

# **Rappahannock Astronomy Club Bylaws**

## **Article I: Organization and Purpose**

### **Section 1—Name of the Organization**

The name of this organization shall be Rappahannock Astronomy Club. In these Bylaws, the acronym “RAC” shall stand for Rappahannock Astronomy Club.

### **Section 2—Purpose of the Organization**

a. RAC is a non-profit organization promoting astronomy and related space sciences as a hobby for people of all ages. Its goals are to bring people together who have a common interest in astronomy, promote public education, observe the night sky, advance knowledge by assisting amateur astronomers to contribute to scientific observation, and share knowledge of astronomy-related topics among all RAC members. RAC also seeks to promote the education of its members, as well as the general public, on astronomy, the need for dark skies, and light pollution issues as they affect our environment.

b. If RAC should dissolve, all assets will be distributed to one or more regularly organized and tax exempt charitable, educational, or scientific organizations to be selected by vote of the members at the time of dissolution.

## **Article II: Membership**

### **Section 1—Eligibility**

a. RAC actively seeks new members at all levels of experience, from novice to professional observers. All persons interested in RAC shall be eligible for membership. Persons under the age of 18 must have permission of a parent or legal guardian to join RAC.

b. A person becomes a member by written application to any RAC officer and payment of the requisite dues. A *member* is defined as a person who has submitted an application and whose dues are paid. Membership is valid for the calendar year and is renewed through the payment of dues and update of application information.

### **Section 2—Dues**

a. Dues shall cover anticipated RAC operating expenses, including promotional costs, such as complementary newsletters, flyers, and public programs. Upon vote, dues may be applied to the purchase of astronomy equipment, publications, and any other items for the general use of RAC members.

b. Annual dues for membership shall be sufficient to cover the costs of operating RAC. RAC shall, by vote, determine the amount of dues. RAC shall determine the current budget and

membership dues in the last quarter of the year. Any change shall take effect in the following year. RAC shall record its current membership and dues as a club policy and advertise them to the public in RAC information (RAC Newsletter and/or Website). Dues are payable at the January General Meeting. A 3-month grace period is allowed for renewal. For new members, dues will be prorated to the next higher dollar for the remaining months of the year.

c. The cost of special events will be determined separately and will be divided among those participating. Any expense to be debited from RAC's account balance must be approved by the Executive Council if it is \$100 or less. If the expense is greater than \$100, it must be approved by a vote of members at a General Meeting having a quorum as described in Section 3—Voting.

### **Section 3—Voting**

a. General Meetings: RAC members present at a General Meeting shall constitute a quorum and shall be eligible to vote on any issue. Except where these Bylaws require 2/3 vote, a simple majority vote by show of hands of members represented at the General Meeting shall carry all motions.

For a given ballot and for the offices of President, Vice President, Secretary, and Treasurer, RAC members may cast only one vote for each office.

Officers shall be elected by a simple majority of the votes cast by the members present at the November General Meeting. Proxy voting or absentee voting may be permitted at the discretion of the RAC President, provided the list of officer nominees is distributed to the membership at least 28 days prior to elections.

b. Executive Council Meetings: The RAC members serving on the Executive Council who are actually present shall constitute a quorum for a meeting of the Executive Council.

c. Initiatives, Modifications, Veto, and Recall by the membership: The membership may initiate a vote on any matter other than Bylaws Amendments, modify or veto a decision by the Executive Council, or recall any officer by first presenting the President with a petition signed by 10 percent of members. Second, the petition must clearly spell out the reason for requesting a vote of the membership at the top of the petition form where it can be read by any member signing the petition. Third, upon verification of the petition signatures, a vote shall be held at the General Meeting following an announcement at least 28 days prior to the vote. Passage of an initiative, modification, veto, or recall effort by the membership shall require a 2/3 vote of all members present at a General Meeting. Fourth, a 2/3 vote of the membership shall supersede any decision of the Executive Council.

## **Article III: Officers, Elections, & Procedures**

### **Section 1—Executive Council of RAC:**

a. The Executive Council of RAC consists of four (4) Officers (President, Vice President, Secretary, and Treasurer) elected by simple majority vote of the membership, as well as up to

four (4) Members at Large appointed by the President. Elected and appointed Members of the Executive Council shall hold office for a term of up to 1 year or until their successors are elected or appointed. Terms of officers shall run from January to December.

b. The Executive Council should meet at least once annually or more frequently if the President or a 2/3 majority of the Executive Council members calls an Executive Council Meeting. Unless otherwise stipulated in the Bylaws, a simple majority will be sufficient to pass business matters before the Council. Elected Members of the Executive Council shall be permitted to run for re-election to any particular office on an annual basis with no implied or required total term limitation. However, Members at Large serve only at the pleasure of the President.

