



San Francisco Science Fiction Conventions, Inc.

A California Non-Profit Corporation recognized under IRC §501(c)(3)

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Regular Meeting of Board of Directors Minutes

Saturday, November 15, 2008, Centerville Train Station, Fremont, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, November 15, 2008, in the Bill Wullenjohn Meeting Room of the Centerville Train Station, 37260 Fremont Blvd., Fremont CA 94536. The meeting was called to order at 11:07 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone): James Briggs*, Sandra Childress*, David W. Clark* (after 12:28 PM), Nancy L. Cobb, Wolfgang Coe, David Gallaher, Glenn Glazer, Jan Price*, Cindy Scott, Kevin Standlee, Tom Whitmore*. Members absent: Craige Howlett. Proxy (to be executed only if required due to communications failure): Jan Price to Wolfgang Coe. Others present: Joy Coe, Crickett Fox, Cheryl Morgan, Lisa Deutsch Harrigan, Maureen Starkey.

2. Previous Minutes

2.1. Regular Meeting, July 19, 2008

The minutes of the regular meeting of July 19, 2008 were approved as published in advance of the meeting by unanimous consent.

3. Officer Reports

3.1. President

The President had no report.

3.2. Treasurer

3.2.1. Financial Statements

The Treasurer submitted a Profit & Loss statement for the fiscal year to date (July 1-November 14, 2008) and a Balance Statement as of November 14, 2008. Copies of these statements are attached to these minutes as appendices.

The Treasurer notes that there are inconsistencies in the reports and that she will be investigating this shortly.

This is a relatively high-level summary that does not include detail for the individual standing committees.

Working with PayPal results in lower transaction fees, but has proven to be irritating in many ways. The Treasurer informally discussed the challenges of going through all of PayPal's hoops.

We have not yet filed our IRS/FTB statements for the fiscal year ending June 30, 2008, but we have filed for extensions.

3.2 Secretary

The Secretary currently continues to work as the corporation's webmaster, in close cooperation with Cheryl Morgan. He said that Cheryl is doing most of the work, although he can make minor edits.

The Secretary says he will work with our various committees with web sites so that we have redundancy on editing the web sites and are not bottlenecked on individual webmasters.

Glenn Glazer reports that the proxy form is 404'ing. The Secretary will investigate and correct this.

The Board gave Cheryl Morgan a round of applause for all of her work keeping our web sites running.

4. Standing Committee Reports

4.1 ConStruction

Jan Price reported that she's looking at either the second or third weekends of November 2009, with the Wyndham as her preferred property (although there are other potential properties, such as the Domain in Sunnyvale). Ms. Childress suggested that we hold it earlier in the year, with an idea of beefing up local fannish skill sets in light of the upcoming World Fantasy Con and/or Westercon. Mr. Gallaher said that he thought this would be more useful for Westercon than WFC, the latter having relatively light staffing requirements compared to a typical SF convention. A somewhat spirited but unstructured discussion followed.

Once we have a date and location, we would like to "piggyback" on any 2011 Westercon bid tables for publicity.

4.2 HPEF 2009

Mr. Howlett was unable to attend today's meeting. As far as we know, the only business remaining regarding this committee is receiving their final report and discharging it.

4.3 SMOFCon 2010

Mr. Glazer reported that he will be flying to Columbus, Ohio for this year's SMOFCon. We continue to plan for a 2010 SMOFCon at the San Jose Fairmont. At this time, we have no known competition (other potential competitors have changed dates or dropped out). The site won't be selected until 2009; however, we need to be present this year to keep our hat in the ring.

4.4. World Fantasy Convention 2009

Mr. Gallaher reported. WFC2009 announced a change of dates (Oct 29-Nov 1, 2009) because of an inadvertent double-booking by the Fairmont. We offered refunds to anyone who had previously purchased a membership who couldn't attend. (Only one couple so far has asked for a refund, and they only requested a downgrade from attending to supporting.) The reaction to our date change has ranged from unconcerned to positive. Memberships appear to be tracking where we would expect.

At 11:44, the meeting went into Committee of the Whole, Ms. Cobb presiding, to discuss WFC issues informally and in more detail.

At 12:07, the Committee of the Whole rose and reported that Garth Nix has accepted an invitation to be Guest of Honor and that we will be announcing this within a day or two. Convention organization is progressing approximately as planned, and we are handling the

inevitable challenges. The WFC committee expects to submit a budget to the Board by the end of the calendar year.

The Board expresses its appreciation to Kevin Roche and Cheryl Morgan for their assistance in getting the new registration page for WFC up and running. The new system went live this morning.

4.5. Westercon 2011 Organizing Committee

Mr. Glazer reported. Lisa Harrigan has accepted the committee's invitation to be committee Treasurer. (The Treasurer appointed Ms. Harrigan as an Assistant Treasurer of the Board of Directors.)

The Committee submitted a Profit and Loss Statement (lifetime through November 10, 2008) and a Balance Sheet as of November 14, 2008 [later updated to November 16], and also a draft Budget for the bid and potential convention should our bid be selected. The P&L and Balance Sheet are included as appendices to these minutes.

The meeting recessed at 12:15 PM and reconvened at 12:27 PM. David W. Clark joined the meeting by conference call during the recess.

At 12:28 PM, the meeting went into Committee of the Whole, Ms. Cobb presiding, to discuss the 2011 Westercon bid informally and in more detail.

At 12:46 PM, the Committee of the Whole rose and reported that the Westercon Committee will finalize its facility choice soon and that they plan to file the formal bid papers with the 2009 Westercon at SMOFCon in Columbus. The Committee continues to solicit for volunteers to staff tables at conventions and to help with the bid in various functions.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

Members of the Committee discussed its selection for this year's scholarship (Heather Stern) and why it extended the application deadline. Interest in this year's scholarship was tepid, but that may be due to the location (Columbus OH), the current economy, and other intangible factors.

Without objection, the committee was continued to the next regular meeting.

5.4. Strategic Development Committee

By unanimous consent, the meeting went into Committee of the Whole and met as the Strategic Development Committee established by Resolution 2006-07, Nancy L. Cobb presiding, at 12:53 PM.

The Committee of the Whole rose at 1:14 PM, reporting that it had discussed current and medium-term strategic developments, but it had no specific recommendations other than continuing the committee.

Without objection, the committee was continued through the next regular meeting.

6. Unfinished Business

There was no unfinished business.

7. New Business

7.1 Election of Directors

The terms of David W. Clark, Jan Price, Glenn Glazer, and Tom Whitmore end on December 31, 2008.

At 1:15 PM, the meeting went into Committee of the Whole, Ms. Cobb presiding, to discuss the composition of the Board of Directors.

At 1:41 PM, the Committee of the Whole rose and reported a recommendation that the corporation consider adopting a mechanism for "Directors Emeritus" that would allow retired directors to retain "rights of the floor" at their discretion. By unanimous consent, the Board directed Mr. Standlee to review the Bylaws and to recommend any necessary proposals for revision for submission to the March 2009 meeting.

Nominations: Mr. Clark, Ms. Price, and Mr. Glazer agreed to accept nomination. Mr. Standlee nominated Cheryl Morgan. Mr. Whitmore nominated Crickett Fox. Mr. Whitmore said he was willing to serve if needed, but was happy to retire from the Board, and therefore was not nominated.

Because there are four directors participating by conference call, Lisa Harrigan agreed to talk to each of the "remote" directors by telephone and collect their votes. Balloting therefore took some time due to the serial nature of this process.

The President appointed himself and Ms. Cobb as a Committee of Tellers, who collected the ballots and went off to count them during the ensuing recess.

The meeting recessed at 1:57 PM and reconvened at 2:08 PM.

The Tellers Committee returned and reported the results of the balloting:

Seat	4		5			6		7
Clark	5	6						
Price		1	3	4	5	3	3	6
Glazer	2		2			5	5	
Morgan	3	3	5	5	5*			
Fox				1		2		4
Invalid (Blank)	1	1	1	1	1	1	1	1
Total with preference	11	11	11	11	11	11	9	11
Needed to Elect (Majority)	6	6	6	6	6	6	5	6

*Tie broken by first-preference votes

One ballot had four Xs instead of numbered preferences, which invalidated it because the tellers could not determine the voter's preferences. It still counted toward the total with preference for the purpose of determining a majority.

Mr. Clark, Ms. Morgan, Mr. Glazer, and Ms. Price were elected for three-year terms commencing January 1, 2009.

8. Announcements/Future Meetings

8.1. 2009 Meetings

March 28, 11 AM, Centerville

July 11, 11 AM, Centerville

November: To be determined based on determination of dates for discussion

8.2. Meeting of Directors-Elect

Ms. Morgan waived notice of the meeting of directors-elect, which will be held immediately after this meeting.

9. Adjournment

By unanimous consent, the meeting adjourned at 2:15 PM.

Kevin Standlee
Secretary

[Approved: March 28, 2009]

Appendix A: SFSFC Profit & Loss Statement, Fiscal Year to Date, July 1-November 14, 2008

	Jul 1 - Nov 14, 08	
Ordinary Income/Expense		
Income		
Convention Income		
San Jose in 2011	332.11	Paypal Income owed to SJ in 2011
Total Convention Income	<u>332.11</u>	
Interest Income	84.71	
Total Income	<u>416.82</u>	
Expense		
Conventions		
Westercon in 2011	522.14	FNS, FNS publication, bid parties
Total Conventions	<u>522.14</u>	
Credit Card Transaction Fees		
Paypal Fees	157.43	Includes both SJ in 2011 and WFC charges
Credit Card Transaction Fees - Other	229.75	Includes both SJ in 2011 and WFC charges
Total Credit Card Transaction Fees	<u>387.18</u>	
Grants Made	450.00	
Internet	4.00	
Meeting Expense	100.00	
Postage	42.00	
Storage Unit	959.40	
Total Expense	<u>2,464.72</u>	
Net Ordinary Income	<u>-2,047.90</u>	
Net Income	<u><u>-2,047.90</u></u>	

Appendix B: SFSFC Balance Sheet, March 15, 2008

	Nov 14, 08
ASSETS	
Current Assets	
Checking/Savings	
BotW - Checking	1,758.26
BotW - Construction	918.35
BotW - CD #1	3,735.32
BotW - CD #2	6,043.30
BotW - World Fantasy 2009	4,002.92
PayPal	5,259.11
Total Checking/Savings	<u>21,717.26</u>
Total Current Assets	<u>21,717.26</u>
TOTAL ASSETS	<u><u>21,717.26</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
WFC 2009 Liabilities	9,879.75
Total Other Current Liabilities	<u>9,879.75</u>
Total Current Liabilities	<u>9,879.75</u>
Total Liabilities	<u>9,879.75</u>
Equity	
Retained Earnings	13,885.41
Net Income	-2,047.90
Total Equity	<u>11,837.51</u>
TOTAL LIABILITIES & EQUITY	<u><u>21,717.26</u></u>

Appendix C: 2011 Westercon Bid Profit & Loss, Lifetime to November 10, 2008

	<u>Nov 10, 08</u>
Ordinary Income/Expense	
Income	
4000 · Contributed support	
4010 · Indiv/business contribution	15.00
4080 · Donations from SFSFC	1,000.00
Total 4000 · Contributed support	<u>1,015.00</u>
4300 · Convention Income	
4301 · Bid Income	
4302 · Pre-Support	1,725.00
4303 · Pre-Oppose	20.11
4304 · Friend of Bid	1,024.00
Total 4301 · Bid Income	<u>2,769.11</u>
Total 4300 · Convention Income	<u>2,769.11</u>
Total Income	<u>3,784.11</u>
Expense	
6000 · Front Office Expenses	
6200 · Treasurer Expenses	118.40
Total 6000 · Front Office Expenses	<u>118.40</u>
6900 · Bid Expenses	
6930 · Party Room Rental	284.60
6940 · Party Room Supplies	342.43
Total 6900 · Bid Expenses	<u>627.03</u>
Total Expense	<u>745.43</u>
Net Ordinary Income	<u>3,038.68</u>
Net Income	<u><u>3,038.68</u></u>

Appendix D: 2011 Westercon Bid Balance Sheet, November 16, 2008

	<u>Nov 16, 08</u>
ASSETS	
Current Assets	
Checking/Savings	
1010 - Bank of the West - Checking	1,191.36
1050 - Cash Box	
1055 - Registration Cash Box	277.00
Total 1050 - Cash Box	<u>277.00</u>
1070 - Cash in Corporate Accounts	
1075 - Paypal Account	332.11
1080 - Credit Card Account	654.00
Total 1070 - Cash in Corporate Accounts	<u>986.11</u>
Total Checking/Savings	<u>2,454.47</u>
Accounts Receivable	
1210 - Pledges and Grants Receivable	1,000.00
Total Accounts Receivable	<u>1,000.00</u>
Total Current Assets	<u>3,454.47</u>
TOTAL ASSETS	<u><u>3,454.47</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2010 - Accounts payable	415.79
Total Accounts Payable	<u>415.79</u>
Total Current Liabilities	<u>415.79</u>
Total Liabilities	<u>415.79</u>
Equity	
Net Income	3,038.68
Total Equity	<u>3,038.68</u>
TOTAL LIABILITIES & EQUITY	<u><u>3,454.47</u></u>