



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, July 11, 2009, Felton, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, July 11, 2009, in the home of Glenn Glazer, 1074 El Solyo Heights Dr, Felton, California. The meeting was called to order at 11:14 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone): David W. Clark (Arrived 11:22 AM), Nancy L. Cobb, Wolfgang Coe*, David Gallaher, Glenn Glazer, Craige Howlett* (Arrived 11:35 AM, departed 11:37 AM), Cindy Scott, Kevin Standlee. Members absent: James Briggs, Sandra Childress, Cheryl Morgan, Tom Whitmore¹. Proxies: None. Others present (some only for part of the meeting): Crickett Fox, Lisa Detusch Harrigan, Harold Harrigan, Allison Hershey, Spring Schoenhuth, Mo Starkey.

1.1 Director Resignation

The President presented an e-mail from Jan Price announcing her resignation as a director, effective July 10, 2009.

2. Previous Minutes

2.1. Regular Meeting, March 28, 2009

The minutes of the regular meeting of March 28, 2009 were approved as amended by unanimous consent.

3. Officer Reports

3.1. President

The President reported that he will make an appointment to fill Ms. Price's vacant position within 90 days, as required by the bylaws, said appointee to serve until confirmed at the next regular meeting.

3.2. Treasurer

3.2.1. Financial Statements

The Treasurer submitted a written report and a Profit & Loss statement for the fiscal year ending June 30, 2009 and a Balance Statement as of June 30, 2009. Copies of the report and statements are attached to these minutes as appendices.

¹ Director Emeritus

3.2 Secretary

We are a little backlogged on web site requests. He will file our required statement with the Secretary of State's office.

4. Standing Committee Reports

4.1 ConStruction

The President ruled that Ms. Price's resignation as a director included her chairmanship of this committee. At the moment, this committee is dormant, with no current plans until at least 2010 and possibly later. The President appointed Ms. Scott chairman of this committee with the understanding that she would act only as a caretaker until the corporation wants to start holding the event again. This appointment was approved by unanimous consent. Ms. Scott was directed to draw down the ConStruction committee's remaining bank balance, transferring it to the general fund except for a maintenance balance.

4.2 HPEF 2009

The President telephoned Mr. Howlett, chairman of this committee, and asked him to call in to the meeting, which he did. Mr. Howlett reported that the situation with HPEF had been resolved, we have no further obligations to HPEF, and that the committee recommended that the committee be discharged.

Motion 2009-06²: Discharge HPEF

Moved, That the HPEF Committee established by Resolution 2006-03 is discharged.

Motion 2009-06 was adopted by unanimous consent. (This removes Mr. Howlett from his *ex officio* directorship.)

4.3 SMOFCon 2010

Mr. Glazer reported no activity on this committee. There is little to do at this time other than prepare for going to Austin for this year's SMOFCon. All directors are encouraged to go to this year's SMOFCon.

The meeting went into committee of the whole, Nancy L. Cobb presiding at 11:42 AM, to discuss SMOFCon informally. At 11:54 AM, the Committee of the Whole rose and reported that they had discussed the current state of hotel contract proposals from the Fairmont hotel and intended staffing of various positions.

4.4. World Fantasy Convention 2009

Mr. Gallaher reported on current developments. The committee submitted current financial statements. (See Appendices) Although most of our income (memberships) is accrued and not recognized yet because the convention takes place in a different fiscal year, we recognized enough income to offset the expenses that took place in FY 2008-9. We have 517 total memberships (485 general memberships; 365 general memberships remaining). PR 1 mailed last Wednesday and has started arriving in members' mailboxes.

At 12:03 PM, the meeting went into Committee of the Whole, Ms. Cobb presiding, to discuss WFC issues informally and in more detail.

² Formal resolutions and motions are numbered consecutively throughout a calendar year.

At 12:14, PM the Committee of the Whole rose and reported that it had discussed general convention planning, including the WFC banquet, convention web site, publications, and staffing issues.

The meeting recessed at 12:15 PM and reconvened at 12:30 PM.

4.5. Westercon 2011 Organizing Committee

Mr. Glazer reported that SJ2011 bid won the election at Westercon 62 in Tempe (73 votes of 93 cast) and we will now host Westercon 64. An anonymous donor allowed us to hold a really extravagant catered party that was very successful and had a great view of the Tempe fireworks. The membership database has been keyed in and was put online within a couple of days; the Committee thanks Kevin Roche for his help on this. SCIFI acted as agent for voting fees and will send us a check for our share (after merchant fees).

Our Guests of Honor list has received very positive feedback. The Committee thanks Cheryl Morgan for her extensive help with the GOH selection process.

Westercon is starting to acquire durable goods. We need to consider storage; possibly we should upgrade the corporation's existing small locker to a larger one for this purpose. This led to a discussion of our existing storage space. Ms. Scott pointed out that our existing locker is full and needs sorting anyway. Ms. Scott will consult with the Westercon committee and determine a time for a work session sometime later this summer. We should sort out the locker and possibly upgrade to a larger size by the end of August.

The Committee submitted a Profit and Loss Statement (lifetime through June 30, 2009) and a Balance Sheet as of that date. (See Appendices.)

At 12:47 PM, the meeting went into Committee of the Whole, Ms. Cobb presiding, to discuss the 2011 Westercon bid informally and in more detail.

At 12:54 PM, the Committee of the Whole rose and reported that it had discussed initial organization issues, promotional opportunities, and cooperation with other conventions.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

The Committee reported that it has taken no specific action since the previous meeting. We do need to make an announcement soon, but we are backlogged with requests between WFC and Westercon. The SMOFCon Scholarship Committee was continued by unanimous consent.

5.2. Strategic Development Committee

Strategic developments (mostly listed in the preceding paragraphs of these minutes) appear to be progressing; therefore, the SDC feels no need to meet in committee of the whole at this time.

The President observed that the SDC appears to have accomplished its purpose of determining a future for the organization. This having been done, there is no reason to continue the committee. The SDC, not having been continued, is discharged at the conclusion of today's meeting.

6. Unfinished Business

There was no unfinished business.

7. New Business

There was no new business other than what developed out of committee reports above.

8. Announcements/Future Meetings

8.1. 2009 Meetings

November 21, 11 AM, Centerville.

9. Adjournment

By unanimous consent, the meeting adjourned at 1:03 PM.

Kevin Standlee
Secretary

[Approved: November 21, 2009]

Appendix A: SFSFC Profit & Loss Statement, Fiscal Year ending June 30, 2009

	<u>Jul '08 - Jun 09</u>
Ordinary Income/Expense	
Income	
Convention Income	
San Jose in 2011	90.00
WFC 2009	4,062.59
Total Convention Income	<u>4,152.59</u>
Credit Card Charge	-6.10
Interest Income	175.40
Uncategorized Income	0.16
Total Income	<u>4,322.05</u>
Expense	
Bank Charge	4.98
Conventions	
World Fantasy 2009	
WFC 2009 meeting expense	227.13
WFC Nomiating Ballots	1,574.50
World Fantasy 2009 - Other	30.72
Total World Fantasy 2009	<u>1,832.35</u>
Westercon in 2011	522.14
Total Conventions	<u>2,354.49</u>
Credit Card Transaction Fees	
Paypal Fees	
San Jose in 2011 Paypal Fees	4.13
WFC 2009 Paypal Fees	986.69
Total Paypal Fees	<u>990.82</u>
Credit Card Transaction Fees - Other	796.15
Total Credit Card Transaction Fees	<u>1,786.97</u>
Grants Made	500.00
Internet	247.89
Meeting Expense	317.50
Miscellaneous	300.00
Postage	45.83
Storage Unit	959.40
Tax	
State	10.00
Total Tax	<u>10.00</u>

Travel	<u>447.40</u>
Total Expense	<u>6,974.46</u>
Net Ordinary Income	<u>-2,652.41</u>
Net Income	<u><u>-2,652.41</u></u>

Appendix B: SFSFC Balance Sheet, June 30, 2009

	<u>Jun 30, 09</u>
ASSETS	
Current Assets	
Checking/Savings	
BotW - Checking	6,234.77
BotW - CD #1	3,770.45
BotW - Construction	918.51
BotW - World Fantasy 2009	33,619.95
PayPal	<u>14,703.59</u>
Total Checking/Savings	<u>59,247.27</u>
Total Current Assets	<u>59,247.27</u>
TOTAL ASSETS	<u><u>59,247.27</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
WFC 2009 Liabilities	<u>47,772.16</u>
Total Other Current Liabilities	<u>47,772.16</u>
Total Current Liabilities	<u>47,772.16</u>
Total Liabilities	47,772.16
Equity	
Retained Earnings	14,127.52
Net Income	<u>-2,652.41</u>
Total Equity	<u>11,475.11</u>
TOTAL LIABILITIES & EQUITY	<u><u>59,247.27</u></u>

Appendix C: 2009 World Fantasy Convention, Profit & Loss, Fiscal Year ending June 30, 2009

Most of the WFC income has not been recognized because it is accrued as received and recognized as income when the convention happens, which will be in a different fiscal year.

	<u>Jul '08 - Jun 09</u>
Ordinary Income/Expense	
Income	
Convention Income	
WFC 2009	4,062.59
Total Convention Income	<u>4,062.59</u>
Total Income	4,062.59
Expense	
Conventions	
World Fantasy 2009	
WFC 2009 meeting expense	227.13
WFC Nomiating Ballots	1,574.50
World Fantasy 2009 - Other	30.72
Total World Fantasy 2009	<u>1,832.35</u>
Total Conventions	1,832.35
Credit Card Transaction Fees	
Paypal Fees	
WFC 2009 Paypal Fees	986.69
Total Paypal Fees	986.69
Credit Card Transaction Fees - Other	796.15
Total Credit Card Transaction Fees	<u>1,782.84</u>
Travel	447.40
Total Expense	<u>4,062.59</u>
Net Ordinary Income	<u>0.00</u>
Net Income	<u><u>0.00</u></u>

Appendix D: 2009 World Fantasy Convention Balance Sheet, June 30, 2009

We recognized some of the WFC membership revenue as income in the current fiscal year to represent that some convention activities such as ballot mailings happened in the current fiscal year; the remainder will be recognized in the fiscal year in which the convention happens.

	<u>Jun 30, 09</u>
ASSETS	
Current Assets	
Checking/Savings	
BotW - World Fantasy 2009	33,619.95
PayPal	<u>14,703.59</u>
Total Checking/Savings	<u>48,323.54</u>
Total Current Assets	<u>48,323.54</u>
TOTAL ASSETS	<u><u>48,323.54</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
WFC 2009 Liabilities	<u>47,772.16</u>
Total Other Current Liabilities	<u>47,772.16</u>
Total Current Liabilities	<u>47,772.16</u>
Total Liabilities	<u>47,772.16</u>
TOTAL LIABILITIES & EQUITY	<u><u>47,772.16</u></u>

Appendix E: Treasury Report

Submitted to Board by e-mail 10 July 2009

I believe I have found and fixed some inconsistencies in our financials, but there is still a bit of work to be done.

Merchant account options are still being investigated, but should be done in the next month or so - long before World Fantasy.

Our IRS/FTB statements for the Fiscal Year ending June 30, 2008 were filed before the extensions ran out. A copy of those reports will be sent to the Secretary for posting on our web site.

No progress has been made on the matter of cashing stale checks. I expect to get that taken care of before the end of August.

The attached financial statements are NOT the final June 30, 2009 year-end statements. I need to work with our Westercon Treasurer and enter the information for that project before I can submit the final statements.

Respectfully submitted,

Cindy Scott
Treasurer

Appendix F: Westercon 2011 Organizing Committee, Profit & Loss, Committee Lifetime to Date, June 30, 2009

	<u>Jun 30, 09</u>
Ordinary Income/Expense	
Income	
4000 · Contributed support	
4010 · Indiv/business contribution	15.00
4080 · Donations from SFSFC	<u>0.00</u>
Total 4000 · Contributed support	15.00
4300 · Convention Income	
4301 · Bid Income	
4302 · Pre-Support	2,445.00
4303 · Pre-Oppose	40.11
4304 · Friend of Bid	<u>2,472.00</u>
Total 4301 · Bid Income	<u>4,957.11</u>
Total 4300 · Convention Income	<u>4,957.11</u>
Total Income	4,972.11
Expense	
6000 · Front Office Expenses	
6200 · Treasurer Expenses	118.40
6230 · Bank Fees	
6240 · Credit Card Fees	58.00
6250 · Paypal Fees	<u>12.05</u>
Total 6230 · Bank Fees	<u>70.05</u>
Total 6000 · Front Office Expenses	188.45
6900 · Bid Expenses	
6910 · Ribbons	25.00
6920 · Flyers	60.49
6930 · Party Room Rental	635.78
6940 · Party Room Supplies	697.53
6990 · Misc Bid Expense	<u>5.40</u>
Total 6900 · Bid Expenses	1,424.20
7010 · Advertising	
7012 · Ads in Publications	<u>110.00</u>
Total 7010 · Advertising	<u>110.00</u>
Total Expense	<u>1,722.65</u>
Net Ordinary Income	<u>3,249.46</u>
Net Income	<u><u>3,249.46</u></u>

Appendix G: Westercon 2011 Organizing Committee, Balance Sheet, June 30, 2009

	<u>Jun 30, 09</u>
ASSETS	
Current Assets	
Checking/Savings	
1010 · Bank of the West - Checking	1,813.59
1040 · Petty cash	51.60
1050 · Cash Box	
1055 · Registration Cash Box	<u>285.00</u>
Total 1050 · Cash Box	285.00
1070 · Cash in Corporate Accounts	
1075 · Paypal Account	320.06
1080 · Credit Card Account	<u>680.21</u>
Total 1070 · Cash in Corporate Accounts	<u>1,000.27</u>
Total Checking/Savings	<u>3,150.46</u>
Total Current Assets	<u>3,150.46</u>
TOTAL ASSETS	<u><u>3,150.46</u></u>
LIABILITIES & EQUITY	
Equity	
3010 · Unrestrict (retained earnings)	234.93
Net Income	<u>2,915.53</u>
Total Equity	<u>3,150.46</u>
TOTAL LIABILITIES & EQUITY	<u><u>3,150.46</u></u>