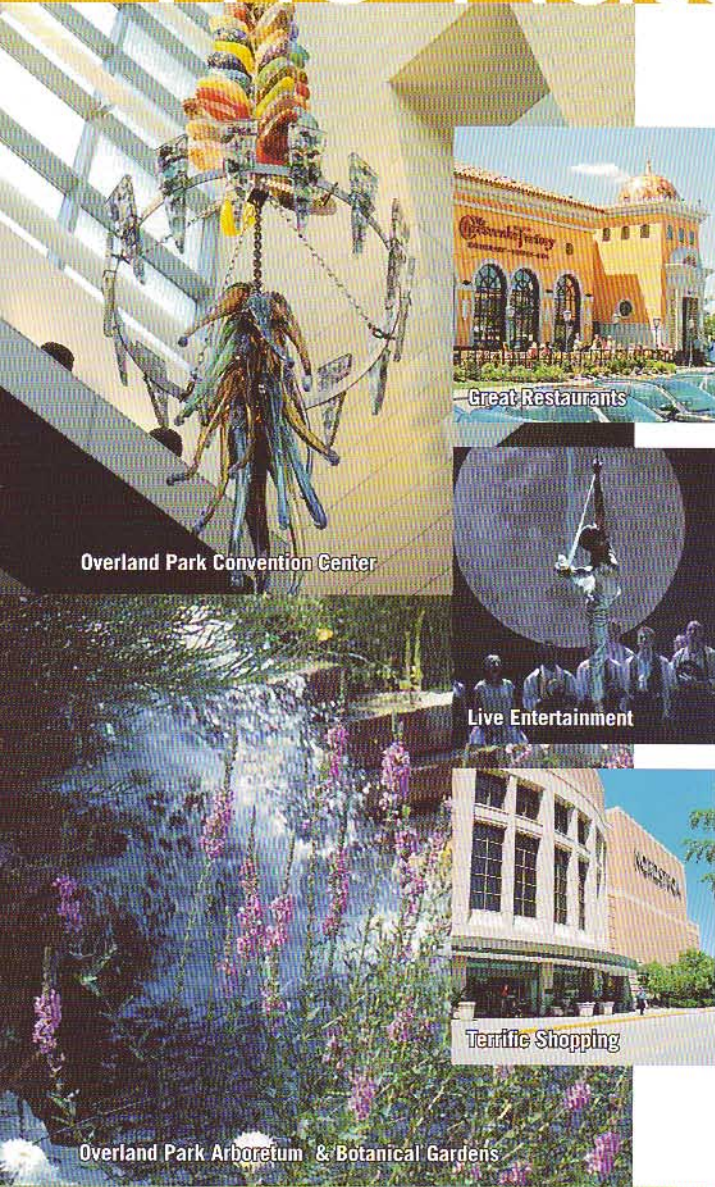


The Natural Choice™



Proposal Worldcon

2009



overland
convention &
visitors bureau park
The Natural Choice™



MidAmerican Science Fiction and Fantasy Conventions, Inc
P. O. Box 414175
Kansas City, MO 64141-4175

August 25, 2006

Nippon in 2007 Site Selection Administrator
18 Oak Hill Road
Littleton, MA 01460

Mid American Science Fiction and Fantasy Conventions, Inc. under the DBA of Kansas City in 2009 announces its intention to bid for and hold the 64th World Science Fiction Convention in Kansas City, USA by conveying copies of the documents required for filing.

The documents enclosed include but are not limited to the following:

- (1) Letters of intent from the Overland Park Convention Center in Overland Park, Kansas, a suburb of Kansas City and from most of the hotels we are planning to use.
- (2) Letters of invitation from the Mayor of Overland Park, Kansas, the President of Economic Development for the Overland Park Chamber of Commerce and the President and Sales Manager of the Overland Park Convention and Visitors Bureau.
- (3) The by-laws of Mid American Science Fiction and Fantasy Conventions, Inc, a 501(c)3 Corporation, which includes the processes by which officers are elected and the terms of service.

The current officers of Kansas City in 2006, Inc. are Margene S. Bahm, President and Chairman of the Board (Bid Chairman), James J. Murray, Vice-President (Minister of Words on Paper), Darice Schirber, Treasurer and Lorraine R. (Tina) Black, Secretary. Other members of the Board of Directors are Paula Helm Murray (Data Base Manager), Jeff Orth, and Inger Myers.

