



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 13, 2010, Fremont, California

1. Call to Order

The regular trimesterly meeting of the Board of Directors of SFSFC, Inc., met on Saturday, March 13, 2010, in the Bill Wullenjohn Meeting Room of the Centerville Train Station, 37260 Fremont Blvd., Fremont CA 94536. The meeting was called to order at 11:01 AM, President David Gallaher presiding and Secretary Kevin Standlee recording. Members present (*by telephone): David W. Clark (arrived 11:37 AM), Nancy L. Cobb*, Sandra Childress, Wolfgang Coe*, David Gallaher, Glenn Glazer, Cheryl Morgan (arrived 11:32 AM)*, Cindy Scott, Kevin Standlee*, Tom Whitmore¹*. Members absent: None. Proxies: Nancy L. Cobb to Cindy Scott (if required). Others present: Adrienne Foster (arrived 11:47 AM), Anthony Guzman (arrived 12:11 PM), Lydia Guzman (arrived 12:11), Lisa Deutsch Harrigan, Harold Harrigan.

2. Previous Minutes

2.1. Regular Meeting, November 11, 2009

The minutes of the regular meeting of November 11, 2009 were approved as distributed in advance of the meeting by unanimous consent.

2.2. Meeting of Directors-Elect, November 11, 2009

The minutes of the meeting of directors-elect of November 11, 2009 were approved as distributed in advance of the meeting by unanimous consent.

3. Officer Reports

3.1. President

3.1.1. Director Vacancies

The President has not yet filled the vacant seat 7 (term running through December 31, 2011, nor seat 10, (term running through December 31, 2010).

3.2. Treasurer

3.2.1. Financial Statements

Financial statements were not available.

3.2.2 Tax Returns

Have not filed FY 2009 returns, but we have an extension until May 15, 2010

¹ Director Emeritus

3.2.3 Credit/Debit Cards

The wallet containing the corporate credit and debit cards was stolen recently. Although fraud was attempted on the cards, we have cancelled them and expect to not be responsible for the fraudulent charges once we go through the fraud-recovery process.

3.2 Secretary

Web site: Everything up to date on the corporate site.

4. Standing Committee Reports

4.1 ConStruction

Ms. Scott reported. The bank account has a holding balance in anticipation of next being needed in 2011.

4.3 SMOFCon 2010

Mr. Glazer reported. He reminded all directors to buy memberships. Our hotel block is now open, and Mr. Glazer complimented Craig Howlett and Dave Gallaher for negotiating with the hotel, including free valet parking.

We currently have 42 members. We continue to recruit staff.

We are opening a separate bank account for SMOFcon once we get the signature cards processed.

4.4. World Fantasy Convention 2009

Mr. Gallaher reported. We are still in negotiations with the hotel on the payment of our final bill, having made our initial payment (after deposit), with a significant portion in dispute. We've paid the portions of the bill not in dispute. We expect to be paying more after negotiations conclude.

We continue to receive positive feedback about the convention, other than isolated complaints about the "confusing layout" of the hotel.

4.5. Westercon 2011 Organizing Committee

Mr. Glazer reported. The Committee submitted a Profit and Loss Statement (lifetime through March 12, 2010) and a Balance Sheet as of that date. (See Appendices A and B.)

We sold memberships at ConDor but none at Gallifrey (same weekend in different parts of Southern California); we had tables at both staffed by Glenn Glazer and Lisa Deutsch Harrigan respectively.

We now have a Dealers Room manager and a Program Book Editor, as well as Jerome Scott and Elizabeth Klein-Lebbink running Art Show. Changes to the Westercon web site and e-mail lists are pending.

We currently show 291 members of all types.

Membership rates increase right after BayCon (June 1). Pre-supporter discounts expire in August. These new rates are on the web site.

Glenn and Lisa DH met this morning to discuss a budget; report

We've received t-shirt artwork from Phil Foglio, so we'll be making t-shirts. We've promised t-shirts to the bid's pre-supporters. (The Treasurer noted that we'll need to get a new California sales tax sellers permit in order to start selling shirts, because our permanent permit was cancelled when we didn't make any sales for a few years.)

Most pressing staff need: Con Suite/Hospitality.

5. Special Committee Reports

5.1. SMOFCon Scholarship Committee

The Committee had nothing to report at this time.

There was discussion of how to approach scholarships for this year. Suggestions were to issue a set of “micro-scholarships” for membership cost only, or to invert the usual goal of the scholarship by making it as something to bring someone

By unanimous consent, the SMOFCon Scholarship Committee was continued to the next meeting, and instructed to come up with a recommendation for handling the 2010 SMOFCon by the next regular meeting.

6. Unfinished Business

There was no unfinished business.

7. New Business

7.1 North American Discworld Convention

The meeting went into Committee of the Whole at 11:48 AM, Mr. Clark presiding, to discuss a proposal from Mr. Whitmore regarding the North American Discworld Convention.

At 12:04 the Committee of the Whole rose and reported that it had discussed the proposal and had no recommendations at this time.

7.2 Corflu 2011

Chris Garcia was supposed to call in to this meeting around this time but had not done so. Mr. Clark called Mr. Garcia and left a message on his voice-mail giving him the contact information and asking him to call in as soon as possible.

7.3 Ghost Hunter Events

At 12:07 PM, the meeting went into Committee of the Whole, Mr. Clark presiding, to discuss a proposal from Adrienne Foster regarding a Paranormal/Ghost Hunting enthusiast convention.

At 12:27 PM, the Committee of the Whole rose and reported that it had no recommendations on this subject.

7.2 Corflu 2011 (Redux)

The president reported that Mr. Garcia had approached him with a proposal to hold Corflu 2011 in the Bay Area in Feb 18-21, 2011 at the Domain Hotel in Sunnyvale. At 12:34 PM, the meeting went into Committee of the Whole, Mr. Clark presiding, to discuss Mr. Garcia’s proposal (See Appendix C.)

At 12:48 PM, the Committee of the Whole rose and recommended the adoption of the following resolution:

Resolution 2010-01: Corflu 2011

Resolved, That SFSFC expresses tentative approval of the proposal for SFSFC to work with Chris Garcia to host the 2011 Corflu convention; and

Resolved, That the President is directed to call a special meeting by conference call for March 27, 2010, 10 AM PDT, for the purpose of discussing this proposal in further detail.

Resolution 2010-01 was adopted by unanimous consent.

7.1 North American Discworld Convention (Redux)

At 12:50 PM, the meeting went into Committee of the Whole, Mr. Clark presiding, to further discuss the proposed NADWC bid.

At 12:57 PM, the Committee of the Whole rose and recommended the adoption of the following resolution:

Resolution 2010-02: North American Discworld Convention

Resolved, That there is established a North American Discworld Convention Organizing Committee as a standing committee of SFSFC, per section 6.1 of the SFSFC Bylaws;

Resolved, That the Committee is directed to bid for the 2011 North American Discworld Convention (NADWC), and, if selected, operate the 2011 NADWC;

Resolved, That the Committee is instructed to operate under the current revision of the Procedures for Lifecycle of a Standing Committee;

Resolved, That the Committee is instructed to present a report of its finances and summary of its activities to every regular SFSFC Board meeting and also at such times as it may be directed by the Treasurer or President of the Corporation or by Board resolution, and that a failure to do so shall be considered a default of its responsibilities; and

Resolved, That the net proceeds of any NADWC shall be primarily directed to those charities as are traditionally associated with the NADWC, including Alzheimer's Disease research and Orangutan preservation.

Resolution 2010-02 was adopted by unanimous consent.

The President appointed Tom Whitmore as Chairman of the NADWC Organizing Committee. This appointment was ratified by unanimous consent.

8. Announcements/Future Meetings

8.1. 2010 Meetings

The next two Board of Directors meetings are:

- July 24, 11 AM, Glenn Glazer's home, 1074 El Solyo Heights Dr., Felton CA 95018
- November 13, 11 AM, Centerville train station

9. Adjournment

By unanimous consent, the meeting adjourned at 1:01 PM.

Kevin Standlee
Secretary

[Approved: August 1, 2010]

Appendix A: Westercon 2011 Organizing Committee, Profit & Loss, Committee Lifetime to Date, March 17, 2010

Ordinary Income/Expense

Income

4000 - Contributed support

4010 - Indiv/business contribution	15.21	8.25	23.46
4080 - Donations from SFSFC	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total 4000 - Contributed support	15.21	8.25	23.46

4300 - Convention Income

4301 - Bid Income

4302 - Pre-Support	3,030.00	0.00	3,030.00
4303 - Pre-Oppose	40.11	0.00	40.11
4304 - Friend of Bid	<u>2,472.00</u>	<u>0.00</u>	<u>2,472.00</u>
Total 4301 - Bid Income	5,542.11	0.00	5,542.11

4400 - Convention Membership

4410 - Site Selection	0.00	2,250.00	2,250.00
4420 - Attending	0.00	3,095.00	3,095.00
4490 - Supporting	<u>0.00</u>	<u>25.00</u>	<u>25.00</u>
Total 4400 - Convention Membership	<u>0.00</u>	<u>5,370.00</u>	<u>5,370.00</u>

Total 4300 - Convention Income	<u>5,542.11</u>	<u>5,370.00</u>	<u>10,912.11</u>
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Total Income	5,557.32	5,378.25	10,935.57
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Expense

6000 - Front Office Expenses

6110 - Web Site Expenses	0.00	99.00	99.00
6200 - Treasurer Expenses	115.41	0.00	115.41
6230 - Bank Fees			
6235 - Bounced Check	0.00	0.00	0.00
6240 - Credit Card Fees	58.00	80.50	138.50
6250 - Paypal Fees	12.05	24.08	36.13
6230 - Bank Fees - Other	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total 6230 - Bank Fees	<u>70.05</u>	<u>104.58</u>	<u>174.63</u>

Total 6000 - Front Office Expenses	185.46	203.58	389.04
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6900 - Bid Expenses

6910 - Ribbons	25.00	0.00	25.00
6920 - Flyers	60.49	0.00	60.49
6930 - Party Room Rental	1,035.89	0.00	1,035.89

6940 - Party Room Supplies	1,122.99	0.00	1,122.99
6990 - Misc Bid Expense	<u>5.40</u>	<u>0.00</u>	<u>5.40</u>
Total 6900 - Bid Expenses	2,249.77	0.00	2,249.77
7010 - Advertising			
7012 - Ads in Publications	110.00	0.00	110.00
7013 - Parties	0.00	74.87	74.87
7014 - Ribbons, Stickers, Buttons	<u>0.00</u>	<u>37.50</u>	<u>37.50</u>
Total 7010 - Advertising	<u>110.00</u>	<u>112.37</u>	<u>222.37</u>
Total Expense	<u>2,545.23</u>	<u>315.95</u>	<u>2,861.18</u>
Net Ordinary Income	<u>3,012.09</u>	<u>5,062.30</u>	<u>8,074.39</u>
Net Income	<u><u>3,012.09</u></u>	<u><u>5,062.30</u></u>	<u><u>8,074.39</u></u>

**Appendix B: Westercon 2011 Organizing Committee, Balance Sheet,
March 17, 2010**

	<u>Mar 17, 10</u>
ASSETS	
Current Assets	
Checking/Savings	
1010 · Bank of the West - Checking	5,521.32
1040 · Petty cash	51.60
1050 · Cash Box	
1055 · Registration Cash Box	<u>198.25</u>
Total 1050 · Cash Box	198.25
1070 · Cash in Corporate Accounts	
1075 · Paypal Account	539.51
1080 · Credit Card Account	<u>1,734.71</u>
Total 1070 · Cash in Corporate Accounts	<u>2,274.22</u>
Total Checking/Savings	8,045.39
Accounts Receivable	
1110* · Accounts receivable	<u>29.00</u>
Total Accounts Receivable	<u>29.00</u>
Total Current Assets	<u>8,074.39</u>
TOTAL ASSETS	<u>8,074.39</u>
LIABILITIES & EQUITY	
Equity	
3010 · Unrestrict (retained earnings)	3,153.66
Net Income	<u>4,920.73</u>
Total Equity	<u>8,074.39</u>
TOTAL LIABILITIES & EQUITY	<u>8,074.39</u>

Appendix C: Corflu Proposal from Chris Garcia

OK, here's the details: moving one week earlier (so as to not conflict with Boskone/Gallifrey/others) to February 11-13.

There's no Corkage fee for the Hospitality Suite, but there is a 500 dollar damage deposit.

[Domain Hotel, Sunnyvale] Room rate of 89 a night is go. They'll set up a URL specifically for us.

Have price lit for banquet. Looks like 21 bucks a person for a buffet-type set up with a 21% service fee.

Lisa confirmed that she'll act as treasurer.

Linda confirmed that she'll handle registration.

After talking with folks, Registration will start at 50 US, 35 UK, 40 Euro, 60 Australian Dollars and go up by ten in every currency in August.

Set up April 8th for next sit-down with them, by which time everything should be known and ready to launch.