

Central Arizona Speculative Fiction Society
Minutes of the Board of Directors

2005

CASFS BOARD MEETING MINUTES – 01/28/2005

Meeting called to order at 9:10 PM.

Present Were: David, Ray, J.B., Stephanie, Lee, and Mark.

Missing: Jeff: No proxy.

Ratified business of general meeting. 6-0-0 Passed.

Applicant memberships: None

Old business:

1. Dave will seek another lawyer to render a legal opinion as to whether it is a good idea to allow Leprecon Inc to assume control of one of the sheds, so that the asset would be split between the two groups equally. Bill Bishop had indicated he was not qualified to render such an opinion.
2. Intellectual property procedure has yet to be generated. It will be left as an open issue that will be pursued as time permits.
3. Stephanie had forgotten to get the two additional stamps for the check disclaimer statement. She stated she will take care of it by the next meeting. Without this disclaimer, the funds from uncashed checks would revert to the State.
4. There is no issue with our JB's venue for the monthly CASFS meetings. We will be able to continue to use the site under current terms. They are happy to have us there.

New business:

1. Discussed possible CASFS logo and it was stated that Matt Fredricks has indicated he will allow us to use the logo he designed several years ago. The issue was being discussed pertaining to a possible sign or banner for the JB's site in line with other clubs that use the venue. (A possible recruitment tool as well). Lee will contact Matt, and get permission in writing for use of logo. Once this is obtained, a good copy of a scaled version of the logo will be made at Kinko's.
2. It was learned Jeff was sick through impressive realtime communications with Lee.

The meeting was adjourned at 10:27 PM.

CASFS BOARD MEETING MINUTES – 02/25/2005

Meeting called to order at 9:07 PM.

Present Were: David, Ray, J.B., Stephanie, Lee, Jeff and Mark.

Missing: None.

Ratified business of general meeting. 7-0-0 Passed.

Applicant memberships: None

Old business:

1. Dave will be speaking to another lawyer on Monday to render a legal opinion as to whether is is a good idea to allow Leprecon Inc to assume control of one of the sheds and/or if CASFS can or should co-own the asset with a non-501c(3) corporation.
2. Intellectual property procedure has yet to be generated. It will be left as an open issue that will be persued as time permits.
3. Stephanie has ordered two additional stamps for the check disclaimer statement. She stated we should be receiving them any day now. Without this disclaimer, the funds from uncashed checks would revert to the State.
4. Continued Discussion of the necessity of having a new CASFS logo available for letterhead, etc. Stephanie questions the quality of the Matt Fredericks logo. States that we could produce something very similar at very low cost, and without possible legal entanglements of current logo. Steph will take picture of her copy of the Fredericks logo, and put on the web for the board to look at, in order to determine course of action.

New business:

None.

The meeting was adjourned at 9:19 PM 5-0-1 Passed.

Meeting was reconvened at 9:26 PM to allow board to allocate \$40 for 250 additional copies of connotations to be printed for distribution at book festival. Voted 6-0-1. (Jeff had showed up by this time).

The meeting was adjourned at 9:28 PM. 7-0-0 Passed.

CASFS BOARD MEETING 4/1/2005 (March Mtg.)

Meeting Called to Order: 9:01 PM

Present were: David, Ray, J.B., Stephanie, Jeff, and Mark.

Missing: Lee (had sent virtual proxy to all other board members).

Ratified Business of general meeting. 7-0-0. Passed.

Applicant Memberships: None.

Old Business:

1. Legal opinion gained by Dave on shed issue suggests that it would not be advisable for assets in sheds to be co-owned due to tax laws related to 501 c(3) status of CASFS. Therefore a scheme for specifically identifying owner of property will be determined.
2. Stephanie has received the new check stamps, issue resolved.
3. Discussion pertaining to CASFS Logo. Print of Fredericks logo was viewed by board and there was vote of 5-0-2 that it will not be used. It was suggested that the board hold a contest to come up with a new logo. It would be communicated in May 10 issue of connotations. There would be a free con membership given as a prize. It was suggested that 3-4 finalist designs be obtained, then issue be put to vote by membership for final decision.

New Business:

1. The issue of pointers and links on CASFS web pages that still pointed to Con-Events site and Ivan Erickson's personal web pages was discussed. It was indicated that Darkcon had some similar obsolete references in their material as well. Consequently, the CASFS board is requiring that all CASFS-related materials must be removed from Con-Events and personal servers and be placed co-resident with CASFS materials on CASFS servers. It was further decided that there would be a 30-day time limit given to Mr. Erickson and/or any other necessary persons to complete the task.
2. It was mentioned by Dave with the intention that the Secretary record such in the minutes that the name "Hexacon Gaming Convention" has been registered with the Arizona Secretary of State, and that the names "Coppercon Science Fiction Convention" and "Connotations Newsletter" are registered as Arizona Trade names.

The meeting was adjourned at 9:59 PM, With a vote of 7-0-0.

