



HEARTHLIGHT, INC.

Hearthlight Governing Structure

Internal Document for Coordinating Hearthlight

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Introduction

The governance of Hearthlight is intended to reflect the mission and core values of the organization, especially those of community, safety, and diversity. This document is presented to the members of Hearthlight as a further commitment to its mission and values by its organizers.

The Governance Document is a living operational document and guide, created to assist Hearthlight's Board of Directors, Executive Officers, and National Council Chapter Representatives in their understanding and application of the Hearthlight Bylaws.¹ Along with the Bylaws, Code of Conduct, and Safety & Discipline documents, the Governance Document is integral to the governance of Hearthlight. Each of these documents is necessary but not sufficient alone, and anyone wishing to develop a deeper understanding of Hearthlight's goals and governance is encouraged to read through all of the game's operational documents.

One of the Governance Document's functions is to define in more practical ways certain terms and concepts foundational to Hearthlight, as a companion piece to the Bylaws. The following structures, in particular, will be explained in greater detail in subsequent sections of this document:

First and most central to the organization are Members: the individuals who show up and participate in Hearthlight activities. Members are responsible for planning and attending events and driving the progress of the game as a whole. The Hearthlight leadership is drawn from the entire diverse Membership body, forming a safe and fun community.

Next, the Chapter. A Chapter is a geographic group of Members who hold events, practices, and gatherings. Chapters are self-organizing and locally-based, and their role is to drive the culture and events of Hearthlight from the ground up. Not only do Members travel from Chapter to Chapter to attend events, each Chapter selects one Member to participate in the National Council.

The National Council of Hearthlight represents each community at a national level. Council members propose changes to the policies of Hearthlight, review disciplinary procedures, and drive local engagement. The National Council keeps the organization and its affairs in order while ensuring that the wants and needs of its Members are served.

In addition to the National Council, a team of Executive Officers run the day-to-day operations of Hearthlight at a national level. Executive Officers are responsible for managing Hearthlight's public relations, online presence, and finances. The Officers also handle any conflicts between Chapters and enact Hearthlight's Safety and Discipline policy. The President and the Vice President are Executive Officers and serve as liaisons between the different leadership bodies

¹ The Bylaws are the primary document of Hearthlight. If in any case there is a conflict between the two documents, the Bylaws will supersede this document.



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of Hearthlight. With the exception of the President and Vice President, who are elected by Hearthlight's Members, Executive Officers are appointed by the Board of Directors.

This Board of Directors serves to give the organization a long-term national trajectory and empowers the National Council to meet yearly goals to keep Hearthlight on track. The Board of Directors also works behind-the-scenes to ensure that the legal side of the organization is handled in a timely and proper manner.

Definitions of Membership Bodies and their Requirements

Members

Members are the fundamental building blocks of Hearthlight. A Member is defined as any individual of at least 18 years of age who has applied for membership through the Hearthlightgame.org website and filled out a valid waiver. (Individuals under 18 may participate in Hearthlight's activities if they have filled out a Minor Waiver; but they are not considered full Members until they reach the age of 18.)

Members run Hearthlight's events, create its culture, and influence the general direction of the game. Each participant brings their own skills and flavor. To recognize this, Hearthlight gives power to the players, who in turn participate in the game's governance.

Members are allowed to participate in Hearthlight activities and vote in Hearthlight elections if they:

1. Have a valid waiver on file in the national Hearthlight database. A waiver is considered 'valid' if it has been signed or updated within the last twelve (12) months, and
2. Have not been banned/suspended nationally. If a player has been banned from a Chapter of Hearthlight but has not been banned nationally, it is up to the Chapter Leadership of the hosting Chapter to decide if that player is allowed to participate in that Chapter's activities

Members are responsible for upholding the Core Values of Hearthlight and adhering to its rules and Code of Conduct.



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Chapters

Chapters are geographic collections of Members that have certain rights and responsibilities to their local Members and to the national organization. For many of us, Hearthlight provides a second family. To foster community, Hearthlight's governance emphasizes self-organizing local groups led by service-focused leaders. A strong local group ensures that the needs of local Members are satisfied. Safety should be enforced at a local level so that local grievances are not lost in the national bureaucracy.

Definition

A chapter is defined as a group of individuals who come together to host regular Hearthlight activities (such as combat practice, craft nights, arts and sciences workshops, or larger events combining both combat and arts/sciences). To reap the benefits of Hearthlight, such as insurance, promotion as part of Hearthlight, and usage of the game name and rules, the Chapter must be in compliance with the standards set out below.

In order to maintain an Active status and benefit from Hearthlight's insurance, promotion, and the usage of Hearthlight's name and rules, a Chapter will:

1. Have published a set of Chapter Bylaws approved by the Hearthlight Chapter Relations Team
2. Define membership requirements, which should be trackable, reachable, non-permanent, and not too strict
3. Hold elections for Chapter leadership that are trackable, representative, democratic, and ensure that minority voices are given a fair opportunity to be heard
4. Have defined governance/officer duties with clear expectations, accountability checks for those officers, and a support system to keep the officer duties realistic
5. Regularly hold a diversity of Hearthlight events (for example, holding combat practices, arts and crafts nights, and social gatherings)
6. Maintain a safety and discipline system in accordance with the standards set by Hearthlight's game-wide **Safety and Discipline Policy** and **Code of Conduct**
7. Be capable of managing regionally designated Hearthlight funds and equipment in a responsible and accountable manner, including quarterly financial reporting and occasional audits
8. Follow all policies as outlined in the **Chapter Policies** document.

In order to function smoothly as a Chapter and optimize benefit to its Members, a Chapter **should:**

1. Hold meetings with the membership of the Chapter to discuss Chapter and Hearthlight policies as needed



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2. Inform Members of Hearthlight events and news
3. Help Members vote for changes to Hearthlight Policies and National Council President and Vice President
4. Uphold the Core Values of Hearthlight
5. Report any problem players to the Chapter Relations committee, in accordance with the Safety and Discipline Policy
6. Promote participation in Hearthlight

Chapter Leadership

The Chapter Leadership's primary responsibility is making sure the Chapter upholds its Active status and provides a safe and inclusive environment for its Members. It should include at least **three (3) positions** that aid in this effort. The way in which these positions are filled must be stated in the Chapter Bylaws as approved by Hearthlight Chapter Relations Team. Chapters are welcome to define additional responsibilities or positions in their Leadership as is fitting for their group.

At least one of these officers will be the **Regional Vice President** for that geographic area, giving that person certain legal rights to manage Hearthlight's money and contracts in that area.

This will also include one **Chapter Representative** to represent the Chapter at the National Council. Chapter Representatives are selected by their local chapters, attend meetings of the National Council, and represent their chapters' opinions and needs.

Some other example positions are:

- President
- Administrator
- Vice President
- Assistant Admin
- Secretary
- Treasurer
- Public Relations Officer
- A&S Director
- Combat Activities Director
- Head Marshall
- Head Medic



Definitions of Governing Bodies and their Requirements

National Council

The National Council is the Hearthlight governing body that represents the needs and desires of individual Chapters. They are responsible for proposing any rule and policy changes, and for reviewing disciplinary decisions of the Chapter Relations Team. It is the National Council's duty to facilitate coordination between Chapters and provide a central hub of communication and national decision-making without interfering in the general activities of Chapters.

Responsibilities of the National Council

1. Must meet regularly and at least once annually.
2. Draft proposals of changes that will be presented to the Membership for [voting](#). The National Council may propose changes to any of the following:
 - a. Core game and organizational rules:
 - i. Treatise of War
 - ii. Garb standards
 - iii. Code of Conduct
 - iv. Period/fantasy standards
 - b. Secondary governance policies:
 - i. Format for meetings
 - ii. Positions of the National Council
 - iii. Voting procedure
3. Form and serve on committees to advance the work of Hearthlight, especially in creating Guides for national use as well as workgroups to further initiatives like fundraisers, website, educational courses, etc.
4. Vote on disciplinary procedures, including:
 - a. Code of Conduct violations. The National Council works with the Chapter Relations Team to define the consequences of violations, in accordance with the Safety and Discipline Policy, up to and including banning of players
 - b. Penalties for chapters that violate Hearthlight policies



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National Council Sessions

To fulfill the meeting requirements of the National Council, the National Council meets during 4 regularly scheduled Sessions each year to work on policy changes and additions to present to the National Council.

Those Sessions will follow the following schedule.

- **Session 1** - January 1st to March 31st
- **Session 2** - April 1st to June 30th
- **Session 3** - July 1st to September 30th
- **Session 4** - October 1st to December 31st

Voting on Changes to Hearthlight Policies

1. Revisions to Hearthlight Policies will be discussed and proposed during Sessions of the National Council.
 - a. Primary work on policy changes and additions should occur in Committees and the community, but the final say language lies with the National Council.
2. Proposals are put to a vote of the National Council during the last month of a Session.
 - a. Any changes to governing policies of Hearthlight are subject to BoD approval prior to distribution to the player base.
3. A passed proposal will be disseminated to the Members of Hearthlight to review and prepare for voting.
4. Members will have a reasonable period of time (up to one month) from the date of proposal dissemination in which to discuss and vote on the Proposed Revisions. A simple majority of the total votes cast wins the vote. The exact period of time will be communicated to Members along with the proposed changes to be made
5. The National Council Executive Officers will write and disseminate the changes to the Hearthlight Policies within six weeks of the close of voting, at which time the changes, if any, will go into effect

Safety and Discipline Issues

The National Council meets on an ad-hoc basis for the resolution of National Safety and Discipline issues, and votes on cases presented in accordance with the Safety and Discipline Policy.



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The Executive Officers

The Executive Officers are the backbone of Hearthlight's governance. Most day-to-day national leadership will be managed by the Executive Officers. They review and approve the Bylaws of new Chapters, manage funds, conduct community outreach (especially through a web presence), maintain safety considerations, handle disputes between Chapters and Members, and coordinate national events.

Their positions are as follows:

1. President. The Hearthlight President serves as the Chief Executive Officer for Hearthlight, Inc. The President:
 - a. Has a service term of two (2) years, and may serve no more than three (3) consecutive terms
 - b. Is elected by the Membership
 - c. Carries out goals determined by the Board of Directors (BoD)
 - d. Presides over National Council Meetings, by
 - i. Creating Agendas for these meetings
 - ii. Disseminating announcements regarding said meetings
2. Vice President (VP). The Vice President serves as a stand-in for the President in his/her absence, and:
 - a. Has a service term of two (2) years; may serve no more than three (3) consecutive terms
 - b. Is elected by the Membership
 - c. Carries out goals determined by the BoD
 - d. Chairs committees as is reasonable
 - e. Serves as the contact person for committees not chaired by the VP
 - f. Presides over National Council Meetings in the absence of the President
3. Treasurer. The Treasurer is responsible for the financial duties of Hearthlight, Inc. In that role, the Treasurer:
 - a. Is appointed by the BoD, and serves until a new Treasurer is appointed
 - b. Keeps full and accurate statements of Hearthlight's finances and maintains Hearthlight's bank account
 - c. Reports on Hearthlight's financial status quarterly to the BoD, and as requested at National Council Meetings
 - d. Files taxes annually to maintain tax status
 - e. Advises on any monetary transactions performed by Hearthlight
 - f. Advises a fundraising committee for Hearthlight, in cooperation with the Public Relations Officer and appropriate members of the BoD



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- g. Drafts an annual budget for discussion and approval by the Executive Officers and BoD
 - h. Conducts audits, as needed, of the Chapters' finances on an ad hoc basis
- 4. Secretary. The Secretary acts as notetaker and clerk for meetings of the Board of Directors. In that role, the Secretary:
 - a. Is appointed by the BoD, and serves until a new Secretary is appointed
 - b. Records and distribute meeting minutes of the BoD and of committees
 - c. Reports on the previous meeting's conclusions and action items at each meeting
 - d. Maintains a list of assignments and committee members
 - e. Communicates the actions of the Board to the Hearthlight Membership
 - f. Conducts elections and votes, including for selection of the President and Vice President
- 5. Webmaster. The Webmaster maintains the online presence of Hearthlight, Inc., and:
 - a. Is appointed by the BoD, and serves until a new Webmaster is appointed
 - b. Maintains Hearthlight, Inc.'s national website at www.hearthlightgame.org
 - c. Maintains the functionality of social media presence in collaboration with Public Relations
 - d. Serves as the contact person or chair for all committees responsible for website maintenance/improvement
- 6. Public Relations Officer. The PR Officer is responsible for the public face of Hearthlight, Inc. In that capacity, the PR Officer:
 - a. Is appointed by the BoD, and serves until a new PR Officer is appointed
 - b. Acts as head moderator for all official Hearthlight social media presence
 - c. Disseminates advertisements regarding the organization
 - d. Researches strategies of marketing and fundraising in collaboration with the treasurer/fundraising chair
- 7. Chapter Relations Officer. The Chapter Relations Officer is responsible for maintaining good relationships among Chapters and between the Chapters and the other governing bodies of Hearthlight. In that capacity, the Chapter Relations Officer:
 - a. Is appointed by the BoD, and serves until a new Chapter Relations Officer is appointed
 - b. Acts as the contact person for disputes among Members and Chapters that cannot be solved at the Chapter level
 - c. Serves as the leader of the Chapter Relations Team, which carries out the following tasks:
 - i. Tracks the status of Active Chapters and Members
 - ii. Conducts reviews of incident reports and makes recommendations to the National Council on bans/suspensions
 - iii. Checks banned member list against completed waivers on at least a semi-annual basis



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- iv. Act as primary mediator for any inter-chapter conflict

Board of Directors

The final governing body is the Board of Directors (BoD), a stable group consisting of seasoned veterans of the community. The Board works closely with the Executive Officers and the National Council to facilitate policy implementation by providing consistent leadership and a long-term roadmap for the organization. The BoD coordinates national events and maintains liability insurance for the community, and is organized as follows:

Members

Members of the Board of Directors must be at least 18 years of age and a Hearthlight Member. BoD members must not be Chapter Representatives of the National Council. Any Member of Hearthlight may be nominated to a Board position. Nominees are confirmed by existing BoD members. BoD roles are as follows:

1. Chairperson
 - a. Selected among the board members
 - b. Sets meetings and agendas, and facilitates meetings
2. Board Members
 - a. Lay out a long-term plan for Hearthlight
 - b. Set up yearly agendas with timelines and goals for objectives to be completed that move Hearthlight toward the long-term vision
 - c. Pass down that list of goals to the Hearthlight President
 - d. Empower the National Council to take actions that help them move Hearthlight forward

Responsibilities

1. Managing structures that support the game
 - a. Treasury
 - b. Website
 - c. Maintaining the Rulebook
 - d. Distribution of advertisement
2. Appoint non-elected members of the National Council Executive Board
 - a. The non-elected members should be selected based primarily on qualifications, with connection to the game being a secondary consideration
3. Additional aspirational responsibilities:
 - a. Host one national event (minimum) per year
 - b. Hold quarterly public meetings to discuss goals and plans for Hearthlight
 1. Schedule and Announce these public meetings via social media, website, etc. at most two (2) weeks after the previous meeting. A reminder



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- announcement shall be disseminated two (2) weeks before the upcoming meeting.
- 2. Meetings can be In person or online but must be able to be attended by public
- 3. Any additional meetings, must be announced as soon as possible, preferably two (2) weeks beforehand
- c. Secure liability insurance for the whole organization
- d. Hire a firm/third party qualified individual to perform audits regularly

Elections and Accountability

Hearthlight values the importance of each individual Member and seeks to support the needs of a diverse Membership. To that end, accountability is an important part of the governance of Hearthlight. By creating accountability between Members and the national governing bodies, as well as between the governing bodies themselves, Hearthlight incentivises its leadership to serve the interests of its Members and the organization as a whole. Through direct voting as well as the election of representatives, Members have the power to ensure their needs are addressed and to make changes in the event that their grievances go unheard.

Local groups are accountable to the national organization through Membership reports and Chapter Agreement review. The national organization's governing bodies are accountable to local groups through community representation on the National Council and direct voting. The Board of Directors provides stability by being a team of veterans but is still accountable to the national community through similar community representation.

Electing Executive Officers

Elections of the electable members of the Executive Officers (i.e., the President and Vice President) will follow an Instant Runoff Voting Procedure (https://en.wikipedia.org/wiki/Instant-runoff_voting).

The timeline for Executive Officer Elections is staggered, to help new Officers transition into their roles. The general timeline is currently as follows:

1. Vice Presidential Election
 - a. Nominations open December 16th
 - b. Nominations close January 15th
 - c. Election opens February 1st
 - d. Election ends February 29th
2. Presidential Election
 - a. Nominations open March 15th
 - b. Nominations close April 15th



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- c. Election opens May 1st
- d. Election ends May 31st

Nominations and voting for the electable members of the Executive Officers will be conducted via online form and will follow this procedure:

1. Nominations will be taken. Nominations may be made by any Hearthlight Member. Members may nominate themselves
 - a. In order to be eligible for electable Executive Officer positions, the Member must have been active in the game for at least two (2) years
 - b. No Member may run for more than one office (although the same Member may hold both elected and appointed Executive Officer positions)
 - c. Nominations will be presented by online submission to the Hearthlight Secretary
 - d. Nominees must accept their nomination to be eligible for election
 - e. Nominees, upon accepting their nomination, must provide a list of qualifications and a short “about themselves” to be published in an “Executive Officer Nominees” post or page so that Chapters may view nominees’ “profiles”
2. Approximately two weeks after nominations close, voting will commence. Individual Chapters are encouraged to hold a voting meeting (in person or online) in order to make voting accessible to their members. Member attendance to this voting meeting is optional, but voting by all members is highly encouraged. In such a meeting, the profiles for each candidate will be read out, and there will be a discussion period for members to consider their votes. In any case, voting proceeds as follows:
 - a. Individuals will vote by online form
 - b. These votes will rank the candidates preferentially with #1 being their first choice
 - c. Voting closes one (1) month after the opening of voting.
3. The new Executive Officer(s) will then be notified two weeks after the closing of voting submission, and will have approximately one (1) month of transition before becoming fully fledged Executive Officer(s).

Elections of the Board of Directors

1. The board shall consist of at least 5 members, and no more than 9
2. Board members are self-electing from a pool of nominations as defined below:
 - a. Any individual may nominate a qualified member to the BoD
 - b. Any active Member may be nominated for the BoD
 - c. An individual who has served on the board within the last seven (7) years is ineligible to be nominated.
 - d. Nominations will remain active for two (2) years, and will have an open comment period for the duration.



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3. Upon a position on the BoD needing to be filled, either through expansion or vacancy, the BoD will elect an individual from the pool of nominations.
4. Expansion and shrinkage of the BoD will be decided by the BoD as necessary
5. Newly elected BoD members will have a trial period of 6 months, followed by a standard term of three (3) years (totalling fourteen (14) quarters)
6. It is the intent of the board to stagger BoD elections so that a term ends every six (6) months.
7. Removal of BoD members: A BoD member may be removed by vote during a Special Meeting of the Members. Requests for removal may be initiated by any Member of the corporation at any time. Requests for removal must be submitted in writing to, and subsequently approved by, the National Council. If the National Council votes to permit the vote of removal, the vote of removal may be held at the next Special Meeting of the Members. If the National Council votes to reject the vote of removal, no votes of removal will be considered against that Director for 180 days.

Treatise of War Playtesting

In order to better get data and make decisions about proposed changes to rules in Treatise of War, Hearthlight uses the following playtesting policy.

Initiation of a Playtest

Any proposed rule to playtest must be presented to the National Council by a chapter representative or the Chapterless representative. Because playtests are not a permanent rules change, they do not need a vote of the entire membership to take effect. If a simple majority of the National Council votes in favor, then the chapters who voted 'aye' will begin playtesting the proposed change, with unaffiliated practices/chapters being bound by the vote of the chapterless representative. If a 2/3rds super majority votes in favor, then the entire game will begin playtesting.

Data Collection

The chapter or chapters proposing the rules change will be required to provide a person who will be the primary point of contact for collecting data.

All tournaments and events and practices with over 20 fighters participating in the playtest will be expected to submit the following data to that person.

1. The number of examples of the rule in question, if applicable.
 - a. Ex: 4 out of 30 fighters wore experimental item x.
2. The number of injuries related to the change.



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3. Anecdotal experiences of the fighters, preferably gathered digitally after the event. Ex: Google form used for post event feedback

In order for playtest data to be considered valid it must include at least one event with more than 60 fighters.

Ending a Playtest

Playtesting will run a full calendar year with the following exceptions.

1. The National Council can end a playtest via a simple majority vote.
2. A chapter may choose to end participation in a playtest if the change being playtested is determined to have caused any injury to a participant.

When the playtest is complete, the National Council will review the data gathered and vote on the rules being playtested as per the regular process.