

TAAA Board of Directors Meeting Minutes: December 8, 2021

The teleconference Zoom Board meeting was called to order at 6:30 PM, M. Smith, President, presiding. Board members present: E. Foley, Vice President; M. McDowell, Treasurer; R. Reynolds, Secretary; and Members-at-Large, D. Smith, G. Gomez. TAAA Members: D. Means, J. Knoll, J. Kalas, D. Summers, D. Rossetter

Approval of Minutes: E. Foley moved to accept the minutes as presented of the Nov 10, 2021 TAAA Board meeting. Motion was seconded by D. Smith. Motion carried 6-0.

President's Comments: M. Smith noted the following:

- Changes in new member services: Terri Lapin has volunteered to be the Member Planet New Member Coordinator to assist new members in joining the club through Member Planet. Susan O'Connor has been appointed to the New Member Support Coordinator Position. She will supply new members with basic information about the club including activities and leader contacts and answer questions about how things work in TAAA.
- Giving Tuesday: The Giving Tuesday campaign was completed and we expect at least \$6,100 in donations for 2021. The last Giving Tuesday campaign was in 2019 and yielded between \$9,000 and \$10,000.
- Minor Policy: The need to restart and restore Minor Policy in the post-COVID world was noted. A new session of training on TAAA Minor Policy is being planned.
- Integrating Zoom and Classroom AV systems for Member Meetings: The effort to test new, virtual member meeting protocols in a UA auditorium integrating both Zoom and the Stewart computer systems was successful.
- Reach for the Stars: There is another group in the Vail area that is running a "Reach for the Stars" program. Though this is not related to the historical program of the same name, the principals of the new programs are actively monitoring TAAA's Facebook and Instagram feeds. Jim Knoll reported several attempts by this new group to create joint activities for which Jim conveyed TAAA's lack of interest due the pre-existing calendar of TAAA events. It was noted that individual TAAA members have supported some of this organization's activities.
- TMPA: TIMPA improvements completed the painting of white borders around the pads to reduce drive overs
- GCSP: The Grand Canyon Star Party is still planned for an onsite event in June of 2022 but reservation systems will not be fully operational for a while yet.

Treasurer & Covid Report: M. McDowell reported normal financial activity in the last month but this month included both a \$5,000 and a \$10,000 donations. Also, the next month's report will include another \$5,000 donation. Largest expenses were reimbursements to Jim, John and Ed for a variety of CAC activity. New membership continued to rise to approximately 560+ with the associated increase in revenues. The construction report on the Learning Center included information on the poor health of our contractor and his inability to be on site for needed inspection related work. It was further noted that both Arizona and Pima County COVID infection numbers are taking a turn for the worse. Doug Smith made a motion to accept the Treasurer's Report and it was seconded by E. Foley and passed by a vote of 6-0.

COVID 19 Policies: It was proposed that we make no changes to existing policies as most activities are outside, virtual and RMO usage is extremely limited. The existing, posted TIMPA COVID policy was reviewed. Policy included provisions for limited usage and social distances.

Holiday Party: Currently 35 people are currently registered and activities will be held outside as much as possible. The asset sales have gone so well that the remaining items will be put into a raffle. Attendees are encouraged to bring additional items to donate to the raffle. Ed noted that the Criterion RV6 in the raffle would look REALLY good in Mike's living room. Copies or photos of vaccination cards will be acceptable.

CAC Planning/Ops Report: Reviewed and discussed TAAA program descriptions and accomplishments that have been used in prior 990's.

- The good news is that we have interviewed approximately 37 people as potential lessees. So far, approximately 14-15 appear ready to move to the next step which is the specification and pricing of their observatories. We could very likely have all 17 observatories spoken for in the not too distant future.
- The bad news is that we have not been able to connect in any substantive way with BYO. It appears that increased material costs, COVID and schedule are his issues that we are working to address.
- Provided update on limited contact with a group in Washington state. The group appears to have lost interest in their own development due to permitting requirements, etc but the result is that we could see an increase in interest in CAC member pads. Also, due to the fact that most of these new members will not be AZ residents, that we could also see an increase in demand for RV spots. Concerns were expressed about usage of the facility by out of state members at the expense of local resident members. After some debate on the topic, it was proposed to defer discussion on the topic to the Planning Group at a later time should usage issues arise.
- Jim Knoll noted that the reservation system can be set up before the sleeping rooms are complete.

NVRC: David Rossetter began the discussion with a summary of current activities/roles of the NVRC. He made several observations including:

- The need for updated position descriptions and the associated need for dedicated resources to manage/document the current TAAA leadership requirements. A committee to manage these functions could be created and would not need any changes to the by-laws. This would also improve TAAA's ability to recruit new candidates for the Board.
- Current write-in candidates process by passes all NVRC/TAAA review processes and he recommended that the write-in process be eliminated. The Board decided to defer action on this recommendation.
- Recommended by-law changes to not allow family members or parties living together to run for the Board at the same time.
- Proposed/recommended lengthening Board terms from the current one year. This would improve management/policy continuity as well as reduce need for NVRC to find so many candidates.
- Also recommended term limits. David fielded questions about whether TAAA has enough membership expertise/commitment to support turnover induced by term limits.

His answer was that TAAA has the expertise but the challenge is in recruiting people to run for office.

- Term limits could be limited to only the President though limits were discussed for all Board positions.
- A motion was put forward by Bob Reynolds to initiate the necessary by-law changes to support a policy of not allowing family members, or those living together, to simultaneously hold Board positions. The motion was amended to have this change effective for the May 2022 election. M. McDowell seconded the amended motion. Motion was approved by a vote of 6-0. Drafting of the by-law proposal will be based on these meeting minutes and presentation of the by-law to the membership will be performed by the NVRC.
- A discussion then followed about how to define and handle both term limits and staggered Board terms. As a result, Doug Smith made a motion to initiate by-law changes to make the Secretary/Treasurer/Two Members at Large start a 2 year term as a result of the 2022 election whereas the President/Vice President/One Member at Large would begin their 2 year terms starting in 2023. However, the stagger will begin with all Board members will be up for reelection in 2022. However, the specific wording of the related by-law changes will be the subject of a subsequent Board vote. The motion was seconded by M. McDowell and motion was approved by vote of 6-0.
- A motion was made to table the balance of the NVRC recommendations by Ed Foley and seconded by M. McDowell. The motion passed by a vote of 6-0.

Use of Images in Newsletter: The use of images, the permissions required and the published image quality was discussed. It was agreed that explicit approval from the author of an image should be obtained before they are used in any TAAA publication. This would include explicit permissions to use any images posted to any TAAA forum. Further, the author of any image should be consulted prior to publication to insure agreement on published image quality. No motions were put forward as issue viewed as a procedural refinement.

TAAA Field Trip to Biosphere: An offer has been made for a TAAA member tour of the Biosphere sometime in the coming spring. A suggestion was put forward to ask for a specific proposal that the Board could approve. Terri Lappin was going to seek this proposal inclusive of reference to both TAAA and Biosphere COVID policies.

TIMPA Insurance Policy: Mae will confirm that the proper additional insured parties (TIMPA and County) are included on our existing policy and provide them with a copy of our policy.

Calendars will be available at Christmas Party

Doug Smith informed Board that he will be absent from TAAA activity for entire month of February and the general meeting in March. The next Astronomical League update will be in either April or May.

A motion was put forward to adjourn the meeting by E. Foley which was seconded by D. Smith. The motion was approved and the Board meeting **adjourned** @ 8:55pm.