

Rappahannock Astronomy Club Bylaws

Article I: Organization and Purpose

Section 1 -- Name of the Organization

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

Section 2 -- Purpose of the Organization

The RAC is a non-profit organization promoting astronomy and related space sciences as a hobby for people of all ages. Our goals are to bring people together having 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. The 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.

Article II: Membership

Section 1 -- Eligibility

The RAC actively seeks new Members at all levels of experience, from novice to professional observers. All persons and organizations interested in the RAC shall be eligible for membership. Persons under the age of 18 must have permission of a parent or legal guardian to join the RAC. A person becomes a member by written or verbal application to any club officer and payment of the requisite dues. Membership is valid for the calendar year and is renewed through the payment of dues.

Section 2 -- Dues

a. Dues shall cover anticipated club operating expenses, including promotional costs, such as complimentary 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 the RAC members.

b. Annual dues for membership shall be sufficient to cover the costs of operating the club. The RAC shall, by vote, determine the amount of dues commensurate with each class of membership (student, individual, family). The RAC shall determine the current budget, membership, classes and dues in the last quarter of the year. Any change shall take effect in the following year. The RAC shall record its current membership classes and dues as a club policy and advertise them to the public in Club information (RAC Newsletter and/or Website). Dues are payable at the

January meeting. A three 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 over \$100 to be debited from the club's account balance, other than standard operating expenses, must be approved by a vote of members at a regular business meeting having a quorum as described in [Section 3 -- Voting](#).

d. If the club 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 current members at the time of dissolution.

Section 3 -- Voting

a. General Meetings: The RAC Members present at a general meeting shall constitute a quorum and shall be eligible to vote on any issue, provided prior notice of the issues to be presented for vote is given at least 30 days in advance to all Members of the RAC. 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.

All Members of the Executive Council shall be elected by a simple majority of the votes cast by the Members present at the designated General Meetings in November and December. Proxy voting or absentee voting may be permitted at the discretion of the RAC President provided the list of officer nominees are distributed to the General Membership at least 30 days prior to elections.

b. Executive Council Meetings: The 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 General Membership: The General 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 ten percent of those Members with voting rights. Second, the petition must clearly spell out the reason for requesting a vote of the General 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 next General Meeting following an announcement at least 30 days prior to the vote. Passage of an initiative, modification, veto or recall effort by the General Membership shall require a 2/3 vote of all Members present at a General Meeting. Fourth, a 2/3 vote of the General Membership shall supersede any decision of the Executive Council.

Article III: Officers, Elections, & Procedures

Section 1 -- The Executive Council of the RAC:

a. The Executive Council of the RAC consists of four (4) elected Officers by simple majority vote of the General Membership (President, Vice President, Secretary, and Treasurer), 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 one year until their successors are elected or appointed.

b. The Executive Council should meet at least twice 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 most 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 Members shall include: preparing and proposing the annual budget and Membership dues; setting the agenda for the annual business meeting; annual review of the Bylaws so they are kept up-to-date and consistent, providing general guidance for club 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:

President:

The President is the Chief Executive Officer of the 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 and 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 RAC 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.

Vice-President:

The Vice-President is designated as the RAC 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 shall also coordinate RAC property to ensure all RAC observing equipment is accounted for and available only to dues paying 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 the RAC.

Secretary:

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

Treasurer:

The Treasurer shall receive all funds and maintain complete and current financial records for the RAC. The Treasurer shall be authorized to sign checks on behalf of the RAC for any expenses under \$100 at any time. If an expense item exceed \$100, the Treasurer shall first obtain prior approval, either by formal vote of a simple majority, or email acknowledgement from the other three elected Officers of the RAC. The Treasurer shall maintain complete and current records of all dues-paying Members including an up-to-date email and address list. The Treasurer shall notify all dues-paying Members at least 30 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 monthly meeting and as otherwise required by the Executive Council. The Treasurer may appoint assistants to serve at his/her discretion.

Members at Large:

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

Section 4 -- General Elections:

- a. At the October General Business Meeting, the President shall announce to the General Membership that elections for Officers will occur at the November General Meeting. At the October General Meeting, any Member interested in a particular office in the RAC shall declare his or her candidacy for that Office.
- b. The RAC Officers shall be elected annually at the November General Business Meeting. In October, the Nominees' names shall be announced publicly at the monthly meeting prior to the election meeting. Any individual who is a paid Member in good standing may run for office.
- c. While not encouraged or desired, due to the small size of the Club, 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 General Membership. Newly elected Officers of the Executive Council shall take office on the first day of January following their election at the November General Business Meeting.

Section 5 -- Vacancies on the Executive Council:

In the event of an elected office is not filled or is vacated, the remaining Members of the Executive Council may, by majority vote, appoint a Member in good standing to fill that office until the next annual General Business Meeting in November or until a successor is elected by the General Membership. Any Executive Council Member in good standing 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, the RAC has no Executive Council Members in office, any Member may call a special of the General Membership for the purposes of electing an Executive Council who shall then hold office until the next annual General Business Meeting in November and until their successors are elected by the General Membership.

Section 6 -- Removal of Members and Officers:

a. Causes:

Any Member or Officer may be dropped or expelled from the 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 the RAC and constituting malfeasance or nonfeasance.

b. Removal of Members:

By a 2/3 vote of all the Executive Council, any Member may be removed from the General Membership of the 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, Newly Revised, 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, newly Revised, 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 rights and powers of office of the Member in question. This suspension period shall not last for more than 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 General Membership for reinstatement. A vote shall be taken in a General Meeting at least 30 days after an announcement to the General Membership. Reinstatement shall require a 2/3 vote of the General 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 for dues 90 days or more in arrears.

Article IV: Meetings

Section 1 -- General Meetings:

The RAC shall meet monthly on the second Wednesday of each month at 7:00 PM or as determined by the Executive Council. General Meetings shall be announced to the General Membership at least 30 days in advance.

Each General Meeting will consist of:

1. Treasurer's report.
2. Old business (to include reports of officers and committees).
3. New business (to include planning of future activities).
4. Program (may include films, demonstrations, reports of research groups, etc.)
5. Group discussion.
6. Observation time (if clear).

Section 2 -- Rules:

The latest edition of Robert's Rules of Order, Newly Revised shall be the governing parliamentary law in all matters in which it applies, except as provided in these Bylaws and any Special Rules of Order by the RAC. Since general meeting times are limited and in order to maximize time for programs, presentations and membership participation, any business discussions will be limited as much as possible, to the first 30 minutes of the monthly general meeting.

Section 3 -- Amendments:

Amendments to these Bylaws shall only be made upon a 2/3 vote of approval of the General Membership present at any General Meeting provided the requirements of [Article II, Section 3a](#), 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 Members at least 30 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 General Membership.

Section 5 -- Motions:

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

Section 6 -- Sponsored Events:

Because the primary mission of the RAC is public outreach and education, the Club 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 the Club is adequately protected against possible liability for accidents and incidents that could occur at public events. The policy of the Club 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.

Revision Date: 12 April 2006

Approved by RAC Executive Council Members on: 10 May 2006

Amended and Ratified by General Membership on: 10 May 2006