

# Constitution and Bylaws of the East Valley Astronomy Club, Inc.

Adopted June 1995 and amended August 2005

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## Article I: Name of the Organization

The name of this organization shall be the East Valley Astronomy Club, Inc. In these bylaws, the acronym "EVAC" shall stand for the East Valley Astronomy Club, Inc.

## Article II: Purpose of the Organization

The purpose of this organization shall be to further the education of its members and the public in astronomy and related physical sciences by:

- A. Conducting public lecture programs, public field seminars in astronomical observing practice, and public instruction in astronomical telescope construction;
- B. Promoting fellowship among and providing the means for exchanging scientific information between individuals having a common interest in astronomy;
- C. Promoting organized scientific research and related activities among its members;
- D. Developing and maintaining a free lending library of scientific information and educational material for the use of its members. All items purchased by the club, and under the supervision of the Properties Director, shall be made available for use by its members. The Properties Director shall also oversee the mechanism for lending and maintaining such equipment.

## Article III: Business Activities of the Organization

This organization is one that does not contemplate financial gain or profit to the members thereof and is organized solely for nonprofit purposes. The following issues of the organization shall be by consent of a majority of the voting members in attendance at any general or special meeting held to vote upon the matter:

- A. Acquiring or disposing of right, title, or interest in property with a valuation in excess of \$250.00;
- B. Incurring financial obligations in excess of the organization's capacity to pay from current dues or yearly revenues, or from accumulated surplus reserves that are left over from previous years;

C. Amending, adopting or repealing the articles of the Constitution and Bylaws;

D. Dissolution of the organization when such action is taken and after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation that is organized exclusively for educational and/or scientific purposes and which has established its tax-exempt status.

#### Article IV: Membership

A. Membership in the organization:

1. Any person who is willing to subscribe to the articles of the Constitution and Bylaws of this organization shall be qualified for membership subject to the governing bylaws and conditions specified therein.
2. There shall be no limit to the total number of members.

B. Application for members.

1. Application for membership shall be made to the Treasurer.
2. No application will be accepted unless accompanied by all dues applicable.

C. Classification of membership.

1. Classification of membership shall be:  
Classification / Dues / Voting Privileges  
Regular / Current annual dues / Yes  
Lifetime / Current annual dues x10\* / Yes  
Charter / Current annual dues / Yes  
Honorary / None / No

*\*paid at one time only*

2. Special and Honorary Memberships are as follows:

Charter: Special recognition of all members present and accounted for at the first general meeting upon the club's formation in 1987, which shall consist of inclusion in a published list of charter members, and the authority to cite said status in club literature or name badges.

Honorary: By approval of a majority of the membership in attendance at any general or special meeting held to vote upon the matter, a person or organization that has made an outstanding contribution to the science of astronomy (or related fields) or to the organization may be awarded an honorary membership; a classification that provides for recognition and club benefits, but with restricted services and privileges as a member.

Honorary members shall have their names included in a published list.

3. Members-in-good-standing shall be any individual accepted for membership and whose dues have been paid for the current year.

## Article V: Form of Government

### A. Form of Government:

The government of this organization shall be invested in an Executive Panel, a Board of Directors, and a General Assembly of all members with respective powers as defined in the Constitution and Bylaws.

1. The Executive Panel shall consist of the Executive Officers and the Administrative Officers.
2. The Board of Directors shall consist of five (5) members in good standing.
3. Four (4) executive officers, at least two (2) administrative officers, along with at least two (2) members from the Board of Directors (selected by said Board of Directors), shall be in charge of the supervision and conduct of all business of this organization, to raise funds in any manner not inconsistent with policy established in the bylaws, to recommend amendments to this constitution, and perform all other functions, incident to the proper conduct of this organization.
4. The General Assembly shall consist of all members whose dues are paid for the fiscal period, or prorated portion thereof, regardless of their membership classification, with the exception of honorary members. The body shall be presided over by the President and shall have invested in it the power to amend this constitution, to establish the amount of dues and monetary policy of the organization, and to approve or disapprove by simple majority of members in attendance at the meeting upon which the issue in question is voted upon, the actions of the Board of Directors.

### B. Executive Officers

#### 1. Executive Officers:

The four (4) elected executive officers of this organization shall be:

President  
Vice-President  
Secretary  
Treasurer

### C. Administrative Officers

#### 1. Administrative Officers:

The five (5) administrative offices of this organization shall be:

Properties Director  
Events Coordinator  
Newsletter Editor  
Webmaster  
Observatory Manager

The administrative officer positions are not subject to the term limits imposed on the Executive Officers and the Board of Directors. These positions are appointed by a majority vote of the governing body. Each position carries an annual commitment, and may be occupied by the same individual for any number of years.

D. Board of Directors:

1. A body of five (5) Board Members shall be elected in accordance with the Constitution and Bylaws.

E. Observatory Manager:

1. The Observatory Manager will be voted in at the November elections and carry no term limit.
2. The Observatory Manager will be picked by the President and ratified by the Board of Directors.

F. Executive Officers and Board Members -Tenure of Office and Elections

1. Qualifications:

They shall be members-in-good-standing.

2. Period of office:

Officers and Board Members shall serve a period of one (1) year and/or until their successors are elected. No member shall be eligible for more than two (2) consecutive terms in the same office.

3. Nominations:

Nominations for Officer or Board positions shall be opened at the October general meeting and shall be publicized in the club newsletter and on the club website prior to the November general meeting. Nominations will be closed with the start of elections at the November general meeting.

Any member may nominate another member-in-good-standing for office, provided prior consent of the nominee has been given. The Secretary and/or Treasurer shall validate qualification of the nominees.

4. Elections:

Officers and Board Members shall be elected by a simple majority of the General Assembly present at the November general meeting. Voting will be done by secret ballot. Single nominees for office may be affirmed to the position by a majority "yes" vote taken by a show of hands. All ballots, if any, shall be saved until the installation of officers at the January general meeting, and a committee of volunteers will do the ballot counting. In the case of a tie, a special run-off election at the December general meeting shall determine the election.

The position of any Officer or Board Member who is absent from three (3) successive, or six (6) total annual, general meetings and/or board meetings shall be automatically declared vacant unless the Board excuses such absences.

A vacancy occurring in any office shall be filled by a majority vote of the members present at the next general meeting. Notice of such election shall be presented to the membership at least one week prior to the special election by way of e-mail and website publication.

A special officer may be appointed by the Board of Directors for a specific task, subject to approval by the General Assembly. Such special officer may be appointed for any task of special interest to the organization. Their term of office shall be for a specified time, in no case to exceed one year.

5. Duties of the Officers:

a. Duties of the President shall be:

The President will ensure that the other officers of the organization conduct their offices properly. S/he will also provide the leadership necessary to maintain a smooth-running organization.

S/he will preside at all general meetings of the General Assembly and the Board of Directors. Pursuant to these duties, s/he shall be responsible for finding a suitable meeting place whether for General or Special Meetings.

At a Board of Directors Meeting, s/he shall vote only for the purpose of casting a deciding vote in case of a tie.

S/he will propose club policies and goals to be approved and implemented by the Board of Directors. S/he will be one of two (2) officers (the other being the Treasurer) with check signing duties and privileges. Committee chairmen will be accountable to the President. S/he shall, with the Treasurer and/or the Secretary (as appropriate), and under the authorization of the Board of Directors, execute all legal documents In the name of the organization.

b. Duties of the Vice President shall be:

The Vice President shall serve in the President's place, in the event the President is absent or unable to serve for any reason.

S/he will be in charge of club programs and both general club publicity and program publicity. S/he will be the one to whom other board members report the lines of communications between the President and the Board.

S/he shall serve as chairman of the program and activities committee and shall, in the execution of this duty, be responsible for coordinating and scheduling the general meetings and the program agenda.

c. Duties of the Secretary shall be:

The Secretary will be custodian of all official documents and records of the organization, and shall, with the President when properly authorized, execute all legal documents in the name of the organization, and shall perform other duties delegated to her/him:

S/he shall record the minutes of all meetings of the General Assembly and the Board of Directors and shall, at the direction of the President, read back all pertinent minutes of all meetings of the General Assembly and Board of Directors occurring from the time of the last regular business meeting.

S/he will be official correspondent with other clubs, organizations, etc. S/he will be responsible, or appoint responsibility for, the publication of the club newsletter.

d. Duties of the Treasurer shall be:

The Treasurer will be responsible for presenting a proposed budget by the January meeting; will be in charge of ways and means; will handle club capital, checking account and may sign checks; will collect membership dues, process subscriptions and provide an official membership list for publication; will be in charge of membership application forms and club information sheets. The Treasurer will provide income and expense data to the President whenever requested, or at least three times during the year.

e. Duties of the Properties Director shall be:

The Properties Director will be in charge of all properties including the club library and club instruments.

f. Other:

All Officers who serve as Administrative Officers, Directors, Committee Chairmen, or Committee Members shall be required to attend all appropriate meetings when scheduled by the organization. When unable to attend, a member may appoint another voting member to attend the meeting in her/his place.

All Officers will have the authority to appoint Committee Chairmen as they deem necessary to delegate those responsibilities they so choose to delegate. All Committee Chairmen will have the authority and power to select Committee Members.

Special committees may be formed from time to time to accomplish specific tasks.

Such special committees may be formed by the action of the President or the Board of Directors, or by a motion from the membership at a general meeting.

Such committees shall be dissolved upon completion of the assigned task or upon a motion from the membership. The Chairperson and the members of any standing or special committee may have their appointments revoked by the Board of Directors for proper cause.

#### Article VI: Expulsion of Members and Impeachment of Elected Officers

A. A member may be dropped from the East Valley Astronomy Club, Inc. for non-payment of dues.

A member may be expelled from the East Valley Astronomy Club, Inc. for any of the following reasons:

Willful misuse of organization property.

Willful disregard for her/his own safety or the safety of others while on organization sponsored activities.

Conduct detrimental to the East Valley Astronomy Club, Inc.

B. Any member subject to expulsion will be granted a hearing before the Board of Directors prior to such expulsion. Failure of the member to attend the hearing (without having been excused by a majority of the Board of Directors in their sole discretion) shall be grounds for automatic expulsion without any further rights to a hearing.

C. Elected Officers, Committee Chairmen, and all special officers may be impeached and removed from office for any of the above reasons or for misconduct or neglect of duty while in office.

1. Any Officer subject to impeachment will be granted a hearing before the executive committee but impeachment and removal from office can only be made by a two-thirds (2/3) vote of the General Assembly then in attendance at the meeting at which such vote is taken.

#### Article VII: Meetings

A. General meetings shall be held once every month.

B. Board of Directors shall meet at least once every six (6) months, predicated upon the need to process club business.

C. Quorum and order of business:

The General Assembly shall establish their own rules of procedure except as provided for in the Constitution and Bylaws.

A minimum of five (5) voting members and three members of the Board of Directors are required to conduct business.

Election of officers, an amendment to this Constitution, or a matter of expulsion or impeachment will be given priority over all other orders of business.

Any matter requiring a vote carried over into a subsequent meeting will receive priority of business at that meeting.

#### Article VIII: Moneys and Properties

A. Moneys

1. Moneys will be kept in an account or accounts accessible by only two (2) signers:

a. The President and

b. Treasurer

2. The Treasurer shall be responsible for keeping these moneys in an account and shall make periodic reports of account balances.

3. All moneys will be used in accordance with Article II.

4. All expenditures in excess of \$750.00 will require the signatures of both the President and the Treasurer.

B. Dues.

1. A schedule of annual dues prepared by the Treasurer and accepted by the Board of Directors shall be attached to this Constitution. This schedule will be reviewed for possible revision at the end of each fiscal year by the Treasurer, or at any other time that is deemed necessary by the Board of Directors or a majority of the General Assembly.

2. Annual dues shall become due and payable at the beginning of the fiscal year. New members joining at other times will be charged on a prorated basis based on the quarter the application is accepted as shown:

Fiscal Quarter Percent Payable

First 100%

Second 75%

Third 50%

Fourth 125%\*

*\*Includes the current fourth quarter plus the following year.*

3. Any member whose dues are delinquent for more than ninety days shall be automatically terminated from membership.
  4. Any dues in excess of the regular membership fee shall constitute an optional contribution in support of the activities of the East Valley Astronomy Club, Inc.
  5. Board Members and Officers are not required to pay annual dues during any year in which they hold office.
- C. Properties.
1. All properties will be acquired and maintained for the benefit of the majority of the membership.
- D. Gifts.
1. Gifts shall be used at the discretion of the organization unless its donor has designated a specific purpose for the gift.

Article IX: Library and Publications

- A. The East Valley Astronomy Club, Inc. shall, if possible, maintain a file of charts, books, photographs, organizational reports, newsletters, special reports, and technical publications.
- B. There shall be issued monthly, a general newsletter that shall be prepared under the direction of the Newsletter Coordinator and Newsletter Editor.

Article X: Amendments

- A. Proposed amendments to the Constitution and Bylaws must be submitted to the General Assembly in writing and, prior to submission, be signed by one-fourth (1/4) of the voting members then in attendance at the meeting in which the proposed amendment(s) is submitted.
- B. This Constitution shall be amended only by consent of a majority of the voting membership at a regular general meeting. Any amendment so passed shall take effect immediately unless otherwise stated in the amendment.
- C. Copies of approved amendments or a corrected copy of the Bylaws and Constitution shall be printed and distributed to all members requesting them.

Article XI: Club Emblem and Motto

- A. The official emblem of the East Valley Astronomy Club, Inc. was designed on July 15, 1987 by Paul Bingham, and shall consist of a circular design as shown below:

