

**Friends of Science Annual General Meeting  
Held at the Whitehorn Community Center  
228 Whitehorn Rd NE, Calgary AB T1Y 6H5  
Thursday December 10, 2020 at 7:00PM  
11 people in attendance – restricted due to Covid**

Chairman of the meeting: Andrew Bonvicini, President

Members were welcomed to the meeting.

Due to Covid lockdowns we have had some difficulties in arranging a time that would let us legally come together since our bylaws do not permit virtual meetings.

Introduction of Board Members. Introduction of Michelle & Julie and mention of the many volunteers including board members, that contribute in many ways including social media, newsletters, reports and research. Members and guests in attendance were welcomed.

The Chairman called the meeting to order at 7:10pm.

Julie Toblan will take the minutes of the meeting.

### **NOTICE OF MEETING**

A Notice calling this meeting was duly sent to Society members in compliance with the Alberta Societies Act. As everyone has received a copy of the Notice calling this Meeting, Andrew Bonvicini asked for a motion dispensing with the reading of such Notice.

Brian Bass moved that reading of the Notice of Meeting be dispensed with.  
Warren Blair seconded the motion.

Show of hands for all those in favour – 10 and 0 opposed.

Motion was carried.

A copy of the Declaration of Mailing and material sent to Society Members will be kept by the Office Manager along with the minutes of this meeting.

### **QUORUM**

We have the necessary quorum as per our bylaws and we may continue.

### **PROXIES**

The ability to proxy vote was sent to all members on November 19<sup>th</sup>, 2020 as part of the Notice of Annual General Meeting. The proxies have been vetted, the votes have been compiled and we have the results.

### **SPECIAL RESOLUTION**

In light of the ongoing COVID-19 pandemic and in order to reduce potential risks to the health and safety of our members, the Friends of Science Society Board reviewed the bylaws and found that the Society does not have the ability to hold a virtual AGM. Articles 3.1 and 3.2 reference meetings being held at a "place" and Article 3.9 requires votes "in person or by proxy" and references "a show of hands". The bylaws need to be amended to include a robust virtual meeting clause. This will allow for every Annual Meeting, General Meeting and Special Meeting to be able to be conducted as a virtual or electronic meeting as well as providing the ability for members to be able to vote in this format as well.

After consultation with a governance lawyer, we were instructed to add the following clause to the bylaws. This proposed bylaw change meets the conditions of the Societies Act of Alberta. Specifically, the proposed changes are to add Article 3.10 to our bylaws which will be titled: Article 3.10 Virtual or Electronic Meetings

And the article will state:

If the Society chooses to make available telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the policies and procedures of the Society. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the policies and procedures of the Society, by means of any telephonic, electronic or other communication facility that the organization has made available for that purpose.

Andrew Bonvicini moved that the proposed bylaw addition Article 3.10 Virtual or Electronic Meetings, be approved.

Ken Gregory seconded the motion.

No questions or discussion.

Show of hands for all those in favour – 10 and 0 opposed.

Proxy votes for all those in favour – 11 and 0 opposed.

Motion was carried.

## **APPROVAL OF THE MINUTES OF LAST YEAR'S AGM**

Minutes of last year's AGM were sent out by email on November 19, 2020 and they are also displayed on the screen.

Andrew Bonvicini moved to approve the minutes of the 2019 AGM.

Ian Cameron seconded the motion.

No questions or discussion.

Show of hands for all those in favour – 10 and 0 opposed.

Motion was carried.

## **PRESENTATION OF THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT**

The unaudited Financial Statements for activities of Friends of Science ended December 31, 2019 were sent out by email on November 19, 2020 and they are also displayed on the screen.

We are grateful to Luigi Soprani for his review of our 2019 financial records which he found to be generally maintained in a meticulous manner and to be fairly stated.

Due to Covid restrictions and physical distancing, Andrew Bonvicini will present on behalf of Ian Cameron, our Treasurer, the summary of the 2019 Income and Expense as well as the Assets and Equity Position with comparisons to 2018 and 2017. (see attached)

- Donations were significantly lower in 2019, could be the economy or donor fatigue
- Our memberships increased after our No Climate Emergency – CLINTEL video went viral on YouTube with over 700,000 views
- Netted \$3000 on our sold-out annual event – Polar Bears and Solar Flares – partially due to increased ticket prices

- FEE FOR SERVICE is a new line item that captures when the society gets paid for things we have done for free in the past – intend to do more of this
- Expenses: Ran as lean and trimmed as much as we could due to less revenue
- Consulting fees up due to more hours needed
- Office expenses were higher due to our newsletter service \$500, ordering new trifold brochures and new cheques
- Social Media doubled due to adding Amanda to post to Instagram and assist with Twitter, as well as Facebook ads for the first half of the year and CC101 social media campaign
- Travel – Michelle went to Tucson for a conference
- Membership/Dues – Chamber of Commerce dues
- Merchandise – are purchasing and selling more merch – sold \$1600 in 2019
- 2019 Revenue was \$157,272 Total Expenses \$178,789 for a Net Income (Loss) of (\$21,517)
- Total Assets: \$93,885, Total Liabilities: \$4699 for accounts payable, Total Equity \$89,186
- Total Liabilities and Equity are \$93,885

Andrew Bonvicini then moved that the 2019 Financial Statements be accepted.  
Ilan Cameron seconded the motion.

No questions or discussion.

Show of hands for all those in favour – 10 and 0 opposed.

Proxy votes for all those in favour – 11 and 0 opposed.

Motion was carried.

## **APPOINTMENT OF AUDITOR**

According to the Society's bylaws the society is empowered to nominate a Society member to review the financial statements prepared by our treasurer. This should be a member-at-large who does not sit on the Board.

Brian Bass moved to appoint Luigi Soprani to act as reviewer of the Friends of Science Society's financial statements for the ensuing year.

Ken Gregory seconded the motion.

No questions or discussion.

Show of hands for all those in favour – 10 and 0 opposed.

Proxy votes for all those in favour – 10 with 1 withheld and 0 opposed.

Motion was carried.

## **ELECTION OF DIRECTORS**

The Chairman made a call for nominations.

Rob Pearce nominated:

Ilan Cameron, Edith Wenzel, Warren Blair, Ken Gregory, Andrew Bonvicini, Ernie Dutchak and Brian Bass, Ron Davison and Jim Hunter as Directors of the Society.

No further nominations.

Kim Davis moved that the individuals nominated be elected Directors of Friends of Science Society, to hold office until the next Annual Meeting of the Society.

Darrell Demick seconded the motion.

No questions or discussion.

Show of hands for all those in favour – 10 and 0 opposed.  
Proxy votes for all those in favour – 10 with 1 withheld and 0 opposed.

Motion was carried.

## **APPOINTMENT OF OFFICERS**

The first duty of the elected board is to meet to appoint the officers of the society. Prior to this meeting, the newly elected directors have discussed who should be officers and barring any changes from this evening the board has requested that all three positions be filled by the previous officers. I am glad to announce Ian Cameron has volunteered to continue as Treasurer for 2019, Brian Bass has also volunteered to stay on as Vice President and Andrew Bonvicini has volunteered to remain as President of the Society.

## **PRESIDENTS REPORT**

Andrew Bonvicini gave his presidential report.

- 2020 has been a very challenging year with physical distancing guidelines cancelling our spring event, forcing our board to meet online and almost jeopardizing this AGM
- Executed our first online speakers evening with plans to do more in the future
- Climate Science has been politicized, the alarmists have been repeating their mistruths for 25 years, we need to keep fighting to undo the damage and demand open civil debate, evidence-based analysis and cost-benefit reviews of climate related policy
- Please join us. Get involved. We need your help.

## **OTHER BUSINESS AND TERMINATION**

The Chairman called for any further business to be brought before the meeting.

No further business.

Warren Blair moved that the meeting be terminated.  
Ernie Dutchak seconded the motion.

The meeting was declared terminated at 7:40pm.

**Friends of Science  
Income Statement  
As of December 31, 2019  
(Three Year Comparison)**

	<b>2019</b>	<b>2018</b>	<b>2017</b>
<b>Revenue</b>			
General Donations	\$96,219.54	\$153,806.02	\$146,831.37
Event Sponsorship	\$15,000.00	\$18,500.00	\$15,500.00
Membership Fees	\$20,210.00	\$13,020.00	\$12,180.00
Events Ticket Receipts	\$23,278.33	\$19,917.49	\$15,135.00
Speaker Honorariums	\$100.00	\$1,000.00	\$445.00
Merchandise	\$1,664.25	\$1,181.35	\$0.00
Fee for Service	\$800.00	-	-
<b>Total Revenue</b>	<b>\$157,272.12</b>	<b>\$207,424.86</b>	<b>\$190,091.37</b>
<b>Expenses</b>			
Legal Fees	\$0.00	\$0.00	\$0.00
<b><u>Administration Costs:</u></b>			
Consulting Fees (Admin & Communications)	\$99,688.25	\$87,005.00	\$85,740.00
Insurance (D&O and General Liability)	\$1,950.00	\$2,050.00	\$2,150.00
Office Expenses (Phone, Postage, Stationary)	\$2,017.02	\$1,171.27	\$566.61
Meeting Costs	<u>\$264.79</u>	<u>\$249.78</u>	<u>\$259.47</u>
<b>Total Admin Costs =</b>	<b>\$103,920.06</b>	<b>\$90,476.05</b>	<b>\$88,716.08</b>
<b><u>Media Costs:</u></b>			
Press Releases	\$6,076.80	\$10,633.05	\$10,950.01
Advertising	\$0.00	\$45,107.34	\$14,299.37
Video Editing	\$21,244.88	\$21,958.13	\$10,473.75
Social Media	\$11,754.00	\$5,984.59	\$5,736.54
Reproduction / Video props / Design / Clip Art	<u>\$205.14</u>	<u>\$976.43</u>	<u>\$1,309.56</u>
<b>Total Media Costs =</b>	<b>\$39,280.82</b>	<b>\$84,659.54</b>	<b>\$42,769.23</b>
Website / Webhosting & IT Services	\$1,835.48	\$2,402.27	\$158.34
Annual Event	\$26,789.28	\$28,833.78	\$16,956.03
Other Events Costs	\$0.00	\$1,940.48	\$0.00
Bank / Paypal / Elavon Charges	\$1,652.56	\$1,427.72	\$1,849.10
PST	\$2.10	\$182.96	\$246.09
Travel/Conferences/Meals	\$2,910.79	\$3,482.05	\$337.31
Membership/Dues	\$1,048.42	\$168.00	\$2,781.45
Research Materials	\$491.28	\$405.98	\$0.00
Merchandise	\$858.44	\$139.22	
<b>Total Expenses</b>	<b>\$178,789.23</b>	<b>\$214,118.05</b>	<b>\$153,813.63</b>
<b>Net Income</b>	<b>(\$21,517.11)</b>	<b>(\$6,693.18)</b>	<b>\$36,277.74</b>

**Friends of Science  
Balance Sheet  
As of December 31, 2019  
(Three Year Comparison)**

	2019	2018	2017
<b><u>Current Assets</u></b>			
Chequing-Savings, Bank of Montreal	\$88,821.03	\$105,490.45	\$114,062.89
Paypal Receivable	\$3,064.19	\$5,293.27	\$2,905.41
Elavon Receivable	\$0.00	\$0.00	\$0.00
Accounts Receivable	\$2,000.00	\$5,790.00	\$3,980.00
<b>Total Assets</b>	<b>\$93,885.22</b>	<b>\$116,573.72</b>	<b>\$120,948.30</b>
 <b><u>Current liabilities</u></b>			
Accounts Payable	\$4,699.18	\$5,870.57	\$3,551.97
<b>Total Liability</b>	<b>\$4,699.18</b>	<b>\$5,870.57</b>	<b>\$3,551.97</b>
 <b><u>Equity</u></b>			
Opening Equity	\$110,703.15	\$117,396.33	\$81,118.59
Current Earnings	(\$21,517.11)	(\$6,693.18)	\$36,277.74
<b>Total Equity</b>	<b>\$89,186.04</b>	<b>\$110,703.15</b>	<b>\$117,396.33</b>
 <b>Liabilities and Equity</b>	 <b>\$93,885.22</b>	 <b>\$116,573.72</b>	 <b>\$120,948.30</b>