

SANGAMON ASTRONOMICAL SOCIETY

BYLAWS

(Adopted: 12-20-07)

ARTICLE I

(Name)

The name of the organization is **SANGAMON ASTRONOMICAL SOCIETY**.

ARTICLE II

(Objective)

The purposes for which the corporation is organized are:

- ! to promote the science of astronomy,
- ! to provide educational opportunities for students, and the general public, to observe the night sky and learn about amateur astronomy,
- ! to share knowledge and information among amateur astronomers in the community,
- ! to provide educational opportunities for people to increase their skills in observational astronomy to a research level .

To these purposes, the goal of the corporation is to construct an observatory and observing ground and to receive tax exempt status so that corporate funding and private donations may be obtained. Members efforts to obtain these goals shall be strictly volunteered.

ARTICLE III

(Membership)

A. An Individual may become a member by completing a membership application form and mailing or delivering the application to any officer or member of the Board of Directors.

B. Individual membership is available to any person submitting a completed application who is at least 18 year of age.

C. Annual membership dues shall be set by a majority of the membership voting at a regular meeting or a special meeting called for that purpose. Upon payment of dues, a member is considered in good standing.

D. Membership privileges shall include: Attendance at meetings, voting on issues regarding the purpose, business and activities , access to the SAS web site message billboard, and use of society property and equipment subject to restrictions placed by the Board of Directors. Membership includes responsibilities to the Society to conduct oneself in a manner that is respectful to other members and to the public at events sponsored by the Society and that does not harm the Society's equipment or reputation in the community. A breach of this responsibility may lead to expulsion from membership.

E. All members in good standing are encouraged to periodically present an educational talk or workshop to the membership at regularly scheduled meetings or at public and/or private events. Members are additionally encouraged to seek out members of the community who are willing to give a presentation to the members at regularly scheduled meetings as well as public and private events.

ARTICLE IV

(Meetings)

A. At this date, meetings are held at 7:00PM on the third Thursday of each month. The Board of Directors will determine the location of the meetings or may delegate the decision to the Events and Meetings Committee. Members will be notified of meeting locations and times by the Secretary's Internet Communications System and by members accessing the organization's web site at www.sas-sky.org.

B. Special meetings may be called at any time by the President or two or more members of the Board of Directors. Notice of a special meeting shall be given to the members by the Secretary by email or other communication channels at least 48 hours prior to such meeting.

C. For the purpose of transacting business at regular or special meetings, exclusive of meetings of the Board of Directors, the number nearest to ten (10) percent of the Society's current total voting members shall constitute a quorum. For these purposes, transaction of business shall be defined as any business requiring a vote. Society issues requiring a vote of the membership, outside the regular meeting date may be electronically transmitted to the members. Voting may be made electronically to the secretary of the organization at the societies email address SAS_SKY@HOTMAIL.COM.

D. In order for action to be taken at quorum meetings, there shall be a motion, a second to the motion, and a vote in favor or against by a simple majority of the quorum present.

E. Meetings shall be held with or without a quorum.

F. Non quorum meetings may be held for planning and presentation of programs, observing sessions, collection of dues, and other activities that would not normally require membership vote for action.

G. The Meetings and Events Committee will develop an agenda for all regular monthly meetings and will publish the agenda in advance of the meeting. Reports from the Treasurer and from Committees of the Society will always be in order without specific listing on the agenda. Given that there may be emergencies that require immediate action by Society officers/directors to maintain the integrity of the organization's corporate status, officers/directors shall do their best to notify members of any agendas in advance of special meetings.

ARTICLE V

(Board of Directors)

A. The Board of Directors shall consist of five members elected at the regularly scheduled members' meeting to be held in December of each year or at a special meeting to be determined by the Board prior to December 31 each year provided that notice of such a meeting is given not later than 10 days prior to the meeting.

B. Board members are elected to a one year term by a vote of the membership. The top five candidates, based on the most number of votes, are elected to the Board.

C. Following election, the Board of Directors shall meet for the purpose of organizing and they shall select the following officers: President, Vice President, Secretary, At Large Member and Treasurer.

D. The Board may meet at any time during the year, to conduct business, as called by the President or Board Chairman.

E. The Board of Directors is authorized to conduct any vote it deems necessary to conduct business transactions specifically for the purpose of allowing the treasurer to pay outstanding bills without a vote of the general membership. The Board of Directors is authorized to enter into contracts and agreements related to the activities and events of the Society and the resolutions passed by the membership. All members of the Board are required to be present or acknowledge their vote by written or electronically transmitted proxy. Simple majority rules.

F. The Board of Directors is responsible for maintaining the integrity of organization to qualify for 501c3 designation from the Internal Revenue Service and providing any documentation necessary to any government entities to maintain the tax exempt status.

G. The Board of Directors has the ability to revoke membership to any member who has failed to fulfill the member's financial obligations to the organization or, in the opinion of the Board, is a detriment to the integrity of the organization or its public reputation because of the member's actions. Any revocation of membership will be in writing to the member and signed by all members of the Board of Directors.

ARTICLE VI

(Officers)

A. *President:* It shall be the duty of the President to enforce all provisions of the Society's by-laws. The President shall preside over all society meetings.