CASFS BOARD MEETING 4/29/2005

Meeting Called to Order: 8:51 PM

Present were: David, Ray, J.B., Stephanie, Jeff, and Mark.

Missing: Lee (had sent proxy to Jeff George).

Ratified Business of general meeting. 7-0-0. Passed.

Applicant Memberships: None.

Old Business:

1. Legal opinion gained by Dave on shed issue suggests that it would not be in the best interests of CASFS to sell one of the sheds to Leprecon, Inc., or advisable for assets in sheds to be co-owned. This info was conveyed to the Leprecon Board at the quarterly meeting. There was discussion of issues pertaining to ownership of materials in sheds. Both the CASFS and Leprecon groups will assign representatives to go through materials in sheds and determine ownership of each item. Issue of ownership of glass cases discussed. Ownership is not known. Ray said he remembered that cases were donated, but that specific ownership was not established, since such issues were not rigorously pursued in the past. Ownership issue of cases will be established in a future discussion. Dave and Mark were appointed as CASFS representatives to have joint meeting at shed location with Leprecon representatives; date of meeting to be determined.
2. New shed usage and storage agreement was reviewed. It was deemed acceptable with a vote of 7-0-0, and will be conveyed to Leprecon Board.
3. It was determined that a contest will be created to solicit submissions for a new CASFS logo to appear on letterhead, etc. Dave will write up the contest document, which will appear in the next issue of connotations. The winner of the contest will get a free admission to a future CASFS event.
4. There were two attempts to e-mail Ivan Erickson about web site issues. Issues pertain to references to ConEvents, and Ivan's personal web space still remaining in several locations that need to be removed. The CASFS board is requiring that all CASFS-related materials must be removed from Con-Events and personal servers and be placed co-resident with CASFS materials on CASFS servers. Since there was no response, Dave will attempt to contact Ivan by phone.
5. It is noted in minutes that documents have been received from the State of Arizona confirming name registration for Hexacon and Coppercon. These documents will assist if there are any legal complications in the future about ownership of names.

New Business:

1. There is a requirement by the IRS for non-profit organizations, that they have a Conflict of Interest Statement as part of their documentation. A proposed statement was presented by Dave and discussed by the group. There is a sample statement on the IRS website titled "Instructions for form 1023" on www.irs.gov. Several members of the board indicated that they feel the proposed document is more restrictive than the language in the example cited above, and would like to see more emphasis on disclo-

sure, rather than restriction. There were some examples of activities discussed that could/would be beneficial to the Conventions that would be prohibited by the proposed language. It was mentioned that another example of a Conflict of Interest Statement would be nice to look at for reference in composing ours. Dave will come up with another draft that will be examined at the next meeting.

2. Mike Wilmoth had two written complaints addressed to the Board, concerning a alleged violation of privacy in confidential CASFS business that was conveyed to non-CASFS members through e-mail transmissions by the Corporate Treasurer (Stephanie). These were discussed at length. There will be further discussion after the complaints have been investigated by Dave, et al. It was mentioned that there is no definition of “confidential” business existing in any corporate documentation, thereby making it harder to determine the nature of the violation. It was also mentioned that with the inception of more and more rules and definitions, the ability to carry out routine business could be impaired.
3. The matter of Mike’s travel agent commission was discussed. There was mention of several individuals that stated they were not aware of the commission status of the Hotel contracts.

The meeting was adjourned at 11:06 PM, With a vote of 7-0-0

CASFS BOARD MEETING MINUTES 5/27/2005

Meeting Called to Order: 8:54 PM

Present were: David M Hungerford III, Ray Gish, J.B. Talbott, , Stephanie Bannon , Jeff George, and Mark Boniece.

Missing: Lee Whiteside (had sent proxy to Jeff George).

Ratified Business of general meeting. 7-0-0. Passed.

Applicant Memberships: None.

Old Business:

1. Both the CASFS and LepreCon groups have assigned representatives to go through materials in sheds and determine ownership of each item Dave and Mark were appointed as CAFS representatives to have joint meeting at shed location with LepreCon representatives; date of meeting to be determined.
2. New shed usage and storage agreement was reviewed. It was deemed acceptable with a vote of 7-0-0, and will be conveyed to LepreCon Board. Waiting for a response from them.
3. It was determined that a contest will be created to solicit submissions for a new CASFS logo to appear on letterhead, etc. Dave will write up the contest document, which will appear in the next issue of ConNotations. The winner of the contest will get a free admission to a future CAFS event. No progress yet.
4. There were two attempts to e-mail Ivan Erickson about web site issues. Issues pertain to references to ConEvents, and Ivan's personal web space still remaining in several locations that need to be removed. The CASFS board is requiring that all CASFS-related materials must be removed from Con-Events and personal servers and be placed co-resident with CASFS materials on CASFS servers. Since there was no response, Dave will attempt to contact Ivan by phone.
5. The board is in the process of generating a Conflict-of-Interest statement in accordance with Federal tax law for non-profit organizations. Verbiage of proposed agreement was discussed. The matter has been tabled until attorney is consulted, vote 7-0-0.

