



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, March 15, 2014, Fremont, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, March 15, 2014, in the Depot Cafe, 37260 Fremont Blvd., Fremont CA 94536. The meeting was called to order at 11:01 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone †*ex officio* non-voting director ‡director emeritus): Sandra Childress*, David W. Clark, David Gallaher, Glenn Glazer, Lisa Deutsch Harrigan, Cheryl Morgan*, Kevin Roche† (arrived 11:43 AM), Cindy Scott*, Spike (arrived 11:27 AM), Kevin Standlee, Andy Trembley. Members absent: Kathryn Duval†, Dawn Plaskon†, Randy Smith (proxy to Kevin Standlee), Tom Whitmore*‡.

2. Previous Minutes

The minutes of the previous meetings are now adopted by unanimous consent via the Board e-mail list and published on the corporation's web site.

3. Officer Reports

3.1. President

We have received a check from San Jose Hotels (the San Jose CVB) for \$25,000 as "suitcase money." This money will be accounted for as a non-interest-bearing Note Payable, because we have to pay it back eventually.

3.2. Treasurer

Treasurer Lisa Deutsch Harrigan reported. We have no outstanding state or federal tax filings due at this time. The next deadline is August 15, after our current fiscal year ends.

Assistant Treasurer Cindy Scott reported on ongoing negotiations with the IRS regarding an outstanding issue with informational returns from several years ago. Our Enrolled Agent, after discussing the issue with an IRS agent, has applied to the IRS for an abatement of a penalty we incurred for a late filing, and the outlook is promising.

3.2.1. Financial Statements

The Treasurer distributed paper copies of General Fund reports (see Appendices A-B) and discussed them in detail. The corporate balance sheet doesn't match the balance sheet on account of not including the Westercon 66 account at this time. (Once Westercon 66 is discharged, the Treasurer will clean this up.) Our current "unconstrained" balance (not earmarked for a specific fund) is approximately \$9,500.

3.2.2. Banking

The Treasurer discussed plans for moving our banking to Technology Credit Union due to dissatisfaction with Bank of West.

3.3 Secretary

Web site: Assistant Secretary Cheryl Morgan reported on a planned upgrade of our website hosting at our host, Pair.com. This may break some of the custom code for Westercons 64 and 66, and possibly the Westercon.org site that we're hosting; however, none of these appear to have a critical impact, so it's okay to proceed with the upgrade, and we'll fix things later after the migration.

4. Standing Committee Reports

4.1. London in 2014 Committee

Spike reported. (See Appendix C for full report.)

4.2. Westercon 66 Committee

Co-Chairs Andy Trembley reported.

The committee projected that would request that it be discharged at this meeting, however, contacting the non-attending members (fewer than 100) and closing post-con publications is proving more time-consuming than expected. The Committee hopes to be able to recommend its discharge at the next regular meeting.

4.3. Nebula Awards Weekend

Cindy Scott reported:

Plans for the 2014 Nebula Awards Weekend are progressing as the event approaches (weekend of May 15-18, 2014). Latest update has 82 members signed up (not including staff or SFWA Board members). The Registration (Randy Smith) and Hospitality (Sarah Goodman) positions have been filled. The Nebula Awards Ceremony will be run by Deirdre Saoirse Moen.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

The SMOFCon Scholarship Committee was continued by unanimous consent.

5.2. Strategic Development Committee

At 11:48 AM, the meeting went into Committee of the Whole, Vice President David W. Clark presiding, meeting as the Strategic Development Committee.

At 12:38 PM, the Committee of the Whole rose and reported and recommended the adoption of the following resolution:

Resolution 2014-01: San Jose in 2018 Worldcon Bid Committee

Resolved, That there is established a San Jose in 2018 Worldcon Bid Committee as a standing committee of SFSFC, per section 6.1 of the SFSFC Bylaws;

Resolved, That the Committee is directed and authorized to bid for a World Science Fiction Convention in San Jose in 2018;

Resolved, That the Committee is instructed to operate under the current revision of the Procedures for Lifecycle of a Standing Committee;

Resolved, That the Committee is instructed to present a report of its finances and summary of its activities to every regular SFSFC Board meeting and also at such times as it may be directed by the Treasurer or President of the Corporation or by Board resolution, and that a failure to do so shall be considered a default of its responsibilities;

Resolved, That should the committee's bid be successful, the operation of the Worldcon shall be vested in a Worldcon Operating Committee to be established by the Corporation at a future date; and

Resolved, That upon the discharge of the Committee, any remaining funds of the Committee shall be turned over to a Worldcon Operating Committee should the bid be successful, or to the SFSFC General Fund if not.

Resolution 2014-01 was approved by unanimous consent.

The President appointed Andrew Trembley as Chairman of the Bay Area Worldcon Bid Committee. This appointment was ratified by unanimous consent.

The Strategic Development Committee was continued by unanimous consent.