(1) The President may make all appointments to Society committees to include the following committees:

Illinois Dark Skies Star Party

Public and Private Events

Observing Program

Planning and Grants

The President shall also appoint a members to be: the International Dark Sky Liaison, the Public Relations Liaison, the Society Equipment Chairman, and the Web Master.

(2) The President shall have the authority to appoint assistants to the Treasurer and/or

Secretary as needed.

(3) The President shall have the authority to appoint liaisons to various astronomical-related organizations such as, but not limited to, the Astronomical League.

(4) The President shall be considered the official spokesman for the Sangamon Astronomical Association, but he or she may at any time appoint someone to fill that duty, as needed.

(5) The current year's president will at the November meeting present a working budget for the next fiscal year to the membership for approval.

B. *Vice President:* It shall be the duty of the Vice President to assist the President. In the temporary absence of the President, the duties pertaining to that office shall be performed by the Vice President. If the President is unable to continue serving for whatever reason, the Vice President shall assume the presidency. The Vice President shall be a member of all committees appointed by the President.

C. *Secretary:* The Secretary shall be responsible for writing, maintaining, and distributing minutes of all Society and Board of Directors' meetings.

(1) The Secretary shall maintain membership records and a current roster. The Secretary shall advise members of forthcoming meetings.

(2) The Secretary shall also be responsible for posting official Society news, messages and bulletins on the web site.

(3) The Secretary shall be responsible for holding the keys to the post office box, and at his/her discretion giving one other good standing member an additional key. The Secretary and or appointee are responsible to visit the post office box regularly and forward any correspondence to the Society at Board meetings or regular scheduled meetings of the Society.

(4) The Secretary will be responsible for responding to all emails received via the web site, and either answering them or forwarding to the appropriate committee chairperson for action.

D. *Treasurer:* It shall be the duty of the Treasurer to have custody of all funds and securities of the Society, to collect annual dues and other receipts, and to distribute moneys under the direction of the Board of Directors.

(1) The Treasurer shall be empowered to sign and endorse checks and make payments on behalf of the Society.

(2) The Board of Directors shall, at the June meeting, cause all society financial records to be available for inspection by members and anytime by request of two or members of the Board of Directors.

(3) The Board of Directors shall cause all society financial records to be distributed or available for inspection by members, at least quarterly. An annual audit of the financial records of the Society will be presented annually, not later than at the June meeting.

ARTICLE VII

(Committees)

A. The President will make appointments to the following standing committees.

(1) Nomination Committee, responsible for presenting a nomination report at the November meeting.

(2) Events and Meetings Committee, responsible for setting times and places for all meetings and for arranging refreshments; organization will reimburse for expenses.

(3) Web Page Manager, responsible for maintenance of the organization's web page including a schedule of upcoming meetings.

(4) Audit committee, responsible for annual audit of Treasurer's records.

B. The President may make other appointments and may appoint other committees as the President sees fit.

C. Terms of individual appointments and committees expire with the President's term.

D. The President shall be a member ex-officio of all committees except the Nominating Committee.

ARTICLE VIII

(Facilities and equipment)

Members in good standing shall have access to club facilities and equipment. Each member is responsible for care of facilities and equipment used. In the event the organization is dissolved the assets of the organization will be distributed to one or more organizations whose purpose and tax status is similar to the Society's and if none is chosen by the Board then the assets are to be donated to a public institution such as Springfield College in Illinois and Illinois College in Jacksonville Illinois.

ARTICLE IX

(Amending By-laws)

A. The bylaws of the Sangamon Astronomical Society may be amended through the following process:

- (1) A proposal must be made in person, in writing and in detail, along with signatures of two other members, at any Society or Board of Directors' meeting. A proposed change may be withdrawn at any time prior to the preliminary vote.
- (2) The Board of Directors or President shall forward the proposal to the Bylaws Committee along with recommendations within seven (7) days.
- (3) The Bylaws Committee shall create a draft of all changes required by the proposal and return it to the Board of Directors, along with the committee's recommendation to adopt or reject the proposal. This shall be completed within three months of the receipt of the proposal. The Board of Directors will immediately inform the committee of its recommendation of approval or rejection of the proposed change.
- (4) The Bylaws Committee shall publish a notice on the Society's web site and by direct correspondence to members, explaining the suggested changes and giving notice of an open member discussion to be held at the next regularly scheduled Society meeting.
- (5) Any subsequent changes, because of input from the membership would then be returned to the By-Laws Committee which will be responsible for a final draft. The final draft shall be submitted to the entire membership by formal letter or email with notice that motions will be accepted to adopt or reject at the next regularly scheduled monthly meeting or by electronically transmitted proxy or at a special meeting called by the President.
- (6) Changes to the Bylaws would require a simple majority of votes cast by members present.

ARTICLE X

(Application for membership)

The Board of Directors shall create and may from time to time modify the application for membership. The membership is open to all adult persons of good moral character who share the goals of the Society, without regard to age, race, religion, creed, color, sex, or handicap and nothing in the application shall require any specific educational attainment.

Amendments

1. The Board of Directors shall consist of five members elected at a regularly scheduled members' meeting to be held in November of each year with the term of the new Board members to take effect at the start of the new year, or at a special meeting to be determined by the Board prior to December 31 each year provided that notice of such a meeting is given not later than 10 days prior to the meeting. (Added 2012)