New Business:

1. Bob LaPierre submitted a Hotel contract for Hexacon 16, for the dates of October 12-15, 2006 to the board for approval, as required by bylaws. The contract had the name of David Hungerford III in the body of the contract, and was signed by same due to Sean's status as a minor at the present time. When Sean turns 18, an addendum to the contract will be created with the appropriate updates. Contract was approved 7-0-0.
2. Mike Wilmoth's written complaints addressed to the Board, concerning alleged violations of privacy in CASFS business that was conveyed through e-mail transmissions by the Corporate

Treasurer (Stephanie) were addressed by a proposed board resolution presented by Dave. A copy of the resolution has been appended to minutes. This was discussed at length. There was a vote on the resolution, which failed with a vote of 2-2-3 due to a lack of majority. There will be further discussion by the board members on e-mail in an attempt to make a new resolution that is acceptable to all members.

3. The matter of Mike's travel agent commission was discussed. Further discussion was postponed until legal opinion of whether or not a conflict of interest exists has been obtained from competent legal advisor. This advice will determine the boundaries of the argument. Voted to table 6-0-1.
4. Went over proposed CopperCon 26 Hotel contract submitted by Chairman Mark Boniece. The board found some changes necessary. (details)The contract will be reworked and resubmitted at a future meeting.
5. Mike Wilmoth approached the board wishing a response as promised for his wrongful discharge complaints from CopperCon 25, and HexaCon 15 submitted previously to the board. He felt in both instances that he was "accused, tried and convicted" without being given any chance to address issues the respective Chairmen had with him. The cases were discussed at some length, at which time, David indicated that these matters fall outside the province of the Board. This is because the Bylaws contain no escalation process to the Board for disputed hiring/firing decisions made by a convention chair. The only process outlined in the bylaws concerns disputes between the Chair and Banker. Mike expressed his dissatisfaction with this resolution, and was told by Dave that a change to the bylaws could be made encompassing this issue for the future, should he wish to follow the process laid out for such a change.
6. There was a clarification made that if a Board Resolution fails or passes by a vote conducted through e-mail, said decision would appear in the board minutes of the meeting immediately following the decision.
7. The issue of Lee's absences not allowing him to qualify for re-nomination to his board position was discussed. After rechecking the records carefully, it was determined that unfortunately, Lee does not qualify for a board nomination, even if he is present at the next meeting.

The meeting was adjourned at 10:43 PM, With a vote of 7-0-0.

CASFS BOARD MEETING MINUTES 6/24/2005

Meeting Called to Order: 9:29 PM

Present were: David Hungerford, Lee Whiteside, J.B.Talbott, Stephanie Bannon, Jeff George, and Mark Boniece.

Missing: Ray Gish

Ratified Business of general meeting. 6-0-0. Passed.

Applicant Memberships: Erin Lewis /Vote to allow 6-0-0. Passed.

Old Business:

1. Shed property ownership division – LepreCon Representative Ray Gish is in the hospital, so the meeting at the shed has been delayed. It will be rescheduled at a time to be determined later
2. Property storage and usage agreement – still waiting for a response from the LepreCon Inc Board.
3. CASFS letterhead/logo contest – David will write up the contest document, which will appear in the next issue of ConNotations. No progress yet.
4. Hex 13 and 14 web sites being hosted elsewhere – Attempts to contact Ivan have continued to fail.
5. In a related matter, there was discussion of the way the relationship between Ivan's company, ConEvents, LLC., and HexaCons 13 and 14 is presented on the ConEvents web site. It appears to the Board that Ivan is claiming that it was ConEvents and not Ivan Erickson personally that ran gaming and created the web sites. This is simply not so. There was never any contractual relationship between ConEvents and CASFS, and for Ivan to imply that there was jeopardizes our 501(c)3 status. The Board determined that David would write a letter to Ivan to attempt to resolve these issues.
6. It was pointed out that Ivan Erickson is claiming ownership of the logos that he created for HexaCons 13 and 14. We are uncertain whether this is a viable claim. We determined that, if he does own them, we would like him to relinquish ownership of the logos to CASFS.
7. Conflict-of-Interest Policy - no progress. Tabled until attorney is consulted.
8. The Board discussed the two complaints filed by Mike Willmoth further. Some of the Board members thought that there should be an apology issued in the matter of the email to LepreCon 31 committee members also going to people not on the LepreCon 31 committee. It was noted that apologizing for something that we'd just declared to be not a problem was a very strange thing to do. In the end, the Board decided no further action was needed.
9. Mike's travel agent commission – According to preliminary legal opinion obtained, the commission on its own is not illegal. However for such an agreement to be formally entered into a written

agreement is necessary between the parties. Said agreement must be between Mike Willmoth and the CASFS Board of Directors and include a full disclosure of all the terms of any compensation Mike Willmoth might receive from the hotel. The matter of lack of formal agreement and lack of disclosure by Mike Willmoth in past arrangements has yet to be addressed. A complete, written legal opinion is in the works, and should be in the hands of the Board shortly.