Other members of the bid committee include Elaine M. Brennan, Karl Foss, Martin Hoare (*U.K./European Agent*), James Hollaman, Jim Knappenberger (*Attorney*), Joan Marie Knappenberger, Lee Martindale (*Ambassador to Texas*), Joe Myers, Parris McBride, Gus A. Polytricha (*Liaison to Alien Life Forms*), Ted Poovey, Steve Roberts, Carolyn Smith, Allison Stein, Jean Stuntz, Barb Van Tilburg.

Special Friends of the Bid include:

Pat Cadigan (*The Woman Who Invented Kansas City*)
Keith Stokes (*Web Site Designer*)

Thank you very much for your consideration in this matter. If you have any questions, please feel free to contact us at any time.

Sincerely,

Margene S. Bahm
Bid Chairman

Kansas City in 2009, A Bid to Host the 64th World Science Fiction Convention
www.MidAmeriCon.org
masffc@kc.rr.com or rohanna@kc.rr.com

Service Mark Notice : "World Science Fiction Society", "WSFS", "World Science Fiction Convention", "Worldcon", "NASFiC" and "Hugo Award" are registered service marks of the [World Science Fiction Society](http://www.worldsciencefiction.org), an unincorporated literary society.

BY-LAWS
MID AMERICAN SCIENCE FICTION AND FANTASY CONVENTIONS, INC.
A MISSOURI NOT-FOR-PROFIT CORPORATION

ARTICLE I

OFFICES

The principal office of the corporation in the State of Missouri shall be located in the County of Jackson. The corporation may have such other offices, either within or without the State of Missouri, as the business of the corporation may require from time to time.

The registered office of the corporation required by the laws of Missouri to be maintained in the State of Missouri, may be, but need not be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

MEMBERS

SECTION 1. SELECTION OF MEMBERS; RESIGNATION. The initial members of the corporation shall be selected by the first Board of Directors, with the consent of such individuals. Thereafter, additional members may be added by majority vote of the Board of Directors and the consent of the individual, in such numbers as the Board of Directors shall see fit. Any member may resign by tendering written notification thereof to the Secretary of the Corporation. No member shall be entitled to transfer or sell his membership.

SECTION 2. ANNUAL MEETING. The annual meeting of the members shall be held on the first Saturday in November in each year, at the hour of 1:00 P.M., for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The Board of Directors, by majority vote, may select a different day in the month of November of each year, for the annual meeting. The day fixed for the annual meeting shall not be a legal holiday. If the election of directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a meeting of the members as soon thereafter as conveniently may be.

SECTION 3. SPECIAL MEETINGS. Special meetings of the members may be called by the President-CEO, by the Board of Directors, or by no less than one-fifth of all the members of the corporation.

SECTION 4. PLACE OF MEETINGS. The Board of Directors may designate any place, either within or without the State of Missouri, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. A waiver of notice signed by all members may designate any holding of such meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Missouri, except as otherwise provided in Section 5 of this article.

SECTION 5. NOTICE OF MEETINGS. Written or printed notice stating the place, day, and hour of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting, either personally, by mail or

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by email, by or at the direction of the President-CEO, or the secretary, or the officer or persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid. If notice is given by email, such notice shall be deemed to be delivered when the email is sent by the person having charge of the members' email list.

SECTION 6. WAIVER OF NOTICE. Any notice required by these by-laws may be waived by the persons entitled thereto signing a waiver of notice before or after the time of said meeting and such waiver shall be deemed equivalent to the giving of said notice. Attendance of a member at any meeting shall constitute a waiver of notice of such meeting except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 7. VOTING LISTS. The officer having charge of the books and membership list of the corporation shall make, at least ten days before each meeting of members complete list of the members entitled to vote at such meeting, arranged in alphabetical order, with the address of each, which list, for a period of ten days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any member at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting.

SECTION 8. QUORUM. A majority of the members shall constitute a quorum at any meeting of members but less than such quorum shall have the right successively to adjourn the meeting to a specified date not longer than 90 days after such adjournment and no notice need be given of such adjournment to a member not present at the meeting. If a quorum is present, the affirmative vote of the majority of the members is required by the law or these by-laws.

SECTION 9. PROXIES. At all meetings of members, a member may vote by proxy executed in writing by the member or by his duly authorized attorney-in-fact. Such proxy shall be filed with the secretary of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

SECTION 10. INFORMAL ACTION BY MEMBERS. Any action required to be taken at a meeting of the members or any other action which may be taken at a meeting of the members, may be taken without a meeting if consents in writing setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

ARTICLE III

DIRECTORS

SECTION 1. GENERAL POWERS. The property and business of the corporation shall be controlled and managed by its Board of Directors.

