



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 17, 2018, Sunnyvale, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, March 17, 2018, in the home of Cindy Scott, 969 Asilomar Terrace #6, Sunnyvale CA 94086-2438. The meeting was called to order at 11:04 AM Pacific Standard Time, President David Gallaher presiding and Secretary Kevin Standlee* recording. Members present (*by telephone ‡director emeritus): Sandra Childress, David W. Clark, David Gallaher, Bruce Farr*, Cheryl Morgan* (left 12:43 PM), Kevin Roche, Cindy Scott, Kevin Standlee*, Andy Trembley, Jennifer “Radar” Wylie. Members absent: Lisa Deutsch Harrigan, Randy Smith, Tom Whitmore‡. Others present: Christine Doyle* (left 12:05 PM). Proxies: Randy Smith to Cindy Scott; Lisa Deutsch Harrigan to Cindy Scott. Proxies are attached to the minutes.

2. Previous Minutes

The minutes of the November 11, 2017 Regular Meeting and of the November 11, 2017 Meeting of Directors-Elect were previously approved as distributed by unanimous consent via the Board e-mail list.

3. Officer Reports

3.1. President

No report.

3.2. Treasurer

Treasurer Lisa Deutsch Harrigan distributed copies of General Fund financial statements (see Appendices A-B) in advance of the meeting. The corporate-only statements do not always exactly reflect reports from individual committees due to report timing.

3.3 Secretary

The corporate web site is up to date. If you see something out of date, contact the Secretary.

For reasons mysterious to the Secretary, our corporate proxy form on the web site was corrupted. It's fixed now.

Ms. Morgan reported no action on migrating our active domains to secure (https:) hosting.

SFSFC agreed to start receiving the mail for Worldcon Intellectual Property. Mr. Standlee is Chair of WIP and will change the address sometime this year when he re-files WIP's form SI-100 with the California Secretary of State.

4. Standing Committee Reports

4.1. 2018 Worldcon Operating Committee

At 11:18 AM the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the 2018 Worldcon Operating Committee. At 11:46 AM the Committee of the Whole rose and reported:

- The Worldcon committee submitted financial statements (see Appendices C-D) for the Worldcon Operating Committee.
- We currently have 3387 attending members, 30 Kids-in-tow, and 1250 Supporting members.
- Outreach is going well.
- Legal: We are dealing with a potential legal issue to the organization.
- Mexicanx Initiative: We are assisting with administering this. The donations received and the funds expended on it are clearly identified in the convention accounting.
- Hotel: We had a remarkable response to our hotel room opening, and the close-in hotels are effectively full. We have about 7000 room-nights filled. We have expanded blocks now in outlying hotels, and are working to obtain such rooms as we can get.

4.2. CostumeCon 2021 Committee

At 11:50 AM the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the CostumeCon 39 bid. At 12:03 PM the Committee of the Whole rose and reported:

- The vote will be in May 2018 in San Diego. We are running unopposed as the only filed bid.
- We're working on setting up banking under previously-adopted authorization.
- Vice Chair Christine Doyle has joined the team.
- The committee is researching outreach opportunities.
- Budgeting for 400 attendees.
- The Committee is continuing to research hotels. (CostumeCon does not require a specific hotel commitment for filing.)

The meeting recessed at 12:05 PM and reconvened at 12:15 PM.

4.3. SMOFCon 2018 Committee

We were selected to host SMOFCon 36 (2018) at SMOFCon 2017 in Boston last December. Bruce Farr reported:

We currently have 90 members and have hotel reservations open now with the Flamingo Hotel. We're starting program development next week with Patty Wells. Bobbi Armbruster was visiting a few days ago in Santa Rosa to help develop material on things to do in the area pre-and post-convention. She met with the Convention Bureau as well while she was out. We've recruited tech people now (Chuck Shimada and Rick Kovalcik) and will add an Access person in the coming days.

Web site <https://smofcon36.com/> is live.