10. CopperCon 26 hotel contract – Mark brought a revised version of the contract before the Board. The Board found that all these issues except one had been resolved satisfactorily, but that that one issue did need to be fixed. The contract will be reworked and resubmitted at a future meeting.
11. Mike's complaints about being removed as Hotel Liaison – There was more discussion on this issue. It was determined that the Board resolution noted in last month's minutes had settled the issue.
12. How to record business conducted online – It was determined that business conducted online in a given month should not be folded into the next regular meeting's minutes, but rather should be recorded in a separate document, as though it were a separate meeting.

New Business:

1. Stephanie presented a legal opinion that had been issued on 10/05/96 for discussion, that clearly states that Board vote proxies are invalid, and as such, all Board votes must be made in person. This invalidates the previous proxy method the Board had been using, allowing Board members to give another member a proxy in their absence for the purpose of casting their vote for them. The legal opinion also addressed a lot of other stuff that would seem to require discussion, this to be addressed at a future meeting.

The meeting was adjourned at 10:57 PM, With a vote of 6-0-0.

**Minutes of the Online Board Discussion
May-June 2005**

Issue 1:

Mike Willmoth, on behalf of LepreCon, Inc. has filed a complaint with the CASFS Board at the May meeting concerning an email Stephanie sent to members of the LepreCon 31 committee, in which she mentions that LepreCon 31 owes ConNotations money.

Specifically LepreCon Inc states:

- 1) It is LepreCon's contention that this publicized confidential business between LepreCon 31 and ConNotations.
- 2) LepreCon additionally contends that Stephanie sent the email to persons not members of the LepreCon 31 committee, compounding the offense.
- 3) I'm not certain if this is part of the official complaint or not, but Mike has also claimed that the only place Stephanie could have obtained the email address she used to send Jean Goddin the email would be the CASFS Fan Master database.

Discussion was held from May 30, 2005 thru June 21, 2005 at which time the following resolution was proposed and voted on:

Resolution 1a

Resolved: It is the opinion of the CASFS Board of Directors that Stephanie Bannon did not violate any CASFS bylaw, rule, or policy, nor did she act against CASFS' interests in sending the email about which LepreCon, Inc. has complained.

Voting from Tuesday June 21 thru 11:59pm, Wednesday, June 22nd, 2005

Final Vote: 5 for –0 against- 1 abstain – 1 not voting

David will communicate the results to LepreCon Inc.

Issue 2:

Mike Willmoth, on his own behalf as a CASFS member, has filed a complaint with the CASFS Board concerning an email Stephanie sent to the AniZona, Inc. Board of Directors and the Chairs and Bankers of HexaCon 15 and CopperCon 25, in which she asks Mike about his arrangements with the convention hotels for AniZona 1 and 2, HexaCon 15 and 16, and CopperCon 25 and 26.

Mike's contention is that this was asking him to reveal confidential CASFS business to AniZona Board members not affiliated with CASFS. (He also similarly contends that this was asking him to reveal confidential AniZona business to CASFS members not affiliated with AniZona, but that complaint is not within our purview to decide.)

Discussion was held from May 30, 2005 thru June 21, 2005 at which time the following resolution was proposed and voted on:

Resolution 1b

Resolved: It is the opinion of the CASFS Board of Directors that Stephanie Bannon did not violate any CASFS bylaw, rule, or policy, nor did she act against CASFS' interests in sending the email about which Mike Willmoth has complained.

Voting from Tuesday June 21 thru 11:59pm, Wednesday, June 22nd, 2005

Final Vote: 5 for –0 against- 1 abstain – 1 not voting

David will communicate the results to Mike Willmoth.

CASFS BOARD MEETING MINUTES 7/29/2005

Meeting Called to Order: 9:39 PM

Present were: David Hungerford, Bill Whitmore, J.B.Talbott, Stephanie Bannon, Jeff George, and Mark Boniece.

Missing: Ray Gish

Ratified Business of general meeting. 6-0-0. Passed.

Applicant Memberships: None.