The meeting recessed at 12:43 PM and reconvened at 1:00 PM.

6. Unfinished Business

6.1 Westercon Web Site

Mr. Glazer reported that, per the instructions from the Board at the last meeting, he worked with Jo Rhett to transfer the hosting of Westercon.org to SFSFC's Pair.com servers. Aside from the cleanup necessary once we migrate to Pair's servers, this matter is now substantially closed.

6.2 CostumeCon 2020

We can consider this subject closed until such time as the promoter is ready to present a formal proposal.

7. New Business

7.1 1993 Hugo Award Restoration

Mr. Clark, who chaired the 1993 Worldcon under our corporation's sanction, raised the issue that the pewter plaques on the 1993 Hugo Award trophies awarded by ConFrancisco are degrading. There was general discussion of the possibility that we might be able to find a way to replace bases or pieces of the bases. We're not *required* to do this; however, it might be a nice thing to do if we find we could afford it. The President asked Mr. Clark to develop a proposal for doing this and report back to a future meeting.

8. Announcements/Future Meetings

8.1. 2014 Meetings

Future meeting dates for 2014 are as follows:

- July 26, 2014, 11 AM PDT
- November 15, 2014, 11 AM PST

Meetings will be the Depot Café Wullenjohn Meeting Room.

9. Adjournment

By unanimous consent, the meeting adjourned at 1:20 PM.

Kevin Standlee Secretary

[Approved by Unanimous Consent without meeting, July 13, 2014]

**Appendix A: SFSFC General Fund, Profit & Loss, Fiscal Year to Date,
March 14, 2014**

	<u>Apr '13 - Mar 14</u>
Ordinary Income/Expense	
Expense	
Membership fees	60.00
Conventions	
CorFlu 28	
Treasury	<u>15.00</u>
Total CorFlu 28	<u>15.00</u>
Total Conventions	15.00
Credit Card Transaction Fees	446.40
Internet	384.33
Meeting Expense	217.75
Postage	104.10
Storage Unit	1,032.00
Tax	
State	<u>10.00</u>
Total Tax	<u>10.00</u>
Total Expense	<u>2,269.58</u>
Net Ordinary Income	<u>-2,269.58</u>
Net Income	<u><u>-2,269.58</u></u>

Appendix B: SFSFC General Fund, Balance Sheet, March 14, 2014

Note: "Corporate Money" accounts are unrestricted general funds. All other asset funds are restricted to specific committees or are (like PayPal) holding accounts for money moving from fund to fund.

	<u>Mar 14, 14</u>
ASSETS	
Current Assets	
Checking/Savings	
Corporate Money	
Main Checking	4,657.67
CD #1	3,827.49
Construction Checking	<u>100.00</u>
Total Corporate Money	8,585.16
PayPal	491.41
Westercon 66 Checking	3,481.18
London in 2014	<u>4,523.50</u>
Total Checking/Savings	17,081.25
Accounts Receivable	
Accounts Receivable	<u>422.50</u>
Total Accounts Receivable	422.50
Other Current Assets	
SFSFC Petty Cash Fund	218.57
WC66 Petty Cash/Cash Box	<u>135.05</u>
Total Other Current Assets	<u>353.62</u>
Total Current Assets	<u>17,857.37</u>
TOTAL ASSETS	<u><u>17,857.37</u></u>

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Other Current Liabilities

Westercon 66 Liabilities

Memberships	588.18
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Dealers Room	<u>2,605.00</u>
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Total Westercon 66 Liabilities	3,193.18
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London in 2014 Liabilities	4,523.50
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Total Other Current Liabilities	<u>7,716.68</u>
Total Current Liabilities	<u>7,716.68</u>
Total Liabilities	7,716.68
Equity	
Adjusted Earnings	3,771.08
Retained Earnings	11,298.98
Net Income	<u>-4,929.37</u>
Total Equity	<u>10,140.69</u>
TOTAL LIABILITIES & EQUITY	<u><u>17,857.37</u></u>

Appendix C: London 2014 Report, March 15, 2014

London in 2014 Bid Committee Report – March 15, 2014

Membership:

As of February 28 2014, Loncon 3, the 72nd Worldcon sold 5948 total memberships (including day memberships and hall passes).

The total membership numbers include 4554 adults/young adult attending members.

Events:

Since our previous report, our committee sponsored events (such as membership desks and parties) at these North American conventions:

Convolution
WindyCon
Orycon
Philcon
Loscon

Arisia
Capricon
Boskone
Gallifrey One

Financial Summary:

\$4523.50 convention funds in the checking account as of February 28, 2014.

This account balance represents bid supports and Loncon3 memberships paid in US dollars by cash or check, minus expenses related to the events listed above, shipping flyers to conventions, and souvenir book ads.

Credit card payments go directly into the Loncon 3 WorldPay account in the UK, outside the purview of this Committee.

Submitted 15 March
2014: Kathryn
Duval / Spike c/o
London in 2014
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