

Errata: Agenda for the Adrian Empire Imperial Estates Meeting 29-30 March, 2014

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Prepared and submitted by:
Sir William Baine, Imperial Chancellor
Sir Gregor Pent Graf von Schongau, Deputy Chancellor
Sir Robert LaCroix, Deputy Chancellor

V. CROWN BUSINESS

CRB1. Charter Amendments

D. Other Amendments

4. Approval of the amended Charter for Drachetor

Commentary: The Shire of Drachetor has requested the additional land of the mundane counties of Alpine (where they hold the Kirkwood Faire), Tuolumne (home of the Celtic Fair) and Calaveras (where they have members). This request has been granted by TIMs, and is subject to review by the Estates.

CRB3. Add approval of \$1000 for the E-IEM (one time appropriation, not to be taken from or added to the budget)

(Requires majority to approve)

VI. CHANCERY BUSINESS

CH3. Consideration of the Success of the Reigns of TIMs Thomas Weimar and Etaine Llewelyn.

(Requires majority to approve)

Chancellor's Note: There has been a request to divide the question.

CH11. Amend Lex Adria XV.A Pax Regium

(Requires 2/3 to approve)

Amend Lex Adria XV.A. paragraph 2:

In any event, the Imperial Minister of War, [shall advise the] Imperial Chancellor, and the Imperial Crown[, and the Imperial Chronicler] shall confer and the Crown shall determine and announce [of] the site or sites of the Memorial Day Imperial War no later than March 1 preceding the War. [The Imperial Chronicler shall cause this information to be published well in advance of the war.]

Chancellor's Note: The Imperial Crown is the agent of the Adrian Empire and must sanction and approve the contracts for any sites to be used. Further, the Crown has the sole right to determine the locations of the War sites.

CH19. Amendments to IEW 18 to correct the term "Geographic Chapter" and include missing order information

Add to Article III.A:

16. The Imperial Order of the Golden Cross Sable, a cross and in canton a fleur-de-lis Or. (Black, a gold cross and in upper left a gold fleur-de-lis.)

This order grants precedence equal to that of Viscount and Viscountess (non-Founding). Granted solely by the Imperial Crowns, this Order is reserved for those members who have shown years of exemplary and exceptional service to the Empire without recognition. Considered a

"lifetime achievement award," this award may be granted at most once per reign to as many individuals as the Imperial Crowns deem worthy.

17. The Order of the Empress' Grace

Quarterly Azure and Sable, a griffin statant Argent. (Quartered blue and black, a silver griffin standing on all four feet.)

This Order grants precedence equal to that of Lord or Lady. This award is given by Her Imperial Majesty for service with chivalry and honor to the Empire, Imperial Crown, or Chapter.

18. The Order of the Golden Arrow –

[Fieldless] An arrow fesswise Or. (A gold arrow, displayed horizontally, pointing to the left).

This Order grants no precedence and is given by the Imperial Crown to any member who wins the Champions' Archery Shoot at both Imperial Wars during that Crown's reign.

19. Inactive Orders

The following Orders are no longer active within the Adrian Empire. Though these Orders are no longer granted by Imperial, Kingdom, or Ducal Crowns, any member who had achieved membership within one of these Orders prior to the publication of this list (March, 2014) may retain the use of any badges, symbols, honorifics, or rights of precedence the Order previously granted. Reactivation of any of these Orders may happen upon the prerogative of the Imperial Crown, by bestowing membership upon an individual, and shall require the Imperial Crown notify the Imperial Sovereign of Arms that the Order is being reactivated.

A. Order of Saint Bridget

Sable, a stag's massacre Vert and in chief a flame Gules.

B. Order of Saint Gabriel

Vert, a maltese cross and a border Or.

C. Order of the Celestial Raven

Gules, a raven and in chief three estoiles Or.

D. Order of the Hospital of St. Bella in Jerusalem

Several badges. See below:

- 1. Azure, a cross radiant and a border embattled Argent.
- 2. Sable, a maltese cross Argent and on a chief Gules, four maltese crosses Argent.
- 3. Sable, a pale Gules and overall a maltese cross Argent.
- 4. Gules, a pale Sable and overall a maltese cross Argent.
- 5. [Fieldless] A maltese cross Argent.
- 6. Azure, a maltese cross and a border embattled Argent.
- 7. Gules, a maltese cross Argent.
- E. Order of the Fu (*No badge registered.*)
- F. Order of the Rose [Tinctureless] A rose.

Add to Article III.B:

7. Ministry of Archery:

Vert, a sheaf of arrows Or. (Green, three golden arrows, points downward).

8. Archivist:

Per chevron flory-counter flory Azure and Or, in base a lion passant guardant Argent. (Divided in an upside down "V" formation in blue and gold, each side of the dividing line being charged with fluer-de-lis, with gold fleur-de-lis appearing on the blue, and blue fleur-de-lis appearing on the gold. At the base, a silver lion, paw raised, with its faced turned to look at the viewer.)

9. Chancellor:

Azure, a cross Or between four castles Argent. (Blue, a gold cross between four silver castles, one in each corner.)

10. Children's Activities:

Or, flaunched Argent, a unicorn rampant Argent, maned Gules, maintaining a scroll Or. (Gold with two silver semi-circles on each side, on top of that a silver unicorn with a red mane holding a gold scroll.)

11. Education:

Azure, an owl Or. (Blue, a gold owl.)

12. Hospitaler:

Azure, a chest Or. (Blue, a gold chest.)

13. Joust & War:

Gules, two axes in saltire and a sword Or. (Red, two gold axes crossed and on top of that a gold sword).

VII. OLD BUSINESS

OB8. Amend Lex Adria to Replace IEW 22 (Viable Army)

Proposed Amendment:

Commentary: If you bring your toys to play, you should have the chance no matter how big the other army. Some clarifying language as to what makes an army viable for each discipline.

VIII. NEW BUSINESS

NB9. Combine and amend IEW 42 and 44 to require BoD meetings 1 month prior to the IEMs

(Requires 2/3 to consider, majority to approve)

Modify IEW 42 as follows:

[Publication of Minutes] (Life, the Universe, and) Meetings of the Board of Directors

- 1. The BoD shall meet at least 4 times per year.
- 2. The first meeting of their term shall be held at the Budgetary Meeting of the Imperial Estates, where the newly elected members and President shall be sworn in, shall elect their Vice President, and the [ir] Recording Secretary, and [may] will consider such business as banking resolutions and schedule their meetings for the remainder of the term.
- 3. Three meetings shall be scheduled no less than 37 days prior to the three regular IEMs., These meetings may be in person, electronically, or a combination thereof.

4. Notice

- a. In order to call a meeting of the Board of Directors, notice must be published minimally to both the Adrian Empire Imperial Estates notification board and the Board of Directors notification board at least 14 days in advance of the meeting.
- b. In the event 14 days notification cannot be made, attempt notification of the meeting and details must be sent to all members of the Board via email, or the Board's notification board. Additionally, each member not physically at the meeting shall be notified via telephone prior to the meeting. All decisions made at a meeting without proper notification must be ratified by the Board at their next properly noticed meeting.
- 5. Reporting
- 6. The minutes for all Board of Directors meetings will be published to all Crowns, the Adrian Empire Website, and *the BoD and Imperial Estates*[Yahoo] *electronic* Groups within 30 days of the meeting.
- 7. An electronic report summarizing the business and recommendations of the board shall be posted no less than 30 days prior to the IEM.
- 8. The names of any minors will be redacted for their protection.

NB11. Amend War Judging in IEW-1

D. WAR JUDGING

- 1. The War shall be judged by at least three qualified judges per entry. Four judges are recommended,[with three primary and an alternate judge designated.]
- 2. Judging panels will have four qualified judges.[; three main and one alternate judge.] The panels should be representative of the armies in the war, and will not favor any army or faction and be chosen for subject matter knowledge and expertise according to each type of entry.
- 3. The pool of judges should be decided prior to the war based on qualified judges who have notified the MA&S of their willingness to judge.
- 4. The contenders, the contender's family, and any direct vassals (have sworn personal fealty to the contender) shall not judge.
- 5. An artisan who has also entered the lists at a war may not judge more than 50% of the entries unless there are too few judges willing to serve.
- 6. An artisan cannot judge their own work. A judge should not be a family member or close affiliate, if possible.
- 7. All judging shall be performed as in a standard arts tournament.
- 8. A tournament win shall be awarded to artisans who have qualifying scores.
- 9. Masterworks can be awarded.
- 10. [The Minister of Arts and Sciences shall discuss any scores where one score is five or more pointsfrom the next closest score with the judging panel prior to it being recorded by the List Mistress. All judges on the panel must initial each change to a score. A notation discussing the reason for the score change must be made.] The three closest scores will be used for the average and the fourth score will not be used. The MA&S