Old Business:

1. Shed property ownership issues resolved, Meeting was held Wednesday, July 27 at shed location. Those attending were Mark Boniece and David Hungerford for CASFS and Mike Wilmoth for Leprecon, Inc. Ray Gish was extremely ill, and so could not attend as originally Intended.
2. Still waiting for a response from Leprecon board on new shed usage and storage agreement. This will probably happen after Leprecon board meeting in August.
3. Organization needs a logo to put on letterhead, etc. Dave will write up the contest document, which will appear in a future issue of connotations. The winner of the contest will get a free admission to a future CAFS event. No progress yet.
4. Concerning items 4,5 and 6 on 6/29/2005 Board Minutes under "Old Business" referring to several issues related to Ivan Erickson. The board approved a draft letter presented by David to be conveyed to Ivan ASAP. The vote was 6-0-0.
5. The matter of the conflict-of-interest statement being worked on by the board in accordance with Federal requirements is still tabled until attorney is consulted. Stephanie stated that she would assume direct responsibility for contacts with lawyer for the purpose of obtaining needed legal opinions, and this particular matter should be addressed soon after Hexacon.
6. Further discussion on Mike Wilmoth's complaints. Jeff George requested that the updated minutes from the last meeting be amended as required to reinsert the following language that was removed from the original minutes in error: "After a lengthy discussion it was decided that since Stephanie Bannon had already apologized at the Leprecon board meeting, no further apology was necessary from either Stephanie or the board".
7. Formal Legal Opinion concerning Mike's travel agent commission is to be prepared by the Lawyer that Stephanie is contacting about other matters referred to above. Item remains tabled.
8. Board reviewed remaining updates to Coppercon 26 contract. It was determined that there were no more issues with latest version of contract. The financial ramifications of a 4-day convention vs. a 3-day convention were discussed briefly. The board voted to accept the contract with a Vote of 5-0-1.

9. The board approved a draft letter to Leprecon, Inc. that consisted of a copy of Board Resolution 1-A (appended) as a final response to the privacy violation complaint issued by Mike Wilmoth on behalf of Leprecon, Inc. 4/29/2005. The vote was 5-0-1.

The resolution reads as follows:

“Resolved: It is the opinion of the CASFS Board of Directors that Stephanie Bannon did not violate any CASFS bylaw, rule, or policy, nor did she act against CASFS’ interests in sending the Email about which Leprecon, Inc. has complained”.

New Business:

1. The board was presented with a proposed contract for Coppercon 27 by convention chair, Bob LaPierre. The contract was reviewed and discussed. The Board voted to approve the contract 6-0-0.
2. It was recalled that there were still several items on the Legal Opinion dated 10/05/1996 dredged out of Oblivion by Stephanie recently that needed to be gone over. However, it was determined that since we were running quite late, and the Restaurant was about to close, the further consideration will be tabled until a future meeting.

The meeting was adjourned at 10:49 PM, With a vote of 6-0-0.

Online Business:

1. During online voting by the board members on or about 8/18/2005 the appended resolution was passed by a vote of 4-1-1.

At 12:27 AM 8/18/2005, David M. Hungerford III wrote:

>RESOLVED, that CopperCon 25 shall be permitted to email members of
>CopperCon 23 and CopperCon 24 who are not on the No Contact list for
>the purpose of advertising CopperCon 25.

**Minutes of Business Conducted On-line by the CASFS Board of Directors
July 2005**

Item 1: Donated Printer

On July 3, 2005 Stephanie Bannon informed the board that the HP4L printer donated to CASFS by Proctor and Gamble approximately 8 years ago no longer works. She further informed the board that it would cost more to repair the printer than it would to replace it. She requested permission to throw it away.

A **motion** was made to allow the printer to be thrown away.

Vote: 5- for, 0-against, 0 – abstain, 2 – not voting

Item 2: Manual Credit Card Imprinter

On July 3, 2005 Stephanie Bannon informed the board that the old manual credit card imprinter is no longer was valid or useful and that it would cost too much to make it useful. She further noted that in this day of Paypal and ATMs it was not necessary to have this item. She requested permission to throw it away.

A **motion** was made to allow the printer to be thrown away.

Vote: 5- for, 0-against, 0 – abstain, 2 – not voting

Item 3: Yahoo

On July 13, 2005 Stephanie Bannon informed the board that a Yahoo ID had been created in order to allow new board members with a Yahoo ID log on and read the past discussions of the CASFS Board

MINUTES 08/26/05 - CASFS BOARD OF DIRECTORS

Present - Dave Hungerford, Bill Whitmore, Stephanie Bannon, Mark Boniece, Bob LaPierre.

Missing - JB Talbot, Jeff George.

Business of Meeting ratified 5-0-0.

No candidate memberships.

Old Business:

1. Shed usage agreement has been approved by both the CASFS, Inc., and Leprecon, Inc. Boards. Therefore, it is now in effect. Copies will be generated to be signed.
2. The logo contest materials to be placed in upcoming edition of Connotations, have been partially written, and should be done soon.
3. The board has received a reply from Ivan Erickson to the letter the board had sent to him recently, outlining issues principally concerning representations on his CON EVENTS website. It was decided that discussion was premature, since the newly elected board members had not seen it yet. Voted to table discussion 4-0-1.
4. Work on conflict of interest statement tabled 5-0-0.
5. Formal legal opinion on the matter of Mike's travel agent commission tabled pending results from attorney 5-0-0.
6. Dave will scan in legal opinion from 10/05/96, allowing for online distribution/discussion; relevant portions will be discussed at a future meeting.

