



HMGS, INC

Historical Miniatures Gaming Society

Non Profit Tax ID # 52-1463458

25 West Courtland Street – Bel Air, MD 21014

www.HMGS.org

DRAFT FOR MEMBERSHIP APPROVAL

Minutes of Special Membership Meeting October 29, 2010

On Friday, October 29, 2010, the Membership of the Historical Miniatures Gaming Society met for the Special Membership Meeting in the Hopewell Room – Lancaster Hotel and Resort, Lancaster Pennsylvania.

Call to Order

The President, Eric Shanoltz called the meeting to order at 8:18pm.

Directors present

President – Eric Shanoltz

Executive Vice President – James Petrie

Treasurer – Frank Preziosa

Vice President for Member Communication / Outreach – Heather Blush

Director of Education – Paul Delaney

Secretary - Michelle Preziosa

Director(s) Absent:

Director at Large – Louis Desy, Jr.

Quorum Determination:

Secretary, Michelle Preziosa, reported that there was a quorum of 40 members present.

Membership Attendance Roster – attachment #1

Agenda

Quorum determination

Call to Order

Reading of General Membership Meeting Minutes – 4 sets

Old Business

New Business (to include resolution of Procedural Issues)

Officers' Reports

Standing Committee Reports

Adjournment

Past Membership Meeting Minutes

Secretary, Michelle Preziosa, had minutes with the dates of: March 14, 2009 – July 18, 2009 – March 13, 2010 - passed out to the membership as they arrived and to those that were already seated.

Michelle Preziosa explained the method of approval for the past Membership Meeting minutes:

- The minutes were posted on the HMGS, Inc home web-site for membership to look at



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- Asked the membership to read through them as the meeting progressed and to please notate any corrections or inconsistencies.
- If there are any corrections, please notate them on paper and give them to the Secretary.
- Before the end of the meeting if there are no corrections – the minutes will be put to a motion and voted upon by the attending membership.

Old Business

Update on the Baltimore Convention Center and Sheraton Hotel contracts

(Please note: as the meeting progressed the Secretary bulleted the answers from the questions asked by the membership as they arose)

President, Eric Shanoltz, requested anyone that was not an HMGS, Inc member to please leave the room.

Eric Shanoltz proceeded with the Baltimore Convention Center update;

- HMGS, Inc does currently have a suit filed by the City of Baltimore who is the owner of the Baltimore Convention Center.
- The suite was filed on July 23, 2010 and HMGS, Inc. was not served until late August 2010.
- BCC is asking for the remainder of the contract.
- HMGS, Inc is attempting a settlement agreement with the BCC
- At the time of this meeting, the Sheraton Hotel has not filed any form of suit against HMGS, Inc

Member question from floor:

Mitch Osborne – “Maybe this isn’t the right time to get into it, but I am curious, what were we supposed to get for so much money? I mean we got the convention center – what the hell were we getting from the Sheraton?”

Bob Giglio, Historicon Director –

- There were two contracts signed (by Pete Panzeri, the then President and POC for all things BCC/hotel related to the move to Baltimore) with the Sheraton Hotel Inner Harbor, one for 2010 and one for 2011, each for a guaranteed room block, guaranteed food and beverage clause, and guaranteed parking.
- Each of the two contracts was for a total of 358 rooms over 5 days at \$189/room (plus 13.5% tax); HMGS owes 80% of this due to the cancellation, or if unfilled if the convention would have occurred, then we would have owed up to 80% after the convention, and
- A guaranteed Food and Beverage clause of \$2,000 (plus 20% service charge, plus 13.5% tax), plus



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- An agreement for the open parking lot (owned by the Sheraton Inner Harbor) adjacent to the BCC and the church which was going to be used for vendor parking, costing HMGS \$8.00 per day x 50 spaces for 4-5 days or \$2,500 total for the week.”
- Eric Shanoltz explained to the membership that HMGS, Inc. is trying to work for some kind of settlement as HMGS, Inc has negotiations in place as of this meeting with the BCC.

Member question from the floor:

Jim McWee – “Do we know if there is a statute or how much time they (the Sheraton) have to file?”

