

Minutes of the AGM of Croydon Astronomical Society held at 8pm on June 4th 2021 via Teams

Present: Tony Roberts (in the chair) and 16 other members of CAS. Apologies were received from two members. The AGM was quorate under section 11(5)(b) of the constitution.

Approval of minutes of 2020 AGM. These were agreed with no matters arising.

Treasurer's and Membership Secretary's report. Colin delivered a report which covered the first 8 months of CAScio (details below – appendix 1). This was accepted.

Accounts Colin drew attention to the Statement of Assets and Liabilities which formed part of the Trustees' Report. These accounts were agreed.

Tony delivered a **Chair's report** (details below – appendix 2). This was accepted.

Members thanked Tony for his work and his leadership of the Society.

A **resolution** to change our constitution to set the quorum for committee meetings was discussed.

Resolution - To amend section 19(3)(a) of the constitution 'Meetings and proceedings of charity trustees / Procedure at meetings' to reduce the quorum requirement for charity trustees to 50% (rounded up) of the total number of charity trustees.

It was explained that the proposed change would reduce the number of charity trustees constituting a quorum as follows:-

If there are

- 10 trustees – the quorum reduces by 2 to 5,
- 9 trustees - quorum reduces by 1 to 5,
- 8 trustees - quorum reduces by 2 to 4,
- 7 trustees - quorum reduces by 1 to 4
- 6 trustees - quorum reduces by 1 to 3, and
- 5 trustees and fewer – no change

It was proposed that the second sentence of 19(3)(a) be amended to read:

'The quorum is three charity trustees, or 50% (rounded up) of the total number of charity trustees whichever is greater or such larger number as the charity trustees may decide from time to time'.

Currently the second sentence of 19(3)(a) reads: The quorum is three charity trustees, or the number nearest to two thirds of the total number of charity trustees whichever is greater or such larger number as the charity trustees may decide from time to time.

The resolution was approved unanimously (17 votes to nil). This change was subject to the Charity Commission's agreement.

Announcement of nominations for committee.

Nine places were available for appointment at this AGM - the secretary Graham Cluer did not need to retire until the next following AGM. At the close of nominations on Friday 14th May six proposals had been received as follows:- Jonathan Barrott, Martin Gaiger, Carolyn Raishbrook, Tony Roberts, Paul Stenning and Colin Weightman.

There being fewer nominations than committee places available, no election was required

Tony thanked the retiring committee.

Roy Easto was appointed as **Examiner of Accounts** for the year to 31st March 2022

Appendix 1 – Treasurer and Membership Secretary’s report

As most if not all of you will know, the society changed from being a Charitable Association to being a Charitable Incorporated Organisation (or CIO) on 1st August 2020.

This AGM therefore covers the first 8 month period of the CIO which is from 1st August to 31st March 2021.

We have not been able to either meet in person or open the observatory since March 2020. So, like many other societies we have run a number of meetings using either Teams or Zoom during the period.

Behind the scenes there have been a number changes:

- We have changed bank from HSBC to NatWest, and we have access to electronic banking allowing us to obtain up-to-date balance and transactional information.
- We have moved the membership application and renewal process online – thanks to Graham for setting that up
 - This was clearly helpful during the pandemic and it means that we don’t need to print off application forms when we are able to meet again.
 - It means that there is no risk that the forms get lost or delayed, and we can also send a welcome email promptly.
 - As at 31st March there were 69 members.
 - Unlike many societies we adopt a relaxed approach to membership renewal – however we do need to determine a date when membership lapses. Committee has therefore decided that membership lapses if a member has not renewed by a date 2 weeks prior to the AGM held in that membership year.
 - Current membership is 56 comprising 49 members and 7 life members.
- As a society we are funded by donations and do not charge a membership fee. Many members choose to donate at the same time as they renew.
 - In previous years such donations have arrived in cash, cheque and a few by direct bank transfer. A number of members are able to Gift Aid their donations, and this boosts the sum available to us by 25%.

- We are now partnering with Charity Aid Foundation, itself a charity, using a system called CAF Donate so that these donations and any Gift Aid declarations are made online using card, PayPal or by transfer from their own account at CAF. The CAF Donate system is used by more than 6,500 charities.
- The CAF Donate programme was put in place in late March 2021, but the first tranche of funds were not transferred to our bank account until after the end of the financial year.
- Contactless payments - During the pandemic people have become accustomed to paying by card rather than cash.
 - In fact some shops do not accept cash at all. Banks are also closing down branches and promoting online banking.
 - When we meet again and open the Observatory we expect to need to put in place a means of taking contactless payments.
- During the period the Society moved to using Microsoft Office 365 – this was an immense amount of work for Graham. As a charity we are entitled to have Office 365 for free.
 - By using Office 365 it means that Society correspondence does not wind up buried in personal emails, and this is helpful when the role is passed to a successor Committee member.
 - We also have free access to Microsoft Teams videoconferencing. Many other societies use Zoom, but Zoom is a paid for service at £120 per year for a single Zoom-Pro license for up to 100 attendees.
 - However, we found that Microsoft does not want their Office 365 product to be used for mailing lists. We were inconveniently locked out of our account a couple of times, despite being careful to send emails in small batches of around 20.
 - We now have a Pay as You Go account with a UK email marketing company called Email Blaster.
 - The emails are GDPR compliant and actually look rather good with links to the society's Facebook and Twitter pages at the bottom of the email. However, we have had problems with our emails being stopped by the Gmail spam filter, but we think we know how to overcome this.
- We have also cancelled our expensive observatory telephone and broadband contract with TalkTalk. The Broadband was very slow by today's standards
 - We have replaced the Broadband with a 4G mobile connection as 5G is not currently available in the area.
 - Our pattern of usage is probably best suited to using a Pay as You Go SIM. However a realistically-priced Pay as you go SIM is only now available on the Three network.
 - The Three network provides a much better broadband speed than with TalkTalk, although the signal strength is quite poor and may be adversely impacted if there is heavy rain which would be relevant if there is a group visit. O2 or Vodafone would likely give better results, but we would need to enter into a contract and overall it would be more expensive.

- Many visitors these days are likely to have generous data allowances on their mobile phones, and it may be that the society does not need to provide a broadband facility frequently.
 - We are considering replacing the phone with a cheap 2G phone on a PAYG network. However we may decide that we don't need this as these days most visitors would likely have mobile phones with them.
- We have cancelled our electricity contract with EDF and moved to Bulb and this has resulted in a significant saving in the standing charge. We have also recently installed a smart meter which is of a type that will not go dumb if we change supplier.
- Turning to the accounts which are prepared for the 8 months to 31st March 2021:-
 - In the top section you can see that we had £6,591 in cash and we have a prepayment of £102 which related to room hire at the Royal Russell School when the music stopped in March 2020.
 - However we have some outstanding bills and an accrual totalling £851. The largest component of which is accrued legal fees to transfer the observatory land from the four land trustees into the society's name.
 - The net balance of funds available has historically been called the Accumulated Fund and was £5,842.
 - In the following section you can see that an Accumulated Fund balance of £6,956 was transferred to the CIO on 1st August 2020. However there has been insufficient income to cover expenses during the last 8 months resulting in a reduction of the Accumulated Fund balance of £1,114 reducing it to the figure of £5,842.
 - Currently the Accumulated Fund stands at around £6,000.
 - Turning to the Income and Expenditure section,
 - We had only £242 of income during the period. About half of this relates to a claim under the Gift Aid Small Donations Scheme for cash donations to the previous Charitable Association
 - In terms of the expenses, the reduction in costs relating to the standing charge for electricity and the cancellation of the Talk Talk contract and replacement with a 4G router will feed through in the next accounting period.
 - The "other" figure of £720 in Kenley Observatory Maintenance and Costs relates to accrued legal costs for the transfer of the observatory land into the Society's name.
 - Overall expenditure exceeded income by £1,114.
 - I can confirm that Roy Easto has reviewed the accounts.
 - The Trustees report and account will be submitted to the Charity Commission and made public on the register of charities.

Appendix 2 – Treasurer and Membership Secretary’s report

This report marks the 1st year of operation as Croydon Astronomical Society Charitable Incorporated Organisation. The Society has had several different natures over the years. In 1956 we were founded as the Croydon Group of the Junior Astronomical Society; we were one of a number of local groups of the national society and the idea was to appeal to those that could not access the main meetings held in central London. We became independent in 1965 when we became the Croydon Astronomical Society, an educational charity.

In August 2020 we became a Charitable Incorporated Organisation. So rather like Trigger’s broom, which had several different heads and sticks but nevertheless was considered to be the original broom, we can legitimately claim that this year marks our 65th year of existence.

Our first year as a CIO has been an untypical and difficult year. The reason for this has a name we all know – Covid.

In terms of our normal operations involving fortnightly meetings and regular public open evenings at our observatory these all had to cease 15 months ago. Things are now easing and we hope to restart observing events at the Observatory later this year. At this moment we are still hindered by the need to socially distance. It is difficult to achieve 6 in the dome socially distanced. It is also difficult to have 30 outside the observatory socially distanced as we only have access to the area immediately surrounding our building. A major issue is the need to touch eyepieces and telescopes and these being a possible source of cross contamination. There is a group working towards Electronic Assisted Astronomy. This uses cameras to produce an immediate image on a screen. Those of us who have run public events have often wondered if the public actually see what we are trying to show them. It is not intuitive to use a telescope or eyepiece and although if we show the public something bright like the planets or Moon it is easier for them to position the eye and focus the image, if we are trying to show them a subtle galaxy or nebulae it is likely that a lot of the time they do not manage to see it at all. EAA would produce a clear image on a screen which would be more accessible to the non-observer and would allow social distancing.

We are also hoping to return to physical meetings in autumn. Currently RRS are not able to discuss room hires; we need to see the position after the June 21st easing of restrictions to see what is possible. We have maintained our programme of meetings online via Zoom and Teams. We have turned to Teams as our preferred media because as a charity we have the use of Microsoft 365 for free. This gives us official email addresses and Teams to run meetings. The equivalent with Zoom would cost us £120 a year, so there is a cost saving for the charity. The downside is that the most common media for online private meetings is Zoom and we have rather placed ourselves in a parallel reality where we cannot easily share or join other Societies meetings. It must be said that our online meetings are much less popular than the old physical meetings with audience figure worse than half, but it is our only option currently.

Covid also made the transition from CAS to CASCIO a much longer and more difficult process. It has been mentioned before but simple things like opening a bank account turned into a month’s long process. Currently we are still transferring ownership of our land at Kenley from the Trustees who held it on behalf of the CAS to CASCIO itself and hope to complete this soon.

I feel that we need to entirely review what we do and what we can achieve. We have a rapidly aging membership and don't seem to be attracting people of 30 or younger. The Observatory is both the jewel in the crown of the Society and a constant draw on the financial and manpower resources available to us. We must consider now what we want to be in the future and that needs to resolve the issue of being more attractive and accessible to new members particularly the young.

Otherwise, if we merely continue to maintain only what we have historically done we are merely marking time until the last of us left are no longer able to operate the Society any more.

I feel that we need to consider the following:

We should rationalise the current stock of telescopes held by the Society. The 14" Meade in the main dome, the 9.25" Celestron and the 12" Meade donated to us last year need to remain. By quality and size they are valuable. The three Dobsonian telescopes are of a poor design and could be disposed of; likewise there are telescopes which are surplus to requirements.

We should engage in greater outreach within schools and also with "pop up" events at different sites.

We should consider changing meeting venue and structure of the meetings, particularly in light of wanting to continue to live stream meeting or to have remote speakers online even when we return to our traditional meetings.

But all of the above cannot be achieved with the current number of members who are active.

Can you help?