ball Script:** The ball script was reviewed. It was timed at 4.5 hours or shorter. Jack and Larry are the master and mistress of ceremony. The Valley Vets are doing the colors. Kippy is doing all three anthems. The in memoriam table is set up. Only seven commands. Awards will be presented.

Between the first and second acts will be the 5 year, 10 year and performances from the two candidates. 20 year, 30 year and 40 year, charity command and candidate performances between the second and third acts. There is a monarch's dance.

12. **Other Items:** Emperor Clarmundo asked if we had attendants to bring people up and down the stage steps and anyone who can sign. We may have Uber discount cards. Emperor Terry asked what the status of the State regalia. Emperor Gerald said we are working with Nova to get things squared away. The septor will be done this week. Our empress state crown is being repaired. All of the crowns that need to be repaired have been repaired. She has made the three new crowns for our two empresses and new empress. She expects to have one back in time for coronation. Nova has also made a new set of state jewelry. In sum, we will have the state crown, septor, the repaired crowns and at least one crown to crown the new empress. Each of the new empress crowns will cost \$225 and the septor \$350. Empress Misha recapped our experience with Nova. Based on that based on Empress Jowana's proclamation, we were going to standardize the crowns. Nova was contacted to do a septor and earrings to replace what was lost. Nova threw in the mantel and other things. There was an additional fee paid for the mold created. Empress Jowanna clarified that the money obtained from Southern Kenny was to only replace the septor and earrings only. Nova was sent a picture of what the earrings that were lost looked like. Emperor Gerald suggested that the state jewelry be stored in Emperor Terry's safe.

14. **Board Member of the Year:** Emperor Clarmundo asked who approved the award. The board member of the year is usually recommended the board of director by the Secretary of the Board of Director and voted on by the governing board of directors. Emperor Terry shared that the E&E will choose this year who it is only and will be a secret until the night of coronation.

VIII. HIV/AIDS Bicycle Ride Donation Request

A. Grand Duchess Robert asked for CGNIE to secure a donation for the AIDS Life Cycle. Empress Michael made a motion to approve \$250. She later amended it to \$500 and Emperor Terry shared Faces would match it. A vote was taken. Motion carried.

The meeting was adjourned.