Member Mitch Osborne responded: “I don’t know what Maryland has, but the statute of limitations on contracts runs around 2 or 3 years, depending on the state – so it’s quite a while.”

Member question from the floor:

Paul Olsansky – “And has anyone thought about , I am just throwing this out there, bankruptcy protection? Say if it goes worst case scenario – can a non-profit go bankrupt and still be soluble?”

Eric Shanoltz responded in the affirmative

Member question from the floor:

Mitch Osborne – “Has HMGS filed their answer in court? Because if they’ve (BCC) served it, we’ve got to respond.”

Eric Shanoltz responded –

- HMGS Inc. has gone into non-binding mediation and has not as of this date received an answer, and no the HMGS Inc. lawyers have not filed an answer.

James Petrie took the floor with further comments:

- HMGS, Inc was served with the papers where there are a series of blocks on the papers about what the plaintiff is willing to do in the course of the suit and they (BCC) are the ones who marked “this case is appropriate for mediation”.
- They (BCC) marked it even before they even spoke to us (HMGS, Inc.) this is not a promise of anything but showed that they were willing to discuss it. So, HMGS Inc. responded in the positive.

Member question/statement from the floor: Member name unknown

Has anybody asked our lawyers if all the stuff going on, on the Yahoo site hurting our cause? Heavily moderate it or do whatever, but if it is hurting our cause then it’s time to get rid of it or do whatever we’ve got to.



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- Bob Giglio stated - The one thing on the yahoo site is that it's a closed group so it's harder for someone to slip in – the problem is when someone says something on Yahoo and then it goes to TMP.
- It is a concern of the Board of Directors - because with the Yahoo forum site a person has to be an HMGS, Inc. member to get in and then have to be approved. Basically it is closed information but once it's taken from there and it's spread elsewhere then that's when it becomes an issue.
- It could also be hacked , it is a liability and it is absolutely something the Board of Director's could discuss at their next meeting.

Member question from the floor:

John Drye – Have the lawyers comments on whether it makes any difference whether or not something is posted on the HMGS forum or TMP forum – is it equally harmful? I mean, why close the HMGS Forum?

- Heather Blush suggested we can certainly put a policy in place that any postings that are made in regard to the lawsuit are going to be removed or moderated, as it is a valid concern.
- An unknown HMGS, Inc member stated - Actually . . . not to moderate it, because once one starts moderating then it becomes that persons judgment on what (can and cannot be said).

Heather Blush took the floor with a further explanation:

- It is a slippery slope, I completely understand which is why what I just stated was – if there is any posting that is in regard to the ongoing litigation that posting would be removed but other than that – I am not going to cut and paste or decided what you can say and what you can't say. We'll have to look at it – I mean it is something we will have to talk about – I agree with you – I would prefer that it not be moderated, but I can't guarantee that nobody is going to put something out there that's not going to hurt us, so you know, and my duty is to protect the corporation.
- Unknown HMGS, Inc. Member stated - Well one thing even if you were able to remove a posting - the time that the posting was up could still cause damage. I mean once it hits the internet, you guys are sunk. You can not, even if its two minutes on the website, once it posted you guys are dead ducks.
- Heather Blush stated - there is a setting I can change so that messages go into a cue – they don't automatically get posted and I would have to read them and then post/allow them through and there it would get stopped before it hit the open forum. There are options. There are tools.

Member question from the floor:

Scott Landis - Can we take a break for a minute and go through the minutes and get them approved since I came in so I can go back to my game?



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- The membership was asked if they had a chance to read them and were asked if there were any issues.

Member question from the floor:

Tim Bourdess - With due respect these minutes tell me nothing about what happens? for example, March 13, 2010 set, page 3, Heather Blush reported on the Outreach section of HMGS in answer to numerous questions in reference to clubs, education, scholarship options and her plans for future endeavors. What's that telling me about the nature of that discussion?

- Michelle Preziosa and Orest Swystun both stated that the minutes are done in accordance to Robert's Rules of Order. They state motions made, pertinent facts and reports.
- Frank Preziosa stated -That's the biggest problem for not coming to membership meetings. If a member doesn't come to the membership meeting, you don't see (hear) what's going on(said). What you will get is the cut down version of which you just read.
- Orest Swystun stated - What it tells you is that it was discussed and (for) example if you weren't at the meeting, that gives you an opportunity to actually send an email or an inquiry to one of the BoD members or to the officer that gave the report and to ask for a full report. Some of these reports actually do get posted - imagine every report that we have these minutes would then become 60, 70, 80 pages long - so it can't happen.