shall discuss any score that differs by more than 4 from any other score used with the judge, who shall have the opportunity to adjust the score to be more in line with the other scores or that judge will be replaced by two new judges and the same criteria shall be applied. If the Minister of Arts and Sciences and the Crown feel that one of the judges is biased or unreasonable, two additional judges may be selected to judge the piece. [If an alternate judge participated in the judging, their score may be substituted for the out of range score.] Neither the Minister of Arts and Sciences nor the Crown may change or "adjust" arts scores.

11. Any change to a score must be initialed by the judge and a notation of the reason for the change shall be made.

Commentary: The changes to 1 and 2 are to get rid of the words "alternate judge". We need to us the words "4 judges" and not make one different from the others. Then we just take the 3 scores we are going to use. The change to 10 and addition of 11 is to clarify the 5 point difference. Discussing the reason for the score change must be made. If the Minister of Arts and Sciences and the Crown feel that one of the judges is biased or unreasonable, two additional judges may be selected to judge the piece. If an alternate judge participated in the judging, their score may be substituted for the out-of-range score. Neither the Minister of Arts and Sciences nor the Crown may change or "adjust" arts scores.

Author: Dame Etaine Llywelyn, KDr Sponsors: HG Sir William Baine, CR

NB12. Amend Imperial Esates Writ 16, Imperial Crown Travel Fund

Amend the title:

Imperial [Crown] Travel Fund

Commentary: This will then include BoD Officer travel and not limit to just the Imperial Crowns since the BoD travel has become an addition to the Imperial Budget.

Author: Her Royal Majesty Shahara of Umbria

Sponsors: HG Cocah Anatolii of York and HG Margarita Dubious of Cyprus Commentary: This will then include BoD Officer travel and not limit to just the Imperial Crowns since the BoD travel has become an addition to the Imperial Budget.

Author: Her Royal Majesty Shahara of Umbria, Crown Sponsors: HG Cocah Anatolii of York, CR and HG Margarita Dubious of Cyprus, CR

NB13. Amend Imperial Estates Writ 16 Imperial Crown Travel Fund Add the following:

a. The Imperial Travel is directed for use by the Imperial Crowns for three Imperial Estates Meetings (IEM), and two (2) Imperial Wars to defray the expenses for such travel. Should the Imperial Crowns decide to do other travel, it is not reimbursed with Adrian Membership Income, even if it is within the Estates approved travel budget.

- b. The Imperial Travel is directed for use by the Imperial Chancellor to defray the cost for travel for three (3) Imperial Estates Meetings (IEM) since he/she is required to conduct the IEM. Should the Chancellor not be available to attend the meeting, the Deputy Chancellor's travel will be reimbursed in order to conduct the IEM in the absence of the Imperial Chancellor. Should the Chancellor decide to travel to other events, it is at their own expense and not reimbursed with Adrian Membership Income.
- c. The Imperial Travel is directed for use by the Imperial Steward/Treasurer for three (3) Imperial Estates Meetings (IEM) to defray costs for travel since he/she has the financial responsibility for the Corporation and should be at the IEM. Should the Steward/Treasurer decide to travel to other events, it is at their own expense and not reimbursed with Adrian Membership Income.
- d. d. The Imperial Travel is directed for use by the Board of Director (BoD) President to defray the costs of travel to the Imperial Estates Meetings (IEM) and BoD meetings. The President is required to conduct the BoD meeting and report directly to the Imperial Estates at the IEM. In the event that the BoD President is unable to attend the meeting, then the Vice President's travel will be covered to conduct the meeting in the President's absence. Should any officer of the BoD decide to travel to other events, it will be at their own expense and not be reimbursed with Adrian Membership Funds.

Commentary: We feel it should be stipulated in the Estates Writ exactly what and for whom the Imperial Travel Budget is used for. It seems over the years that the original intent has been lost and not enough fund raising done to cover the expenditures incurred. In our opinion, the Imperial Travel budget should be used for required travel. Any other travel is not required for the Imperial Crowns, Ministers or BoD Officers. The current Writ simply states this fund "is to help defray travel expenses" for the Imperial Crowns. We believe the funds should be allocated for travel only to the IEM's/BoD meetings; and for the Imperial Crowns, to the attend two Imperial Wars. If the Imperial Crown(s) choses to visit another Region, it should be done for the Imperial Crown Wars wherein more than one chapter will benefit from the visit and have access to the Imperial Crown(s) for that event. If a chapter wants to have an Imperial Crown visit, they can have a fund raiser for that travel.