New Business:

1. The board discussed responsibility for objects that come from the sheds that come back from conventions missing or broken. It was determined that it is the responsibility of the convention to notify the board of such when it occurs. The board will then determine disposition and responsibility.
2. The board voted 5-0-0 for an appropriation of \$50.00 to buy new tubs to replace damaged ones in the shed holding various stuff.
3. Stephanie proposed an amendment to the recently approved Coppercon 2006 Contract. She stated that the amendment was necessary to address problems with the Mission Palm Hotel related to inappropriate access of function space during conventions that was not consistent with agreed protocols. The amendment makes the hotel responsible for all stolen or damaged property in the function spaces, and provides for a large penalty for breaches of security obligations by hotel staff. The discussion will be taken online, since two board members not present.

Meeting Adjourned at 11:02 PM.

Online Minutes 8/27/05 through 9/30/05

1. The board discussed the proposed Coppercon 2006 Contract Amendment, and subsequently voted to accept the amendment, and directed the convention chairman to either get the amendment signed the way it was, or negotiate something else acceptable to the board by 9/19/2005. If a satisfactory amendment could not be negotiated, the board would require a change in venue for the convention. Vote was 6-1-0.
2. After negotiations, the Hotel agreed to accept the amendment provision providing for their responsibility for theft or damaged property in function space, but would only agree to a \$25 penalty for access violations by hotel staff, instead of the \$500 in Stephanie's amendment. The Hotel management also proposed some different access terms that they felt would lessen the probability of violations occurring.
3. The board discussed the matter and was in general dissatisfied with the reduced penalty and new access terms. The refusal of the Hotel to accept the \$500 penalty was perceived by some as "A tacit admission by the Hotel that they could not control their staff", and that they "knew" violations would occur, and so wanted the reduced penalty to cut their losses.
4. The board voted on a proposed wording for an amendment generated by the Coppercon Chairman, the resulting vote of 3 aye, 3 nay and 1 not voting, caused the proposal to fail.
5. The board then voted 7-0-0 for an extension of the negotiation period to 9/30/05 to allow for an attempt by the convention chairman to secure the full \$500 penalty clause, or something close.
6. The board then discussed wording of an acceptable amendment, David generated some wording, which most board members seem to be able to live with.
7. The Coppercon Chairman will deliver the final Hotel negotiating position, and the final determining vote on that position will be cast in the board portion of the CASFS general meeting on 9/30/05.

MINUTES 09/30/05 - CASFS BOARD OF DIRECTORS

Present - Dave Hungerford, Bill Whitmore, Stephanie Bannon, Mark Boniece, Bob LaPierre, JB Talbot, Jeff George.

Missing - None

Business of Meeting ratified 7-0-0.

Candidate memberships - Kevin King - Voted to accept 7-0-0.

Old Business:

1. Shed usage agreement has been approved by both the CASFS, Inc., and Leprecon, Inc. Boards. Therefore, it is now in effect. Copies will be generated to be signed.
2. The logo contest has been placed in the current edition of Connotations. Board voted 7-0-0 to approve using a membership for one of next year's CASFS conventions as a prize.
3. The board had received a reply from Ivan Erickson to the letter the board had sent to him recently, outlining issues principally concerning representations on his CON EVENTS website. Voted to table discussion 5-0-2.
4. Work on conflict of interest statement tabled, until lawyer consulted 7-0-0.
5. Formal legal opinion on the matter of Mike's travel agent commission tabled pending results from attorney 7-0-0.
6. Dave will scan in legal opinion from 10/05/96, allowing for online distribution/discussion; relevant portions will be discussed at a future meeting.

New Business:

1. The board discussed responsibility for damaged/missing objects that come from the sheds. It was noted that some damage occurred at the last Coppercon. It was pointed out that even though the conventions have a reporting requirement, it doesn't mean that the Quartermaster is not making an official report that shows any damage. It was determined that it was the obligation of convention personnel (i.e. logistics, convention Chair, etc) to report any damage that has occurred during the event. Initial financial responsibility is that of the convention; the convention needs to attempt to resolve the situation.
2. A contract amendment to the recently approved Coppercon 2006 Contract was required by the board and negotiated by the Coppercon 2006 chairman. It addresses problems with the Mission Palm Hotel related to inappropriate access of function space during conventions that was not consistent with agreed protocols; makes the hotel responsible for all stolen or damaged property in the function spaces, and provides for a \$250 penalty for breeches of security obligations by hotel staff. The board voted to accept the final version of the negotiated amendment 7-0-0. The Convention chair will get the Hotel to sign, then will obtain final signatures at the next CASFS meeting on 10/14/2005.

Meeting Adjourned at 10:04 PM.

Online Minutes 10/1/05 through 10/14/05

1. The board was discussing some security issues related to the recent Coppercon convention for several days, during which several areas of concern were identified.
2. The board then received a long E-mail from convention attendee and/or volunteer Sarge (Kelly Sabucco) outlining a series of issues pertaining to Security, convention Office, and convention Banker conduct at the recent Coppercon convention.
3. After discussion, it was determined that four basic areas of concern existed in the document. The board voted to pursue all four issues (final tally not available at this writing, but clear majority established). The vote means that the board will conduct a hearing on the issues, and make decisions on the validity and outcome during the Board meeting on 10/14/2005.

