RASC WINNIPEG CENTRE COUNCIL

Minutes of a meeting of the council of RASC Winnipeg Centre held via Zoom on Monday, January 9, 2023, at 7:00 p.m.

PRESENT: Judy Anderson, Dennis Lyons, Marc Sarrasin, Abdul al Manni, Ed Wright, Mike Karakas, Mark Irvine, Bryan Stach

REGRETS: Russell Brown, Michelle Boyce, Scott Young

1. Call to Order, Land Acknowledgement — Dennis
2. Welcome and Introductions — All
3. Adoption of Agenda — Dennis
   - Dennis: Last meeting of this council.
   - Dennis: Adding astronomy backpack, Oak Hammock, still waiting for the awards list.
4. Adoption of previous minutes — Dennis

Adopted as amended

5. Financial Report — Abdul
   - Abdul: Bank balance for end $16,749.76 including everything paid through 2022. $464 was deposit for membership in December. It was $16,775.84 at beginning, so only $16 difference. We received a lot of donations this year. Otherwise, would be under.
6. Committee Work Reports
   a. Policies and Procedures Manual — Dennis
      - Dennis: Not touched, if re-elected will continue work on this.
   b. Observatory Committee — Dennis
      - Mark: No time before Xmas, still have a heater in my garage. Mike: Any enquiries to book the observatory? Dennis: Nothing I have seen. Not sure if plowed. Judy: Did not look like was plowed. Dennis: Judy will send Michelle a message on that.
   c. Incorporation — Dennis
      - Dennis: It is on the agenda, duly advertised, Question should be "Are you in favour of incorporation, yes / no?" In person should be show of hands. Feel confident it will happen and is a formality. No feedback to date from members.
   d. Member Meeting — Judy
      - This is the last meeting organized completely by members of the 2022 Council.
      - Beginner Session: gAIL Wise
      - What's New? Michelle Boyce
      - What's Up? Bryan Stach
      - Main talk: Jay Anderson – *Andromeda Galaxy* (45 min – could also be main presentation)
      - AGM agenda, discussion on RASC-National Finances.
      - Judy has main speakers lined up for February (Alan Dyer), March (Darren Hennig), and April (Dr. John Percy)
      - Need suggestions!!
   e. Finance Committee Budget — Abdul/Mark Irvine
      - Ed: Yes, it went out with the call to the meeting. Dennis: Thank you to the people that put that together.

f. Star Parties — Russell
   - Dennis: Not heard anything from Gail or Russell. Will contact them.

g. Awards Centre nominations — Bryan
   - Bryan: Had a couple of members for the nominations, had two that were perfect, but memberships lapsed. One nomination from Robin for Darren. Asked Judy about Kamla. She did one event last year. She borrowed the PST. We should not give out the award if no one eligible. Everyone is good with Darren. Mark: Have we talked to the people who could win but not renewing. Dennis: I do not believe was an oversight. If they were to renew, we could go back and review. Bryan: Awards at the AGM? Dennis: Yes. Bryan: What if something popped up. Dennis: Yes. Bryan: Okay we nominated Darren, are we contacting him? Dennis: Yes please. For Gord we did a certificate but no time this time.

h. Nomination Committee — Bryan
   - Bryan: Have to motivated people, Scott took over Winnicentrics, Mark: There was a misunderstanding that Gord was doing it for a while. Dennis: Scott has said will do at least for the next year. Bryan: These two members would not mind doing. Kamla and Daemon Nightshade. Daemon willing to do editor only, not articles. Kamla is interested. Could try for a couple months. She could do some volunteer work after a few months. She is eager to be on the Council. Dennis: I need a slide showing all the positions and then the one being renewed. Dennis: I will take care of it. Bryan: Who is hosting it? Dennis: You. Judy: Neither Stan nor Jay responded to him. Judy: Nobody asked him. Dennis: To Mike can you run that part because I am up. Ask for nominations from the floor three times. Once that is done, if no names added, just declare by acclimatation. It needs to go to the Policy and Procedures manual, along with the calendar of events for Council. Ed: The names to elect are (5). Mike, Scott, Marc, Russell, and Michelle are on Council until 2024; others need re-election. Bryan: Should I be part of it being as I am on nominating comm? Judy: Have Kamla and Daemon been asked about being either a director or councilor? Judy: All are elected to council, some as directors and some as councilors. Should know that before people come forward to the vote. Dennis: I can reach out to those two. Judy: There are director and councilor positions. Dennis: There are 8 directors of which 4 are executive, plus an additional 4 councilors. Okay think we have that.

i. Telescopes for Kids — Scott
   - Dennis: Scott unable to attend. One more to get. Mark: Russell agreed to deliver the fifth scope; the four others were delivered on the weekend. All kids that applied got one. Happy that Scott took that on.

7. Directors and Councilors — Dennis
   - Talked already

8. Appointed Positions Recruitment — Dennis
   a. Explore the Universe
   b. Volunteer Coordinator
      - Ed: Any guidance of people into these positions? Coordinator is a priority. Dennis: Going to the start plan was not to have council members doing these positions. Challenged to coerce two new members to Council to go into those positions, they will want to sit and learn to begin, but agree that is a priority, we should confirm that Jay is willing to do the membership, could better serve members if that posn is filled, and then recruit to fill the positions from members.

c. Mentor Coordinator– now Judy on interim basis
d. Meeting Coordinator– now Judy on interim basis
e. Light Abatement Committee
   - Dennis: Silvia interested in that.
f. Youth Outreach
g. Membership Coordinator – Jay and Marc on an interim basis

9. Business Arising
   a. Name tags — Scott
   b. NCC — Dennis
      - Nothing over the holidays, Silvia and Dennis et al. will go for sky readings
   c. Glenlea, cleanup, damage repair — Ed
      - Ed: No word from DFA. Letter of authorization? Judy: Head of dept Phys and Astronomy and Danielle support, but didn't hear back from the associate dean. Judy is writing to the Dean of Science on this. Ed: Should send a reminder to govt.
   d. Spruce Woods gift to casino — Dennis
   e. Dennis: This is something the next council needs to take on. No big rush on this, but he will find out about costs for a photo.NC Report — Dennis

      - Dennis: Shared these minutes with you and guided you to the areas. Huge incredible shortfall. Only reason not in a shortfall is our member who passed. Mark: Why did it go the National? Dennis: Likely the executor decided. The money is gone. Mark: If the will said one thing. Ed: Need to have a funding coordinator in future and need to be incorporated. Dennis: Yes, in the last one, the president said have had a problem this year, then Lisa talked about how to set up a bequeathment. Mark: We should help members know that any legacy donation should be specified as to RASC-Winnipeg Centre. It will also help if we are a recognized entity by incorporating. It is important not to link incorporation to receiving donations. Dennis: National was silent. At the end of November, the CRA had not yet released the funds. Dennis: What do people want to do? Judy: Members need to be given the info so they can express disappointment. Almost feel we should be able to have a contingency to set up our own organization. Mismanagement, hiring people when not the case. They hired full-time employees and 8 students when they knew there was a shortfall. Dennis: We could try to bring it up at the AGM, could send to the membership main group and ask people to review. In March they did not apply for $100K, then they did not take that out of the budget. So, in March they knew they had a problem. Then asked 3 times what is the Board's plan to address. It was like there was blatantly full steam ahead. I know that when I was on a board and knew that we could lose all our funding, we immediately had to put together a plan, one for recovery and one for exit. In this case they have put themselves into this position. It is great for the help but now in a future fiscal liability. Mike: What is the membership increase? Dennis: There are 2 parts, member services, and then everything else that RASC does. The second is tax deductible. From the AGM they announced a $15 increase (they already knew they were in trouble). That money cannot be used for member services. They have been realizing that the membership fees are not large enough to cover that. I believe in June they knew they were trouble. They had to have more money for the operating costs. So, the fee increase is separate. Mike: So, there is a membership increase due to incompetencies in running the org. Dennis: Could be taken as that. Mike: Would people think twice about renewing. Dennis: Yes, could be a problem, they held off releasing the info as long as possible. Anyone who provides info

to National would be concerned if the organization blows the budget. A number of problems, economy gone berserk, people on east coast do not have any other indulgences. Not all the presidents know. There are many people who have no spare discretionary money to cover an additional fee increase. There are probably other Centres that have raised other concerns. There is a benefit to belong to a National RASC. If they cannot get their financial house in order, they will not exist next year. They did not seem to have a recovery plan or an exit plan. Instead, they started to talk about a $250K grant for a mobile planetarium.

- Marc: I read that they hired 8 students for the summer, why? Dennis: They were students on grants but then converted to permanent employees. That was good for the comm. Marc: Biggest ques is what is the fin position of the years before? Dennis: Generally, the budget has been balanced. Last year SkyNews made money. People were feeling good. It was a balanced budget. In our case we were told the money to be invested and would be used. That was good, then in November found out the money was spent.
- Ed: like a franchisor (National) and franchisee (Centres). When things go south, there is often a user/franchisee group that can make changes and give feedback. Is that National Council? Dennis: In theory every council should have a copy of this report. Ed: Is there an adequate organization for representing our concerns. Dennis: In theory it is national council, but concerns started in June with the fee increase, there was a hewn cry at national council, but were not told, Ed: Could have a "users group". Dennis: There is a throwback to when the Federal Government changed the rules of Incorporations. Board now has final decision about National budgets. He could talk to the Centres about talk to the national rep.
- Mark: Note that if the majority of the bequest was used for operations, you cannot use a charitable receipt to offset. They would not be able to offer a receipt to the estate. Dennis: They have not shared the information. Mark: For a charity you cannot get a benefit from it, but you can set up programs, the govt won't allow them to use it but then … why weren't they receiving the last $400K from the CRA. Dennis: Yes, why so long for the $400K. Mark: Offsetting the debt with a big donation is not feasible. They would still have a $800K debt, but funds for separate programs. They cannot offset their own shortfall in member services. Dennis: I don't think National will go bankrupt but wouldn't be surprised if there are a bunch of layoffs. Mark: But this year they are not offset by donation. Dennis: The treasurer I have great confidence, knew the difference, excellent reports, but she is one person. A lot of this is conjecture.
- Judy: The Board is a different ball of wax from National Council. Could National Council make a vote of non-confidence in the Board to give them marching orders. They have to report what they are doing. It is not acceptable what has gone on. We do not trust that Board. If people do not want to pay, what is our contingency. Dennis: First National Council is the advisory comm, the senior committee in National. The Board is its own entity, but nothing … Bryan and I are members and could take. The Board could ignore anything, no precedent for them to follow, Judy: It would be on the books. Dennis: If this council wants to do this, I could contact Judy (current president). We could also notify all of the Centres of this and make sure the members nationally are aware of the issues. Best of my knowledge, they have not broken any RASC rules as long as not breaking a law. If not breaking a law. We do not want to see the national to collapse, Mark: The Board is elected. Dennis: Yes, by every member. The election and auditors are the only business. It could wake people up, don't think anyone on the

Board had a nefarious intent, likely the ED did not pay attention. They did not know about things costing a fortune.

- Mike: We can only do what we can do. How is it going to affect us, brainstorm how will affect us, other people on council might not want to pay, potential for losing members, Dennis: No decision tonight, wait for new council, I can't believe how much groceries have gone up. Might be an impact of 10% that might not renew. However, … Mark: There are a lot of benefits like the almanac. Dennis: That is the reason I do not want to share at the AGM. This would create a lot of discussion. Plus, we do not have all the facts. We do have the numbers from minutes. What we can do is when National does present in every time zone then you hear from the horse's mouth. I would rather people leave because they cannot afford, not because of this. Ed: Back to users group analogy: the more entities/people that get involved in a particular issue, the more momentum we have. Agree with Dennis that we shouldn't raise it at our AGM, but take the angle of going to the other Presidents to make sure that all the Centres are aware of the National minutes. If all the Centres are upset about the one issue, it would have more chance to change the mentality of the National Board.
- Dennis: Okay I will go to National council about our objections and I will go to the other centre presidents to get them to read that part of the minutes. Be aware that the challenge for the national council has not been able to get a chair or a secretary. They changed the rules so the president could fill those roles. The challenge for the National Council is that it can't get a permanent President or Secretary now, and they've changed the rules to allow presidents to hold those positions. Only about 10-20% of information from National Council actually goes out to the Councils of Centres. Still a bunch of volunteers.
- Ed: It may sound like Winnipeg Centre is more interested as the bequest seems to be the big issue (rescuing the deficit); but really the issues are: mismanagement of the Board, and the fact that the shortfall is so significant a deviation from the budget; both are unthinkable, but it happened. Judy: This is irresponsible to Centre members. Dennis: I believe that there was no ill intent, they are all volunteers, but the number is staggering. Ed: In my mind, it is the risk involved if the National arm dissolves. Dennis: Yes, it is unthinkable that this would happen. Mike: I would think the National would have to admit this. Dennis: In the annual report the president's report it said the board said there is a financial problem, but that is it. Mike: That was not showing the gravity. Dennis: Agree that it was communicating but not transparent. If this gets out in the public funders will not help anymore. Another issue is that talking to the chair of the National Council did not admit to the budget shortfall. Her mother is dying. If you don't have a financial background, if you don't pick up the deficit, read through every line, if people talking to are relaxed, you won't know. I have great respect for the treasurer. But not sure how this got past her.
- Judy: Can we record we are not happy? Dennis: Yes, we can say that to national presidents, the national council, and the chair of the Board, but not to the national director; that is the proper etiquette.

f. AGM Dennis

- Dennis: Talked about that. Everything has gone out. Between Bryan and Mike, we will get a PPT ready for the election, Mike being there to run the meeting as elected member of Council and Bryan doing the presentation as chair of the committee. Bryan: Can I have past presidents on the comm? Dennis: Yes, but the nominating comm is normally chaired by the past president. Scott did the outline of the year. They should

be able to open the book and see what is supposed to be there. Mark: What is quorum? Dennis: Judy: It is the lower of fixed number and a %. Dennis: Done that way because of the number that normally attend. Bryan: I did not get notified of the membership renewal. Marc: For renewing memberships, coordinate with Jay, would like to send people a reminder. Dennis: Yes, there was the grace period there. Ed: The quorum in bylaws is "larger of twenty-five (25) members who are present in person or by electronic means or fifteen percent (15%)". Mike: So, about 35 members.

g. Science Rendezvous — Judy
   - Judy: Was in touch with U of M contact (Contact person at UM is Leigh Mckinnon, Leigh.Mckinnon@umanitoba.ca), told her we would be involved in the display, often booth inside (poster and computer doing a slide show), there was a slide show for Astronomy Day that could be modified. Date is May 13 (Saturday) on Fort Garry campus, might be two days before that but likely not. I will be travelling out of the country until this is over. I will be soliciting volunteers, often has been Jay and Stan doing it, but Jay and Judy out of town until mid-May. If talking about outreach at the AGM put on calendar. Mike: This would be perfect for Kamla. She and her son did livestream to India so perfect fit.

h. Facebook and Corporate Entities — Scott
   - Dennis: Scott not here. Tabled

i. RASC store — Dennis

10. Round table — All
    - Membership renewals – notice from National system is terrible and full of bugs. It's essentially on each person to renew on time.
    - Marc: The website, problems editing the pages, updated the plugin but did not help, Gord did not know, this is something that was inherited from Sam Giesbrecht. Talked to people at work who do not know. It might be a plugin conflict. Let me know if any suggestions. Dennis: Ask Scott if he knows anyone. Marc: Could go to Site ground for consulting for $50.
    - Ed: Friday's meeting. Will be higher risk with just me running the tech. Need to send the invite.
    - Judy: I find the National situation is a schmoz and disappointing. I think it behooves us to notify people, just the way we as a Council expect National to keep us informed
    - Bryan: Can contact Darren ahead of the meeting. Thank you for the sympathy card from last meeting.
    - Abdul: Nothing but what happened in National is really disappointing. Hopefully will be better in the next year or two. Dennis: Abdul not letting name stand so thank you for everything you have done.
    - Mark: Thinking of Scott right now; would like in the minutes that we are thinking about his family now.
    - Mike: Prep for the AGM format. 7:00 tomorrow evening.
    - Dennis: Want to personally thank all of you for your time this year on behalf of the members and myself.
11. Next Meeting , Monday February 7, 7:00 PM
12. Adjourn — 9:00 PM

	Name	Signature	Date

Secretary	Ed Wright		