Member question from the floor:

Tim Bourdess – “They don't have to be 60,70, 80 pages long, they can be a little fuller where more information is conveyed and it doesn't look like there is an effort to not provide information – I mean this is so top level its – I came, I sat, I left.”

Orest Sywstun took the floor for further explanation:

Right but again, I am not trying to – I am just trying to recognize the fact that literally that's all they are supposed to say. According to Robert's Rules, that's all they are supposed to say – example and then you go. Suggest that they would be in HTML format and you would say “Heather gave a report and that would be a link and you would click on that link and okay – but we are not there yet.

Discussion was brought back to issue at hand – the passing of the minutes.

Motion

Eric Shanoltz made a motion to accept the minutes of March 14, 2009 – July 18, 2009 – March 13, 2010.

Ronald Keech seconded.



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Motion passed by majority vote of the attending members.

Secretary, Michelle Preziosa, stated that she will make an effort to include more highlights to the membership meeting minutes.

Member question from the floor:

Chris Hughes – “I have a question, an inquiry about the Sheraton in Baltimore. Are there other hotels?”

- No, there are no any other hotels; they have all been settled with no cost to HMGS, Inc.

Member question from the floor:

Tom Semian – “I have a question about the other hotels? You said they’re settled other than the Sheraton?”

- The other hotels have accepted the fact that HMGS, Inc. canceled the contract (with the BCC) and it wasn’t an issue with them, sufficient notice was given.
- There’s no liability so there’s no payment.

Officers’ Reports

Treasurer

Frank Preziosa

- Frank Preziosa took over as Treasurer when Dudley Garidel stepped out in July 2010.
- Since then, it’s been a little slow on some of the financials that were coming out, but it’s possibly due in part because of the way things come in to the bookkeeper.
- It is now caught up as September’s financials went out on October 25th.
- We still look good, we see that Cold Wars made a decent amount of money, Historicon made, roughly \$10,000.00 they are posted on the forum for anyone to look at.
- If any HMGS, Inc member has any questions about the treasury at all, they can ask or e-mail Frank Preziosa and he will answer to the best of his ability.

Member question from the floor:

Mitch Osborne – “Do you know if the BCC filled our slot? Because if they did.....”

The Board of Directors are unable to discuss this because it is a legal issue.

Education

Paul Delaney reported that all seats are now filled and that they will be moving forward.



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Membership Communications

- Heather Blush reported that we had a newsletter that was scheduled to go out by the end of September – and the Newsletter Editor was sent unexpectedly to Germany for 3 weeks by his day job so, at this moment it is delayed.
- The newsletter will be out within the next 2 weeks; Scott Landis and Heather Blush met this evening prior to the Membership meeting and discussed everything.
- Most of the time when there is a delay with the newsletter it is because the staff are desperate for content –either Scott Landis and Heather Blush have to write the entire newsletter themselves, more or less, or we are constantly begging people for content – so it is always welcome to have book reviews – historical book reviews, rules reviews or if there is a vendor who has announcements about upcoming releases.
- There is going to be a couple of painting articles in the next newsletter.
- Please email Heather Blush or Scott Landis, who is the newsletter editor – our contact information is up on the HMGS website - they be more than happy to discuss having members contributing some content to the newsletter.
- The HMGS, Inc. Newsletter, when sent via e-mail, is available in the PDF format and can be downloaded and printed. For those that do not have that option can contact Heather Blush to get a hard copy mailed via USPS.

Member question/statement from the floor:

Member name unknown - “About 10 or 15 years ago, HMGS East with one of the their newsletters put out the names and addresses of all of the members....”

- This is something that HMGS, Inc . does not do, we do not publish the e-mail or physical addresses of other HMGS, Inc. members. All members would need to be asked if they wanted their information made available.
- One of the additional problems with that is being able to sort out our minors – if we post our minors name and address information without guardian consent then it becomes a real legal issue. (statement from a member)
- Michelle Preziosa stated that she has been the registrar for most of the conventions and because she is familiar with the system - about 99.9% of the people check off “do not share my email address” “do not share my mailing address” – and she, as registrar, has to respect their privacy on that.