MINUTES 10/14/05 - CASFS BOARD OF DIRECTORS

Present - Dave Hungerford, Bill Whitmore, Stephanie Bannon, Mark Boniece, JB Talbott, Jeff George.

Missing - Bob LaPierre

Business of Meeting ratified 6-0-0.

Candidate memberships - None.

Old Business:

1. Shed usage agreement has been approved by both the CASFS, Inc., and Leprecon, Inc. Boards. Therefore, it is now in effect. Copies will be generated to be signed.
2. The logo contest has received an entry. Hope was expressed that we receive more entries.
3. The board had received a reply from Ivan Erickson to the letter the board had sent to him recently, outlining issues principally concerning representations on his CON EVENTS website. Voted to continue to table discussion 5-1-0.
4. Work on conflict of interest statement still tabled, until lawyer consulted.
5. Formal legal opinion on the matter of Mike's travel agent commission still tabled pending results from attorney.
6. Dave will scan in legal opinion from 10/05/96, allowing for online distribution/discussion; relevant portions will be discussed at a future meeting.
7. Further discussed issue of responsibility for missing/broken CASFS stuff. There was a proposal that in approximately one month there will be a art flat repair party. This was approved 5-0-1.

New Business:

1. The board discussed the four issues resulting from Sarge's letter to the board concerning events at the recent Coppercon Convention. A response that had been formulated online will be sent to Sarge via E-mail (since this was how the original letter was sent) ASAP by Dave. It was also noted that Kim Martin was not present at the general meeting, and thus discussions with her about some of the issues would not be possible.
2. Issue #1 - Matt & Shawn were in body painting panel, and were under-age (17). It was noted that both were there with parental approval. It was also noted that in the past, the age issue with body painting panel was discussed, and made clear that under 18 was not allowed. It was determined that this is unacceptable, and that a directive will be issued to Rick to not do it again.
3. Issue #2 - Further allegations related to conduct of Security personnel while on duty. Rick describes the important part of the allegation as false. The board determined that the named party does not conform to the allegation. It was also determined that a written code of conduct for security personnel would be a good idea.
4. Issue #3 - The Convention Office was closed at various times when it was supposed to be open. Noise complaints were being forwarded to room 2004 instead of being handled. Kim had hung up on several callers to the office. It was noted that the Hotel contract states that the office will be available as a contact point for the Hotel Staff 24 hours a day during the run of the convention. It was also noted that the Con Office is to be used for Convention purposes such as storage of convention materials, and not as personal or Banker space. Also noted was that the Banker is free to use their personal room as an office and keep whatever hours they wish, but that "Banker's Office" is not a convention-sanctioned function, and as such does not supplement or supersede the functions of the Convention Office, and will not be paid for by the convention. The board determined that a directive will be issued to the effect that there needs to be 24 hour coverage at the Con Office, and that the door would remain unlocked/open. It was stated that the Office should not be closed at any time for any reason. A warning will be issued to future Chairs/Bankers to cover this. Stephanie has volunteered to write some job descriptions to include Con Ops position.
4. Issue #4 - The Convention Office was used for personal purposes at various times. Admission was not given to convention Chair. Requests to store convention items in the Office in traditional manner were refused. It was determined by the board that the use of Office for Banking had compromised the use of the area as Convention Office. By a vote of 6-0-0 it

was the opinion of the board that Financial Procedures had been violated by Kim Martin. It was directed by vote of 6-0-0 that Kim pay for one room night, and that an explanation be given that Convention storage and access always has first priority when Convention pays for room. David will deliver the board requirements to Kim.

Meeting Adjourned at 10:31 PM.

Online Minutes 10/15/05 through 11/11/05

1. The board discussed at some length the verbiage of the communication to Rick regarding security issues. A communication was issued, then a vote of 7-0-0 required that the wording be revised and re-issued.
2. The board also discussed further the issues related to improper usage of the Convention Office at Coppercon, and a response from Kim to the complaints, and Board actions.

MINUTES 11/11/05 - CASFS BOARD OF DIRECTORS

Present - Dave Hungerford, Bill Whitmore, Stephanie Bannon, Mark Boniece, JB Talbott, Jeff George.

Missing - Bob LaPierre

Business of Meeting ratified 6-0-0.

Candidate memberships - None.