## **Section 2—General Powers of the Executive Council:**

The duties of the Executive Council shall include: preparing and proposing the annual budget and membership dues; conducting an annual review of the Bylaws and other RAC documents so they are kept up-to-date and consistent; providing general guidance for RAC development, community outreach, and local publicity; and helping the RAC Officers by providing long-range policy and program planning on astronomy topics, as well as dark skies and light pollution issues as they affect our environment.

## **Section 3—Powers and Duties of Officers:**

a. President: The President is the Chief Executive Officer of RAC. The President is the primary point of contact for interviews relating to all publicity matters. The President presides over all General Meetings, calls the Executive Council into session, and chairs the Executive Council. The President shall develop or coordinate all program presentations at the General Meetings. The President shall have the power to form or abolish Standing Committees, create or abolish other positions, and make all appointments to these committees and positions as needed to conduct RAC business. The President shall be a member ex-officio of all committees with the exception of any ad hoc Nominating Committee. He/She may appoint a Parliamentarian for any General Meeting if there is a recognized need. The President is responsible for overseeing the performance of his/her appointees. The President, at his/her discretion, may delegate some of his/her authority. In the absence of the Vice-President, the President shall appoint another person to coordinate all RAC observing sessions. In the absence of the Secretary, the President shall appoint another person to take Minutes of General or Executive Council Meetings. The President shall be authorized to sign checks on behalf of RAC for any expenses up to \$100 in accordance with Article II, Section 2, paragraph c.

b. Vice-President: The Vice-President is designated as RAC's Observing Director and, as such, shall organize, schedule, and coordinate all RAC observing sessions throughout the year, as well as social gatherings. The Vice-President shall be the prime contact point and liaison with other astronomy clubs as needed. The Vice-President, or his designee, shall also coordinate RAC property to ensure all RAC observing equipment is accounted for and available to RAC members on an as-needed basis. The Vice-President shall also be permitted to hold an Appointed Member at Large position if the President agrees. In the event the President is unable to fulfill his/her duties, the Vice-President shall assume the duties of the President. It shall also be the duty of the

Vice-President to provide thank you correspondence to all speakers as well as to acknowledge and thank contributors of any and all donations to RAC.

c. Secretary: At the direction of the presiding officer, the Secretary shall keep and maintain the minutes of Executive Council Meetings and General Meetings and, at the direction of the presiding officer, correspond with other organizations and individuals.

d. Treasurer: The Treasurer shall receive all funds and maintain complete and current financial records for RAC. The Treasurer shall be authorized to sign checks on behalf of RAC for any expenses up to \$100 in accordance with Article II, Section 2, paragraph c. If an expense item exceeds \$100, the Treasurer shall first obtain approval by a simple majority of the RAC membership. The Treasurer shall maintain complete and current records of members, including an up-to-date email, telephone, and address list. The Treasurer shall notify members 28 days prior to expiration of their membership. The Treasurer shall give a written annual report and other reports of financial status, either orally or in writing, at each General Meeting and as otherwise required by the Executive Council. The Treasurer shall provide the President with a copy of the monthly bank statement at the General Meeting when giving his report. The Treasurer may appoint assistants to serve at his/her discretion.

e. Members at Large: The number of Members at Large, appointed by the President shall not exceed four (4) members and shall be confirmed by a simple majority vote of the General Membership at the December General Meeting. These Members at Large shall, for example, serve RAC in such areas as Newsletter Editor, Librarian, Historian, Webmaster, and Public Outreach and Education. Members at Large will be appointed by the president-elect after the annual election of the new President at the November General Meeting or anytime as needed and shall be confirmed by the membership at the December General Meeting or upon appointment.

#### **Section 4—General Elections:**

a. At the October General Meeting, the President shall announce to the membership that elections for Officers will occur at the November General Meeting. At the October General Meeting, any member interested in a particular RAC office shall declare his or her candidacy for that office.

b. The RAC Officers shall be elected annually at the November General Meeting. At the October General Meeting prior to the election, the nominees' names shall be announced. Any individual who is a member may run for office.

c. While not encouraged or desired, due to the small size of RAC, a member may simultaneously hold two or more elected or appointed positions on the Executive Council if necessary and shall have votes based on the number of positions held. After the election in November, the newly elected Officers shall be introduced to the membership. Newly elected Officers shall take office on the first day of January following their election at the November General Meeting.