Member question/statement from the floor:

Tim Bourdess – “Perhaps I check that off because I don’t want random things – I would gladly have my info shared if that is what it is use to be the December publication that you are referencing.”



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- Possibly can add a second option that says we do not share, we do not sell the membership database – that's one of the confidential pieces of information that we do have – the membership data base is an asset of the corporation. The biggest concern is that the list will be taken and exploited in several medias.
- The HMGS forum is another avenue to list member information for others to see. Heather reiterates that it is necessary to have all pertinent information and not just an e-mail address. She checks it against the data base to make sure that the person is a current HMGS, Inc. member.
- The HMGS forum is also a valuable tool, the other thing that Heather Blush did with the yahoo group is that a member of the group can go and look at the other members ou could go and contact or you also could post if you are looking for people who game in your area, you could certainly post to the yahoo group because it is a tool out there for the membership to use and to advertise for other conventions and gaming clubs.

Cold Wars Report

- Frank Preziosa reported that the Cold Wars 2011 theme is: "South America: a Struggle for Independence".
- Cold Wars is back to a three day convention and the dates are March 11-13, 2011.
- The gaming is still going to open up at 6pm on Thursday evening as Cold Wars 2010 had quite a number of games scheduled.
- The Dealers Hall will be open back to its regular hours and days starting at 12 noon on Friday.

Convention Operations

Orest Swystun asked the membership that was present if they noticed there was Con Ops table set up and most replied in the affirmative.

- Due diligence requires us to if another option comes up or another year or something happens at Valley Forge that they have their business plans which may or may not allow us to continue there and we need to make sure there are other options.
- Orest Swystun has been contacting other convention centers and if they meet a certain criteria (same criteria that was posted in 2006) he would then give a brief synopsis of the HMGS venue and request information and/or a proposal.
- The intent is to have a choice, then during a membership meeting to talk about what the choices are and go forth.

Member question/statement from the floor:

Ed Miller – "Who ultimately makes the decision at that point?"

Eric Shanoltz answered that he felt the membership should have a say in the decision.

Member question/statement from the floor: Member name unknown - Possibly Ed Miller???

"Do we have a webpage for the forum?"



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“My quick question is this, where he asked who votes and you said yeah in all you do – and I don’t want to beat a dead horse – like with I am going to do it really briefly here and then I am going to stop. Baltimore we were never asked to vote, no body I know was asked about that so please do ask us because we are concerned.”

Member question/statement from the floor: Member name unknown - Possibly Ed Miller??

“How many times in the history of HMGS has the membership voted on the location of a convention?”

Eric Shanoltz – probably never. John Drye – probably never is the right answer.

John Drye – and all I want to say is that for those of us that were trying to take the honest appraisal of the membership, I am sorry to disagree with you Mr. President, it was not that most of the membership did not want to go – it was absolutely divided – people hated this place, people loved this place – we tried to take the sense of the membership and it was about 50/50.

Member question/statement from the floor:

Member name unknown - “Along those same lines if we could have turned the clock back 2 years in 2008 if a meeting had been called specifically to say this is the meeting we are going to discuss our options and someone had come up and said to who ever showed up we have a choice of staying here in Lancaster or going to Baltimore then all the crap that happened between 2009 and now after the decision had been made would have all happened before the decision was actually made so I think.”

- Part of that goes into being involved – The Board of Directors did do several meetings on the board at the time when they were looking at Baltimore items needs were discussed, they went over things and the attendance was minimal at most of the meetings.
- There were repeated meetings to let the membership know what was going and to keep them aware .
- Orest Swystun spoke at length of the intial investigation of the Valley Forge Convention Center as a location for Historicon . He also discussed the reference table he had at the Dealer Hall and made himself available to the membership for any questions or concerns.

Secretary Report

Michelle Preziosa reported that she had several items to discuss.