BY-LAWS
MID AMERICAN SCIENCE FICTION AND FANTASY CONVENTIONS, INC.
A MISSOURI NOT-FOR-PROFIT CORPORATION

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of directors of the corporation shall be seven persons. Of these seven, four shall be officers of the corporation, and the remaining three shall be persons other than officers of the corporation. In the event that one person holds two offices with the corporation, then there shall be an additional director who is not an officer of the corporation, so that the total number of the directors remains seven. Each director shall hold office until the next annual meeting of members or until his successor shall have been elected and qualified. Directors need not be residents of Missouri. One member of the Board of Directors shall be chosen as the Chairman of the Board of Directors, by majority vote of the Board of Directors each year at the annual meeting of the board which follows the annual meeting of members, as set forth above in Article II Section 2. The Chairman shall serve until his successor is chosen.

SECTION 3. REGULAR MEETINGS. A regular meeting of the Board of Directors shall be held without other notice than this by-law immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide, by resolution, the time and place, either within or without the State of Missouri, for the holding of additional regular meetings without other notice than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the president or any two directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Missouri, as the place for holding any special meeting of the Board of Directors called by them.

SECTION 5. NOTICE. Notice of any special meeting shall be given at least three days previous thereto by written notice delivered personally or mailed to each director at his address or by email. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice is given by email, such notice shall be deemed to be delivered when the email is sent by the person having charge of the Board of Directors' email list. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

SECTION 6. QUORUM. A majority of the full Board of Directors as prescribed in these by-laws shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Members of the Board of Directors or of any committee designated by the Board of Directors may participate in a meeting of the board or committee by means of communications equipment whereby all persons participating in the meeting can hear each other, and participation in this manner shall constitute presence in person at the meeting.

SECTION 7. MANNER OF ACTING. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

BY-LAWS
MID AMERICAN SCIENCE FICTION AND FANTASY CONVENTIONS, INC.
A MISSOURI NOT-FOR-PROFIT CORPORATION

SECTION 8. VACANCIES. Whenever any vacancy in the members of the Board of Directors shall occur due to death, resignation, or otherwise, the remaining directors or a majority of them may fill the vacancy or vacancies until a successor or successors shall be elected at a members meeting.

SECTION 9. INFORMAL ACTION BY DIRECTORS. Unless specifically prohibited by the Articles of Incorporation or by-laws, any action required to be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the directors entitled to vote with respect to the subject matter thereof. Any such consent signed by all the directors shall have the same effect as a unanimous vote, and may be stated as such in any document filed with the Secretary of State

ARTICLE IV

OFFICERS

SECTION 1. NUMBER. The officers of the corporation shall be a President-Chief Executive Officer (President-CEO), one Vice President, a Treasurer, and a Secretary, and other officers as may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President-CEO and Secretary.

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after each annual meeting of members. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election or appointment of an officer or agent shall not of itself create contract rights.

SECTION 3. REMOVAL. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its reasonable judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 4. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

SECTION 5. PRESIDENT-CHIEF EXECUTIVE OFFICER. The President-Chief Executive Officer (President-CEO) shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed, and in general shall perform all

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duties incident to the office of President-CEO and such other duties as may be prescribed by the Board of Directors from time to time.

SECTION 6. VICE PRESIDENT. In the absence of the President-CEO or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President-CEO, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President-CEO. The Vice President shall perform such other duties as from time to time may be assigned to him by the President-CEO or by the Board of Directors.

SECTION 7. TREASURER. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall (a) have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for moneys, such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Article V of these by-laws, and (b) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President-CEO or by the Board of Directors.

SECTION 8. SECRETARY. The Secretary shall (a) keep the minutes of the members and of the Board of Directors meetings in one or more books provided for that purpose, (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law, (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these by-laws, (d) keep a register of the post-office address of each member which shall be furnished to the secretary by such member, (e) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the President-CEO or by the Board of Directors.

ARTICLE V

CONTRACTS, LOANS, CHECKS, AND DEPOSITS

SECTION 1. CONTRACTS. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. LOANS. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

SECTION 3. CHECKS, DRAFTS, ETC. All checks, drafts, or other orders for the payment of money, notes, or other evidence or indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

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A MISSOURI NOT-FOR-PROFIT CORPORATION

SECTION 4. DEPOSITS. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

ARTICLE VI

FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January in each year and end on the last day of December in each year.

