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## San Francisco Science Fiction Conventions, Inc.

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

☒ PO Box 61363 ❖ Sunnyvale CA 94088-1363 ❖ USA

☒ info@sfsfc.org ❖ <http://www.sfsfc.org>

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## Regular Meeting of Board of Directors Minutes

Saturday, July 21, 2018, Sunnyvale, California

### 1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, July 21, 2018, in the home of Cindy Scott, 969 Asilomar Terrace #6, Sunnyvale CA 94086-2438. The meeting was called to order at 11:13 AM Pacific Standard Time, President David Gallaher presiding and Secretary Kevin Standlee\* recording. Members present (\*by conference call ‡director emeritus): Sandra Childress\*, David W. Clark (arrived 11:27 AM), David Gallaher, Bruce Farr\*, Lisa Deutsch Harrigan, Cheryl Morgan\*, Kevin Roche, Cindy Scott, Kevin Standlee\*, Andy Trembley, Jennifer “Radar” Wylie. Members absent: Randy Smith, Tom Whitmore‡. Others present: Christine Doyle\*. Proxies: Randy Smith to Cindy Scott. Proxies are attached to the minutes.

### 2. Previous Minutes

The minutes of the March 17, 2017 Regular Meeting were previously approved as distributed by unanimous consent via the Board e-mail list.

### 3. Officer Reports

#### 3.1. President

The President asked Mr. Farr to report on insurance. After determining that we had initially purchased the wrong type of insurance, he will be shortly contacting the insurance agent to cancel/refund and reissue policy once we have the correct type of insurance identified. For clarification, insurance not attributable to a specific event is charged against the SFSFC general fund, not any of the subsidiary funds like the Worldcon committee.

#### 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. We’ll be filing an extension of time to file on our federal and state informational returns (due August 15, 2018).

Assistant Secretary Cindy Scott moved the adoption of the following resolution:

#### **Resolution 2018-02: Banking Authorization**

*Resolved*, That, that the Assistant Secretary, Cynthia A. Scott, is authorized to execute standard banking resolutions with Meriwest Credit Union on behalf of the corporation, and that all signers designated by the Assistant Secretary are authorized to open, close, or change any such account.

Ms. Scott explained that we need to have bank accounts to hold site selection money for the 2019 NASFiC and 2020 Worldcon site selection as part of Worldcon 76, and our bank wants her and anyone she designates to have the authority to create and manage those account.

Resolution 2018-02 was adopted by unanimous consent.

### 3.3 Secretary

The corporate web site is up to date. If you see something out of date, contact the Secretary. Mr. Roche asked the Secretary to correct the e-mail addresses for directors on the web site to whom e-mail is failing.

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

Mr. Standlee is Chair of Worldcon Intellectual Property, the California non-profit corporation that manages the WSFS service marks. Per the discussion at the March 2018 meeting, he has changed the mailing address for WIP to the SFSFC PO Box in Sunnyvale.

## 4. Standing Committee Reports

### 4.1. 2018 Worldcon Operating Committee

2018 Worldcon Operating Committee Chair Kevin Roche submitted a written report (see Appendix). Ms. Scott submitted financial statements for the committee (see Appendices C-D). At 11:27 AM the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the 2018 Worldcon Operating Committee. At 12:02 AM the Committee of the Whole rose with no further report.

### 4.2. CostumeCon 2021 Committee

Treasurer Lisa Deutsch Harrigan distributed copies of financial statements for the committee (see Appendices E-F.) At 12:03 AM the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the CostumeCon 39 bid. At 12:11 PM the Committee of the Whole rose and reported:

- We won! We will host CostumeCon 39 in 2021.
- Further planning is postponed until after Worldcon.

### 4.3. SMOFCon 2018 Committee

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

We have 111 members. Hotel reservations open with the Flamingo Hotel - just over 20 rooms reserved. We've started program development with Patty Wells. We're looking for an Access person to add to the Committee. We have a fan table (shared with 2019 L.A. WFC) at Worldcon 76 to promote the convention and sell memberships. We've added a scholarship for Esther McCallum-Stewart of the Dublin Worldcon Committee to attend, paid by SCIFI. We're also looking into broadcasting via the internet one track live for those who can't attend (details TBA).

### 4.4. New Zealand 2020 Committee

Randy Smith submitted a written report (see Appendix G). New Zealand is the only bid for the 2020 Worldcon. The election to select the 2020 Worldcon site will be at Worldcon 76.

## **5. New Business**

### **5.1. Storage Locker Maintenance**

Ms. Scott, who has been responsible for managing the corporation's storage locker since 2002, wants to step away from that responsibility, including dealing with putting things away after Worldcon 76.

At 12:19 PM, the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the maintenance of the storage locker. At 12:28 PM, the Committee of the Whole rose and reported:

- Mr. Farr volunteered to store the corporation's archival material (and anything useful for the 2018 SMOFCon) at his home, where he has sufficient space to do so.
- We will investigate options for storing other material to remove the responsibility for managing the locker from Ms. Scott.

## **6. Announcements/Future Meetings**

### **6.1. 2018 Meetings**

Remaining future meeting dates for 2018 are as follows:

- Special Meeting, August 15, 2018, at 8 PM at a location at the San Jose Convention Center or associated facilities (specific room to be announced and distributed to the Board members), with the meeting to have an unrestricted agenda. The intention is for the meeting to briefly convene, and unless there is urgent business, adjourn subject to recall at the call of the Chair anytime in the seven days thereafter.
- 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 12:38 PM.

Kevin Standlee  
Secretary

*[Approved August 5, 2018]*

## Appendix A: SFSFC General Fund Profit & Loss, Fiscal Year ending March 31, 2018 and Fiscal Year to date, March 17, 2018

	Apr '18 - Mar 19	Apr '17 - Mar 18
<b>Ordinary Income/Expense</b>		
<b>Income</b>		
<b>Corp Donations</b>	0.00	99.21
<b>Interest Income</b>	0.00	3.13
<b>Total Income</b>	<u>0.00</u>	<u>102.34</u>
<b>Gross Profit</b>	0.00	102.34
<b>Expense</b>		
<b>Internet</b>	11.57	221.63
<b>Meeting Expense</b>	0.00	24.78
<b>Postage</b>	0.00	15.93
<b>Tax</b>		
<b>State</b>	<u>0.00</u>	<u>80.00</u>
<b>Total Tax</b>	<u>0.00</u>	<u>80.00</u>
<b>Total Expense</b>	<u>11.57</u>	<u>342.34</u>
<b>Net Ordinary Income</b>	<u>-11.57</u>	<u>-240.00</u>
<b>Net Income</b>	<u><u>-11.57</u></u>	<u><u>-240.00</u></u>

## Appendix B: SFSFC General Fund Balance Sheet, July 21, 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>Jul 21, 18</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
<b>Corporate Money</b>	
Main Checking	4,148.60
CD #1	3,837.20
Construction Checking	<u>100.00</u>
Total Corporate Money	8,085.80
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	244,138.09
<b>Accounts Receivable</b>	
<b>Accounts Receivable</b>	
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
<b>Other Current Assets</b>	
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>249,613.46</u>
<b>TOTAL ASSETS</b>	<b><u>249,613.46</u></b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	

<b>Accounts Payable</b>	<u>129.25</u>
<b>Total Accounts Payable</b>	129.25
<b>Other Current Liabilities</b>	
<b>CC39 Funds In Corp Checking</b>	767.50
<b>Reserves for Worldcon 76</b>	<u>179,719.46</u>
<b>Total Other Current Liabilities</b>	<u>180,486.96</u>
<b>Total Current Liabilities</b>	<u>180,616.21</u>
<b>Total Liabilities</b>	180,616.21
<b>Equity</b>	-
<b>Temp. Restricted Net Assets</b>	179,719.46
<b>Adjusted Earnings</b>	4,319.83
<b>Retained Earnings</b>	244,408.45
<b>Net Income</b>	<u>-11.57</u>
<b>Total Equity</b>	<u>68,997.25</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>249,613.46</u></u>

## Appendix C: Worldcon 76 Profit & Loss, Lifetime to date, June 30, 2018

	<u>Aug 20, '16 - Jun 30, 18</u>
<b>Income</b>	
<b>4200000 · Convention Income</b>	
<b>4210000 · Adult Attending</b>	
4210001 · Adult Att	529,786.45
4210010 · Adult installment payments	62,436.05
4210100 · Adult Att - Voter Upgrade	77,350.00
4210200 · Adult Att - PS & Voter upgrade	11,150.00
4210300 · Adult Att - PS/no vote upgrade	7,910.00
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	8,330.00
4210000 · Adult Attending - Other	<u>10,250.00</u>
<b>Total 4210000 · Adult Attending</b>	709,933.95
<b>4230000 · YA Attending</b>	
4230100 · YA Attending	6,295.00
4230200 · YA Vote Upgrade	<u>160.00</u>
<b>Total 4230000 · YA Attending</b>	6,455.00
<b>4240000 · Child Attending</b>	4,440.00
<b>4250000 · Supporting</b>	
4250010 · Supporting memberships	68,120.00
4250100 · Site Selection Fees	<u>53,280.00</u>
<b>Total 4250000 · Supporting</b>	121,400.00
<b>4260100 · Dealers' Room Deposits</b>	
4260110 · Dealers' room space payment	65,170.00
4260111 · Dealer Room Deposit Refunds	-900.00
4260100 · Dealers' Room Deposits - Other	<u>18,795.00</u>
<b>Total 4260100 · Dealers' Room Deposits</b>	83,065.00
<b>4260200 · Creator's Alley</b>	1,997.01
<b>4260201 · Art Show Sales</b>	11,711.47
<b>4260500 · Advertising</b>	
4260550 · Souvenir Book Advertising	800.00
4260500 · Advertising - Other	<u>2,615.00</u>
<b>Total 4260500 · Advertising</b>	3,415.00
<b>4270000 · Donations and Grants</b>	
4270100 · General Donations	6,778.64
4270101 · Reg Fee Payment	8,015.90
4270102 · Staff shirt payments	1,735.00
4270200 · Passalong Funds	
4270201 · Sasquan	28,395.00

4270202 · MAC2	33,000.00
<b>Total 4270200 · Passalong Funds</b>	<b>61,395.00</b>
<b>4270900 · Mexicanx donations</b>	
4270910 · Mexicanx Membership donations	5,760.00
4270920 · Mexicanx Initiative Travel Fund	16,319.19
<b>Total 4270900 · Mexicanx donations</b>	<b>22,079.19</b>
4270930 · LGBTQ Initiative Donations	5,963.00
<b>Total 4270000 · Donations and Grants</b>	<b>105,966.73</b>
<b>428000 · Tours</b>	
428100 · Winchester Tours	1,260.00
428200 · SLAC Tours	760.00
428300 · SV Loop Tour	180.00
428000 · Tours - Other	560.00
<b>Total 428000 · Tours</b>	<b>2,760.00</b>
4290000 · Interest Income	477.90
<b>Total 4200000 · Convention Income</b>	<b>1,051,622.06</b>
4290100 · Sponsorships	150.00
<b>Total Income</b>	<b>1,051,772.06</b>
<b>Gross Profit</b>	<b>1,051,772.06</b>
<b>Expense</b>	
<b>6100000 · Bid Expense</b>	
6101000 · Adverting & Parties	
6101010 · Ads in Other Program Books	180.07
<b>Total 6101000 · Adverting &amp; Parties</b>	<b>180.07</b>
<b>Total 6100000 · Bid Expense</b>	<b>180.07</b>
<b>6200000 · Convention Expenses</b>	
6208021 · PR2	4,988.33
<b>6201000 · Advertising &amp; Parties</b>	
6201010 · Ads in Other Program Books	1,428.15
6201015 · Online Advertising	9.70
6201020 · Flyers	6,083.03
6201030 · Helsinki banners and flyers	878.07
6201040 · Table Decorations	1,715.74
6201050 · Party Room	2,689.87
6201060 · Party Supplies	11,014.50
6201070 · Tips and Misc Party Expenses	261.93
6201080 · Sponsorship at Other Convention	1,901.45
6201090 · Staff Shirt Expense	1,586.34
<b>Total 6201000 · Advertising &amp; Parties</b>	<b>27,568.78</b>
<b>6202000 · General Convention Expenses</b>	
6202010 · RegOnline Fees	35,136.57
6202020 · Credit Card & Paypal Fees	
6202021 · Reg Credit Card Fees	11,538.75



6202022 · Square Fees	1,613.96
6202023 · Paypal Fees	<u>6,647.86</u>
Total 6202020 · Credit Card & Paypal Fees	19,800.57
6202040 · Meals and Entertainment	313.15
6202050 · internet expense	8.99
6202100 · Program Expenses	
6202110 · Program database	<u>480.00</u>
Total 6202100 · Program Expenses	480.00
6202200 · Member Services Expenses	
6202210 · Childcare Expense	<u>7,735.50</u>
Total 6202200 · Member Services Expenses	<u>7,735.50</u>
Total 6202000 · General Convention Expenses	63,474.78
6204010 · Marriott Expenses	2,687.56
6204020 · Fanzine Lounge Expenses	21.85
6204095 · Art Show expenses	1,656.13
6205000 · WSFS Expenses	
6205100 · Site Selection Expenses	54.00
6205010 · Hugo Nominee Pins	1,119.32
6205020 · Hugo Losers Party	8,317.09
6205030 · Hugo Bases	9,000.00
6205040 · Hugo mailing list expenses	<u>367.80</u>
Total 6205000 · WSFS Expenses	18,858.21
6206000 · Programming Expenses	
6206200 · SF Short Film Festival	900.00
6206100 · GoH Expenses	
6206111 · Picacio Airfare	362.60
6206121 · Hayes Airfare	150.40
6206131 · Robinson Travel	<u>1,384.45</u>
Total 6206100 · GoH Expenses	1,897.45
6206000 · Programming Expenses - Other	<u>173.34</u>
Total 6206000 · Programming Expenses	2,970.79
620700 · Facilities Expenses	
6207010 · Decorator Expenses	<u>39,116.25</u>
Total 620700 · Facilities Expenses	39,116.25
6208010 · Publications Software	598.76
6208015 · Publications Expenses	22.40
6208020 · PR1	1,726.57
6209000 · Treasury Expenses	
6209095 · Treasury Supplies	148.17
6209010 · Bank Charges	869.22
6209020 · FBN Filings	149.00
6209030 · Storage	1,397.00
6209040 · SFSFC PO Box	90.00

6209050 · Business Cards	39.87
6209060 · Domain Registration	65.00
6209070 · Staff Meeting Expense	14,290.85
6209090 · Corporate Expenses	200.00
6209100 · Registration Supplies	59.37
6209200 · Donations	200.00
6209300 · Event Insurance	1,138.54
6209900 · Legal Fees	8,488.75
6209000 · Treasury Expenses - Other	<u>161.30</u>
Total 6209000 · Treasury Expenses	<u>27,297.07</u>
Total 6200000 · Convention Expenses	190,987.48
6208022 · PR 3	4,656.06
6205500 · Hospitality Expenses	
6205501 · ConSuite Expenses	<u>1,100.00</u>
Total 6205500 · Hospitality Expenses	<u>1,100.00</u>
Total Expense	<u>196,923.61</u>
Net Income	<u><u>854,848.45</u></u>

**Appendix D: Worldcon 76 Balance Sheet, June 30, 2018**

	<u>Jun 30, 18</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
11000 · Corporate Bank Accounts	
11100 · Worldcon 76	119,341.06
11110 · Money Market	601,161.79
11200 · Paypal	14,920.81
11300 · SFSFC Bank Account	25,056.21
11400 · Worldcon 76 Art Show	<u>11,320.28</u>
Total 11000 · Corporate Bank Accounts	771,800.15
11900 · Square	115.88
12000 · Cash on hand	
12100 · Sales Table Cash	<u>711.67</u>
Total 12000 · Cash on hand	<u>711.67</u>
Total Checking/Savings	772,627.70
<b>Other Current Assets</b>	
14500 · Undeposited Funds	<u>56,370.55</u>
Total Other Current Assets	<u>56,370.55</u>
Total Current Assets	828,998.25
<b>Other Assets</b>	
18600 · Other Assets	
18610 · Convention Center Deposit	67,698.13
18620 · Items paid for Corporation	539.03
18690 · Messner Reeves Retainer	<u>5,000.00</u>
Total 18600 · Other Assets	<u>73,237.16</u>
Total Other Assets	<u>73,237.16</u>
<b>TOTAL ASSETS</b>	<b><u>902,235.41</u></b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 · Accounts Payable	<u>11,243.36</u>
Total Accounts Payable	11,243.36
<b>Credit Cards</b>	
21000 · Meriwest Credit Card	<u>3,256.08</u>
Total Credit Cards	3,256.08
<b>Other Current Liabilities</b>	
26100 · Advance Supporting Mem. Fees	
26110 · 78th Worldcon ASM Fees	1,700.00
26120 · NASFiC 2019 ASM Fees	450.00

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<b>Total 26100 - Advance Supporting Mem. Fees</b>	<u>2,150.00</u>
<b>Total Other Current Liabilities</b>	<u>2,150.00</u>
<b>Total Current Liabilities</b>	<u>16,649.44</u>
<b>Total Liabilities</b>	16,649.44
<b>Equity</b>	
<b>32000 - Unrestricted Net Assets</b>	676,756.64
<b>Net Income</b>	<u>208,829.33</u>
<b>Total Equity</b>	<u>885,585.97</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>902,235.41</u></u>

**Appendix E: CostumeCon 2021 Profit & Loss, Lifetime to date, May 21, 2018**

	<u>May 21, 18</u>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
<b>4300 - Convention Income</b>	
<b>4301 - Membership</b>	
4320 - Full Attending	1,050.00
4302 - Site Selection	<u>20.00</u>
<b>Total 4301 - Membership</b>	<u>1,070.00</u>
<b>Total 4300 - Convention Income</b>	<u>1,070.00</u>
<b>Total Income</b>	1,070.00
<b>Expense</b>	
<b>60000 - General Expenses</b>	
<b>6080 - Credit Card Fees</b>	
6081 - Square	<u>30.20</u>
<b>Total 6080 - Credit Card Fees</b>	30.20
<b>60920 - Business Registration Fees</b>	<u>108.50</u>
<b>Total 60000 - General Expenses</b>	<u>138.70</u>
<b>Total Expense</b>	<u>138.70</u>
<b>Net Ordinary Income</b>	<u>931.30</u>
<b>Net Income</b>	<u><u>931.30</u></u>

**Appendix F: CostumeCon 2021 Balance Sheet, June 30, 2018**

	<u>Jul 21, 18</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1015 · Corporate Bank Account	767.50
1020 · Fanfare Music Bank Account	<u>272.30</u>
<b>Total Checking/Savings</b>	<u>1,039.80</u>
<b>Total Current Assets</b>	<u>1,039.80</u>
<b>TOTAL ASSETS</b>	<u><u>1,039.80</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 · Accounts Payable	<u>108.50</u>
<b>Total Accounts Payable</b>	<u>108.50</u>
<b>Total Current Liabilities</b>	<u>108.50</u>
<b>Total Liabilities</b>	108.50
<b>Equity</b>	
<b>Net Income</b>	<u>931.30</u>
<b>Total Equity</b>	<u>931.30</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>1,039.80</u></u>

## **Appendix G: Report of New Zealand 2020 Agent Committee, July 21, 2018**

During the last Tri-Quarter the committee did the following:

1. Received money and membership forms that had been collected at the 2017 NASFiC, deposited the money into the bank, and entered the membership information into the New Zealand in 2020 Membership database.
2. Consulted with the Bid Chair regarding printing, shipping, and delivery of bid materials for the bid table and parties at Worldcon 76.
3. Consulted with the other person who has money for the bid in US\$ and found that there was not much there and it would probably be needed for shipping table materials to Worldcon 76.
4. Ordered checks.
5. Informed the Bid Chair of the routing and account numbers for the checking account so that money could be transferred directly to the account from New Zealand if needed.
6. Virtually attended the Bid Committee picnic and discussed issues with others on the committee.

### Next Steps

1. Coordinating with others to make sure that bid materials are printed and delivered to Worldcon 76.
2. Be prepared to make regular deposits to the checking account at Worldcon 76. To this end, I have already determined the location of the First Republic Bank branch nearest the San Jose Convention Center.
3. File the paperwork with Santa Clara County for additional Fictitious Business Names, including the actual name of the convention if New Zealand in 2020 wins the bid. This should be done sometime before Worldcon 76.

### Financial Report

Initial Bank Deposit	\$ 80.00
Deposits from monies received at NASFiC	\$125.00
TOTAL in the Bank	\$205.00

Debts owed:

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SFSFC for initial deposit and FBN paperwork	\$120.00
Randy Smith for legal advertising	\$ 56.00

Respectfully Submitted,

Randy Smith  
Chair, New Zealand Agent Committee



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**Worldcon 76 Chair's report to SFSFC BOD, 21 July 2018**

**1. 26 Days to Opening!**

**2. Membership (see snapshot)**

**6430 total, Adult Attending: 4598 Supporting: 1795**

**Day memberships go on sale August 2**

**3. Outreach continues:** This weekend we have ambassadors at Eurocon and SDCC and it will continue until we open. Cafe posters are going out, PSAs are being arranged with local stations, and we're in communication with both the SJ Mercury News and the Metro (local weekly).

**4. Legal**

- We filed for change of venue to Santa Clara County. Mr. Bradley (Mr Del Arroz attorney) stipulated to the change (agreed to it), so it is progress. Once we have notice of the case being transferred, we will file appropriate responses to the complaint (clock is on hold until transfer is final).
- Convention Center and SJPD are apprised of Mr Del Arroz planned rally outside the convention center. We are developing our own response plan in the unlikely event we need it.

**5. Sponsorships**

- No IBM Q exhibit (alas).
- Very generous grant from Google (amount not being disclosed) to support Hugo Ceremony, Streaming, Pre Hugo Reception, Green Room, volunteer feed (groats), hospitality, and more.

**6. Hugo Bases:**

- Bases from Sara Felix and Vincent Villafranca are in hand.
- Blocks for the Retrospective Hugo base in hand, other components on schedule.

**7. Hotel rooms transferred from Passkey this week.**

**CORPORATE PROXY**  
**SAN FRANCISCO SCIENCE FICTION CONVENTIONS, INC.**

I, Randy Smith, the undersigned Director (the "Director"), hereby designate Cindy Scott (the "Proxy") as my proxy with respect to my position on the Board of Directors of San Francisco Science Fiction Conventions, Inc. (the "Corporation"). If that person is unavailable, I designate Kevin Standlee as my proxy. If checked here , the Proxy may not reassign this proxy; otherwise, the Proxy may reassign the proxy to any other person at his/her sole discretion.

By this designation of proxy, I hereby revoke any prior designation of proxy that I may have given previously.

This designation of proxy shall be effective for the Meeting of the Directors of the Corporation to be held on July 21, 2018, and at all adjournments of such meeting, and if applicable, at any Meeting of the Directors and Directors-Elect for the purpose of election of officers held on that date and any adjournments of such meeting.

The Proxy shall have the full power, as my substitute, to represent me and vote on all issues and motions that are properly presented at the meeting(s) for which this designation of proxy is effective. The Proxy shall have the authority to vote entirely in the discretion of the Proxy, provided, however, with respect to the following issue(s) the Proxy shall vote as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Date Signed: 7/21/2018

DIRECTOR:

Randy Smith