



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, 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, March 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 11:11 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone): James Briggs, Sandra Childress, David W. Clark, Nancy L. Cobb*, Wolfgang Coe, David Gallaher, Glenn Glazer, Craige Howlett*, Jan Price*, Cindy Scott, Kevin Standlee, Tom Whitmore* (joined 11:41). Members absent: Tom Whitmore (until 11:41). Proxies: Jan Price to Cindy Scott (if required). Others present: None.

2. Previous Minutes

2.1. Regular Meeting, November 11, 2007

The minutes of the regular meeting of November 11, 2007 were approved as published in advance of the meeting by unanimous consent.

2.2. Meeting of Directors-Elect, November 11, 2007

The minutes of the meeting of directors-elect of November 11, 2007 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 presented a Profit & Loss statement for the current fiscal year through today (July 2007-March 15, 2008) and a Balance Statement as of March 15, 2008. Copies of these statements are football betting tips from experts attached to these minutes as appendices.

There was informal discussion of our current and potential future merchant credit card services. ConStruction's finances are not yet completely reconciled, but should be by the next regular meeting.

3.2 Secretary

The Secretary discussed minor recent technical developments with the corporation's web site.

4. Standing Committee Reports

4.1 ConStruction

ConStruction 2007 Chair Jan Price elaborated on her advance written report (Appendix C). Surplus reported does not include the \$500 pledge from the SFSFC general fund for the Friday reception; the convention was able to fund it without recourse to the grant.

There was a general discussion of suitable venues for future ConStruction events. November 15, 2008 would be the preferred date for the next one. Several directors offered to help if Ms. Price would lead. There was a consensus that Ms. Price was willing to remain as chair of the ConStruction committee with the help of Bay Area locals. She will report before the next regular meeting on plans for ConStruction 2008.

4.2 HPEF 2009

Mr. Howlett submitted a written report in advance of the meeting (Appendix D). He discussed elements of the hotel contract. Corkage is waived in non-function (sleeping) rooms. We can cancel without penalty before July 10, 2008. There was considerable discussion of the challenges being faced by the 2008 HPEF event, which is being run by a different organization.

After discussion, the HEPF Committee moved the following resolution:

Resolution 2008-01¹: Level Two Arrangements

Resolved, That, per the provisions of section 7.1 of the SFSFC bylaws, the contract between SFSFC and the Fairmont Hotel for the 2009 Harry Potter Educational Fanon (HPEF) Convention ("Level Two") executed on February 29, 2008 by Craige Howlett is hereby confirmed;

Resolved, That the HPEF Committee Chair shall, at his discretion, have authority to cancel the event on or before July 9, 2008; and

Resolved, That the President of the corporation is directed to call a special meeting of the Board of Directors for July 1, 2008 by conference call to discuss Level Two.

Resolution 2008-01 was adopted by unanimous consent. A conference call dial-in number will be distributed prior to the special meeting of July 1.

The meeting recessed at 12:24 PM and reconvened at 12:40 PM. Mr. Howlett left during the recess.

4.3 SMOFCon 2010

Mr. Glazer reported. The minor e-mail storm reported last meeting seems to have blown over. We now appear to be unopposed for 2010. There was some informal discussion of sites. The San Jose Fairmont is our current preferred site. We anticipate between 100 and 200 members, tending the lower end of the range. The decision on where to hold the 2010 SMOFCon will be at the 2009 SMOFCon.

Mr. Standlee suggested that we put together the package of "bid" information on the SFSFC web site.

¹ Formally recorded motions and resolutions are presented with numbers continuous through each calendar year, and are assigned by the Secretary.

4.4. World Fantasy Convention 2009

Mr. Gallaher reported that he has signed the contract with the Fairmont for the 2009 WFC. The value of the contract is approximately \$30,000, and therefore no specific board action or ratification is required. We have had to shift dates from those originally announced (November 5-8) due to confusion between the Fairmont and us – the Fairmont sold our space out from under us. We are now set for Halloween weekend (October 29-November 1). All corkage is waived in sleeping rooms and suites, in the same arrangement as for Level Two. Room rates are higher than for Level Two (\$130/130/155/170), but lower than originally proposed, including better suite rates. Peak commitment is 300 rooms. Attrition kicks in at 80% of block, but based on recent WFC hotel pickups, the committee is confident of making the full block.

