



**Council of Halifax Centre - Minutes of Meeting
18 November 2016
SMU, The Atrium, Room AT306 (6:30 AM - 7:30 PM)**

Present: David Chapman (Chair), Ian Anderson, Jim Millar, Judy Black, Chris Young, Paul Heath, Sean Dzafovic, Pat Kelly.

Regrets: Paul Gray, Dr. Roy Bishop, Quinn Smith, Andy Hasler, Elli Hasler, Tony McGrath, Tony Schellinck.

1. Welcome & Introductions

Dave Chapman welcomed members. He asked if members had other items to add to the agenda. None were suggested.

161118MN – Mot01

It was moved by Chris Young and seconded by Jim Millar that the agenda be approved as circulated.
CARRIED.

Minutes of the October 22, 2016 Council Meeting had been pre-circulated for review. No changes to the minutes were noted.

161022MN – Mot02

It was moved by Chris Young and seconded by Paul Heath that the minutes of October 22, 2016 be approved as circulated.
CARRIED.

The Action Lists were reviewed.

a) May 2016:

Actions 2 and 4 closed.

Action 3 remains open until 2016 tax return requirement is fulfilled.

b) September 2016

Actions, 4 and 9 were closed.

Action 1 remain open until letter is written in December.

Action 3 remains open. It is on the agenda for this meeting.

c) October 2016

Actions 1 – 3, 5 – 15, and 18 – 23 closed

Action 4 remains open until Judy receives observation night dates from Tony McGrath.

Action 16 remains open; Tony M. was not present at this meeting to present it.

Action 17 remains open as scope was not put onto Kijiji as yet. The scope is in Tony McGrath's possession. Paul is to put together an ad for Chris to put on Kijiji.

Regarding the October Action # 21: An email had been sent to Walter MacDonald who referred Judy Black to the national office staff as he felt it was more of a portal issue than the website.

161118MN-Act01

Judy Black is to check on the status of a response from national office and the IT team regarding the challenges with the RASC portal.

ONGOING ITEMS

2. Upcoming Meeting Dates & Guest Speakers

a) **Meeting Date Confirmation:** Judy Black provided a list of suggested dates for RASC, Halifax Centre meetings in the 2017 calendar year (Jan 20, Feb 17, March 17, April 21, May 12, June 16, Sept 15, Oct 20, Nov 17 with AGM on Dec 8). It was noted the May meeting would be the second Friday of May so as not to conflict with the Victoria Day holiday, and no meetings were to be slated for July and August.

16118MN-Mot03

It was moved by Pat Kelly and seconded by Chris Young that the dates for 2017 Halifax Centre be approved. CARRIED unanimously.

16118MN-Act02

Judy Black will provide the 2017 Halifax Centre meeting dates in the week following the AGM.

b) **SMU Room Bookings:** Judy had contacted SMU to confirm room bookings for the dates suggested. Dan Snyder at SMU confirmed the usual rooms for Jan 20, Feb 17, March 17 and April 21.

16118MN-Act02

Judy Black will contact Dan Snyder in late March 2017 to confirm room bookings for May and June.

c) **Guest Speakers** – Pat Kelly is confirmed to address the AGM with “An Unexpected Solar System” in Iceland. Kirsten Bonson was confirmed for January to address “New Frontiers in Astrophysics: from supermassive black holes to science education”. Dave Chapman noted that Dr. Spray has yet to be confirmed for February.

d) **Ideas for Future Presentations** – Members brain stormed ideas for future meetings. Suggestions included:

- A focus on Outreach, perhaps in March or April: Paul Heath volunteered to address how he prepares sessions with schools and youth groups. Tony Schellinck could perhaps address his work with SCANS. Paul Gray had suggested a young lady in Moncton who is big into outreach and is studying to be a teacher but with a BSC background. Perhaps a bit on Planetarium How-To's related to giving a talk at that venue.
- Solar Eclipse 2017, perhaps in May: revisit some aspect of the eclipse
- Solar Eclipse 2017, perhaps in September/October after members have returned and have pictures, videos and stories to relate.

ITEMS FROM PREVIOUS MEETING

3. Annual Report Requirements

A list of reports required for the AGM had been pre-circulated. The list was based on last year's AGM. It was agreed there would not be a separate planetarium report; it was removed from the list. It was determined that because Dave Chapman was providing the 1st VP report that Pat Kelly would provide the National Council report. Quinn Smith's final report for Nova East would be presented in his absence. The slate of nominations would be presented at the AGM by the Nominating Committee. The list of reports at the AGM are to be as follows:

Council Reports

- 1- President's Report - Paul Gray
- 2- 1st VP Report - Dave Chapman
- 3- 2nd VP Report - Ian Anderson
- 4- Secretary's Report - Judy Black
- 5- Treasurer's Report - Jim Millar
- 6- National Council Representative Report - Pat Kelly

Committee Reports

- 7- Observing Chair Report - Sean Dzafovic
- 8- St. Croix Observatory (SCO) report - Tony McGrath
- 9- Nova Notes - Tony Schellinck
- 10- Nova East Report - Quinn Smith
- 11- Librarians' Report - Andy & Elli Hasler
- 12- Bylaw Review Committee Report - Judy Black
 - a- Special resolutions re approval of bylaw #1 and revised objectives
- 13- Nominating Committee Report - Paul Gray/ David Chapman/Chris Young
 - a- Nominations

b- Elections

Ian Anderson left the meeting at 7:12 PM.

4. SCO Draft Development Plan

Deferred to December meeting.

5. Sale of Dobsonian

Deferred to December meeting.

6. RASC Halifax Centre Website

Deferred to December meeting.

7. Senior College Association of Nova Scotia (SCANS)

Deferred to December meeting.

NEW BUSINESS

8. Revised Definition of "Special Resolution"

Judy Black had sent Bylaw #1 (2016) to Chris Gainor and James Edgar as had been promised when the Nova Scotia review began. James suggested a cleaner definition of "Special Resolution of the Centre" - "*Special Resolution of the Centre*" means a resolution passed by not less than three-fourths of such members present or by proxy at a general meeting of which notice specifying the intention to propose a special resolution has been duly given." Judy requested that members consider approving this definition.

161118MN-Mot04

It was moved by Jim Millar and seconded by Chris Young that the definition as provided by James Edgar be approved, that it replaces the definition currently in Bylaw#1 (2016), and that it be included in the version presented to the members for approval.

CARRIED unanimously.

161118MN-Act03

Judy Black will make the change to the definition of "Special Resolution" in Bylaw #1 (2016) prior to circulation to members on November 19, 2016.

9. Special Resolutions

a) Objectives: Judy Black had drafted a special resolution for acceptance of the RASC Halifax Centre Objectives at the AGM. She presented the following for consideration and approval for use at the AGM.

SPECIAL RESOLUTION OF MEMBERS

WHEREAS the RASC Halifax Centre objectives were removed from the RASC Halifax Centre Bylaw #1 (1995) to be included in Schedule A: Memorandum of Association as per the regulatory requirements of the Registry of Joint Stock Companies; and

WHEREAS the Objectives were revised by the Council on November 18, 2016; and

WHEREAS the RASC Halifax Centre Objectives (2016) was pre-circulated to all members on November 19, 2016 for consideration;

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. RASC Halifax Centre Objectives (2016) be approved at this Annual General Meeting (AGM) as presented;
2. The existing objectives are repealed and are replaced with the RASC Halifax Centre Objectives (2016);
3. RASC Halifax Centre Objectives (2016) be forwarded to the Registry of Joint Stock Companies in Schedule A for approval prior to enactment.

161118MN-Mot05

It was moved by Jim Millar and seconded by Paul Heath that the Special Resolution regarding approval of the Objectives be approved as presented, and is to be presented at the AGM.

CARRIED unanimously.

b) Bylaw #1 (2016): Judy Black had drafted a special resolution for acceptance of RASC Halifax Centre Bylaw #1(2016) at the AGM. She presented the following for consideration and approval for use at the AGM.

SPECIAL RESOLUTION OF MEMBERS

WHEREAS modifications to RASC Halifax Centre Bylaw #1 (1995) were desired to reflect current RASC bylaws and policies; and
WHEREAS modifications to RASC Halifax Centre Bylaw #1 (1995) were required to meet the legislative and regulatory requirements of the Nova Scotia Societies Act and the Registry of Joint Stock Companies; and
WHEREAS the Bylaw Review Committee of RASC Halifax Centre completed their mandate to revise the RASC Halifax Centre Bylaw #1 (1995) on October 22, 2016; and
WHEREAS the RASC Halifax Centre Bylaw #1 (2016) was pre-circulated to all members on October 30, 2016 and November 19, 2016 for consideration;

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. RASC Halifax Centre Bylaw #1 (2016) be approved at this Annual General Meeting (AGM) of December 9, 2016;
2. The existing bylaws are repealed and are replaced by the approved RASC Halifax Centre Bylaw #1 (2016);
3. RASC Halifax Centre Bylaw #1 (2016) be forwarded to the Registry of Joint Stock Companies for approval prior to enactment.

161118MN-Mot06

It was moved by Chris Young and seconded by Pat Kelly that the Special Resolution regarding approval of the Bylaw #1 (2016) be approved as presented, and is to be presented at the AGM.
CARRIED unanimously.

10. Agenda for the AGM

a) AGM Agenda: Judy Black had drafted the agenda for the AGM for members to consider. The agenda would include the Council and Committee reports as outlined in Agenda Item #3. The following items were added as Regular Business:

1. What up – Sean Dzafovic
2. Presentation: Pat Kelly – “An Unexpected Solar System”
3. Date of next Members’ Meeting – January 20, 2017 in Room AT101 at 7:30 PM
4. Adjournment
5. Social & Refreshments

In lieu of making copies for members, it was agreed the agenda would be shown on screen. The usual number of copies would be printed of Bylaw #1 (2016).

b) Presentation re Objectives and Bylaw: Judy Black explained she had prepared a presentation for Members regarding the process used and the decisions made regarding removal of the Objectives, and the major changes made to the Bylaw #1. She expected the presentation to be approximately 15 minutes then would address questions and clarifications. It was hoped it would take no longer than 30 minutes total if members were well prepared.

13. Adjournment

161022MN – Mot07

It was moved by Jim Millar to adjourn the meeting.

Meeting adjourned at 7:28 PM.

Respectfully Submitted,

Judy Black
Secretary