Author: Her Royal Majesty Shahara of Umbria, Crown Sponsors: HG Dame Cocah Anatolii of York, CR, HG Hawthorne de Tallyrand Perigord of York, CR, HG Cameron Kilshannig of Umbria, CR, HG Margarita Dubios of Cyprus, CR, HG Marion Leal Durius of Esperance, CR, Sir Dorn der Schwarzen, Crown and Dame Felecia 'the Bold' der Schwarzen of Tyr-Lynn, CR

IX. DISCUSSION ITEMS

DI2. Establishing a South-Central War Site in Texas

Removed at the request of the authors.

Appendix A: Civil Court Reports

Cv Ct Imp 1402 -1 - Sir Klaus's petition for recognition of past points Case:

Petitioners: Sir Klaus van Isbjerg

Petition: Petition for recognition of past points

Earl Thomas Weimar, Earl Aloysius of Stirling, and Earl Finnian MacLeod Panel: In the case of Sir Klaus Van Isbjerg's point discrepancy, we find that the points **Summary**:

necessary for both Knight Champion and Knight Premier are met and exceeded.

Reasoning: In finding these points to be valid, this Court found the evidence of detail from

Sir Klaus's records to be compelling. In addition, the stringent supporting testimony from previous Imperial Crowns, Royal Crowns and Peers of the Realm establishing the veracity of Sir Klaus's records and character were extremely persuasive. In fact, the Kingdom of Terre Neuve has repeatedly used Sir Klaus's

records to fill gaps in their own records.

We would also like to state that throughout the Empire it is always being said that each member is responsible for tracking their points. How then can we ignore the act of one member who did so? It is also recognized by this Court that the Imperial records have gaps and that there has also been unauthorized removal and destruction of records and points in the past. We find it incredulous that Sir Klaus could only have had one participation in an eighteen month period when he was Viceroy of Lowenburg. These factors alone warrant an acceptance of the

data presented.

A detailed list of accepted points will be forwarded to the Imperial Crowns and **Ruling**: their ministers for inclusion in the Imperial records. It is important to note that this list is not exclusive and does not prevent future evidence of other points from

being presented, but is instead a list of the available data at this time.

Finally, we would also like to address the "one point per month" rule. During trial, some testimony was given suggesting that this rule was not in effect before 2001. However, after additional research, we have found that this rule has been in effect since at least 1997. Therefore, pending future evidence to the contrary, we find that this limit must be applied to this petitioner as well as any future ones. Even with this restriction though, Sir Klaus easily has the points

needed for both accolades.

Appendix C: Articles of Incorporation

ARTICLES OF AMENDMENT AND RESTATEMENT OF

ARTICLES OF INCORPORATION

OF

ADRIAN EMPIRE, INCORPORATED

Pursuant to the provisions of Sections 10-11002, 10-11006 and 10-11007 of the Arizona Revised Statutes, the undersigned corporation adopts the following amendments and restatement of its Articles of Incorporation:

FIRST: The name of the corporation is The Adrian Empire, Incorporated.

SECOND: The document attached hereto as Exhibit "A" sets forth a restatement of the Articles of Incorporation, which contain amendments to the Articles of Incorporation.

THIRD: The document attached hereto as Exhibit "A" was duly adopted by an act of the board of directors and the delegates of the corporation on July 10, 2010 and March 16, 2013, respectively.

DATED: March 16, 2013.

By:				
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Name: Lawrence Moura Its: Secretary/Treasurer

EXHIBIT A

ARTICLES OF AMENDMENT AND RESTATEMENT OF

ARTICLES OF INCORPORATION

OF

ADRIAN EMPIRE, INCORPORATED

These Amended and Restated Articles of Incorporation supersede and take the place of the heretofore existing Articles of Incorporation and any amendments or restatements thereof of Adrian Empire, Incorporated, all pursuant to the Arizona Nonprofit Corporation Act, Sections 10-3101 through 10-11702 of the Arizona Revised Statutes ("ANCA").

ARTICLE I

Name

The name of the Corporation is Adrian Empire, Incorporated. The corporation is hereafter referred to as the "Corporation."

