

Minutes – Meeting of Board of Directors – 18 March 2018

Present (via teleconference): Sam Chiu, Lloyd Field, Stuart Keeley (joined meeting at agenda item 4), Ed Kroft, Doug McAndless, George Pepall (non-voting, joined meeting at agenda item 4), Robert Timberg. Mike Walsh

Guests present (via teleconference): Ingo Nessel (for agenda item 3), Lawrence Pinkney, Arlene Sullivan

Absent: Hugo Deshayé, Robert Lunn, Robert Pinet, James Taylor

1. The president/chair, Ed Kroft, declared a quorum of directors present and called the meeting to order at 12:36 pm EDT. He welcomed guests Ingo Nessel, Lawrence Pinkney and Arlene Sullivan. Pinkney and Sullivan will be joining the board at the AGM in St. Catharines in June. Jean-Jacques Tillard and Joel Weiner, who are also joining the board, were unable to attend. Due to the absence of the secretary, Robert Pinet, Robert Timberg agreed to act as secretary for the meeting.
2. **Minutes of Board of Directors Meeting of January 28, 2018**
Motion (Field/McAndless) – That the Minutes be approved. Carried with one abstention (Timberg, who was not at the January 28 meeting).
3. **Philaprint**
Ingo Nessel from the Vincent Graves Greene Philatelic Research Foundation explained briefly the history and purpose of Philaprint Inc., a wholly owned subsidiary of the Greene Foundation which was incorporated under Ontario law in 1984. Philaprint is a publishing company, and publishes several philatelic publications including *TCP* for the Royal and *BNA Topics* for BNAPS. Nessel advised that the agreement between Philaprint and the Royal has expired and needs to be renegotiated and renewed. The agreement between Philaprint and BNAPS has already been renewed. It was agreed that Kroft, Chiu and Timberg will be involved in the renegotiation on behalf of the Royal. Pinkney also offered to assist. Nessel agreed to forward the existing agreement between Philaprint and the Royal, and a draft of a new agreement based on the current agreement between Philaprint and BNAPS without disclosing anything of a confidential nature involving BNAPS. The chair thanked Nessel for his attendance.
4. **Strategic Plan**
Chiu, Field (acting as facilitator), Kroft and Garfield Portch expect to have a fairly complete draft of a new strategic plan ready for discussion in St. Catharines in June.
5. **Financial Update**
The treasurer brought two matters to the board. First, he reviewed income and expenditures to date, then explained the proposed budget for 2018, both of which had been circulated to the board prior to the meeting.

Motion (Field/McAndless) – That the budget be approved, based on the assumption that the government subsidy for *TCP* is received again this year and the net loss of membership this year is 50, and provided the word ‘profit’ in the document is changed to ‘surplus’. Carried unanimously.

Next, Keeley reviewed briefly his memorandum “Advertising: The Canadian Philatelist etc.”, which was circulated prior to the meeting, and explained the rationale for appointing Trajan Media as the Royal’s advertising manager.

Motion (Keeley/McAndless) – That Trajan Media be appointed the Royal’s advertising manager to, amongst other things, sell display advertising in *TCP*, sell advertising space on the Royal’s web site, and work with Royal XXXX Royale committees regarding national advertising opportunities, subject to Trajan Media providing a list of defined roles for Trajan Media and the Royal, and a structure for commissions payable to Trajan Media for new advertising, all satisfactory to the Royal. Carried with one abstention (Walsh declared a conflict of interest and did not vote).

6. Processing of Membership Dues

Keeley, Chiu, Pinkney and previous treasurer David Oberholtzer continue to discuss this matter and will report at a future board meeting.

7. Future Royals

2018 Royal (St. Catharines): Keeley provided an update. Generally, planning is coming along well. Twenty-three dealers have signed up leaving only two spots remaining. About 90-100 frames of exhibits have been committed. Many more are expected in the next month and a half. Registrations for the banquet are however a little light. The organizing committee is making every effort to advertise the Royal widely. The chair extended thanks to Keeley and the rest of the organizing committee for their work.

2019 Royal (GTA): Walsh advised that a theme involving a ‘partnership’ with philatelic organizations in the United States is being actively considered.

Motion (McAndless/Field) – That the board support a theme involving liaison with United States philatelic organizations. Carried unanimously.

Future Royals: There is nothing to report at this time.

8. Society Newsletter

Walsh reported that work on the newsletter is proceeding well and every effort is being made to issue the first one sometime in May. Pepall observed that once the newsletter is up and running, there is no longer a need to have *TCP* focused on current events. The board agreed. The chair thanked Walsh for his work on this very important initiative.

9. Social Media Platforms

Chiu provided an update on the Royal's Facebook page. He noted that the number of people liking the page continues to grow. He reminded everyone to send him photos that anyone may have from shows. He also noted that once a new strategic plan is adopted, a plan will be formulated for posting original material to the page to support the strategic plan's objectives.

10. Anti-Spam Legislation

Kroft asked Timberg to look into and report back on the measures the Royal takes to comply with Canada's anti-spam legislation.

11. Recruitment – Presence at Shows

Chiu reported on the efforts being made to have a Royal presence at as many shows as possible. He is finding that many attendees are not members of the Royal. He thanked Field, Keeley, McAndless and Pepall for volunteering to attend shows on behalf of the Royal.

12. International Committee

Taylor reported that the transition to new international liaison officer David McLaughlin is proceeding very smoothly.

The board then had an in camera discussion.

13. Press Releases

Walsh reported that the Royal has issued one press release, announcing McLaughlin as the new international liaison officer. He noted that the process for issuing press releases is slow.

It was learned after the McLaughlin release was issued that the French version had a few issues with wording. Timberg advised that all future translations of releases will be reviewed by a philatelist fluent in French to ensure that philatelic matters are entirely correctly worded. It was suggested that asking FQP about their process for issuing press releases might provide another insight.

Kroft advised that he is following up with Charles Verge on the Fellows press release.

14. Audiovisuals

Pepall advised that five programs have been uploaded to the Society's web site. He encouraged anyone with presentations suitable for use by chapters to get in touch with him.

15. Composition of Committees

Kroft asked board members to give serious thought about committee composition. Committee assignments are typically made at the board meetings at the AGM. A committee member need not be a director.

16. Corporate Governance – Backup of RPSC Files

Kroft will speak to Ted Nixon at the Greene Foundation. The matter is complicated because RPSC files are not all in electronic copy.

17. Medals

Chiu advised that the new medals are in production in Vietnam and should be available in 1-2 months. Sullivan suggested it might be worthwhile to consult with shows to check if medals are needed. Some shows may no longer require medals.

18. Frames

The board had a lengthy discussion as to whether the Society's frames purchased in 2016 following the World Stamp Show in NYC might be rented or sold. Two motions were put forward.

Motion (Chiu/Field) – That the Royal, in principle, be prepared to sell up to twenty frames at a price to be determined. Carried with one opposed.

Motion (Chiu/Field) – That frames be rented to RPSC chapters at a cost of \$5 each, provided the renter obtains appropriate insurance coverage, is liable for any and all damage, and is responsible for all transportation charges. Non-members will be charged \$10 per frame and be subject to the same conditions. Carried unanimously.

19. Geldert Committee

Kroft advised the board for information that the Geldert Committee continues its deliberations.

20. Fake E-mails

Kroft reported on fake e-mails that were seemingly sent from the Royal's president account. The account however is a forwarding account only and no mails are sent to anyone from the account. Any e-mails purporting to come from the account are to be ignored. Margaret Schulzke and Timberg sent an e-mail to all directors and duty officers explaining the situation. BNAPS has reportedly had a similar problem.

21. TCP

This matter was deferred to the next board meeting due to time constraints. In the meantime, Walsh will discuss with Kroft, Chiu and Pepall.

22. Next Board Meetings

The board agreed to next meet on Sunday, April 29, 2018, time to be determined, by teleconference, and likely also on Sunday, June 10, time to be determined, and by teleconference. Timberg advised he may be unavailable both days; Keeley may be unavailable for the April meeting.

23. The meeting closed at 2:31 pm EDT. The board again thanked the president/chair for making the conference bridge available.