- As of October 25, 2010 the current number of HMGS, Inc. members was 1,437.
- Articles of Incorporation – paperwork was submitted to Jay Merwin to have the by-law filed with the state of Maryland. At the time of the Membership Meeting Jay Merwin had suggested having the HMGS, Inc. by-laws and policies rewritten.
- Mitch Osborne stated that this was an on-going item and that there was a concern at the time that a lot of people voiced that the BoD could basically change the bylaws and screw everyone if they wanted to and that the change to the articles of incorporation was to – in the least intrusive way as possible – put a check on that, the BoD could still change bylaws but the changes would have to be approved or be on the election ballot to be voted by referendum.



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- Michelle Preziosa stated that there is a possible need for a committee to research and address the policies and by-laws for accuracy and consistency.

Statement made by Michelle Preziosa in reference to the past minutes of August 17, 2008 to May 31, 2009.

- It was brought to the Board of Directors attention that there were in existence multiple sets of minutes with the same dates.
- There was one set submitted by Secretary George Nafziger, several sets with reformatting/revisions and there was a set that was posted to the HMGS, Inc home web-site without complete signatures – those were pulled due to the Secretary signature not being on them.
- As secretary, Michelle Preziosa had the right to pull the minutes because her signature is the one that is required per Roberts Rules, the Presidents signature is a nicety – basically the only signature that makes them “legal” within HMGS is her signature and the HMGS, Inc. stamp.
- During this time frame there was known disagreements between past Secretary, George Nafziger and past President, Pete Panzeri, over formatting issues. Upon review of the minutes in our possession, it is truly impossible to ascertain which of these minutes were approved by the Board of Directors.
- The second posting, are minutes from past Secretary, George Nafziger, and due to not being able to ascertain if any of the revisions were ever approved by the Board of Directors at that time.
- Michelle preziosa made no revisions what-so-ever to any of them. All four sets will be posted.
- The January 24th meeting minutes were pulled as there were two sets – one was an Executive Session and the other was a regular Board of Director meeting minutes. It was brought to her attention by Bill Gray and Don Manser that they were not posted – the regular Board of Director meeting minutes are back on the HMGS, Inc. home site. Michelle Preziosa did not realize at the time that there were two separate sets for January 24th when she asked for all the minutes to be pulled.
- It had been stated in several places that Michelle Preziosa (including the Board of Directors) were “faking” the minutes and were deliberately misleading the membership as to their content, this never happened – one set was pulled and the original set taken by past Secretary, George Nafziger, were placed on the web-site.

Member question/statement from the floor:

Orest Swystun- “I assume if we notice any inaccuracy in those minutes we may submit you something?”

- Absolutely, and because of the situation with the documents, what can be done is on the document that has the discrepancy a notation can be made of the correct information, who requested it and the date that the correction was made.



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Member question/statement from the floor:

Bob Marshall – “I just have a suggestion and it’s been a long time, I was on the BoD . . . just a suggestion – I don’t have a clue who any of you are – at the start of the meeting introduce yourself, maybe have placards in front of you - so I know who you are.

- The Board of Directors proceeded to introduce themselves.

Member question/statement from the floor:

Mitch Osborne – “Just as a point of information, has he been at the conventions or any of the activities?”

- At this point in time he has not been to any of the meetings physically nor via teleconference.
- As for the conventions he is part of NSDM, who put on seminars at each of the HMGS, Inc. conventions.

Member question/statement from the floor

Orest Swystun - I would just like to point out that when I got appointed as Con Ops in 2011 at Historicon, I did have a talk with the two directors that were present, Eric Shanholtz and Paul Delaney, because they were new to the BoD, I gave them a briefing. So I called him (Desy, Jr.) on the phone, I spent about 2 hours on the phone with him –I then found out that he took everything that we talked about, twisted it, I tried calling him back to say no, no I think you misunderstood me and left messages – and since then he and I have never had contact. I have called him numerous times up until a point, when the BoD said Orest that’s not your job anymore. You briefed him, you’ve talked with him, you’ve done your due diligence, you need to focus on something else.

Member question/statement from the floor:

Bob Giglio – “In reference to Louis Desy's post on the Forum about contacting the attorney that HMGS has engaged for dealing with the BCC/Sheraton, that Mr.Desy was going to go to the lawyer's office and "rip the contracts from his hands"; did he do this?”

