



HMGS EAST

Eastern Chapter Historical Miniatures Gaming Society

Tax ID # 52-1463458

Minutes of Meeting of Board of Directors May 7, 2006

Call to Order

President Fred Hubig called the meeting to order at 10:30 am.

A quorum was established with the following Directors present:

President Fred Hubig
Executive VP and VP for Promotions: Pete Panzeri (dial-in)
Treasurer James Curtis (dial-in)
VP for Convention Operations and Dealer Liaison Fred Haub
VP for Outreach & Education James Mattes
VP for Communications & Newsletter Manager Dan McDonagh
Secretary and VP for Membership Services Bill Rutherford

Historicon 2006 Director Bob Giglio
Historicon 2006 Deputy Director Neil Brennan

Pete Panzeri made and James Curtis seconded a motion to go to executive session. The motion passed by the unanimous consent of the Directors present.

Bob Giglio and Neil Brennan left the meeting.

The Board entered executive session at 10:33am.

The Board left executive session at noon.

Fred Haub departed the meeting.

The meeting recessed for lunch by unanimous consent of the Directors present at noon.

The meeting reconvened at 12:45 pm.

Approval of Minutes

James Curtis made and James Mattes seconded a motion to approve as amended the minutes of the 4 Dec 05 Board meeting.

James Mattes made and Pete Panzeri seconded a motion to table the motion until the next Board meeting. The tabling motion passed 4 – 0 – 2 with Fred Hubig, Pete Panzeri, James Mattes, and James Curtis voting in favor and Dan McDonagh and Bill Rutherford abstaining.

Pete became disconnected from the meeting at approximately this point.

Approval of the minutes from the Board teleconference of 12 Feb 06 and the Board meeting of 16 Mar 06 were tabled until the next Board meeting by unanimous consent of the Directors present.

Bill Rutherford made and James Mattes seconded a motion to approve as amended the draft minutes of the 18 Mar 06 General Membership Meeting. The motion passed unanimously by those Directors present.



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Bill Rutherford made and James Mattes seconded a motion to approve as amended the minutes of the 19 Mar 06 HMGS East Board meeting. The motion passed unanimously by those Directors present.

Outreach/Education

James Mattes reported to the Board:

- Requested the sense of the Board of his intent to continue funding the Virginia Renaissance Faire in FY2006 at \$1000; the Board gave general concurrence.
- The Great Pacific War Project is an internal effort, **not** outreach, and not in his "lane".
- Plans to use the Education Fund in the amount of approximately \$500 to sponsor a Fall-In 2006 speaker, Thomas Fleming. This will come from existing Education/Outreach funds.
- Needs FY2007 budget item to support the History Forum.
- The progress by John Filippo who is working on Military History Summer Camp, for Cold Wars 2007 or later.
- His progress in talking to affiliated clubs & chapters, letting them know that HMGS will help with their promotions efforts in the form of advertisements in HMGS publications & convention programs.
- Tournament promotions status.
- Needs dates of sponsored events for National History Day.
- HMGS needs to aggressively pursue corporate sponsorship.

The Board tasked James Mattes, with assistance from Pete Panzeri (not present) to reconstitute the HMGS Recon Team and report on their efforts no later than Fall-In 2006.

The Board tasked Bob Giglio to contact Gerhard Engraving to order PELA rosettes for the next year.

Newsletter

Dan McDonagh presented the attached newsletter proposal (Attachment 1)

Formal approval of the proposal was tabled by unanimous consent of the Directors present until the first Board meeting at Historicon 2006.

Bill Rutherford made and James Mattes seconded the motion: "Newsletter preferences verbiage – mandated by Board vote on 19 Mar 06 – will be removed from the HMGS membership application form and HMGS paypal application web page."

Pass unanimously by Directors present.

Convention Dates at Lancaster Host

Fred Hubig made and James Mattes seconded the motion: "The Board authorizes the President to enter contract negotiations for the following convention dates at the Lancaster Host: March 6 – 9, 2008, March 12 – 15, 2009, July 14 – 19, 2009, March 11 – 14, 2010, July 13 – 18, 2010."

The motion passed unanimously by the Directors present.

Election Manager

Fred Hubig appointed James Mattes to take over the post from Fred Haub.

Historicon 2006 Report



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Bob Giglio made and Fred Hubig seconded a motion proposing a post-card \$5 discount for new attendees at Historicon 2006, post-card details to be provided separately.

The motion passed unanimously by those Directors present.

James Mattes made and Dan McDonagh seconded a motion that per-diem checks be issued to senior convention staff prior to a convention.

The motion passed 5-1 with Fred Hubig, Dan McDonagh, James Mattes, and Bill Rutherford in favor and James Curtis opposed.

Pete Panzeri will be tasked to issue formal policy to control this.

Fred Hubig appointed himself Convention Operations Director.

Bob Giglio reported on:

- Registration reporting requirements
- Tournaments area and Fred Haub's statements re: table aisle width.
- Bob Giglio will have his Events Manager work to advise tournament staff of aisle width requirements.
- Fred Hubig will send an e-mail message to the Tournaments Coordinator advising him of table width requirements and of the need to coordinate with the Historicon Convention Director and staff.
- There were 449 events as of the PEL cut-off date.
- Rebates from Cold Wars 2006 hotels.
- Promotions, i.e. **Historical Miniature Gamer**, **Wargames Illustrated** advertisements are in place. The **Origins** pre-registration book, also bearing advertisements, went out in mid-April. **Osprey Publishing** is promoting Historicon 2006.
- Jeff Valent's message detailing convention dis-satisfactions. Fred Hubig will respond.

Bob Giglio's written report is at Attachment 2.

Treasurer's Report

James Curtis reported updated budget totals showing a net FY2006 income of \$8,020.

James Mattes made and James Curtis seconded a motion to approve the revised budget.

The motion passed unanimously by the Directors present.

Bill Rutherford made and James Mattes seconded a motion that membership cards be distributed to Membership, at a minimum, with the annual election ballot and with the last members-only newsletter of each membership year.

The motion passed unanimously by the Directors present.

Term limits in HMGS

James Mattes made and James Curtis seconded Motion 1 at Attachment 3. James Mattes made and Bob Giglio seconded a motion to table the motion until the next Board meeting.

Tabling motion passed unanimously by those Directors present.

James Curtis made and James Mattes seconded Motion 2 at Attachment 3. James Mattes made and Bob Giglio seconded a motion to table the motion until the next Board meeting.



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Tabling motion passed unanimously by those Directors present.

James Mattes made and Bill Rutherford seconded a motion to adjourn.

Passed by unanimous consent of the Directors present.

The meeting adjourned at 4:35pm.

APPROVED _____ DATE _____
Fred Hubig, President

APPROVED _____ DATE _____
Bill Rutherford, Secretary



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Attachment 1 – Newsletter Presentation

See Next Page.



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Attachment 2

HISTORICON REPORT

May 7, 2006

By Bob Giglio – Convention Director

I - OVERVIEW

1. General Comments

II - ADMINISTRATION & OPERATIONS

1. Motion: All per diem checks to be automatically mailed out to recipients at *least 2 weeks* prior to a convention [Motion approved unanimously]
2. Motion: \$5 discount for first time Visitors (i.e., not on our database) for postcard direct mail to Origins and Military History databases [Motion approved unanimously]
3. Pre-Registration: No weekly checks or reports will be sent to the bookkeeper
4. Convention Onsite Reports: If there are any reports (beyond the attendance reports for the Annual Meeting and BoD Meetings) that are needed or any other items, I must know by June 1st, else they will not get run (and do not want the BoD bothering staff for theme!) [BoD acknowledged]
5. ConOps Issues

II - WEB SITE

1. Dates
 - a) GM Registration opened Mar. 20th (day after CW06)
 - b) PEL & Pre-Reg opens May 16th; closes July 10th

III - PROMOTIONS

1. HISTORICON newsletter issue sent to printers April 28th as planned; 7000 copies due in mailboxes about May 13th (website open for pre-reg & PEL online May 16th); 800 to hobby shops; 200 given out at Origins
2. The Miniatures Page: Second banner ad now running; additional ones will run each month, increasing in frequency as convention approaches
3. Historical Miniature Gaming Magazine: Full page color ads in 2 issues (#5 Apr. and #6 June 2006)
4. Wargames Illustrated Magazine: Full page color ads in 3 issues (#223 May, #224 June and #225 July)
5. Origins Pre-Reg Booklet: Full page color ad; mailed mid-April to 40,000 Origins gamers (trade for Origins ad in our Hcon promo issue of the newsletter)
6. Postcard & Origins Address Exchange : Not used this year due to higher yield on Origins pre-reg booklet
7. Postcard to Military History Magazine Addresses: As above
8. Osprey Publishing: Started promoting the convention both in their e-newsletter starting with

April 25th issue (20,000 subscribers), and on their web site, where they are also running a competition for 20 free admissions as prizes for increasing convention web site traffic

9. Other Internet Sites: Info posted to Warhorn.net, WargamerJournal.com and Wargamer.com
10. Lancaster Media List: Will activate about 3 weeks before convention, when various media places will be contacted with promo spots
11. Professional Photographer: To take some high res photos for future print needs for all conventions and society (estimate \$1000 per day). [BoD approved CD to obtain one for HISTORICON]

IV - EXHIBITORS

1. Non-Returning Exhibitors from 2005: 11
2. New Exhibitors for 2006: 10
3. Wait List: 5 currently
4. Ad Income: Total \$1710 (\$700 from HISTORICON newsletter, \$85 from local business ads) thus far
5. Selling Convention Program Ads to Local Businesses/Restaurants in Lancaster: Over 260 letters and advert forms were mailed, for another untapped source of income and benefit for convention attendees (food coupons, discounts, etc.); also possibly looking at a source for sponsorship

V - REGISTRATION

1. Registration Database: We're eliminated the "manual entry" of events and simplified GM process too, which has plagued many a Reg. Manager the last few years!
2. New Badges & Printer from Origins: Target 2007?

VI - EVENTS

1. 449 Events as of PEL cut-off (400 Games, 19 Military Seminar Series, 30 Painting Events) [At the same 32 days after opening GM Event Registration, HISTORICON 2005 had 329 events (320 games)]
2. 200 GMs (not incl. seminar hosts and painting events); final for H05 was 284 GMs
3. 485 Final Events for 2005 (only 455 games; rest were painting events and a few seminars)
4. Guests of Honor & Featured Speakers
 - a) Mike Blake
 - b) Artist Keith Rocco
 - c) Duke Seifried: Agreement signed
 - d) DoD Speakers (TBD)
5. Gamemaster Event Registration Database: ConOps has not set up working group, why?



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Attachment 3 - Motions

MOTION:

Be it resolved that Article VI, Section 10 of the HMGS East Bylaws be amended by striking out “six consecutive years” and replacing that phrase with “three consecutive terms” and by striking out “two (2) years” and replacing that phrase with “one term”.

Discussion:

Article VI Section 10 currently says:

No individual may serve more than six consecutive years on the Board of Directors without first taking a break in service of not less than two (2) years, effective starting with those Directors elected in 1999.

This contradicts Section 2(a), which says:

The membership shall elect Directors to hold office for a period of two (2) years. ... Each Director shall hold office until the expiration of the term for which he was elected, and until his successor has been duly elected and qualified, or until his prior resignation or removal as hereinafter provided. ...

As can be seen, Section 2(a) refers to periods of service as “terms” and goes on to say that the Director will serve until the expiration of the term.

Section 2(a) also specifies the length of a term so it need not be repeated in Section 10.

Further, **RONR10 page 557 lines 8 – 15** discusses term limits – which is really what Section 10 is about – and provides (as well as on page 432 lines 18 – 22) the generally accepted method of determining whether the time a Director spend on the Board replacing somebody else counts against his or her term limits, i.e., serving more than half of a predecessor’s term counts as a full term for the Director and serving less half or less of a predecessor’s term does not.

Finally: We are in an odd situation right now. Four of our seven Directors will, as Section 10’s currently written, if they decide to run for a third term (as I am) have their Directorship expire before the end of their term. Careful gaming of this situation allows the Board – by appointing (through Board election) interim Directors to fill out the expired terms, ***to perpetually retain the ability to appoint a majority of the HMGS Directors to their first terms.*** The practical implication of this is that an incumbent, unless s/he has completely bollixed his or her partial first term, enjoys a significant advantage – the incumbent’s advantage – in the first election in which s/he runs for office. I don’t believe this is how it’s supposed to work and it’s up to us to fix it.

MOTION:

Be it resolved that Article VI, Section 4 of the HMGS East Bylaws be amended by the addition to the end of the Section of the statement “In filling vacancies for unexpired terms, a Director who has served more than half a term is considered to have served a full term.”

Discussion:

This reflects **RONR10, page 432, lines 20 – 22, and page 557, lines 12 – 15** and at present is not clearly addressed in our Bylaws. It needs to be.