4.4. New Zealand 2020 Committee

Randy Smith submitted a written report (see Appendix E). No other bid filed for the 2020 Worldcon, so it appears that we have no concerns about potential conflicts of interest between two different committees of SFSFC.

5. New Business

5.1. Insurance

At 12:24 PM, the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss a recommendation from the 2018 Worldcon Operating Committee regarding corporate Errors & Omissions Insurance. At 12:37 PM the Committee of the Whole rose and reported:

- Mr. Farr will investigate corporate Errors & Omissions insurance and make recommendations to the President.
- The COTW recommends the adoption of a resolution authorizing the purchase of E&O insurance.

The Committee of the Whole moved the adoption of the following resolution:

Resolution 2018-01: Insurance

Resolved, That, per section 3.13 of the SFSFC Bylaws, the President is authorized to execute an agreement on behalf of the corporation for corporate Errors & Omissions insurance, at a cost not to exceed \$1500 per year.

Resolution 2018-01 was adopted by unanimous consent.

5.2. Past Hugo Award Trophies

The President brought up the possibility of the corporation funding the purchase of a “generic” base and rocket for a Hugo Award trophy to be given to person who, for complicated reasons, did not receive a trophy for a past Hugo Award presented at an SFSFC-sponsored Worldcon. There was no objection raised to doing so, and the Board authorized the Treasurer to allocate sufficient general funds to pay for an additional Hugo Award rocket for this purpose.

6. Announcements/Future Meetings

6.1. 2018 Meetings

Remaining future meeting dates for 2018 are as follows:

- Saturday, July 21, 2018, 11 AM PT, Cindy Scott’s residence
- Saturday, November 17, 2018, 11 AM PT, Cindy Scott’s residence

As usual, these dates are subject to change as needed.

7. Adjournment

By unanimous consent, the meeting adjourned at 12:48 PM.

Kevin Standlee
Secretary

[Approved June 24, 2018]

Appendix A: SFSFC General Fund Profit & Loss, Fiscal Year to date, March 17, 2018

	<u>Corporate</u>	<u>CC39</u>	<u>NZ2020</u>	<u>TOTAL</u>
Ordinary Income/Expense				
Income				
Corp Donations	99.21	0.00	0.00	99.21
Interest Income	3.13	0.00	0.00	3.13
Total Income	<u>102.34</u>	<u>0.00</u>	<u>0.00</u>	<u>102.34</u>
Gross Profit	102.34	0.00	0.00	102.34
Expense				
Convention Development				
Costumecon 39	0.00	108.50	0.00	108.50
NZ in 2020	0.00	0.00	40.00	40.00
Total Convention Development	0.00	108.50	40.00	148.50
Internet	221.63	0.00	0.00	221.63
Meeting Expense	24.78	0.00	0.00	24.78
Postage	15.93	0.00	0.00	15.93
Tax				
State	80.00	0.00	0.00	80.00
Total Tax	<u>80.00</u>	<u>0.00</u>	<u>0.00</u>	<u>80.00</u>
Total Expense	<u>342.34</u>	<u>108.50</u>	<u>40.00</u>	<u>490.84</u>
Net Ordinary Income	-240.00	108.50	-40.00	388.50
Other Income/Expense				
Other Income				
Moneys loaned to our cons	0.00	108.50	120.00	228.50
Total Other Income	<u>0.00</u>	<u>108.50</u>	<u>120.00</u>	<u>228.50</u>
Net Other Income	<u>0.00</u>	<u>108.50</u>	<u>120.00</u>	<u>228.50</u>
Net Income	<u><u>-240.00</u></u>	<u><u>0.00</u></u>	<u><u>80.00</u></u>	<u><u>160.00</u></u>

