

Longmont Astronomical Society

Constitution and By-Laws

PREAMBLE

We the undersigned, desiring to secure the pleasures and benefits of an association of persons interested in amateur astronomy, to promote the science of astronomy, to encourage and coordinate activities of amateur astronomical societies; to foster observational, computational work, craftsmanship in various fields of astronomy and to correlate amateur activities with professional research. Do hereby organize, constitute and name this association the LONGMONT ASTRONOMICAL SOCIETY, a not-for-profit organization.

The syntax of the constitution will follow the convention of he / she and person(s).

Hereafter, Longmont Astronomical Society shall be stated as "The Society".

This organization is organized exclusively for educational purposes with the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding section of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE I

Membership to The Society shall be granted to any person(s) with a sincere interest in astronomy. Member shall be defined as person(s) who has paid dues for the current year. A member shall be expelled from The Society by a two-thirds (2/3) vote of the membership after a show of due cause.

ARTICLE II

Regular meetings shall be held at the location and time by designated by the executive committee. The membership shall be notified at least one month in advance if any society business is to be conducted at the meeting.

ARTICLE III

There shall be an Executive Board of the Society consisting of a President, Vice President, Secretary/Treasurer, Astronomical League Correspondent, Newsletter Editor, and Webmaster/Information Technology Manager.

Article III, Section I

Duties of the members of the Executive Board shall be outlined below.

- A. PRESIDENT:** He / She shall preside over all regular meetings of The Society and the Executive Board. He / She shall call extra business meetings as required, temporarily fill vacancies and appoint committees not otherwise provided for in these By-Laws. He / She shall be ex-officio member of all committees and perform all other duties normally required by the office of President.
- B. VICE-PRESIDENT:** He / She shall preside in the absence, or the inability of the President to preside, or at the request of the President. He / She may be assigned additional duties, such as coordinating committee activities or serving as committee chairperson, etc. He / She shall also organize Astronomy Day activities.
- C. SECRETARY / TREASURER:** He / She shall keep the minutes of all monthly and Executive Board meetings. He / She shall maintain an up-to-date roster of the membership; correspond with other Astronomical Societies / individuals regarding club and / or astronomical information; to maintain The Society's files, listings and handbooks. He / She shall keep an accurate account of all financial transactions of The Society. To receive dues monies from the membership, to account for and bank receipts properly. He / She shall send new and renewal subscriptions to any publication to which the Society has group subscriptions. To pay any and all bills justly accrued by The Society and keep all books up-to-date and in order. The office of Secretary / Treasurer may be held separately or combined based on the majority vote of the membership.
- D. ASTRONOMICAL LEAGUE CORRESPONDENT (ALCOR):** He / She shall represent The Society with The Astronomical League. He / She shall, through a liaison with the Secretary / Treasurer, provide to The Astronomical League an updated roster of the membership and pay annual dues for each paid member of The Society. He / She shall insure that each paid member of The Society receives "The Reflector" (the newsletter put out by The Astronomical League). To maintain a notebook available to members of current observing certificates and other information available from The Astronomical League and order stated materials upon request of members in a timely manner.
- E. NEWSLETTER EDITOR:** He / She shall be responsible for the publication of The Society's monthly newsletter ("Journal"). He / She shall solicit and receive material for the newsletter by a reasonable deadline; said deadline is to be determined by the Editor. He / She shall be responsible for the distribution of said newsletter to those paid members absent from the regular meetings.
- F. Webmaster / Information Technology Manger:** He / She shall maintain The Society website and other information distribution systems. He / She shall keep content of website reasonably current and correct. He / She shall assure the proper operation and security of the website and other information distribution systems. He / She shall keep the information distribution up to date as possible with advances in technology.

ARTICLE III, SECTION II

The Terms of Office for Executive Board members shall be for one (1) year. Terms of office are from January through December.

ARTICLE III, SECTION III

Nominations for Executive Board members are to be held during the regular meeting in the month of November of each year. All eligible nominees shall be selected from the regular paid membership of The Society, including existing officers. Elections shall be held during a regular meeting in the month of January. Method of voting may be by acclamation if there is no objection. If there is objection by even one person, voting shall be by secret ballot. Election shall be by majority vote of those present at the meeting. The minimum members present shall be no less than 10. The election is not valid until it is certified by the Board of Directors. If the Board of Directors decides to not certify an election they must schedule a new election at the April meeting.

ARTICLE III, SECTION IV

Executive Board members shall be removed from their position after a show of due cause by a two-thirds (2/3) vote of the membership.

ARTICLE III, SECTION V

Vacancies occurring between elections shall be filled by special election at the regular meeting following the meeting in which the resignation or withdrawal is announced. Duties of the office meanwhile will reside with the President or his interim appointee, or otherwise at the discretion of the Executive Board.

ARTICLE IV

Committees and / or special appointments, such as the Society Web Master, Interpreter, Equipment Manager, Honorary Lifetime Members (those members who show major contributions to The Society over years of service, time given ,and achievements) will be made at the discretion of the Executive Board as deemed necessary for the proper functioning of The Society.

ARTICLE V

Dues are to be paid per fiscal year from January through December. Amount of the dues are determined by the membership as per quorum as defined in Article III, Section III of these By-Laws. Dues will be pro-rated as follows:

- A. Person(s) joining between January 1st and March 31st will be charged a full year dues payment.
- B. Person(s) joining between April 1st and June 30th will be charged three-fourths (3/4) of a full year dues payment.
- C. Person(s) joining between July 1st and September 30th will be charged one-half (1/2) of a full year dues payment.
- D. Person(s) joining between October 1st and December 31st will be charged one-fourth (1/4) of a full year dues payment.

ARTICLE V, SECTION I

Near the end of each fiscal year members will receive no more than two notices for payment of dues. If dues are not received by December 31st those members shall be removed from the paid-member roster. They may continue to end meetings, however the following will occur:

- A. The "Journal" will not be mailed.
- B. A member's dues to The Astronomical League will not be paid in that member's name; therefore will no longer receive "The Reflector".
- C. Members will not be allowed to subscribe or renew subscriptions to any publication The Society has group rates through. These members will need to pay the full subscription prices for these products.
- D. Members will not be allowed to use or sign-out any of The Society owned equipment or other property owned by The Society.

ARTICLE V, SECTION II

Annual dues are waived for the Executive Board members, or for persons named in Article IV, Section I of these By-Laws, or at the Discretion of the Executive Board.

ARTICLE VI

The following article was added by majority vote of the membership, effective June, 15, 1995:

Any Society member that borrows telescopes, equipment, literature or other property of The Society is solely responsible for the return or replacement of the items borrowed. In the event that the borrowed Society Property is lost or returned in a state of damage or ruin, the responsible member will be accountable for the price of repair or replacement of said equipment at the option

of the Executive Board. Upon determination that any Society member willingly refuses to return or replace borrowed Society property, the individual's membership to The Society will be immediately and permanently revoked and dues paid will be forfeited.

ARTICLE VII

The LONGMONT ASTRONOMICAL SOCIETY will not be held responsible for any losses, injury or theft incurred to any persons or property during any and all Society sponsored meetings or activities.

ARTICLE VIII

The following article was added by majority vote of the membership, effective January 20, 1994:

In the necessity of disbursement of club fund the maximum a single disbursement of the sum of \$50.00 to \$999 must be approved by consensus of the Executive Committee. Disbursements of \$1000.00 or more shall be approved by majority vote at a regular meeting of The Society. A due and reasonable explanation for the disbursement of said funds must be made by the Secretary / Treasurer, or by other Executive Board members.

ARTICLE IX

The following article was added by majority vote of the membership, effective June 15, 1995:

Upon dissolution of THE LONGMONT ASTRONOMICAL SOCIETY, the Executive Board shall, after paying or making the provision of payment of all outstanding Society debts and financial liabilities, dispose of all remaining assets of the Society. These assets are deemed to include all remaining fund in The Society treasury and all possessions that are solely under the ownership of The Society. Disbursement of all Society assets will be limited to an organization or organizations operated exclusively for charitable, educational or scientific purposes. The recipient organization shall qualify as a non-profit as defined under Section 501-C-3 of the United States Internal Revenue Service Code of 1954 (or equivalent). The Society dissolution will not be deemed complete until all Society assets are dispensed and the Executive Board is disbanded.

ARTICLE X

Amendments and Articles to this Constitution/By-Laws may be added or deleted by a two-thirds (2/3) vote of the membership present at any regular meeting provided that the members were informed in writing of the proposed Amendment(s)/Article(s) one month prior to the meeting at which the action is to be taken.

ARTICLE XI

Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed for one or more exempt purposes with the meaning of section 501 (c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The above Constitution/By-Laws have been re-organized, updated and amended to reflect recent changes in policy and procedure.

ARTICLE XII

Section I

There shall be a board of directors of the Longmont Astronomical Society consisting of the LAS President, the LAS Treasurer, and a Director-at-Large elected by the members.

Section II

The Directors shall have statutory and fiscal management responsibility over the affairs of the Society as defined by the laws of the State of Colorado. The Directors shall meet at least once per year. The method and manner of that meeting is at the discretion of the board of directors. Directors shall appoint a board member to serve as secretary of the board.

Section III

Election of the Director-at-Large shall be held during annual election meeting. Method of voting may be by acclamation if there is no objection. If there is objection by even one person present, voting shall be by secret ballot. Election shall be by majority vote of those present at the meeting. The term of the Director-at-Large shall be for one year. The Director-at-Large must be a regular member of the society.

Section IV

Directors such as the President and Treasurer shall be removed by the process specified in Article III, Section IV. The Director at Large shall be removed from office in the event that his/her membership in the Society is revoked.