



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 21, 2009, Fremont, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, November 21, 2009, in the Bill Wullenjohn Meeting Room of the Centerville Train Station, 37260 Fremont Blvd., Fremont CA 94536. The meeting was called to order at 11:11 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone): David W. Clark, Nancy L. Cobb*, Sandra Childress* (left 1:30 PM), Wolfgang Coe*, David Gallaher, Glenn Glazer, Cheryl Morgan, Cindy Scott, Kevin Standlee. Members absent: James Briggs, Sandra Childress, Tom Whitmore¹. Proxies: James Briggs to David Gallaher. Others present: Lisa Detusch Harrigan, Harold Harrigan.

2. Previous Minutes

2.1. Regular Meeting, July 11, 2009

The minutes of the regular meeting of July 11, 2009 were approved as amended by unanimous consent.

3. Officer Reports

3.1. President

3.1.1. Director Vacancies

The President has not yet filled the vacant seat 7 (term running through December 31, 2011). Although the Vice President technically now has authority to fill the vacancy, she expressed no desire to do so and deferred to the President.

The President presented a letter from James Briggs announcing his resignation as a director, effective January 1, 2010. (His seat, #10, runs through December 31, 2010.)

The directors informally discussed filling the vacancies. The President will discuss the positions with individuals concerned and announce appointments soon.

3.2. Treasurer

The Treasurer discussed the new credit card capture device with great enthusiasm. We are very happy with a new wireless terminal that works quite well.

3.2.1. Financial Statements

The Treasurer explained the reasons why she was unable to submit financial statements at this time. (See Appendix A.)

¹ Director Emeritus

3.2.2 Tax Returns

We have filed our 990/199 returns for FY 2007-8. The FY 2008-9 returns have not yet been filed, but an automatic extension request has been filed.

3.2.3 Fiscal Year

We may want to consider changing our fiscal year (probably by shortening FY2009-10) so that it doesn't end on the day after a major event (Westercon). The Treasurer said she'd study this and report back to the next meeting.

3.2 Secretary

Web site: Everything up to date on the corporate site.

4. Standing Committee Reports

4.1 ConStructure

Ms. Scott reported. There will be no ConStructure this year. We didn't even try. We've moved the CS funds into the General Fund (leaving \$100 in the CS account as a placeholder). We probably won't hold one in 2010 either, since we probably will be hosting SMOFCon. Therefore, the next potential year for running one is 2011.

4.3 SMOFCon 2010

On a motion by Mr. Glazer, the meeting went into Committee of the Whole, Ms. Scott presiding, at 11:35 AM. At 12:06 PM, the Committee of the Whole rose and reported that:

- The competing bid for Seattle has withdrawn, and that, barring some surprise bid at Austin, we seem to be running unopposed.
- Staffing: Sandra Childress is still on the committee as head of "Fun Stuff." Dave Gallaher has agreed to run Hospitality. Tom Whitmore is running Programming; our theme will be the same as our corporate motto, "Building Bridges." Kevin Roche is working on the online registration system. Cheryl Morgan is designing the web site, which we intend to make live as soon as we're formally awarded the bid. Cindy Scott has agreed to be Treasurer and Registrar.
- SFSFC has one SMOFCon membership available to sell to the first person who wants to pay us the \$50 we paid for it. The other memberships we bought are accounted for.
- Actions: The Committee of the Whole recommends that the Secretary be authorized to purchase smofcon28.org as an internet domain, and the Treasurer be authorized to file a DBA for "SMOFCON 28" if required and to take such banking actions as may be necessary.

The recommendations of the Committee of the Whole were adopted by unanimous consent.

4.4. World Fantasy Convention 2009

Mr. Gallaher reported on the results of the convention held over this past Halloween weekend.

At 12:07 PM, the meeting went into Committee of the Whole, Ms. Scott presiding, to discuss WFC issues informally and in more detail.

At 1:09, PM the Committee of the Whole rose and reported

- We held a WFC.

- In general, feedback from the members was very positive, with the exception of specific areas where we could have done much better.
- We reported to *Locus* that we had 1,001 attending memberships sold, with 976 people on site, plus 20 supporting memberships (1,021 memberships of all types).
- The Art Show was small and somewhat disappointing, although most of the participants were of the quality expected of a WFC. We adjusted our procedures and rules based on feedback from artists, but it probably was too late in the process to significantly increase participation.
- The Dealers were mostly content, although many of them said their takings were less than they might have expected. The hotel had a water pipe burst above the ballroom on Sunday morning of the convention; however, water damage was slight (a few dampened carpets). Our privately-contracted security alerted the hotel to the leak; the hotel reacted promptly thereafter and dried things out as quickly as could be expected, and we were able to rearrange the Dealer's Room and open on time.
- Having a USPS substation on site was very successful and appreciated by our members.
- The Mass Signing went very well.
- Banquet sales were below expectations.
- We had a very enthusiastically-attended and successful Hospitality Suite. The privately-sponsored hospitality events were very successful.
- We had positive press coverage from the San Jose *Metro* and other media. Conreporter.com has been collecting various convention reports, most of which have been positive (with the exception of artists).
- Our Progress Reports could have used improvement and we could have done a better job of notifying our members about how to subscribe to updates from the web site.
- We are in discussions with the hotel to settle our bills.
- Financially, the event may not have been as successful as we might have hoped; however, we do expect to show a small surplus.
- We have learned many things about the Fairmont that will be useful in planning future events there, including Westercon 64 and SMOFCon.