- There has been no contact – since his initial contact right after he was elected requesting the information that the BoD already had in hand.
- He requested personally that the attorney to send information from the attorney’s office to him personally which is information which we have in our possession now which is the exact same information.
- It would have cost some where in the neighborhood of \$400 to \$700 dollars to have the lawyer copy and send the information to him and it would have been at HMGS, Inc. expense.
- The President, was not about to authorize that expenditure.
- The Board of Directors have documents that were signed to safe guard the organization and he refused to sign them.
- Confidential information was not going to be sent out to somebody that could potentially harm the organization as Mr. Desy had not made a good faith effort to meet with the rest of the Board of Directors to discuss his issues.



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Member question/statement from the floor:

Member name unknown – “So we need to make a motion....”

- Motion cannot be made from the floor at this time due to it not being on the agenda.
- Thirty days prior to the meeting, in writing – you have to submit it to the Secretary.

Member question/statement from the floor:

Bob Giglio – “So his latest thing about calling the lawyer about the minutes being falsified, did he do that, too?”

- Mr. Desy, Jr. actually has, he said it right after the election but has not made it recently.
- The HMGS, Inc. attorney, Jay Merwin, stated he (Desy, Jr.) said this when he initially contacted him back in August – and Mr. Desy, Jr. was told to contact the POC which is President Eric Shanoltz and Executive Vice President James Petrie.

Member question/statement from the floor:

Member name unknown - “Has our attorney, were they recommending that nothing be said about our Baltimore issue?” “They’ve recommended that we not talk about it?” “And will that information ever become available?”

- Yes, the Board of Directors will let the membership know if information has been released and is presentable to the membership.
- Please remember that it will be at the discretion of the HMGS, Inc. lawyer as to what can and cannot be divulged as it can still be very sensitive and the Board of Directors do not know how the information will be used .

Side statement

Frank Preziosa wished to clarify statements made on the HMGS Forum yahoo group –

- A comment was made about the Board of Directors appointing 2 members who were voted in to positions of directors
- Frank Preziosa will be on the Board of Directors until July and Dudley Garidel was asked to stay on as consult, not as the treasurer, but to assist in things that deal with filing paperwork and etc.
- Second person was Orest Swystun he was/is key to the BCC and Sheraton issues as when Orest was on the BoD he did 90% of the leg work in getting information that was not forthcoming.
- Continuity was/is an absolute must.

Heather Blush – And for the record, we did state – I think you said you hadn’t been participating in the yahoo group – but on the Yahoo group, I did state more than once, that due to ongoing legal matters and on advice of our attorney, there is a lot that we can’t talk about but that we will post it once we



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can. I will also add a statement to that effect that's about to go out in recognition that not everybody's on the forum, but I highly recommend that you encourage people, if you are not on the forum now, please join and encourage your fellow members to join also – it is a way of communicating with us and letting us know how you feel about us and if it is not abused it's a very good tool.

- There is also a webpage for the forum and Bill Gray has it in the text on the web-site
- Bill Gray will be ask him to make it a more prominent link on the website

Motion

Orest Swystun made a motion to adjourn the Annual Membership Meeting at time 9:17am.

Paul Olsanski seconded

The motion passed by unanimous consent by all members present.

APPROVED _____
Eric Shanoltz, President

DATE ____/____/____

APPROVED _____
Michelle Preziosa, Secretary

DATE ____/____/____

(Attachment # 1)

Membership Attendance Roster

Michael Adair

Malcolm Bailey

Sandra Benecke



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AnnMarie Benecke
Tim Bourdess
Bruce Bowman
Joe Brimer
James Curtis
Paul Delaney
Michael Fatovic
George Garifo
Bob Giglio
Robert Henderson
Christopher Hughes
George Hunsicker

Eric Jahn
Ronald Keech
Michael Knox
Scott Landis
David Luff
Robert Marshall
Raymond McClure
Jim McWee
Edward Miller
Nicholas Nesteruk
Paul Olsanski
Mitch Osborne

James Petrie
Frank Preziosa
Michelle Preziosa
Doug Ray
Thomas Semian
Eric Shanoltz
John Sneed
David Sweet
Orest Swystun
Eric Whelan
Pete Yannotta
Chad Zerbe