ARTICLE II

Purposes

The Corporation is organized and shall be operated exclusively for charitable, educational, and literary purposes within the meaning of I.R.C. § 501(c)(3) including but not limited to promoting activities and education in the field of Medieval Western European Culture between 1066 C.E. and 1603 C.E.; publishing material of relevance and interest of said era; presenting activities and events which re-create the environment of said era, such as (but not limited to) tournaments, fairs, demonstrations, classes, et cetera; encouraging its members and chapters to research, acquire, and produce items representative of said era; researching, acquiring, and producing items representative of said era; and collecting a library of works relevant to the era. The Corporation or its authorized Chapters as defined in the By-Laws may carry out its purposes directly or by making gifts, grants or other payments to other qualifying organizations as defined in Article VIII of this document. From time to time the Corporation may authorize one of its Chapters to make such a gift, grant, or other payment. Chapters at a Kingdom level (as defined by the Bylaws) may make such gifts, grants, or other payments without prior Corporation authorization but must adhere to the rules as set out in this article. In these Articles, the term "I.R.C." means the Internal Revenue Code and references to provisions thereof

are to such provisions as they are from time to time amended and to corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III

Activities and Restrictions

<u>Section 1</u>. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist in carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under I.R.C. § 501(c)(3). The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or reimbursement for reasonable expenses incurred, which are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under I.R.C. § 501(c)(3) or by a Corporation contributions to which are deductible under I.R.C. § 170(c)(2).

Section 5. Whenever the Corporation is a private foundation as defined in I.R.C. § 509(a), the income of the Corporation shall be distributed at such time and in such manner as not to subject it to tax under I.R.C. § 4942 and the Corporation shall not engage in any act of self-dealing, or retain any excess business holdings, or make any taxable expenditures as defined in I.R.C. § 4941(d), 4943(c) and 4945(d), respectively, or make any investments in such manner as to subject it to tax under I.R.C. § 4944; or make any indemnification which would give rise to a penalty excise tax under I.R.C. Chapter 42.

ARTICLE IV

Members

The Corporation shall have one or more classes of members whose respective qualifications, rights, and method of acceptance shall be as specified in the Bylaws.

ARTICLE V

Estates

The affairs of the Corporation shall be managed by delegates hereafter referred to as "the Estates" which shall consist of such number of persons as shall be fixed by the Bylaws from time to time. Pursuant to A.R.S. Section 10-3801(c), the Estates shall have the duties and responsibilities of the directors, and the directors shall be relieved from those duties and responsibilities except to the extent authority is specifically delegated to the directors by the Estates. The terms of office, qualifications and method of election of the Estates shall be as specified in the Bylaws.

ARTICLE VI

Board of **Directors**

There shall be a board of directors which shall manage certain activities pursuant to authority specifically delegated to the board of directors by the Estates. The Board of Directors shall be managed by the Estates which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the ANCA. The terms of office, qualifications and method of election of the directors and the delegates shall be as specified in the Bylaws.

ARTICLE VII

Amendment

These Articles of Incorporation may be amended by the Estates of the Corporation by vote of $2/3^{\text{rds}}$ of said Estates of the Corporation at the time that the amendment is adopted, provided that no amendment shall substantially change the original purposes of the Corporation.

ARTICLE VIII

Dissolution

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively to one or more organizations then described in I.R.C. § 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) having purposes substantially similar to those of the Corporation (except that no private foundation as defined by I.R.C. § 509(a) shall be a recipient) or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined by the Superior Court of the county in which the principal office of the Corporation is then located.

ARTICLE VIII

Principal Office; Registered Office and Registered Agent

The mailing address of the principal office of the Corporation is 2328 W. Village, Phoenix, Arizona 85023. The street address of the registered office of the Corporation is 2328 W. Village, Phoenix, Arizona 85023, and the registered agent at such address is Victor Grady, II.

CERTIFICATION

The undersigned officer of Adrian Empire, Incorporated hereby certifies that the foregoing Amended and Restated Articles of Incorporation [do not] contain amendments to the Articles of Incorporation requiring member or delegate approval and that said Amended and Restated Articles of Incorporation were adopted by the Board of Directors and the delegates in accordance with Section 10-11003 of the ANCA.

Executed this 16th day of March, 2013.

Name: Lawrence Moura Its: Secretary/Treasurer