## **Section 5—Vacancies on the Executive Council:**

In the event an elected office is not filled or is vacated, the remaining Members of the Executive Council may, by majority vote, appoint a member to fill that office until a successor is elected by the membership. Any Executive Council member who vacates his/her office before the end of his/her term may vote on the appointment of his/her replacement. If by reason of death, resignation, or otherwise, RAC has no Executive Council members in office, any member may call a special meeting of the membership for the purposes of electing members of the Executive Council.

## **Section 6—Removal of Members and Officers:**

a. Causes: Any member or Officer may be dropped or expelled from RAC for any of the following reasons:

1. Willful misuse of RAC property.
2. Willful disregard for his/her own safety or the safety of others while participating in RAC-sponsored activities or events.
3. Any conduct detrimental to RAC and constituting malfeasance or nonfeasance.

b. Removal of Members: By a 2/3 vote of the Executive Council, any member may be removed from membership in RAC. Before the Executive Council takes a final vote to remove a member, the Executive Council shall follow the guidelines set up in the Disciplinary Procedures Chapter(s) of the latest edition of Robert's Rules of Order, and the Council shall send a written letter announcing the vote to the member in question at least 10 days prior to the final vote.

c. Removal of Officers: By a 2/3 vote, the Executive Council, following the guidelines in the Disciplinary Procedures Chapter(s) of the latest edition of Robert's Rules of Order, may remove one of its own members from office. Prior to the final vote for removal, the Executive Council may, by a 2/3 vote, suspend the voting privileges and powers of office of the member in question. This suspension period shall not exceed 30 days and by the end of this period, the Executive Council must, by a 2/3 vote, remove the member in question from the Executive Council or the member in question shall be restored to full voting status and to his/her original office on the Executive Council. Before the Executive Council takes a final vote to remove the member in question from the Council, the remaining members of the Council shall send a written letter announcing the vote to the member in question at least 10 days prior to the final vote.

d. Removal of Appointees: By 2/3 vote of the Executive Council, any appointee may be removed from office. Appointees shall also be subject to dismissal at any time and for any reason by the President.

e. Appeals: If the Executive Council votes to remove an Officer or to expel a member, that person may appeal to the membership for reinstatement. A vote shall be taken in a General Meeting at least 28 days after an announcement to the membership. Reinstatement shall require

a 2/3 vote of the membership present at the meeting. In the interim, the vote of the Executive Council shall remain in effect.

### **Section 7—Nonpayment of Dues:**

Any member shall be automatically dropped from the RAC membership roles for dues 90 days or more in arrears. Membership will be reinstated upon payment of dues.

## **Article IV: Meetings**

### **Section 1—General Meetings:**

RAC shall meet monthly at a date and time approved by the membership. General Meetings shall be announced to the membership at least 28 days in advance.

### **Section 2—Rules:**

The latest edition of Robert's Rules of Order shall be the governing parliamentary law in all matters in which it applies, except as provided in these Bylaws.

### **Section 3—Amendments:**

Amendments to these Bylaws shall only be made upon a 2/3 vote of approval of the membership present at any General Meeting provided the requirements of Article II, Section 3, paragraph a, are met and with prior approval of the Executive Council. Notice of a proposed Bylaws Amendment vote shall be announced, and the text of the proposed amendment shall be provided to the membership at least 28 days prior to the vote.

### **Section 4—Special Meetings:**

Special Meetings may be called from time to time by the President and/or the Executive Council and announced to the membership.

### **Section 5—Motions:**

Any member of RAC may bring items of business before the Executive Council at any General or Executive Council Meeting.

### **Section 6—Sponsored Events:**

Because a key mission of RAC is public outreach and education, RAC, from time to time, schedules observing sessions, star parties, and other activities open to the public. The Executive Council shall ensure that sponsored events meet reasonable safety standards and that RAC is adequately protected against possible liability for accidents and incidents that could occur at public events. The policy of RAC is that neither members nor guests at any sponsored event shall behave in a manner that violates the law, endangers people or property, or results in harassment of any other attendees.

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Revision Date: 19 June 2019

Approved by RAC Executive Council Members on: 19 June 2019

Amended and Ratified by General Membership on: