

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 17, 2018, Sunnyvale, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, November 17, 2018, in the home of Cindy Scott, 969 Asilomar Terrace #6, Sunnyvale CA 94086-2438. The meeting was called to order at 11:10 AM Pacific Standard Time, President David Gallaher presiding and Secretary Kevin Standlee* recording. Members present (*by conference call ‡director emeritus): Sandra Childress* (arrived 11:18), David W. Clark, David Gallaher, Bruce Farr, Lisa Deutsch Harrigan, Cheryl Morgan*, Kevin Roche, Cindy Scott, Randy Smith, Kevin Standlee*, Andy Trembley, Jennifer “Radar” Wylie. Members absent: Tom Whitmore‡. Others present: None. Proxies: None.

2. Previous Minutes

The minutes of the July 21, 2018 Regular Meeting and August 15, 2018 Special 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 directors’ insurance. We got a refund from the wrong type of insurance purchased earlier. He expects to have a report by the next meeting.

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. She also reported that we filed an extension of time to file on our federal and state informational returns that were originally due August 15, 2018. (The extended deadline is February 15, 2019.)

The Treasurer moved the adoption of the following resolution:

Resolution 2018-03: CostumeCon Banking

Resolved, That the Treasurer, Lisa Deutsch Harrigan, is authorized to execute standard banking resolutions with Meriwest Credit Union on behalf of the corporation for the purpose of opening a bank account for CostumeCon 39, and that all signers designated by the Treasurer, including, but not necessarily limited to, Lisa Deutsch Harrigan and Jennifer Wylie, are authorized to open, close, or change any such account.

Resolution 2018-03 was adopted by unanimous consent, and effectively supersedes Resolution 2017-01, because it proved impractical for us to repurpose the ConStruction account.

At 11:19 AM, the meeting went into Committee of the Whole, David W. Clark presiding, to discuss Treasury issues. At 11:24 AM, the Committee of the Whole rose and reported that the Deputy Treasurer has been dealing with the California State Franchise Tax Board regarding past informational return filings.

3.3 Secretary

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 If you see something out of date, contact the Secretary.

Ms. Morgan reported that we have migrated our corporate web site to secure (https:) hosting. We will similarly migrate the CostumeCon website, but not sites of past conventions.

4. Standing Committee Reports

4.1. 2018 Worldcon Operating Committee

2018 Worldcon Operating Committee Chair Kevin Roche submitted a written report (see Appendix). At 11:28 AM the meeting went into Committee of the Whole, Vice President David W. Clark presiding, to discuss the report of the 2018 Worldcon Operating Committee. At 11:51 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). Committee Chair Jennifer “Radar” Wylie submitted a written report in advance of the meeting:

- Lisa [Deutsch Harrigan] has been working on getting the bank account set up for check deposits. I deposited the cash into my savings so I would not have to fly with it upon my return from CC36; I will be withdrawing it this morning to hand over to Lisa for deposit.
- Christine Doyle e-mailed me this morning about work that needs to be done on the website for content, art, and photos. She may be joining us on Zoom to talk about Grenadine, depending on whether her flight arrives in-town on time (due to smoke delays).
- Currently, 2019 outreach includes working on a presence at CC37, with fliers at SMOFCon, Heroes & Villains, FurCon, BabsCon, Gallifrey, Fanime, Clockwork Alchemy, and SVCC. More ideas always welcomed; room parties and fan tables likely won't ramp up until 2020 due to manpower and general public awareness of several-years-out conventions.
- Key staff positions are slowly starting to fill now that WC76 has wrapped up. We're looking to have our hotel announced and first staff meeting at some point in January/early February.

In addition, the CC39 Committee would like for the corporation to take over the Worldcon 76 Grenadine account for use with CC39 and other conventions the corporation may organize. Without objection, the Board directed the CC39 and Worldcon 76 Committees to act to manage this transition.

4.3. SMOFCon 2018 Committee

We will host SMOFCon 36 in Santa Rosa November 30-December 2, 2018. Committee Chair Bruce Farr submitted a written report in advance of the meeting (see Appendices C-D).

4.4. New Zealand 2020 Committee

Randy Smith submitted a written report (see Appendices G-H). New Zealand won the bid to host the 2020 Worldcon. At 12:23 PM, the meeting went into Committee of the Whole, Dave. W. Clark presiding, for the purpose of discussing the New Zealand 2020 Committee. At 12:34 PM, the Committee of the Whole rose and reported that they had discussed ways in which SFSFC can constructively cooperate with the CoNZealand committee.

5. New Business

5.1 Director Election

By unanimous consent, Kevin Standlee, Cindy Scott, Bruce Farr, and Kevin Roche were elected to three-year terms commencing January 1, 2019.

6. Announcements/Future Meetings

6.2. 2019 Meetings

Meeting dates for 2019 are as follows:

- Saturday, March 16, 2019, 11 AM PT, Cindy Scott's residence
- Saturday, July 20, 2019, 11 AM PT, Cindy Scott's residence
- Saturday, November 16, 2019, 11 AM PT, Cindy Scott's residence

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

6.1. Officer Election Meeting

A meeting of members and members-elect for electing officers for 2019 will be held immediately following this meeting.

7. Adjournment

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

Kevin Standlee
Secretary

[Approved November 28, 2018]

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

Note that the General Fund does not include any of the corporation's other funds, such as the 2018 Worldcon or CostumeCon 39.

	<u>Apr '18 - Mar 19</u>
Ordinary Income/Expense	
Income	
Interest Income	<u>2.28</u>
Total Income	<u>2.28</u>
Gross Profit	2.28
Expense	
Internet	<u>27.17</u>
Total Expense	<u>27.17</u>
Net Ordinary Income	<u>-24.89</u>
Net Income	<u><u>-24.89</u></u>

Appendix B: SFSFC General Fund Balance Sheet, November 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>Nov 16, 18</u>
ASSETS	
Current Assets	
Checking/Savings	
Corporate Money	
Main Checking	4,133.00
CD #1	3,839.48
Construction Checking	<u>100.00</u>
Total Corporate Money	8,072.48
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	244,124.77
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>249,600.14</u>
TOTAL ASSETS	<u>249,600.14</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	

Accounts Payable	<u>129.25</u>
Total Accounts Payable	129.25
Other Current Liabilities	
CC39 Funds In Corp Checking	767.50
Reserves for Worldcon 76	<u>179,719.46</u>
Total Other Current Liabilities	<u>180,486.96</u>
Total Current Liabilities	<u>180,616.21</u>
Total Liabilities	180,616.21
Equity	
Temp. Restricted Net Assets	-
Adjusted Earnings	179,719.46
Retained Earnings	4,319.83
Net Income	<u>244,408.45</u>
Total Equity	<u>68,983.93</u>
TOTAL LIABILITIES & EQUITY	<u><u>249,600.14</u></u>

Appendix C: SMOFCon 2018 Committee Report

This report was submitted in advance of the meeting by Committee Chair Bruce Farr.

Attached is the current budget for SMOFCon 36. [See Appendix D.] We show a small (under \$300) surplus per our current estimate. Should be somewhat higher as we also get about \$600 comp room nights not yet reflected, and I expect to underspend in some categories. So we're looking like we'll make a small profit – about 10% of budget.

We have about 148 memberships right now, with total projected to hit the budget of 154 by end of convention. Hotel block is closed, and we hit 81 of our 80 block. We needed 200 room nights to get our function space comped, and we're right now at about 280 room nights. So that's good. We are also well past what's needed to hit the attrition guarantee of 85% of block.

Programme Book goes to bed tonight (Thursday). Signs order goes in tonight. Programme is complete and being double checked as it goes into the Programme Book. Thanks to Patty Wells for the Programme and Lea Farr for producing the Sign order and the Programme Book and checking over the Programme before publication.

Restaurant Guide is done, just adding some “reservations available” info before it's released (thanks to Bobbi Armbruster for this and tour information). Icebreaker prep and details is done, will be putting sign-ups online most likely this weekend. Will accept signups (the Icebreaker is small group meals with topics and hosts at various restaurants, coordinated by Adrienne Foster).

Con Suite is being run by Joni Brill Dashoff. We have a complete shopping list and she's coming out two days pre-con to do final shopping. We have some con suite items courtesy of W76 and the storage shed.

Lots of Sponsorships. I approached all NASFiC and Worldcon bids and seated conventions. Most of them have donated either money or items. Kevin Roche and Andy Trembley have donated wine. I'm donating use of copiers and other equipment and other supplies/office items. We received or are billing \$1600 total in Sponsorships. OffWorld Designs donated our logo as well as a stemless, inscribed wine glass for each member.

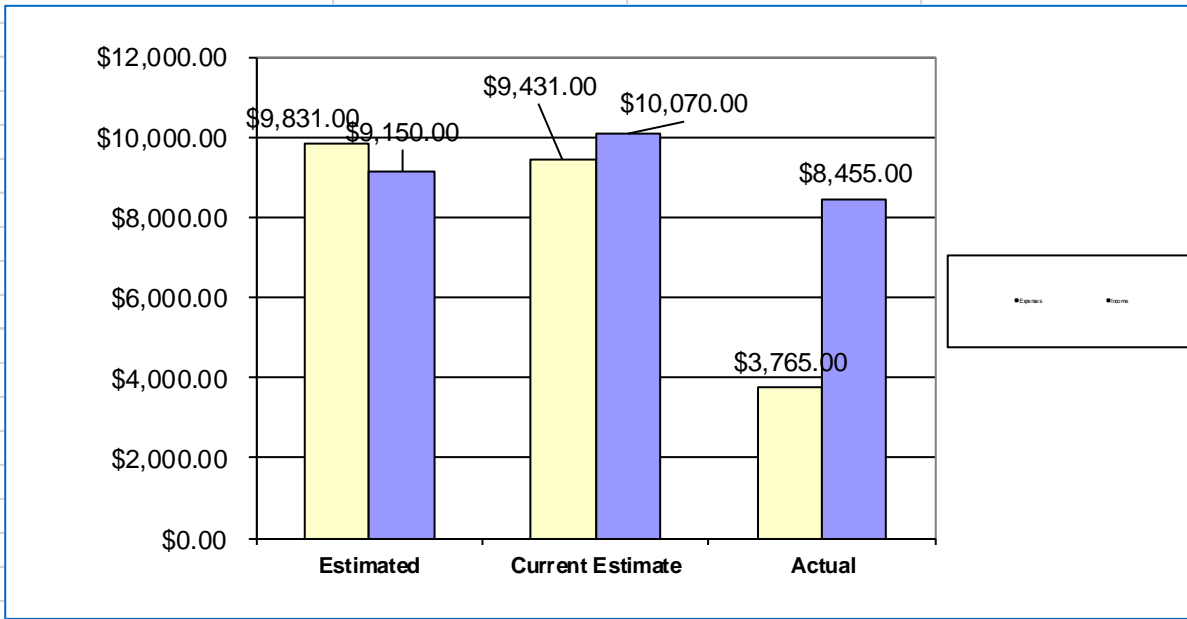
We look forward to seeing all of you at SMOFCon 36 in Santa Rosa!

Appendix D: SMOFCon 2018 Budget, November 17, 2018

Event Budget for SMOFCon 36										
Income										
					Original Budget	Current Estimate	Actual			
Total income					\$9,150.00	\$10,070.00	\$8,455.00			
Memberships										
Original	Current Estimate	Actual			Estimated	Estimated	Actual			
75	40	40	registration @	\$50.00	\$3,750.00	\$2,000.00	\$2,000.00			
40	60	60	registration @	\$60.00	\$2,400.00	\$3,600.00	\$3,600.00			
30	35	39	registration @	\$70.00	\$2,100.00	\$2,450.00	\$2,730.00			
5	4		at door registration @	\$80.00	\$400.00	\$320.00	\$0.00			
4	4	5	con suite only @	\$25.00	\$100.00	\$100.00	\$125.00			
					\$8,750.00	\$8,470.00	\$8,455.00			
Sponsorships										
			Worldcon 76	In kind		\$0.00				
			UK	In kind		\$0.00				
			Dublin			\$300.00				
			DC in 2021			\$500.00				
			Spikecon		\$100.00	\$150.00				
			ConZealand		\$100.00	\$250.00				
			2020 NASFC		\$100.00	\$150.00				
			Chicago Bd		\$100.00	\$250.00				
					\$400.00	\$1,600.00	\$0.00			
Event Budget for SMOFCon 36										
Expenses										
					Total Estimate	Total Estimate	Total Actual			
Total Expenses					\$9,831.00	\$9,431.00	\$3,765.00			
	Estimated	Estimated	Actual		Estimated	Estimated	Actual			
Site				Hospitality Rooms						
Con Suite Rental (5 rooms)	\$908.00	\$908.00	\$1,000.00	Con Suite Food	\$1,500.00	\$1,500.00				
Con Office Rental	\$560.00	\$560.00	\$1,000.00	Con Suite Equipment	\$200.00	\$200.00				
Tech	\$1,200.00	\$1,200.00		Con Suite Wine	\$750.00	\$750.00	\$151.09			
Program	\$250.00	\$250.00		Taxes on service						
Room 103, Con Office	\$750.00	\$750.00		Bartender	\$1,000.00	\$600.00				
				Gratuities	\$150.00	\$150.00				
				Banquet License						
Totals	\$3,668.00	\$3,668.00	\$2,000.00	Totals	\$3,600.00	\$3,200.00	\$151.09			
Convention				Miscellaneous						
Website	\$200.00	\$200.00		Promotional Wine	\$350.00	\$350.00	\$312.47			
Treasury	\$100.00	\$100.00		Freight	\$250.00	\$250.00				
Photocopying	\$100.00	\$100.00	\$77.00	Insurance	\$450.00	\$450.00	\$450.75			
Banner	\$58.00	\$58.00	\$57.81	Signs			\$19.50			
Totals	\$458.00	\$458.00	\$134.81	Totals	\$1,050.00	\$1,050.00	\$782.72			
Registration				Miscellaneous						
Badges	\$350.00	\$350.00	\$223.37	Member Solution Fees	\$500.00	\$500.00	\$259.10			
Supplies	\$25.00	\$25.00	\$162.31	Program Book	\$180.00	\$180.00	\$19.50			
Totals	\$375.00	\$375.00	\$385.68	Totals	\$680.00	\$680.00	\$310.70			

Event Budget for SMOFCon 36

Profit - Loss Summary			
	Estimated	Current Estimate	Actual
Total income	\$9,150.00	\$10,070.00	\$8,455.00
Total expenses	\$9,831.00	\$9,831.00	\$3,765.00
Total profit (or loss)	(\$681.00)	\$239.00	\$4,690.00



**Appendix E: CostumeCon 2021 Profit & Loss, Lifetime to date,
November 17, 2018**

	<u>May 20, 18</u>
Ordinary Income/Expense	
Income	
41000 · Membership	
41010 · Site Selection	90.00
41020 · Attending	<u>1,370.00</u>
Total 41000 · Membership	<u>1,460.00</u>
Total Income	1,460.00
Expense	
60900 · Business Expenses	
60920 · Business Registration Fees	<u>108.50</u>
Total 60900 · Business Expenses	108.50
65000 · Operations	
65090 · Credit Card Fees	
65091 · Square Fees	<u>30.20</u>
Total 65090 · Credit Card Fees	<u>30.20</u>
Total 65000 · Operations	<u>30.20</u>
Total Expense	<u>138.70</u>
Net Ordinary Income	<u>1,321.30</u>
Net Income	<u><u>1,321.30</u></u>

Appendix F: CostumeCon 2021 Balance Sheet, November 17, 2018

	<u>Nov 17, 18</u>
ASSETS	
Current Assets	
Checking/Savings	
10400 · SFSFC Corp Checking	767.50
10900 · Fanfare Music Oops	<u>272.30</u>
Total Checking/Savings	1,039.80
Other Current Assets	
12000 · Undeposited Funds	<u>390.00</u>
Total Other Current Assets	<u>390.00</u>
Total Current Assets	<u>1,429.80</u>
TOTAL ASSETS	<u><u>1,429.80</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20000 · Accounts Payable	<u>108.50</u>
Total Accounts Payable	<u>108.50</u>
Total Current Liabilities	<u>108.50</u>
Total Liabilities	108.50
Equity	
32000 · Unrestricted Net Assets	-108.50
Net Income	<u>1,429.80</u>
Total Equity	<u>1,321.30</u>
TOTAL LIABILITIES & EQUITY	<u><u>1,429.80</u></u>

Appendix G: Report of New Zealand 2020 Agent Committee, November 17, 2018

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

1. Received bid and reveal materials, including flyers, t-shirts, and buttons and transported them to Worldcon 76.
2. Met with other members of the bid committee during Worldcon 76 to discuss the bid, finances, and other matters.
3. Made three (3) deposits to the CoNZealand bank account during and immediately after Worldcon 76.
4. Stored CoNZealand items in the garage of the Agent Committee chair.
5. Inventoried those items.
6. Shipped CoNZealand promotional items for use at CapClave. Some items may have been passed on to persons promoting the convention at PhilCon.
7. Made arrangements for promotional items to be taken to LosCon.
8. Paid several bills (See Financial Report).

Next Steps

1. Continue coordinating the shipment of promotional items to conventions in North America.
2. Make regular reports to the CoNZealand operating committee, including financial reports.
3. Participate virtually in CoNZealand meetings when possible.
4. Obtain debit cards for committee use in North America.

Respectfully Submitted,

Randy Smith

Chair, CoNZealand Agent Committee

**Appendix H: New Zealand 2020 Agent Committee Financial Report,
November 17, 2018**

Bank Balance – 7/21/2018		\$ 205.00
Deposits		
8/18		\$ 2,840.00
8/21		\$10,721.00
8/24		<u>\$ 145.00</u>
	Total Deposits	\$13,706.00
Bills Paid		
Offworld Designs – T-Shirts		\$ 8,331.70
Randy Smith		
Legal Advertising	\$56.00	
Shipping	\$63.95	
	TOTAL	\$ 119.95
San Francisco Science Fiction Conventions, Inc.		
Legal Paperwork (FBN)	\$40.00	
Initial Bank Deposit	\$80.00	
	TOTAL	<u>\$ 120.00</u>
	TOTAL BILLS PAID	\$ 8,571.65
	TOTAL FUNDS REMAINING IN THE USA ACCOUNT	<u><u>\$ 5,339.35</u></u>

Worldcon 76 Chair's report to SFSFC BOD, 17 November 2018

1. We had a Worldcon! (nobody died).

2. Membership (see snapshot)

Our best counts so far:

7812 total members

1771 supporting members (voting rights and souvenir printed material only)

On site: 5440 members plus 119 non-member comps of assorted types (charity and community reps, press, etc.) for a total of 5559 warm bodies.

(the discrepancy is attending members who ended up not coming in person... about 600 no-shows, who will also get their souvenir books mailed to them)

3. First souvenir book mailing (domestic attending no-shows, about 550) done.

4. Outreach: working on mailing to non-"opted in" members to share contact info with Dublin for 2019 Hugo Noms. nearly 2800 people!

5. Legal

- Change of Venue to Santa Clara County complete.
- Our response motions (for demurral) and Anti-SLAPP motion have been filed.

6. Hugos:

- Some Hugo finalists (non-attending) apparently did not get Finalist pins. Pursuing this question

7. Finance:

Still waiting on some invoices/payments (Cindy)

8. SmofCon:

I will be doing a debrief interview with Dave Gallaher, as well as an analysis of the Program Twitterstorm incident and response, and a panel on effective intra-committee communications (including discussion of where we needed to do better).