ARTICLE VII

SEAL

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words, "Non-Profit, Corporate Seal, Missouri."

ARTICLE VIII

WAIVER OF NOTICE

Whenever any notice whatsoever is required to be given under the provisions of these by-laws or under the provisions of the Articles of Incorporation or under the provisions of the laws of Missouri, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE IX

AMENDMENTS

The by-laws, or any of them, or any additional or supplementary by-laws, may be amended or repealed and new by-laws may be adopted at any annual meeting of the members without notice, or at any special meeting the notice of which shall set forth the terms of the proposed by-laws, amendment, or repeal, by a vote of the majority of the members represented in person or by proxy and entitled to vote at such annual or special meeting, as the case may be. The Board of Directors shall also have the power to make, amend, and repeal additional and supplementary by-laws, and amend and repeal these by-laws, at any regular or special meeting of the Board of Directors, and notice of such additional or supplementary by-laws, or the repeal or amendment of any by-law need not be included in the call of said meeting. Any amendment or repeal of these by-laws so made by the Board of Directors may be amended, repealed, or the former by-law reinstated, and any such additional or supplemental by-law so made, amended, or repealed by the Board of Directors, may be amended, repealed, or the former supplemental by-law reinstated by the members provided in this section.

ARTICLE X

BY-LAWS
MID AMERICAN SCIENCE FICTION AND FANTASY CONVENTIONS, INC.
A MISSOURI NOT-FOR-PROFIT CORPORATION

INDEMNIFICATION

Except as provided herein, the corporation may indemnify any director, officer, agent, or employee of the corporation as it sees fit, against liability, if:

- (1) he conducted himself in good faith; and
- (2) he reasonably believed:
 - (i) in the case of conduct in his official capacity with the corporation, that his conduct was in its best interests; and
 - (ii) in all other cases, that his conduct was at least not opposed to its best interests; and
- (3) in the case of any criminal proceeding, he had no reasonable cause to believe his conduct was unlawful.

THE FOREGOING WAS ADOPTED AS THE BY-LAWS OF MID AMERICAN SCIENCE FICTION AND FANTASY CONVENTIONS, INC.

THIS _____ DAY OF _____, _____.

SECRETARY



May 25, 2006

Ms. Margene Bahm
World Science Fiction Society
3521 Cherry
Kansas City, MO 64109

Dear Margene,

Thank you for your interest in the Overland Park Convention Center as a possible location for the 2009 Worldcon. I look forward to the possibility of working with you on this event.

After reviewing your events specifications and space needs as outlined by the Overland Park Convention and Visitors Bureau, I have prepared a proposal for your review.

Please do not hesitate to call me if you have any questions or need further information. I can be reached at 913-339-3102 or via e-mail at kbrown@opconventioncenter.com.

Thanks for the opportunity to bid on your business!

Sincerely,

A handwritten signature in black ink that reads "Kurt A. Brown". The signature is written in a cursive style with a long horizontal line extending to the right.

Kurt A. Brown
Assistant General Manager / Director of Sales & Marketing



Especially Prepared
For
World Science Fiction Society
2009 Worldcon
Proposal
September 1 – 9, 2009

DAY	DATE	START	END	ROOM	SETUP	AGR
Tues	9/1/09	7:00 AM	24 hr hold	Exhibition Hall	TBD	TBD
Wed	9/2/09	7:00 AM	24 hr hold	Exhibition Hall	TBD	TBD
Thurs	9/3/09	7:00 AM	24 hr hold	Exhibition Hall	TBD	TBD
Fri - Mon	9/4/09 – 9/7/09	7:00 AM	24 hr hold	Entire Convention Center	TBD	TBD

Meeting Room Rental

Based on the space requirements outlined above, the room rental fee of \$134,000 will be reduced to \$60,000. Rental fees will be reduced by \$1.00 for every \$3.00 spent in catered events. Maximum rental reduction will be \$30,000.

Please note that the Overland Park convention center offers a large range of services that include:

- Audio-visual (non-exclusive), telecommunications and data access (exclusive)
- Full service on site catering (exclusive)
- Decorator services (non-exclusive)
- Security services (exclusive)
- Cyber Café

Security hourly rates will be at prevailing market rates at the time of the event.