Appendix B: SFSFC General Fund Balance Sheet, March 17, 2018

Note: "Corporate Money" accounts are general unrestricted 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 17, 18</u>
ASSETS	
Current Assets	
Checking/Savings	
Corporate Money	
Main Checking	3,392.67
CD #1	3,837.20
Construction Checking	<u>100.00</u>
Total Corporate Money	7,329.87
PayPal - Worldcon 76 Only	9,993.60
Worldcon 76 CD	25,039.71
Worldcon 76 Checking	200,938.98
New Zealand in 2020	<u>80.00</u>
Total Checking/Savings	243,382.16
Accounts Receivable	
Accounts Receivable	
Costumecon 39 Start Up Funds	108.50
NZ in 2020 Start Up Funds	<u>120.00</u>
Total Accounts Receivable	<u>228.50</u>
Total Accounts Receivable	228.50
Other Current Assets	
SJin2018 Cash Fund	711.67
SFSFC Petty Cash Fund	105.43
Undeposited Funds	<u>4,429.77</u>
Total Other Current Assets	<u>5,246.87</u>
Total Current Assets	<u>248,857.53</u>
TOTAL ASSETS	<u><u>248,857.53</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	

Accounts Payable	<u>129.25</u>
Total Accounts Payable	129.25
Other Current Liabilities	
Reserves for Worldcon 76	<u>179,719.46</u>
Total Other Current Liabilities	<u>179,719.46</u>
Total Current Liabilities	<u>179,848.71</u>
Total Liabilities	179,848.71
Equity	
Temp. Restricted Net Assets	-
Adjusted Earnings	4,319.83
Retained Earnings	244,568.45
Net Income	<u>-160.00</u>
Total Equity	<u>69,008.82</u>
TOTAL LIABILITIES & EQUITY	<u><u>248,857.53</u></u>

Appendix C: Worldcon 76 Profit & Loss, Lifetime to date, January 31, 2018

	Aug 20, '16 - Jan 31, 18
Income	
4200000 · Convention Income	
4210000 · Adult Attending	
4210001 · Adult Att	331,490.00
4210010 · Adult installment payments	31,679.47
4210100 · Adult Att - Voter Upgrade	65,290.00
4210200 · Adult Att - PS & Voter upgrade	11,150.00
4210300 · Adult Att - PS/no vote upgrade	7,490.00
4210400 · Adult Att - Friend no vote	1,426.45
4210500 · Adult Att - Pre Oppose Upgrade	280.00
4210600 · Active Duty/First Responder Att	1,015.00
4210700 · Staff Membership	3,780.00
4210000 · Adult Attending - Other	1,050.00
Total 4210000 · Adult Attending	454,650.92
4230000 · YA Attending	
4230100 · YA Attending	3,305.00
4230200 · YA Vote Upgrade	160.00
Total 4230000 · YA Attending	3,465.00
4240000 · Child Attending	3,090.00
4250000 · Supporting	
4250010 · Supporting memberships	31,460.00
4250100 · Site Selection Fees	53,280.00
Total 4250000 · Supporting	84,740.00
4260100 · Dealers' Room Deposits	14,400.00
4260200 · Creator's Alley	405.00
4260201 · Art Show Sales	4,105.54
4260500 · Advertising	175.00
4270000 · Donations and Grants	
4270100 · General Donations	4,533.29
4270101 · Reg Fee Payment	4,728.60
4270102 · Staff shirt payments	940.00
4270200 · Passalong Funds	
4270201 · Sasquan	28,395.00
4270202 · MAC2	33,000.00
Total 4270200 · Passalong Funds	61,395.00
Total 4270000 · Donations and Grants	71,596.89
4290000 · Interest Income	207.49
Total 4200000 · Convention Income	636,835.84
Total Income	636,835.84
Gross Profit	636,835.84
Expense	

6200000 - Convention Expenses	
6201000 - Advertising & Parties	
6201010 - Ads in Other Program Books	1,428.15
6201015 - Online Advertising	9.70
6201020 - Flyers	3,323.04
6201030 - Helsinki banners and flyers	878.07
6201040 - Table Decorations	733.44
6201050 - Party Room	2,687.66
6201060 - Party Supplies	9,609.12
6201070 - Tips and Misc Party Expenses	261.93
6201080 - Sponsorship at Other Convention	900.00
6201090 - Staff Shirt Expense	1,572.94
Total 6201000 - Advertising & Parties	21,404.05
6202000 - General Convention Expenses	
6202010 - RegOnline Fees	25,143.90
6202020 - Credit Card & Paypal Fees	
6202021 - Reg Credit Card Fees	7,365.37
6202022 - Square Fees	1,475.19
6202023 - Paypal Fees	2,927.17
Total 6202020 - Credit Card & Paypal Fees	11,767.73
6202040 - Meals and Entertainment	106.09
Total 6202000 - General Convention Expenses	37,017.72
6204010 - Marriott Expenses	2,687.56
6205000 - WSFS Expenses	
6205010 - Hugo Nominee Pins	1,119.32
6205020 - Hugo Losers Party	8,317.09
Total 6205000 - WSFS Expenses	9,436.41
6208010 - Publications Software	254.88
6208020 - PR1	1,726.57
6209000 - Treasury Expenses	
6209010 - Bank Charges	211.85
6209020 - FBN Filings	179.00
6209030 - Storage	327.00
6209040 - SFSFC PO Box	90.00
6209050 - Business Cards	39.87
6209060 - Domain Registration	65.00
6209070 - Staff Meeting Expense	875.34
6209000 - Treasury Expenses - Other	201.30
Total 6209000 - Treasury Expenses	1,989.36
Total 6200000 - Convention Expenses	74,516.55
Total Expense	74,516.55
Net Income	562,319.29

Appendix D: Worldcon 76 Balance Sheet, January 31, 2018

	<u>Jan 31, 18</u>
ASSETS	
Current Assets	
Checking/Savings	
11000 · Corporate Bank Accounts	
11100 · Worldcon 76	131,475.71
11110 · Money Market	275,895.05
11200 · Paypal	34,168.77
11300 · SFSFC Bank Account	25,052.54
11400 · Worldcon 76 Art Show	<u>5,613.45</u>
Total 11000 · Corporate Bank Accounts	472,205.52
11900 · Square	193.30
12000 · Cash on hand	
12100 · Sales Table Cash	<u>711.67</u>
Total 12000 · Cash on hand	<u>711.67</u>
Total Checking/Savings	473,110.49
Other Current Assets	
14500 · Undeposited Funds	<u>52,818.39</u>
Total Other Current Assets	<u>52,818.39</u>
Total Current Assets	525,928.88
Other Assets	
18600 · Other Assets	
18610 · Convention Center Deposit	<u>67,698.13</u>
Total 18600 · Other Assets	<u>67,698.13</u>
Total Other Assets	<u>67,698.13</u>
TOTAL ASSETS	<u><u>593,627.01</u></u>
LIABILITIES & EQUITY	
Equity	
32000 · Unrestricted Net Assets	240,984.48
Net Income	<u>352,642.53</u>
Total Equity	<u>593,627.01</u>
TOTAL LIABILITIES & EQUITY	<u><u>593,627.01</u></u>

Appendix E: Report of New Zealand 2020 Agent Committee, March 17, 2018

1. The committee submitted paperwork for a Fictitious Business Names Statement in Santa Clara County. It was published in the legal notices in the Mountain View Voice.
2. The committee opened a bank account for New Zealand in 2020 at New Republic Bank in Palo Alto.
3. The committee informed the New Zealand in 2020 bid committee that the SFSFC corporate mailing address was available to receive New Zealand in 2020 postal mail and that they could begin using this information in publicity.
4. The committee informed the New Zealand in 2020 bid committee that the Chair of the Agent Committee is prepared to make daily deposits to the bank account during Worldcon 76.

Next Steps

Continue to request that NZ in 2020 monies currently held in North America be deposited to the new bank account.

Set up an account with a local printer so that printed materials for the bid can be produced locally in California.

Respectfully Submitted,

Randy Smith

Chair, New Zealand Agent Committee