The meeting recessed at 1:09 PM and reconvened at 1:25 PM.

4.5. Westercon 2011 Organizing Committee

Mr. Glazer reported. The Committee submitted a Profit and Loss Statement (lifetime through November 21, 2009) and a Balance Sheet as of that date. (See Appendices B-C-D.)

At 1:27 PM, the meeting went into Committee of the Whole, Ms. Scott presiding, to discuss the 2011 Westercon informally and in more detail.

At 1:41 PM, the Committee of the Whole rose and reported:

- The Westercon 64 committee promoted the convention at SiliCon and will be at Loscon, but not SorcererCon or OryCon.

- We are recruiting staff members. Recent appointments include Jennifer Wylie to run Masquerade and Todd Allis for Anime. The Chairman will send the web team an updated committee list for posting on the web site.
- Thanks to Kevin and Cheryl for keeping the web site updated.
- Things appear to be running pretty smoothly right now, but of course we're in a slack period, and things won't start to ramp up until June.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

The Committee reported that it selected Kirsten Berry as this year's scholar; the Treasurer has sent Kirsten the initial scholarship payment and transferred one of SFSFC's memberships to her as part of that payment.

The SMOFCon Scholarship Committee was continued by unanimous consent.

6. Unfinished Business

There was no unfinished business.

7. New Business

7.1 Board Member Elections

Without objection, the three incumbent directors (Nancy L. Cobb, Kevin Standlee, and Cindy Scott) were re-elected for three year terms commencing January 1, 2010.

7.2 SMOFCon 27

Mr. Glazer moved (2009-07) to appropriate \$100 to sponsor two hours of SMOFCon 27's Hospitality Suite in the name of SFSFC.

Motion 2009-07 was adopted by unanimous consent. Mr. Glazer will make payment arrangements with the Treasurer.

7.3 SFF Translation Awards

Ms. Morgan thanks SFSFC for helping the SFFT Awards take in money until such time as the SFFT Awards has received formal recognition of its non-profit/corporate status.

7.4 Gaylaxicon

There was informal discussion of the possibility of a Bay Area bid for Gaylaxicon in the 2012-14 period.

8. Announcements/Future Meetings

8.1. 2010 Meetings

After informal discussion, the board adopted the following dates:

- March 13
- July 24
- November 13

All meetings are tentatively scheduled for Centerville, although we may reschedule this.

8.2. Personal Taxes

Remember that if you need a substantiation letter for donations to SFSFC (including travel expenses (even car mileage at \$0.14/mile) involved with any SFSFC-sponsored event) to contact the Secretary to get one. You don't have to be a director to qualify. The value of your time is never deductible, but your out-of-pocket expenses are.

9. Adjournment

By unanimous consent, the meeting adjourned at 2:05 PM.

Kevin Standlee
Secretary

[Approved: March 13, 2009]

Appendix A: Statement from SFSFC Treasurer, November 21, 2009

Well, for the majority of the last three weeks the Treasurer has been ill. I don't have financial statements for this meeting - my apologies.

The 2008 tax return has not been filed, however the extension request has. Since it is an automatic three month extension, this should not be an issue. In the next few weeks I will be in contact with our accountant to determine a schedule for getting the return filed by February 15, 2010 (the extension expiration date).

I have sent the check to our SMOFcon scholarship winner and requested one of the six SFSFC memberships to the convention be transferred to her.

We have a new merchant account and a new wireless credit card terminal to go with it. The old account has been closed.

Financial statements should be sent to the board mailing list sometime in the next couple of weeks.

Respectfully submitted,
Cindy Scott
Treasurer

Appendix B: Westercon 2011 Organizing Committee, Profit & Loss, Committee Lifetime to Date, November 21, 2009