Old Business:

1. Shed usage agreement has been approved by both the CASFS, Inc., and Leprecon, Inc. Boards. Therefore, it is now in effect. Copies will be generated to be signed.
2. The logo contest has received another entry, this time from Ivan Erickson. The board voted 6-0-0 to accept both entries received so far, and pass them on to membership for final vote.
3. The board asked Ivan Erickson to discuss with his lawyer the appropriate wording to indicate that efforts of Ivan, dba ConEvents LLC were donated to Hexacon 13 and 14 conventions. It is the board's opinion that the current wording on Ivan's website implies that there was some kind of contractual arrangement between the two corporations, which was not the case, and could cause potential problems, since CASFS is a non-profit corp. and Con Events is a for-profit corp.
4. Ivan indicated he wanted a "nice" (non-demanding) letter asking for perpetual, irrevocable royalty-free usage permission for the Hexacon 13 and 14 logos to be given to CASFS.
5. The board requested that Ivan give permission to download complete current copies of Hexacon 13 and 14 web pages (not including the database portion), for historical archive purposes to be placed on the CASFS website. This issue will also be addressed in the aforementioned letter.
6. The board voted 5-1-0 to send the letter, and it was determined that the board secretary (Mark) would write the letter on behalf of the board.
7. Work on conflict of interest statement still tabled, until lawyer consulted.
8. Formal legal opinion on the matter of Mike's travel agent commission still tabled pending results from attorney.
6. Dave stated he would scan in the board's legal opinion from 10/05/96 soon. This will allow for online distribution/discussion; relevant portions will be discussed at a future meeting.
7. The board further discussed issue of responsibility for missing/broken CASFS stuff. It was determined that the board will find out from Wally what the current status of the action required to resolve. It was further determined that no board action was necessary at this time.
8. The four issues pertaining to Rick and Kim's conduct at the recent Coppercon Convention were further discussed, and it was decided to let the situations go their own courses for at least another month, before any further discussion of those issues.

New Business:

1. Dave wanted Mark to communicate to Wilgar OTDO that it would be highly desirable for the captions on his photo archive from the Dark Ones party that took place at the hotel during Hexacon this year to be changed from "Hexacon Party" to "Party at Hexacon" to forestall the conclusion that the party was in some way a convention-sponsored activity.

Meeting Adjourned at 10:23 PM by a vote of 4-1-1.

Online Minutes 11/12/05 through 12/09/05

1. The board discussed moving the monthly board meeting to make it more feasible for Board Member Bob LaPierre to attend the meetings. At this writing a discussion/vote was in progress on this issue.

MINUTES 12/09/05 - CASFS BOARD OF DIRECTORS

Present - Dave Hungerford, Bill Whitmore, Stephanie Bannon, Mark Boniece, JB Talbott, Jeff George.

Missing - Bob LaPierre

Business of Meeting ratified 6-0-0.

Candidate memberships - None.

Old Business:

1. Shed usage agreement has been approved by both the CASFS, Inc., and Leprecon, Inc. Boards. Therefore, it is now in effect. Copies will be generated to be signed.
2. It was determined that there should be a vote by the membership to determine the logo contest winner at the January meeting.
3. The board wrote Ivan Erickson a letter to ask him to discuss with his lawyer the appropriate wording to indicate that efforts of Ivan, dba ConEvents LLC were donated to Hexacon 13 and 14 conventions, and asking for perpetual, irrevocable royalty-free usage permission for the Hexacon 13 and 14 logos to be given to CASFS, and requesting that Ivan give permission to download complete current copies of Hexacon 13 and 14 web pages (not including the database portion), for historical archive purposes to be placed on the CASFS website.
4. Work on conflict of interest statement still tabled, until lawyer consulted.
5. Formal legal opinion on the matter of Mike's travel agent commission still tabled pending results from attorney.
6. Dave scanned in the board's legal opinion from 10/05/96. This will allow for online distribution/discussion; relevant portions will be discussed at a future meeting.
7. The board further discussed issue of responsibility for missing/broken CASFS stuff. Stoll need to find out from Wally what the current status of the action required to resolve. The board voted 6-0-0 to authorize \$5.00 in expenses for quartermaster to visit Walley in furtherance of the retrieval of the CASFS shed assets in his possession.
8. The four issues pertaining to Rick and Kim's conduct at the recent Coppercon Convention were deemed closed. Only open issue was room reimbursement from Kim.
9. Dave wanted Mark to communicate to Wilgar OTDO that it would be highly desirable for the captions on his photo archive from the Dark Ones party that took place at the hotel during Hexacon this year to be changed from "Hexacon Party" to "Party at Hexacon" to forestall the

conclusion that the party was in some way a convention-sponsored activity. Will be done soon.

New Business:

The board discussed briefly that the attempt to move the board meeting to another time failed.

Meeting Adjourned at 10:07 PM by a vote of 5-0-1.

Online Minutes 12/09/05 through 01/26/06

1. The board discussed the intellectual property procedure.
2. The matter was addressed of what to do about the CASFS Book Festival booth, and whether it was feasible and proper under 501c(3) regulations for CASFS to have a co-located booth near/next to Leprecon Inc this year, as in the past. This is still under discussion at this writing.
3. It was found that the response to Sarge's letter of several months ago complaining about activities at Coppercon was incomplete, and should be resolved as soon as possible.