The WFC Board of Directors has been informed of the date change and understands the necessity of making the change. The WFC 2009 committee will issue an announcement of the date change and update the web site soon.

There are currently 42 paid members. We will contact them and offer anyone who bought a membership before the date change was announced a full refund if they want it.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

The Committee reported that they have heard nothing from Bryan Manternach, the 2006 scholarship recipient who was unable to attend due to illness. The Committee expressed regret over the situation, but had no suggestions as to any further action to be taken on the matter.

There was general discussion of the corporation's fiscal situation and what we can afford to offer for 2008. The 2008 SMOFCon is scheduled for Columbus, Ohio, December 5-7, 2008.

After discussion, the Committee moved the following:

Motion 2008-02: 2007 SMOFCon Scholarship Committee

Moved, That the SMOFCon Scholarship Committee created by Resolution 2004-1 is continued as currently constituted; and

That SFSFC offer up to one \$500 scholarship under the same conditions as specified in Resolution 2006-1, which is hereby renewed and included by reference.

This motion was adopted by unanimous consent. The Committee does not expect to publicize this immediately.

5.4. Strategic Development Committee

By unanimous consent, the meeting went into a Committee of the Whole and met as the Strategic Development Committee established by Resolution 2006-07, David W. Clark presiding, at 1:23 PM. (Mr. Whitmore left during the sitting of the Committee.) The Committee of the Whole rose at 2:24 PM and made the following recommendations on behalf of the Strategic Development Committee.

The Strategic Development Committee moved:

Resolution 2008-03: Westercon Study Committee

Resolved, That there is created a Westercon Study Committee as a special committee of SFSFC; and

Resolved, That the Westercon Study Committee is charged to investigate the prospects for a Westercon in the San Francisco Bay Area in 2011 or later.

Resolution 2008-03 was adopted by unanimous consent. The President appointed Wolfgang Coe as chair of this committee.

6. Unfinished Business

There was no unfinished business.

7. New Business

There was no new business.

8. Announcements/Future Meetings

8.1. July Meeting

The July 2007 meeting will be July 19 at Glenn Glazer's house at 1 PM. Directors are invited to arrive at 11 AM for lunch. Directions will be distributed prior to the meeting.

8.2. November Meeting

The November meeting is currently scheduled to be held November 15, 2008 at the Centerville Train Station meeting room; however, this may change depending on plans for ConStruction.

9. Adjournment

By unanimous consent, the meeting adjourned at 2:30 PM.

Kevin Standlee
Secretary

[Approved: 19 July 2008]

Appendix A: SFSFC Profit & Loss Statement, Fiscal Year to Date, March 15, 2008

	<u>Jul 1, '07 - Mar 15, 08</u>	
Ordinary Income/Expense		
Income		
Convention Income		
WFC 2009	\$2,415.00	
Construction 2007	\$2,695.00	
Total Convention Income	<u>\$5,110.00</u>	
Credit Card Charge	\$4.00	testing by Cindy
Interest Income	\$279.02	
Uncategorized Income	\$0.44	Paypal verification
Total Income	<u>\$5,393.46</u>	
Expense		
Convention Development	\$500.00	WFC 2009
Conventions		
Hotel	\$2,114.45	Construction 2007
Supplies	\$14.38	Construction 2007
Total Conventions	<u>\$2,128.83</u>	
Credit Card Transaction Fees		
Paypal Fees	\$59.04	
Credit Card Transaction Fees - Other	\$368.60	
Total Credit Card Transaction Fees	<u>\$427.64</u>	
Filing Fees	\$179.70	FBN for HPEF, WFC 2009 and publication thereof
Grants Made	\$1,200.00	Alzheimers, SMOFcon
Internet	\$190.89	
Meeting Expense	\$163.01	
Office Supplies	\$300.00	omni 3200 cc terminal
Postage	\$54.00	
Storage Unit	\$864.00	
Total Expense	<u>\$6,008.07</u>	
Net Ordinary Income	<u>(\$614.61)</u>	
	<u>(\$614.61)</u>	

Appendix B: SFSFC Balance Sheet, March 15, 2008

	<u>Mar 15, 08</u>
ASSETS	
Current Assets	
Checking/Savings	
BotW - Checking	\$3,842.25
BotW - Construction	\$918.35
BotW - CD #1	\$3,661.56
BotW - CD #2	\$5,940.06
BotW - World Fantasy 2009	\$2,306.12
PayPal	\$96.80
Total Checking/Savings	<u>\$16,765.14</u>
Total Current Assets	<u>\$16,765.14</u>
TOTAL ASSETS	<u><u>\$16,765.14</u></u>
LIABILITIES & EQUITY	
Equity	
Retained Earnings	\$17,379.75
Net Income	<u>(\$614.61)</u>
Total Equity	<u>\$16,765.14</u>
TOTAL LIABILITIES & EQUITY	<u><u>\$16,765.14</u></u>

Appendix C: ConStruction 2007 Final Report

Here's the pertinent info on ConStruction 2007 that can go into our meeting minutes for March 2008.

Paid Members: 37

Income: \$2735.00, includes grants and memberships

Expenses: \$2131.99, includes Hotel bill and PayPal fees

Surplus into SFSFC funds: \$603.01

The committee would like to thank our panelists and volunteers for a job well done! We'd also like to thank ARG/Fanime and the San Jose CVB for their generous support of this year's event.

The Friday Night Social attracted over 40 people which I believe is the largest so far. The panels and topics were well received. All SFSFC

Directors were able to attend and participate this year, a first!

Attendance was up 25% over projections for this year. Expenses came in about 8% above projections.

Jan Price

Appendix D: HPEF Update: Level Two - 2009

Hotel Contract signed with the Fairmont.

Major Issue

Current the 2008 HP event has less the 400 people signed up and will fail if 800 attendees have not signed up. Their costing model was examined by me several weeks ago and certain aspects were not written in it, such as F&B had been written for the B&F amount and not the plus, plus factoring, which increased the F&B amount by 30%. Once the attrition was factoring in, in case of failure, looking at a worse case example, it added an additional \$75k-\$100k worth of debt, in all they could be losing upwards of \$125k, basically wiping out HPEF.

Portus 2008 is looking for donations and sponsorships, which has allowed a cigarette company to offer to sponsor certain events and they have decided to charge for their special Guest who has agreed to attend the event for \$10k appearance fee.

HPEF doesn't have the funding to pay that type of debt and would have to declare bankruptcy. It would then be left up to SFSFC to carry on with the event, if they choice to move forward with it. They would not be obligated, just in case anyone was wondering for the past debt.

My opinion, since I'm not a voting member of the Board would be against continuing if Portus is under their break even numbers.

Differences with Level Two - 2009:

I had written into our contract with the Fairmont that our cut off date for moving forward with the event would be set as July 9, 2008, allowing us to see if Portus had the type of numbers for it to generate a profit. We will be committed if we don't cancel on July 10, 2008.

What advantages does Level Two have over Portus?

Our hotel contracts require less of a room block. 960 vs. 1380.

Our room price is less than all previous HP events and we are offering a four star hotel.

We are not a Union Hotel, thus we will not need a Decorator, dropping our costs for the Dealers to attend. Currently Portus Dealers will be charge for FHC moving in and out of the facility, plus they have to pay GES to set up the room space. We will not incur any of these costs, which make our event more attractive.

We are offering the widest selection of restaurants surrounding our event that has ever offered to any HP event. Prior events forced their attendees to eat on property, which was a negative draw for some of the attendees.

We are the first HP event on the West Coast and Las Vegas is not near the coast, which means we have an untapped market to draw from, especially since no HP event has ever been offered in the Bay Area.

We will be the first HP event to offer a real 'Great Hall' dining experience with picnic styled, bench seating food event. This includes three hot items, three cold items, three breads (two warm, one cold), three side dishes, salads, fruits and vegetables, plus desserts and ice tea and water. A non-host bar will be available for other drinking options.

Our F&B cost, which is inclusive, is set at \$72k versus \$127k that Portus is having to pay.

If we do 800 attendees, which should generate a \$15k-\$20k profit, our break event number is somewhere slightly north of 600 bodies.

In the Portus structure everyone who buys a membership gets four meals, with our structure, only 300 people will be offered full service tickets, everyone beyond that point will have to pay additional for the food services.

We are offering a combination deal with the 2010 HP event (the Florida Universal HP World offering), that if they pay at Portus 2008, \$250.00, they will get two memberships, one for 2009 and 2010. We would get \$120.00. The number of tickets would be limited to either at 50 or 100; the number has not been set. For an 800 person event, our cost for non-meal (basic) attendees would be \$97.67, which means we would be generating a small profit for each person coming and it helps get the word out about the event.

Craige Howlett