	<u>Bid</u>	<u>WC64</u>	<u>TOTAL</u>
Ordinary Income/Expense			
Income			
4000 · Contributed support			
4010 · Indiv/business contribution	15.21	4.25	19.46
4080 · Donations from SFSFC	0.00	0.00	0.00
Total 4000 · Contributed support	15.21	4.25	19.46
4300 · Convention Income			
4301 · Bid Income			
4302 · Pre-Support	3,030.00	0.00	3,030.00
4303 · Pre-Oppose	40.11	0.00	40.11
4304 · Friend of Bid	2,472.00	0.00	2,472.00
Total 4301 · Bid Income	5,542.11	0.00	5,542.11
4400 · Convention Membership			
4410 · Site Selection	0.00	2,250.00	2,250.00
4420 · Attending	0.00	1,530.00	1,530.00
4490 · Supporting	0.00	25.00	25.00
Total 4400 · Convention Membership	0.00	3,805.00	3,805.00
Total 4300 · Convention Income	5,542.11	3,805.00	9,347.11
Total Income	5,557.32	3,809.25	9,366.57
Expense			
6000 · Front Office Expenses			
6110 · Web Site Expenses	0.00	99.00	99.00
6200 · Treasurer Expenses	115.41	0.00	115.41
6230 · Bank Fees			
6235 · Bounced Check	0.00	0.00	0.00
6240 · Credit Card Fees	58.00	45.25	103.25
6250 · Paypal Fees	12.05	15.21	27.26
6230 · Bank Fees - Other	0.00	0.00	0.00
Total 6230 · Bank Fees	70.05	60.46	130.51
Total 6000 · Front Office Expenses	185.46	159.46	344.92
6900 · Bid Expenses			
6910 · Ribbons	25.00	0.00	25.00
6920 · Flyers	60.49	0.00	60.49
6930 · Party Room Rental	1,035.89	5.00	1,040.89
6940 · Party Room Supplies	1,122.99	0.00	1,122.99
6990 · Misc Bid Expense	5.40	0.00	5.40
Total 6900 · Bid Expenses	2,249.77	5.00	2,254.77
7010 · Advertising			
7012 · Ads in Publications	110.00	0.00	110.00
7013 · Parties	0.00	64.87	64.87
7014 · Ribbons, Stickers, Buttons	0.00	37.50	37.50

Total 7010 - Advertising	<u>110.00</u>	<u>102.37</u>	<u>212.37</u>
Total Expense	<u>2,545.23</u>	<u>266.83</u>	<u>2,812.06</u>
Net Ordinary Income	<u>3,012.09</u>	<u>3,542.42</u>	<u>6,554.51</u>
Net Income	<u>3,012.09</u>	<u>3,542.42</u>	<u>6,554.51</u>

Appendix C: Westercon 2011 Organizing Committee, Profit & Loss, Fiscal Year to Date (July 1, 2009-November 21, 2009)

	<u>Jul '09 - Jun 10</u>
Ordinary Income/Expense	
Income	
4000 - Contributed support	
4010 - Indiv/business contribution	4.25
Total 4000 - Contributed support	<u>4.25</u>
4300 - Convention Income	
4301 - Bid Income	
4302 - Pre-Support	585.00
Total 4301 - Bid Income	<u>585.00</u>
4400 - Convention Membership	
4410 - Site Selection	2,250.00
4420 - Attending	1,530.00
4490 - Supporting	25.00
Total 4400 - Convention Membership	<u>3,805.00</u>
Total 4300 - Convention Income	<u>4,390.00</u>
Total Income	4,394.25
Expense	
6000 - Front Office Expenses	
6230 - Bank Fees	
6235 - Bounced Check	0.00
6240 - Credit Card Fees	45.25
6250 - Paypal Fees	15.21
6230 - Bank Fees - Other	0.00
Total 6230 - Bank Fees	<u>60.46</u>
Total 6000 - Front Office Expenses	60.46
6900 - Bid Expenses	
6930 - Party Room Rental	405.11
6940 - Party Room Supplies	425.46
Total 6900 - Bid Expenses	<u>830.57</u>
7010 - Advertising	
7013 - Parties	64.87
7014 - Ribbons, Stickers, Buttons	37.50
Total 7010 - Advertising	<u>102.37</u>
Total Expense	<u>993.40</u>
Net Ordinary Income	<u>3,400.85</u>
Net Income	<u><u>3,400.85</u></u>

Appendix D: Westercon 2011 Organizing Committee, Balance Sheet, November 21, 2009

ASSETS	
Current Assets	
Checking/Savings	
1010 · Bank of the West - Checking	4,654.64
1040 · Petty cash	51.60
1050 · Cash Box	
1055 · Registration Cash Box	<u>284.25</u>
Total 1050 · Cash Box	284.25
1070 · Cash in Corporate Accounts	
1075 · Paypal Account	320.06
1080 · Credit Card Account	<u>1,064.96</u>
Total 1070 · Cash in Corporate Accounts	<u>1,385.02</u>
Total Checking/Savings	6,375.51
Accounts Receivable	
1110* · Accounts receivable	<u>29.00</u>
Total Accounts Receivable	29.00
Other Current Assets	
1299 · Undeposited Funds	<u>150.00</u>
Total Other Current Assets	<u>150.00</u>
Total Current Assets	<u>6,554.51</u>
TOTAL ASSETS	<u>6,554.51</u>
LIABILITIES & EQUITY	
Equity	
3010 · Unrestrict (retained earnings)	3,153.66
Net Income	<u>3,400.85</u>
Total Equity	<u>6,554.51</u>
TOTAL LIABILITIES & EQUITY	<u>6,554.51</u>